

## *Be: Buyback for a countervalue of up to 3,000,000 Euros by 31.01.2021*

Be Shaping the Future S.p.A. (**Be** or the **Company**), a company listed on the STAR segment of Borsa Italiana and one of the leading Italian providers of professional services for the financial industry, gives notice of its intention to initiate a buyback programme of treasury shares up to a maximum of 3,000,000 Euros, to be completed by 31 January 2021. This is in execution of the relevant buyback resolution of the Shareholders' Meeting of 22 April 2020, pursuant to art. 144-*bis* of Consob Regulation no. 11971/1999, any subsequent purchases will be considered once the current programme has been completed.

- The purposes of the buyback are:
  - To stabilise the stock market performance of the shares in the event of speculative phenomena;
  - To provide the Company with a useful tool to support the strategic plan for growth, also by external lines: the treasury shares held by the Company may be used in operations with strategic partners, also through equities exchanges, or in any case in extraordinary finance transactions involving the assignment or disposal of treasury shares;

#### STOCK DATA

Reuters code: BEST.MI  
Bloomberg code: BEST.MI

#### SHAREHOLDERS DATA

No. of ordinary shares (mln): 134.9  
Total no. of shares (mln): 134.9  
Market cap. (Eur mln): 146.0  
Floating (%): 39.4  
Floating (Eur mln): 57.5  
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

- To be used, at the discretion of the Board of Directors, in incentive plans for directors and/or key employees of the Company and its subsidiaries.
- The Programme will run from 14 October 2020 up to 31 January 2021.

The purchase of shares will take place at a unit price that will be determined from time to time for each transaction, taking into account the amount of share capital and shareholders' equity, also taking into account the flexibility required in this type of transaction, as follows: (a) at a minimum price not lower than 10% with respect to the reference price that the share will have recorded in the Stock Exchange session on the day prior to the completion of each individual transaction; (b) at a maximum price not higher than 10% with respect to the reference price that the share will have recorded in the Stock Exchange session on the day prior to the completion of each individual transaction.

The daily purchase amounts may exceed 25% of the average daily volume of shares traded on the MTA, calculated on the 20 days preceding each purchase date.

- For the purpose of implementing the programme, the Company has granted specific powers to a specialised intermediary.
- The purchase transactions may be carried out on the market, on one or more occasions, also on a revolving basis in compliance with the limits of the law, on regulated markets according to the operating procedures established in the regulations for the organisation and management of the markets themselves and agreed with Borsa Italiana S.p.A., which allow the equal treatment of shareholders to be respected, pursuant to s. 132 of LD 58 of 24 February 1998 (as subsequently amended and supplemented) and s. 144-bis, paragraph 1, letter b) of the Regulation adopted by CONSOB Resolution no. 11971/1999 (as subsequently amended and supplemented), as well as in compliance with any other applicable regulations, or in different ways, where permitted by s. 132, paragraph 3, of the said LD. Legislative Decree no. 58 of 24 February 1998, or other legal or regulatory provisions applicable from time to time at the time of the transaction. Purchase transactions may also be carried out through the use of takeover bid or exchange procedures pursuant to article 144-bis, paragraph 1, letter a), of the aforementioned Consob

Regulation no. 11971/1999, subject to a resolution of the Board of Directors in compliance with the regulations in force. In particular, purchases on the market shall be made in accordance with procedures established by Borsa Italiana S.p.A. that do not allow direct matching of proposals to buy with predetermined proposals to sell and, in any case, in compliance with market practices accepted by Consob with Resolution no. 16839 of 19 March 2009 and further provisions of law and regulations applicable to this type of transaction.

- The Company currently holds 4.796.335 treasury shares, equal to 3,56% of the share capital. Be subsidiaries do not hold Company's shares.
- The public will receive timely notification of any subsequent changes to the aforementioned programme. Likewise, the market will be informed, pursuant to the provisions in force, of the details of any purchase transactions carried out.

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This press release is available on the Company's website [www.be-tse.it](http://www.be-tse.it) and on the centralized storage mechanism "eMarket STORAGE" at [www.emarketstorage.com](http://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.

**Be S.p.A.**

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