



Secretary of State
Statement and Designation by
Foreign Corporation

S&DC-S/N

For Office Use Only

-FILED-

File No.: 6487236

Date Filed: 12/5/2024

Must be submitted with a current **Certificate of Good Standing** issued by the government agency where the corporation was formed.

Filing Fee – \$100.00 (for a foreign stock corporation) or
\$30.00 (for a foreign nonprofit corporation)

Certified Copy Fee (Optional) - \$5.00

Note: Corporations may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to <https://www.ftb.ca.gov/>.



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1. Corporate Name (Go to www.sos.ca.gov/business/be/name-reservations for general corporate name requirements and restrictions.)

2. Jurisdiction (State, foreign country or place where this corporation is formed - **must match** the Certificate of Good Standing provided.)

Giochi Preziosi S.p.A.

Italy

3. Business Addresses (Enter the **complete** business addresses. Items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity.)

a. Initial Street Address of Principal Executive Office - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
1960 East Grand Avenue, Suite 1180	El Segundo	CA	90245
b. Street Address of Principal Office in California, if any - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
		CA	
c. Mailing Address of Principal Executive Office, if different than item 3a	City (no abbreviations)	State	Zip Code

4. Service of Process (Must provide either Individual **OR** Corporation.)

INDIVIDUAL – Complete Items 4a and 4b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation)	Middle Name	Last Name	Suffix
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
		CA	

CORPORATION – Complete Item 4c. Only include the name of the registered agent Corporation.

c. California Registered Corporate Agent's Name (if agent is a corporation) – Do not complete Item 4a or 4b

Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Service

5. Read and Sign Below (Office or title not required.)

I am a corporate officer and am authorized to sign on behalf of the foreign corporation.

Signature

Diego Motta

Type or Print Name



CAMERA DI
COMMERCIO
MILANO
MONZA BRIANZA
LODI

Chamber of Commerce of MILANO MONZA BRIANZA LODI

Italian Business Register - Company Registration Office



COMPANY REGISTRATION CERTIFICATE

GIOCHI PREZIOSI S.P.A.



81BTEY

The QR Code can be used to check that this document corresponds to the original produced by InfoCamere on behalf of the Italian Chambers of Commerce and Industry on the date indicated at the bottom of this page and at the top of the following pages. The check may be performed with the App 'RI QR Code' or by visiting www.registroimprese.it

SHORT PROFILE

Legal form	Joint-stock company
Fiscal code	05935650969
VAT number	05935650969
Registered address	MILANO (MI) VIA VINCENZO GIOBERTI 1 CAP 20123
Registered e-mail address	amministrazione.gpz@legalma.it

B3178-8166 12/05/2024 5:00 PM Received by California Secretary of State

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1 Company identification

Company name	GIOCHI PREZIOSI S.P.A.
Legal form	Joint-stock company
Fiscal code and registration number	05935650969
Business Register of	MILANO MONZA BRIANZA LODI
Registration date	03/10/2008
LEI code (Legal Entity Identifier)	Code: 8156000D5530311BC719 Expiration date: 10/07/2025
REA number (Economic and Administrative Repertory number)	MI-1885436
VAT number	05935650969
Registered address	VIA VINCENZO GIOBERTI 1 MILANO (MI) CAP 20123 amministrazione.gpz@legalmail.it
Registered e-mail address	
Founding date	19/11/2007
Company duration	Termination date: 30/06/2050
Last day of each fiscal year	Last day of first fiscal year: 30/06/2008 Last day of successive fiscal years: 31/12 Number of days of extension of the date of approval of the financial statements: 60

2 Governance structure

Adopted form of governance	Traditional
Auditing body	Auditing firm
Governance bodies	Board of directors Number of acting governing directors: 3

3 Assets and financial information

Share capital

Currency: Euro
Authorised: 7.350.001,00
Subscribed: 7.350.001,00
Paid-up: 7.350.001,00

4 Extraordinary proceedings

Mergers and split-ups

Proposed merger with incorporation of the company

Company name: LAURO VENTITRE SPA
Fiscal code: 05941530965
REA number: MI-1860289
Seat: MILANO (MI)

Company name: LUDICA SPA
Fiscal code: 04917030969
REA number: MI-1781977
Seat: MILANO (MI)

Company name: GIOCHI PREZIOSI SPA
Fiscal code: 04926940968
REA number: MI-1782763
Seat: MILANO (MI)

Procedure details

Registration date: 26/05/2008
Date of act: 21/05/2008

Merger with incorporation of the company

Company name: LAURO VENTITRE SPA
Fiscal code: 05941530965
REA number: MI-1860289
Seat: MILANO (MI)

Company name: LUDICA SPA
Fiscal code: 04917030969
REA number: MI-1781977
Seat: MILANO (MI)

Company name: GIOCHI PREZIOSI SPA
Fiscal code: 04926940968
REA number: MI-1782763
Seat: MILANO (MI)

Procedure details

Registration date: 27/05/2008
Modification date: 30/07/2008
Deliberation date: 27/05/2008
Implementation date: 28/07/2008

**Proposed merger with
incorporation of the company**

Procedure details

Company name: PREZIOSI TOYS S.R.L.

Fiscal code: 03632210963

Seat: MILANO

Registration date: 27/09/2012

Date of act: 19/09/2012

**Merger with incorporation of the
company**

Procedure details

Company name: PREZIOSI TOYS S.R.L.

Fiscal code: 03632210963

Seat: MILANO

Registration date: 25/10/2012

Modification date: 24/01/2013

Deliberation date: 24/10/2012

Implementation date: 16/01/2013

**Proposed merger with
incorporation of the company**

Procedure details

Company name: GIOCHI PREZIOSI LUSSEMBURGO S.A.

Seat: LUSSEMBURGO

Registration date: 24/05/2017

Date of act: 22/05/2017

**Merger with incorporation of the
company**

Procedure details

Company name: GIOCHI PREZIOSI LUSSEMBURGO S.A.

Seat: LUSSEMBURGO

Registration date: 03/07/2017

Modification date: 09/10/2017

Deliberation date: 29/06/2017

Implementation date: 03/10/2017

**5 Economic activity, enrollment in professional registers and
quality certifications**

NACE economic activity code

Business starting date: 30/05/2008

Main economic activity of the company

Code: 46.49 - Wholesale of other household goods

**National Register of
Environmental Operators**

*(Source: Ministry of the Environment
and Energy Security)*

Registration number: MI/038238

Section of enrollment: MILANO

Cancellation date: 28/06/2016

**Registry of producers of Electrical
and Electronic Equipment**

*(Source: Ministry of the Environment
and Energy Security)*

Registration number: IT09010000005755

Registration date: 23/01/2009

Profile: Importer to the Italian domestic market of electrical and electronic equipment (EEE) produced in other EU member states or non-EU countries

**Registry of producers of Batteries
and Accumulators**

(Source: Ministry of the Environment)

Registration number: IT09070P00001360

Registration date: 01/07/2009

and Energy Security)

Category: Batteries and portable accumulators

6 Employees

Date: 30/06/2024

Employees: 104

Free-lance: 0

Total: 104

7 Shareholders and holders of other forms of rights to shares

Shareholders and holders of
other forms of rights to shares
as of 13/06/2023

Procedure details

Protocol date: 13/06/2023

Protocol number: MI-2023-358345

Ownership

Lien

Rights Holder: G.P. S.R.L.

Rights Holder: BANCO BPM
SOCIETA' PER AZIONI

Rights Holder: INTESA SANPAOLO
SPA

Rights Holder: UNICREDIT,
SOCIETA' PER AZIONI IN FORMA
ABBREVIATA UNICREDIT S.P.A.

Shareholding

57.120.532 Ordinary shares

Fiscal code: 10133740968

Type of rights: Ownership

Fiscal code: 09722490969

Type of rights: Lien

Fraction of total shares: 1/3

Fiscal code: 00799960158

Type of rights: Lien

Fraction of total shares: 1/3

Fiscal code: 00348170101

Type of rights: Lien

Fraction of total shares: 1/3

Ownership

Lien

Rights Holder: NEW DEAL S.P.A.

Rights Holder: BANCO BPM
SOCIETA' PER AZIONI

Rights Holder: INTESA SANPAOLO
SPA

Rights Holder: UNICREDIT,
SOCIETA' PER AZIONI IN FORMA
ABBREVIATA UNICREDIT S.P.A.

Shareholding

7.589.397 Ordinary shares

Fiscal code: 08992500960

Type of rights: Ownership

Fiscal code: 09722490969

Type of rights: Lien

Fraction of total shares: 1/3

Fiscal code: 00799960158

Type of rights: Lien

Fraction of total shares: 1/3

Fiscal code: 00348170101

Type of rights: Lien

Fraction of total shares: 1/3

Ownership

Lien

Rights Holder: TRENTUNO MARIA
PIA

Rights Holder: BANCO BPM
SOCIETA' PER AZIONI

Rights Holder: INTESA SANPAOLO
SPA

Rights Holder: UNICREDIT,
SOCIETA' PER AZIONI IN FORMA
ABBREVIATA UNICREDIT S.P.A.

Shareholding

36.070 Ordinary shares

Fiscal code: TRNMRP38B42H501A

Type of rights: Ownership

Fiscal code: 09722490969

Type of rights: Lien

Fraction of total shares: 1/3

Fiscal code: 00799960158

Type of rights: Lien

Fraction of total shares: 1/3

Fiscal code: 00348170101

Type of rights: Lien

Fraction of total shares: 1/3

8 Company officials

Governing directors

Company name: FINGIOCHI S.R.L.

Fiscal code: 02017930963

Official positions

Official position: Chairman of the board of directors

Registration date: 19/06/2023

Acceptance date: 12/06/2023

Term of office: Until the approval of the balance sheet of the fiscal year ending 31/12/2023

Surname: PREZIOSI

First name: ENRICO

Gender: M

Fiscal code: PRZNRC48B18A509H

Company legal representative

Date of birth: 18/02/1948

Place of birth: AVELLINO (AV)

Official positions

Official position: Appointed as representative of the administrator-company

Registration date: 19/06/2023

Surname: LISCHETTI

First name: MARCO

Gender: M

Fiscal code: LSCMRC66L11L682K

Date of birth: 11/07/1966

Place of birth: VARESE (VA)

Official positions

Official position: Director

Registration date: 24/11/2022

Acceptance date: 12/06/2023

Term of office: Until the approval of the balance sheet of the fiscal year ending 31/12/2023

Official position: Executive director

Registration date: 10/08/2023

Acceptance date: 24/07/2023

Term of office: Until the approval of the balance sheet of the fiscal year ending 31/12/2023

Surname: ROBALDO
First name: ANTONELLA

Official positions

Gender: F
Fiscal code: RBLNNL59L41D205E
Date of birth: 01/07/1959
Place of birth: CUNEO (CN)

Official position: Representative
Registration date: 05/02/2009
Term of office: Until revoked

Official position: Director
Registration date: 24/11/2022
Acceptance date: 12/06/2023
Term of office: Until the approval of the balance sheet of the fiscal year ending 31/12/2023

Other company officials

Surname: DELMAESTRO
First name: GRAZIANO

Official positions

Gender: M
Fiscal code: DLMGZN62R23F205F
Date of birth: 23/10/1962
Place of birth: MILANO (MI)

Official position: Representative
Registration date: 05/02/2009
Term of office: Until revoked

Surname: FRANCOMANO
First name: MARIAGRAZIA

Official positions

Gender: F
Fiscal code: FRNMGR68A58A662M
Date of birth: 18/01/1968
Place of birth: BARI (BA)

Official position: Representative
Registration date: 02/11/2016

Official position: Representative with specific powers
Registration date: 15/03/2018
Term of office: Until revoked

Surname: CARUSO
First name: ROCCO

Official positions

Gender: M
Fiscal code: CRSRCC69M12L113V
Date of birth: 12/08/1969
Place of birth: TERMOLI (CB)

Official position: Representative with specific powers
Registration date: 03/08/2017

Surname: DI BARTOLOMEO
First name: MAURIZIO

Term of office: Until revoked

Gender: M
Fiscal code: DBRMRZ72S22H501P
Date of birth: 22/11/1972
Place of birth: ROMA (RM)

Official positions

Official position: Representative with specific powers
Registration date: 30/08/2017
Term of office: Until revoked

Surname: VALLEE
First name: MATHIEU ROLAND

Gender: M
Fiscal code: VLLMHR75H20Z110K
Date of birth: 20/06/1975
Place of birth: PARIGI - France
Citizenship: France

Official positions

Official position: Representative
Registration date: 06/08/2021
Term of office: Until revoked

Surname: PEVERELLI
First name: SERAFINO

Gender: M
Fiscal code: PVRSFN65C29C933B
Date of birth: 29/03/1965
Place of birth: COMO (CO)

Official positions

Official position: Representative
Registration date: 06/08/2021
Term of office: Until revoked

Surname: VIGO
First name: CLAUDIA

Gender: F
Fiscal code: VGICLD65H53G220D
Date of birth: 13/06/1965
Place of birth: PADERNO DUGNANO (MI)

Official positions

Official position: Representative
Registration date: 04/04/2022
Term of office: Until revoked

Surname: RONCALLI
First name: FLAVIANO

Gender: M
Fiscal code: RNCFVN68E23A794A
Date of birth: 23/05/1968
Place of birth: BERGAMO (BG)

Official positions

Surname: PEREGO
First name: FABIO ANTONIO

Official position: Representative
Registration date: 15/12/2022

Gender: M
Fiscal code: PRGFNT63L05I625W
Date of birth: 05/07/1963
Place of birth: SEREGNO (MI)

Official positions

Surname: DE PADOVA
First name: MARIA MADDALENA

Official position: Representative
Registration date: 09/08/2023
Acceptance date: 28/07/2023
Term of office: Until revoked

Gender: F
Fiscal code: DPDMMMD69C66D286N
Date of birth: 26/03/1969
Place of birth: DESIO (MI)

Official positions

Official position: Representative
Registration date: 10/08/2023
Term of office: Until revoked

9 Branches and other offices

Branch office nr. MB-1

Address

Registration details

NACE economic activity code

Type of branch: Administrative Office, Operating Branch Office
Opening date: 30/05/2008
VIA DELLE PRIMULE 5
COGLIATE (MB) CAP 20815
REA number (Economic and Administrative Repertory number): MB-1857655
Primary activity
Code: 46.49 - wholesale of other household goods

Branch office nr. PC-1

Address

Registration details

NACE economic activity code

Business Register of: EMILIA
Type of branch: Depot
Opening date: 20/03/2018
VIA DOGANA PO 2/I
CASTEL SAN GIOVANNI (PC) CAP 29015
REA number (Economic and Administrative Repertory number): PC-189271
Main economic activity of the company
Code: 46.49 - wholesale of other household goods

Branch office nr. PC-2

Business Register of: EMILIA
Type of branch: Depot
Opening date: 01/04/2024

Address

STRADA PROVINCIALE 462R SNC

FIORENZUOLA D'ARDA (PC) CAP 29017 HAMLET: BARABASCA

Registration details

REA number (Economic and Administrative Repertory number): PC-189271

NACE economic activity code

Main economic activity of the company

Code: 46.49 - wholesale of other household goods

*This certificate provides information and data present in the Register as of today's date
In accordance with Italian law (L. 21/02/2014, n.9) this certificate is valid only outside of
Italy, and is exempt from stamp duty*

*The subject of the present document has no insolvency proceedings registered
in the official business register, as required by law*

*The subject of the present document has no declaration of insolvency
proceedings registered in the official business register, as required by law*

THE REGISTRAR: Gianfrancesco Vanzelli

Certificate produced by the information technology systems of: P.B.R
Address: - Via Lomellina, 64 - 20133 MILANO (MI)

C.C.I.A.A.

INDUSTRIA ARTIGIANATO AGRICOLTURA