

GRUPPO
DIGITOUCH

Project: E3 srl



DigiTouch Group acquires E3 srl and strengthens its expertise
in social and performance marketing

September 2015

THE AD-TECH GROUP



MOBILE MARKETING



PERFORMANCE



SOCIAL



MOBILE DMP

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Agenda

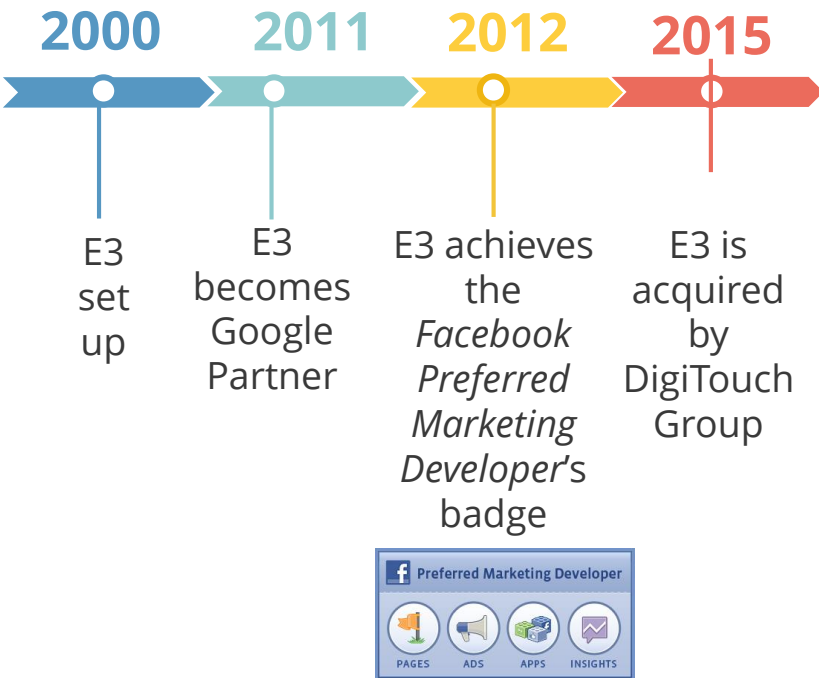
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1 Introduction

Overview of E3 Srl

COMPANY DESCRIPTION & MILESTONES

- E3 is an interactive agency with a digital DNA and a 15-year experience. Its focus is on the Italian digital advertising market with a strong specialization on social and performance marketing projects.
- E3 was established in 2000 by Fabio Racchini, Federico Ceccarelli and Maurizio Mazzanti.
- The main services that E3 offers are: Creativity, Media Planning & Buying, Social Media Strategy & Digital PR.
- Since 2004 E3 has won more than 50 awards attending the main Italian competition on digital creativity.
- In 2014 E3 had turnover of 4,4 Million of Euros and an EBITDA of 640 thousands Euros in 2014.



MANAGEMENT



Fabio Racchini is co-founder and President of E3. He is also Media Director of the agency. Before he worked in Pubblico and in Terenzi Communication.



Federico Ceccarelli is co-founder and Client Director of E3. Before he worked in Dida*El-KTS, in Assolombarda and in IRSO-Butera&Partners.



Maurizio Mazzanti is co-founder and Creative Director of E3. He also cooperates with Università Cattolica. Before he worked in Young & Rubicam.

Executive summary

- DigiTouch Group (here after "DigiTouch SpA", or simply "DigiTouch"), within its strategic growth plan, has invested in CRM Srl, holding company that controls E3 (here after "E3"), to buy the **100% of the corporation stock** (here after the "Operation").

- E3 brings to DigiTouch Group the following assets:
 - a senior skilled team of in-house web developer,
 - Innovative IT solutions
 - Selective client base (finance, retail, food,..)
 - Facebook Preferred Marketing Developer, a reward that only few agencies have in Italy.

The goal of this transaction is to strengthen DigiTouch Group position on the Italian digital advertising market and above all in social performance marketing

2 Target overview

E3 Srl: the activity

DESCRIPTION OF THE ACTIVITIES

E3 focuses its activities on 2 business lines:

Media Planning & Creativity

- Strategic planning and media buying
- Tracking, competitors and post campaign analysis
- Conception, realisation and customization of digital advertising campaign
- Development of websites, contests, advergame, social and mobile applications

Social Performance Marketing

- Development and management of editorial plan
- Website and advertising optimization on search engines

KEY STATISTICS

Revenues trend:

E3 Revenues Trend (data in million of €)



Human Resources

33 employees

E3 Srl: clients portfolio

REVENUES FOR VERTICAL INDUSTRY (2014)

Clients vertical Finance **39,9%**

Clients vertical Retail **13,3%**

Clients vertical Food & Beverage 11,6%

Clients vertical Pharma 7,0%

Clients vertical Professional Services 5,2%

Clients vertical Automotive 3,7%

Negotiation rights 6,9%

Other 12,4%

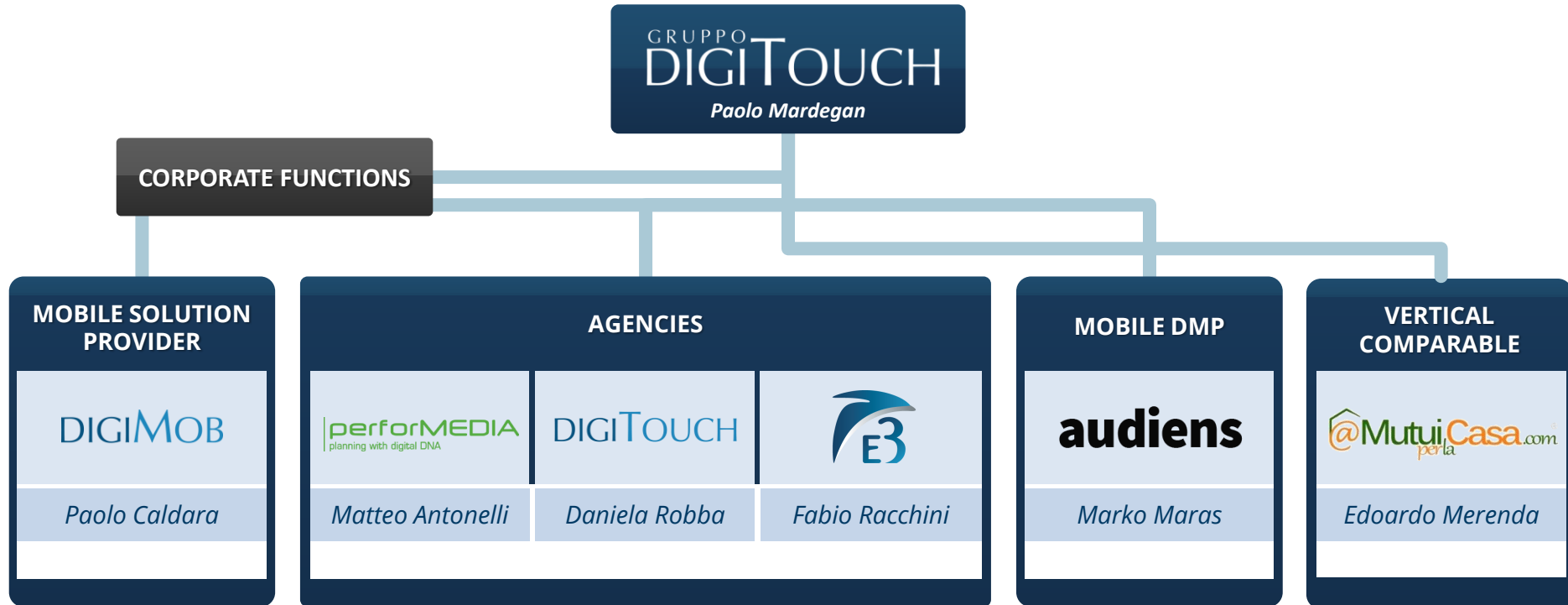
Total Revenues 100%

33 main companies since 2012.

Thanks to E3 acquisition, DigiTouch Group confirms its leadership in finance and acquires other clients in food and pharma industries.

3 Description of the acquisition

DigiTouch Group's structure post-acquisition



Terms & conditions of E3 Srl acquisition

SUBJECT

Acquisition of 100% of CRM Srl, E3 holding company.

PRICE

The **amount of the acquisition is calculated as the sum of:**

- A **fixed component**, that amounts to 3,1 Million of Euros including a net financial position at closing date for 1,43 Million of Euros.
- A **variable component**, determined by an earn out model in the amount of two times the difference between the Ebitda of the current year 2015 (which is expected to be in the range of 750 thousand Euros) and the Ebitda of the 2014 (650 thousands Euros).

PAYMENT

The payment will be concluded in a **deferred time of 30 months** after the closing signature that took place on 8th July 2015. The whole payment will be covered by internal financial resources.



Grazie

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