

## **Alerion Clean Power:**

- **Preparations begin for the execution of a share capital increase of up to €300 million.**
- **Reorganisation of corporate governance**

**Milan, 10 May 2021** - At its meeting on 7 May 2021, the Board of Directors of Alerion Clean Power S.p.A. resolved to commence the functional and preparatory work for the placement of the shares that – subject to favourable market conditions and the necessary approvals by Borsa Italiana and CONSOB – may be issued in execution of the mandate for a paid increase in share capital excluding stock options pursuant to Article 2441, paragraph 5, of the Italian Civil Code, which was granted by the shareholders' meeting of 26 March 2021 for an overall maximum amount of up to €300 million (the “Capital Increase”). The company estimates that the Capital Increase could be executed in the first half of 2021.

As previously announced on 19 February 2021, the proceeds from the Capital Increase will be used by the company to support the Business Plan’s investment programme for the achievement of the growth targets identified in the 2021 - 2023 Business Plan and the expansion of the company's free float with the entry of Italian and foreign institutional investors. The objective of the business plan is to make the Group one of the leading operators in the renewable energy sector through the doubling of installed capacity to 1.5 GW by 2023, the expansion of its geographical presence in the foreign markets, and technological diversification in the photovoltaic sector.

For the placement, Equita SIM S.p.A, Goldman Sachs International and UniCredit Corporate & Investment Banking will act as Joint Global Coordinators and Joint Bookrunners (the “**Joint Global Coordinators**”), while Banca Akros S.p.A. will act as Co-Lead Manager.

During the meeting, the Board of Directors of the company proceeded, subject to the approval of the Board of Statutory Auditors, to appoint Antonia Coppola and Carlo Delladio as new directors by co-optation after receiving the resignations of the independent directors Elmar Zwick and Giorgia Daprà, who had resigned due to personal and professional commitments. The curricula vitae of the two directors are available on the company website ([www.alerion.it](http://www.alerion.it))

Ms Antonia Coppola and Mr Carlo Delladio declared that they meet the requirements of independence and good repute required by the applicable legislation and by the corporate governance code for listed companies.

At the same meeting, the director Mr Cassar announced that he no longer meets the independence requirements due to the anticipated consolidation of the professional relationship between Alerion and the law firm in which he is a partner. Accordingly, Board of Directors has reshuffled the internal Board committees, which as of the date hereof are composed as follows:

***Risk Control and Sustainability Committee***

- Nadia Dapoz – Chair
- Antonia Coppola
- Elisabetta Salvani

***Related Party Transactions Committee***

- Carlo Delladio – Chair
- Elisabetta Salvani
- Antonia Coppola

***Remuneration and Appointments Committee***

- Carlo Delladio – Chair
- Nadia Dapoz
- Flavia Mazzearella

Finally, the Board of Directors appointed the director Carlo Delladio as Lead Independent Director, in view of his seniority and consolidated experience in the sector.

On the same date, the Board of Directors also resolved that Fri-El Green Power S.p.A. would no longer exercise management and coordination pursuant to Article 2497 et seq.

of the Italian Civil Code and would therefore continue to exercise its prerogatives as the controlling shareholder of the company.

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## **Contacts**

**Alerion Clean Power S.p.A.:**

**Stefano Francavilla**

[stefano.francavilla@alerion.it](mailto:stefano.francavilla@alerion.it)

Tel. +39 02 7788901

**True Relazioni Pubbliche**

**Federica Menichino**

[f.menichino@true-rp.it](mailto:f.menichino@true-rp.it)

Tel: +39 02 76341410