

Press release

Digital 360: a binding agreement has been signed for the acquisition of a majority stake in Effettodomino, a strategic player in the Digital Marketing sector.

MILAN, 14 December 2017 – Digital 360 S.p.A. (“**Digital 360**” or the “**Company**”), a company listed on the AIM Italia market – Mercato Alternativo del Capitale, set up and managed by Borsa Italiana S.p.A. (“**AIM Italia**”), has today signed a binding agreement for the acquisition of a 51% stake in Effettodomino S.r.l., a company operating in Digital Marketing and online Lead Generation.

Objective of the operation

Effettodomino is an innovative digital marketing and lead generation agency that has been operating since 2015 with the aim of supporting companies in the development of marketing and sales processes through digital strategies. In particular, Effettodomino is one of the first companies in Italy to specialise in Marketing Automation, the new frontier of digital marketing, which enables the management of all online marketing processes leading to the generation of new customers through sophisticated software platforms. More specifically, the Marketing Automation platforms make it possible to track web and mobile portal visitors, giving them suggestions relevant to their specific interests as they browse and deliberately directing them towards content and choices to suit their preferences. Marketing Automation is a strongly growing market that, according to the *marketsandmarkets* research agency, will be worth 5.5 billion dollars by 2019. Data from the last Salesforce report shows that, already in 2017, 67% of market-leading companies use a marketing automation platform.

In 2016 Effettodomino reported revenues of 650 thousand euros, an EBITDA of 35 thousand euros and a positive NFP, as at 31.12.2016, of around 80 thousand euros.

The integration of Effettodomino into Digital 360 Group will have immediate positive effects, creating strong synergies without any need for further investment due to the highly complementary nature of their respective assets.

“I’m very pleased with this acquisition, which is the first we’ve made since the listing” - says Andrea Rangone, CEO of Digital 360. “The arrival of Effettodomino into the Group’s sphere will enable us to broaden and enrich our range of online services and, at the same time, will give greater strength and substance to the Effettodomino business. The company’s activities are a key element in our strategy and blend perfectly with those already performed at Digital 360. We’re truly pleased to welcome into our Group a young and dynamic team like that of Effettodomino, formed of highly specialised professionals in the spheres of digital communication, marketing automation and online lead generation”.

NETWORK ONLINE

ADVISORY E ADVOCACY

“We’re very happy with this new course, above all because we fully share the innovative market vision of Digital360” - says Davide Marasco, CEO of Effettodomino - “We were founded with the precise aim of supporting companies in digitising their sales processes, an evolution that is now increasingly vital in today's market, and having the opportunity to join an important group like Digital360 will allow us to greatly expand the reach of our work.”

Main characteristics of the operation:

The agreement provides for the acquisition by Digital 360 of a 51% majority stake in Effettodomino. The price has been defined as 225 thousand euros above the NFP, which will be calculated at the precise closing date and will be paid in cash, in two tranches: a first tranche at closing of 250 thousand euros (inclusive of the NFP) and the balance after 12 months, subject to the continued presence of the seller in Gruppo Digital 360. Digital 360 also has an option, which can be taken up in the year 2020, to acquire the remaining 49% at a price that will be defined according to the Revenues and EBITDA results of Effettodomino as at 31 December 2019. In the same way, the selling partner will be assigned a put option for the same company shares and at the same conditions. The price for taking up the options will be paid up to the sum of 250 thousand euros in cash, and any surplus in cash and/or Digital 360 shares will be paid at the discretion of the Company’s board of directors.

Finally, the agreement includes a lock-in commitment by Davide Marasco, the current CEO of Effettodomino, for a period of at least 3 years, thus creating the foundations for a continuation of the company's development and for its optimal and efficient integration into the structure of Gruppo Digital 360.

Digital 360 has been assisted by the legal firm Nctm, and by Lukas Plattner (partner) and Eleonora Sofia Parrocchetti (associate).

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

Digital360

Digital360 aims to partner with businesses and public administrations assisting them in the understanding and implementation of digital transformation solutions, relying on the best technology providers on the market. Digital360 pursues this objective through a multichannel platform unique in Italy, referred to as the “*MatchMaking Platform*”, composed of online portals, white papers, events, webinars, communications and marketing services, lead generation initiatives and advisory/consulting. Digital360 integrates a multidisciplinary and multicultural mix of professionalism and expertise, thanks to analysts, journalists, consultants and experts active in the digital world who all share a great passion and a common mission: digital innovation as an engine of

NETWORK ONLINE

ADVISORY E ADVOCACY

growth and modernisation of our country. For more information: www.digital360.it

Investor relations:

Emilio Adinolfi emilio.adinolfi@digital360.it telephone +39 0292852801

Digital360 Press Office: **d'I** comunicazione

Piero Orlando po@dicomunicazione.it mobile +39 3351753472

Nominated Adviser and Specialist: CFO SIM S.p.A.

ecm@cfosim.com, telephone +39 02303431

This press release has been prepared for informational purposes only and does not constitute a public offer or an invitation to subscribe to or to purchase financial instruments in Italy or in any other country where such offer or solicitation would be subject to restrictions or the approval of local authorities or otherwise prohibited by law. This press release may not be published, distributed or broadcast in the United States, Canada, Australia or Japan. The securities referred to in this press release may not be offered or sold in Italy or in the United States, or in any other jurisdiction without registration pursuant to the applicable provisions or an exemption from the obligation to register in accordance with the applicable provisions. The securities mentioned in this press release have not been and shall not be registered under the US Securities Act of 1933 or pursuant to the applicable provisions in force in Italy, Australia, Canada, Japan or any other jurisdiction. There will be no public offering of the Company's shares in Italy or in the United States, Australia, Canada or Japan or anywhere else.

NETWORK ONLINE

ADVISORY E ADVOCACY