

PRESS RELEASE

CELLULARLINE S.p.A.: ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

Extraordinary Shareholders' meeting

- The proposed amendment to Article 14 of the current articles of association has been approved
- A new text of the articles of association, effective from the date of commencement of trading on the MTA, possibly in the STAR segment, has been approved

Ordinary Shareholders' meeting

- The financial statements as at 31 December 2018 have been approved:
 - revenues of Euro 146,136 thousand (Euro 0 in 2017¹)
 - net profit for the year equal to Euro 7,978 thousand (Euro -1,056 thousand in 2017¹)
 - Shareholders' equity equal to Euro 125,535 thousand (Euro 131,944 thousand as at 31 December 2017¹)
 - resolution to distribute a dividend equal to Euro 0.30 per share, for a total amount of approximately Euro 6,112 thousand, with ex-dividend date 20 May 2019, record date 21 May 2019 and payment date 22 May 2019
- The Board of Statutory Auditors has been completed with the appointment of Mr. Cristiano Proserpio as Chairman
- The project for admission to trading on the MTA, possibly in the STAR segment, has been approved
- The audit appointment for the 2019-2027 period has been assigned
- The number of members of the Board of Directors has been changed to 10 and Ms. Paola Camagni has been appointed as (independent) director.

Reggio Emilia, 16 April 2019 - The Shareholders' Meeting of Cellularline S.p.A. (the "Company") held today in Milan approved all the proposals on the agenda.

Extraordinary Shareholders' meeting

The Extraordinary Shareholders' Meeting approved the proposed amendment to Article 14 of the current articles of association and also approved a new text of the articles of association, which shall enter into effect from the date of commencement of trading of the Company's ordinary shares and warrants on the MTA, possibly in the STAR segment.

¹ Comparison with 2017 data refer to the financial statements of Crescita S.p.A. before the Business Combination

Ordinary Shareholders' meeting

Individual and consolidated financial statements and dividend distribution

The Company closed the year with revenues of Euro 146,136 thousand (Euro 0 in 2017), profit equal to Euro 7,978 thousand (Euro -1,056 thousand in 2017) and Shareholders' equity equal to Euro 125,535 thousand (Euro 131,944 thousand as at 31 December 2017). The data of the 2018 individual financial statements have been compared with those of the former Crescita S.p.A. before the Business Combination. In order to facilitate understanding of the economic and financial position reference is made to the Financial Highlights contained in the Directors' Report on Operations which include pro-forma financial statements as at 31 December 2017 (available on the Company's website www.cellularline.com) of all the companies involved in the Business Combination transaction, as if it had taken place on 1 January 2017.

The Company's consolidated financial statements for the year as at 31 December 2018 report revenues of Euro 93,827 thousand, a Group net profit of Euro 32,378 thousand and Group Shareholders' equity equal to Euro 194,375 thousand. These figures refer to a 12 month period for the incorporating company (Crescita S.p.A.) and to the period between the effective date of the Business Combination (4 June 2018) and 31 December 2018 for the two incorporated companies (Ginetta S.p.A. and Cellular Italia S.p.A.). In order to facilitate comparison between the consolidated economic and financial data, reference is made to the press release published on 13 March 2019 (available on the Company's website www.cellularline.com), containing a comparison between the IFRS consolidated pro-forma data as at 31 December 2018 and those as at 31 December 2017 – restated on the basis of the renewed IFRS 15 – of the former Cellular Italia Group.

The Ordinary Shareholders' Meeting also resolved the distribution of a dividend equal to Euro 0.30 per share, for a total amount of approximately Euro 6,112 thousand, with ex-dividend date 20 May 2019, record date 21 May 2019 and payment date 22 May 2019.

Completion of the Board of Statutory Auditors and appointment of its Chairman

The Ordinary Shareholders' Meeting completed the Board of Statutory Auditors with the appointment of Mr. Cristiano Proserpio as Chairman of the Board.

Project for admission to trading on the MTA

The Ordinary Shareholders' Meeting approved the project for admission of the Company's ordinary shares and warrants to trading on the MTA, organised and managed by Borsa Italiana S.p.A., possibly in the STAR segment.

Audit appointment

Acting on a reasoned proposal from the Board of Statutory Auditors, the Ordinary Shareholders' Meeting assigned the audit appointment to the auditing firm KPMG S.p.A, for a nine year period (2019-2027), subject to, and with effect from the date of, commencement of trading of the Company's ordinary shares and warrants on the MTA.

[CELLULARLINEGROUP]



Change in the number of members of the Board of Directors and appointment of an additional director

The Ordinary Shareholders' Meeting changed the number of members of the Board of Directors to 10 and appointed Ms. Paola Camagni to the office of director.

The appointed Director declared that she met the requirements of independence established by Article 148 of Italian Legislative Decree no. 58 of 1998 (as referenced by Article 147 *ter* of said Decree no. 58 of 1998) and by Article 3 of the Borsa Italiana Code of Conduct.

*Cellularline S.p.A., founded in Reggio Emilia in 1990, with the brands **Cellularline**, **AQL** and **Interphone**, is the leading company in the sector of accessories for smartphones and tablets. The Group is a technological and creative reference point for accessories for multimedia devices and strives to provide users with products which distinguish themselves in virtue of their outstanding performance, ease of use and experiential uniqueness. Today the Group employs approximately 200 members of staff. Cellularline brand products are commercialised in over 60 countries.*

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