

PRESS RELEASE

CAPITAL INCREASE WITH EXCLUSION OF THE OPTIONAL RIGHT PURSUANT TO ART. 2441, PARAGRAPH 5, OF THE CIVIL CODE

Milan, April 26, 2023 – MeglioQuesto S.p.A. (MQSPA.MI), Phygital Analytic Company operating in the customer experience sector ("**MeglioQuesto**" or the "**Company**"), following the press release issued on 7 April 2023, announces that today the Company's Board of Directors met and, partially making use of the proxy pursuant to art. 2443 code civ. granted by the extraordinary shareholders' meeting of the Company on May 28, 2021, approved a paid share capital increase, with the exclusion of the option right pursuant to and by effect of art. 2441, paragraph 5, of the civil code, reserved equally to Messrs Pierluigi Ghiani and Francesco Simula to be paid in cash (by offsetting the receivables claimed by them) for a total amount equal to Euro 7,000,000.00 including the premium, by issuing of total no. 4,000,000 ordinary shares of the Company (the "**Capital Increase**").

The subscription price of the newly issued shares deriving from the Capital Increase, in relation to which a favorable opinion was expressed by the Board of Statutory Auditors, is equal to Euro 1.75 each (of which Euro 0.10 to increase the share capital and 1.65 euros as a surcharge).

As a result of the Capital Increase, the share capital of Meglio Questo will therefore be increased by a total of Euro 400,000.00 while the remaining amount of Euro 6,600,000.00 will be allocated to the "premium reserve".

The certificate of execution of the Capital Increase pursuant to art. 2444 code civ. will be filed with the Milan Company Register in accordance with the law.

For further information on the Capital Increase, please refer, in any case, to the Explanatory Report of the Board of Directors prepared for the purposes of the same and made available on the Company's website at the address www.meglioquesto.it (Investor Relations section) and on the Borsa Italiana S.p.A. website.

As already communicated to the market on 7 April 2023, the agreements provide, inter alia, that the lock-up restriction on the shares previously owned by Messrs Pierluigi Ghiani and Francesco Simula (i.e. no. 536,354 each) be released against the assumption by the same of a new lock-up commitment on a quantity of shares equal to one third of the shares issued to them against this capital increase (i.e. 666,667 Conversion Shares each) for a period of 6 months.

It should also be recalled that pursuant to the purchase and sale agreement signed on June 21, 2022 between the Company and Messrs Pierluigi Ghiani and Francesco Simula as subsequently amended, the payment of a maximum of 4,600,000 euros is envisaged as an earn-out upon the achievement of certain growth objectives of Meglio Questo Digital S.r.l.

It should be noted that, pursuant to this agreement, it is envisaged that in the cases in which Dr. Felice Saladini ceases to hold, even indirectly, a stake of at least 35% in the share capital of the Company or ceases to hold the office of Chief Executive Officer of Meglio Questo, Messrs. Pierluigi Ghiani and Francesco Simula will have the right to request, on the date on which should the change of control occur, the immediate payment in full in cash of any additional amount still due regardless of the achievement of the growth objectives of Meglio Questo Digital S.r.l.

The minutes of the Board of Directors will be made available to the public at the registered office, on the Company's website at www.meglioquesto.it (Investor Relations section) as well as on the Borsa Italiana website, as required by the applicable regulatory legislation.

MeglioQuesto (MQSPA:IM - ISIN IT0005450173) is a phygital analytic company operating in Italy since 2011, listed on the Euronext Growth Milan (EGM) market of the Italian Stock Exchange since June 2021, active in the multi-channel Customer Experience (CX) market. The uniqueness of the business model is based on the ability to offer consultancy and services on both physical and digital channels for sales and services to partners through an integrated and proprietary Business to Business to Consumer (B2B2C) technology platform. MeglioQuesto's partners are mainly top-tier companies in the telecommunications, energy, financial and insurance sectors to whom services are offered through two business lines ("Customer Acquisition" and "Customer Management") and three channels (Digital, Human and Voice). The innovative way in which the Group operates integrated all physical and digital touch points, enabling the consumer to choose how to deal with its supplier. The multi-channel system is structured on the Digital channel through a digital marketing approach ranging from search engine optimisation (SEO) and lead generation to online sales; the Human channel is developed in the context of operational marketing, through external B2C and B2B sales and promotion structures that use a face-to-face approach with the customer; the Voice channel encompasses all sales and CX activities characterised by advanced end-to-end models that innovate traditional activities.

Identification codes

Ordinary shares: ISIN IT0005450173 (Ticker MQSPA)
MeglioQuesto 2021-2025 Warrants: ISIN IT0005450207 (Ticker WMQSPA)
Press release available at www.meglioquesto.it and www.1info.it

For further information

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