

PRESS RELEASE

ORDINARY SHAREHOLDERS' MEETING OF OPENJOBMETIS S.P.A.

- The financial statements of the merged company Quanta S.p.A. as at 31 December 2021 were approved.
- The financial statements as at 31 December 2021 were approved and the Group's consolidated financial statements as at 31 December 2021 were reviewed.
- Approved the allocation of the profit for the year and resolved on the distribution of a unitary dividend of Euro 0,31 per each entitled share.
- Approved the First Section of the Explanatory Report on the remuneration policy and fees paid pursuant to Art. 123-ter of Italian Legislative Decree No. 58/1998, also in the part - the subject of an independent resolution - relating to the compensation provided for in the event of termination of office or termination of employment (Paragraph 1.m).
- Approved the second section of the Explanatory Report on the remuneration policy and fees paid, pursuant to Article 123-ter of Italian Legislative Decree No. 58/1998.
- Appointed a Director pursuant to Article 2386, paragraph 1, of the Italian Civil Code, and Article 15.16 of the articles of association.
- Approved the “2022-2024 Performance Shares Plan” for the free assignment of rights to receive ordinary shares of the Company.
- Authorised the Board of Directors to buy back and dispose of treasury shares after revocation of previous authorisation granted by the Shareholders' Meeting of 30 April 2021.

Milan, 19 April 2022 – Today, the Shareholders' Meeting of Openjobmetis S.p.A. – Agenzia per il Lavoro met, in ordinary session. Openjobmetis S.p.A. (Borsa Italiana: **OJM**) is one of the leading Employment Agencies, listed on the STAR segment of the Euronext Milan market operated by Borsa Italiana.

Following the approval of the financial statements of the merged company Quanta S.p.A., the Ordinary Shareholders' Meeting approved the Company's financial statements and reviewed the Group's consolidated financial statements as at 31 December 2021.

The consolidated financial statements of the Openjobmetis Group as at 31 December 2021 show revenues of EUR 720.8 million against EUR 517.0 million in 2020, EBITDA of EUR 23.5 million against EUR 14.9 million in 2020 (2021 adjusted EBITDA stands at EUR 25.5 million), EBIT of EUR 15.2 million compared to EUR 8.3 million in 2020 (2021 adjusted EBIT stands at EUR 17.5 million) and closing with a Net profit of EUR 10.7 million compared to EUR 23.6 million in 2020. Net Financial Indebtedness as at 31 December 2021 was equal to EUR 44.5 million against EUR 17.4 million as at 31 December 2020.

The revenue of the parent company Openjobmetis S.p.A. were EUR 624.9 million against EUR 495.1 million in 2020, EBIT was EUR 13.0 million against EUR 6.5 million in 2020. Net Profit was EUR 10.5 million, against EUR 24.5 million in 2020.

The Shareholders' Meeting resolved to allocate the 2021 profit for the year, amounting to EUR 10,540 thousand, as follows:

- Allocation of a EUR 0.31 dividend to the shareholders per each entitled share (excluding treasury shares) up to a maximum of EUR 4,200 thousand
- Allocation to the other reserves: EUR 6,341 thousand

The Shareholders' Meeting also resolved that this dividend of EUR 0.31 per share be paid, gross of withholding taxes mandated by the law, from 11 May 2022, with coupon No. 4 to be detached on 9 May 2022 and record date (date when entitlement to the payment of the dividend is established pursuant to Art. 83-terdecies of Italian Legislative Decree No. 58, 24 February 1998, and Art. 2.6.6, par. 2, of the Regulation of the Markets Organised and Managed by Borsa Italiana S.p.A.) on 10 May 2022.

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The Shareholders' Meeting approved, as provided for in points 3.1 and 3.2 of the agenda, the First Section of the Explanatory Report on the remuneration policy and fees paid prepared pursuant to Art. 123-ter, paragraph 3-bis, of Legislative Decree no. 58/1998 and Art. 84-*quater* of the Issuers' Regulation adopted by Consob with resolution no. 11971/1999, including with reference to Paragraph (l.m) relating to compensation provided for in the event of termination of office or termination of employment.

The Shareholders' Meeting also resolved to express a favourable vote, as set out in item 3.3 of the agenda, on the second section of the Explanatory Report on the remuneration policy and fees paid drawn up pursuant to Art. 123-ter, paragraph 6, of Italian Legislative Decree No. 58/1998 and Art. 84-*quater* of the Issuers' Regulation adopted by Consob with resolution No. 11971/1999.

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With reference to the fourth item on the agenda, the Shareholders' Meeting appointed, pursuant to and for the purposes of Article 2386, first paragraph, of the Italian Civil Code and Article 15.16 of the Articles of Association, Lucia Giancaspro as Director of the Company, who will remain in office until the expiry of the term of office of the current Board of Directors, i.e. until the date of the Shareholders' Meeting called to approve the financial statements for the year ending 31 December 2023.

The Shareholders' Meeting also established that the remuneration of Lucia Giancaspro, as a Director of the Company, shall be equal to that resolved for the other Directors currently in office by the Shareholders' Meeting and the Board of Directors on 30 April 2021.

The Shareholders' Meeting approved the proposal to appoint Lucia Giancaspro, as formulated by the Board of Directors in the explanatory report on the item on the agenda, expressing in percentage terms – no. of voting rights at the meeting 13,368,060 (70.368740% of total voting rights)– 77.658935% of votes in favour. It should be noted that the candidacy of the same Lucia Giancaspro was supported by a group of institutional Investors, on the bases of the proposal autonomously submitted by Assogestioni on 1 April 2022.

It should be noted that Lucia Giancaspro does not hold any equity investment in Openjobmetis S.p.A.

Lucia Giancaspro's curriculum vitae is available for consultation on the Company's website (www.openjobmetis.it).

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The Shareholders' Meeting then approved, as provided for in the fifth item on the agenda, pursuant to Article 114-*bis* of the Consolidated Law on Finance (TUF), a free allocation plan of the conditional and non-transferable right by *inter vivos* deed to receive, to the extent, at the terms and conditions set forth therein, free ordinary shares of the Company subject to, among other things, the achievement of certain performance targets and based on the degree to which such targets are achieved. The Plan, which has the objective of allocating a maximum of 207,978 shares of the Company and for the service of which the treasury shares held by the Company will be used, is reserved for directors vested with special offices and/or executive directors pursuant to the Corporate Governance Code, key management personnel of the Company, as defined under applicable regulations, and other key employees of the Company. The Shareholders' Meeting conferred on the Board of Directors, with the express right of further delegation to other parties, the broadest powers necessary or appropriate for establishing and fully implementing the Plan.

The information document relating to the Plan, drafted pursuant to Article 84-bis of the Consob Issuers' Regulation and in accordance with Attachment 3A of the same Regulation, has been made available to the public in the manner and within the terms required by law and is available on the Company's website at www.openjobmetis.it.

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Lastly, the Shareholders' Meeting, as provided for in the sixth point of the agenda, resolved to revoke, for the remaining period, as from this resolution, the resolution to authorise the buy back and sale of treasury shares adopted by the Ordinary Shareholders' Meeting on 30 April 2021. It also resolved to authorise the Board of Directors to buy back and dispose of treasury shares in order to (i) equip itself with a portfolio of treasury shares that it can dispose of at any time, in whole or in part, in one or more tranches, and without time limits, provided that they are consistent with the Company's strategic guidelines, as part of capital transactions; (ii) fulfil obligations arising from share incentive plans, distribution programmes, whether for consideration or free of charge, as well as programmes for the free assignment of shares to shareholders; (iii) operate on treasury shares with a view to medium- and long-term investment, including for the purpose of establishing long-term shareholdings, or in any case to take advantage of market opportunities, including through the buy-back and resale of shares; (iv) initiate programmes for the buy-back of treasury shares for the purposes envisaged by Art. 5 of Regulation (EU) no. 596/2014 (Market Abuse Regulation or MAR).

The Board of Directors was authorised to buy back (fully paid-up) ordinary shares of the Company, each with a unit nominal value of EUR 1.00 (one point zero zero), on one or more tranches, also on a revolving basis, in an amount freely set by the Board of Directors up to a maximum number of ordinary shares of the Company such as not to exceed 5% of the pro-tempore share capital of Openjobmetis S.p.A., having regard to the treasury shares held either directly or through its subsidiaries, if any.

According to the current share capital, the maximum number of shares that the Company may hold is 685,600. The Board of Directors was also authorised to dispose of treasury shares in the portfolio, even before the buy-backs referred to above have been completed.

The Board of Directors was authorised to buy back treasury shares for the maximum duration permitted by Art. 2357, par. 2 of the Italian Civil Code and therefore for a period of 18 months from the date on which the Shareholders' Meeting passes the relevant resolution.

The share purchase price shall be identified each time, considering the procedures chosen for carrying out the transaction, share price performance and the best interest of the Company, and in compliance with any applicable Italian and EU legal and regulatory provisions in this regard or with the permitted market practices in use at the time where the conditions are met and the decision is made to use them.

In any event, purchases must be made at a price per share that shall not be more than 10% lower or higher than the official stock market price of the shares recorded by Borsa Italiana S.p.A. in the stock exchange session of the day preceding each transaction.

Transactions to dispose of treasury shares in the portfolio, if executed in cash, must be carried out at a price per share to be determined on the basis of the criteria laid down in the applicable regulations and/or the market practices accepted and acknowledged from time to time or, in any

case, at a price that may not be more than 5% lower than the official stock market price recorded by Borsa Italiana S.p.A. in the stock exchange session of the day preceding each transaction.

With regard to shares to serve share-based incentive plans, the shares must be disposed of in accordance with the terms and procedures stated in the regulations of said schemes.

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The Company informs that:

- a) The summary report of the votes, with the number of shares represented at the Shareholders' Meeting and the shares for which the vote was expressed, the percentage of the share capital represented by these shares, the number of votes in favour and against the resolutions and the number of abstentions, will be made available on the Company's website within the terms set by current laws and regulations.
- b) The minutes of the Shareholders' Meeting will be made available to the public in the ways and within the terms set by current laws and regulations.

Alessandro Esposti, in his capacity as Manager in charge of financial reporting, pursuant to Art. 154 bis, par. 2, of the Consolidated Law on Finance (TUF), hereby states that the financial information contained in this press release corresponds to the accounting documentation, books and records.

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The Company's Annual financial statements and the Group's Consolidated financial statements are available at the registered office in via Bernardino Telesio, 18 - 20145 Milan, in Borsa Italiana S.p.A. and in the Investor Relations section of the website www.openjobmetis.it as well as at the authorised storage mechanism eMarket STORAGE, available at www.emarketstorage.com.

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Openjobmetis - an overview: Openjobmetis is the Employment Agency established in 2011 as a result of the merger of Openjob SpA and Metis SpA, combining the unique skills and experiences for which they have always been known. Listed since December 2015, Openjobmetis SpA is the first and only Employment Agency in the STAR segment of Euronext Milan (EXM) operated by Borsa Italiana, and is positioned among the leading Italian operators in its field, with revenue of approximately EUR 720,8 million in the year ended 31 December 2021. Openjobmetis SpA, which provides temporary work employment, operates through a network of 150 branches and Specialized Divisions in a wide range of labour market sectors, including: Healthcare, Banking and Finance, Large-Scale Retail Trade, Big Clients, I&CT, Agro-Industrial and, as well as Techne specialized in aerospace, naval and energy thanks to the acquisition of Quanta S.p.A., a company merged into Openjobmetis with effect from 1 January 2022. Among the services offered, there are also research and selection solutions for direct entry into a company of qualified junior profiles through the Permanent Placement team and the division UNA Forza Vendite which deals with commercial figures and sales agents. Openjobmetis also has the following subsidiaries: (i) Openjob Consulting Srl, active in the management of the financed training activities; (ii) Seltis Hub Srl, the new highly specialized vertical competence center focused on recruitment and selection that operates through the brands Seltis, Meritocracy and Jobmetoo, (iii) Family Care Srl, APL dedicated to family assistance. Finally (iv) HC Srl, a result of the merger of Corium Srl and HC Srl, 92.9% owned, which deals with training, coaching and outplacement and (v) Lyve Srl, a 50.66% subsidiary, a training company specialized in the field of financial and insurance services.

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