



Press Release

- **CHAIRS OF INTERNAL CONTROL, RISK AND CORPORATE GOVERNANCE COMMITTEE AND COMMITTEE OF INDEPENDENT DIRECTORS WITH RESPONSIBILITY FOR RELATED PARTY TRANSACTIONS ELECTED**
- **INDEPENDENCE OF DIRECTOR ASSESSED**

Rome, 15 February 2019 – Following on from the announcement of 18 January 2019 regarding Giuliano Mari's resignation as Chairman of the Internal Control, Risk and Corporate Governance Committee and as Chairman and a member of the Committee of Independent Directors with responsibility for Related Party Transactions, the Company announces that on 14 February 2019 the Internal Control, Risk and Corporate Governance Committee elected Carla Angela as the Committee's Chair.

The members of the Committee are therefore: Carla Angela (Chair), Bernardo Bertoldi and Giuliano Mari.

Having noted Giuliano Mari's resignation as Chairman and as a member of the Committee of Independent Directors with responsibility for Related Party Transactions, the Committee also today elected Massimo Lapucci as the Committee's Chair.

The members of the Committee are therefore: Massimo Lapucci (Chair), Bernardo Bertoldi and Lucy P. Marcus.

Today's meeting of Atlantia SpA's Board of Directors also assessed, pursuant to the requirements of art. 3.2 of the Company's Corporate Governance Code, the independence of

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the Director, Giuliano Mari, in view of his election by shareholders as Chairman of the Board of Directors of the subsidiary, Autostrade per l'Italia SpA, on 30 January 2019.

Following their assessment, the Board of Directors confirmed that Mr. Mari meets the independence requirements in the Consolidated Finance Act and in the Company's Corporate Governance Code, given (i) the absence of executive authority or powers enabling him to influence strategic decisions taken by Autostrade per l'Italia SpA, (ii) the size of the remuneration to be paid for his role, which does not compromise his independence in view of relations with the Company, and finally iii) the short duration of both his current position at Autostrade per l'Italia SpA and his role as a Director of the Company, given that both roles will terminate with approval of the financial statements for 2018.

The Board of Statutory Auditors, meeting on the same date, has also verified, pursuant to art. 15.7 of the Company's Corporate Governance Code, the correct application of the criteria and procedures adopted by the Board of Directors in assessing Mr. Mari's independence.

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