

*This minutes is a translation. The Italian version will prevail.*

## MINUTES OF THE ORDINARY SHAREHOLDERS' MEETING HELD ON 30<sup>TH</sup> APRIL 2018

\* \* \*

On 30<sup>th</sup> April 2018, at 10.30, at the premises of Eunomia – Studio di Avvocati, Via Fieno 1, 20123, Milano, it is held the Ordinary Shareholders' Meeting of Dominion Hosting Holding S.p.A., with a share capital equal to Euro 142,000 (one hundred and forty two thousand) fully paid up, tax code and registration number in the Milan Companies Register 09150720960, R.E.A. no. MI - 2073142, listed on the AIM Italia – Alternative Investment Market, organized and managed by Borsa Italiana S.p.A. (the “**Company**”).

Pursuant to Article 23 of the Bylaws, the Chairman of the Board of Directors, Giandomenico Sica, takes the chair of the Meeting and, after having welcome the participants, announces:

- that the share capital of Euro 142,000 (one hundred and forty two thousand) is divided into no. 1,420,000 (one million four hundred and twenty thousand) ordinary shares, without expressed par value;
- that the shares of the Company are currently traded on AIM Italia – Alternative Investment Market managed by Borsa Italiana S.p.A;
- that the Meeting being held today had been duly convened in ordinary session pursuant to the law and the Bylaws, by means of a notice published in the newspaper Corriere della Sera on 11<sup>th</sup> April 2018 and made available on the Company's website on the same date;
- that for the Board of Director is present the Chairman, whereas the Directors Antonio Domenico Baldassarra, Matija Jekovec, Uroš Čimžar and Guido Busato have justified their absence;
- that, for the Board of Statutory Auditors, is present the Auditor Stefano Pizzutelli, whereas Umberto Lombardi, and Pierluigi Pipolo have justified their absence;
- that there are currently 4 participants entitled to vote, in person or via proxies (the relevant proxies are kept in the Company's files), holding a total of 776,700 shares, representing 54.697% (fifty-four/697) of the share capital. A list of the names of the shareholders participating directly or via proxies, with an indication of the shares held by each of them, drafted in compliance with article 2375, paragraph 1, of the Italian civil code, is attached hereto sub annex A;
- that, for the shares currently represented in this Meeting, the legal fulfilments required by law have been met;

*This minutes is a translation. The Italian version will prevail.*

- that he will communicate any variation in the number of participants during the Shareholders' Meeting, in order to keep that number updated;
- that the identity and the entitlement of the participants have been ascertained and, in particular, the compliance of the proxies to the applicable provisions of the law and the Bylaws has been verified by personnel authorized by the Chairman;
- that, according to the Shareholders' journal and the additional communication and information available to the Company, the following persons directly or indirectly hold shares with voting right in an amount equal or greater than 5% of the share capital with voting rights (pursuant to AIM Regulation):

SHAREHOLDER	SHARES	% OF SHARE CAPITAL
Scweb S.r.l.	360.000	25,352%
Giandomenico Sica	200.000	14,085%
Martin Romih	108.350	7,630%
Matija Jekovec	108.350	7,630%
Matjaž Jazbec	108.350	7,630%
Uroš Čimžar	108.350	7,630%

- that the Company is not aware of any shareholders' agreement under article 2341-*bis* of the Italian Civil Code;
- that the Company currently does not hold any treasury share.

The Chairman:

- since the documentation regarding the agenda (in particular, the Report of the Board of Directors on the items of the Agenda) was made available to the public at the Company's registered office and on the Company's website, and therefore is available to all participants, proposes to omit their reading, limiting the same to the resolution proposal contained in the Report of the Board of Directors. The Shareholders unanimously agree to avoid the reading of the Report on the items on the Agenda;
- informs that votes in this Shareholders' meeting will be casted by a show of hands.

The Chairman invites the Shareholders to declare the possible existence of impeding causes or causes of suspension to the right of vote relevant to the items of the agenda. None of those present declared such causes.

*This minutes is a translation. The Italian version will prevail.*

The Chairman therefore declares the Shareholders' meeting properly constituted and able to discuss and decide on the items listed on the agenda and appoints Mr. Stefano Zangrando, who accepts, as Secretary of this Meeting, inviting the Shareholders to confirm such appointment.

Then, the Chairman reads the agenda:

1. Approval of the financial statements of Dominion Hosting Holding S.p.A. as at 31 December 2017. Presentation of the consolidated financial statements as of 31 December 2017.
2. Determination of the compensation due to the Board of Directors.

\*

With regard to the **first item on the agenda**, the Chairman takes the floor and reminds the shareholders that they are called to approve the financial statements of the Company as at 31<sup>st</sup> December 2017. The Chairman recalls that the financial statements, jointly with reports and other documents requested by applicable law, have been made available to the public in compliance with the law. The Chairman provides the participants with the main data arising from the financial statements of the Company and the consolidated financial statements of the group. In particular, the Chairman points out the presence of profit of the Company as single entity equal to Euro 1,738.00, which that is deemed appropriate to be allocated to legal reserve.

Having said that, the Chairman reads the resolution proposal relevant to the first item of the agenda: *"The Shareholders' Meeting of the Company, having examined the data of the financial statement of Dominion Hosting Holding S.p.A. as of 31 December 2017, Board of Statutory Auditors' Report and Auditing Company's report*

***resolves***

- (i) to approve the financial statements of the Company as of 31<sup>st</sup> December 2017, accompanied by the Board of Statutory Auditors' Report and Auditing Company's report;*
- (ii) to allocate a profit of Euro 1,738.00 of the Company to legal reserve;*
- (iii) to grant to the Chairman of the Board of Directors, Giandomenico Sica, the broadest power, also through proxies, in accordance with law, in order to implement this resolution and deposit it for registration in the Registro delle Imprese, making formal and non-substantial changes and integrations, if necessary or appropriate, that may be requested by the competent authorities;*
- (iv) to acknowledge the presentation of the consolidated financial statements as of 31<sup>st</sup> December 2017".*

Once finished the reading of the resolution proposal, the Chairman opens the discussion of the first item on the agenda.

*This minutes is a translation. The Italian version will prevail.*

With no one asking to take the floor, the Chairman puts the above resolution to the vote.

At the end of the voting, the Chairman declares that the aforementioned resolution is unanimously approved.

\*

With regard to the **second and last item on the agenda**, the Chairman states that, pursuant to article 38 of the Company's Bylaws and article 2389 of Italian civil code, the Shareholders' Meeting is called to resolve upon the compensation of the Board of Directors for the year 2018. Upon proposal of the Board of Directors, the Chairman proposes to grant to each director an attendance fee of Euro 500 (five hundred/00) for each Board meeting in which each director will take part in 2018 and therefore, with regard of the second item on the agenda, the Chairman reads the following resolution proposal:

*'The Shareholders' Meeting of the Company*

***resolves***

- (i) to grant to each director an attendance fee of Euro 500 (five hundred/00) for each Board meeting in which each director will take part in 2018;*
- (ii) to grant to the Chairman of the Board of Directors, Giandomenico Sica, the broadest power, also through proxies, in accordance with law, in order to implement this resolution, making formal and non-substantial changes and integrations, if necessary or appropriate, that may be requested by the competent authorities".*

Once finished the reading of the resolution proposal, the Chairman opens the discussion of the second item on the agenda.

With no one asking to take the floor, the Chairman puts the above resolution to the vote.

At the end of the voting, the Chairman declares that the aforementioned resolution is unanimously approved.

\* \* \*

There being nothing left to discuss, the Chairman declared the meeting closed at 11:00, following the reading, approval and signing of this minutes by the Chairman and the Secretary.

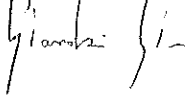
Attached to this report:

- A) list of the names of the shareholders participating directly or via proxies, with an indication of the shares held by each of them and the results of the vote for each item on the agenda.

*This minutes is a translation. The Italian version will prevail.*

The Chairman

Gandomenico Sica



The Secretary

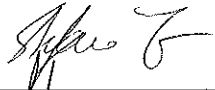

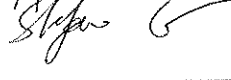
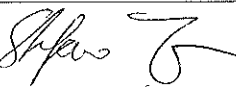
Stefano Zangrando



*This minutes is a translation. The Italian version will prevail.*

## ANNEX A

**LIST OF PARTICIPANTS, DIRECTLY OR VIA PROXIES, WITH INDICATION OF THE SHARES HELD BY EACH OF THEM**

SHAREHOLDER	SHARES	% OF THE SHARE CAPITAL	PROXY	PROXY HOLDER	SIGNATURE
SEEWEB S.R.L. (legally represented by Antonio Baldassarra)	360.000	25,352%	YES	STEFANO ZANGRANDO	
GIANDOMENICO SICA	200.000	14,085%	NO		
MATIJA JEKOVEC	108.350	7,630%	YES	STEFANO ZANGRANDO	
UROŠ ČIMŽAR	108.350	7,630%	YES	STEFANO ZANGRANDO	
<b>TOTAL</b>	<b>776,700</b>	<b>54.697%</b>			

**1. APPROVAL OF THE FINANCIAL STATEMENTS OF DOMINION HOSTING HOLDING S.P.A. AS AT 31 DECEMBER 2017. PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS AS OF 31 DECEMBER 2017.**

SHAREHOLDER	IN FAVOUR	AGAINST	ABSTAINED
SEEWEB S.R.L.	✓	-	-
GIANDOMENICO SICA	✓	-	-
MATIJA JEKOVEC	✓	-	-
UROŠ ČIMŽAR	✓	-	-
<b>TOTAL</b>	<b>4</b>	<b>0</b>	<b>0</b>

**2. DETERMINATION OF THE COMPENSATION DUE TO THE BOARD OF DIRECTORS.**

SHAREHOLDER	IN FAVOUR	AGAINST	ABSTAINED
SEEWEB S.R.L.	✓	-	-
GIANDOMENICO SICA	✓	-	-
MATIJA JEKOVEC	✓	-	-
UROŠ ČIMŽAR	✓	-	-
<b>TOTAL</b>	<b>4</b>	<b>0</b>	<b>0</b>