



Press release pursuant to CONSOB Regulation 11971/1999, as subsequently amended

SHAREHOLDERS' ANNUAL GENERAL MEETING APPROVED:

THE FINANCIAL STATEMENTS AT 31 DECEMBER 2011

APPOINTMENT OF THE BOARD OF DIRECTORS

APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

THE ASSIGNMENT OF THE EXTERNAL AUDITORS THE REMUNERATION REPORT
AND THE SHARE BUY-BACK PLAN

THE BOARD OF DIRECTORS:

CONFIRMED THE COMPANY'S TOP EXECUTIVES

APPOINTED THE INTERNAL CONTROL AND COMPENSATION COMMITTEES

Florence, 24 april 2012 - Today the Annual General Meeting of Dada S.p.A., held in ordinary session and in first call, approved Dada S.p.A.'s Separate Financial Statements at 31 December 2011 and proceeded with other resolutions, as described below.

Approval of the Parent Company Financial Statements at 31 December 2011

Shareholders approved Dada S.p.A.'s Separate Financial Statements for the year ended 31 December 2011, as proposed by the Board of Directors during the meeting held on 12 March 2012. The Shareholders resolved to allocate the Parent Company's net profit of €18,011,273.69 as follows: €11,105,917.04 to cover losses from previous years and the remainder to extraordinary reserves.

The Dada Group closed 2011 with consolidated Revenue of €80.3 million, an EBITDA^[*] of €9.2 million and a consolidated Net Loss of €8.5 million; the Net Financial Position at 31 December 2011 was reduced from the -€50.6 million recorded at 31/12/2010 to -€27 million.



Appointment of the Board of Directors

During the AGM Shareholders renewed, after fixing the number of 13 members, the Company's Board of Directors which will be in office for the years 2012-2014 until the approval of the Financial Statements for FY 2014. The new Board of Directors is comprised as follows:

- ALBERTO BIANCHI
- SILVIA MICHELA CANDIANI
- CLAUDIO CAPPON
- STANISLAO CHIMENTI
- GIORGIO COGLIATI
- CLAUDIO CORBETTA
- ALESSANDRO FOTI
- LORENZO LEPRI
- MONICA ALESSANDRA POSSA
- VINCENZO RUSSI
- MARIA OLIVA SCARAMUZZI
- RICCARDO STILLI
- DANILO VIVARELLI

The Directors appointed were included in the only list submitted, within the timeframe established by law and the company's By-laws, by the majority shareholder RCS MediaGroup S.p.A..

The Directors Silvia Michela Candiani, Claudio Cappon, Stanislao Chimenti, Alessandro Foti, Vincenzo Russi, Maria Oliva Scaramuzzi and Danilo Vivarelli declared their independence pursuant to and in accordance with both Art. 148 par. 3 of Legislative Decree n. 58/1998 and the Corporate Governance Code for listed companies currently adopted by Dada S.p.A. (hence complying with the provisions relating to companies listed on the STAR segment and the current rules and regulations pertaining to Italian companies subject to the direction and coordination of another Italian listed company), while the Director Alberto Bianchi declared that he qualified as independent pursuant to and in accordance solely with Art. 148 par. 3 of Legislative Decree n. 58/1998 due to the office held as Chairman of the previous Board of Directors.

During the AGM, Shareholders also determined the relative compensation for the Board.

Appointment of the Board of Statutory Auditors



As the term of the Board of Statutory Auditors expired, a new Board of Statutory Auditors was also appointed for the period 2012 - 2014, through the approval of the Financial Statements for FY 2014.

The Shareholders, therefore, appointed the Chairman and members of the Board of Statutory Auditors as follows:

- **STANDING AUDITORS**
- Claudio Pastori, Chairman of the Board
- Cesare Piovene Porto Godi
- Sandro Santi

- **ALTERNATE AUDITORS**
- Maria Stefania Sala
- Mariateresa Diana Salerno

The Statutory Auditors appointed were included in the only list submitted, within the timeframe established by law and the company's By-laws, by the majority shareholder RCS MediaGroup S.p.A.. The Shareholders also determined the relative remuneration.

Assignment of the External Auditors for the period 2012/2020

Pursuant to Articles 13 and 17 par. 1 of Legislative Decree n. 39/2010, as the previous assignment granted to the company Reconta Ernst & Young S.p.A. had expired, the assignment for financial audit was made to KPMG S.p.A. for the period 2012-2020. The compensation was also approved based on the proposal submitted by the Company's Board of Statutory Auditors.

Approval of the Remuneration Report and the share Buy-Back plan

The Shareholders approved the Remuneration Report in accordance with Art. 123 *ter* of Legislative Decree 58/98 and, lastly, renewed the authorization, after revoking the previous one granted on 21 April 2011, to purchase treasury shares for up to a maximum number of shares not exceeding one tenth of the share capital (even in light of changes made to applicable norms and regulations) and to sell shares as of the date of this authorization, for a period of up to 18 months.

The purpose of this authorization is to give the Company a means of strategic and operational flexibility. It will be allowed, among other things, to dispose of any treasury shares acquired and to carry out transactions such as purchases/sales, swaps and assignments.



According to the Board's proposal, treasury shares may be purchased at a price which is not less than 20% or more than 10% of the official Stock Price registered on the trading day before each purchase. The shares are to be purchased under the laws and regulations of the Italian Stock Exchange organized and managed by Borsa Italiana S.p.A., as per the procedures established by the latter which prohibit the direct matching of bid prices with predetermined ask prices.

The sale of treasury shares, rather, may be done at a price or valuation which is not less than 95% of the average stock price registered for a period of ninety trading days prior to the disposal or any previous binding offers made in this regard, in accordance with the law and the applicable accounting standards. At the moment neither the Company nor its subsidiaries hold any treasury shares.

Board of Directors

The Board of Directors, which met after the AGM, confirmed Alberto Bianchi, as Chairman, Claudio Corbetta as Chief Executive Officer and General Manager and Lorenzo Lepri as General Manager and Chief Financial Officer, renewing the mandates and powers granted in order to manage the Company. The Board, lastly, appointed the Internal Control and Compensation Committees comprised integrally of independent Directors, in accordance with Art. 148 par. 3 of Legislative Decree n. 58/1998 and the Corporate Governance Code for listed companies currently adopted by Dada S.p.A.. The Board appointed as members of the two Committees the following Directors:

- the Internal Control Committee: Vincenzo Russi (Chairman), Stanislao Chimenti and Alessandro Foti
- the Compensation Committee: Danilo Vivarelli (Chairman), Alessandro Foti and Maria Oliva Scaramuzzi

having previously estimated their independence, together with the other independent Directors' declaration submitted in the filing of the candidate list. The Board also stated the independence of the Statutory Auditors appointed by the AGM, in accordance with Art. 148 par. 3 of Legislative Decree n. 58/1998.

Statement by the Financial Reporting Officer



The Financial Reporting Officer of Dada S.p.A., Federico Bronzi, declares pursuant to Art. 154 bis (2) of the Italian Finance Code ("Testo Unico della Finanza" or TUF) that the financial information contained in this press release corresponds to the Company's records, ledgers and accounting entries.

The curricula vitae of the directors and statutory auditors are available at the Company's registered office, at Borsa Italiana S.p.A., as well as on the Company's website, www.dada.eu

[*] EBITDA is gross of impairment losses and non-recurring items

Contacts:

Dada

Nicoletta Pinoia

Investor Relations Dada

Mob: +39 334 6971556

Tel 02/54027790 - nicoletta.pinoia@dada.net