



PRESS RELEASE

CORRECTION WITHDRAWAL RESULTS

DEPOSITED AT THE COMPANY REGISTER OPTIONAL OFFER PURSUANT TO ARTICLE 2437-QUATER, PARAGRAPH 2, OF CIVIL CODE

Milan, 7 October 2022

MeglioQuesto (1CALL: IM), one of the main Italian operators in the multichannel customer experience sector ("**MeglioQuesto**" or the "**Company**") announces - in partial correction of what is indicated in the press release issued by the Company on 6 October 2022 - that, following the receipt today of the documentation relating to a further validly exercised request for withdrawal, the right of withdrawal is validly exercised for a total of n. **176,804** shares representing **0.30%** of the share capital of MeglioQuesto and for a total value, calculated on the basis of the liquidation value determined at Euro 2.038 for each share (established in compliance with the provisions of Article 2437-ter of the Italian Civil Code), equal to Euro **360,326.55**.

In addition to the foregoing, the Company announces that today it has completed the filing with the Register of Companies of Milan Monza Brianza Lodi, pursuant to Article 2437-quater, paragraph 2, of the Italian Civil Code, the following offer in option.

OPTIONAL OFFER PURSUANT TO ARTICLE 2437-QUATER, PARAGRAPH 2, OF THE CIVIL CODE

MeglioQuesto S.p.A., with registered office in Milan, Viale Francesco Restelli n. 3/1, tax code and registration in the Register of Companies of Milan Monza Brianza Lodi n. 09856440962 ("**MeglioQuesto**" or the "**Company**")

Given that

1. On 23 August 2022, the Extraordinary Shareholders' Meeting of the Company approved the amendment of articles 6 and 7 of the current Articles of Association and the introduction of a new article 6-bis, aimed at allowing the Company to issue shares at multiple vote ("**Resolution**");
2. as a result of the Resolution registered with the Register of Companies of Milan Monza Brianza Lodi on 30 August 2022, the holders of MeglioQuesto shares who did not participate in the adoption of the Resolution (the "Qualified Shareholders"), the right to withdraw from MeglioQuesto pursuant to article 2437, paragraph 1, lett. g), of the Italian Civil Code (the "Right of Withdrawal");
3. the Entitled Persons were entitled to exercise the Right of Withdrawal, as communicated by the Company with a specific notice on 7 September 2022, by 22 September 2022 (the "Term"), according to the methods communicated in the aforementioned notice;

based on the communications received by the Company, it appears that the Right of Withdrawal has been validly exercised within the Term for a total of no. **176,804** ordinary shares ("**Shares Subject to Withdrawal**") equal to approximately **0.30%** of the ordinary share capital of

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MeglioQuesto, against a liquidation value of Euro 2.038 (the "**Liquidation Value**") per share, therefore, for a total settlement value of Euro **360,326.55**;

4. pursuant to art. 2437-quater, paragraph 1, of the Italian Civil Code, the liquidation of the Shares Subject to Withdrawal takes place first of all by offering them in option to all the shareholders of MeglioQuesto, holders of shares for which the Right of Withdrawal has not been exercised;
5. the option offer of the Shares Subject to Withdrawal contained in this notice is filed on 7 October 2022 at the Register of Companies of Milan Monza Brianza Lodi and published on the Company's website www.meglioquesto.it and in other ways. in accordance with the law;
6. as required by art. 2437-bis, of the Italian Civil Code, and the applicable regulatory provisions, the Shares Subject to Withdrawal are made unavailable until their liquidation by the intermediary authorized to keep the accounts

OFFERS IN OPTION

pursuant to Article 2437-quater, paragraph 1, of the Civil Code, the Shares Subject to Withdrawal, under the terms and conditions specified below (the "**Option Offer**").

(A) Option Offer

The Shares Subject to Withdrawal are offered as an option, pursuant to art. 2437-quater of the Italian Civil Code. civ., to all holders of MeglioQuesto shares for which the Right of Withdrawal has not been exercised, in proportion to the number of shares held by them at the close of the accounting day of 7 October 2022: each of these shares is therefore assigned a option right - represented by coupon no. 1 (the "**Option**" and, collectively, the "**Options**") - exercisable in the following ratio:

n. 1 Share for each 325.88030 Option

except for variations resulting from notices of exercise of the Right of Withdrawal sent within the Deadline and not yet received by the Company (which will be promptly communicated on the MeglioQuesto website www.meglioquesto.it).

The Options (ISIN code IT0005511974) will not be negotiable on Euronext Growth Milan (or on any other market) and can only be exercised for a whole number of Shares Subject to Withdrawal. The number of Shares Subject to Withdrawal that can be assigned for the Options exercised is determined by rounding down to the unit.

(B) Price

The price at which the Shares Subject to Withdrawal are offered is equal to Euro 2.038 per share (hereinafter the "**Price**") and corresponds to the Liquidation Value of the Shares Subject to Withdrawal established in accordance with the provisions of art. 2437-ter, paragraph 3, of the civil code.

(C) Period of the Option Offer

Subjects entitled to do so will be able to exercise the Options, under penalty of forfeiture, starting from the date of filing with the competent Register of Companies and for the following 30 days, then until 7 November 2022 (including extremes) ("**Exercise Period**").

(D) Exercise modality

Due to the dematerialization regime of the Company's shares, acceptance of the Option Offer and any exercise of the Preemption Right (as defined below) must take place through intermediaries, participating in the centralized management system Monte Titoli S.p.A., where the securities are deposited, by signing a specific form prepared in accordance with the model available at the Company's registered office and

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on the website www.meglioquesto.it ("**Subscription Form for the Option Offer**") and subject to verification, by the intermediaries themselves, of the entitlement of the participant to purchase the Shares Subject to Withdrawal (by exercising the Options and possibly the Pre-emption Right).

(E) Preemption right

Those who exercise the Options, provided they make a simultaneous request in the Subscription Form to the Offer in Option, will have the right of first refusal pursuant to art. 2437-quater, paragraph 3, of the Italian Civil Code (the "**Preemption Right**") in the purchase - again for a consideration equal to the Price - of the Shares Subject to Withdrawal that have not been opted after the Offer in Option ("**Inopted Shares**").

To this end, the shareholders must indicate in the appropriate section of the Subscription Form to the Offer under Option the maximum number of Inopted Shares for which they intend to exercise this right.

If the number of shares requested in pre-emption is greater than the quantity of the inoperative shares, the allocation will be made among all the applicants in proportion to the number of shares subject to withdrawal purchased by each following the exercise of the options, with rounding down to the lower unit and subsequently proceeding with the assignment of the remaining shares on the basis of the criterion of greater remainder.

The shares that will not be purchased during the Option Offer or through the exercise of the Preemption Right will be placed with third parties pursuant to art. 2437-quater, paragraph 4, of the civil code.

(F) Option Offer Results and settlement of the Shares Subject to Withdrawal.

MeglioQuesto will communicate the results of the Option Offer (also in light, if applicable, of the exercise of the Preemption Right) by publishing specific press releases on the website www.meglioquesto.it and, in any case, in accordance with the provisions of applicable law and regulations.

This notice will also contain the terms and conditions of payment and transfer of the Shares Subject to Withdrawal.

The number of shares assigned to those who have exercised the Options and, possibly, to those who have exercised the Preemption Right will be communicated to the interested parties by the authorized intermediaries according to their respective internal timing and procedures.

(G) Methods and terms of payment and transfer of the Shares

Payment of the liquidation value of the Shares Subject to Withdrawal in favor of the shareholders who have exercised the Right of Withdrawal, as well as the transfer (and relative payment) of the shares assigned as part of the Offer under Option (including any shares to be assign as a result of the exercise of the Preemption Right) will be made with value date at the end of the liquidation procedure on the date that will be communicated by MeglioQuesto through the publication of a specific press release disseminated via SDIR and published on the Company's website (www.meglioquesto.it).

(H) Exclusions

Withdrawal Shares and Options have not been and will not be registered in the United States of America under the United States Securities Act of 1933, in Australia, Japan, Canada, South Africa or any other country in which the 'offer of the Withdrawal Shares to investors resident in such countries is not permitted in the absence of specific authorizations from the competent authorities (the "**Countries**"), and have not been and will not be offered or sold in the United States of America o in any other country in which the Offer in Option is not permitted in the absence of a specific authorization in compliance with the applicable legislation, or in derogation from the same.

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Identification codes

Ordinary shares: ISIN IT0005450173 (Ticker 1CALL)
Warrants MeglioQuesto 2021-2025: ISIN IT0005450207 (Ticker W1CALL)

Press release available on www.meglioquesto.it and www.1info.it

For further information

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