

Shaping the future

INVESTORS INFORMATION

March, 20th 2020 // Milan

Be: integration of the agenda of the Shareholders' Meeting of 22 April 2020

Reference is made to the Ordinary Shareholders' Meeting of Be Think, Solve, Execute S.p.A. (**Be** or the **Company**) already convened at Company's registered office in Rome, Via dell'Esperanto 71, on April 22, 2020 at 10:00 on first call and, should that be the case, on April 23 2020, same time and place, on second call, as per notice published on March 12 2020 (the **Shareholders' Meeting**).

It is hereby announced that the Board of Directors decided today to hold in the same Shareholders' Meeting also an extraordinary session and to add to the Meeting agenda the following point as its first item:

"Extraordinary session:

1) Change of company name with a view to strengthening the existing brand and subsequent amendment of Article 1 of the Articles of Incorporation; pertinent and subsequent resolutions".

The Shareholders' Meeting is therefore convened to deliberate on the following agenda:

Extraordinary session

1) Change of company name with a view to strengthening the existing brand and subsequent amendment of Article 1 of the Articles of Incorporation; pertinent and subsequent resolutions;

Ordinary session

1) The Company's financial statements as of December 31, 2019, including the Board of Directors' report on operations, the report of the Board of Auditors, and the External Auditors report; presentation of consolidated financial statements as of December 31, 2019; acknowledgement of 2019 Consolidated Non-Financial Statement pursuant to Legislative Decree no. 254 of December 30, 2016, 254; pertinent and subsequent resolutions;

STOCK DATA

Reuters code: BET.MI
Bloomberg code: BET IM

SHAREHOLDERS DATA (as of 20.3.2020)

No. of ordinary shares (mln): 134.9
Total no. of shares (mln): 134.9
Market cap. (Eur mln): 114.4
Floating (%): 42.2
Floating (Eur mln): 48.3
Main Shareholder: T.I.P.

GROUP DATA (as of 31.12.2019)

Total Revenues (Eur mln): 152.3
EBITDA (Eur mln): 25.9
EBIT (Eur mln): 12.2
EBT (Eur mln): 11.1
Net Profit (Eur mln): 6.1
Net Financial Position (Eur mln): (11.4)

HEADQUARTER

Rome

MAIN OFFICES

Milan
London
Munich
Frankfurt
Madrid
Wien
Warsaw
Bucharest
Kyiv
Zurich

Be S.p.A.

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- 2) Resolutions concerning the allocation of 2019 result; pertinent and subsequent resolutions;
- 3) Remuneration report: resolutions related to the first section of the report under Article 123-ter, sub-paragraphs 3-bis and 3-ter, D. Lgs. February 24, 1998, No 58 and resolutions relating to the second section under Article 123-ter, sub-paragraph 6, of D. Lgs. February 24, 1998 No. 58;
- 4) Appointment of Company's Board of Directors, following determination of number of its members; determination of term of office and compensation; pertinent and subsequent resolutions.
- 5) Authorization to purchase and dispose of treasury shares, pursuant to articles 2357 and 2357-ter of the Italian Civil Code, as well as article 132 of D. Lgs. February 24, 1998, n. 58, upon revocation of the relevant Shareholders' Meeting resolution of April 18, 2019; pertinent and subsequent resolutions.

Please note that, given the continuing Covid-19 emergency, in accordance with the provisions of the Law Decree of March 17, 2020, No 18, participation to the Shareholders' Meeting can only take place through the Designated Representative, Avv. Francesca Flego, appointed by the Company under Article 135-undecies of the TUF, without prejudice for the Designated Representative's right to appoint substitutes under Article 135-novies of the TUF. The proxy form in favour of the Designated Representative is available in both Italian and English on the www.be-tse.it website, section: "Investors – Governance System – General Meetings".

Any further information regarding terms and conditions for:

- (i) intervention and voting in the Shareholders' Meeting by delegation to the Designated Representative;
- (ii) exercise of the right to ask questions before the Shareholders' Meeting and the right to add new items to the agenda or to put forward further proposals for resolutions on matters already on the agenda;
- (iii) access to proposals for deliberation, illustrative reports on any subject on the agenda and documents that will be submitted to the Shareholders' Meeting;
- (iv) for the appointment of new members of the Board of Directors;

can be found on the Notice of Convocation and its related integration, whose full texts, together with the documentation relating to the Shareholders' Meeting, are published, in compliance with applicable laws, on the Company's website www.be-tse.it (section: "Investors – Governance system - General Meetings") to which reference should be made.

This press release is available on the Company's website www.be-tse.it and on the centralized storage mechanism "eMarket STORAGE" at www.emarketstorage.com.

About Be.

Be Group is listed in the STAR segment of Borsa Italiana and is one of the leading Italian players in the Consulting sector. The company provides Business Consulting and Information Technology services. A combination of specialist skills, advanced proprietary technologies and a wealth of experience enable the Group to work with leading international financial and insurance institutions to create value and boost business growth. With more than 1,300 employees and branches in Italy, United Kingdom, Germany, Austria, Switzerland, Spain, Romania, Poland and Ukraine, in 2019 the Group recorded revenues in the amount of Euro 152.3 million.

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