

MINUTES OF ORDINARY AND EXTRAORDINARY ASSEMBLY
 ITALIAN REPUBLIC

The year two thousand and thirteen on the thirteenth day of April at eleven and sixteen minutes

April 13, 2018 H.11.16

In Cesena, at the headquarters of the aforementioned company, in the Pievesestina district, Via Fossalta n. 3055, where requested.

At the request of the company's **Sole Liquidator:**

"OLIDATA S.p.A. - in liquidation", established in Italy, with registered office in Cesena (FC) fraction Pievesestina, Via Fossalta n.3055, tax code, VAT number and registration number of the Register of Companies of Romagna - Forlì-Cesena and Rimini 01785490408, number R.E.A. 216598, with the share capital of Euro 2.346.000,00 (two million three hundred and forty-six thousand paragraph zero zero), fully paid up.

I undersigned **Dr.MARCELLO PORFIRI**, Notary in Cesena, enrolled in the Notarial College of the Combined Districts of Forlì and Rimini, I found myself above, on this day and in this hour, to assist, verifying the minutes, to the Ordinary and Extraordinary Shareholders' Meeting of the Company gathered to deliberate on the following

AGENDA

Ordinary Shareholders' Meeting

1. Financial statements at December 31, 2017:

1.1. Approval of the financial statements for the year ended December 31, 2017; Report of the Liquidator, Report of the Board of Statutory Auditors and Report of the Independent Auditors;

1.2. Resolutions regarding the result for the year;

2. Report on Remuneration - resolutions relating to the first Section, pursuant to Article 123-ter, paragraph 6 of D. Lgs. n. 58/1998;

Extraordinary Shareholders' Meeting

1. Revocation of the state of liquidation following the elimination of the cause of dissolution;

2. Related and consequent resolutions including:

2.1 Compensation proposal to the Sole Liquidator for the activity carried out;

2.2 New Board of Directors appointed for Financial years 2018-2020;

2.3 Determination of the number of components;

2.4 Appointment of the Board of Directors and possible appointment of the President;

2.5 Determination of the relative remuneration;

2.6 Appointment of the Board of Statutory Auditors for the financial years 2018-2020;

2.7 Appointment of three Statutory Auditors and two Substitute Auditors;

2.8 Determination of the relative remuneration

3. Capital increase in payment and in divisible form, for number 6,799,999 (six million seven hundred ninety nine thousand nine hundred and ninety nine) ordinary shares with no nominal value and so for an expected payment of € 3,500,000.00 (three million five hundred thousand / 00) with exclusion of the option right pursuant to art. 2441, paragraph 4, second part, of the Civil Code, also to service the share incentive plan called "Stock Option Plan" for executives and employees of the Company and other Group companies; consequent modification of the art. 4 of the Articles of Association;

4. Approval of a stock incentive plan for employees of the Company.

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I had the presence of Mr. **TASSI RICCARDO**, born in Forlì (FC) on January 14, 1962, domiciled for the office at the headquarters of the aforementioned company, Sole Liquidator of the same.

The appearing, Italian citizen, of the personal identity, qualification and powers of which I, the Notary, are certain, assumes the presidency of the Assembly, pursuant to art. 8 of the Bylaws and pursuant to Article 2371 of the Italian Civil Code. and before starting the meeting, he warmly welcomes all those present, also on behalf of the members of the Board of Statutory Auditors and of the company staff.

Declares to the assembly, always pursuant to art. 8 of the Bylaws, to entrust the functions of Secretary to the undersigned, which will take place in the minutes and asks if anyone has any opposition to the matter and notes that no opposition is expressed; therefore, thanking me for accepting the assignment and for the assistance to the Assembly, invites me to start the assembly work.

So the President **certifies and ascertains giving me acknowledgement :**

a) regarding the convocation of the Assembly:

= that this Assembly has been regularly convened from the administrative body for today, in this place, in seconda convocazione, and, if necessary, in the third convocation, for the sole extraordinary assembly, for the day April 13, 2018 at 18.00, in the same place, in accordance with art. 6 of the Bylaws and pursuant to art. 125-bis of the D. Lgs. of February, 24 1998, n. 50 (hereinafter also referred to as "TUF"), by means of a notice containing all the provisions envisaged by current legislation and published pursuant to the law on the company's website www.olidata.com on March 2, 2018, as well as by excerpt in the newspaper "Il Giornale" of March 3, 2018, and forwarded to Borsa Italiana SpA through the linfo storage mechanism at www.linfo.it, the SDIR regulated information delivery system;

= that the Assembly in first call, called with the same Notice for the day April 12, 2018, same place and time of the second, has been deserted, as is clear from a special report, drawn up on the same date by Dr. Marinella Rossi, in her capacity as

secretary of the first convocation meeting that was due to carry out, as aforesaid, on April 12, 2018;

communicates

= that pursuant to art. 126-bis of the T.U.F. no additions were requested to the list of the matters on the Agenda and no new proposals for resolutions passed by the Shareholders' Meeting pursuant to and pursuant to art. 126-bis of the T.U.F. by the shareholders, nor have the latter availed themselves of the right to ask questions before the shareholders' meeting pursuant to art. 127-ter of the same Legislative Decree;

b) regarding the regular constitution of the Assembly:

= that the liquidation board is present in the person of its Sole Liquidator;

= that the President of the Board of Statutory Auditors, composed of three standing members, is present by the President dr. Luigi Scapicchio and the Statutory Auditors dr. Domenico Pullano and dr. ssa Tecla Succi;

= that the person designated by the Company is present so that the holders of the voting right could grant her a proxy with voting instructions on the proposal on the agenda, namely Dr. Marinella Rossi;

= that representatives of the auditing company, accredited journalists, experts, financial analysts and entrepreneurs, Dr. Rossi Marinella, manager in charge of preparing the company's accounting documents, as well as, were admitted to attend the meeting, with his consent; meet the technical and organizational needs of the work, some employees and collaborators of the company;

states

= that, based on the final data, provided by the staff in charge, who recorded the influx of the participants and checked their legitimacy, they are present on their own or legally represented, number 5 (five) shareholders and holders of voting rights, holders of 11.579.306 (eleven million five hundred and seventy nine thousand three hundred and six) ordinary shares, equal to 34.056782% of subscribed and paid-in capital of € 2,346,000.00;

= that the list of names of the participants, on their own or by proxy, indicating the number of shares represented by each, the indication of any delegating shareholders and any voters as ignoramuses, reporters and usufructuaries, countersigned by the same resident and from me Notary, is attached to the present minutes under the letter "A";

= which, as can be seen from the convocation notice, the Company has appointed Mrs. Marinella Rossi as the subject to confer proxy with voting instructions pursuant to art. 135-undecies of the Consolidated Law of Finance and that, within the legal deadline, no proxies have been conferred to her;

= that the same Marinella Rossi has communicated to re-enter in the conditions of conflict of interest indicated by the art. 135-decies of the TUF, as an employee and Manager in charge of

the Company "OLIDATA SpA - in liquidation" and that, in the case of unknown circumstances, or in the event of changes or additions to the proposals presented to the meeting, does not intend to cast a vote differs from that indicated in the voting instructions;

informs

= that the share capital is € 2,346,000.00 (two million three hundred and forty-six thousand-three), fully subscribed and paid up and divided into n.34,000,000 (thirty-four million) ordinary shares with no nominal value;

= that such shares previously admitted to the Electronic Stock Market, the Standard segment (Class 1), managed by Borsa Italiana S.p.A., have been the latter by way of provision no. B192 of March 29, 2016, suspended from indefinite-term negotiations, until subsequent provision;

= that the company pays in the legal situation referred to in art. 2446 of the Civil Code, with a share capital reduced by more than a third;

- that there are no statutory restrictions on the right to vote;
- that the company does not hold treasury shares as of today's date;

- that there are no simple or convertible bonds;

- that the issuer is not aware of the existence of shareholders' agreements pursuant to art. 122 of the T.U.F .;

- that no other financial instruments have been issued that attribute the right to vote;

= which is not promoted, in relation to the meeting in object,

no solicitation of voting proxies pursuant to Article 136 et seq. of the TU;

= that the Company is not subject to management and coordination by other companies;

attests

= that from the date on which the Sole Liquidator took the resolution to convene the present Shareholders' Meeting as of today's date, no significant events occurred for the Company;

= that the information on the share capital as well as any further information regarding the Shareholders' Meeting and in particular the methods and terms for: (i) the exercise of the right to ask questions before the Shareholders' Meeting, (ii) the exercise of the right to integrate the agenda or to submit further resolution proposals on matters already on the agenda, (iii) the intervention and the vote in the Assembly, also by proxy, possibly through the Designated Representative, and (iv) the possibility of the full text of the proposed resolutions, together with the illustrative reports and the documents that will be submitted to the Shareholders' Meeting, are reported in the notice of call;

c) on the exercise of the right to vote :

= that pursuant to art. 7 of the Bylaws and of the art.83-sexies of the TUF, the entitlement to attend the Shareholders' Meeting

and the exercise of the right to vote is attested by a communication to the Company, made by the authorized intermediary, in accordance with its accounting records, in favor of the person entitled to vote on April 9, 2018 (the "record date"). Therefore, those who will become holders of the shares only after that date will not have the right to intervene and vote in the Shareholders' Meeting;

= that the communications of the intermediaries to the end of the intervention to the present shareholders' meeting and to the exercise of the voting rights of the entitled persons, they were carried out to the issuer in the manner and within the terms set out in the current provisions of the law;

= that the right to vote concerning the shares for which the reporting obligations have not been fulfilled can not be exercised:

- pursuant to art. 120 of the T.U.F. on holdings exceeding 5% of the company capital;

- pursuant to art. 122, first paragraph of the TU, concerning the shareholders' agreements;

- that, with reference to the communication obligations pursuant to art. 120 of the Consolidated Law on Finance, the shares in relation to which the right to vote are due by virtue of delegation are considered as shareholdings, provided that such right can be exercised discretionally in the absence of specific instructions by the delegating party;

= that, to date, the parties that directly or indirectly participate, in excess of 5% of the subscribed share capital of "OLIDATA SpA - in liquidation", represented by shares with voting rights, according to the results of the shareholders' register, supplemented by communications receipts pursuant to art. 120 of the T.U.F. and from other information available, is the member:

"LE FONTI CAPITAL PARTNER SRL" with registered office in Forlì (FC) Via Fratelli Zanfini n.1 / bis, tax code and registration number of the Register of Companies of Romagna - Forlì-Cesena and Rimini 03667150407, owner of 10.155 .950 shares equal to 29.8704412% of the share capital;

= that the compliance of the proxies was regularly checked, which, pursuant to Article 233 of the Civil Code, were issued in writing, conferred for this specific Shareholders' Meeting without names in white and were not issued to banks, to directors, to auditors or employees of the company or its subsidiaries, or to shareholders, directors, statutory auditors and employees of the auditing company "AUDIREVI SRL";

= that, pursuant to Article 2372 of the C.C., each delegate can not represent more than 200 shareholders;

= that the shareholders are invited to point out any lack of legitimacy to vote under the current provisions;

= that the President ascertained the identity of the attendees and their legitimacy to participate in the present Shareholders' Meeting, and in particular the compliance with the current laws

and Bylaws of any delegations produced by the participants, duly acquired in the corporate deeds, was verified;

= that the certifications issued to the entitled persons and the delegations of the shareholders presented, read and found regular, are acquired in the corporate deeds.

The President therefore

invites

the Shareholders wanting to declare any lack of legitimacy to vote and none of these present the invitation;

d) regarding the carrying out of the shareholders 'meetings and the minutes of the Shareholders' Meeting :

informs

= that the management of the shareholders' meetings and the voting will take place according to the following technical procedures:

- the persons entitled to exercise the right to vote can ask to speak on each item on the agenda, by booking at the table of the presidency;

- the voting on the items on the agenda will take place by a show of hands, and the persons entitled to vote against and / or abstained must communicate their name and the number of shares brought in on their own and / or by proxy for the purpose of the minutes;

- those who do not intend to contribute to the formation of the calculation base for the calculation of the majority are invited to leave the room, before the start of the vote, by pointing out the exit to the assigned staff;

- during the assembly each participant can exit the assembly hall by presenting themselves to the staff who will detect the exit;

- the return of the participant will result in the related detection in the information system of his / her "presence";

- the vote on the individual topics on the agenda will take place at the end of the discussion on the topic itself;

- those who wish to be considered as non-voters must expressly request it for the relative record;

- for holders of more than one delegation, it is possible to express a differentiated vote by communicating it to the designated party;

- the participants in the meeting are asked, where possible, not to leave the room until the scrutiny operations and the statement of the result of the vote have been communicated and then terminated;

- for the scrutiny operations the President will be assisted by the staff of "Computershare", a company that assists in the registration of the inputs;

- during the Assembly, before each vote, the President will communicate the updated data on attendance;

= that, pursuant to Legislative Decree n. 196/2003 (code regarding the protection of personal data), the data of the participants in the meeting are collected and processed by the

company exclusively for the purposes of fulfilling the mandatory shareholders' and corporate obligations. Similarly, the audio recording of the meeting is carried out for the sole purpose of facilitating the minutes of the meeting and to document the transcripts in the minutes, as specified in the information notice pursuant to art. 13 of the aforementioned Legislative Decree handed over to all participants, and that the same will not be the subject of communication or diffusion and all data, as well as audio media, will be destroyed after use for which they were performed. The acquisition of personal data is mandatory for the aforementioned purposes. The data controller is the company "OLIDATA S.p.A. in liquidation";

= that will be made available to the members:

- the list of names of the participants in the meeting, in person and / or by proxy, complete with all the data required by Consob, indicating the respective shares and the number of shares for which the communication was made by the intermediary to the issuer pursuant to art. 83-sexies of the T.U.F.;

- the list of the names that have voted in favor, against, or abstained or removed before each vote and the relative number of shares represented on their own and / or by proxy;

- the summary of the interventions with the nominative indication of the participants, the answers provided and any replies, will be contained in the minutes of the present meeting;

= that pursuant to art. 125-quater of the TUF, a condensed statement of votes containing the number of shares represented at the Shareholders' Meeting and of the shares for which the vote was expressed, the percentage of capital that these shares represent, as well as the number of votes in favor and contrary to the resolutions and the number of abstentions will be made available on the Company's website within five days of the date of the present Shareholders' Meeting, while the full text of the minutes of the Shareholders' Meeting will be made available on the website within 30 days;

e) on the disclosure requirements relating to the items on the agenda:

= that the disclosure obligations required by current legislation have been regularly performed towards CONSOB and pursuant to CONSOB resolution of May 14, 1999 n.11971 and Ministerial Decree n.437 / 98, and that to date no requests for clarifications and observations have been received from CONSOB; In particular, the following documents and information as per art. 125- quater of the T.U.F. have been deposited at the registered office and made available on www.olidata.com and on the linfo storage mechanism at www.linfo.it :

on March 2, 2018:

- the Illustrative Report prepared pursuant to art. 125-ter of the Legislative Decree of February 24, 1998 n. 58 on item 2 of the agenda for the extraordinary part;

on March 13 marzo 2018:

- the Illustrative Reports prepared pursuant to art. 125-ter of the Legislative Decree of February 24, 1998 n. 58 on points 1 and 2 on the agenda of the ordinary part;

- the Illustrative Report prepared pursuant to art. 125-ter of the Legislative Decree of February 24, 1998 n. 58 on points 1, 2.1 and 4 on the agenda of the extraordinary part together with the information document;

on March 22 marzo 2018:

- the annual financial report including the draft financial statements for the year ended December 31, 2017, the management report and the attestation pursuant to art. 154-bis of the T.U.F., together with the reports of the Board of Statutory Auditors and of the Company, as well as the report on corporate governance and ownership structure of the company pursuant to art. 123-bis of the Consolidated Law on Finance approved by the Sole Liquidator on March 2, 2018;

- the Remuneration Report prepared pursuant to Article 123-ter of the Legislative Decree of February 24, 1998 no. 58;

on March 28 marzo 2018:

- the Sole Liquidator Report on the liquidation value of the shares for the exercise of the right of withdrawal prepared pursuant to art. 2437 and 2437-ter, of the c.c. together with the opinion of the Board of Statutory Auditors on the liquidation value issued pursuant to art. 2437-ter, paragraph 2, of the Italian Civil Code, to the report of the Company in charge of the legal audit of the accounts on the liquidation value issued pursuant to art. 2437-ter, paragraph 2, of the Italian Civil Code and to the estimate report on the value of the Olidata brand portfolio in the hypothesis of the liquidation of the company;

- the Explanatory Report on item 3 of the agenda for the extraordinary part with attachments of the opinion of the board of statutory auditors and the reorganization plan pursuant to art. 67 L.F.;

on March 30, 2018:

- the Explanatory Report on item 3 of the agenda for the extraordinary part, partially corrected and supplemented;

= in relation to item 2 of the extraordinary part of the agenda, the President acknowledges that, in accordance with the law, on March 18, 2018, they were deposited with the company by the persons entitled:

- a list of candidates for the appointment of the Board of Statutory Auditors;

- a list of candidates for the appointment of the Board of Directors;

the lists presented for the appointment of the Board of Statutory Auditors and the Board of Directors were made available to the public at the company's headquarters, on the linfo storage mechanism and on the company's website;

= all the documentation listed above was delivered to the attendees at this meeting, as well as sent to the shareholders who requested it;

The President also informs that in compliance with Consob's request with communication DAC / RM / 96003558 dated April 18, 1996, the fees due to the auditing firm Audirevi s.r.l. are the following:

- for the revision of the interim financial statements for the year ended December 31, 2017 a fee of € 26,000.00 (in addition to VAT and expenses) for n. 395 hours employed;
- for the revision of the half-year report a fee of € 16,000.00 (in addition to VAT and expenses) for n. 237 hours employed;
- for the activity of verifying the correct recording of management events in the accounting records, a fee of Euro 13,000.00 (in addition to VAT and expenses) for n. 193 hours employed;
- for the assessment of consistency with the interim financial statements as at December 31, 2017 of the management report and the "without remarks" judgment on the information pursuant to art. 123-bis, paragraph 1, lett. c), d), f), l), and m), and paragraph 2, letter b), Legislative Decree n. 58/98, presented in the report on corporate governance and ownership structure, the audit firm employed n. 20 hours for a consideration, of Euro 0 (zero) as included in the fees due for the revision of the interim financial statements for the year ended December 31, 2017. The President specified that the annual fees do not include the Consob contribution.

He informs that the details of the fees for the year are indicated in the schedule attached to the financial statements pursuant to art. 149-duodecies of the Consob Issuers Regulation.

Consequently, the President **states** that the Ordinary Shareholders' Meeting is duly constituted on second call having reached the necessary constituent quorums and is therefore valid for deliberating on the items on the Agenda. At this point dott. Domenico Pullano takes the floor, on behalf of the Board of Statutory Auditors, who asks that the arguments put in at points "**2.6** Appointment of the Board of Statutory Auditors for the financial years 2018-2020", "**2.7** Appointment of three Standing Auditors and two Alternate Auditors" and "**2.8** Determination of the related remuneration", included in the Extraordinary part of the agenda, are dealt with in this Ordinary Part, after point 2, as per law pertaining to the ordinary and not to the extraordinary shareholders' meeting. The President takes the floor again, who underlines that these arguments, although included among those of the Extraordinary Part, are to be considered in any case within the ordinary, and therefore proposes to anticipate the discussion of the matters referred to in the points "**2.6** Appointment of the Board of Statutory Auditors for the financial years 2018-2020", "**2.7**

Appointment of three Standing Auditors and two Alternate Auditors " and "2.8 Determination of the related remuneration "of the Extraordinary part of the agenda.

The President asked if there were any disagreements and none of those present expressed dissent with the proposal of the standing auditor dott.Domenico Pullano.

The President then declares that the points "2.6 Appointment of the Board of Statutory Auditors for the financial years 2018-2020", "2.7 Appointment of three Standing Auditors and two Alternate Auditors " and "2.8 Determination of the related remuneration " of the Extraordinary part of the agenda, will be dealt with in this Ordinary Part, after the points already provided and not in the Extraordinary.

Moving on to the discussion of the first point of the Ordinary Part on the agenda:

1. Financial statements at December 31, 2017:

1.1. Approval of the financial statements for the year ended December 31, 2017; Report of the Liquidator, Report of the Board of Statutory Auditors and Report of the Independent Auditors;

1.2 Resolutions regarding the result for the year;

and more precisely to the treatment of the point:

1.1. Approval of the financial statements for the year ended December 31, 2017; Report of the Liquidator, Report of the Board of Statutory Auditors and Report of the Independent Auditors,

the President pointed out that the documentation relating to the financial statements for the year ended December 31, 2017 was filed at the registered office, on the linfo Storage Mechanism and was published on the Company's website, as well as delivered to the attendees.

The same informs that he will proceed with the reading of the financial statements for the year ended December 31, 2017, the reports of the liquidator on management and the Independent Auditors and at the end will invite the President of the Board of Statutory Auditors to read the conclusion of the "Report of the Board of Statutory Auditors" assembly.

All documents are contained in the file that was delivered to the attendees.

At this point Mrs. Rossi Francesca, as legal representative of the partner "POSEIDONE SRL", proposes to omit reading the Financial Statements, the Report on Operations, the Report of the Independent Auditors and the report of the Board of Statutory Auditors, as well as of all the documentation relating to the subsequent topics on the agenda, limiting itself to reading only the proposed resolutions, in order to leave more room for debate and in consideration of the fact that all the participants were given a printed file, containing all the aforementioned documents that have also been filed in accordance with the law and published on the Company's website.

The President asks if there are any dissensions and none of those present expresses dissent to the proposal.

The President then declares that he will omit the full reading of the reports.

The same takes the floor and informs that the auditing company "AUDIREVI SRL", as expressed in the report to the interim financial statements at December 31, 2017, issued on March 21, 2018, was not able to express an opinion on the interim financial statements. of liquidation at December 31, 2017.

In particular, the Company has found, following the total adhesion of the social creditors to a reorganization plan pursuant to art. 67, c.3, letter d) r.d. n. 267/1942, an active contingency attributable to the write-off pursuant to art. 67 L.F. equal to Euro 32,350 thousand, attributable for Euro 17,611 thousand to the write-up carried out with credit institutions and for Euro 14,739 thousand to the write-up carried out with the remaining social creditors. For this contingency, the interim financial statements at December 31, 2017 shows a profit for the year of Euro 29,949 thousand and a positive net equity of Euro 525 thousand, which resulted in the company being exceeded by the circumstances referred to in art. 2447 of the civil code but, at the same time, the persistence of the case referred to in art. 2446 of the civil code.

The aforementioned reorganization plan of the company is based, besides, on the sale of the property owned by the company, in the collection of trade receivables and in the restructuring of the debt with payment on "settlement and cancellation" and / or payment extensions. , as well as with the provision of full payment of the residual social creditors who have not signed agreements with the Company.

In addition, according to the plan, the payables to the creditors with which the company has stipulated the write-off agreements pursuant to art. 67 L.F., must be paid in full by 30 June 2018 and any failure to pay debts may result in the termination of the agreements. Credit satisfaction is therefore based, in part, on the company's normal economic and financial management and partly on the success of an industrial plan which includes, among other things, a capital increase.

In this regard, the auditing company has identified significant elements of uncertainty related to the successful completion of the business plan and the capital increase that it envisages. For the reasons stated above, the Independent Auditors have deemed that they are not in a position to express an opinion on the interim financial statements as at December 31, 2017, nor a judgment on the consistency of the management report and the information referred to in paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) of the art. 123-bis of Legislative Decree 58/98 to the interim financial statements at December 31, 2017.

The President then submits to the Shareholders' Meeting the following resolution proposal on **item 1.1** on the agenda: "" The Ordinary Shareholders' Meeting of "OLIDATA SpA - in liquidation" - having examined the draft financial statements for the year

ended December 31, 2017 and the management report;- having acknowledged the reports of the Board of Statutory Auditors and of the auditing company;

deliberates

to approve the financial statements as at December 31, 2017 of "OLIDATA SpA - in liquidation", both as a whole and in the individual items, consisting of the Income Statement, the Statement of Net Assets and the Explanatory Notes, which shows a net profit of Euro 29.949.288."".

At this point the President gives the floor to the Statutory Auditor dr. Domenico Pullano, so that he can read the concluding part of the Report of the Statutory Auditors.

Dott. Domenico Pullano takes the floor and, on behalf of the Board of Statutory Auditors, reads the concluding part of the Report, expressing a favorable opinion for the approval of the financial statements for the year ended December 31, 2017.

Once the Statutory Auditors' Report has been read, the President takes the floor and opens the discussion on the 2017 financial statements and the Liquidator's report, reserving the right to answer any questions at the end of the interventions.

Invites those who intend to take the floor to make a reservation at the presidency table.

No one asking for the floor, the President invites those entitled to vote on the proposed resolution he has read previously.

The President invites those present to want to declare any lack of legitimacy to vote in accordance with the law and the Bylaws. Again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit. Notes that no one denounces the existence of impediments or limiting the right to vote.

So he puts the proposal to the vote.

Before the opening of the vote, asks the staff to provide him with updated data on attendance and invites those present not to be absent from the meeting until the voting procedures are completed.

The President noted that, at the time of the vote, are present in person and / or by proxy no. 5 (five) shareholders entitled to vote, representatives 11.579.306 (eleven million five hundred and seventy nine thousand three hundred and six) shares equal to 34.056782% of the share capital.

The President opens the vote on item 1.1 on the agenda of the ordinary part at 11.55 am, inviting shareholders to cast their vote by raising hands.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The ballot of this vote, together with those of the subsequent votes, relating to all the resolutions on the agenda, will be attached, in a single file, to these minutes, as indicated below, under the letter "C".

The President declared the voting closed at 11.56.

On the basis of the calculations made, the President proclaims the results of the voting, declaring the above-mentioned proposed resolution **APPROVED** a majority with the favorable vote of 10.157.450 (twelve million, five hundred and seventy-four thousand four hundred and fifty) shares, equal to 29.874853% of the capital and 87.720715% of the capital represented at the meeting, abstaining n. 1,421,856 (one million, four hundred and twenty-one thousand, one hundred and fifty-six) shares, equal to 4.181929% of the capital and 12.279285% of the capital represented in the Shareholders' Meeting, specifically the shareholders SAVINI ADOLFO and "POSEIDONE S.R.L.".

The dossier of the Financial Statements for the year ended December 31, 2017, composed of the Income Statement, the Statement of Net Assets and the Explanatory Notes, together with the Reports of the Board of Statutory Auditors and of the Independent Auditors, is attached to these minutes under the letter " B ".

The President then moves on to the discussion of **point 1.2 of the first point** of the **Ordinary Part** on the agenda:

1.2 resolutions regarding the results for the financial year.

Given the approval of the financial statements, testis deliberated,

the President informs that the Company's shareholders' equity is composed as follows:

- Share capital Euro 2,346,000;
- Monetary revaluation reserve Euro 248.333;
- Legal reserve Euro 469,200;
- Reserve for transition to IAS negative for Euro 137,977;
- cumulative result for previous years negative for Euro (32,349,364);
- positive result for the period of Euro 29,949,288.

The President then submits the following resolution proposal to the Shareholders' Meeting on **item 1.2** on the agenda, in full compliance with that contained in the Sole Liquidator report to the shareholders' meeting:

" The Ordinary Assembly of "Olidata S.p.A."

- *approved the financial statements for the year ended December 31, 2017 and the management report;*
- *acknowledged the reports of the Board of Statutory Auditors and of the Independent Auditors;*
- *having taken note of the liquidator's proposal;*

deliberates

n relation to the net income from the financial statements of "OLIDATA SpA - in liquidation" at December 31, 2017, equal to Euro 29,949,288, to approve:

the present draft financial statement allocating the net profit for the year to cover the previous losses."

The President opened the discussion, reserving the right to answer any questions at the end of the interventions.

The same invites those who intend to take the floor to want to kindly book at the table of the presidency.

No one asking for the floor, the President invites the persons entitled to vote on the proposed resolution he has read. He once again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the hall and points out the exit. Invites the participants to want to declare any lack of legitimacy to vote according to the law and the bylaws. The President notes that no one denounces the existence of impediments or limiting the right to vote. Puts the proposal by a show of hands. Before the opening of the vote, the President asks the staff to provide him with updated data on attendance and invites the persons entitled to vote to not be absent from the meeting until the voting procedures are completed.

he President noted that, at the time of the vote they are present in their own and / or by proxy no. 5 (five) entitled to vote, representing 11.579.306 (eleven million five hundred and seventy-nine thousand three hundred and six) shares equal to 34.056782% of the n. 34,000,000 ordinary shares constituting the share capital.

The President opened the vote on item 1.2 of the ordinary part at 11.57 am, inviting the shareholders to express the vote by a show of hands.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 12.01. On the basis of the calculations made, the President proclaims the results of the voting, declaring the above-mentioned proposed resolution **APPROVED** unanimously.

Moving on to discussing the **second item** on the agenda of the **ordinary session**:

2. Report on Remuneration - resolutions relating to the first Section, pursuant to Article 123-ter, paragraph 6 of Legislative Decree no. 58/1998,

the President reminds that, in compliance with the provisions of art. 123-ter of the Consolidated Law on Finance, the Company has adopted a general remuneration policy, to be submitted to the advisory vote of the shareholders' meeting.

The remuneration report, approved by the company's Sole Liquidator on March 2, 2018 and made available to the public using the methods and according to the terms established by current legislation, is divided into two sections.

The first section illustrates the Company's policy on the remuneration of the members of the administrative bodies, the general managers and managers with strategic responsibilities and the procedures used for the adoption and implementation of this policy.

The second section provides specific information on each of the items that make up the remuneration paid in the 2017 financial year to the aforementioned subjects (including the treatment envisaged in the event of termination of office or termination

of the employment relationship), for any reason and in any form, by the listed company and by the subsidiary or associated companies.

The Shareholders' Meeting is required to express a non-binding vote on the first section of the aforementioned report on: (i) the Company's policy on the remuneration of the members of the administrative bodies, and of the managers; as well as (ii) to the procedures used for the adoption and implementation of this policy, pursuant to art. 123-ter, paragraph 6 of the Consolidated Law on Finance.

The President then submits to the Assembly the proposed resolution on the present **item 2** of the agenda, in full compliance with that contained in the Sole Liquidator Report:

" The Ordinary Shareholders' Meeting of "Olidata S.p.A. in liquidation" - having taken note of the remuneration report prepared by Sole Liquidator, pursuant to art. 123-ter of Legislative Decree no. 58/1998 and of the art. 84-quater of the issuer regulation adopted by Consob with resolution no. 11971 of May 14, 1999;

- examined, in particular, the first section relating to the company's policy on the remuneration of the member the administrative body (Sole Liquidator) and the managers and procedures used for the adoption and implementation of this policy;

deliberates

o express a favorable opinion on the section before the remuneration report."

The President opened the discussion, reserving the right to answer any questions at the end of the interventions.

The same invites those who intend to take the floor to want to kindly book at the table of the presidency.

No one asking for the floor, the President invites the persons entitled to vote on the proposed resolution he has read.

Invites the participants to want to declare any lack of legitimacy to vote according to the law and the by-laws.

Again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit. Noting that no one denounces the existence of causes impeding or limiting the right to vote, the President puts to the vote the proposal by raising of hands.

The same, before the opening of the vote, asks the staff to provide him with updated data on attendance and invites the persons entitled to vote not to be absent from the meeting until the voting procedures are completed.

The President noted that, at the time of the vote they are present in their own and / or by proxy no. 5 (five) entitled to vote, representing 11.579.306 (eleven million five hundred and seventy nine thousand three hundred and six) shares equal to 34.056782% of the n. 34,000,000 ordinary shares constituting the share capital.

The President opened the vote on item 2 of the ordinary part at 12.02, inviting the shareholders to express the vote by a show of hands.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declared the voting closed at 12.07. On the basis of the calculations made, the President proclaims the results of the voting, declaring the above-mentioned proposed resolution

APPROVED a majority with the favorable vote of 10.157.450 (twelve million, five hundred and seventy four thousand one hundred and fifty) shares, equal to 29.874853% of the capital and 87.720715% of the capital represented in the Shareholders' Meeting, abstaining n.1.421.856 (one million four hundred twenty one thousand eight hundred and fifty six) , equal to 4.181929% of the share capital and 12.279285% of the capital represented in the Shareholders' Meeting, specifically the shareholders SAVINI ADOLFO and "POSEIDONE SRL".

At the request of the Board of Statutory Auditors, made at the opening of the Shareholders' Meeting and as approved by the same, the President then proceeds to discuss the matters related to the appointment of the Board of Statutory Auditors for the years 2018-2020 and the determination of their remuneration and therefore specifies that point 2.6 will not be the subject of discussion and voting as it is articulated in points 2.7 and 2.8 on the agenda of the Extraordinary Part.

On item "**2.7 appointment of three standing auditors and two alternate auditors**", the President reminds that for the appointment of the members of the Board of Statutory Auditors, compliance with the procedure pursuant to art. 17 of the Bylaws, as well as the provisions of law in force on the subject; the aforementioned provision provides that the statutory auditors are appointed by the shareholders' meeting on the basis of lists presented by shareholders who, alone or together with other submitting shareholders, hold a minimum shareholding equal to at least that determined by Consob pursuant to art. 147-ter, paragraph 1, of the Consolidated Law on Finance and in compliance with the provisions of the Issuers' Regulations issued by Consob.

The President states that the threshold established by Consob with resolution 20273 of January 24, 2018 for the presentation of the lists of "OLIDATA SpA - in liquidation" is equal to 2.5% of the share capital.

The President also reminds that the appointment of the statutory auditors must take place, in compliance with art. 148 of the Consolidated Law on Finance, with a list vote, according to the methods indicated in the regulation issued by Consob in implementation of the aforementioned art. 148, such as to guarantee the election of a statutory auditor by minority shareholders who are not connected, even indirectly, with the

shareholders who presented or voted for the list with the highest number of votes.

Lastly, the President recalled that the Board of Statutory Auditors is composed of three standing members and two alternate members, in compliance with the gender balance pursuant to Article 148 paragraph 1 of the Consolidated Law on Finance, as introduced by Law no. 120/2011, therefore not being the first term subsequent to one year from the entry into force of l. 120/2011, in the board at least 1/3 of the members must belong to the less represented gender, with rounding, in the case of a fractional number, to the superior unit.

The President announces that within the terms provided for by art. 17 of the Bylaws, specifically on March 18, 2018, a list of candidates was presented by the shareholder "LE FONTI CAPITAL PARTNER SRL", owner of no. 10,155,950 ordinary shares of "OLIDATA S.p.A. - in liquidation", equal to 29.87% of the share capital.

The President reminds that pursuant to art. 2400 of the Italian Civil Code, the Board of Statutory Auditors will start operating from today and will remain in office for three financial years and therefore for the financial years 2018, 2019 and 2020, and will expire on the date of the Shareholders' Meeting called to approve the financial statements for the year ended December 31st. 2020.

The President pointed out that - in compliance with current legislation and the Bylaws- together with the list, the following were deposited: - information on the identity of the shareholders who presented the lists, indicating the percentage shareholding held overall and the communication from the what is the ownership of the participation;

- the curricula vitae of the candidates containing the information on personal and professional characteristics and the list of administrative and control positions held in other companies;

- the declaration of the candidates themselves certifying, under their responsibility, the absence of causes of incompatibility and ineligibility as well as the existence of the requirements prescribed by the regulations for the office and in particular their independence.

The President also acknowledges that the list, accompanied by the legal documentation, has been made available to the public as required by law at the registered office, the linfo storage mechanism and on the Company's website.

The President also noted that no changes had been filed by candidates in the positions held until today.

The President reads the candidates listed in the list, omitting, with the unanimous consent of those present, the reading of the related curricula vitae and the list of administrative and control positions held in other companies by the candidates for the office of auditor, contained in the disposition of those present:

LIST N. 1:

Statutory Auditor

1. TECLA SUCCI
2. SAMUELE TURCI
3. STEFANO BONDI

Alternate auditor

1. CRISTINA ANTONELLI
2. PIER LUIGI MAINETTI

The President reminds that, pursuant to Article 17 of the Company's Bylaws, we will proceed as follows:

since only one list has been presented, the Shareholders' Meeting expresses its vote on it and, if the same obtains the relative majority of the voters, without considering the abstainments, all the candidates to these offices indicated in the list will be elected as statutory and alternate auditors. same, ensuring, however, the respect of the proportion between genders provided by the provisions of the law and regulations in force.

In this case, the President of the Board of Statutory Auditors is the first candidate for standing auditor.

The President opened the discussion, reserving the right to answer any questions at the end of the interventions.

Invite those who intend to take the floor to want to kindly book at the table of the presidency.

With no one asking for the floor, the President then invites the shareholders to vote on the basis of the list that was read in order to appoint the new Board of Statutory Auditors that will remain in office for the years 2018-2019-2020, up to the meeting that will be called to approve the financial statements for the year ended December 31, 2020.

The President invites the participants to declare any lack of legitimacy to vote in accordance with the law and the by-laws. Again invite those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit.

The President notes that no one denounces the existence of impediments or limiting the right to vote.

Before the opening of the vote, the President asks the staff to provide him with updated data on attendance and invites the persons entitled to vote to not be absent from the meeting until the voting procedures are completed.

The President noted that, at the time of the vote they are present in their own and / or by proxy no. 5 (five) entitled to vote, representing 11.579.306 (eleven million five hundred and seventy-nine thousand three hundred and six) shares equal to 34.056782% of the n. 34,000,000 ordinary shares constituting the share capital. The President again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the hall and note the exit.

The President notes that no one denounces the existence of impediments or limiting the right to vote.

The President opens the vote on item 2.7 regarding the appointment of the board of statutory auditors at 12.14am.

Requests those in favor for the only list presented to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 12.15.

After a short wait for the processing of data in light of the provisions of art. 17 of the Bylaws, the President proclaims the results:

- favorable list: "LE FONTI CAPITAL PARTNER SRL":

for a total of n. 10,157,450 (ten million, one hundred and fifty seven thousand, four hundred and fifty) shares, equal to 9.874853% of the share capital and 87.720715% of the capital represented in the Shareholders' Meeting;

- abstained the shareholders SAVINI ADOLFO and "POSEIDONE SRL", for a total of 1,421,856 (one million four hundred twenty one thousand eight hundred fifty-six) shares, equal to 4.181929% of the share capital and 12.279285% of the capital represented in the Shareholders' Meeting.

The President therefore acknowledges that the Shareholders' Meeting of "OLIDATA S.p.A. - in liquidation" has resolved by majority that the Board of Statutory Auditors of "OLIDATA S.p.A.

- in liquidation", which will become operational as of today's date and will remain in office until the shareholders' meeting called to approve the financial statements as at December 31, 2020, will be made up as follows:

STATUTORY AUDITORS

1. SUCCI TECLA, born in Forlì (FC) on October 5, 1970, resident in Forlì (FC) Via Casette n.6 / A, tax code SCCTCL70R45D704V, registered in the Register of Statutory Auditors under number 132555 (Ministerial Decree April 29, 2004, Official Gazette No. 35 of April 5, 2004) Chairman of the Board of Statutory Auditors;

2. - TURCI SAMUELE, born in Cesena (FC) on December 22, 1977, resident in Cesena (FC) Via Giuseppe Donati n.101, tax code TRCSML77T22C573B, registered in the Register of Statutory Auditors at number 145445 (Ministerial Decree May 30, 2007, Official Gazette n.47 of June 15, 2007);

3. BONDI STEFANO, born in Cesena (FC) on May 2, 1961, resident in Cesena (FC) Via Michelona n.250, tax code BNDSFN61E02C573T, registered in the Register of Statutory Auditors at number 6915 (GU n.31 / bis of April 21, 1995);

ALTERNATE AUDITORS

1. ANTONELLI CRISTINA, born in Forlì (FC) on September 29, 1949, resident in Forlì (FC) Via dei Filergiti n.10, tax code NTNCST49P69D704N, registered in the Register of Statutory Auditors at 1762 (DM April 12, 1995, GU n.31 / bis of April 21, 1995);

2. **MAINETTI PIER LUIGI**, born in Forlì (FC) on June 11, 1968, resident in Forlì (FC) Corso Diaz n.155, tax code MNTPLG68H11D704K, registered in the Register of Statutory Auditors at number 149608 (Ministerial Decree February 25, 2008. GU. N. 20 of March 11, 2008).

The President then goes on to discuss the topic of determining the remuneration of the Board of Statutory Auditors, of which originally al item 2.8 on the agenda of the extraordinary part, now Ordinary:

2.8 Determination of the relative remuneration

The President reminds that pursuant to art. 17 of the Bylaws of the art. 2402 of the Italian Civil Code, it is up to the meeting, at the time of appointment, to determine the fees due to the members of the Board of Statutory Auditors for the entire duration of the related office.

The President opens the discussion, reserving the right to answer any questions at the end of the speeches.

The President invites those who intend to take the floor to want to kindly book at the table of the presidency. Dr. Luigi Rizzi, representing the partner "LE FONTI CAPITAL PARTNER SRL", which proposes to set the remuneration of the newly elected board of statutory auditors for a total of Euro 65,000.00 per year, of which Euro 25,000.00 per year for The President of the Board of Statutory Auditors and Euro 20,000.00 per annum for each Statutory Auditor, in addition to the legal obligations and reimbursement of expenses incurred for the performance of the assignment, for the entire term of office.

No one else taking the floor, The President declares the discussion closed and invites those entitled to vote on the proposed resolution passed by the shareholder "LE FONTI CAPITAL PARTNER SRL".

The President invites the participants to want to declare any lack of legitimacy to vote in accordance with the law and the bylaws.

Again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit. The President notes that no one denounces the existence of impediments or limiting the right to vote.

The President puts the proposal by a show of hands to the vote. Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invites the legitimates present or their delegates not to leave the meeting until the voting procedures are completed.

The President notes that, at the time of the vote they are present in their own and / or by proxy no. 5 (five) entitled to vote, representing 11.579.306 (eleven million five hundred and seventy-nine thousand three hundred and six) shares equal to 34.056782% of the n. 34,000,000 ordinary shares constituting the share capital. The President opens the vote on item 2.8 of the

extraordinary now ordinary section at 12.20 pm on the remuneration of the Board of Statutory Auditors.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 12.21.

After a short wait for data processing, The President proclaims the voting results:

in favor: 10,156,550 (twelve million, fifty-six thousand, four hundred and fifty) shares, equal to 29.871912% of the capital and 87.712079% of the capital represented at the meeting;

- the members SAVINI ADOLFO, "POSEIDONE SRL" and TOSI GIORGIO abstained, for a total of 1,222,856 (one million four hundred and twenty-five thousand eight hundred and fifty-six) shares, equal to 4.184871% of the capital and 12.287921% of the share capital represented in the Shareholders' Meeting.

The President acknowledges that the Shareholders' Meeting of "OLIDATA S.p.A. - in liquidation" approved by majority the fee for the new Board of Statutory Auditors totaling Euro 65,000.00 per annum, in addition to the legal expenses and reimbursement of expenses, for the entire duration of the assignment, thus distributed:

- to the President 25,000.00 euros per year, while to the standing auditors, 20,000.00 euros each, annually; in addition to the reimbursement of expenses incurred for the performance of the mandate and the statutory burdens.

After which The President, since there are no other arguments of the Ordinary Part to be discussed and no one asking further for the floor, declares the Ordinary Shareholders' Meeting closed at 12.23 pm.

The same declares that the Extraordinary Shareholders' Meeting will be held in continuation of the present and subsequent to the presentation of the Industrial and Financial Plan.

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The President reopens the Extraordinary Shareholders' Meeting at 14.56.

The same proceeds with a roll call of those who were present at the close of the Shareholders' Meeting in Ordinary Part and checks whether new attendees have intervened, or if any shareholders already taking part in the ordinary meeting have absent themselves;

therefore notes that, having intervened on their own or by proxy no. 4 (four) entitled to vote representing 11.578.806 (eleven million five hundred and seventy eight thousand eight hundred and six) ordinary shares equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital, the meeting regularly convened, is validly constituted in second call, also in extraordinary part, in terms of law and Bylaws can deliberate on the topics on the agenda.

The guest again warmly welcomes all the possible new speakers, also on behalf of the new members of the Board of Statutory Auditors and of the Company's staff, and thanked those who stayed behind.

The same recalls the following:

- that the same appearing is Sole Liquidator of Olidata S.p.A. in liquidation and who again assumes the presidency of the meeting pursuant to Article 8 of the Bylaws.

- that the new Board of Statutory Auditors are present of the Board of Statutory Auditors, dr. Tecla Succi, Chairman, dr.Samuele Turci and dr.Stefano Bondi, statutory auditors;

- that Mrs. Marinella Rossi, manager responsible for preparing the accounting and corporate documents, is also present. The President therefore acknowledges that the Shareholders' Meeting is carried out in compliance with current legislation on the matter and the Bylaws.

The same refers to all communications and clarifications given during the opening of the shareholders 'meeting in ordinary session and confirms that the Shareholders' Meeting is validly constituted, also in extraordinary session, being currently present on its own or by proxy no. 4 (four) entitled to vote, representing 11.578.806 (eleven million five hundred and seventy eight thousand eight hundred and ten) ordinary shares equal to 34.055312% of the n. 34,000,000 (thirty-four million) of ordinary shares constituting the share capital.

Recalls that the right to vote concerning the shares for which the communication obligations have not been fulfilled can not be exercised:

- pursuant to art. 120, T.U.F., concerning the participations superior to the 5%;

- pursuant to art. 122, paragraph 1, T.U.F., concerning the shareholders' agreements.

The President then goes on to discuss the **first item on the agenda in Extraordinary session.**

1. Revocation of the liquidation status following the elimination of the cause of dissolution;

The President emphasizes that the documentation relating to the revocation of the liquidation status was filed at the registered office, on the linfo storage mechanism and was published on the Company's website, as well as those delivered.

Shareholder Dr. Adolfo Savini takes the floor and proposes to omit the complete reading of the documentation relating to this item on the agenda and the subsequent items on the agenda for the extraordinary part, limiting the synthesis of the various points, illustrating the technical and legal procedures of the operations and amendments to the bylaws, better explaining any characteristics of the same not highlighted in the reports, detecting any material errors or omissions, as well as reading only the proposed resolutions, in order to leave more room for debate and considering the fact that all the participants were given a printed file containing all the aforementioned documents that were also filed in accordance with the law and published on the Company's website.

The President asks if there are any disagreements and he notes that there are no disagreements with the proposal.

He therefore declares that he will omit the full reading of the report, proceeding as proposed above.

Returning to the word, The President recalls that, pursuant to art. 2487-ter of the Italian Civil Code, the company may revoke, at any time, the state of liquidation by resolution of the shareholders' meeting taken with the majorities required for amendments to the deed of incorporation or bylaws.

Pursuant to the law, the revocation resolution must be preceded by the elimination of the cause of dissolution.

The President states that, pursuant to Article 2448-ter, second paragraph of the CC, any revocation will take effect only after 60 (sixty) days from the registration of the resolution in the Register of Companies, unless the consent of the creditors of the company or the payment of those who have not given consent. herefore, pending this deadline, the company remains in liquidation.

In this case, as a consequence of the accession of the social creditors to the recovery plan pursuant to art. 67, c.3, letter d) R.D. n. 267/1942, upon the emergence of a profit for the year that reported the "net assets" of the Company and following the coverage of the loss for the financial year that will be subsequently resolved, the assumption that it was the state of liquidation of the company was resolved.

The same highlights and certifies the non-existence, as of today's date, of other causes of dissolution of the company that occurred during the liquidation procedure.

He underlines that if the resolution to revoke the state of liquidation was approved by the shareholders' meeting of the company, this would result in the possibility for shareholders who did not participate in the resolution to withdraw and obtain, therefore, the liquidation of their shareholding pursuant to art. 2437-ter of the civil code.

To this end, the same refers to the **Sole Liquidator Report on the liquidation value of the shares for the exercise of the right of withdrawal prepared pursuant to and for the purposes of art. 2437 and of the art. 2437-ter of the civil code**, from which it emerges that reference was made to the criteria identified by the second paragraph of the art. 2437-ter of the Italian Civil Code for companies whose shares are not admitted to listing on a regulated market, since the Olidata stock, listed since 1999, has been suspended from trading with a provision issued by Borsa Italiana S.p.A. on March 29, 2016, for which the criterion pursuant to art. 2437-ter, third paragraph c.c. does not seem to be applicable in the specific case.

For the foregoing, in the mind of the second paragraph of the art. 2437 of the Italian Civil Code, it was therefore not possible to take into account the income prospects of the company or any market value of the shares.

The Sole Liquidator therefore took into account the value of the Company's shareholders' equity, as indicated in the draft

financial statements as at 12.31.2017 which is equal to Euro 525.480.00.

In light of the considerations expressed and based on the economic value, not being able to take into account the future capital increase reserved for the Investor or Investors and the current performance of the companies as mentioned above, the value of the total capital of Olidata was determined. in Euro 525,480.00 divided into the number of outstanding shares equal to n. 34,000,000.

Therefore the liquidation value of each share was determined in Euro 0.0154552941.

Explaining the terms and conditions for the possible exercise of the right of withdrawal, The President announces that the member who intends to exercise this right must give written notice by registered letter or via PEC to the Issuer no later than 15 days from the date of registration with the Register of Companies of Romagna - Forlì-Cesena and Rimini of the shareholders' resolution that legitimizes the withdrawal.

The declaration must report:

- the personal data, the tax code and the domicile of the withdrawing member for communications relating to the procedure, including the telephone number and e-mail address;
- the number of shares for which the right is exercised;
- the IBAN code of the withdrawing Shareholder's current account on which the liquidation value of the shares will be credited;
- the indication of the intermediary with which the shares are deposited.

If the shares subject to withdrawal are burdened by pledges or other restrictions in favor of third parties, the withdrawing shareholder must also attach to the withdrawal declaration a declaration of the pledgee or of the subject to whom the bond is affixed, with which this subject lends its irrevocable and unconditional consent to the release of the shares from the pledge and / or the bond, as well as to the liquidation of the shares subject to withdrawal, in accordance with the instructions of the withdrawing shareholder.

The appearing party also states that, if the decision to revoke the state of liquidation is proceeding, it is necessary to appoint a new administrative body, so that the company can operate fully from the moment of the revocation resolution. In this regard, this topic will be discussed in the subsequent items on the agenda.

The President then submits the following resolution proposal to the Shareholders' Meeting item 1 on the agenda in Extraordinary session of the Assembly, in substance conforms to that contained in the Sole Liquidator report, supplemented with some clarifications required by law:

*" The Shareholders' Meeting of "Olidata S.p.A. in liquidation"
- in consideration of what previously stated,*

- having taken note of the non-existence, as of today's date, of other causes of dissolution of the company which occurred during the liquidation procedure

a) to revoke, pursuant to Article 2448-ter of the Civil Code, the state of liquidation, having removed the cause of dissolution and therefore the resolution relating to the liquidation of the company referred to in the minutes prepared by Dr. Marco Maltoni, Notary in Forlì, on December 22, 2015 Rep.n.28101 / 18328, registered in Forlì on January 8, 2016 at no.164 Serie 1T, registered with the competent Register of Companies on January 11, 2016 and the subsequent resolution to ascertain the cause of dissolution by the Board of Directors adopted on March 25, 2016, registered with the Companies Register of Forlì-Cesena on April 6, 2016;

b) to acknowledge that the revocation of the liquidation will take effect after 60 (sixty) days from the registration of this resolution in the Register of Companies, unless the consent of the creditors of the company is received or the payment of those who have not given consent. Pending this deadline, the company remains in liquidation;

c) to acknowledge that in the event of opposition from creditors art. 2445 of the C.C;

d) to approve the liquidation value of each share determined in Euro 0.0154552941;

e) to eliminate, with effect from the effective date of the resolution, the indication of the term "in liquidation";

f) to confer to the administrative body, and for it to the legal pro-tempore representatives with the right to sub-delegate, every broader power to do everything necessary to execute the resolution adopted and to register it in the competent Register of Companies, making changes, additions and deletions, provided they are not substantial, possibly requested by the competent authorities, as well as filing in the Companies Register the declaration of non-opposition of creditors pursuant to and in accordance with the law;

g) to establish that the company, once the resolution of revocation of the liquidation status has become effective, will be administered by a Board of Directors, whose number and the relative components will be appointed in the subsequent items on the agenda."".

The President opens the discussion reserving the right to answer any questions at the end of the speeches.

Invite those who intend to take the floor to make a reservation at the presidency table.

No one asking for the floor, The President invites the persons entitled to vote on the proposed resolution he has read previously.

Invites the participants to want to declare any lack of legitimacy to vote in accordance with the law and the by-laws. Again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit. Having

noted that no one denounces the existence of impediments or limiting the right to vote, he puts the proposal to the vote. Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invites those present not to leave the meeting until the voting procedures are completed.

The President notes that, at the time of the vote are present in their own and / or by proxy no. 4 (four) entitled to vote, representing 11.578.806 (eleven million five hundred and seventy-eight thousand eight hundred and six) shares equal to 34.055312% of the share capitale.

The President opens the vote on item 1 of the agenda for the extraordinary part at 3.08 pm, inviting the shareholders to express the vote by a show of hands.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 15.09. On the basis of the calculations made, The President proclaims the voting results, declaring the above-mentioned proposed resolution

APPROVED a majority with the favorable vote of 10.156.950 (twelve million, fifty-six thousand nine hundred and fifty) shares, equal to 29.873382% of the capital and 87.720185% of the capital represented in the Meeting, abstaining n.1.421.856 (one million four hundred and twenty-one thousand eight hundred and fifty-six) shares, equal to 4.181929% of the capital and 12.279815% of the capital represented in the Shareholders' Meeting, specifically the shareholders SAVINI ADOLFO and "POSEIDONE SRL".

The President then goes on to discuss the **second point on the agenda of the Extraordinary Part** illustrating how it has been divided into different sub-items that will be the subject of separate discussion and voting:

2. Related and consequent resolutions including:

2.1 compensation proposal to Sole Liquidator for the activity carried out;

2.2 appointment of the new administrative body for the years 2018-2020;

2.3 determination of the number of components;

2.4 appointment of the board of directors and possible appointment of the chairman;

2.5 determination of the relative fee.

While the part related to the points:

2.6 appointment of the board of statutory auditors for the financial years 2018-2020;

2.7 appointment of three statutory auditors and two alternate auditors;

2.8 determination of the relative fee.

has already been treated in the Ordinary Part.

It then moves on to the discussion of point 2.1 of the extraordinary part.

2.1 Compensation proposal to Sole Liquidator for the activity carried out.

The presenter passes the floor to prof. adv. Biagio Giliberti, of the "Studio Gianni, Origoni, Grippo, Cappelli & Partners",

inviting him to illustrate the achievement of the objectives of Olidata S.p.A. in liquidation in the second half of 2017 and, in particular, the obtainment of the total adhesion of the social creditors to the maneuver that led to the company an economic benefit of a total of Euro 32,349,757. The professor takes the floor adv. Biagio Giliberti, who, after presenting himself, reminds that, as is known, the Company has been involved in a long and complex restructuring process conducted in first person by the Sole Liquidator.

In this regard, he recalled that the Company's exposure as of June 30, 2017 was particularly burdensome, being represented by debts for a total of approximately Euro 39 million, of which:

- Euro 18.907.951 represented by payables to the banking class;
- Euro 20,104,682 represented by debts to the main suppliers.

The activity aimed at reaching a settlement agreement was particularly complex due to the high number of creditors, as well as the Company's high exposure.

The aforementioned trading activity involved, in addition to the 7 banks, about 200 creditors represented by suppliers and professionals. In the last two years, hundreds of meetings, conference calls, correspondence exchanges, problem analysis, comparisons with consultants, etc. have been carried out..

At the same time, as the objective, perhaps initially considered to be utopian, to reach an agreement to settle and cancel with the totality of the creditors became known by a higher degree of probability, the Liquidator was strongly committed to identifying a potential purchaser of the principal asset held by the liquidation, or the property owned.

In the last two years, several negotiations have been initiated at the end of which the industrial compendium has been awarded to the company "DISMANO DISTRICT SRL" of the CAMAC group in Cesena, operating in the fashion and communication sector, with which it has subsequently consolidated a good relationship of collaboration.

At the same time, more specifically during the second half of 2017, the Liquidator started to draw the guidelines for the development of a new industrial plan.

At the end of 2017, the objective of obtaining the full adhesion of social creditors to the recovery plan pursuant to art. 67, C.3, letter D) R.D. n. 267/1942. On December 28, 2017, the Company also completed the sale of its own property. The financial resources deriving from the divestment operation will allow the completion of out-of-court agreements with all the creditors included in the Procedure pursuant to Article 67 C.3, letter D) R.D. n. 267/1942 (the "Maneuver"), approved on December 27, 2017 by the Liquidator and certified pursuant to art. 67, C.3, letter D) R.D. n. 267/1942 on December 28, 2017, by Dott. Maurizio Dorigo at Studio Notarile Porfiri di Cesena. He also recalls that the Draft Financial Statements approved by the Sole Liquidator for the year ended December 31, 2017 shows a positive result for the period equal to Euro 29,949,288.00 to

be ascribed mainly to the effect of the write-off resulting from the Reorganization Plan as per art. 67 LF which has been quantified in Total Euro 32,349,757.

In particular, the Olidata Plan shows that:

- the company is able to restore, as early as 2018, conditions of balance sheet and financial balance, through the removal of part of the bank debt following the execution of the Plan and the payment of overdue debts.

After the report of prof. adv. Biagio Giliberti, resumes the word The President, who then submits to the Assembly the proposed resolution on this item on the agenda:

*" The Shareholders' Meeting of "Olidata S.p.A. in liquidation
"*

deliberates

(a) to ratify a further payment to the Sole Liquidator of € 100,000.00, excluding statutory costs, as a bonus for the activity carried out up to December 31, 2017;

(b) to ratify an overall compensation to the Sole Liquidator of Euro 100,000.00, excluding statutory charges, for the activity carried out in the year 2018 and until the end of its mandate."

The President opens the discussion, reserving the right to answer any questions at the end of the speeches.

Invites those who intend to take the floor to want to kindly book at the table of the presidency.

No one asking for the floor, The President invites the persons entitled to vote on the proposed resolution he has read.

Invites the participants to want to declare any lack of legitimacy to vote according to the law and the bylaws.

Again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit. Dr. Luigi Rizzi, representing the partner "LE FONTI CAPITAL PARTNER SRL", which declares to abstain from the present vote due to a conflict of interest, as the legal representative holds the status of Liquidator of the company.

The President, having ascertained the statement by dr. Luigi Rizzi to refrain from voting for a conflict of interest and that no other denounces the existence of impediments or limiting the right to vote, puts the proposal by a show of hands to the vote, stating that, pursuant to art.2368, third paragraph, of the Civil Code, the shares for which the vote can not be exercised for the abstention of the member due to a conflict of interest, are not counted for the purposes of calculating the majority and the share of capital required for approval of the resolution, which therefore it is reduced.

Consequently, the majority for the purposes of the decision quorum necessary to adopt the resolution will be calculated on the actual number of shares participating in the resolution.

Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invites the

persons entitled to vote to not be absent from the meeting until the voting procedures are completed.

The President notes that, at the time of the vote are present in their own and / or by proxy **n. 4 (four) shareholders**, representatives, for the purposes of the quorum, n.11.578.806 (eleven million five hundred and seventy eight thousand eight hundred and six) shares equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital, to which n. 3 (three) participants and admitted to the vote, by virtue of the declaration by the member of the representative "LE FONTI CAPITAL PARTNER SRL", representing 1,422,856 shares, equal to 4.184871% of the share capital.

he President opens the vote on item 2.1 on the agenda of the extraordinary part at 3:18 pm, inviting the shareholders to express their vote by a show of hands.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 15.21. On the basis of the calculations made, The President proclaims the voting results, declaring the above-mentioned proposed resolution

APPROVED a majority with the favorable vote of 1,421,856 shares, equal to 4.181929% of the share capital and 99.929719% of the share capital represented in the Shareholders' Meeting on the effective number of shares participating in the resolution, not including the shareholder "LE FONTI CAPITAL PARTNER SRL ", abstained due to conflict of interests, holder of 10,155,950 shares and abstained TOSI GIORGIO holder of 1,000 shares.

The President then proceeds to the discussion **of point 2.2** appointment of the board of directors that will not be the subject of discussion and voting, as discussed in the subsections 2.3, 2.4 and 2.5 of the agenda of the Extraordinary session.

2.3 Determination of the number of components;

2.4 Appointment of the board of directors and possible appointment of the chairman;

2.5 Determination of the relative remuneration.

The President highlights that as a result of the effectiveness of the resolution of revocation of the state of liquidation, adopted above, it is necessary to appoint a new administrative body, so that the company can operate fully from the moment the revocation resolution is effective. To this end, The President informs that, pursuant to art. 11, paragraph 1 of the Bylaws, the Company is managed by a Board of Directors consisting of a minimum of three and a maximum of seven directors. The directors remain in office for three financial years. They expire on the date of the shareholders' meeting called to approve the financial statements relating to the last financial year of their office and are eligible for re-election.

L'Assemblea, prima di procedere alla loro nomina, determina il numero dei componenti.

The President opens the discussion, reserving the right to answer any questions at the end of the speeches.

Invite those who intend to take the floor to want to kindly book at the table of the presidency.

Dr. Luigi Rizzi, representing the shareholder "LE FONTI CAPITAL PARTNER SRL", with registered office in Forlì (FC) Via Fratelli Zanfini no. 1 / bis, tax code and registration number of the Register of Companies of Romagna - Forlì-Cesena and Rimini 03667150407, which proposes to determine the number of members of the Board of Directors in 5 (five).

The President thanks Dr. Luigi Rizzi for his intervention.

No one else taking the floor, The President invites those entitled to vote on the proposed resolution passed by the shareholder "LE FONTI CAPITAL PARTNER SRL".

Invites the participants to want to declare any lack of legitimacy to vote in accordance with the law and the bylaws.

Again invites those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit.

The President, having noted that no one denounces the existence of impediments or limiting the right to vote, puts to the vote the proposal by raising of hands.

Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invite the legitimates present or their delegates not to leave the meeting until the voting procedures are completed.

The President notes that, at the time of the vote they are present in their own and / or by proxy no. 4 (four) entitled to vote, representing 11.578,806 (eleven million five hundred and seventy eight thousand eight hundred and six) shares equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital. The President opens the vote on item 2.3 on the agenda of the Extraordinary Part at 15,22.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 15.23.

On the basis of the calculations made, The President proclaims the voting results, declaring the aforementioned proposed resolution **APPROVED** unanimously.

The President acknowledges that the Shareholders' Meeting of "OLIDATA S.p.A. - in liquidation" has resolved that the board of directors, once the resolution for revocation of the liquidation status has become effective, will be composed of 5 (five) members.

Moving on to discussing the point "2.4 appointment of the board of directors and possible appointment of the chairman", The President reminds that for the appointment of the members of the Board of Directors, in accordance with the procedure pursuant to art. 11 of the Bylaws, as well as the provisions of the law in force on the subject.

The aforementioned provision provides that the directors are appointed by the shareholders' meeting on the basis of lists presented by shareholders who, alone or together with other presenters, hold a minimum shareholding equal to at least that determined by Consob pursuant to art. 147-ter, paragraph 1 of the Consolidated Law on Finance and in accordance with the provisions of the issuer regulation issued by Consob.

The President states that the threshold established by Consob with resolution 20273 of 24 January 2018 for the presentation of the lists of "OLIDATA S.p.A. - in liquidation" is equal to 2.5% of the share capital.

The President announces that within the terms provided for by art. 11 of the Bylaws, specifically on March 18, 2018, only one list of candidates was presented by the shareholder "LE FONTI CAPITAL PARTNER SRL", owner of no. 10,155,950 ordinary shares of Olidata S.p.A. in liquidation, equal to 29.8704% of the share capital.

The President reports that - in compliance with current legislation and the Bylaws together with the list, they have been deposited:

- information on the identity of the shareholders who presented the lists, indicating the percentage of shareholding held overall and the communication indicating the ownership of the investment;

- curricula vitae of candidates containing information on personal and professional characteristics;

- the declaration of the candidates themselves certifying, under their responsibility, the absence of causes of incompatibility and ineligibility as well as the existence of the requirements prescribed by the law for the office as well as, possibly, the possession of the requisites of independence required by law and by the code of self-regulation of listed companies.

The President also acknowledges that the list, accompanied by legal documentation, has been made available to the public in accordance with the law at the registered office, on the Company's website and on the linfo storage mechanism at www.linfo.it.

The President also noted that no changes were made by candidates in the positions held until today.

The President reads the candidates listed in the single list presented by the member "LE FONTI CAPITAL PARTNER SRL", omitting, with the unanimous consent of those present, the reading of the related curricula vitae, contained in the file delivered to those present:

1. RICCARDO TASSI, born Forlì (FC) on 14 January 1962;
2. UMBERTO RAPETTO, born in Acqui Terme (AL) on 19 August 1959;
3. JEAN-CLAUDE MARTINEZ, born in Oran (Algeria) on 24 August 1954;
4. ALESSANDRA TODDE, born in Nuoro (NU) on 6 February 1969;
5. CHIARA RENSO, born in Verona (VE) on October 17, 1968;

The President recalls that, pursuant to Article 11, paragraph 3, of Bylaws, having been presented only one list: - the Shareholders' Meeting expresses its vote on it and if the same obtains the relative majority of the voters, without account of the abstainers, the candidates listed in progressive order will be elected, up to the number established by the meeting, ensuring, however, the respect of the proportion between genders required by the provisions of the law and regulations in force and that:

- the Chairman of the Board of Directors will be assigned to the candidate indicated as such in the single list presented;
- in relation to the provisions of art. 147-ter of the Consob Issuers' Regulation, at least one of the members of the Board, or 2 if the Board is composed of more than seven members, must possess the requisites of independence. Furthermore, this is not the first renewal of the board of directors subsequent to one year from the entry into force of the law n.120 / 2011, in respect of the balance between the genders pursuant to art. 147-ter, paragraph 1-ter, T.U.F., at least one third of the members of the board must belong to the less represented gender.

Finally, the President indicates that three of the candidates on the list he has read, namely Dr. Umberto Rapetto, the dott. Jean-Claude Martinez and dott.ssa Chiara Renso have declared that they possess the requisites of independence according to the law.

The President opens the discussion, reserving the right to answer any questions at the end of the speeches.

Invite those who intend to take the floor to want to kindly book at the table of the presidency.

Nobody by requesting the floor, The President declares the discussion closed and therefore invites the Shareholders' Meeting to vote on the basis of the only list that has been read for the purpose of appointing, with effect from the effective date of the resolution to revoke the state of liquidation, the new Board of Directors that will remain in office for the years 2018-2019-2020, up to the Shareholders' Meeting that will be called to approve the Financial Statements as of December 31st 2020.

The President invites the participants to want to declare any lack of legitimation in accordance with the law and the bylaws. Again invite those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit.

Dr. Luigi Rizzi, representing the partner "LE FONTI CAPITAL PARTNER SRL", who declares to abstain from the present vote due to a conflict of interest, as the legal representative holds the status of Liquidator of the company.

Having ascertained the statement by dr. Luigi Rizzi to refrain from voting for a conflict of interest and that no other denounces the existence of impediments or limiting the right to vote, puts the proposal by a show of hands to the vote, stating

that, pursuant to art.2368, third paragraph, of the Civil Code, the shares for which the vote can not be exercised for the abstention of the member due to a conflict of interest, are not counted for the purposes of calculating the majority and the share of capital required for approval of the resolution, which therefore it is reduced.

Consequently, the majority for the purposes of the decision quorum necessary to adopt the resolution will be calculated on the actual number of shares participating in the resolution.

The President notes that, at the time of the vote they are present in their own and / or by proxy no. 4 (four) shareholders, representatives, for the purposes of the quorum costitutivo, n.11.578.806 (eleven million five hundred and seventy eight thousand eight hundred and six) shares, equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital, of which n. 3 (three) participants and admitted to the vote, by virtue of the declaration by the member of the company "LE FONTI CAPITAL PARTNER SRL", representing 1,422,856 shares, equal to 4.184871% of the share capital social.

he President opens the vote on item 2.4 of the extraordinary part on the appointment of the Board of Directors at 15.28.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 15.29.

After a short wait for the processing of data in light of the provisions of art. 11 of the Bylaws, The President communicates the results:

- favorable list "LE FONTI CAPITAL PARTNER SRL":

n. 1,421,856 shares, equal to 4.181929% of the capital and 99.929719% of the capital represented at the Shareholders' Meeting;

- abstentions: n.1.000 shares, equal to 0.002941% of the capital and 0.070281% of the capital represented in the Shareholders' Meeting and specifically the shareholder SAVINI ADOLFO, not counting the shareholder "LE FONTI CAPITAL PARTNER SRL" in the quorum deliberativo.

abstained due to conflict of interests, holder of 10,155,950 shares.

The President therefore acknowledges that the Shareholders' Meeting of "OLIDATA S.p.A. - in liquidation "

has deliberated

that the Board of Directors of "OLIDATA S.p.A.", following the effectiveness of the revocation of the liquidation, which will remain in office until the Shareholders' Meeting called to approve the financial statements as at 31 December 2020, will be made up as follows:

1. TASSI RICCARDO, born in Forlì (FC) on 14 January 1962, resident in Forlì (FC) Via Achille Bargossi n.2 / C, tax code TSS RCR 62A14 D704K, Director;

2. RAPETTO UMBERTO, born in Acqui Terme (AL) on 19 August 1959, residing in Rome (RM) Via Martana n.29, tax code RPT MRT 59M19 A052T, Director;

3. MARTINEZ JEAN-CLAUDE, born in Oran (Algeria) on 24 August 1954, residing in Lens (Switzerland) Chemin du royer n.54, tax code MRT JCL 54M24 Z301W, Director;

4. TODDE ALESSANDRA, born in Nuoro (NU) on 6 February 1969, resident in Monza (MB) Via Vittorio Emanuele n.41, tax code TDD LSN 69B46 F979B, Director;

5. RENSO CHIARA, born in Verona (VR) on 17 October 1968, residing in Pisa (PI) Via F. Pardi n.13, tax code RNS CHR 68R57 L781C, Director.

The assessment of the possession of the requirements prescribed by law and regulations by the new directors will be carried out by the Board of Directors during the first meeting.

The President reminds that pursuant to art. 11.3 of Bylaws, the candidate elected as such in the "majority list" or in the only list presented and approved is elected Chairman of the Board of Directors.

In default, The President is appointed by the meeting with the ordinary majorities of law, or is appointed by the administrative body.

The President reports that the only list presented does not indicate the candidate for president.

The same indicates that the President of the Board of Directors will be appointed by the administrative body, pursuant to the bylaws.

The President then proceeds to the discussion of point 2.5 on the agenda of the extraordinary part:

2.5 determination of the relative fee

The President reminds that pursuant to art. 2389 of the civil code and art. 16 of the Bylaws, the remuneration in favor of the members of the Board of Directors is determined by the assembly, on an annual basis, at the time of appointment for the entire duration of the appointment.

The President recalls that, pursuant to art. 16, members of the board of directors is responsible:

- reimbursement of expenses incurred due to their office;
- a fee which will be determined at the time of appointment, on an annual basis, for the duration of the office or for the first financial year; in the latter case, the board proposes to the meeting, at the time of approval of the financial statements, the new remuneration for the financial years following the first one; where accepted, the new fee is in force from the beginning of the social period of resolution;
- a severance indemnity to be set aside for each period social security tax and to be paid after the termination of the office by 30% of the remuneration due.

The President opens the discussion, reserving the right to answer any questions at the end of the speeches.

Invites those who intend to take the floor to want to kindly book at the table of the presidency.

At this point the dott. Luigi Rizzi, representing the shareholder "LE FONTI CAPITAL PARTNER SRL", who proposes to fix:

- for The President of the Board of Directors: € 100,000.00 per year gross, in addition to retirement benefits, revaluation, social security contributions and part of an annual variable component of 5% to be calculated on the net profit for the year and to be divided among all Board members with a maximum of Euro 80,000.00 for each member;

- for the CEO (CEO) € 100,000.00 per year gross, in addition to pension, revaluation, social security contributions and the portion of an annual variable component of 5% to be calculated on the net profit for the year and to be divided among all Board members with a maximum of Euro 80,000.00 for each member;

- for Directors: € 20,000.00 per annum each, in addition to retirement benefits, revaluation, social security contributions and part of an annual variable component of 5% to be calculated on the net profit for the year and to be divided among all Board members with a maximum of Euro 80,000.00 for each component.

The President thanks Dr. Luigi Rizzi for his intervention.

No one else taking the floor, The President declares the discussion closed and invites the persons entitled to vote on the proposed resolution passed by the shareholder the "FONTI CAPITAL PARTNER SRL".

It invites the participants to want to declare any lack of legitimacy to vote in accordance with the law and the bylaws.

Again invite those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit.

Dr. Luigi Rizzi, representing the partner "LE FONTI CAPITAL PARTNER SRL", who declares to abstain from the present vote due to a conflict of interest, as the legal representative holds the status of Liquidator of the company.

The President, Having ascertained the statement by dr. Luigi Rizzi to refrain from voting for a conflict of interest and that no other denounces the existence of impediments or limiting the right to vote, puts the proposal by a show of hands to the vote, stating that, pursuant to art.2368, third paragraph, of the Civil Code, the shares for which the vote can not be exercised for the abstention of the member due to a conflict of interest, are not counted for the purposes of calculating the majority and the share of capital required for approval of the resolution, which therefore it is reduced.

Consequently, the majority for the purposes of the decision quorum necessary to adopt the resolution will be calculated on the actual number of shares participating in the resolution.

Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invites the legitimates present or their delegates not to leave the meeting until the voting procedures are completed.

he President notes that, at the time of the vote they are present in their own and / or by proxy **n. 4 (four) shareholders**, representatives, for the purposes of the quorum costitutivo, n.11.578.806 (eleven million five hundred and seventy eight thousand eight hundred and six) shares equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital, of which n. 3 (three) participants and admitted to the vote, by virtue of the declaration by the member of the representative "LE FONTI CAPITAL PARTNER SRL", representing 1,422,856 shares, equal to 4.184871% of the share capital.

The President opens the vote on item 2.5 of the agenda for the extraordinary part at 3.30 pm.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 3.35 pm.

On the basis of the calculations made, The President proclaims the voting results, declaring the above-mentioned proposed resolution **APPROVED** a majority with the favorable vote of 1,421,856 shares, equal to 4.181929% of the share capital and 99.929719% of the share capital represented in the Shareholders' Meeting on the effective number of shares participating in the resolution, not counting in the decision quorum the shareholder "LE FONTI CAPITAL PARTNER SRL", abstained due to conflict of interests, holder of 10,155,950 shares and abstained TOSI GIORGIO holder of 1,000 shares.

The President acknowledges that the Shareholders' Meeting of "OLIDATA S.p.A. - in liquidation

has deliberated

hat the fee to be paid to the members of the board of directors is determined in:

- for The President of the Board of Directors: € 100,000.00 per year gross, in addition to retirement benefits, revaluation, social security contributions and a portion of an annual air component of 5% to be calculated on the net profit for the year and to be divided among all Board members with a maximum of Euro 80,000.00 for each member;

- for the CEO € 100,000.00 per year gross, in addition to pension, revaluation, social security contributions and the portion of an annual variable component of 5% to be calculated on the net profit for the year and to be divided among all Board members with a maximum of Euro 80,000.00 for each member;

- or Directors: € 20,000.00 per annum each, in addition to retirement benefits, revaluation, social security contributions and part of an annual variable component of 5% to be calculated on the net profit for the year and to be divided among all Board members with a maximum of Euro 80,000.00 for each component.

Since the points 2.6, 2.7 and 2.8 on the agenda of the Extraordinary Part, already dealt with in the Ordinary Part,

the President then goes on to discuss the third item on the agenda of the extraordinary part.

3. Capital increase on payment and in tranches, for 6,799,999 (six million seven hundred and ninety nine thousand nine hundred and ninety nine) ordinary shares with no nominal value and so for an expected payment of euro 3,500,000.00 (three million five hundred thousand / 00) with the exclusion of the option right pursuant to art. 2441, paragraph 4, second part, of the Italian Civil Code, also to serve the stock option plan called "stock option plan" for executives and employees of the company and other group companies; consequent modification of the art. 4 of the Bylaws.

The President highlights that for mere writing error, in the above mentioned item on the agenda the reference to paragraph "4" of the art. 2441 CC, while the exact reference is in paragraph "5", which provides for the possibility of exclusion of the option right when the company's interest requires it, with a resolution approved by at least 2/3 of the share capital represented in the Shareholders' Meeting; pursuant to Article 296, third paragraph of the Civil Code.

The President emphasizes that the documentation relating to the capital increase, including that relating to the coverage of losses, was deposited at the registered office, on the linfo storage mechanism and was published on the Company's website and delivered to the attendees.

The President therefore refers to the Report prepared pursuant to art. 2441, paragraph sixth of the Civil Code and pursuant to art. 72 of the CONSOB Regulation no. 11971 of May 14, 1999 as subsequently amended, as well as pursuant to Article 246 of the Civil Code, as well as of Article 74 of the Consob Issuers Regulation, to be valid also as a report pursuant to Article 246 of the Civil Code, accompanied by the observations of the Board of Statutory Auditors and communicated to the Statutory Auditor, whose purpose is to illustrate the content and motivations of the proposed Capital Increase, after adopting the necessary provisions pursuant to art. 2446 of the Civil Code, as well as the reasons for the exclusion of the option right pursuant to art.2441, paragraph 5 of the Civil Code.

The proposed capital increase, illustrated in the Report, must be understood as instrumental and preliminary and therefore linked to the financial and equity recovery plan adopted by the Company following the out-of-court agreement signed with all the company's creditors, pursuant to Article 67 of the Law. (the "Bankruptcy Law") as attested by Dott. Maurizio Dorigo, an accountant in Milan, on December 28, 2017.

As a result of this procedure, and of the payment of creditors, the company's assets returned positively and therefore the conditions that led to the liquidation cease to exist.

The exclusion of option rights pertaining to Olidata shareholders is justified by the Company's interest in concluding the recovery and re-launching process positively and quickly. The proposal for exclusion of the option right also finds essential foundation in the obvious need to allow the

entry into the share capital of one or more strategic investors willing to provide the Company with sufficient economic funding in order to guarantee the availability of the necessary resources to support the recovery of social activity.

The same, in its capacity as Sole Liquidator, has therefore deemed an objective and concrete interest of the Company to ensure that the right of option due to the shareholders pursuant to art. 2441, paragraph 5 of the Civil Code is excluded with reference to the capital increase operations outlined above.

The same highlights, pursuant to art. 2441, paragraph 5 and 6 of the Civil Code, in these cases, the issue price of the shares is determined on the basis of the "net asset value, taking into account, for listed shares in regulated markets, also the price performance in last semester".

The President states that with reference to the legislative provision of art. 2441 paragraph 6 of the Civil Code, it was decided to follow the application of the "equity value" method only, while it is considered that the reference to "the trend in quotations in the last semester" is not founded since the Olidata has been suspended from trading with a provision issued by Borsa Italiana SpA on March 29, 2016.

With regard to the expression "net asset value", the doctrine does not believe that the legislator intended to refer to the accounting net equity nor that to define such value only so-called "patrimonial" valuation methods in the strict sense should be used. The interpretation most followed by the doctrine and practice is that the legislator intended to refer to the value of the economic capital of the company and in this regard, in the absence of more specific indications within the law, it is certainly necessary to refer to the criteria of evaluation developed by economic science and considered commonly usable in the best evaluation practice.

In the case in question, it is obviously necessary to reiterate that the current situation of the Company makes it difficult to apply estimation methodologies commonly used and adopted by the practice and the doctrine.

Therefore, considering that the number of Olidata shares is equal to n. 34,000,000, it follows that the issue value of the new shares stands at € 0.5147059580.

The economic and legal reasons and motivations for which it is not intended to set an express surcharge for the newly issued shares are therefore illustrated, which will therefore be offered at a higher than par value, thus including a theoretical surcharge. The main reasons are the economic and financial nature described above and that the company has an urgent need to be recapitalised with money to face its financial strain. In this context, any provision of an explicit surcharge would make the placement of the shares very difficult and uncertain, if not unreachable, taking into account the liquidation status of the shares. The Liquidator also illustrates how, based on the legal opinions obtained and as supported by the specialist

Doctrine on the subject and by numerous notaries, it is fully legitimate to deliberate a majority share capital increase without an express surcharge, provided that the issue price is reasonable and above par.

In consideration of the foregoing, having regard to and considering the balance sheet as at December 31, 2017, it is therefore proposed that the shareholders approve, following the repayment of the previous losses existing as at December 31, 2017, as described below, a capital increase according to the terms and the characteristics that follow:

- increase in paid share capital, by means of new cash transfers, in divisible form, for a maximum amount of Euro 3,500,000.00, through the issue of 6,799,999 (six million seven hundred ninety nine thousand nine hundred and ninety nine) new ordinary shares with no nominal value, having the same characteristics as those in circulation, regular enjoyment, with a higher ratio and issue price at par, with the exclusion of the option right for shareholders pursuant to art. 2441, paragraph 5 of the Civil Code, to be placed and signed by June 13, 2018.

The President recalls that he will be submitted to the examination and approval of the Assembly, pursuant to art. 114-bis of the T.U.F., the proposal of an equity incentive plan called "Stock Option Plan" to be implemented through the free allocation of maximum n. 427,427 shares, reserved for employees (collectively, the Beneficiaries") of the company "OLIDATA S.p.A. - in liquidation". As a result of the above, therefore, the proposal relating to the capital increase is also intended for the assignment of the new 427,427 (instead of 427,429, as indicated in the Explanatory Report), shares to be assigned to employees, pursuant to art.2441, last paragraph, of the CC, thus determining a subscription value of the remaining 6,372,572 new shares of Euro 0.5492289186 (instead of 6,372,570, as indicated in the above-mentioned Explanatory Report) and will be released for a maximum amount of Euro 220,000,00 by means of the financial resources contributed by the shareholders subscribing the increase, pursuant to art. 1180 of the C.C..

The President then goes on to illustrate the operating methods of loss settlement and the reduction of share capital.

The same therefore refers to the financial statements for the year ended December 31, 2017, as approved by the Ordinary General Meeting, from which they appear:

- total losses as of 12/31/2017 and carry-over of a total of Euro 32,349,364.00;
- Reserve Transition to IAS negative by Euro 137,977.00;
- Monetary revaluation reserve of Euro 248.333,00;
- Legal Reserve of Euro 469.200,00;
- Profit for the 2017 financial year of Euro 29.949.288,00;
- social capital of Euro 2.346.000,00;

whereby the share capital is eroded by more than one third and the shareholders' equity, net of losses and the negative IAS Reserve, decreased to an amount of Euro 525.480,00.

The same certifies that the current share capital of Euro 2,346,000.00 is fully paid up and that, after 12/31/2017, no major changes have occurred in the balance sheet, apart from those deriving from ordinary management.

The President therefore underlines the mandatory law to adopt without delay the appropriate measures aimed at covering losses, through the following operations:

- use of the monetary revaluation reserve equal to Euro 248,333.00 to partially cover losses;
- use of net income for the year of 29,949,288.00 euros, additional partial loss coverage;
- use of the legal reserve for Euro 469.200,00, further partial coverage of losses;
- eduction of the share capital from € 2,346,000.00 to € 525,480.00 and then € 1,820,520.00 to fully absorb residual losses.

The President points out that, since these are shares with no nominal value, following the reduction of the share capital the number of shares issued and outstanding will remain unchanged;

- increase in paid share capital, in divisible form, without an explicit surcharge, for a maximum amount of Euro 3,500,000.00, by issuing a number of 6,799,999 (six million seven hundred and ninety-nine thousand nine hundred and nineteen) new ordinary shares with no par value, with the same characteristics as those in circulation, regular use, with ratio and the issue price above par, with the exclusion of the option right for shareholders pursuant to art. 2441, paragraph 5 of the Italian Civil Code, of which 4,427,427 shares to be assigned to employees of the Company, according to the Share Incentive Plan called "Stock Option Plan" pursuant to article 2441, last paragraph, of the Civil Code, with methods and criteria set out in the Plan and to be released for a maximum amount of Euro 220,000.00 through the financial resources provided by the shareholders subscribing the increase, pursuant to art. 1180 of the C.C..

The President proposes to set the maximum subscription term as of June 13, 2018, with the express provision that if the increase is not fully subscribed within this period, the capital will be increased by the amount equal to the subscriptions collected.

The President also states that this increase in share capital must be fully paid upon the subscription of the new shares.

The President states that there are no conditions that prevent the increase of the share capital, which is fully subscribed and paid and therefore entirely released.

The same states that there is no convertible bond loan in shares of the Company, neither by direct method nor by indirect method. The President highlights how it will be necessary, following the resolutions proposed above, to amend the art. 4 of the Bylaws, as indicated below.

The President then gives the floor to the Chairman of the Board of Statutory Auditors, dott.ssa Tecla Succi, so that he can read

the final part of the opinion of the Board of Statutory Auditors issued pursuant to art. 2441, paragraph 6, c.c..

Dr. Tecla Succi takes the floor and, as a member of the outgoing Board of Auditors and in the name of the same, reads the final part of the opinion of the Board of Statutory Auditors issued pursuant to art. 2441, paragraph 6, c.c. and confirms the favorable opinion on the proposed increase in share capital.

The President then submits the following resolution proposal to the shareholders' meeting on item 3 of the agenda for the extraordinary part:

" The Shareholders' Meeting of Olidata S.p.A. in liquidation
- in consideration of the above, given the concrete interest of the Company,

deliberates

1) to cover the losses deriving from the financial statements for the year ended 31st December 2017, as approved today, amounting to a total of Euro 32,349,364, in addition to the negative IAS Reserve of Euro 137,977.00, and thus for a total of Euro 32,487,341.00, through the following operations:

- use of the monetary revaluation reserve equal to Euro 248,333.00;

- use of the legal reserve for Euro 469.200,00;

- use of net income for the year of Euro 29,949,288.00 to partially cover losses;

2) to reduce the share capital from Euro 2,346,000.00 to Euro 525,480.00 and then to Euro 1,820,520.00 to fully absorb the residual losses, noting that, since these are shares with no nominal value, the number of shares issued will remain unchanged;

3) to increase payable capital, by means of new cash contributions, in divisible form, for a maximum amount of € 3,500,000.00, through the issuance of 6,799,999 (six million seven hundred ninety nine thousand nine hundred ninety nine) new ordinary shares with no par value, and with exclusion of the option right for shareholders pursuant to art. 2441, paragraph 5 of the civil code;

4) to establish that the aforementioned resolution to increase the capital is offered to third party investors, discretionally selected by the administrative body on the basis of their financial capacity and entrepreneurial seriousness;

5) to establish that part of the deliberate increase, namely 4,427,427 ordinary shares, equal to a maximum amount of Euro 220,000.00, are reserved as an option to employees of the Company, by virtue of the "Stock Option Plan" which will subsequently be approved, pursuant to art.2441, paragraph 8 of the Civil Code, to be signed within 30 (thirty) days from the expiration of the term for the exercise of the first option right;

6) to establish that these shares will be assigned according to the methods and criteria set forth in the Plan and which will be released through the financial resources provided by the shareholders subscribing the increase, pursuant to art. 1180 of the C.C.;

- 7) to set the maximum subscription term as of June 13, 2018, with the express provision that if the increase is not fully subscribed within that period, the capital will be increased by the amount equal to the subscriptions collected;
- 8) to establish that the subscription of the newly issued shares through the exercise of the option rights must be made through authorized intermediaries participating in the centralized management system of Monte Titoli S.p.A.;
- 9) to establish that the newly issued shares may be released in cash and may be issued only after registration of this resolution in the Register of Companies, completed the necessary formalities of the law;
- 10) to establish that the securities will be made available to those entitled by means of authorized intermediaries participating in Monte Titoli S.p.A. within 15 days after the maximum subscription term, with the exception of any shares assigned to the Beneficiaries Employees of the Stock Option Plan, as per the next item on the agenda and if the same is approved;
- 11) to establish that full payment of the price of the shares must be made at the time of subscription;
- 12) to mandate the Administrative Body and power, separately, for: (i) implement any fulfillment, as required by current legislation, and any fulfillment connected or instrumental to the eventual publication of the prospectus; (ii) define the timing for the execution of the resolution to increase the capital; (iii) in general, carry out any fulfillment envisaged by current legislation on the subject for the purpose of executing all the decisions that will be taken, with the right to make them any changes required by the competent authorities, also for the purposes of registration to the competent Business Register;
- 13) to issue a mandate to the Administrative Body for filing the attestations as per art. 2444 of the Civil Code and the text of Bylawsaggiornato following the signing of the capital increase, updates that are hereby approved as of now, in relation to the adequate indication of the share capital and the number of shares in which the same is divided;
- 14) to acknowledge that this resolution will be effective with registration in the competent Register of Companies;
- 15) to approve the resolutions concerning and consequent to the modification of the art. 4 of the Bylaws, as follows:

"" Art. 4) (new text)

1.1. The share capital is € 525,480.00 (five hundred twenty-five thousand four hundred and eightycomma zero zero), divided into 34,000,000 (thirty-four million) shares with no nominal value.

The Extraordinary Shareholders' Meeting of April 13, 2018, after the reduction of the share capital pursuant to article 2446 of the Italian Civil Code, resolved:

- to increase payable capital, by means of new cash transfers, in divisible form, for a maximum amount of Euro 3,500,000.00 (three million five hundred thousand zero point zero),

through the issue of 6,799,999 (six million seven hundred ninety nine thousand nine hundred and ninety nine) new ordinary shares without of nominal value, and with the exclusion of the option right by the shareholders pursuant to Article 2441, comma 5 of the Civil Code;

- to establish that the aforementioned resolution to increase the capital is offered to third-party investors, discretionally selected by the administrative body on the basis of their financial capacity and entrepreneurial seriousness;

- to establish that part of the deliberate increase, namely 4,427,427 ordinary shares, equal to a maximum amount of Euro 220,000.00, are reserved as an option to employees of the Company, by virtue of the "Stock Option Plan" which will subsequently be approved, pursuant to art.2441, paragraph 8 of the Civil Code, to be signed within 30 (thirty) days from the expiration of the term for the exercise of the first option right;

- to establish that these shares will be assigned according to the methods and criteria set forth in the Plan and which will be released through the financial resources provided by the shareholders subscribing the increase, pursuant to art. 1180 of the C.C.;

- to set the maximum subscription term as of June 13, 2018, with the express provision that if the increase is not fully subscribed within this period, the capital will be increased by the amount equal to the subscriptions collected;

- to establish that the subscription of the newly issued shares through the exercise of the option rights must be made through authorized intermediaries participating in the centralized management system of Monte Titoli S.p.A.;

- to establish that the newly issued shares may be released in cash and may be issued only after registration of this resolution in the Register of Companies, completed the necessary formalities of the law;

- to establish that the securities will be made available to those entitled through the authorized intermediaries participating in Monte Titoli SpA, within 15 days after the maximum subscription term, with the exception of any shares assigned to the Beneficiaries who are beneficiaries of the Stock Option Plan and if it is approved;

- to establish that full payment of the price of the shares must be made at the time of subscription.

2. Ordinary shares are registered and indivisible pursuant to art. 2347 of the Civil Code. Each share gives the right to one vote. The shares are freely transferable. The provisions of the special laws on representation, legitimization and circulation of financial instruments traded on regulated markets are reserved.

3. For all legal purposes, shareholders, for their relationship with the Company, are considered domiciled at the address shown in the shareholders' register.

4. The Extraordinary Shareholders' Meeting can take the resolutions referred to in art. 2349 of the Civil Code.

5. The Shareholders' Meeting may resolve to increase the share capital with exclusion of the option right, as well as in the other cases provided by law, however within the limit of 10% (ten percent) of the pre-existing capital, provided that the issue price corresponds to the market value of the shares and this is confirmed in a specific report by the company responsible for auditing.

The resolutions referred to in the previous paragraph are assumed pursuant to art. 2368 and 2369 of the Civil Code.

6. The right of withdrawal belongs to the shareholders only in the cases provided by mandatory legal provisions and is excluded in the case of resolutions regarding the extension of the term of the Company and the modification or removal of restrictions on the circulation of shares."

The President opens the discussion reserving the right to answer any questions at the end of the speeches.

Invites those who intend to take the floor to make a reservation at the presidency table.

No one asking for the floor, The President declares the discussion closed and invites the persons entitled to vote on the proposed resolution previously read.

The President invites those present to want to declare any lack of legitimacy to vote in accordance with the law and the bylaws. Again invite those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit.

The President, after noting that no one denounces the existence of impediments or limiting the right to vote, puts the proposal to the vote.

Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invites those present not to leave the meeting until the voting procedures are completed.

The President notes that, at the time of the vote they are present in their own and / or by proxy no. 4 (four) entitled to vote, representing 11.578.806 (eleven million five hundred and seventy-three thousand eight hundred and six) shares equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital.

The President opens the vote on item 3 on the agenda for the extraordinary session at 15.58.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 15.59.

On the basis of the calculations made, The President proclaims the voting results, declaring the above-mentioned proposed resolution **APPROVED** a majority with the favorable vote of 10.156.950 (twelve million, fifty-six thousand nine hundred and fifty) shares, equal to 29.873382% of the capital and 87.720185% of the capital represented in the Meeting, abstaining n.1.421.856 (one million four hundred and twenty-one thousand, one hundred and fifty-six) shares, equal to 4.181929% of the capital and 12.279815% of the capital represented in the Shareholders' Meeting, specifically the shareholders SAVINI ADOLFO and "POSEIDONE SRL".

At this point The President, consenting the assembly, gives me the text of the Bylaws updated with the deliberate modification, Bylawsche is attached to these minutes under the letter "D".

The President then proceeds to the discussion **of the fourth item on the agenda in extraordinary part.**

4. approval of a share incentive plan for employees of the company.

The President emphasizes that the documentation relating to the Incentive Plan for employees of the Company was deposited at the registered office, on the linfo storage mechanism and was published on the Company's website and delivered to the attendees.

In particular, it refers to the Explanatory Report on the conditions, terms and methods of implementation of the Plan itself which, together with the Information Document, contains all the additional information required by art. 114-bis of the T.U.F. and from the art. 84-bis, paragraph 1, of the Issuers Regulation.

The same illustrates the share incentive plan called "Stock Option Plan" and the reasons for the proposal.

The President states that, in accordance with the market practice of listed companies, it is considered that the Plan is an effective incentive and retention tool for the Beneficiaries, being subjects that have played a decisive role in the success of the revocation of the liquidation status in which Olidata was involved, allowing it to contribute significantly to increasing the company's shareholder value growth.

The Plan wants to express recognition for the activities carried out and the work done to achieve the revocation of liquidation and "in bonis" re-admission of the Company.

Through the Plan we also intend to involve all those who occupy positions directly responsible for company results, in order to strengthen their loyalty (i) by linking their remuneration to creating value for shareholders, thus ensuring alignment of their respective interests, (ii) favoring the maintenance of a competitive position in the market for their remuneration.

The Plan is reserved for Olidata employees as well as for the Group companies, identified by the Sole Liquidator on the basis of employees who, in addition to being in service on the date of the present Shareholders' Meeting, have maintained this status on the date of allocation of the Options.

The Stock Option Plan provides for the free assignment to the Beneficiaries up to a maximum number of n. 427.427 Options valid for the subscription of an equal number of newly issued "Olidata" ordinary Shares deriving from the capital increase resolved upon.

Each Option will entitle to sign an Action. The Plan provides for a first and only allocation cycle that will start from the date of approval by the Shareholders' Meeting and will be completed within 30 days from the closing date of the subscriptions of the new shares deriving from the capital increase above resolved.

The Options are assigned proportionally to the beneficiaries or to the employees and collaborators of the Company in service at the date of the present Shareholders' Meeting.

Participation in the Stock Option Plan and the assignment of Options are based on criteria that avoid any discrimination based on age, race, gender, sexual orientation, religious belief, nationality, ethnic origin, physical condition or marital status.

The Stock Option Plan envisages a total duration of 30 days subsequent to the closing date of the capital increase resolved upon.

The exercise of the Options may be carried out by the Beneficiaries

- in one tranche - only and exclusively during the exercise period (the "Exercise Period"), included in:

- the closing date of the Capital Increase, set for June 13, 2018 e

- the 30 calendar days following the closing date of the above-mentioned Capital Increase.

The exercise of the Options is not subject to the achievement of performance targets by the Beneficiaries.

Moreover, as mentioned above, as the only condition for enforcing the Plan, receiving the Options and the consequent related Shares in assignment, the existence of a subordinate employment relationship between the Beneficiaries and the Company at the date of the present Shareholders' Meeting is envisaged. they will still be in service within the exercise period of the Option The Stock Option Plan will not receive any support from the special fund to encourage the participation of workers in companies, as per art. 4, paragraph 112 of the law of December 24, 2003, n. 350.

The allocation of the Options and the consequent Shares takes place on an individual basis and each Option and all the rights incorporated therein are strictly personal, nominal, non transferable by deed between the living and non-negotiable and therefore immovable and not usable for the debts or contracts entered into. from each of the Beneficiaries with Olidata.

The President submits to the Assembly, pursuant to art. 114-bis of the T.U.F., the modalities of the proposal of the share incentive plan called "Stock Option Plan" (the "Plan") to be

implemented through the free allocation of maximum n. 427.427 options (the "Options"), instead of 427.429 as erroneously indicated in the Explanatory Report, reserved to the parties (collectively, the "Beneficiaries") of the company "OLIDATA S.p.A. - in liquidation".

The Options will give each holder the right to subscribe newly issued ordinary shares of Olidata deriving from an increase in the share capital as resolved above, payable and in tranches, with the exclusion of the option right pursuant to art. 2441, paragraph 5 of the Civil Code, of art. 158 of the T.U.F., of n. 6,799,999 shares for an expected payment of Euro 3,500,000.00 (the "Capital Increase"), specifically for a portion of said capital increase of a total maximum amount of nominal Euro 220,000.00, instead of Euro 500,000 , 00 as erroneously indicated in the Explanatory Report, to be implemented by issuing, in a single tranche, a maximum of n. 427,427 ordinary shares with no par value, regular enjoyment, reserved for the Beneficiaries.

The President then submits the following resolution proposal to the Shareholders' Meeting on item 4 of the agenda for the extraordinary part:

"" The Shareholders' Meeting of "Olidata S.p.A. in liquidation", based on:

- of the liquidator's report, drawn up pursuant to art. 114-bis and 125-ter of Legislative Decree 24 February 1998 n. 58 as subsequently amended and integrated;
- of the information document prepared pursuant to art. 84-bis of the regulation adopted by Consob with resolution no. 11971 of 1999 as subsequently amended and integrated;

deliberates

1) to approve, pursuant to and by effect of art. 114-bis of the Legislative Decree of 24 February 1998, n. 58 as subsequently approved and integrated, the "stock option" plan reserved for employees of the company "Olidata S.p.A. in liquidation" (the "Company" or "Olidata"), through the free assignment of options for the subscription of maximum n. 427.427 shares "Olidata S.p.A. in liquidation" with no nominal value, amounting to Euro 220,000.00 from the deliberate increase in share capital of a nominal maximum of Euro 3,500,000.00 (three thousand five hundred thousand zero point zero), with the exclusion of the option right pursuant to art. 2441, paragraph 5, of the Civil Code, to be assigned to the "Beneficiaries" of the "Plan", as better illustrated in the information document prepared pursuant to art. 84-bis of the regulation adopted by Consob with resolution no. 11971/1999 as subsequently amended and integrated;

2) to delegate powers to the Board of Directors for the concrete implementation of the "Stock Option Plan" to be exercised and respect of what is indicated in the information document and, in particular, merely by way of non-limiting example, for:

a) define the number of options to be assigned to each beneficiary in compliance with the maximum number of options;

b) to implement the plan in compliance with the terms and conditions described in the information document;

3) to confer on the Chairman of the Board of Directors all powers, with the right to sub-delegate, to carry out the legislative and regulatory obligations resulting from the resolutions adopted."".

The President opens the discussion reserving the right to answer any questions at the end of the speeches.

Invite those who intend to take the floor to make a reservation at the presidency table.

No one asking for the floor, The President declares the illustration closed and invites those entitled to vote on the proposed resolution I read earlier.

It invites the participants to want to declare any lack of legitimacy to vote in accordance with the law and the by-laws. Again invite those who did not intend to contribute to the formation of the calculation base for the calculation of the majority, to leave the room by pointing out the exit.

The President, after noting that no one denounces the existence of impediments or limiting the right to vote, puts the proposal to the vote.

Before the opening of the vote, The President asks the staff to provide him with updated data on attendance and invites those present not to leave the meeting until the voting procedures are completed.

The President notes that, at the time of the vote they are present in their own and / or by proxy no. 4 (four) entitled to vote, representing 11.578,806 (eleven million five hundred and seventy-eight thousand eight hundred and six) shares equal to 34.055312% of the n. 34,000,000 ordinary shares constituting the share capital.

The President opens the vote on item 4 on the agenda for the extraordinary session at 16.12.

Requests those in favor to raise their hands.

Requests those contrary to raise their hands.

Requests those who abstain to raise their hands.

The President declares the voting closed at 16.13.

On the basis of the calculations made, The President proclaims the voting results, declaring the above-mentioned proposed resolution **APPROVED** a majority with the favorable vote of 10.155.950 (twelve million, five hundred and five thousand, nine hundred and fifty) shares, equal to 29.870441% of the capital and 87.711548% of the capital represented in the Meeting, abstaining n.1.422.856 (one million four hundred twenty two thousand eight hundred and fifty-six) shares, equal to 4.184871% of the capital and 12.288452% of the capital represented in the Shareholders' Meeting, namely the shareholders TOSI GIORGIO, SAVINI ADOLFO and "POSEIDONE SRL".

After which The President, since there are no other topics to be discussed and no one asking for further words, thanks all the participants and declares the present Extraordinary

Shareholders' Meeting closed at the time of signing the present minutes.

List of attached documents (to view the documents mentioned as attachments, please refer to the Italian version of the file published in INVESTOR RELATIONS - ASSEMBLEA DEI SOCI)

- list of the names of shareholders who participate in the Shareholders' Meeting, in their own and / or by proxy, complete with all the data required by Consob, with an indication of their respective shares ("**A**")

- dossier "Draft Financial Statements as at 31.12.2017", with Report of the Independent Auditors and Report of the Board of Statutory Auditors ("**B**");

- list of the results of all votes on the proposals on the agenda, with the names of shareholders who voted in favor, against or abstained and the relative number of shares represented on their own and / or by proxy ("**C**");

- Bylaws of the Company bearing the changes to art. 4 ("**D**").
The reading of the annexes by dispensation from the appearing party is omitted.

Taxes and expenses of this deed and of the formalities are borne by the Company which assumes them.

The appearing party authorizes me Notary to process personal data in compliance with Legislative Decree 196/2003 and its amendments and additions, in relation to the obligations related to and connected with this deed.

The appearing party, under his own personal responsibility, aware of the criminal relevance of his behavior pursuant to art. 55 of Legislative Decree n. 231 of 2007 and of Legislative Decree n. 90 of 2017, and the related sanctions, declares that it is aware that the information and other data provided during the investigation and the signing of this deed will eventually be used by the notary in charge for the purposes of the obligations laid down by the aforementioned legislative decree; therefore, in relation to this deed and to all related obligations, said personal data may be inserted and used in databases, computerized files and telematic systems and transmitted to the public offices competent to receive them, also authorizing it to issue a copy of this deed to the Authorities they request it.

For this deed the stamp duty will be paid pursuant to the legislative decree 18 December 1997 n.463, as amended by the legislative decree 18 January 2000 n.9 and subsequent amendments and additions, from the last d.m. 22/02/2007.

Of what I notary, I have received and compiled the present minutes which, written in part by myself and in part by a person of my trust in thirteen pages occupied for fifty-one pages whole and fines of the fifty-second, is read by me to the appearing approve it.

it is signed at sixteen o'clock and fourteen minutes.

F.TI: RICCARDO TASSI - MARCELLO PORFIRI Notaio

