

## PRESS RELEASE

### F.I.L.A.: SLATES FOR THE RENEWAL OF THE CORPORATE BOARDS

**Milan, April 5, 2018** - With regards to the Shareholders' Meeting of F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. (“**F.I.L.A.**” or the “**Company**”) called for April 27, 2018, and in view of the renewal of the Board of Directors and the Board of Statutory Auditors as per the Shareholders' Meeting agenda, it is noted that, in accordance with law, the following slates have been filed for the renewal of the Corporate Boards of F.I.L.A.: (i) by the shareholder Pencil S.p.A., holder of 13,133,032 ordinary F.I.L.A. shares and 6,566,508 of class “B” F.I.L.A. shares, equal to approx. 37.78% of the ordinary share capital and approx. 60.28% of the voting share capital of the company; and (ii) by the Group of shareholders encompassing the asset management company and other investors<sup>1</sup>, holding a total of 2,314,235 F.I.L.A. shares, equal to approx. 5.6% of the F.I.L.A share capital (the “**Other Shareholders**”).

The slate of candidates for the position of director presented by Pencil S.p.A. includes:

1. Massimo Candela;
2. Luca Pelosin;
3. Gianni Mion;
4. Annalisa Barbera;
5. Francesca Prandstraller (\*);
6. Filippo Zabban;
7. Sergio Ravagli (\*);
8. Paola Bonini (\*);
9. Fabio Zucchetti.

The slate of candidates for the position of director presented by the other shareholders includes:

1. Gerolamo Caccia Dominioni (\*);
2. Laura Ciambellotti (\*);
3. Adriana Lamberto Floristan (\*).

(\* *Candidate declaring satisfaction of the independence requirements*)

The slate of candidates for the position of Statutory Auditor presented by Pencil S.p.A. comprises:

#### Section I – Statutory Auditors

1. Pietro Michele Villa;
2. Elena Spagnol;
3. Marina Mottura.

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<sup>1</sup> Amber Capital Italia SGR S.p.A., manager of the Alpha Ucits Sicav-Amber Equity fund; Aletti Gestielle SGR S.p.A., manager of the Gestielle Pro Italia fund; Amundi Asset Management SGR S.p.A., manager of the following funds: Amundi Dividendo Italia, Amundi Obiettivo Crescita 2022 Due, Amundi Obiettivo Crescita 2022, Amundi Obiettivo Risparmio 2022 Due, Amundi Obiettivo Risparmio 2022 Quattro, Amundi Obiettivo Risparmio 2022 Tre, Amundi Obiettivo Risparmio 2022, Amundi Valore Italia Pir, Amundi Sviluppo Italia and Amundi Risparmio Italia, Arca Fondi S.G.R. S.p.A., manager of the following funds: Arca Economia Reale Bilanciato Italia 30, Arca Economia Reale Equity Italia and Arca Azioni Italia; Eurizon Capital SGR S.p.A., manager of the following funds: Eurizon Progetto Italia 20, Eurizon Pir Italia 30, Eurizon Progetto Italia 70, Eurizon Azioni Italia, Eurizon Pir Italia Azioni, Eurizon Azioni Pmi Italia and Eurizon Progetto Italia 40; Eurizon Capital S.A., manager of the following funds: Eurizon Fund - Equity Italy and Eurizon Fund - Equity Small Mid Cap Italy; Fideuram Investimenti SGR S.p.A., manager of the following funds: Piano Azioni Italia, Piano Bilanciato Italia 30 and Piano Bilanciato Italia 50; Mediolanum Gestione Fondi SGR S.p.A., manager of the following funds: Mediolanum Flessibile Futuro Italia; Mediolanum International Funds - challenge funds - Challenge Italian Equity; Zenit SGR S.p.A., manager of the following funds: Zenit Obbligazionario and Zenit Pianeta Italia.

Section II - Alternate Auditors

1. Stefano Amoroso;
2. Giuseppe Adorno.

The slate of candidates for the position of statutory auditor presented by the other shareholders includes:

Section I – Statutory Auditors

1. Gianfranco Consorti.

Section II - Alternate Auditors

1. Sonia Ferrero.

In relation to the additional matters on the agenda of the stated Shareholders' Meeting of the company related to the renewal of the Corporate Boards, the shareholder Pencil S.p.A. in addition communicates its intention to:

- propose to establish as 9 the number of members of the Board of Directors and as 3 financial years (and therefore until the Shareholders' Meeting called for the approval of the 2020 Annual Accounts) the relative mandate;
- propose to establish gross annual remuneration for the Board of Directors for the entire duration of mandate as Euro 230,000, to be broken down in compliance with the motions to be taken by the Board of Directors;
- propose to establish gross annual remuneration for the Chairman of the Board of Statutory Auditors as Euro 29,000, and the gross annual remuneration of each of the statutory auditors as Euro 22,000;
- propose Alberto Candela as Honorary Chairman of the company and to fix as 3 financial years (and therefore until the Shareholders' Meeting called for approval of the 2020 Annual Accounts) the duration of mandate.

The slates, together with the relative accompanying documentation, are available to the public at the registered office and on the company website at [www.filagroup.it](http://www.filagroup.it), *Governance* section, in addition to the authorised storage mechanism NIS-STORAGE.

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**F.I.L.A. (Fabbrica Italiana Lapis ed Affini)**, founded in Florence in 1920 and managed since 1956 by the Candela family, is a highly consolidated, dynamic and innovative Italian industrial enterprise and continues to grow market share. In November 2015, F.I.L.A. listed on the STAR segment of the Milan Stock Exchange. The company, with revenue of over Euro 510 million in 2017, has grown significantly over the last twenty years and has achieved a series of strategic acquisitions, including the Italian Adica Pongo, the US Dixon Ticonderoga, the German LYRA, the Mexican Lapiceria Mexicana, the Brazilian Lycin, the English Daler-Rowney Lukas and the French Canson, founded by the Montgolfier family in 1557.

F.I.L.A. is an icon of Italian creativity globally through its colouring, drawing, modelling, writing and painting tools, thanks to brands such as Giotto, Tratto, Das, Didò, Pongo, Lyra, Doms, Maimeri, Daler-Rowney and Canson.

Since its foundation, F.I.L.A. has chosen to focus on growth through continuous innovation, both in technological and product terms, in order to enable individuals to express their ideas and talent through tools of exceptional quality. In addition, F.I.L.A. and the Group companies work together with the Institutions to support educational and cultural projects which promote creativity and expression among individuals and make culture accessible to all.

F.I.L.A. operates through 19 production facilities (of which 2 in Italy) and 35 subsidiaries across the globe and employs approx. 8,400.

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Fabbrica Italiana Lapis ed Affini

## **For further information**

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