

DIGITAL MAGICS EXTRAORDINARY SHAREHOLDERS' MEETING NOTICE ISSUED

Milan, June 9, 2021

Digital Magics S.p.A., *a business incubator listed* on the AIM Italia market (symbol: DM), organized and managed by Borsa Italiana, announces that today the notice of convening of the Extraordinary Shareholders' Meeting has been published in the newspaper "Il Sole24 Ore".

The Shareholders' Meeting of Digital Magics is called in extraordinary session for June 24, 2021, at 15:00, in first call and for June 25, 2021, at 12:00, in second call, to discuss and deliberate on the following

AGENDA

1. increase in the share capital, for a fee and in a split way, for a total amount, including any surcharge, of maximum Euro 8,000,000, to be offered as an option to the rightholders pursuant to art. 2441, first, second and third paragraphs, of the Civil Code, by issuing ordinary shares having the same characteristics as those in circulation and with a final subscription deadline on June 30, 2022: related and consequent resolutions;
2. increase in paid share capital for a total amount, including surcharge, of maximum Euro 1,000,000.00, with the exclusion of the right of option, to be offered to the shareholders of the company The Doers S.r.l. and to be released by transfer in kind: related and consequent resolutions;
3. change of the duration of the "Incentive Plan 2015-2021" and the final deadline for signing the capital increase at its service, as decided by the Extraordinary Shareholders' Meeting on April 29, 2015, and consequent amendment of the relevant Regulation: resolutions concerning and consequent;
4. revocation of the resolution taken by the Extraordinary Shareholders' Meeting of 23 April 2018 relating to the "Incentive Plan 2018-2024" and the increase of the share capital, split and paid, by issuing maximum n. 600,000 shares, with the exclusion of the right of option, pursuant to art. 2441, paragraphs five, sixth and eighth, of the Civil Code, at the service of the share incentive plan itself, and consequent cancellation of the "Incentive Plan 2018-2024"; new increase in paid share capital, which can be split, for a maximum amount of Euro 4,000,000.00, including any surcharge, by issuing a maximum number of shares equal to 800,000, at the unit price of Euro 5.00, with the exclusion of the right of option, pursuant to art. 2441, paragraphs five, sixth and eighth, of the Civil Code, at the service of a new equity incentive plan, called "Incentive Plan 2021-2027" and approval of the relevant Regulation: related and consequent resolutions.

The meeting shall be held exclusively by means of telecommunications which ensure the identification of participants, their participation and the exercise of the right to vote; shareholders may intervene at the meeting only through the designated representative, as specified below.

For the purposes of the minutes only, the shareholders' meeting must still be considered convened, for the first and second convocation, in Milan, via Metastasio n. 5, at the Studio Zabban Notari Rampolla & Associati.

Participation in the Shareholders' Meeting

The legitimacy to intervene in the shareholders' meeting and the exercise of the right to vote is attested by a communication to the Company made by the intermediary belonging to the centralized management system of dematerialized financial instruments, in accordance with the methods and within the terms provided for by art. 83-sexies TUF, with evidence relating to the end of the accounting day of the seventh open market day before the date set for the shareholders' meeting (**15 June 2021 – "record date"**). The credit or debit entries made on the accounts after these terms do not detect for the purposes of legitimizing the exercise of the right to vote in the shareholders' meeting.

Due to the "Covid-19" emergency, and therefore in compliance with the fundamental principle of protection of the health of shareholders, representatives and consultants of the Company, as well as with reference to Art. 106, paragraph 2, of Decree-Law no. 18 of 17 March 2020, converted with amendments by Law of 24 April 2020, n. 27, as extended by Law No. 26 of 21 February 2021 which converted Decree-Law No. 183 of 31 December 2020 ("Cura Italia Decree"), **shareholders may intervene at the meeting exclusively through the designated representative** ex Art. 135-undecies of Legislative Decree No. 58 of 24 February 1998 (the "**Designated Representative**"). The Company has identified Spafid S.p.A. as Designated Representative with its registered office in Milan.

Those entitled to vote who wish to intervene at the Assembly must be represented, without any charge to them, by the Designated Representative by the provision of a special proxy containing voting instructions on all or some of the proposals on the agenda. The delegation will take effect only for proposals in relation to which voting instructions are given. The delegation to the Designated Representative must be given by the end of the second open market day before the date of the Shareholders' Meeting (i.e. by June 22, 2021, if in first call, or by June 23, 2021, if in second call) through the specific form, available on the company's website **www.digitalmagics.com** in the Investors - Assembly section, also showing the procedures for the transmission of delegations as well as to revoke, within the aforementioned deadlines, the delegation and voting instructions given.

In accordance with the provisions of the Cura Italia Decree, the aforementioned Designated Representative may also be conferred delegations or subdelegations pursuant to Article 135-novies of Legislative Decree No. 58 of 24 February 1998, by way of derogation from art. 135-undecies, paragraph 4, of the same decree, in accordance with the procedures set out in the relevant proxy/sub-delegation form and within the deadlines provided for therein.

Those entitled to vote have the right to propose questions related to the agenda, up to the seventh day of the open market before the date of the **shareholders' meeting** (by June 15, 2021) by sending a letter to the Company to the electronic address **pec.digitalmagics@legalmail.it**. In order to prove this right, you will have regard to the shares that are registered in favor of the member on the day of the *record date*. The related certification can also be produced after the filing of the questions, provided that within the deadline for the publication of the answers by the Company.

The questions received within the deadline indicated above will be answered, at the latest, by June 17, 2021.

Finally, always to protect the health of those directly concerned, in accordance with the Provisions of the Italian Care Decree, the Company will adopt the appropriate technological

tools that allow to participate in the Assembly remotely to the members of the administrative and control bodies, to the Designated Representative, to the notary, as well as to the other subjects who are allowed to participate in the Shareholders' Meeting pursuant to the law , the articles of association and the shareholders' meeting regulations, but not to the shareholders, who must necessarily avail themselves of the Designated Representative. The methods of connection will be communicated to the interested parties by the Company.

Documentation

The documentation relating to the Shareholders' Meeting, provided for by current legislation, will be available on the Company's website www.digitalmagics.com, in the Investors – Assemblee section, within the required legal terms.

This press release is published on the Company's website www.digitalmagics.com the Investors - Press Releases section.

[Digital Magics S.p.A.](#), listed on AIM Italia (symbol: DM), is a business incubator that supports startups in the digital and tech world with services for the enhancement and acceleration of the business. Digital Magics, Talent Garden and Tamburi Investment Partners created the most important national innovation hub for DIGITAL MADE IN ITALY, offering to innovative startups the support to create successful projects, from conception to IPO. Digital Magics has always been a partner of excellent companies with its Open Innovation services, creating a synergistic bridge between companies and digital startups. Digital Magics incubation and acceleration services are active on Talent Garden coworking campuses throughout Italy. Complementary to the services are the investment activities, which over the years have produced a portfolio of over 70 participations in startups, scaleups and digital spinoffs with high growth rates. Accelerated companies are joined by the Digital Magics team, partners with great entrepreneurial and digital experience, and benefit both from the wide network of private and institutional investors who support them through "club deals", and from the many partner companies that support them at an industrial level.

[Banca Akros S.p.A.](#) acts as Nomad and Specialist in accordance with the AIM Italia Issuers Regulation.

For the transmission and storage of Regulated Information, Digital Magics uses the eMarket SDIR distribution system and the eMarket STORAGE storage mechanism available at the www.emarketstorage.com managed by Spafid Connect S.p.A..

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