



The Ordinary and Extraordinary Shareholders' Meetings of Buongiorno resolved to approve the 2009 financial statements, appoint the Board of Directors, renew the capital increase of 10 million shares and authorize the purchase of treasury shares.

Parma, April 30, 2010 – The Ordinary Shareholders' Meeting of Buongiorno SpA (MTA STAR, Borsa Italiana: BNG), a leading multinational in mobile entertainment, which convened today in Parma on second call, approved the financial statements for the year ended December 31, 2009, prepared in accordance with the IAS/IFRS.

The consolidated Value of Production for 2009 amounted to Euro 262.6 million (Euro 318.9 million at December 31, 2008). Consolidated Revenues amounted to Euro 259.5 million (Euro 316 million at December 31, 2008). Consolidated EBITDA for 2009 amounted to Euro 39 million (Euro 39.8 million in 2008).

Pre-tax profit increased sharply by 165%, from Euro 4.9 million for 2008 to Euro 13.1 million for 2009. Consolidated Net Income for 2009 amounted to Euro 7.08 million compared to Euro 8.4 million for 2008, when the result was strongly influenced by the positive effect of the use of part of the Group's tax losses carried forward.

Buongiorno Group closed 2009 with Consolidated Net Financial Debt of Euro 47.4 million, compared to Euro 66.7 million at the end of 2008.

Highlights from the consolidated financial statements are provided below.  
(in millions of Euro)

Economic Highlights	2009	2008
Revenues	259.5	316
Industrial Added Value <sup>1</sup>	115.6	121.1
EBITDA	39	39.8
Pre-tax profit	13.1	4.9
Net Income	7	8.4

Balance Sheet Highlights	Dec. 31, 2009	Dec. 31, 2008
Net invested capital	205.5	217.1
Capital and reserves	158.1	150.4
Net financial position	(47.4)	(66.7)

Buongiorno's Shareholders also approved the Board of Director's proposal to replenish the Euro 6,649,629 million loss reported in 2009 by drawing on "Other reserves" for an equal amount.

The Ordinary Shareholders' Meeting also appointed the new Board of Directors, the number of members of which it kept at 11. The new Board of Directors is composed of ten directors who were members of the previous Board and one newly appointed.

<sup>1</sup>Industrial Added Value (IAV): calculated as total revenues from core business minus variable costs of sales and marketing expenses.



Given the current situation of the Group and its geographical spread, candidates were selected not only on the basis of their experience, professional skills and sector-specific know-how but also in light of their experience working on various global markets.

The following members were re-elected:

Mauro DEL RIO

Andrea Casalini

Felipe FERNANDEZ ATELA

Anna GATTI

Riccardo LIA

Giovanni MASSERA

Nevid NIKRAVAN

Wayne PITOUT

Anna PUCCIO

Holger VAN DEN HEUVEL

Andrea MARALLA was appointed as the new member. Andrea Maralla began his career working in strategic consulting and extraordinary finance. In 2001, he entered the private-equity field, where he was responsible for a large number of transactions, for some of which he also acted as member of the Board of Directors, and in 2009 he became advisor to the fund PM&Partners. He is currently statutory auditor to several companies, including Fila Europe SpA.

The Shareholders' Meeting, furthermore, resolved to pay the Board members who are not entrusted with specific tasks an overall gross yearly fee of Euro 260,000 for the whole period they are in office. The Board of Directors has been given mandate to determine how this fee will be distributed among the directors involved.

The Ordinary Shareholders' Meeting also resolved to purchase a maximum of 10,000,000 ordinary treasury shares having of a nominal value of Euro 0.26 each (representing approximately 9.4% of share capital), authorizing the Board of Directors to execute these purchases on one or more tranches, during a period not to exceed 18 months from the date of the resolution. This decision, that renewed a previous decision of the Shareholders' Meeting, was taken to enable the Company to offer shares to operators who might be interested in M&A transactions with Buongiorno, without the need for capital increases to cover the same, as well as to effect trading, hedging and arbitrage transactions during abnormal fluctuations on the stock market and to invest liquidity balances. Pursuant to article 2357 of the Italian Civil Code, it must be pointed out that the company's share capital currently stands at Euro 27,654,555.50 divided into 106,363,675 ordinary shares of a nominal value of Euro 0.26 each. The acquisitions shall be made on the stock market in accordance with the provisions of sections 2357 *et seq.* of the Italian Civil Code, article 132 of Legislative Decree No. 58/98 and any and all other applicable regulations, pursuant to the operating procedures set forth in article 144-*bis*(b) of the Rules for Issuers, at a price not exceeding 10% and not less than 10% of the reference share price during the three trading days prior to each transaction. These guidelines are deemed adequate to identify the limits within which the purchase would be in the Company's interest. The formula for determining the maximum price for each transaction, does not allow for a quantification of the maximum overall outlay required for buyback of shares: based on current stock market trends, the possible outlay will be funded using the available reserves reported in the financial statements.

The Ordinary Shareholders' Meeting also voted, pursuant to Article 2357-*ter* of the Italian Civil Code, to authorize the Board of Directors to sell repurchased treasury shares in accordance with law through cash transactions or via swap, exchange, transfer or other means as part of strategic projects or extraordinary financial transactions. In the case of cash transactions, the shares will be sold on the stock exchange on which the shares are listed at a price not lower than 90% of the price on the three trading days prior to each transaction. For other sale arrangements, the terms of the transaction, including the price of the shares in question, will be determined with the assistance of independent experts based on the type and characteristics of the transaction and in consideration of the performance of Brembo's stock. As of today's date, the Company has 1,488 treasury shares. Lastly, in connection with the foregoing resolution, the Shareholders' Meeting revoked the authorization to purchase and dispose of treasury shares granted by the Shareholders' Meeting on April 30, 2009.



The Extraordinary Shareholders' Meeting, which met today in Parma in third call, revoked the resolution passed on May 2, 2007 to increase share capital, with the exclusion of option rights pursuant to Article 2441, paragraph 4, subparagraph 2 of the Italian Civil Code, by a maximum of Euro 2,210,000, to which effect was never given, and resolved upon a new capital increase of a maximum of Euro 2,600,000, corresponding to 10,000,000 shares of a nominal value of Euro 0.26, without option rights pursuant to Article 2441, paragraph 4, subparagraph 2, of the Italian Civil Code. The Shareholders' Meeting gave a mandate to the Board of Directors to place the said capital increase in one or more tranches with institutional investors and/or business partners, establishing that the subscription price of newly issued shares shall therefore be determined by the Board at the time of each placement, in the amount equivalent to the mean share price during the three trading days preceding each placement. The decision is justified by the expedience of renewing a rapid and extremely flexible instrument, already available to the Company, to be drawn upon in situations where opportunities for investments or acquisitions present themselves.

Pursuant to paragraph 2 of Article 154-*bis* of the Italian Consolidated Financial Law (TUF), Carlo Frigato, in his capacity as the Executive responsible for preparing the Company's accounting documents, declares that the information contained herein corresponds to documented results and accounting books and records.

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#### **About Buongiorno Group**

Buongiorno (Italy, MTA STAR: BNG) is the multinational leader in mobile entertainment. The Company counts on an unparalleled international presence with 24 offices and business in 57 countries in 5 continents, 200 direct connections with +130 telcos and access to over 2 billion mobile customers. Buongiorno is market leader in Europe and is one of the top 3 players in 8 of the world's most important geographies. Buongiorno is also present in Russia and Pacific Asia (India, Vietnam and Philippines) through the Joint Venture with the Japanese group Mitsui & Co., Ltd.. The Company operates with two business lines: mobile value-added services distributed directly - through its brand BlinkoGold for Mobile Content services and through its Mobile Social Networking brand Peoplesound - as well as through partnerships with leading telcos and media groups (Consumer Services) - and digital marketing services referred to as sponsored content (Buongiorno!Digital).

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