

PRESS RELEASE**ORDINARY SHAREHOLDERS' MEETING OF CELLULARLINE S.P.A.**

- *The financial statements as at 31 December 2022 have been approved*
- *Allocation of the result for the year approved*
- *Distribution approved of an extraordinary dividend through the allocation of treasury shares held in portfolio*
- *Report on the remuneration policy and fees paid approved.*
- *New Board of Directors appointed for FYs 2023-2025, and Chairman Antonio Luigi Tazartes*
- *New Board of Statutory Auditors appointed for FYs 2023-2025, and Chairman Lorenzo Rutigliano*

Reggio Emilia, 28 April 2023 - The Shareholders' Meeting of Cellularline S.p.A. (hereinafter referred to as 'Cellularline' or the 'Company' or the 'Group'), a leading European company in the sector of accessories for smartphones and tablets, listed on Euronext STAR Milan, which met today in ordinary session at the company's registered office, has approved all proposals on the agenda and appointed the new Board of Directors and the new Board of Statutory Auditors.

Approval of the Financial statements as at 31 December 2022

The Shareholders' Meeting has approved the Financial statements as at 31 December 2022, as proposed by the Board of Directors on 15 March 2023. Cellularline S.p.A. closed the year with revenues from sales of Euro 113.0 million, a period economic result of Euro -75.9 million and shareholders' equity equal to Euro 127.5 million. The Group's Consolidated financial statements for the year as at 31 December 2022 report revenues from sales of Euro 137.6 thousand, a Group net profit of Euro -75.2 thousand and a Group shareholders' equity equal to Euro 130.5 thousand.

Allocation of the result for the year approved

The Shareholders' Meeting has approved the coverage of the loss for the year amounting to Euro 75,893,350 through the utilisation of the following reserves:

- Reserves for Retained Earnings in the amount of Euro 13,400,827;
- Extraordinary Reserve in the amount of Euro 31,176,621;
- Share Premium Reserve in the amount of Euro 31,315,902.

Distribution approved of an extraordinary dividend through the allocation of treasury shares held in portfolio

The Shareholders' Meeting has resolved to authorise the use of treasury shares to service the free allocation of shares to shareholders and to distribute a portion of the 'Share Premium Reserve' by means of free allocation to shareholders, as an extraordinary dividend, of a maximum of 743,499 ordinary treasury shares (corresponding to 3.4% of the total number of shares issued by the Company), in the amount of 1 ordinary treasury share for every 28 ordinary shares held, excluding treasury shares held on the day prior to the ex-dividend date.

The dividend distribution schedule is as follows: ex-dividend date 22 May 2023, record date 23 May 2023 and payment date 24 May 2023.

The shares allocated will be made available to those entitled to them, through the intermediaries belonging to the centralised management system at Euronext Securities Milan. In the event that the shares held by the shareholder as of 22 May 2023 (ex-dividend date) do not entitle the shareholder to a whole number of shares, the Cellularline shares, to be allocated on 23 May 2023 (record date) will be rounded down to the nearest whole number.

In this regard, it is also announced that the information document prepared pursuant to Article 1, paragraph 4, letter h) of Regulation (EU) 2017/1129, containing information on the number and nature of the treasury shares subject to allocation and the reasons and details of the transaction, is available to the public, as of today, at the registered office in Reggio Emilia, via Lambrakis 1/A, on the authorised storage mechanism "1infostorage" of Computershare S.p.A. at the address www.1info.it and published on the Company's website at the address www.cellularlinegroup.com.

Report on the remuneration policy and fees paid approved.

The Shareholders' Meeting has examined the Report on the Remuneration Policy and fees paid (the "**Report on Remuneration**") prepared by the Company's Board of Directors in accordance with Articles 123-ter and Italian Legislative Decree no. 58/1998 (the '**Consolidated Finance Act**') and Article 84-quater of Consob Regulation no. 11971/1999 and prepared in accordance with Annex 3A, Schedule 7-bis of the same Issuers' Regulation.

The Shareholders' Meeting has resolved in favour of the first section of the Report on remuneration and approved the policy for the remuneration of members of the Company's administrative bodies, general managers and key managers.

The Shareholders' Meeting has also resolved in favour of the second section of the Report on remuneration.

New Board of Directors appointed for FYs 2023-2025

The Shareholders' Meeting has appointed the new Board of Directors, whose term expires with the approval of the Financial Statements for FY 2022, which will remain in office for three financial years, until the Shareholders' Meeting that will be convened to approve the Financial Statements for the financial year ending 31 December 2025.

The Shareholders' Meeting - after having determined the number of members of the new Board of Directors as 10 - resolved to appoint 6 members from List 1 submitted by the outgoing Board of Directors and to appoint 4 members from List 2 submitted by the Shareholder First Capital S.p.A..

The Shareholders' Meeting then appointed Antonio Luigi Tazartes as Chairman of the Board of Directors.

The Directors elected from list no. 1 filed by the outgoing Board of Directors are listed below: • Antonio Luigi Tazartes (Chairman) • Christian Aleotti • Marco Cagnetta • Donatella Busso (Independent pursuant to TUF and Corporate Governance Code) • Paola Vezzani (Independent pursuant to TUF and Corporate Governance Code) and Davide Danieli.

The Directors elected from list no. 2 filed by the Shareholder First Capital are listed below: • Marco Di Lorenzo • Alessandra Bianchi • Walter Alba • Laura Elena Cinquini.

The Shareholders' Meeting has also resolved to set the total compensation for the Board of Directors at a maximum of Euro 350 thousand, including remuneration for directors holding special offices and members of the board committees.

New Board of Statutory Auditors appointed for FYs 2023-2025

The Shareholders' Meeting has appointed the new Board of Statutory Auditors, whose term expires with the approval of the Financial Statements for FY 2022, which will remain in office for three financial years, until the Shareholders' Meeting that will be convened to approve the Financial Statements for the financial year ending 31 December 2025.

Below are the members of the Board of Statutory Auditors appointed by the Shareholders' Meeting, of which the Chairman and an alternate auditor elected from the list submitted by the shareholder First Capital, and the other auditors elected from the list submitted by the shareholder Christian Aleotti: Standing Auditors • Lorenzo Rutigliano (Chairman) • Paolo Chiussi • Daniela Bainotti; Alternate Auditors: • Andrea Fornaciari • Guido Prati.

The Shareholders' Meeting resolved in favour of the members of the Board of Statutory Auditors, for the entire duration of their office, a gross annual emolument of Euro 30 thousand for the Chairman and of Euro 22 thousand for each Standing Auditors.

This press release is available on the Company's website www.cellularlinegroup.com, Investors/Press Releases section and on the authorised storage system www.1info.it.

The Financial Statements approved by the Shareholders' Meeting, containing the Annual Financial Statements as at 31 December 2022, accompanied by the Report of the Board of Statutory Auditors and the reports of the Independent Auditing Company, the CVs and information on the positions currently held by the Directors and Statutory Auditors - or a summary thereof - are available on the website at <https://www.cellularlinegroup.com/>, in the Corporate Governance section.

A summary of votes cast and the minutes of the shareholders' meeting will be made available on the Company's website www.cellularlinegroup.com, in the section on Corporate Governance in the manner and within the terms provided for by the regulations in force.

*Cellularline S.p.A., founded in Reggio Emilia in 1990, is, together with its brands **Cellularline, PLOOS, AQL, MusicSound, Interphone, Nova, Skross, Coverlab and Allogio**, the leading company in the smartphone and tablet accessories sector. The Group is at the technological and creative forefront of the multimedia device accessories industry, striving to deliver products synonymous with outstanding performance, ease of use and a unique user experience. The Group currently has 250 employees. Cellularline brand products are sold in over 60 countries.*

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