

THE NOTICE ANNOUNCING THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING OF DIGITAL MAGICS HAS BEEN PUBLISHED

Milano, April 12 2019

Digital Magics SpA, *business incubator* listed on the AIM Italia market (symbol: DM), organised and managed by the Italian Stock Exchange, hereby announces that the notice announcing the Ordinary and Extraordinary Shareholders' Meeting has been published in the daily newspaper "Il Sole 24 Ore".

The Meeting of the Shareholders of Digital Magics has been convened, for both Ordinary and Extraordinary session on April 29th 2019, at 08:00 AM, on first call and on April 30th 2019, at 11.30 AM, on second call, at the registered office in Milan, Via Bernardo Quaranta, n. 40, to discuss and resolve upon the following

AGENDA

ORDINARY SESSION

1. Financial Statements:
 - 1.1 Financial statements as at December 31, 2018;
 - 1.2 resolutions relating to the result for the year and the distribution of an extraordinary dividend, subject to an increase of the Legal Reserve, up to one fifth of the share capital, by means of use of part of the share premium reserve
2. Board of Directors:
 - 2.1 determination of the number of directors, the duration of their term and their remuneration;
 - 2.2 appointment of the members;
 - 2.3 appointment of the President.
3. Authorisation to purchase and sell treasury shares.

EXTRAORDINARY SESSION

1. Amendment of the unit price for the subscription of the Conversion Shares of the capital increase to service the 2018-2024 Incentive Plan, approved by the Extraordinary Shareholders' Meeting on April 23rd 2018 and consequent amendment of the related Regulation;
2. Amendment of the unit price for the subscription of the Conversion Shares of the capital increase to service the Digital Magics WIN 2018-2022 Warrants, approved by the Extraordinary Shareholders' Meeting on April 23rd 2018 and consequent amendment of the related Regulations;

Attendance at the Shareholders' Meeting

The eligibility to attend the Shareholders' Meeting and exercise the right to vote shall be certified by means of a communication sent to the Company by the intermediary, belonging to the

centralised management system of the dematerialized financial instruments, in accordance with the terms and conditions established by art. 185 Financial Services Act, based on evidence relating to the close of business on the seventh open trading day prior to the date scheduled for the meeting (April 16 2019 – record date). Credits and debits booked in the accounts after these terms shall not be considered for the purpose of legitimising the exercise of voting rights at the Shareholders' Meeting.

Those entitled to participate may be represented at the Shareholders' meeting by written proxy, in accordance with the law, referred to in Article 2372 of the Civil Code, and may use the proxy form available on the Company website at www.digitalmagics.com. The proxy can be sent to the Company by registered letter to the address Digital Magics SpA, Via Bernardo Quaranta, n. 40 – 20139 Milan, or via electronic notification at the certified email address pec.digitalmagics@legalmail.it.

Procedures for voting by correspondence or by electronic means have not been contemplated.

Deposit of the lists for the election of the Company's governance bodies

With regard to the second item in the agenda for the Ordinary session, it should be noted that pursuant to Article 16 of the current Company By-laws, the appointment of the Board of Directors shall take place on the basis of lists presented by the shareholders, in which the candidates must be listed by a progressive number and in a number not exceeding the members to be elected. The lists presented by the shareholders must be deposited at the registered office of the Company (in Milan, Via B. Quaranta, 40) within ten days before the date of the meeting called to resolve on the appointment of the members of the Board of Directors (ie by April 19th 2019); the lists will be made available to the public at the registered office, on the website at least seven days before the date of the meeting (April 22nd 2019).

The lists may be filed by electronic communication to the following certified e-mail address: pec.digitalmagics@legalmail.it from a certified e-mail address. Each shareholder may present or participate in the presentation and vote for only one list. The shareholders adhering to the same shareholders' agreement, as defined by Article 122 of Legislative Decree 58/98 and its subsequent amendments, as well as the parent company, the subsidiaries and those subject to common control, may present, or contribute to present, only one list. The adhesions and the votes expressed in violation of the aforementioned prohibition will not be attributed to any list.

Each candidate may be included on only one list, on penalty of losing the right to be elected. Only shareholders who, alone or together with other shareholders, hold shares representing at least 5% of the share capital with the right to vote in the Ordinary Meeting will have the right to present lists. The shareholders must send the appropriate communication proving the minimum shareholding at the date of presentation of the lists to the registered office of the Company, together with the lists or even after filing, provided that it is within the deadline set for the publication of the lists (April 22nd 2019).

Together with each list, within the respective terms indicated above, declarations shall be deposited in which the individual candidates accept their candidacy and certify, under their own responsibility, that there are no causes of ineligibility and incompatibility; the existence of the requirements that were prescribed for the respective offices by the law or by the relevant regulations (and by the self-regulatory code drawn up by the Italian Stock Exchange). The lists that present a number of candidates equal to or greater than three must indicate, at the third progressive number, a candidate who meets the requirements pursuant to Article 148, paragraph 3, of the Consolidated Financial Act. With the declarations, a *curriculum vitae* will be deposited for each candidate, regarding their personal and professional characteristics, indicating whether they qualify to serve as an independent Director.

Documentation

The documentation relating to the Shareholders' Meeting, established by current legislation, will be made available to the public at the registered office in Via Bernardo Quaranta, n. 40 – 20139 Milan and will be available for consultation on the Company website www.digitalmagics.com within the prescribed terms of the law. This notice is published on the Company's website.

This press release is online in the section *Investors/Press Releases* at www.digitalmagics.com.

***Digital Magics**, listed on AIM Italia (symbol: DM), is a business incubator of digital projects that provides consulting services and acceleration services to startups and enterprises, to facilitate the development of new technological businesses. Digital Magics, Talent Garden and Tamburi Investment Partners, have created the most important national hub for innovation for DIGITAL MADE IN ITALY, by providing support to innovative startups to create successful projects, from conception to IPO. Digital Magics has always been a partner of excellent enterprises, with its Open Innovation services, thus creating a synergetic bridge between companies and digital startups. The incubation and acceleration services offered by Digital Magics are active in the TAG co-working campuses present throughout Italy. Complementary services include investment activities, which have produced over the years a portfolio of 70 investments in digital startups, scaleups and spinoffs with high growth rates. Accelerated companies are flanked by Digital Magics' team, a partner of enormous business and digital experience, and benefit not only from the large network of private and institutional investors that support them through "club deals", but also from the many partner companies that support them on an industrial scale.*

***Bank Akros S.p.A.** acts as a Nomad and Specialist under the AIM Italia Issuers Regulations. For the transmission and storage of regulated information, Digital Magics makes use of the system of dissemination eMarket SDIR and the storage mechanism eMarket STORAGE available at the address www.emarketstorage.com managed by Spafid Connect SpA.*

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