

## OFFER IN OPTION FOR OLIDATA S.P.A. ORDINARY SHARES ACCORDING TO ARTICLE 2437-QUATER, COMMI 1 AND 2 OF THE CIVIL CODE

Given that:

- On April 13, 2018 the Extraordinary Shareholders' Meeting of Olidata S.p.A. ("**Olidata**"), has approved, among other things, the Revocation of the liquidation status following the elimination of the cause that has led to liquidation, determining the right of withdrawal according to art. 2437, paragraph 1 of the Civil Code;
- On April 20, 2018 (the "**Registration Date**") the above mentioned resolution was registered into the Companies Register of Forlì-Cesena;
- To the Shareholders of Olidata that did not participate to the resolution of the extraordinary meeting above mentioned, belong the right of withdrawal from the company, according to art. 2437, paragraph 1, letter a) of the civil code (the "**Right of Withdrawal**") in the term already specified from the company. In particular, the right of withdrawal could be exercised within July 12, 2018. The value of liquidation of the shares object of withdrawal, is equal to euro 0,0154552941 for each shares (the "**Value of Liquidation**"). The value was determined according to art. 2437 – ter, paragraph 2, of the civil code.
- At the end of the deadline for the exercise of the withdrawal, the total number is 1.650.152 ordinary shares of Olidata.

All this premised, Olidata S.p.A. offers in option the n.1.650.152 ordinary shares of Olidata for which has been exercised the right of withdrawal ("**The Shares**", or individually "**The Share**"), according to article 2437- quarter, paragraph 1, of the civil code, to the holders of Olidata' s ordinary shares for which no right of withdrawal has been exercised, in the following report : n. 4,214 Ordinary shares (code ISIN IT0001350625 – regular dividend) every n. 100 option rights held (the "**Options**"), relating to ordinary shares held in Olidata, representing by coupon n. 3 – code ISIN IT0005340218 ("**The Offer in Option**").

### Offer Price.

The Shares are offered in option at the unit price of euro 0,0154552941 (the "**Price of Offer**"), corresponding to the liquidation value.

### Adhesion Period.

The Adhesion period to subscribe the Offer in Option ("**The Period of Adhesion**"), within which the shareholders are entitled to exercise the right to purchase the Shares, under penalty of decadence, starts from July 30, 2018 to August 28, 2018 (extreme included).

### Method of Adhesion.

The adhesion to the Offer in Option must be presented through Intermediaries participating in the centralized management system Monte Titoli S.p.A. with the subscription of the specific application form prepared according to the facsimile available, upon request, from Computershare S.p.A., at the following email address [operations@computershare.it](mailto:operations@computershare.it) (the “**Application Form**”) and after verification, by the same intermediaries, of the legitimacy of the purchase of the shares. The same Intermediaries must send the copy due to the Issuer of the above-mentioned Application Form, within August 28, 2018 to Computershare S.p.A. – by email to the following address: [operations@computershare.it](mailto:operations@computershare.it)

### Right of first refusal

Those who will exercise the right of option on the Shares, provided that they make a simultaneous request, they will also have the right of first refusal over the purchase of the Shares that have remained unopted at the outcome of the Offer in Option (the “**Right of First Refusal**”). To this end the Shareholder must indicate, in the appropriate section of the Application Form, the maximum amount of Shares for which they intend to exercise the right of first refusal. In the event that the number of Share applied for the right of first refusal is greater than the quantity of the remaining Shares not opted at the expiring of the Offer Period, the allocation will proceed in proportion to the number of shares and therefor in options held.

It should be noted that, if the outcome of the above-mentioned procedure, including the Offer in Option and the possible exercise of the right of first refusal, Shares should remain, they will be liquidated in the modality established by civil code.

### Terms and conditions of payment and transfer of the Shares

With the subscription of the Application Form for the purchase of the Shares, the shareholders participating in the Option Offer confer to the Intermediary, subject to payment of the same value for the purchase of the Shares (include those that may be requested with right of first refusal), sent to pay to Olidata S.p.A. the counter value (or lower amount in case of allotment of right of first refusal Shares), and to receive from Olidata S.p.A. the Shares purchased, without prejudice to the payment of the purchased Shares and their transfer in accordance with term and condition that will be indicated below by Olidata S.p.A.. The respective Intermediaries will make the communication of the successful assignment of the Shares to the members of the Offer in Option, within the term and according to the procedures applicable. The payment of the shares will in any case be made when the liquidation procedure described above is accomplished.

For further information on the Company and its products, please consult the Internet website: [www.olidata.com](http://www.olidata.com) > [Investor Relations](#).  
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