

MARR: documentation relating to the agenda of the Shareholders' meeting called on 18 April 2019 - Proposal of the main shareholder relating to the third point in agenda ("Integration of the Board of Statutory Auditors") has been published

Rimini, 9 April 2019 – MARR S.p.A. (Milano: MARR.MI), the leading company in Italy in the distribution of food products to the foodservice, informs that has been made available to the public on the Company's web site (www.marr.it – section corporate governance / assemblee / 2019) the proposal of the main shareholder – with related attachments and received on 8 April – relating to the third point on the agenda of the Shareholders' meeting called on 18 April 2019 and relating to the integration of the Board of Statutory Auditors.

It should be reminded that on 1st March last the Alternate Statutory Auditor Simona Muratori, pursuant to art. 23 paragraph 9 of the By Laws of MARR S.p.A, replaced the Statutory Auditor Ezio Maria Simonelli, who notified his resignation for limits to the cumulation of offices, according to the limits provided by Article 144 *terdecies* of the Issuers' Regulation.

In fulfilment of art. 2401, paragraph 1 of the Civil Code, it is necessary that the Shareholders' Meeting called on 18 April next integrate the Board of Statutory Auditors by appointing one Standing Auditor and one Alternate Auditor, in respect of that envisaged by art. 148 of Legislative Decree 58/1998. The Auditors thus appointed will step down from office at the same time as the other members of the Board, and thus on the date of the Shareholders' Meeting for the approval of the financial statements as at 31 December 2019.

The Shareholders' Meeting on 18 April next will be called upon to resolve on the appointment of one Standing Auditor and one Alternate Auditor without using the "list voting" procedure, by virtue of the above art. 23, paragraph 9 of the Company By Laws, pursuant to which, should a Standing and/or Alternate Auditor from the list which obtained the highest number of votes need to be replaced, the Shareholders' Meeting resolves on the majority of the law without being bound to lists. The appointment procedures must ensure the respect of the laws in force on gender equality in any event.

The main shareholder proposed as Standing Auditor Andrea Foschi and as Alternate Auditor Simona Muratori. The following documentation was attached to the proposal: a) declaration including: (i) acceptance of the candidature (ii) non-existence of reasons for ineligibility, incompatibility and forfeiture (iii) existence of the requirements prescribed by the law and by regulations; b) the list of management and control positions held in other companies pursuant to art. 2400 of the Civil Code; c) the *curriculum vitae* stating the personal and professional characteristics.

MARR (Cremonini Group), listed on the STAR segment of the Italian Stock Exchange, is the leading Italian company in the specialised distribution of food products to the foodservice and is controlled by Cremonini S.p.A..

With an organisation comprising 850 sales agents, the MARR Group serves over 45,000 customers (mainly restaurants, hotels, pizza restaurants, holiday resorts and canteens), with an offer that includes over 15,000 food products, including seafood, meat, various food products and fruit and vegetables (<http://catalogo.marr.it/catalogo>).

The company operates nationwide through a logistical-distribution network composed of 35 distribution centres, 5 cash & carry, 4 agents with warehouses and 770 vehicles.

In 2018 the MARR group achieved total consolidated revenues amounting to 1,667.4 million Euros, consolidated EBITDA of 119.3 million Euros and consolidated net profit of 68.5 million Euros.

For more information about MARR visit the company's web site at www.marr.it

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