



SPAFID CONNECT

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Shareholders' meeting 7 August 2019

Testo del comunicato

Vedi allegato.

PRESS RELEASE

ITALIAONLINE: SAVINGS SHAREHOLDERS' SPECIAL MEETING

Assago (MI), 7 August 2019 – The Special Meeting of Savings Shareholders of Italiaonline S.p.A. was held today in Assago.

The Special Meeting of Savings Shareholders resolved:

1. to agree with the conclusions presented by the common representative in his report as integrated during the speech evaluating the price proposed in the context of the public tender offer promoted on Italiaonline S.p.A. savings shares which is not appropriate (for further details on the above report, see the website www.italiaonline.it);
2. that the common fund referred to in art. ex art. 146 TUF for the defence of the interests of the category be set at € 300,000.00 (three hundred thousand and zero cents) on an annual rotating basis starting from the present financial year and that it be brought forward by the company as required by law, making it available to the pro tempore representative with the obligation to report;
3. to propose the conversion of savings shares into ordinary shares at a ratio of not less than 1:1000; and
4. to invite and authorise the common representative to act as an intermediary for the exchange of references between savings shareholders in order to find a solution agreed with the control group.

For the sake of clarity, as already communicated on 25 July 2019, it should be noted that the Shareholders' Meetings convened on 2 October 2019 will be the venues in which resolutions concerning the mandatory conversion of savings shares into ordinary shares will be submitted for the approval of ordinary and savings shareholders on the basis of the conditions proposed by Libero Acquisition S. à r.l.; such resolutions may be taken in accordance with the provisions of law and regulations applicable only in those venues. For further information, please refer to the documentation available on the Company's website www.italiaonline.it.

ITALIAONLINE

Italiaonline - a company listed on the electronic equity market (MTA) of Borsa Italiana - is the leading Italian Internet company with 4.8 million unique users* that navigate its web property every day, of which 3.2 million from mobile devices, and with a 63%** market reach. Italiaonline offers web marketing and digital advertising services, including management of advertising campaigns and the generation of leads through the social networks and search engines. The company's strategic objective is to consolidate its Italian leadership role in the market of digital advertising for large accounts and in local marketing services - with the mission of digitalising the country's SMEs. Italiaonline offers the SMEs - the country's real backbone - a portfolio complete with products integrated with the entire value chain of digital services, including online presence, digital advertising, web design, web marketing and cloud solutions. Part of Italiaonline today are the portals **Libero**, **Virgilio**



and **superEva**, the services for companies and citizens **Pagine Gialle**, **Pagine Bianche** and **Tuttocittà**, the online advertising sales house **iOL Advertising** and 55 media agencies scattered throughout the peninsula that with about 700 agents form the largest Italian network of services and products consultants for large and small enterprises.

* Source: Audiweb 2.0, powered by Nielsen, TDA DAUs December 2018. ** Source: Audiweb 2.0, powered by Nielsen December 2018
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Contatti:

Investor Relations Italiaonline

Chiara Locati

chiara.locati@italiaonline.it

Tel. +39.349.8636553

Affari societari Italiaonline

ufficio.societario@italiaonline.it

Media Relations Italiaonline

Image Building

Simona Raffaelli, Emilia Pezzini, Lidy Casati

italiaonline@imagebuilding.it

Tel. +39.02.89011300

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