



Registered office: Via del Bosco Rinnovato 8 - Palazzo U4 - 20090 Assago (MI), Milanofiori Nord

PEC: italiaonline@pec-italiaonline.it

Tax Reg.: 03970540963 Milan - Tax Code and VAT Number: 03970540963

Social security cap. euro 20,000,409.64 fully paid-up

### *RETRIEVED NOTICE OF CALL OF THE EXTRAORDINARY SHAREHOLDERS' MEETING*

On request of Libero Acquisition S.à r.l., pursuant to art. 2367 of the Italian Civil Code, the persons entitled to participate and exercise their voting rights are called to an Extraordinary Shareholders' Meeting, in Via Del Bosco Rinnovato 8 - Palazzo U4 - 20090 Assago (MI), Milanofiori Nord, on 2 October 2019 at 3.00 p.m., in a single call, pursuant to article 10, last paragraph, of the Articles of Association, to discuss and resolve on the following

#### **ORDER BUSINESS**

1. Mandatory conversion of savings shares into ordinary shares. Amendment of Articles 5 and 6 of the Articles of Association. Related and subsequent resolutions.

Any information regarding the modalities and terms:

- 1) for speaking and voting at the meeting;
- 2) for the exercise of the right to ask questions before the Shareholders' Meeting and the right to supplement the agenda or present further proposals on items already on the agenda;
- 3) for the exercise of proxy voting; and
- 4) the availability of the proposed resolution, the explanatory report on the subject on the agenda and the documents that will be submitted to the Shareholders' Meeting,

is set out in the notice of call, the full text of which, together with the documentation relating to this Extraordinary Shareholders' Meeting, are published in accordance with the terms and conditions laid down by law on the Company's website at the address: [www.italiaonline.it](http://www.italiaonline.it), section "*Governance/Shareholder Area*", to which reference should be made.

It should be noted that, on 26 July 2019, i.e. on the same day as publication of this notice, the report prepared by the shareholder requesting the call of this Extraordinary Shareholders' Meeting together with the Board of Directors' assessments of the items on the agenda, including the related resolution proposal and any other relevant document and/or information, was deposited - and is available to the public - at the registered office and secondary offices, on the Company's website [www.italiaonline.it](http://www.italiaonline.it), "*Governance/Shareholder Area*", as well as on the centralized storage mechanism, called "eMarketStorage".

The minutes of the Extraordinary Shareholders' Meeting referred to in this notice will be made available to the public within the statutory deadline of 2 November 2019.

Assago, 26 July 2019

For the Board of Directors

The Chief Executive Officer

(Roberto Giacchi)