

NOTICE OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The ordinary and extraordinary Shareholders' Meeting of Digital Value S.p.A. is convened in Milan at the Notary Studio Marchetti, via Agnello n. 18, on June 5, 2024, at 9:30 a.m. for the first call, and if necessary on June 6, 2024, at 9:30 a.m. for the second call, same place, with the following

AGENDA

Ordinary Session

1. Annual Financial Statements of Digital Value S.p.A. as of December 31, 2023, and allocation of the profit for the year. Presentation of the consolidated financial statements as of December 31, 2023, of the Digital Value group.

1.1 Approval of the Annual Financial Statements of Digital Value S.p.A. as of December 31, 2023, following examination of the reports of the Audit Firm and the Board of Statutory Auditors; related deliberations and consequences.

1.2 Allocation of the profit for the year. Related deliberations and consequences.

2. Report on the remuneration policy and compensation paid:

2.1 Approval of the first section of the report pursuant to art. 123-ter, paragraphs 3-bis and 3-ter of Legislative Decree February 24, 1998, no. 58;

2.2 Deliberations concerning the second section of the report pursuant to art. 123-ter, paragraph 6 of Legislative Decree February 24, 1998, no. 58.

3. Proposal for authorization to purchase and dispose of own ordinary shares pursuant to the combined provisions of Articles 2357 and 2357-ter of the Civil Code, as well as Article 132 of Legislative Decree 58/1998 and related implementing provisions, following revocation of the authorization granted by the Ordinary Shareholders' Meeting on April 5, 2023. Related deliberations and consequences.

Extraordinary Session

1. Proposal to increase the share capital, paying, on a divisible basis, with exclusion of the option rights pursuant to article 2441, paragraph 4, second period, of the Civil Code, for an amount not exceeding Euro 6,600,000.00 (six million six hundred thousand/00) inclusive of a premium, by issuing new ordinary shares of the Company without indication of the nominal value and having the same characteristics as those in

circulation on the date of issue, reserved for subscription by In Holding S.p.A. to be paid in cash. Subsequent modifications of Article 6 of the Articles of Association and related deliberations and consequences.

2. Proposal to increase the share capital, paying, on a divisible basis, with exclusion of the option rights pursuant to article 2441, paragraph 4, second period, of the Civil Code, for an amount not exceeding Euro 6,572,000.00 (six million five hundred seventy-two thousand/00) inclusive of a premium, by issuing new ordinary shares of the Company without indication of the nominal value and having the same characteristics as those in circulation on the date of issue, reserved for subscription by HTT S.r.l. to be paid in cash. Subsequent modifications of Article 6 of the Articles of Association and related deliberations and consequences.

In accordance with Article 106 of Legislative Decree March 17, 2020, no. 18 - as converted with amendments by Law April 24, 2020, no. 27 and subsequent amendments and additions - as last extended by Law March 5, 2024, no. 21 (**the "Decree"**) - participation in the Shareholders' Meeting by those entitled to vote may only take place through the representative designated by the Company pursuant to Article 135-undecies of Legislative Decree no. 58/98 (the "TUF"), as further specified below.

INFORMATION ON THE SHARE CAPITAL

The subscribed and paid-up share capital amounts to Euro 1,554,957.60 and is divided into n. 9,969,576 ordinary shares without indication of the nominal value, each of which entitles the holder to one vote at the Shareholders' Meeting, except for the n. 6,441,833 shares for which the increased voting right has been obtained pursuant to Article 6.6 of the Articles of Association. The total number of voting rights is therefore equal to 16,411,409. The Company holds n. 43,259 treasury shares, equal to 0.434% of the share capital.

SHAREHOLDERS' PARTICIPATION IN THE MEETING

The participation in the Shareholders' Meeting by those entitled to vote is allowed exclusively through Monte Titoli S.p.A. - headquartered in Milan (MI - 20123), Piazza degli Affari 6 - as the representative designated by the Company pursuant to art. 135-undecies of the TUF (**the "Designated Representative"**).

Those legitimized under the law, other than those entitled to vote (the Directors, the Auditors, the appointed secretary and/or the Notary, the representatives of the audit firm, and the Designated Representative), may participate in the Shareholders' Meeting via means of telecommunication ensuring their identification. Instructions for participation in the Shareholders' Meeting via means of telecommunication will be provided by the Company to interested parties.

Legitimization for participation and voting

Pursuant to Article 83-sexies TUF, legitimization for participation in the Shareholders' Meeting and exercise of the voting right - exclusively through the Designated Representative - is confirmed by communication to the Company, made by the intermediary, in accordance with its own accounting

records, in favor of the subject entitled to vote, based on evidence relating to the end of the seventh day of open market preceding the date set for the Shareholders' Meeting on first call (**record date May 27, 2024**); entries in credit and debit made subsequently to that date are not relevant for legitimization to exercise the voting right at the Shareholders' Meeting. The intermediary's communication must be received by the Company by the end of the third day of open market preceding the date set for the Shareholders' Meeting and, therefore, by May 31, 2024. However, legitimization for participation and voting is maintained as described below, if communications are received by the Company after the aforementioned deadline, provided that they are received by the Company before the start of the Shareholders' Meeting.

Granting of proxy to the Designated Representative.

A proxy must be granted to the Designated Representative, without expense to the delegating party (except for any transmission costs), with voting instructions, on all or some of the proposals for resolution on the items on the agenda, through the specific form available, with the related instructions for completion and transmission, on the Company's website (www.digitalvalue.it, Section "Investor Relations - Meetings").

Delegation with voting instructions must be received, along with a copy of a valid identification document of the delegator or, if the delegator is a legal entity, of the legal representative pro tempore or another person with appropriate powers, along with documentation suitable for attesting to their qualification and powers, by the Designated Representative, by the end of the second day of the open market preceding the date of the Assembly (i.e., **by June 3, 2024**, concerning the first call, **or by June 4, 2024**, concerning the second call), using the following alternative methods:

- i) transmission of a digitally reproduced copy (PDF) to the certified email address RD@pec.euronext.com (subject: "Proxy Assembly DIGITAL VALUE 2024") from one's certified email inbox (or, failing that, from one's email inbox of the electronically signed document with a qualified or digital electronic signature);
- ii) transmission in original form, via courier or registered mail with return receipt requested, to the attention of the Register Services area, at Monte Titoli S.p.A., Piazza degli Affari n. 6, 20123 Milan (Ref. "Proxy Assembly DIGITAL VALUE 2024"), **enclosing a digitally reproduced copy (PDF)** sent via ordinary email to the address RD@pec.euronext.com (subject: "Proxy Assembly DIGITAL VALUE 2024").

Within the same terms, the proxy and voting instructions can always be revoked using the same methods. The proxy is effective only for proposals for which voting instructions have been given.

Subject to the requirement that a proxy be granted to the Designated Representative, in accordance with the Decree, such proxies may also be granted to that party, or to any delegates, in accordance with Article 135-novies of the Consolidated Financial Law, also derogating from what is established in Article 135-undecies, paragraph 4, of the Consolidated Financial Law, exclusively by means of the relevant form available on the Company's website (www.digitalvalue.it, Investor Relations - Assemblies section). The same methods described above and indicated in the proxy form must be followed for the transmission

and revocation of proxies or sub-proxies. The proxy or sub-proxy must be received by 6:00 p.m. on the day before the assembly (and in any case before the start of the assembly proceedings).

For any clarifications regarding the granting of the proxy (and in particular concerning the completion of the proxy form and the voting instructions and their transmission), parties authorized to participate in the Assembly can contact Monte Titoli S.p.A. by email at the address RegisterServices@euronext.com or by phone at (+39) 02.33635810 during business days, from 9:00 a.m. to 5:00 p.m.

Electronic or postal voting is not provided for.

INTEGRATION OF THE AGENDA AND PRESENTATION OF NEW RESOLUTION PROPOSALS

Pursuant to Article 126-bis of the Consolidated Financial Law, Shareholders who, even jointly, represent at least one fortieth of the share capital (2.5%) may, within ten days of the publication of this notice of meeting (i.e., by May 16, 2024), request the integration of the list of matters to be dealt with at the Assembly, indicating in the request the additional topics proposed, or present resolution proposals on matters already included on the agenda of this notice of meeting. The request for integration must be received, within the aforementioned deadline, by registered mail to the Company's registered office (via della Maglianella, 65/E - 00166 Rome), addressed to the corporate office, or by certified email to the address digitalvaluespa@legalmail.it. The request must be accompanied by information regarding the identity of the shareholders who submitted it, indicating the percentage held, and by references to the communication sent by the intermediary to the Company for legitimization to exercise the right, and by a report stating the reasons for the resolution proposals on new matters or the reasons for the additional resolution proposals presented on matters already on the agenda. The integration of the agenda is not allowed for topics on which the Assembly deliberates, pursuant to law, upon proposal by the directors or on the basis of a project or report prepared by them, other than those indicated in Article 125-ter, paragraph 1, of the Consolidated Financial Law.

Any integrations or resolution proposals on matters already on the agenda will be announced by May 21, 2024, in the same manner as provided for the publication of this notice. Simultaneously, the reports prepared by those requesting integration and/or the additional resolution proposals submitted, accompanied by any evaluations by the Board of Directors, will be made available to the public, in the same manner. The integration of the agenda is not allowed for topics on which the Assembly deliberates, pursuant to law, upon proposal by the directors or on the basis of a project or report prepared by them, other than those indicated in Article 125-ter, paragraph 1, of Legislative Decree no. 58/1998.

Presentation of new resolution proposals pursuant to Article 126-bis, paragraph 1, penultimate period, of the Consolidated Financial Law

Given that participation in the Assembly convened by this notice is exclusively through the Designated Representative, those entitled to vote may individually submit resolution proposals on the matters on the agenda by sending them (together with the certification attesting to the ownership of the participation and any other documentation useful for the identification of the authorized Shareholder) at least fifteen days before the date set for the Assembly (i.e., by May 21, 2024) by registered mail to the Company's registered office (via della Maglianella, 65/E - 00166 Rome), addressed to the corporate office, or by certified email to the address digitalvaluespa@legalmail.it.

The Company reserves the right to verify the relevance of the proposals to the agenda items, their completeness, and their conformity with applicable regulations, as well as the legitimacy of the proponents.

Individual resolution proposals will be made available to the public on the Company's website (www.digitalvalue.it, Investor Relations - Assemblies section) by May 23, 2024, so that voting rights holders can view them for the purpose of granting proxies and/or sub-proxies, with relevant voting instructions, to the Designated Representative.

In the event of resolution proposals on agenda items alternative to those formulated by the Board, the proposal of the Board will be voted on first, and only if that proposal is rejected, will the Shareholders' proposals be voted on. These proposals, even in the absence of a proposal from the Board, will be submitted to the Assembly starting from the proposal submitted by Shareholders representing the largest percentage of capital. Only if the proposal put to the vote is rejected will the next proposal in order of represented capital be voted on.

RIGHT TO ASK QUESTIONS BEFORE THE ASSEMBLY

Pursuant to Article 127-ter of the Consolidated Financial Law, voting rights holders may ask questions on the matters on the agenda before the Assembly, by the end of the seventh open market day preceding the date set for the Assembly, i.e., **by May 27, 2024**, in writing by registered mail to the Company's registered office (via della Maglianella, 65/E - 00166 Rome), addressed to the corporate office, or by certified email to the address digitalvaluespa@legalmail.it.

The legitimacy to exercise the right is attested by transmitting to the Company, at the above-mentioned addresses, a specific communication issued by intermediaries authorized by law, certifying ownership of the right. Responses to questions received before the Assembly will be provided no later than June 2, 2024. The Company may provide a unified response to questions with the same content.

Responses will be made available on the Company's website (www.digitalvalue.it, Investor Relations - Assemblies section).

DOCUMENTATION

Documentation relating to the Assembly - including explanatory reports on the agenda items with the full text of the resolution proposals, as well as the Annual Financial Report, the Report of the Board of Statutory Auditors, and the Report of the Audit Firm - will be made available to the public, in accordance with the law, at the Company's registered office (via della Maglianella, 65/E - 00166 Rome), as well as on the Company's website (www.digitalvalue.it, Investor Relations - Assemblies section) and on the "eMarket STORAGE" storage mechanism (www.emarketstorage.com). Furthermore, the documentation referred to in Article 77, paragraph 2-bis of CONSOB Regulation no. 11971/1999, will be made available to the public, exclusively at the registered office, at least 15 days before the date of the Assembly on first call, i.e., by May 21, 2024.

This notice of meeting is published in full on the Company's website (www.digitalvalue.it, Investor Relations - Assemblies section), on the authorized storage mechanism "eMarket Storage," and, in extract, in the daily newspaper "MF-Milano Finanza".

Rome, May 6, 2024

FOR THE BOARD OF DIRECTORS

THE PRESIDENT

Massimo Rossi