

Press Release

DIGITAL360 S.p.A.: SHAREHOLDERS' MEETING and MEETING OF THE BOARD OF DIRECTORS

Shareholders' Meeting

- *Amendment of Article 22 of the Articles of Association.*
- *Approval of the Financial Statements for the year ended 31 December 2019 and approval of the allocation of the year-end profit (*).*
- *Appointment of the Statutory Auditor role.*
- *Appointment of the Board of Directors.*
- *Appointment of the Honorary Chairman.*
- *Appointment of the Board of Statutory Auditors.*

Meeting of the Board of Directors

- *Appointment of Managing Directors.*
- *Determination of Directors' remuneration.*

(*) For any additional information on the data contained in the Financial Statements, please refer to the press release published on 30 March 2020.

Milan, 30 April 2020 - The Shareholders' Meeting of DIGITAL360 S.p.A. ("**DIGITAL360**" or the "**Company**"), held today, approved all the items on the agenda and, *inter alia*, appointed the new Board of Directors, the new Board of Statutory Auditors and the Company's Honorary Chairman.

Amendment of Article 22 of the Articles of Association

The Company's Extraordinary Shareholders' Meeting resolved to amend Article 22 of the Articles of Association in order to introduce the possibility for the Ordinary Shareholders' Meeting to appoint an Honorary Chairman, selected from individuals who have contributed to the affirmation and/or development of the Company.

Approval of the Financial Statements for the year ended 31 December 2019 and allocation of the net profit for the year 2019

The Shareholders' Meeting approved the Financial Statements as at 31 December 2019, as proposed by the Board of Directors on 30 March 2020. The Shareholders' Meeting also resolved to allocate the net profit for 2019, amounting to Euro 158,102, as follows: (i) a 5% share, equal to Euro 7,905 to the legal reserve; (ii) the remaining amount, equal to Euro 150,197, to be carried forward.

Today's meeting, in addition to DIGITAL360 S.p.A.'s Financial Statements, also saw the presentation of the Group's Consolidated Financial Statement as of 31 December 2019, which had already been approved by the Board of Directors on 30 March 2020.

Appointment of the Statutory Auditor role

The Company's Shareholders' Meeting resolved to appoint BDO Italia S.p.A. as independent auditors for the 2020-2022 financial years, in accordance with the terms specified in the duly justified proposal made by the Board of Statutory Auditors, pursuant to Article 13 of Legislative Decree no. 39 of 27 January 2010.

Appointment of the Board of Directors

On the occasion of the expiry of the previous Board of Directors, the Shareholders' Meeting appointed the new Board, whose 3-year term of office shall expire with the approval of the Financial Statements for the year ending on 31 December 2022.

The Directors elected from the only list submitted by shareholder Andrea Rangone and voted upon unanimously by the Shareholders present at the Meeting are as follows:

1. Andrea Rangone, born in Novara (NO) on April 17, 1968;
2. Raffaello Balocco, born in Biella (BI) on October 5, 1972;
3. Umberto Bertelè, born in Villafranca di Verona (VR) on September 22, 1944;
4. Giovanni Crostarosa Guicciardi, born in Rome (RM) on May 3, 1965;
5. Gabriele Maria Faggioli, born in Milan (MI) on July 9, 1970;
6. Carlo Mochi Sismondi, born in Rome (RM) on September 14, 1952;
7. Pierluigi Negro, born in Milan (MI) on November 23, 1958.

Director Giovanni Crostarosa Guicciardi has declared that he meets the independence requirements provided for in the Articles of Association.

The Shareholders' Meeting also resolved: (i) to appoint Andrea Rangone as Chairman of the Board of Directors and (ii) to set the gross annual remuneration for the Board of Directors at a maximum of Euro 224,000.00, of which Euro 200,000.00 to be divided between the members of the Board of Directors and not including any variable remuneration to be paid to Directors, and Euro 24,000.00 to be paid as severance indemnity to directors Raffaello Balocco and Gabriele Faggioli.

Appointment of the Honorary Chairman

The Shareholders' Meeting also resolved to appoint Umberto Bertelè as Honorary Chairman of the Company, who shall remain in office until the expiration of the current Board of Directors.

Appointment of the Board of Statutory Auditors

On the occasion of the expiry of the previous Board of Statutory Auditors, the Shareholders' Meeting appointed the new Board, whose 3-year term of office shall expire with the approval of the Financial Statements for the year ending on 31 December 2022.

The members of the Board of Statutory Auditors elected from the only list submitted by shareholder Andrea Rangone and voted upon unanimously by the Shareholders present at the Meeting are as follows:

Standing Statutory Auditors

1. Marco Giuseppe Zanobio, born in Milan (MI) on March 20, 1964;
2. Vincenzo Maria Marzuillo, born in Naples (NA) on March 26, 1969;
3. Carlo Pagliughi, born in Milan (MI) on September 1, 1973.

Substitute Statutory Auditors

1. Adriano Albani, born in Bergamo (BG) on April 28, 1971;
2. Carlo Rigamonti, born in Erba (CO) on December 6, 1977.

The Shareholders' Meeting also resolved: (i) to appoint Marco Giuseppe Zanobio as Chairman of the Board of Statutory Auditors; and (ii) to provide the members of the Board of Statutory Auditors with an annual remuneration of Euro 8,000 for the Chairman and Euro 7,000 for each Standing Auditor.

Meeting of the Board of Directors

On the same date, the Company's newly elected Board of Directors met and resolved to: (i) appoint Raffaello Balocco and Gabriele Faggioli as Managing Directors of the Company, granting them their respective powers; and (ii) to set the remuneration to be paid to the individual members of the Board of Directors, within the limits established by the Shareholders' Meeting.

The Board of Directors has also verified that Director Giovanni Crostarosa Guicciardi meets the independence requirements provided for in the Articles of Association.

The Financial Statements approved by the Shareholders' Meeting, containing the Financial Statements for the year ended 31 December 2019, together with the Report of the Board of Statutory Auditors and the reports of the Independent Auditors, the new Articles of Association, the *curricula* and the positions currently held by the members of the Board of Statutory Auditors, of the Board of Directors and by the Honorary Chairman are available on the Company's *website* at (www.digital360.it) in the *Investor Relations* section.

The minutes of the Shareholders' Meeting will be made available to the public in the manner and within the time limits provided for by current regulations in force.

DIGITAL360

DIGITAL360, a company listed on the Borsa Italiana AIM Market, aims to partner with businesses and public authorities 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 two business units: one, called "Demand Generation", supports technological companies (vendors, software houses, system integrators, start-up companies, etc.) in their communication, storytelling, event management and business opportunity generation activities; the other, called "Advisory & Coaching" is aimed at all companies and all public administrations who wish to embark on any digital transformation path. NetworkDigital360, which works across both Business Units, is the largest network of online publications dedicated to all topics concerning Digital Innovation. 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 growth and modernisation of our country. For more information: www.digital360.it

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