

## Gaetano Mele

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Via Alberto da Giussano 23  
20145 Milan

Date of Birth: March 24, 1945, Naples  
Civil State: married, two daughters

### Studies

- 1964 High School Diploma – Classic studies  
Liceo Umberto I – Naples
- 1971 Degree in Economics  
University of Naples – score 110/110 cum laude

### Languages and hobbies

English Fluent  
French Good

Hobbies Tennis: winner of two "juniors" Italian titles  
Bridge played at a national agonistic level

## Professional experiences

- August 1971 - December 1972      **3 M ITALIA S.p.A.**      **Milan**
- Marketing and Sales Coordinator
  - Project Leader New Products
- January 1973 - May 1983      **FONTI LEVISSIMA S.p.A.**      **Milan**
- Junior Product Manager
  - Product Manager
  - Group Product Manager
  - Marketing Manager
  - Sales Director
  - Sales and Marketing Director
- June 1983 - August 1984      **QUAKER ITALIA S.p.A.**      **Milan**
- Petfoods Division Director
- September 1984 - June 1987      **SOILAX ITALIA S.p.A.**      **Milan**
- 84-86 Consumer Division Director
  - 86-87 General Manager
- July 1987 - March 1996      **NESTLE' ITALIANA S.p.A.**      **Milan**
- *VISMARA S.p.A Casatenovo(LC)*  
87-89 Managing Director
  - *NESTLE' ITALIANA S.p.A. - Milan*  
89-96 C.E.O.
- April 1996 - December 2003      **RCS EDITORI S.p.A.**      **Milan**
- 96-01 Newspapers Division  
General Manager
  - 01-03 Managing Director

January 2004 - December 2005

**GIEMME CONSULTING SRL**

➤ President

January 2006 - 30<sup>th</sup> June 2011

**LUIGI LAVAZZA S.p.A.**

➤ C.E.O.

*Autorizzo il trattamento dei miei dati ai sensi della legge 675/96*

*Gaetano Mele*

## Other Engagements

- "S.C.Johnson" European Advisory Board Member (since 1998)
- "National Newspapers" President in FIEG (2001-2003)
- "Comitè Paritario Unedisa" President (Spain) (2001-2003)
- "Corriere Della Sera Foundation" Promoter and Board of Directors Member (2001-2004)
- "ANSA" Board of Directors and Executive Committee Member
- "Assolombarda" Executive Committee Member (2001-2002)
- "Skira" Board of Directors Member (2002-2004)
- "Adelphi" Board of Directors Member (2001-2004)
- "Teatro alla Scala Foundation" Council Member (2001-2004)
- "JV RCS-Burda Magazine" Board of Directors President
- President of several companies, all 100% controlled by RCS Media Group
- Project Leader of "Via Solferino" restructuring
- President of all foreign "Lavazza" sister companies (since Jan.'06)
- President of Publismethod (since Jan.'06)

## Nigel W Cooper

35 Richmond Hill, Richmond TW10 6RE

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### PROFILE

Non-Executive Director of listed international companies with a background in audit, finance and accounting, consulting and governance spanning internet, technology, advertising and publishing. Currently building a portfolio in a non executive and advisory capacity with international companies, not for profit organisations and Government.

### EXPERTISE

- Audit Committee Chairman of three listed companies in UK and Sweden
- Floatation of FTSE 250 company, takeover bids
- Building and maintaining trusting Board relationships
- Strategic thinker, Turnarounds, capital raising
- European languages and cultures, particularly Italy and Sweden
- Critical sounding board, mentor for executive management
- In-depth knowledge of International financial reporting

### CAREER HISTORY

#### NON-EXECUTIVE ROLES

**Unibet Plc** – Non-Executive Director/Deputy Chairman Designate/Audit Committee Chair. Listed on OMX Nordic Stockholm, online sports betting and gaming group, operating across European Union. May 10 – date

**Metro International SA** – Non-Executive Director/Audit Committee Chair. Chairman of Independent Board for takeover bid. Listed on OMX Nordic Stockholm, operating free newspapers in over 20 countries in Europe and emerging markets. May 08 – date

**Rightmove Plc** – Non-Executive Director/Audit Committee Chair. Floated on LSE in spring 2006. Entered FTSE 250 in June 2006. Property Internet Portal for Estate Agents, representing over 90% of UK residential property. Jan 06–Mar 09

**Assogestione** - selected by Hermes as potential independent NED for listed investments in Italy. 2005

#### EXECUTIVE ROLES

**KPMG** 77 – 05

**Lead Audit and Advisory Partner** (Information, Communications and Entertainment Business Unit), London 01 – 05

**Audit Engagement Partner** - on UK Plcs, US/European multinationals and major charities, London 99 – 01

**Partner in charge**, International Markets Consulting Group, London (responsible for Funding Agency projects in developing countries) 96 – 99

**Audit and Acquisitions Partner** to UK and US multinationals, Public Sector bodies and Charities, London 85 – 96

**Expatriate Partner**, KPMG Milan 81 – 85

**Turquands Barton Mayhew (now Ernst & Young)** 72 – 81

### EDUCATION

Institute of Chartered Accountants 1975

BA Economics and Social Studies, UEA 68 – 71

Bootham School, York 63 – 68

Foreign languages - Italian (fluent), French (good working knowledge), German

### PERSONAL

Wife, Sarah

Children: Sarah and Madeline

Interests include: languages, travel, writing, International relations, collecting art

Sport: tennis, golf and skiing

Nigel Cooper

## **CAREER HIGHLIGHTS**

### **KPMG Information, Communications, Entertainment Business Unit**

**98 – 05**

**Lead Partner** - responsible for overall client relationship, developing and maintaining key relationships with Chairman, CEO and Non-Executives together with financial management teams. Successfully delivered wide range of services including debt restructuring refinancing, consulting projects, post merger integration and Euro Planning. Clients included: Reed Elsevier, Omnicom, Cordiant, EDS (Europe), IMG, Betfair and William Hill

Responsible for conceiving, producing and delivering Internal European two day residential Business Schools for 500 - 700 staff in 2000 and 2001 using in house talent and external resources. Objectives included building team work, cross disciplinary working, motivation and understanding across boundaries

Led client-focussed training in 2005 for partners and staff including delivery of in-house courses, workshops and case studies with business leaders

**Acquisition Advisory Partner** involved with cross border transactions and investigations in Europe particularly Italy, AIM listing of an Italian company (2004) and investigations of industrial companies in Italy for Bunzl, Spirax, Sarco, ICI

**Audit Engagement Partner** EDS (IT), Crown Castle (telecoms), Mettoni, Systems Union, DCS, Riversoft, (software sector), responsible for flotations of Mettoni and Riversoft, numerous acquisitions, due diligence investigations including cross border transactions in Italy, France and Germany. Working with industrial groups, Bunzl, Spirax, Sarco and ICI. Experience on US and international group issues

**Charities Specialist** engagement partner on numerous charities including City Parochial Foundation, Unicef, Sparks and PPP Healthcare Foundation

### **KPMG International Markets Consulting Group**

**96 – 99**

**Partner in charge**, responsible for profit and loss of Group, and for marketing, selling, resourcing and delivering consulting and advisory services in emerging markets on international funding agency projects particularly Russia, Eastern Europe and East Africa. Travelled widely in these countries and in Asia, including Japan and China. Acted as lead partner on major projects, assembling multi national teams, building relationships with lenders, liaising with local KPMG offices as well as managing the group.

Established marketing presence with O.D.A., World Bank and Japanese funding agencies and built up pipeline of project opportunities and wins for KPMG

### **KPMG Audit and Advisory**

**85 – 96**

**Engagement Partner** on international audit clients including Allied Domecq, Saatchi and Saatchi (Bates), Bunzl, Invensys. Provided cross border acquisition advisory services in Italy and other countries using technical knowledge, experience of local cultures and conditions and contacts with local offices. Audited and advised Public Sector bodies and universities, including PCFC, London Institute and Birkbeck and a number of other charities.

### **KPMG, Milan**

**81 – 85**

**Resident Expatriate**, responsible for setting up group in Milan responding to service needs of UK, US and other international clients as well as Italian plcs, eg Pirelli. Involved in many acquisitions and investigations for international companies, including Saatchi and Saatchi. Promoted to partner during period in Milan. Learnt Italian, proved ability to operate in overseas culture with limited support, build teams and communicate well with local and group client management

## **CURRENT NON-EXECUTIVE ROLES**

**Unibet Plc** – Non-Executive Director/Deputy Chairman Designate/Audit Committee Chair. Listed on OMX Nordic Stockholm, online sports betting and gaming group, operating across European Union

May 10 – date

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May 08 – date

## Paolo Dal Pino

- Presently** Founder of **HELICONIA**, personal holding and TMT advisory company with offices in Roma and Rio de Janeiro.
- CYRTE INVESTMENTS B.V**
- Senior Advisor of the dutch private equity boutique specialised in TMT.
- Currently Member of the Board of:**
- . Terna Spa, Italian leading energy transmission grid operator
  - . Banijay Holding S.a.S, Paris-based international TV / Multimedia production company
- 2006 – june 2007** **WIND TELECOMUNICAZIONI**
- January 2006 Chief Executive Officer Wind Telecommunications
- 2004 – 2005** **TELECOM ITALIA LATIN AMERICA – TIM BRASIL**
- Since february 2004 President Telecom Italia America Latina
- President of the Latin American operations of the Telecom Italia Group. Acted as Chairman of Tim Brasil
- 2001 – 2004** **SEAT PAGINE GIALLE – TELECOM ITALIA**
- Since july 2001 Chief Executive Officer Seat Pagine Gialle Group  
Chief of T.I. Group Internet and Media Business Unit
- 1990 – july 2001** **GRUPPO ESPRESSO**
- 1995 - july 2001 General Manager Gruppo Editoriale L'Espresso
- General Manager of the Group. Member of the Board of Directors of the Group. Member of the ANSA Board and Executive Committee.
- 1991 - march 1995 Chief Financial Officer of Editoriale la Repubblica SpA
- 1990 - 1991 Controller of Editoriale la Repubblica SpA
- 1987 - 1990** **GRUPPO MONDADORI**
- 1988 - 1990 Chief Financial Officer Verkerke Group (based in Holland)

1987 – 1988                      Assistant to Mondadori CFO  
1986 - 1987                      **GRUPPO FININVEST**  
Assistant to Fininvest Group Controller

**Personal Data**

48 years old and married with two sons.

He has a degree in Economics from the University of Pavia.

In 2010 he was awarded the title of Honorary Citizen of the City of Rio de Janeiro

**Board Membership Track Record**

Here are some of the Companies where he acted as member of the board:

- . Terna (member of the board, member of the Internal Control Committee, member of the Remuneration Committee)
- . Banijay Holding (TV/Multimedia content production company)
- . Wind (CEO)
- . Telecom Italia America Latina (President, latin america Holding)
- . Tim Brasil (President, leading Gsm operator in Brasil)
- . Seat (CEO, conglomerate, leading yellow pages group, TV and internet access)
- . TI Media (Tv broadcaster of La7 where he acted as President, MTV)
- . Gruppo Editoriale L'Espresso (leading newspaper group)
- . Ansa (Executive Committee, leading newswire agency)
- . RDF Media (UK Tv production company)
- . Airplus TV (Swedish TV group)
- . Cesi (Energy group)
- . Entel Chile (Vice President, leading Gsm operator in Chile)
- . Entel Bolivia (Vice President, leading Gsm operator in Bolivia)
- . Tim Perù (Vice President, Gsm Operator in Perù)
- . Consodata (Vice President, French business information group)

- . Thomson (President, english yellow pages)
- . Manzoni (leading newspaper advertising agency)
- . Finegil (leading local newspaper group)
- . Buffetti (President, Retail distribution network)
- . Kataweb (CEO, internet portal)

He also acted as Asstel Vice president (Telecom Industrial Association)

He is a member of The Council for the Relationship between USA and Italy.

 \_\_\_\_\_ (firma)

8 marzo 2011

**Paolo Dal Pino**

**Attualmente Consigliere di Amministrazione  
di:**

- . Terna Spa (società quotata)
- . Banijay Holding S.a.S