

## THE SHAREHOLDERS' MEETING OF GPI S.P.A. RESOLVE THE DISTRIBUTION OF A DIVIDEND OF EUR 0.35 PER SHARE THE REMUNERATION POLICY – SECTION I AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND SHAREHOLDERS' MEETING REGULATIONS

Trento, 15 November 2024

The Ordinary and Extraordinary Shareholders' Meeting of GPI (GPI:IM), a company listed on the EXM market and a leader in Information Systems and Services for Health and Social Care, met today, chaired by Fausto Manzana.

In compliance with the provisions set out in Article 106 of Decree Law No. 18 of 17 March 2020 (the so-called "Cura Italia" Decree), converted with modifications into Law of 24 April 2020, as subsequently amended and most recently extended by Article 11 of Law No. 21 of 5 March 2024, published in the Official Journal on 12 March 2024, the proceedings were held with the sole participation of the Designated Representative, holder of a total of 22,080,494 ordinary shares out of the 28,906,881 ordinary shares in circulation representing 32,544,687 voting rights equal to 82.66% of the total 39,371,074 voting rights.

The Shareholders' Meeting ***in extraordinary session***:

- resolved to (i) amend Articles 9.2, 10.2, 10.4 (Shareholders' Meeting), 16.3, 17.1, 17.6 (now renumbered 17.10), 17.7 (Board of Directors), 20.5 (Board of Statutory Auditors) and 30.1, 30.2, 30.4 (Further Transitional Provisions) of the Articles of Association; (ii) introduce Articles 10.5, 10.6 (Shareholders' Meeting), 17.3, 17.4 (Board of Directors); (iii) delete Article 6.15 (Share Capital) of the Articles of Association; and (iv) relocate Article 17.2, paragraph 3, to Article 17.5 (Board of Directors) without change and with consequent renumbering of Articles 17.3, 17.4, 17.5, 17.6 (Board of Directors) of the Articles of Association, according to the "Proposed Text" in the Board of Directors' Report.

The amendments to the Articles of Association mainly relate to the procedures for intervention and representation in the Shareholders' Meetings, as well as the procedures for convening and conducting the meetings of the Board of Directors and the Board of Statutory Auditors.

The Shareholders' Meeting ***in ordinary session*** resolved:

- the distribution of an extraordinary dividend as well as part of the Share Premium Reserve, totalling EUR 0.35 per share, gross of legal withholdings, for each of the shares outstanding as of the record date (therefore excluding, pursuant to Article 2357-ter of the Italian Civil Code, treasury shares in the Company's portfolio as of that date).

The dividend (coupon no. 8) will be paid with an ex-dividend date of 9 December 2024, a record date of 10 December 2024, and a payment date of 11 December 2024, according to the calendar of Borsa Italiana S.p.A.;

- to approve, by binding resolution, Section I of the "Remuneration Policy", effective until the date of the Shareholders' Meeting called to approve the financial statements as at 31 December 2026;

- to approve the updated text of the Regulations for the functioning and conduct Shareholders' Meetings, approved by the Shareholders' Meeting of 30 April 2018, in consideration of the aforementioned amendments to the Articles of Association and with a view to the continuous improvement of the Company's corporate governance documentation.

For more information, please refer to the documents published on the website at <https://www.gpigroup.com/en/investors/events/> – Meetings, as well as on the authorised storage mechanism 1Info ([www.1info.it](http://www.1info.it)).

### MINUTES OF THE SHAREHOLDERS' MEETING

The Minutes of the Shareholders' Meeting will be made available to the public in accordance with the terms and procedures provided for by current legislation, by means of publication at the registered office, on the website at <https://www.gpigroup.com/en/investors/events/> – Meetings, as well as on the authorised storage mechanism 1Info ([www.1info.it](http://www.1info.it)).

### GPI GROUP

Gpi's mission is to make the healthcare systems sustainable through their digitisation, so that everyone can receive high-quality care.

**Sustainability and social impact** are the guiding principles and play a crucial role in the strategic and investment assessments of the Group, aware that the solutions and services provided to the community have an impact on the quality of life of individuals.

For 35 years, driven by a patient-centric vision, Gpi has been working to support healthcare systems by providing the skills and innovative tools necessary to improve prevention and treatment processes. This is achieved through the strategic use of advanced software, technologies, and cutting-edge services.

The Group's strategy is designed to meet the evolving requirements of the constantly changing healthcare sector and to facilitate entry into international markets.

The unwavering commitment of its 7,600 employees and a customer base of more than 9,000 across 70 countries, yielded €433 million in revenue, an EBITDA of €80 million in 2023.

**Gpi S.p.A.** is listed on the Euronext Tech Leaders segment of Borsa Italiana, the Italian stock exchange.

ISIN ordinary shares: IT0005221517

This press release is also available at [www.gpigroup.com](http://www.gpigroup.com) and [www.1info.it](http://www.1info.it)

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