

DIRECTORS' REPORT
ON THE FIRST ITEM ON THE AGENDA
(ordinary part)

*for the Ordinary and Extraordinary
Shareholders' Meeting
of Equita Group S.p.A.
of 28 April 2022*

(published on 29 March 2022)



ITEM 1 ON THE AGENDA

1. Financial statements at 31 December 2021:

- 1.1 Approval of the financial statements at 31 December 2021: related and consequent resolutions. Presentation of the consolidated financial statements at 31 December 2021.
- 1.2 Allocation of profit or loss for the year and distribution of dividends to the shareholders with partial use of the reserves: related and consequent resolutions.

Dear Shareholders,

The Annual Financial Report of the Equita Group S.p.A. (“Equita” or the “Company”) for 2021 - containing the Management Report of the Board of Directors, the Financial Statements of Equita and the Consolidated Financial Statements of the Equita Group at 31 December 2021 and the certification as per article 154-bis, paragraph 5 of Italian Legislative Decree no. 58 of 1998 (“TUF”, the Italian Consolidated Finance Law) - accompanied by the Report of the Independent Auditing Company and Report of the Board of Statutory Auditors, are made available to the public at the Company’s registered office in Milan, Via Filippo Turati no. 9, on the Company website www.equita.eu (Corporate Governance section, Shareholders’ Meetings area) and on the authorised storage mechanism eMarket Storage (www.emarketstorage.com).

It should also be noted that regarding the consolidated performance of the Equita Group in 2021, the Group’s net revenue totalled Euro 90,298,422 and thus approximately +33% compared to the brokerage profit margin of 2020 (totalling Euro 68,057,270). Thus the Parent Company’s net profit for the year stood at Euro 21,511,592 (+77% compared to 2020).

In accordance with the law, the Equita Shareholders’ Meeting, having examined the Annual Financial Report, the Report of the Independent Auditing Company and the Report of the Board of Statutory Auditors, is asked to approve:

1. in terms of topic 1.1 on the agenda for the ordinary part, the Financial Statements of Equita at 31 December 2021 - accompanied by the Management Report of the Board of Directors, the Report of the Board of Statutory Auditors and the Report of the Independent Auditing Company - which close with a financial year profit of **Euro 7,454,519**;
2. in terms of topic 1.2 on the agenda for the ordinary part, the proposal to:
 - allocate to the legal reserve **Euro 372,726** (equal to 5% of the financial year profit);
 - distribute a single dividend of **Euro 0.35** per ordinary share with right to dividend for each outstanding share for a presumed total amount of **Euro 16,533,019**;
 - that the aforesaid dividend is paid in two tranches respectively equal to (i) **Euro 0.20** per share, which will be paid in May 2022, and (ii) **Euro 0.15** per share, which will be paid in November 2022;
 - distribute (i) for payment of the first dividend tranche, the retained 2021 profit (totalling Euro 7,081,793), available profit reserves (totalling Euro 1,865,243) and, for the remaining amount, capital reserves and (ii) for payment of the second dividend tranche, capital reserves;
 - approve, as the ex-dividend date for the first tranche 23 May 2022 (ex-dividend date), with date for the relative payment on 25 May 2022 (payment date) and with date for eligibility (record date) on 24 May 2021;

- approve, as the ex-dividend date for the *second tranche* **21 November 2022** (ex-dividend date), with payment date on **23 November 2022** (payment date) and date for eligibility (record date) the day **22 November 2022**;
- grant to the Chairman of the Board of Directors and to the Managing Director, severally, every power, with the right of sub-delegation, to carry out the legislative and regulatory requirements consequent to the adopted resolutions.

THE EQUITA GROUP S.P.A. BOARD OF DIRECTORS