

Index no. 13929 Collection n. 9016

MEETING MINUTES

ITALIAN REPUBLIC

Today, the twenty-eighth day of April in the year two thousand twenty-two,

28 April 2022

in Bologna, Via Santo Stefano 50, at 11,30

before me Mr RAFFAELE VANNINI, notary in Bologna, member of the Association of Notaries of Bologna, the following person appeared:

- SICA GIANDOMENICO, born in Codogno (LO) on 26 June 1982, domiciled for the purpose of his office at the company's registered office, in his capacity as Chairman of the Board of Directors of the company "**DOMINION HOSTING HOLDING S.P.A.**" or "DHH S.p.A.", in abbreviated form, with registered office in Milan, Via Caldera no. 21, approved share capital of Euro 526,747.60 subscribed and paid in for Euro 489,277.20, tax code, VAT number and Milan Monza Brianza Lodi Companies Register registration number 09150720960, a company incorporated under Italian law with securities traded on the Euronext Growth Milan market organised and managed by Borsa Italiana S.p.A. (hereinafter also referred to as the "Company" or "DHH"), registered in the special Innovative SME section, pursuant to its current articles of association.

The appearing person, an Italian citizen whose personal identity I, the notary, am certain of, asked me to draw up the minutes of the extraordinary shareholders' meeting of the above-mentioned company.

The meeting was chaired, in accordance with the law and the articles of association, by the appearing person who:

noted and declared that

- the shareholders' meeting was duly convened in accordance with the law and the articles of association by means of a notice of call published in the "Official Gazette" Part II No. 40 of 7 April 2022 and made available on the Company's website www.dhh.international "For Investors" section on the same date and sent to Borsa Italiana S.p.A.;

- in accordance with Article 106, paragraph 2 of Decree-Law 2020 of 18 November 17, converted with amendments into Law 24.04.2020 no.27 and by Decree-Law 30.12.2021 no. 228) the attendance of Shareholders at this meeting took place exclusively through the Designated Representative, Ms. Valentina Apruzzi, lawyer, and that the members of the corporate bodies would be able to attend the meeting proceedings by video-conference. The Chairperson greeted Ms Valentina Apruzzi Designated Representative of the Company, appointed by virtue of the Company's Board of Directors resolution on 28 March of this year;

- the share capital of EUR 489,277.20 is divided into 4,892,772 ordinary shares, with no indication of nominal value;

- the Company's shares are currently traded on the Euronext Growth Milan market managed by Borsa Italiana S.p.A.;

- 17 (seventeen) persons entitled to vote were present, by proxy to the Designated Representative (the relevant documents were sent according to the proxy instructions and kept on file with the company records), bearers of 3,729,112 ordinary shares, equal to 76.22% of the ordinary outstanding shares, as shown in the **attendance sheet** prepared pursuant to Article 2375, paragraph 1 of the Italian Civil Code, which is attached to these minutes under letter "A", the reading of which was omitted due to the express waiver received from the appearing person. The Chairman pointed out that one of the shareholders of the Designated Representative, Mr. Biagio Piccolo,

was not admitted to participate in today's meeting insofar as the Company did not receive the relevant communication pursuant to Article 83-*sexies* of Legislative Decree no. 58 of 24 February 1998 before the beginning of the meeting;

- according to the shareholders' register, supplemented by the communications received and other information available to the Company, the list of shareholders owning a direct or indirect interest equal to or greater than 5% in the share capital (hereinafter and for the sake of brevity also **significant shareholdings** and as provided for by the Euronext Growth Milan Rules), is that which appears in the list attached hereto under letter "B", the reading of which was omitted by express waiver received from the appearing person;

- lacking any indication following the Chairperson's invitation to indicate whether there were any other significant shareholdings in addition to those mentioned above and known to the company, there was no other party holding any other significant shareholdings;

- the legal and regulatory fulfilments, including the fulfilments vis-à-vis the public and Borsa Italiana S.p.a., have been duly carried out for the shares involved, and there were no limitations to the exercise of corporate and voting rights;

- the proxies were found compliant with the applicable provisions of the law and the articles of association;

- the Company is not aware of the existence of shareholders' agreements pursuant to Article 2341 *bis* of the Italian Civil Code;

- the Company, as of today, holds 205,110 treasury shares (collectively representing 4.19% of the share capital).

- the Chairman of the Board of Directors, Mr. Matija Jekovec, was present; directors Antonio Domenico Baldassarra, Uroš Čimžar and Guido Busato were absent and

excused their absence;

- for the Board of Statutory Auditors, the auditors Pierluigi Pipolo and Stefano Pizzutelli were connected by videoconference in compliance with Law Decree no. 18 of 17 March 2020, and with the provisions of the articles of association, while the Chairman of the Board of Statutory Auditors Umberto Lombardi excused his absence;

- having regard also to the provisions of Article 106 of Decree-Law no. 18 of 17 March 2020, as amended, as well as the provisions of the Articles of Association, the regular conduct of shareholders' meetings was being ensured, as was the compliance with the meeting method and the principles of good faith and equal treatment of shareholders in accordance with the law and the Articles of Association;

- the documentation relevant to the agenda of today's Shareholders' Meeting is contained in the file available for the participants in the Shareholders' Meeting, made available to all attendees on the Company's website, and in particular:

** the annual and consolidated group financial statements as at 31 December 2021, together with the accompanying reports;

** the Board of Directors' explanatory report on the proposals concerning the items on the agenda;

- those present and those connected by video conference declared that they had received the material and information prepared for the discussion of the items on the agenda, and were able to follow the proceedings of the meeting, take the floor and participate in real time in the discussion of the same items;

- having informed the participants that (i) the verification of the correspondence of the voting proxies had been carried out pursuant to Article 2372 of the Italian Civil Code and the Articles of Association; and (ii) in accordance with applicable data

protection regulations, the personal data of shareholders and those entitled to vote and acquired by the Company for the purposes of participation in the Shareholders' Meeting will be processed, including by means of computerised tools, for purposes strictly related to the execution of the Shareholders' Meeting and Company obligations, and in any case in such a way as to guarantee security and confidentiality, and recalling that data subjects may request, *inter alia*, updates and corrections of personal data,

Declared that

the single-call meeting was duly established to discuss and resolve on the following

AGENDA

Ordinary meeting

1. Approval of the financial statements for the year ending 31 December 2021, presentation of the group's financial statements and distribution of ordinary dividend paid through the assignment of treasury shares; related and consequent resolutions.
2. Appointment of the members of the board of directors, after determining their number, term of office and remuneration; related and consequent resolutions.
3. Appointment of the members of the board of statutory auditors and determination of their remuneration; related and consequent resolutions.
4. Appointment of an independent auditing firm pursuant to Article 13 of Legislative Decree no. 58/1998. 39/2010; Related and consequent resolutions.
5. Proposal to authorise the purchase and disposal of treasury shares, subject to revocation of the relevant shareholders' resolution dated 28 April 2021; related and consequent resolutions.
6. Approval of the incentive plan called "DHH Stock Option Plan 2022 - 2025"; related and consequent resolutions.

Extraordinary meeting

1. Amendment of the proxy granted by the Extraordinary Shareholders' Meeting of the Company on 28 April 2021, pursuant to Articles 2443 and 2420-ter of the Italian Civil Code, to increase the share capital and issue bonds, including convertible bonds, up to a maximum of EUR 30,000,000.00, where appropriate with the exclusion of option rights or free of charge, also pursuant to Article 2441, paragraphs 4, 5 and 8, and Article 2349 of the Italian Civil Code. Amendment of Article 6 of the Articles of Association and adjustment resulting from the renaming of the market; related and consequent resolutions.

The Chairman took the floor and acknowledged that the minutes of the ordinary part of the agenda have been duly drawn up and instructed me, the notary public, to draw up the minutes of the extraordinary part of this meeting.

Therefore, with reference to item 1) on the agenda, in the extraordinary part, the Chairperson explained the reasons why it seems appropriate to discuss and resolve on the amendment of the proxy conferred by the Extraordinary Shareholders' Meeting of the Company on 28 April 2021, pursuant to Articles 2443 and 2420-ter of the Italian Civil Code, to increase the share capital and issue bonds, including convertible bonds, up to a maximum of EUR 30,000,000.00, where appropriate with the exclusion of option rights or free of charge, also pursuant to Article 2441, paragraphs 4, 5 and 8, and Article 2349 of the Italian Civil Code ("Proxy"). The Chairman reminded those in attendance that on 28 April 2021, as shown in the minutes received by the notary Simone Chiantini on 28 April 2021, rep. no. 26667, registered in Milan DP II on 4 May 2021 under no. 44518 and to which reference is expressly made, the Company's Extraordinary Shareholders' Meeting, resolved to delegate to the Board of Directors, pursuant to Articles 2443 and 2420-ter of the

Italian Civil Code, respectively, the power to increase, on one or more occasions, the Company's share capital of the. (including through free capital increases pursuant to Article 2349 of the Italian Civil Code) and/or to issue convertible bonds on one or more occasions, with compulsory conversion or with the right to purchase or subscribe shares under the terms and conditions set out in the "Board of Directors' Explanatory Report". In view of the proposal for approval of the "DHH Stock Option Plan 2022 - 2025" ("Plan") referred to in the last item on the ordinary agenda - the Chairman continued – the Company's Board of Directors deemed it appropriate to amend the Proxy in order to extend the cases connected to the exclusion of the option right pursuant to Article 2441, paragraph 2, of the Italian Civil Code. 5 of the Italian Civil Code. On this point, the Chairman himself reminded those in attendance that the Proxy currently provides that " [...] (b) *the exclusion or limitation of option rights pursuant to the second sentence of paragraph 4 and paragraph 5 of Article 2441 of the Italian Civil Code may only be triggered if the Board of Directors deems it appropriate for the newly issued shares to be offered for subscription to "qualified investors" and/or "professional investors" (including foreign investors), such as (by way of example) banks, entities, financial companies and investment funds (or other entities falling within the relevant applicable definitions, including those of a European nature, and/or operators that (regardless of such qualification) carry out activities similar, connected, synergic and/or instrumental to those of the Company and/or having a purpose similar or analogous to that of the Company or in any case functional to the development of the Company's business, in such a way as to benefit from any strategic and/or partnership and/or co-investment agreements with said parties or in any case in order to carry out transactions aimed at strengthening the Company's equity and/or strategic operations [...]*". The Chairman pointed out that

insofar as the beneficiaries of the Plan also include directors, employees and collaborators of the Company and its subsidiaries, the share capital increase servicing the Plan will have to be resolved, also pursuant to Article 2441, paragraph 5 of the Italian Civil Code, without it being sufficient to exercise the Proxy under Article 2441(8) of the Civil Code. Considering that the Proxy, in its current wording, does not grant the Board the power to increase the share capital with the exclusion of option rights pursuant to the fifth paragraph of Article 2441 of the Italian Civil Code, to serve any incentive schemes approved by the Company, the Chairman, at the request of the Board of Directors, deemed it appropriate to propose to the Shareholders' Meeting that the Proxy be amended by adding the following passage, so as to enable the execution of the Plan, and made a comparison between the text of the current Proxy and the proposed amendment submitted to the Shareholders' Meeting for approval.

CURRENT WORDING OF THE PROXY

[THE REST UNCHANGED].

(b) the exclusion or limitation of option rights pursuant to the second sentence of paragraph 4 and paragraph 5 of Article 2441 of the Italian Civil Code may only be triggered if the Board of Directors deems it appropriate for the newly issued shares to be offered for subscription to "qualified investors" and/or "professional investors" (including foreign investors), such as (by way of example) banks, entities, financial companies and investment funds (or other entities falling within the relevant applicable definitions, including those of a European nature, and/or operators that (regardless of such qualification) carry out activities similar, connected, synergic and/or instrumental to those of the Company and/or having a purpose similar or analogous to that of the Company or in any case functional to the development of the

Company's business, in such a way as to benefit from any strategic and/or partnership and/or co-investment agreements with said parties or in any case in order to carry out transactions aimed at strengthening the Company's equity and/or strategic operations .

PROPOSAL TO AMEND THE PROXY

[THE REST UNCHANGED].

(b) the exclusion or limitation of option rights pursuant to the second sentence of paragraph 4 and paragraph 5 of Article 2441 of the Italian Civil Code may only be triggered if the Board of Directors deems it appropriate for the newly issued shares to be offered for subscription to "qualified investors" and/or "professional investors" (including foreign investors), such as (by way of example) banks, entities, financial companies and investment funds (or other entities falling under the relevant applicable definitions, including those of a European nature), and/or operators that (regardless of such qualification) carry out activities that are similar, connected synergic and/or instrumental to those of the Company and/or having a purpose similar or analogous to that of the Company or in any case functional to the development of the Company's business, in such a way as to benefit from any strategic and/or partnership and/or co-investment agreements with said entities or in any case in order to carry out transactions aimed at strengthening the Company's equity and/or strategic operations , or the shares are issued to service any incentive scheme in favour of directors, employees or collaborators of the Company or of its subsidiaries.

[THE REST UNCHANGED].

The Chairman continued by adding that, considering the proposed resolution referred to in this item on the Extraordinary Shareholders' Meeting agenda, if the amendment

to the Proxy were to be adopted, Article 6 of the Articles of Association would be amended to acknowledge the amendment to the transitional clause contained in Article 6 thereof. In addition, on that occasion, the Articles of Association would be adjusted as a result of the renaming of the market pursuant to Borsa Italiana's Notice no. 31776.

The Shareholders' Meeting, having heard the Chairman's presentation and having acknowledged its content as well as the content of the Board of Directors' explanatory report on the items on the agenda, after comprehensive discussion, voted by a show of hands, according to the assessment made by the Chairman, and as better shown in the voting sheet attached under letter "C", the reading of which is omitted by virtue the express consent of the appearing person,

7 (seven) votes in favour, corresponding to 3,650,015 ordinary shares 4 (four) votes against, corresponding to 55,298 ordinary shares 6 (six) abstaining, corresponding to 23,799 ordinary shares and therefore with a majority of 97.88% of the share capital present with voting rights, resolved to approve the Chairman's proposals and therefore

RESOLVED TO

1. approve the amendment to the proxy granted by the Extraordinary Shareholders' Meeting of the Company on 28 April 2021, pursuant to Articles 2443 and 2420-ter of the Italian Civil Code, to increase the share capital and issue bonds, including convertible bonds, up to a maximum of EUR 30,000,000.00 (thirty million point zero zero), where appropriate with the exclusion of option rights or free of charge, also pursuant to Article 2441, paragraphs 4, 5 and 8, and Article 2349 of the Italian Civil Code, under the terms and conditions set forth in the "Explanatory Report of the Board of Directors";

2. revise, accordingly, Article 6 of the Articles of Association, which shall read as follows:

“The Extraordinary Shareholders’ Meeting, with a resolution adopted on 28 April 2021 and subsequently amended on 28 April 2022, resolved to grant the Board of Directors the power, pursuant to Article 2443 of the Italian Civil Code, to increase the share capital for cash, in one or more instalments, within five years of the resolution, by a maximum of Euro 30,000,000.00 (thirty million point zero zero) including the share premium, through the issuance of ordinary shares, in compliance with the option right pursuant to Article 2441 of the Italian Civil Code, or with the exclusion of the option right pursuant to Article 2441, paragraphs 4, 5 and 8, of the Italian Civil Code and also through a free capital increase pursuant to Article 2349 of the Italian Civil Code, as well as the right, pursuant to Article 2420-ter of the Italian Civil Code, to issue convertible bonds with compulsory conversion or with the right to purchase or subscribe ordinary shares of the company, for the same period of time, and up to the same maximum amount (considered as a whole), with the consequent power to resolve on the related share capital increase to service the conversion, in compliance with the option right pursuant to Article 2441 of the Italian Civil Code or through a free capital increase in compliance with the option right pursuant to Article 2441 of the Italian Civil Code, or even with the exclusion thereof pursuant to Article 2441, paragraphs 4 and 5, of the Italian Civil Code, all under the terms and according to the conditions and criteria to be followed by the Board of Directors, set forth in the same resolution,

all other articles and paragraphs remain unchanged except as follows;

3. make the amendments to the Articles of Association resulting from the renaming of the market pursuant to Borsa Italiana’s Notice no. 31776 and, in particular,

replacing “AIM Italia” with “Euronext Growth Milan” and “Nomad” with “Euronext Growth Advisor” in all instances, and consequently amend Articles 11, 14, 14-*bis*, 14-*ter*, 15, 18, 26, 31 of the current Articles of Association by replacing only “AIM Italia” with “Euronext Growth Milan” and “Nomad” with “Euronext Growth Advisor, leaving the text and all other articles and paragraphs unchanged;

4. confer on the Board of Directors, and on its behalf its *pro-tempore* Chairman, with the power to grant sub-proxies, including to third parties outside the administrative body, to execute all that has been resolved upon above, granting all powers to execute whatever is necessary or appropriate to obtain the registration of these resolutions in the appropriate Companies Registry, with the power to accept and make, also by unilateral deed, any formal and non-material amendment and/or supplement that may be necessary at the time of registration or that may be required by the competent authorities and providing in general all that is required for the complete implementation of these resolutions, with all powers necessary and appropriate for this purpose, none excluded or excepted.

The Chairman handed me the new text of the **Articles of Association** with the reworded text, which is attached under letter “**D**”, to form an integral and substantial part hereof, the reading of which is waived.

As there was nothing else to discuss and no one else asked to take the floor, the Chairman proclaimed the results of the vote and declared the meeting closed at 11.40 a.m.

The company shall bear the costs of this act and its consequences.

PROCESSING OF PERSONAL DATA

The party consents to the processing of personal data pursuant to the applicable legislation in force; the same may be included in databases, computer files and

telematic systems solely for purposes related to this document, subordinated formalities and related tax effects.

This document, typed by a person I trust and completed in my own hand on two sheets of paper making seven pages so far, was read by me to the appearing person, who approved it and signed it with me at 11.40 a.m.

Signed: GIANDOMENICO SICA

RAFFAELE VANNINI notary public