



• PRESS RELEASE •

**PUBLICATION OF NOTICE CONVENING THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF TPS S.p.A.**

**Gallarate (VA), 11th April 2024 – TPS S.p.A.** (“TPS” or the “Company” or “Issuer”), operational holding company of the TPS Group, *leader* in the technical services and engineering sector for the aeronautical and automotive industries, and listed with the Multilateral Trading Facility **Euronext Growth Milan**, hereby informs of the publication of the notice on today's date convening the Ordinary and Extraordinary Meeting of Shareholders of TPS in the Official Gazette Part II no. 43 of 11th April 2024.

The Ordinary and Extraordinary Meeting of Shareholders is convened at the office of Notary Paolo Maria Smirne at Corso Montevecchio No.48, Turin, for the **29th day of April 2024** at 5:00 p.m., in the first instance and, if necessary, in second instance, for the **30th day of April 2024**, in the same place and at the same time, to discuss and decide the following

**agenda**

**Ordinary Session**

1. Approval of the financial statement and presentation of the consolidated balance sheet for the group as at 31st December 2023. Relevant and ensuing resolutions;

**Extraordinary Session**

1. Proposal to amend Articles 15 and 20 of the articles of association Relevant and ensuing resolutions;
2. Proposal to remove Art. 7.5 from the articles of association. Relevant and ensuing resolutions;
3. Proposal to amend the articles of association following the name change of the multilateral negotiation system “AIM Italia” to “Euronext Growth Milan”. Relevant and ensuing resolutions.

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**COMPANY CAPITAL AND VOTING RIGHTS**

Company stock is Euro 1,613,910.00 divided into 7,259,860 ordinary shares with no par value; each share entitles the holder to one vote at the ordinary and extraordinary meetings of the Company.

#### **RIGHT TO ATTEND AND TO VOTE**

Pursuant to article 83e of Legislative decree no. 58 of 24th February 1998, the right to intervene at the Meeting and the use of the right to vote, is certified by notification to the company, made by the proxy for the subject with the voting rights, based on the evidence of the accounts concerning the 7th (*seventh*) day of open market prior to the date of first convocation of the Shareholder's Meeting (i.e., 18th April 2024 – *record date*). Credit and debit records for accounts after the above term will not apply for the purpose of legitimising the exercise of voting rights at the Meeting and therefore, those who become an owner of shares only after the above term will not have the right to take part in or vote at the Meeting. Notification shall arrive at the company no later than the end of the 3rd (*third*) day of open market before the date of the Meeting (i.e. before 24th April 2024). This is without prejudice to the legitimisation to attend the Meeting and use the right to vote in the event that said notice arrives at the Company after the aforementioned term, provided that it is before the commencement of the meeting.

#### **FURTHER INSTRUCTIONS FOR REMOTE INTERVENTION**

Attendance of the Meeting and use of voting rights is possible **exclusively by video-conference**, by means of connection to the following link <https://zoom.us/join>. Those who wish to attend the Meeting must send - no later than 12:00 p.m. on 26th April 2024 – a specific request to the Company email address [tpsgroup.spa@pec.it](mailto:tpsgroup.spa@pec.it) attaching (i) a copy of the bank certification as named in the previous paragraph (*Right to intervene and to vote*), (ii) a copy of a valid ID document, with photograph, of the attending party, if the representative of a legal person or a proxy as set forth in the next paragraph (*Representation at the Meeting*), proof of the powers necessary to attend the Meeting or the granting of proxy, as well as (iii) any proxy form duly completed and signed. By the deadline of 26th April 2024, the Company will inform the parties that have duly submitted the documentation above (and to the same email address for sending) of the designated PIN for attending the Meeting. Parties that did not follow the instructions above precisely will not be entitled to attend or to vote.

#### **REPRESENTATION AT THE MEETING**

Those who have the right to attend the meeting may be represented, by submitting written proxy, compliant with the current regulations. *For this purpose, the website of the Company, at the address: [www.tps-group.it](http://www.tps-group.it), in the Investor Relations section, Meetings there is a special form available to appoint a proxy for the Meeting. There are no voting processes by post or electronic means.*

#### **ORGANISATIONAL ASPECTS**

Shareholders (or the proxies of same) are invited to connect by video-conference in a timely manner to guarantee the Meeting is carried out. The participant accreditation process will commence half an hour before the time for which the Shareholders' Meeting is called. For the meeting procedures, attendees are invited to view the Meeting Regulations, available at the Issuer's website [www.tps-group.it](http://www.tps-group.it), in the *Investor Relations* section, Documents.

#### **DOCUMENTS**

At the same time as the publication of this notice convening the meeting, the public will have access, at the registered headquarters at Via Lazzaretto no.12/C, Gallarate, on the website of the Company – [www.tps-group.it](http://www.tps-group.it) –, in the Investor Relations, section, Meetings, as well as with other methods envisaged by law and regularly applied: (i) the financial statement and the consolidated financial statement as at 31 December 2023, accompanied by a report on the management by the Board of Statutory Auditors and the Auditing Firm, (ii) the form that the persons legitimised to intervene at the Meeting have the faculty to use for the proxy vote (iii) the illustrated report that the Board of Directors has issued on the proposals concerning the subjects on the agenda. Shareholders are entitled to a copy.



This press release is available online at [www.tps-group.it](http://www.tps-group.it) (Investor Relations/Communications Section)



**TPS S.p.A.** is the operational holding company of the TPS Group, a leader in technical and engineering services for the aeronautical industry, with a particular focus on the helicopter segment. TPS has been a Borsa Italiana "Elite" listed company since 2016.

The TPS Group works in the aeronautical, automotive, defence, railway, naval and cable transport systems sectors, providing Technical Publishing & Training, Engineering, Design and Cost Engineering, Avionic Software Development and Systems Integration, Digital Content Management. The TPS Group's clients include leaders in the design and production of aircraft and aeronautical components, as well as leaders in the automotive, railway, defence and cable transport systems manufacturing sector.

ISIN code ordinary shares: IT0005246142 – Ordinary Share Ticker: TPS

For further information:

• **Investor Relations** •

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