

OLIDATA S.p.A.
Sede Legale: Pievesestina di Cesena (FC) – Via Fossalta n. 3055
Capitale Sociale Euro 4.025.480 i.v.
Codice Fiscale, Partita IVA e Numero di Iscrizione al Registro delle Imprese
di Forlì – Cesena 01785490408

AVVISO DI CONVOCAZIONE ASSEMBLEA ORDINARIA

Shareholders are summoned to the registered office in Cesena, Via Fossalta, n. 3055, for **April 30, 2021** at **11.00** am to the Ordinary Shareholders' Meeting, on first call and, if necessary, on second call for **May 14, 2021**, same place and time, and, should it be furthermore necessary, on third call, on **May 15, 2021**, at **11.00**

Ordine del giorno

Ordinary Shareholders' Meeting

1. **Financial statements on December 31, 2019:**
 - 1.1. **Approval of the financial statements December 31, 2019; Report of the Board of Statutory Auditors and Report of the Independent Auditors; Report on corporate governance and ownership structure pursuant to art. 123-bis of Legislative Decree No. 58/1998;**
 - 1.2. **Resolutions regarding the result for the year.**
2. **Presentation of the consolidated financial statements on December 31, 2019 and accompanying reports.**
3. **Financial statements on December 31, 2020**
 - 3.1. 1.1. **Approval of the financial statements December 31, 2019; Report of the Board of Statutory Auditors and Report of the Independent Auditors; Report on corporate governance and ownership structure pursuant to art. 123-bis of Legislative Decree No. 58/1998;**
 - 3.2. **Resolutions regarding the result for the year.**
4. **Presentation of the consolidated financial statements on December 31, 2020 and accompanying reports.**
5. **Remuneration Report - resolutions pursuant to art. 123-ter, paragraph 6 of Legislative Decree no. 58/1998:**
 - 5.1 **First section: report on the remuneration policy;**
 - 5.2 **Second section: report on paid remuneration.**
6. **Appointment of a new administrative body for the financial years 2021-2023:**
 - 6.1. **Determination of the number of components;**
 - 6.2. **Appointment of the Board of Directors;**
 - 6.3. **Appointment of the Chairman of the Board of Directors;**
 - 6.4. **Determination of the relative remuneration.**
7. **Appointment of the Board of Statutory Auditors for the years 2021 - 2023:**
 - 7.1. **Appointment of three Statutory Auditors and two Alternate Auditors;**
 - 7.2. **Determination of the relative remuneration.**

COVID 19 EMERGENCY - METHOD OF CONDUCTING THE SHAREHOLDERS 'MEETING PURSUANT TO THE LAW DECREE MARCH 17, 2020, No. 18

In consideration of the epidemiological emergency from COVID-19, by virtue of the exceptional discipline contained in the Law Decree of March 17, 2020, no. 18 and subsequent amendments (the "Decree"), participation in the Shareholders' Meeting will take place exclusively through the representative designated by the Company pursuant to Article 135-undecies of Legislative Decree. February 24, 1998, no. 58 (the "TUF"), identified as **Dr. Emanuele Musco** (the "**Designated Representative**"), or his substitutes in case of impediment. As permitted by art. 106 of the Decree, the Designated Representative may also be given proxies or sub-delegations pursuant to Article 135-novies of the TUF.

It is also specified that the Directors, the Statutory Auditors, any secretary of the meeting, the notary, the same Sole Representative and the other subjects whose participation in the Shareholders' Meeting is requested may also intervene in the latter by means of telecommunication that guarantee identification, without it being in any case necessary for the chairman, the secretary, and the notary to be in the same place.

INFORMATION ON SHARE CAPITAL - TOTAL NUMBER OF SHARES AND VOTING RIGHTS

The subscribed and paid-up share capital is equal to Euro 4,025,480.00 (four million twenty-five thousand four hundred and eighty / 00) divided into no. 40,799,999 (forty million seven hundred ninety-nine thousand nine hundred and ninety-nine) ordinary shares, with no par value, with voting rights in the Company's ordinary and extraordinary shareholders' meetings. The Company, at the date of publication of this notice of call, does not hold treasury shares. The structure of the share capital is available on the Company's website at www.olidata.com (section Investor Relations).

LEGITIMATION TO ATTEND AND TO VOTE AT THE MEETING

Pursuant to art. 83-sexies of the TUF and art. 7 of the Bylaws, the entitlement to attend the Shareholders' Meeting and exercise the right to vote is certified by a communication to the Company made by the intermediary in accordance with its accounting records, in favor of the person entitled to vote, based on the evidence relating to the end of the accounting day of the seventh trading day preceding the date of the Shareholders' Meeting of the first call of **April 21, 2021** (record date). Those who will acquire ownership of ordinary shares only after that date will, not be entitled to attend and exercise the vote in the Shareholders' Meeting. The intermediary's communication must reach the Company by the end of the third trading day preceding the date set for the Shareholders' Meeting on the first call, ie by **April 27, 2021**. The right to attend and vote in the Shareholders' Meeting remains valid if the communication from the aforementioned intermediary is received by the Company after the aforementioned deadline, provided that by the start of the meeting of the single call.

VOTE BY PROXY

As specified above, participation in the Shareholders' Meeting is only permitted by conferring proxy or sub-delegation to the Designated Representative in the manner described below:

Pursuant to art. 135-undecies of the TUF, the proxy for the purposes of this Shareholders' Meeting may be conferred on the Representative Designated by the Company, without any expenses to be borne by the delegator, using the proxy form specifically prepared and available at the Company's registered office its website at www.olidata.com (Investor Relations section, Governance - Shareholders' Meeting, 2021). The proxy can also be conferred with an electronic document signed in electronic form pursuant to art. 21, paragraph 2, of Legislative Decree March 7, 2005, n. 82.

The proxy to the Designated Representative has effect only for the proposals in relation to which voting instructions have been given and on condition that this proxy is received by the same person, by sending a registered letter with return receipt to the address of Via Fossalta n. 3055, 47522 Pievesestina di Cesena (FC) or by electronic notification to the certified e-mail address olidata.delegato@pec.it, by the end of the second trading day preceding the date set for the Shareholders' Meeting, also in call after the first (i.e. by **April 28, 2021** or **May 12, 2021**, respectively). Within the same term, the proxy and the voting instructions can always be revoked by the delegating party. The proxy form, with the relative instructions for completing and submitting, is available at the registered office and on the Company's website at www.olidata.com (Investor Relations section).

The Company also specifies that, pursuant to the aforementioned Decree, the aforementioned Designated Representative may also be granted proxies or sub-proxies pursuant to article 135-novies of the TUF, notwithstanding art. 135-undecies, paragraph 4, of the TUF.

Those who do not intend to make use of the intervention method provided for by art. 135-undecies of the TUF, may, alternatively, intervene by conferring, to the same Designated Representative, proxy, or sub-delegation pursuant to art. 135-novies TUF, containing voting instructions on all or some of the proposals on the agenda. The proxy / sub-delegation, which will take effect only for the proposals in relation to which voting instructions are given, must be issued by sending it to the Designated Representative, by e-mail or alternatively by contacting **Dr. Emanuele Musco, by calling the number +39 3881947514**.

Si precisa che le azioni per le quali è stata conferita la delega, anche parziale, sono computate ai fini della regolare costituzione dell'Assemblea; in relazione alle proposte per le quali non siano state conferite istruzioni di voto, le azioni non sono computate ai fini del calcolo della maggioranza e della quota di capitale richiesta per l'approvazione delle delibere.

INTEGRATION OF THE AGENDA AND SUBMISSION OF NEW RESOLUTION PROPOSALS

Pursuant to art. 126-bis, paragraph 1, of the TUF, the Shareholders who, even jointly, represent at least 2.5% of the share capital represented by shares with voting rights may request, within ten days of the publication of this notice of call (i.e. within **March 26, 2021**), the integration of the list of items on the agenda to be discussed, indicating in the application the additional items proposed by them, or submitting resolution proposals on items already on the agenda. The questions, together with the communication certifying the legitimacy to exercise this right, must be submitted in writing by sending, by registered letter with return receipt, to the registered office of the Company at the address of Via Fossalta n. 3055, 47522 Pievesestina di Cesena (FC), to the attention of the Administrative Office, or by certified mail to the address olidata@legalmail.it. Shareholders who request additions to the agenda or submit further resolution proposals on items already on the agenda must prepare a report that contains the motivation for the resolution proposals on the new issues they propose to discuss or the motivation relating to further resolution proposals presented on items already on the agenda; this report must be sent to the Board of Directors of the Company within ten days of the publication of this notice of call. Any additions to the agenda or the presentation of further resolution proposals on items already on the agenda will be notified in the same way as for this notice of call, at least fifteen days

before the date set for the Shareholders' Meeting. Further proposed resolutions on items already on the agenda will be made available to the public at the registered office and on the Company's website at www.olidata.com (Investor Relations section, Governance - Shareholders' Meeting, 2021), as well as at the 1info authorized storage mechanism, at www.1info.it. The Board of Directors will make available to the public the report drawn up by the Shareholders who request the integration of the agenda or present further proposals, accompanied by their own evaluations, at the same time as the publication of the news of the integration or presentation, at the registered office. and on the Company's website at www.olidata.com (Investor Relations section, Governance - Shareholders' Meeting, 2021) as well as on the 1info storage mechanism, at www.1info.it. Anyone who has the right to vote can individually submit resolution proposals at the Shareholders' Meeting. Additions to the agenda are not allowed for matters on which the Shareholders' Meeting resolves, by law, on the proposal of the Board of Directors or on the basis of a project or a report prepared by the same, other than those referred to in art. 125-ter, paragraph 1, of the TUF.

RIGHT TO ASK QUESTIONS BEFORE THE SHAREHOLDERS' MEETING

Pursuant to art. 127-ter TUF, those who have the right to vote, legitimized in the forms provided for by the applicable regulations, may ask questions on the items on the agenda even before the Shareholders' Meeting, sending them, within the third day prior to the date set for the Shareholders' Meeting on the first call (i.e. by **April 27, 2021**), accompanied by a copy of an identity document, by registered letter with return receipt, at the registered office of the Company in Via Fossalta n. 3055, 47522 Pievesestina di Cesena (FC); or by certified e-mail to the address olidata@legalmail.it Those interested in exercising the right must provide, in the same manner, a copy of the communication issued by the intermediaries who keep the accounts on which the shares of the requesting Shareholders are registered. Questions received before the Shareholders' Meeting will be answered at the latest during the meeting, with the right for the Company to provide a single response to questions with the same content.

QUESTIONS ON THE MATTERS ON THE AGENDA

Pursuant to art. 126-bis of the TUF, Shareholders who, even jointly, represent at least one-fortieth of the share capital may request, within ten days of the publication of the notice calling the Shareholders' Meeting, to add to the list of items to be discussed, indicating in the application, the additional topics proposed by them, or submit further resolution proposals on matters already on the agenda. Additions to the agenda are not allowed for matters on which the Shareholders' Meeting resolves, by law, on the proposal of the Board of Directors or on the basis of a project or report other than that referred to in art. 125-ter, paragraph 1, of the TUF prepared by the same.

Applications, together with the documentation certifying ownership of the participation, must be submitted by certified e-mail to the address olidata@legalmail.it.

Shareholders requesting the integration must prepare a report stating the motivation of the proposed resolutions on the new matters they propose to be discussed or the motivation relating to the further proposed resolutions presented on matters already on the agenda. This report must be sent in the manner indicated above to the Board of Directors by the deadline for submitting the request for integration. Any additions to the agenda or the presentation of further resolution proposals on items already on the agenda will be notified with the same methods of publication of this notice at least fifteen days before the date set for the Shareholders' Meeting (within April 15, 2021).

At the same time, they will be made available to the public at the registered office, on the Company's website at www.olidata.com "Investor relator section"; the additional resolution proposals presented by the Shareholders and the reports prepared by them, together with any assessments of the Board of Directors.

APPOINTMENT OF THE BOARD OF DIRECTORS

For the appointment of the Board of Directors, we will proceed in accordance with Art. 11 of the Bylaws, to which reference should be made, on the basis of lists presented by the Shareholders, which, alone or together with other Shareholders, represent at least 2.5% of the share capital, in compliance with the minimum number of Directors in possession of the requisites of independence required pursuant to art. 147-ter, paragraph 4 of the TUF ("Independent directors pursuant to art. 147-ter"), and the balance between genders in compliance with the applicable legal and regulatory provisions. The lists are filed at the registered office of the Company or at the certified e-mail address olidata@legalmail.it, together with the information that allows the identification of the person who proceeds with the transmission of the lists as well as the additional documentation required by the legislation, at least twenty-five days before the date set for the Shareholders' Meeting, on the first call, i.e. by **April 6, 2021**. The lists must bear the names of one or more candidates (not exceeding seven), for the office of Director, each associated with a progressive number, as well as expressly indicating at least one independent Director pursuant to art. 147-ter TUF. The renewal of the Board of Directors must take place in compliance with the discipline on gender balance. Therefore, it is required that the lists presented ensures the presence of both genders, so that the candidates of the less represented gender are at least one-third of the total (with rounding, in the case of a fractional number, to the higher unit). The lists also contain as attachments: (i) exhaustive information on the personal and professional characteristics of the candidates; (ii) declaration about the possible possession of the requirements to be qualified as an independent director pursuant to art. 147-ter TUF and, if applicable, the additional requirements envisaged by codes of conduct drawn up by market management companies or by trade associations; (iii) indication of the identities of the Shareholders who presented the lists and of the overall percentage of the shareholding, confirmed by a specific communication issued by the intermediary. A Shareholder may not submit or vote for more than one list, even if through a third party or through a trust company. A candidate may be present on only one list under penalty of ineligibility. In any case, lists that have not obtained a percentage of votes equal to at least half of that required for the presentation of the same will not be

taken into account. In the event of a tie between lists, the one presented by Shareholders with the largest shareholding at the time of presentation of the list or, subordinately, by the highest number of Shareholders, prevails. If only one list has been presented, the Assembly expresses its vote on it. In the absence of lists or if the number of Directors elected on the basis of the lists presented is lower than that determined by the Shareholders' Meeting, the members of the Board of Directors are appointed by the Shareholders' Meeting with the legal majorities, without prejudice to the obligation to appoint a by the Shareholders' Meeting of a number of independent Directors pursuant to art. 147-ter TUF equal to the minimum number established by law and without prejudice to the obligation to respect the proportion between genders provided for by the applicable legal and regulatory provisions. The candidate indicated as such in the "majority list" or in the only list presented and approved is elected Chairman of the Board of Directors. Failing that, the Chairman is appointed by the Shareholders' Meeting with the ordinary legal majorities or is appointed by the Board of Directors pursuant to the Bylaws. Finally, it is recalled that Consob Communication no. DEM / 9017893 of February 26, 2009, recommends, on the occasion of the election of the management body, that the Shareholders who present a "minority list" deposit together with the list of candidates a declaration certifying the absence of connections, also indirect, pursuant to art. 147-ter, paragraph 3 of the TUF and art. 144-quinquies of the Consob Issuers' Regulation with the shareholders who hold, even jointly, a controlling or relative majority shareholding. The ownership of the number of shares necessary for the presentation of the list by the Shareholders is certified, at least 21 days before the date set for the Shareholders' Meeting on the first call (i.e. by **10 April 2021**), by means of communication issued by an intermediary authorized pursuant to the applicable regulations, proving ownership of the number of shares represented, determined having regard to the shares that are registered in favor of the Shareholders on the day on which the lists are filed with the Company.

APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

The appointment of the Board of Statutory Auditors will take place pursuant to art. 17 of the Bylaws, to which reference is made, on the basis of lists presented by the Shareholders, which, alone or together with other Shareholders, represent at least 2.5% of the share capital. To the minority - who is not part of any connection, not even indirect, relevant pursuant to Article 148, paragraph 2 of the Consolidated Law on Finance and related regulatory provisions as well as on the basis of Consob Communication no. DEM / 9017893 of February 26, 2009 - the election of one standing auditor, who is responsible for the chairmanship of the Board, and one alternate auditor is reserved. The lists are filed at the registered office or at the certified e-mail address olidata@legalmail.it, together with the information that allows the identification of the person who proceeds with the transmission of the lists, at least twenty-five days before the date scheduled for the Shareholders' Meeting, on the first call, ie by April 6, 2021. The lists must contain the names of one or more candidates for the office of Statutory Auditor and of one or more candidates for the office of Alternate Auditor. The names of the candidates, who must be in possession of the requisites provided for by the law and the Bylaws, are marked in each section (Statutory Auditors section, Alternate Auditors section) by a progressive number and are in any case not more than the members of the Body. to be elected. The lists also contain, also as attachments: (i) information relating to the identity of the Shareholders who presented them, with an indication of the percentage of the overall shareholding held and a communication indicating the ownership of this shareholding; (ii) declarations by Shareholders other than those who hold, even jointly, a controlling or relative majority shareholding, certifying the absence of any connections provided for by art. 144-quinquies of the Issuers' Regulations with the latter; (iii) exhaustive information on the personal and professional characteristics of the candidates, as well as a declaration by the candidates themselves certifying that they possess the requisites required by law and acceptance of the candidacy, accompanied by the list of administration and control positions held by the same in other companies; (iv) any other additional or different declaration, information and/or document required by law and by applicable regulations. In the event that at the expiry date of the deadline for submitting the lists, only one list has been filed, or only lists presented by Associated Shareholders pursuant to the applicable provisions, lists may be presented up to the third day following that date (i.e. by **9 April 2021**). In this case, the aforementioned thresholds for the presentation of the lists are reduced by half (ie 1.25%). A Shareholder may not submit or vote for more than one list, even if through a third party or through a trusted company. Shareholders belonging to the same group and Shareholders who adhere to a shareholders' agreement concerning the issuer's shares cannot submit or vote for more than one list, even if through a third party or through a trust company. A candidate may only be present on one list, under penalty of ineligibility. The ownership of the number of shares necessary for the presentation of the list by the Shareholders is certified, at least 21 days before the date set for the Shareholders' Meeting on the first call (i.e. by **10 April 2021**), by means of communication issued by an intermediary authorized pursuant to the applicable regulations, proving ownership of the number of shares represented, determined having regard to the shares that are registered in favor of the Shareholders on the day on which the lists are filed with the Company. The lists presented by the Shareholders will be made available to the public, twenty-one days before the Shareholders' Meeting on the first call (i.e. by 10 April 2021), at the registered office, on the Company's website www.olidata.com (Investor Relations section, Governance - Shareholders' Meeting, 2021), and on the 1Info authorized storage mechanism, at www.1info.it. Finally, it is recalled that pursuant to the legislation on gender balance, the division of the members of the Board of Statutory Auditors must be carried out in such a way that the less represented gender obtains (for the first mandate in application of the law) at least one-third of the members of the Board of Statutory Auditors, with rounding, in the case of a fractional number, to the higher unit.

DOCUMENTAZIONE

The complete documentation relating to this Shareholders' Meeting, including the explanatory reports of the Board of Directors and the proposed resolutions on the items on the agenda, will be made available to the public within the terms and in the manner prescribed by current legislation, with the right to Shareholders and those who have the right to vote to obtain a copy. This documentation will be available at the Company's registered office, on its website at www.olidata.com (Investor Relations section), as well as on the 1Info authorized storage system, at www.1info.it.

Pievesestina di Cesena, **March 16, 2021**

President of the Board of Directors
Riccardo Tassi