

MINUTES OF THE ORDINARY SHAREHOLDERS' MEETING HELD ON 27TH APRIL 2020

On 27th April 2020, at 9:00, in a conventionally established place located in Bologna, Via Santo Stefano no. 50, 40125, at the registered office of Princivalle Apruzzi Danielli Law Firm, it is held on single call the Ordinary Shareholders' Meeting of Dominion Hosting Holding S.p.A. with a share capital equal to Euro 148.855,00 (one hundred and forty-eight thousand eight hundred and fifty-five/00) fully paid in, tax code, VAT number and registration number in the Milan Companies Register no. 09150720960, REA no. MI – 2073142, listed on the AIM Italia – Alternative Investment Market, organised and managed by Borsa Italiana S.p.A (hereinafter “DHH” or the “Company”).

Pursuant to sec. 23 of the Company's Bylaws, the Chairman of the Board of Directors, Mr. Giandomenico Sica, takes the chair of the Meeting and informs that pursuant to sec. 106 Italian Decree Law no. 18 of 17th March 2020, notwithstanding of the Company's Bylaws, the Shareholders could attend the meeting only by the Designated Representative, the lawyer Ms. Valentina Apruzzi, and all the members of the company's bodies could participate to the meeting by audio conference, without the requirement of being in the same place for the Chairman and the Secretary. The Chairman greets the Designated Representative of the Company, in accordance with the Board of Directors' resolution of 26th March u.s., the lawyer Ms. Valentina Apruzzi and states that:

- the Company's share capital, amounting to Euro 148.855,00 (one hundred and forty-eight thousand eight hundred and fifty-five/00), is divided into no. 1.488.550 (one million four hundreds and eighty-eight thousands five hundred and fifty) ordinary shares, without expressed value;
- the shares of the Company are currently traded on AIM Italia – Alternative Investment Market, organised and managed by Borsa Italiana S.p.A;
- the Meeting being held today had been duly summoned in ordinary session pursuant to the Bylaws' provisions by means of a notice published in the newspaper “Il Sole 24 Ore”, on 09th April 2020, as well as made available on the Company's website on the same date;
- for the Board of Director is present through audio-conference, due to Covid19 emergency, in accordance with the Italian Decree Law no. 18 of 17th March 2020, the Chairman himself and Matija Jekovec whilst the directors Antonio Domenico Baldassarra, Uroš Čimžar and Guido Busato have justified their absence;
- for the Board of the Statutory Auditors the auditors Mr. Umberto Lombardi (Chairman) and Mr. Stefano Pizzutelli are attending the meeting and Mr. Pierluigi Pipolo (Auditor) have justified its absence;
- there are currently no. 7 participants entitled to vote by means of a proxy to the Designated Representative (the relevant proxies are sent in accordance with the delegation instructions and they are kept in the Company's files), holding a total of 1.000.000 (one million) shares, representing 67,18% of the outstanding share. A list of the names of the Shareholders attending the meeting through proxies, with an indication of the shares held by each of them, drafted in compliance with sec.

2375, paragraph 1, of the Italian civil code, is attached hereto sub attachment A);

- for the share currently represented in this Meeting, the legal fulfilments required by laws have been met;
- he shall communicate any modification in the number of participants during the Meeting, in order to keep that number up-to-date;
- the compliance of the proxies to the applicable law provisions and to the Bylaws has been duly verified;
- according to the Shareholders' journal and the additional communications and information available to the Company, the following people directly or indirectly hold shares with voting right equal to, or greater than, 5% of the share capital (pursuant to AIM regulation):

Shareholder	Shares	% of share capital
Seeweb Holding S.r.l.	360.000	24,18%
Giandomenico Sica	200.000	13,44%
Martin Romih	108.350	7,28%
Matija Jekovec	108.350	7,28%
Matjaž Jazbec	108.350	7,28%
Uroš Čimžar	108.350	7,28%

- the Company is not aware of any Shareholders' agreement under the sec. 2341-bis of the Italian civil code;
- that the Company currently does not hold any own share.

The Chairman:

- Since the documentation regarding the Agenda has been made available on the Company's website and at its registered office, and therefore is available to all the attendants, proposes to omit their reading, limiting the same to the resolution proposal contained in the Report of the Board of Directors. The Designated Representative expresses the consent to avoid the reading of the documentation on the items of the Agenda;
- informs that in the Meeting the votes shall be expressed by proxy through the Designated Representative.

The Chairman invites the Designated Representative to declare the possible existence of impending causes or causes of suspension to the voting right regarding the items on the Agenda and notes that no statement on such causes is made.

The Chairman, therefore,

DECLARES

The Meeting legally held and able to discuss and resolve on the items listed on the Agenda, and appoints Ms. Valentina Apruzzi, who accepts, as secretary of the Meeting. Then the Chairman reads the Agenda:

1. approval of the financial statements of Dominion Hosting Holding S.p.A. as of 31 December 2019. Presentation of the consolidated financial statements as of 31 December 2019; related and consequential resolutions;
2. proposal of authorization to the purchase and disposal of own shares, relevant and consequential resolutions;
3. determination of the remuneration of the Board of Directors' members for the year 2020.

1. 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 of the 31st December 2019. The Chairman states that the financial statements jointly with the report and the other documentation requested by the applicable law, have been made available to the public pursuant to the law. However, the Chairman provides the attendants, through the Designated Representative with the main data arising from the financial statements of the Company and the consolidated financial statements of the group. In particular, the Designated Representative points out the presence of a loss of the Company as single entity- without taking into account the consolidated results- equal to Euro 176.886,58. Therefore, the Chairman of the Board of Directors proposes that the Shareholders' Meeting of the Company resolves the full coverage for the loss for the year, for Euro 7,201.41 through the use of the Extraordinary Reserve as for Euro 169,685.17 through the use of the Share Premium Reserve.

All that considered, the Chairman reads the resolution proposal related to the approval of the financial statements hereto transcribes:

"The Company's Shareholders' Meeting, having examined the draft of the financial statement of Dominion Hosting Holding S.p.A. as of 31, December 2019, the Board of Statutory Auditors' report and the Auditing Company's report,

resolves

- (i) *to approve the financial statements of the Company as of 31 December 2019, together with the Board of Statutory Auditors' report and the Auditing Company's report;*
- (ii) *to resolve the full coverage for the loss for the year, for Euro 7,201.41 through the use of the Extraordinary Reserve as for Euro 169,685.17 through the use of the Share Premium Reserve;*
- (iii) *to grant to the Board of Directors' Chairman, Mr. Giandomenico Sica, all the broadest powers, none excluded, also by means of power of attorneys, in accordance with the applicable law, in order to enforce this resolution and file it to be recorded in the Company Registry ("Registro delle Imprese"), making only formal and non-substantial emendations and embeddings, if necessary or appropriate, as may be requested by the competent authorities;*
- (iv) *to acknowledge the presentation of the consolidated financial statements as of 31 December 2019."*

Once finished the reading of the resolution proposal, the Chairman opens the discussion about the first 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, with vote expressed by proxy to the Designated Representative lawyer Ms. Valentina Apruzzi, the Chairman declares that the aforementioned resolution is unanimously approved by the attendants with no. 1.000.000 of votes in favour.

2. With regard to the **second item** on the Agenda, the Chairman informs the attendants about the reasons of the authorization request to purchase and dispose of own shares pursuant to the sec. 2357 and 2357-ter of the Italian civil code.

The authorization to purchase and dispose (for example the transfer, exchange, confer and/or use) of own shares related to this proposal is opportune in order to allow the Company to:

- (i) use the shares as mean of investment to efficiently use the liquidity arising from the proper Company's activity;
- (ii) purchase own shares by the beneficiaries of possible stock options as per resolution of the Company or, however to implement new plans, whatever their nature is, or to make free assignment to shareholders or to act in compliance with warrants obligations, convertible financial instruments, mandatory convertible or to be exchanged with shares (on the basis of current deals or deals to be resolved/implemented);
- (iii) allow the use of the own shares for deals related to the proper management or those projects compliant with the strategic lines that the Company wishes to pursue, in case of possible exchange of shares, therefore with the main aim to make company deals with strategic business partners; and
- (iv) intervene (if possible and provided by the applicable laws and regulations), in compliance with the laws in force, even by intermediaries, in order to impede strange share price variations and to regulate the negotiations and the courses, due to temporarily distortive effect relate to the excess of market volatility or law exchanges liquidity.

The proposal is to authorize the Board of Directors to purchase ordinary (fully paid up) shares of the Company, in one or more times, to an extent freely determinable by the Board of Directors up to a maximum number of (own) shares not exceeding 10 % of the share capital, having regard to the treasury shares owned either directly or to those possibly owned by companies controlled by the same, if any. In any case, the purchases will be made - in accordance with the provisions of the sec. 2357, paragraph 1 of the Italian civil code - within the limits of the distributable profits and available reserves resulting from the latest regularly approved Company financial statements.

The Chairman specifies that the authorization to purchase treasury shares is granted for the maximum duration allowed by the sec. 2357, paragraph 2, of the Italian civil code and therefore for a period of 18 months from the date hereof. The Board may proceed with the authorized operations one or more times and at any time.

The Chairman notes also that the aforementioned time limit of 18 months does not apply to any disposal and / or use of treasury shares that may have been purchased pursuant to the shareholders' meeting authorization.

The purchase price of the shares will be identified from time to time, having regard to the method chosen for

carrying out the transaction and in compliance with any regulatory requirements or accepted market practices, but, in any case, it must be neither lower nor more than 15% higher than the official stock market price of the shares registered by Borsa Italiana S.p.A. in the previous session, each individual transaction - except in cases where the shares are subject to exchange, transfer, assignment or other non-cash disposals, in which the economic terms of the transaction will be determined, in compliance with current legislation, in reason for the nature and characteristics of the transaction and within the limits of the applicable legal and regulatory provisions.

As regards the disposals and / or use of treasury shares, they may be made at the price or, in any case, according to criteria and conditions determined by the Board of Directors, having regard to the actual implementation methods used, the trend of the share prices in the period prior to the transaction and the best interest of the Company.

The Chairman sets out the Board of Directors' proposal whereby the authorization is granted for the purchase of treasury shares in accordance with any of the methods permitted by the legislation in force as time by time identified, at discretion of the Board of Directors (or the person delegated to do so), and therefore, through a public purchase or exchange offer or through purchases made on the AIM Italia market, according to market practices that do not allow the direct matching of the negotiation proposals in purchase with certain negotiation proposals for sale.

In order to better pursue the purposes of the repurchase plans, the Chairman suggests that a wide freedom of action is recognized, thus including all the possibilities envisaged by the regulations and therefore purchases in bulk or with auction (including the so-called "Dutch" auction), all in a manner that can be assessed from time to time in relation to the best execution of the Shareholders' Meeting proxy in this sense.

As regards the disposal and /or use of treasury shares, the authorization should allow the adoption of any method that is appropriate according to the purposes pursued - including the use of treasury shares as incentive plans for shares or for free assignments to shareholders - to be carried out also through intermediaries, in compliance with the laws and regulations, both national and EU, in force on the matter. In particular, as far as the operating procedures of disposal are concerned, the same could be implemented, inter alia, by selling them on the market, to blocks or otherwise off the market, accelerated bookbuilding, or the sale of any real rights and / or personal data relating to the same (including, by way of example, the loan of securities) by attributing to the Board of Directors (or for its delegate), the power to establish, in compliance with the provisions of law and regulations, the terms, the methods and conditions of the deed of disposal and /or use of treasury shares deemed most appropriate in the interest of the Company.

Finally for the sake of completeness, the Chairman reminds to the Shareholders that the transaction in question will be carried out in compliance with the applicable legislation and, in particular, in compliance with national and EU laws and regulations, also in terms of market abuse and that an adequate communication will be provided in compliance with the applicable disclosure obligations.

Therefore, the Chairman proposes the following resolution:

"The general shareholder meeting of DHH – Dominion Hosting Holding S.p.A., having heard the exposure

of the Chairman, taking into account the provisions of sections 2357 e 2357-ter of the Italian Civil Code, acknowledge the Board of Directors illustrative report,

resolves

1. to authorize the administrative body and, for it, the pro-tempore Chairman, with wide faculty of sub-delegation to third party, also outside the Board, to perform purchase operation and disposal operation of treasury shares in order to:

(i) use the treasury shares as a mean of investment for an efficient use of the liquidity generated by the proper activity of the Company; (ii) proceed to purchases of treasury shares from the beneficiaries of eventually stock option plan resolves from the competent corporate bodies or in any way to implement new plans in any shape they are structured or proceed to free allocation to the shareholders or perform duties arising by warrant, convertible financial instruments, to mandatory conversion or exchangeable with shares (on the basis of outstanding transaction or transaction to resolve/implement); (iii) allow the utilisation of the treasury shares in transaction related to the characteristic management or project consistent with the strategic lines which the Company intends to pursue, in relation to witch it is possible to do share trading with the principal aim to finalise corporate integration transaction with potential strategic partners; (iv) operate, in respect of the regulation in force, also through intermediaries, to contain strange movement of the quotation and to regularise the progress of the negotiation and the courses in view of temporary distortive events connected to a volatility excess or lack of exchange liquidity (the whole point as above described), establishing that:

a) the purchase may be carried out, in one or more time, within 18 months from the date of the resolution, until a maximum amount of treasury shares that, taking into account also the shares from time to time owned in the portfolio of the Company and of the subsidiaries, does not exceed overall the maximum limit of 10% of the share capital to an unit price not lower in the minimum of 15% and not more than in the maximum of 15% to the reference price that the title will have recorded in the marketplace proceedings precedent of every single transaction;

b) the purchase may be carried out, anyway in respect of the equal treatment of the shareholder, with any of the following way: (i) public offer of purchase or exchange; (ii) purchases made on the Italy AIM market, according to market standard that do not allow the direct combination of the negotiation proposal of purchase with specific proposal of purchase negotiation, or (iii) any other way established by the law and through buyouts or with auction (including the "Dutch" auction), as from time to time value regarding to the best realization of the delegate, making clear that the purchases related to the support activities of the liquidity of the market or related to the purchase of the treasury share for the constitution of a stock of shares, will be made according to the condition set forth in the market practise pursuant to sec. 180, first paragraph, letter c) T.U. 58/1998 as defined by the CONSOB pursuant to the above-mentioned section with resolution no. 16839 of 19 March 2009 and the CE Regulation no. 2273/2003 of 22 December 2003 and the UE Regulation n. 596/2014 – where applicable;

c) the purchase, also in more tranches, should be made in the limit of the distributable profits and/or of the available reserves arising from the last financial statement regularly approved at the moment of the transaction, setting up a reserves of treasury shares and in any way proceeding to the necessary accounting records in the way and with the limit set forth by the law;

d) may be purchased only fully paid-up shares;

2. to authorize the board of directors and, for it, the pro-tempore Chairman, with wide faculty of sub-delegation to third party, also outside the Board, pursuant to section 2357-ter Italian civil code, to dispose, in any moment, fully or partially, in one or more time, also before finishing the purchases, of the treasury shares purchased on the basis of this resolution or in any way in a Company's portfolio, through transfer of them on the market, to the blocks or outside the market, accelerated bookbuilding, or transfer of property right and/or personal rights related to them (including, for example, securities lending), and by giving to the board of directors and to its representatives the power to establish, in accordance with the law and the regulations, the terms, the methods and the conditions of the treasury shares that would be deemed more appropriate for the Company. The above, with the faculty to appoint special attorneys to execute this resolution and any other formality related to it, without prejudice to the fact that this operations may take place at the price or the value or, in any way, according to conditions and criteria which have to be adequate and in line with the operation, taking into account the market trend and the share prices and/or the development prospects of the Company or the economic convenience of the completion of the transaction in relation to the market scenario or the operation (also of integration) to take in place having regard to the implementation procedures used;

3. to grant to the above mentioned attorneys the power of perform, pursuant to section 2357-ter, paragraph 3 of the Italian Civil Code, any necessary or appropriate accounting record related to the treasury shares operations taking into account the applicable law and the accounting policies;

4. to grant to the administrative body and, for it, the pro-tempore Chairman, with wide faculty of sub-delegation to third party, also outside the Board, all necessary powers to perform the purchase and the transfer of the treasury shares above – , with the faculty to appoint special attorneys to execute this resolution and any other formality related to it – taking into account the Company interests, pursuant to the applicable law, without prejudice to the equal treatment of the shareholders."

Once finished the reading of the resolution proposal, the Chairman opens the discussion about 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, with vote expressed by proxy to the Designated Representative, the Chairman declares that the aforementioned resolution is unanimously approved by the attendants with no. 1.000.000 (one million) of votes in favour.

3. With regards to the **third item** on the Agenda,

the Chairman informs the attendants that on the occasion of the company's meeting approving the financial

statements as of 2019, the Shareholders are called to resolve upon the remuneration of the Board of Directions for the financial year 2020.

The Chairman takes the floor and reminds that, in accordance with sec. 38 of the Company's Bylaw, regarding the remuneration of the Directors, along with the reimbursement of the expenses undertaken with regard to their office, sec. 2389 of the Italian civil code applies.

The Meeting is called to discuss and resolve upon the remuneration of the Board of Directors for the year 2020.

Ms. Valentina Apruzzi takes the grounds on behalf of the shareholder Seeweb Holding which suggests granting to the Directors the same remuneration secured during the year 2019, proposing, with this regard, the following resolution:

"The Company's Shareholders' Meeting

resolves

- (i) *To grant to each Director an attendance fee of Euro 500,00 (five hundred/00) for each Board meeting to be held in 2020 in which each Director will attend."*

The Chairman takes the ground again and acknowledged there are no further proposals, he opens the discussion on the third and last point of the Agenda.

With no one asking the floor, the Chairman declares closed the discussion and puts the resolution proposal on the vote.

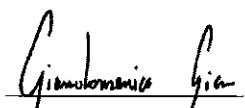
At the end of the voting, expressed by proxy, the Chairman declares that the aforementioned resolution is unanimously approved by the attendants with no 1.000.000 of votes in favour.

There being nothing left to discuss, the Chairman declared the meeting closed at 9:20 am, following the reading, approval and signing of this minute.

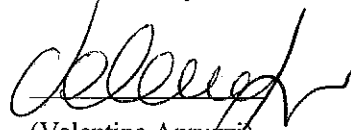
Attached to this report:

- A) LIST OF THE NAMES OF THE SHAREHOLDERS TAKING PART IN THE MEETING THROUGH PROXIES, WITH AN INDICATION OF THE RESULTS OF THE VOTE FOR EACH ITEM ON THE AGENDA.

The Chairman

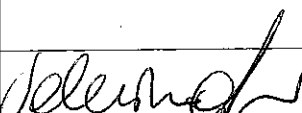
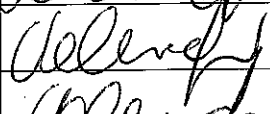
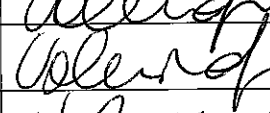
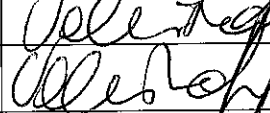
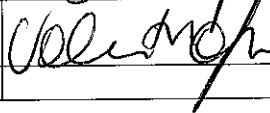
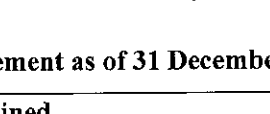
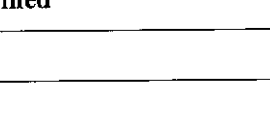

(Giandomenico Sica)

The Secretary


(Valentina Apruzzi)

ATTACHMENT A

LIST OF THE NAMES OF THE SHAREHOLDERS TAKING PART IN THE MEETING THROUGH PROXIES, WITH AN INDICATION OF THE SHARES HELD BY EACH OF THEM

Shareholder	Share	% of share capital	Proxy	Delegated	Signing
Seeweb Holding S.r.l.	360.000	24,18%	x	Valentina Apruzzi	
Giandomenico Sica	200.000	13,44%	x	Valentina Apruzzi	
Martin Romih	108.350	7,28%	x	Valentina Apruzzi	
Matija Jekovec	108.350	7,28%	x	Valentina Apruzzi	
Matjaž Jazbec	108.350	7,28%	x	Valentina Apruzzi	
Uroš Čimžar	108.350	7,28%	x	Valentina Apruzzi	
Tomaž Koštial	6.600	0,44%	x	Valentina Apruzzi	
Total	1.000.000	67,18%			

1. Approval of Dominion Hosting Holding S.p.A. financial statement as of 31 December 2019.

Shareholder	In favor	Against	Abstained
Seeweb Holding S.r.l.	X		
Giandomenico Sica	X		
Martin Romih	X		
Matija Jekovec	X		
Matjaž Jazbec	X		
Uroš Čimžar	X		
Tomaž Koštial	X		

2. Proposal of authorization to the purchase and disposal of own shares

Shareholder	In favor	Against	Abstained
Seeweb Holding S.r.l.	X		
Giandomenico Sica	X		
Martin Romih	X		
Matija Jekovec	X		
Matjaž Jazbec	X		
Uroš Čimžar	X		
Tomaž Koštial	X		

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3. Remuneration of the Board of Directors' members for the year 2020

Shareholder	In favor	Against	Abstained
Seeweb Holding S.r.l.	X		
Giandomenico Sica	X		
Martin Romih	X		
Matija Jekovec	X		
Matjaž Jazbec	X		
Uroš Čimžar	X		
Tomaž Koštial	X		

OK

M