Press Release

DIGITAL360: fifth acquisition in the year in Latam
Majority of shares in Zubia in Mexico acquired

Milan, 12 December 2022 - **DIGITAL360 S.p.A.**, a Benefit Company ("DIGITAL360" or the "Company"), an innovative SME listed on the Euronext Growth Milan market, announces that it has completed the acquisition of 51% of the shares of the company Zubialink Enterprises, S.A. de C.V. ("**Zubia**") based in Mexico City.

With this acquisition, which is the fifth finalised during 2022 in the LATAM area, the operational structure in the Spanish-speaking countries of South America exceeds 80 employees, which makes the Group the reference point for supporting the world's leading technology companies in their marketing and lead generation activities in this area.

Mexico City-based Zubia is a digital marketing agency, a Hubspot partner specialising in Martech and Salestech. It supports its B2b clients (technology companies in particular) in designing and executing plans to generate new business opportunities and, thus, increasing sales. Zubia also offers consulting services for the digital transformation of marketing, sales and customer care processes through the integration and implementation of technology solutions.

The acquisition of Zubia in Mexico follows that of Netmedia, an online publisher specialising in digital innovation, which was concluded last November: DIGITAL360 thus aims to replicate in this country (after Colombia) the business model successfully developed in Italy, which involves combining digital publishing assets with MarTech and SalesTech technology platforms.

In the financial year 2021, Zubia recorded revenues of about EUR 800,000 with an EBITDA essentially at breakeven and a NFP debt of about EUR 200,000. For the financial year 2022, the company foresees solid growth prospects, which are already concretely underway and on which the assumptions of the acquisition were based.

The agreement provides for the purchase of 51% of the shares for a consideration of just under 5.9 million Mexican pesos (at today's exchange rate about EUR 290,000), about half of which will be paid through the subscription of a capital increase reserved for the Digital360 Group.
To this may be added an earn-out component based on the achievement of certain economic results expected in the financial year 2022.

Among other stipulations, the agreement provides, in accordance with a consolidated acquisition scheme that has been successfully used several times in the past, that the selling partners Jorge Fernando Garagarza Mariscal and Luciano Pérez Gómez will be appointed as directors - together with three members appointed by D360 - and, in continuity with the current management situation, will continue to serve as managers for at least three years after the acquisition.

Lastly, the agreement provides for the possibility for both parties to exercise cross-options (Put & Call) for the purchase or sale of the remaining 49% of Zubia, the price of which will be determined on the EBITDA achieved by the company in the years 2024 and 2025, in addition to the NFP, as of the approval of the financial statements for the year ending 31 December 2025.

"The acquisition of Zubia allows us to rapidly continue the Group's international expansion in the Spanish-speaking technology market," says **Raffaello Balocco**, CEO of DIGITAL360. "With Zubia, a team with in-depth expertise in the digital transformation of marketing and sales processes of B2B companies (tech companies in particular), led by a motivated and experienced entrepreneur, joins the Group**".**

"Zubia's entry into the Group is a further important step forward in the development of our service offering in Mexico and, more generally, for our positioning in the region", says **Simone Battiferri**, Head of LATAM at DIGITAL360. "We give a big welcome to Jorge and Luciano".

"Becoming part of the DIGITAL360 Group seemed like a perfect opportunity for Zubia right from the start. Because not only do we share customers, technological alliances and a similar portfolio of products and services, but a common value culture and a clear business vision, which are the prerequisites to seize together the enormous potential of the Mexican market," says **Jorge Garagarza**, founder and CEO of Zubia.

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This press release is available on the Company's website at www.digital360.it.

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DIGITAL360

DIGITAL360, a company listed on the Euronext Growth Milan Market of the Italian Stock Exchange, has the objective of accompanying companies and public administrations in understanding and implementing digital transformation and facilitating their encounter with the best technology suppliers. DIGITAL360 pursues this objective through two business units: one, called "Demand Generation" supports technology companies (vendors, software houses, system integrators, start-ups, etc.) in communication activities, storytelling, event management, and generation of business opportunities; the other, called "Advisory & Coaching" is aimed at all companies and public administrations wishing to undertake any digital transformation path. NetworkDIGITAL360, transversal to both Business Units, is the largest network of online publications dedicated to all topics of Digital Innovation. DIGITAL360 integrates a multidisciplinary and multicultural mix of professionalism and skills thanks to analysts, journalists, consultants and experts in the digital world, united by a great passion and mission: digital innovation as an engine for the growth and modernisation of our country. For further information: www.digital360.it

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