

Press Release

DIGITAL360: closed two new acquisitions in Chile, acquired a majority stake in EMB and Uno a Uno

Milan, 13 February 2023 - **DIGITAL360 S.p.A.** Società Benefit, an innovative SME listed on the Euronext Growth Milan market, announces that it has completed two acquisitions in Chile, bringing the total number of companies acquired in the LATAM region to eight.

A majority stake (51%) was acquired in Editorial Microbyte Ltda (**'EMB'**) and Gruppo Uno a Uno (**'One to One'**). These two acquisitions in Chile aim to replicate the Demand Generation model successfully developed in Italy, which envisages the synergic combination of EMB's digital publishing assets with Uno a Uno's expertise in event organisation and digital marketing services.

Launched last year and still in the evolution and development phase, the international expansion path intends to replicate the business and growth model already successfully experimented by DIGITAL360 in Italy, consolidating highly fragmented markets that share a single language (Spanish), with the possibility of sharing a team and platform.

EMB

Founded by José Kaffman and with 40 years of history, EMB is the publisher in the digital innovation sector with the best positioning in Chile. In addition to publishing activities, EMB organises events (such as the 'CIO Update') and offers marketing services. EMB in particular is very well positioned in Chile's b2b communities related to information and communication technologies (ICT) and digital innovation in the manufacturing, mining and energy industries, sectors of great importance in the Chilean economy.

EMB recorded revenues of about EUR 700,000 in the financial year 2021 with an EBITDA of about EUR 170,000 and a NFP credit balance of about EUR 200,000.

The agreement provides for the sale of 51% of the shares for a consideration of USD 552,000, plus USD 50,000 as the pro-rata share of the NFP calculated at closing.

Among other stipulations, the agreement provides, according to a successful consolidated acquisition scheme used before, that 2 of the selling shareholders will be appointed as board members - together with 3 members appointed by DIGITAL360 - and, aligning with the current management, shareholders and managers will continue to perform their role for at least 3 years after the acquisition.

Lastly, the agreement provides for the possibility for both parties to exercise cross-options (Put & Call) for the purchase or sale of the remaining 49% of EMB, the price of which will be established based on the EBITDA realised by the company in the financial years 2024 and 2025, in addition to the NFP, as of the approval of the financial statements for the year ending 31/12/2025.



One to One

The Uno a Uno Group, which has been present in the Chilean market for over 20 years, is made up of 3 agencies, two of which (Uno a Uno and Clue) are very focused on the organisation of presential and virtual events while the third (Tree Digital) is more focused on Digital Marketing. The Group works with major players in the ICT world, and other relevant clients in the Chilean economy.

In the financial year 2021, Uno a Uno recorded revenues of about EUR 1 million with an EBITDA margin of about 10 per cent and a credit NFP of about EUR 300,000.

The agreement provides for the sale of 51% of the shares for a consideration of approximately EUR 317,000 in addition to the pro-rata NFP calculated at closing.

To these amounts may be added an earn-out component based on the achievement of certain margin results in the financial year 2022.

The agreement between the parties also provides, among other stipulations, for the active involvement, in continuity with the current situation, of the current shareholders and managers in the future management of the Uno a Uno group for at least 3 years after the acquisition. Furthermore, each Board of Directors will consist of 2 members appointed by the One at One Group and 3 members appointed by DIGITAL360.

Finally, the agreement provides for the possibility for both parties to exercise cross-options (Put & Call) for the purchase or sale of the remaining 49% of Uno a Uno, the price of which will be established on the basis of the EBITDA realised by the company in the financial years 2024 and 2025, in addition to the NFP, as of the approval of the financial statements for the year ending 31/12/2025.

"The entry of the Digital360 Group in Chile represents another important step in our internationalisation strategy. I am very pleased with these operations," says **Raffaello Balocco**, CEO of DIGITAL360. We are rapidly achieving an excellent level of coverage, both in terms of skills and geography, in the Spanish-language technology market".

"With the entry of EMB and Uno a Uno, the Group's expansion project in Latam continues, in a country of great importance in the region and where we were not yet present. This is an important step in the strategic direction underlying the project, namely the establishment of a new market leader in Latin America capable of offering a full range of marketing and lead generation services to technology companies (starting with the big global players)," says **Simone Battiferri**, General Manager Latam at DIGITAL360. I am very pleased to welcome José, Maria Eugenia, Maria Claudia, Mauricio and Lucila".

"We are excited about this agreement with DIGITAL360: it is a perfect match between EMB, which has decades of solid presence in Chile in the B2B publishing, events and marketing market, and a global company like DIGITAL360, which brings a truly cutting-edge technology, approach and know-



how," says **José Kaffman**, the company's founder and General Manager. "Our current and future customers will thus have access to a much richer portfolio of state-of-the-art solutions".

"What we are now communicating is excellent news for both the entire One to One Group and its customers. After 25 years of consolidated all-round experience in the marketing market in Chile, the time has come for us to expand by joining a prestigious European network. This entry offers us a great opportunity for growth, which is positive in all aspects: for our teams, the chance to grow and learn from market leaders, and for our clients, the incentive to place their trust in us is renewed", said **María Eugenia Riera, Mauricio Merino, María Claudia Bustos** and **Lucila Persico**, partners and managers of the Uno a Uno Group.

This press release is available on the Company's website at www.digital360.it.

DIGITAL360

DIGITAL360, a company benefit listed on the Euronext Growth Milan Market of the Italian Stock Exchange, aims to accompany companies and public administrations in the understanding and implementation of digital transformation and to encourage them to meet the best technology suppliers. DIGITAL360 pursues this objective through two business units: one, called "Demand Generation" supports technology companies (vendors, software houses, system integrators, start-ups, etc.) in communication, storytelling, event management, and generation of business opportunities; the other, called "Advisory & Coaching" is aimed at all companies and public administrations wishing to undertake any digital transformation path. NetworkDIGITAL360, transversal to both Business Units, is the largest network of online publications dedicated to all topics of Digital Innovation. DIGITAL360 integrates a multidisciplinary and multicultural mix of professionalism and skills thanks to analysts, journalists, consultants and experts in the digital world, united by a great passion and mission: digital innovation as an engine for the growth and modernisation of our country. For further information: www.digital360.it

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