



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

## **2017 FINANCIAL EVENTS CALENDAR**

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### **SHAREHOLDERS' MEETING CONVENED TO RESOLVE ON STOCK OPTION PLAN**

**Florence, 14 December 2016** - Today the Board of Directors of Dada S.p.A., listed in the STAR segment of the Milan Stock Exchange, has approved the 2017 Financial Calendar and has approved the new stock option plan 2017-2019 and therefore resolved to convene the General Meeting in ordinary and extraordinary session, on 18 and 19 January 2017, in first and second call, respectively.

#### **2017 FINANCIAL EVENTS CALENDAR**

DADA S.p.A. today announced the calendar of Corporate Events for 2017:

- **January, 18/19th 2017:** Shareholders' meeting for the approval the stock option plan 2017/ 2019 an the delegation of powers to the Board of Directors to increase share capital (1st and 2nd call)
- **March, 15th 2017:** Meeting of the Board of Directors to approve DADA S.p.A.'s draft and Group Consolidated Financial Statements as of December 31st, 2016
- **April20/21th 2017:** Shareholders' meeting for the approval of 2016 Financial Statements (1st and 2nd call)
- **May,10th 2017:** Meeting of the Board of Directors to approve DADA Group's Intermediate Financial Report as of March 31st, 2017
- **July, 27th 2017:** Meeting of the Board of Directors to approve DADA Group's Half - Year Financial Report as of June 30th, 2017
- **November,15th 2017:** Meeting of the Board of Directors to approve DADA Group's Intermediate Financial Report as of September 30th, 2017.

In proximity to the single events listed above, the Company will inform you of any and all modifications and/or changes which may occur.



## **CALLING OF THE SHAREHOLDERS' MEETING**

Today the Board of Directors of Dada S.p.A has resolved to convene the General Meeting in ordinary and extraordinary session, by setting the agenda on 18 and 19 January 2017, in first and second call, respectively, at the Company's registered office in Florence to:

### **Ordinary session**

- renew a share-based incentive plan for 2017-2019 (the "2017-2019 Incentive Plan" or the "Plan") intended for managers and executives of DADA S.p.A. and/or its subsidiaries and aimed at providing incentives and retaining the beneficiaries, increasing their participation in the Group's growth process; related and consequent resolutions.

### **Extraordinary session**

- delegation of powers to the Board of Directors, pursuant to art. 2443 of the Italian Civil Code, to be exercised within 5 years from the Meeting resolution date, to increase share capital against payment with the exclusion of option rights - in one or more tranches in separate issues - to service the 2017-2019 Incentive Plan, for a maximum par value of € 161,500 through issue of a maximum of n. 950,000 DADA ordinary shares for a par value of € 0.17 each; consequent change art. 6 by-laws; related and consequent resolutions.

Pursuant to art. 84-bis, paragraph 3, of the Regulations as per Consob Resolution n. 11971 of 14 May 1999, as amended, it must be noted that:

- the beneficiaries of the Plan, who will be selected by the Board of Directors of DADA following the resolutions adopted by the Meeting on the proposal of the Remuneration Committee, may also include parties falling in the categories referred to in art. 152-sexies, paragraph 1, let. c. (c-1, c-2) of the Consob Regulations, if such parties are DADA Group employees;
- under the Plan, beneficiaries will be granted option rights for the subscription of a maximum of n. 950,000 DADA new ordinary shares. The number of options granted to each beneficiary of the Plan will be decided by the Board of Directors on exercise of the authorization to increase the share capital proposed to the Shareholders' Meeting, and will consider the organizational role held within the Group;
- under the Plan, which, as mentioned, is intended for DADA Group employees pursuant to art. 2441, paragraph 8 of the Italian Civil Code, the issue price of the Shares, arising from the subscription of the option rights, is to be equal to the official average price of DADA S.p.A. ordinary shares recorded over the trading days in the period between the grant date of the Options and the previous calendar semester. The above method to determine the exercise price of the Options applies to all and every Option. However, the Options may be granted in different stages. Their actual exercise price may vary depending on the different grant date;



- The actual possibility of exercising the Options under the 2017-2019 Plan will be, among other things, subject to the meeting of a performance condition depending on the achievement by the DADA Group of a consolidated and cumulative revenue and EBITDA target for 2017-2019, as set out by the Board, based on the three-year plan of the DADA Group. Specifically, were the DADA Group to achieve at least 85% of the cumulative EBITDA target for 2017-2019, and at least 90% of the cumulative revenue target for 2017-2019, as identified by the Board for the DADA Group based on the three-year plan approved by the Company, this would constitute a satisfaction of the performance condition and the full vesting of all the Options.

Further information regarding the Plan, including the selection of the beneficiaries and number of options granted, will be made available to the public within the time limits and manners of law.

The notice of call of the Shareholders' Meeting and the documents relating to the items on the agenda will be made available to the public according to the legally required deadlines and procedures at the Company's registered office and at Borsa Italiana S.p.A.. Shareholders may view and obtain copy of the above documents, which will be made available within deadline required by law, also on the Company's website at [www.dada.eu](http://www.dada.eu).

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This press release is also available on the Company's website [www.dada.eu](http://www.dada.eu) in the Investors/Financial Press Releases section.

*Dada S.p.A. - listed in the STAR segment of the Milan Stock Exchange - is an international leader in online presence and visibility services (domains, hosting, servers, online brand protection) for European SMEs. With over 600 thousand business clients, 1.9 million domains under management, 1.8 million email accounts and 650 thousand active hosting plans, Dada is one of the leading names in the European **Domain & Hosting** segment and is a key player in its markets of operation: in Italy through its established brand Register.it, as well as in the UK, Ireland, Spain, France, Portugal and Holland under the Namesco, Simply Hosting & Servers, Register365, Nominalia and Amen brands, respectively.*

For further information

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