

**PLANETEL S.p.A.:**  
**PUBLICATION OF NOTICE OF CALLING OF ORDINARY GENERAL MEETING**

**Treviolo (Bergamo), 12 April 2023** – Planetel S.p.A. (the “**Company**” or “**Planetel**”), parent company of the group of the same name operating nationwide in the telecommunications sector, listed on **Euronext Growth Milan**, a multilateral trading system organised and run by **Borsa Italiana S.p.A.**, announces that the notice of calling of its Ordinary General Meeting was published today in the “Investors - General Meeting” section of its website [www.planetel.it](http://www.planetel.it), in the “Stocks - Documents” section of the [www.borsaitaliana.it](http://www.borsaitaliana.it) website and, in abbreviated form, in the “ITALIA OGGI” newspaper.

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Shareholders of Planetel S.p.A. (the “**Company**”) are called to attend the ordinary general meeting at the Company’s registered office in Treviolo (Bergamo), via Boffalora no. 4, 24048, at 10:00 hrs on 27 April 2023 at first calling and, if necessary, at the same time and place on 28 April 2023 in second calling, to discuss and resolve on the following

**AGENDA**

- 1) examination and approval of the financial statements of Planetel S.p.A. for the year ending 31 December 2022 and presentation of the consolidated financial statements for the year ending 31 December 2022; resolutions arising;
- 2) appointment of the Board of Directors for 2023-2025, preceded by resolutions regarding the number of members, the duration of the mandate and the relative remuneration; resolutions arising;
- 3) appointment of the Board of Statutory Auditors for 2023-2025 and the relative remuneration; resolutions arising;
- 4) appointment of the external auditor for 2023-2025; resolutions arising.

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**COMPOSITION OF THE SHARE CAPITAL AND ATTENDANCE AT THE GENERAL MEETING**

The Company’s underwritten and paid-up share capital amounts to Euro 4,048,912.00, consisting of 6,752,762 no par-value ordinary shares. The Company does not hold any treasury stocks as of today’s date.

Under the law and the articles of association, shareholders for whom the Company has received the specific notice issued by the authorised intermediary certifying their entitlement on the basis of its accounts (the “**Intermediary’s Notice**”) by the end of the third trading day prior to the date set for the general meeting (i.e. **24 April 2023**) are permitted to attend the meeting. Shareholders are still lawfully entitled to attend and vote at the general meeting if the said Intermediary’s Notice is received by the Company after the above deadline, provided it is received before the start of proceedings of the general meeting at any calling.

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The Intermediary issues its Notice on the basis of the records as of the end of the accounting day of the seventh trading day prior to the date set for the meeting (i.e. **18 April 2023**). Any creditor or debtor entries to the accounts after the said term are not relevant for entitlement to vote at the general meeting.

Pursuant to art. 14 of the Articles of Association, the Company has decided to exercise the option permitted thereunder to hold the Shareholders' Meeting without the physical presence of the shareholders themselves, meaning **also via telecommunications link**, provided the collegial method and the principles of good faith and fair treatment of shareholders, as well as the other conditions required under the Articles of Association, are complied with.

To enable this, shareholders lawfully entitled to attend and vote in the general meeting may, instead of attending the meeting in person, obtain the link to participate via video-audioconferencing, as permitted by article 16 of the articles of association, by sending an application to [planetel@pecm.it](mailto:planetel@pecm.it), attaching a copy of the Intermediary's Notice and also:

- (i) for shareholders who are natural persons, a copy of their ID (identity card or passport);
- (ii) for legal person shareholders, a copy of the ID (identity card or passport) of the legal representative or the person empowered to attend the shareholders' meeting, and a copy of the documentation proving legal representative status or the award of the relevant powers to the person attending.

Without prejudice to the holding of the general meeting also via video-audioconferencing, any shareholder entitled to attend may appoint a delegate in accordance with the law by written proxy, in accordance with the provisions of article 2372 of the Italian Civil Code; shareholders may decide to use the proxy form available in the "Investors" section of the Company's website at: [www.planetel.it](http://www.planetel.it). The proxy may be sent to the company by registered letter with return receipt addressed to Planetel S.p.A., via Boffalora n. 4, 24048, Treviolo (Bergamo), or by certified email to [planetel@pecm.it](mailto:planetel@pecm.it)

### APPOINTMENT OF THE BOARD OF DIRECTORS AND THE BOARD OF STATUTORY AUDITORS

In accordance with the Articles of Association, the board of directors and the board of statutory auditors are appointed on the basis of lists of candidates. Only shareholders who, individually or in association with other shareholders, represent at least 10% of the share capital may present lists. The certification proving ownership of the number of shares necessary for presentation of the list must be submitted together with the list itself or at a later date, provided it is within the deadline for the filing of the list.

Each list, duly signed by each voting right holder who has presented it and accompanied by certification of the percentage shareholding of the voting right holder and the ownership of the said stake, must be lodged at the company's registered office, or sent via certified email to [planetel@pecm.it](mailto:planetel@pecm.it), at least 7 (seven) days prior to the date of the General Meeting at first calling (i.e. by **20 April 2023**).

The Company will make the lists and the relative attachments available to the public at the registered office and in the "Investors - Investor Relations - General Meetings" section of its website [www.planetel.it](http://www.planetel.it), at least 6 (six) days before the date set for the aforesaid General Meeting.

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### PROCEDURE FOR THE APPOINTMENT OF THE INDEPENDENT DIRECTOR

Please note that - with regard to candidates for the post of independent director - the prior favourable opinion of the Euronext Growth Advisor ("**EGA**") as required by art. 6-bis, First Section of the Euronext Growth Milan Issuers' Regulations, must be obtained with regard to whether the candidate for the post of independent director whom the shareholders intend to include in their list meets the relevant independence criteria (the "**Prior Opinion**").

Shareholders intending to obtain a Prior Opinion with regard to one or more independent director candidates must send a communication (the "**Communication**") to the EGA in the form, depending on circumstances, contained in Annex 1A (Single Requesting Shareholder's Communication) or in Annex 1B (Joint Requesting Shareholders' Communication) by at least 4 calendar days before the deadline set by art. 17 of the Articles of Association for the filing of lists at the Issuer's registered office (the "**Deadline**"). Annexes 1A, 1B and 2 are available in the "Investor Relations - Shareholders' Meeting" section of the company's website [www.planetel.it](http://www.planetel.it).

Shareholders must enclose the following with the Communication:

- certification proving the shareholder's ownership of a stake of at least 10% of the Company's share capital, subscribed as of the date of the Communication; and
- the self-declaration of the candidate independent director(s) regarding fulfilment of the independence criteria in the form set out in Annex 2 (Self-declaration), including the information sheet indicating: (i) the companies and/or entities of which the candidate(s) is/are or has/have been, in the last three years, a partner, employee, collaborator or member of the administrative or supervisory bodies; (ii) academic qualifications; and (iii) employment/profession.

The EGA assumes no liability for the failure to issue the Prior Opinion in the event that the Communication is made after the Deadline and/or in breach of the documentation to be enclosed.

On the basis of the Communication and the documents sent, the EGA will assess whether the independent director candidate(s) fulfil(s) the independence criteria and, no later than 2 calendar days after receipt of the Communication, will send the positive or negative Prior Opinion to the shareholders - at the address stated in the Communication.

Any communication to the EGA must be made by certified email to [alantracmitaly@legalmail.it](mailto:alantracmitaly@legalmail.it) or by registered letter with return receipt to via Borgonuovo, 16, 20121, Milan.

### ADDITION OF ITEMS TO THE AGENDA AND RIGHT TO SUBMIT QUERIES

With regard to the exercise of the right to have topics placed on the agenda and the right to submit queries before the General Meeting, granted under article 13 of the articles of association, reference should be made to the text of the articles of association themselves, published in the "*Investors - Governance - Documents, procedures and regulations*" section of the company's website at [www.planetel.it](http://www.planetel.it).

### DOCUMENTATION

The documentation relating to the topics on the agenda, required under current law, will be made available

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to the public at the Company's registered office and in the "Investors - General Meetings" section of its website [www.planetel.it](http://www.planetel.it) within the legal terms.

This notice of calling is published in the "Investors" section of the Company's website [www.planetel.it](http://www.planetel.it) and in the "Stocks - Documents" section of the [www.borsaitaliana.it](http://www.borsaitaliana.it) website.

Treviolo, 12 April 2023

For the Board of Directors

The Chairman

Bruno Mario Pianetti

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This press release is available from Borsa Italiana S.p.A., from the company's registered office and in the Investitori/Investor Relations/Comunicati Finanziari section of the website [www.planetel.it](http://www.planetel.it). For its compulsory reporting, Planetel uses the eMarket SDIR circuit managed by Teleborsa S.r.l., with registered office at Piazza Priscilla 4, Rome.

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**For further information:**

**PLANETEL S.p.A.**

Michele Pagani  
CFO ed Investor Relations Manager  
+39 035.204094  
[ir@planetel.it](mailto:ir@planetel.it)

**Euronext Growth Advisor e Corporate Broker**

Alantra Capital Markets  
Milano, Via Borgonuovo 16  
+39 334.3903007  
[alfio.alessi@alantra.com](mailto:alfio.alessi@alantra.com)

**Investor Relations**

POLYTEMS HIR  
Bianca FERSINI MASTELLONI - Silvia MARONGIU  
+39 06.69923324 - 06.6797849  
[s.marongiu@polytemshir.it](mailto:s.marongiu@polytemshir.it)

**Media Relations**

POLYTEMS HIR  
Paolo SANTAGOSTINO  
+39 349.3856585  
[p.santagostino@polytemshir.it](mailto:p.santagostino@polytemshir.it)

**Specialist**

MIT SIM S.p.A.  
+39 02.30561270  
[info@mitsim.it](mailto:info@mitsim.it)

## PRESS RELEASE

*Holding company of a group that offers telecommunication services at national level, **Planetel S.p.A.** has developed a proprietary fibre optic network for the ultra-broadband connectivity of about 200 municipalities and provides TLC/IT services to about 42,990 customers in Lombardy, Veneto and Campania, through a multi-channel approach. Among the first Italian Internet Service Providers (ISP and WISP) to gradually develop its position in the telecommunication and system integration market, the company has been able to stand out on the territory as a single player offering integrated digital solutions, ASP / Cloud services and other IT solutions. Planetel, formerly a national phone operator, can now provide Business, Wholesale and Residential customers with fibre optic network connections, with the most advanced ultra-broadband connectivity and integrated communication solutions with FTTH-FOTP (Fibre to the Home – Fibre to the Premises) network architectures; its offer covers the entire value chain of ICT services that allows companies to accelerate their digitization process and time-to-market. Planetel's primary assets include a fibre optic network of approximately 2,315 Km. – CLOUD infrastructure in 3 Datacentres – 119 Planetel Points in 100 Municipalities – 1,144 Cabinets on the ground, etc.*

*Planetel's main goal is the strategic development of a high-speed proprietary Backbone – up to 1.4Tb/s – which will allow more stable, faster and more secure connections with a guarantee of greater continuity of service for its customers.*

*Ticker: PLN - ISIN Code of ordinary shares: IT0005430951*