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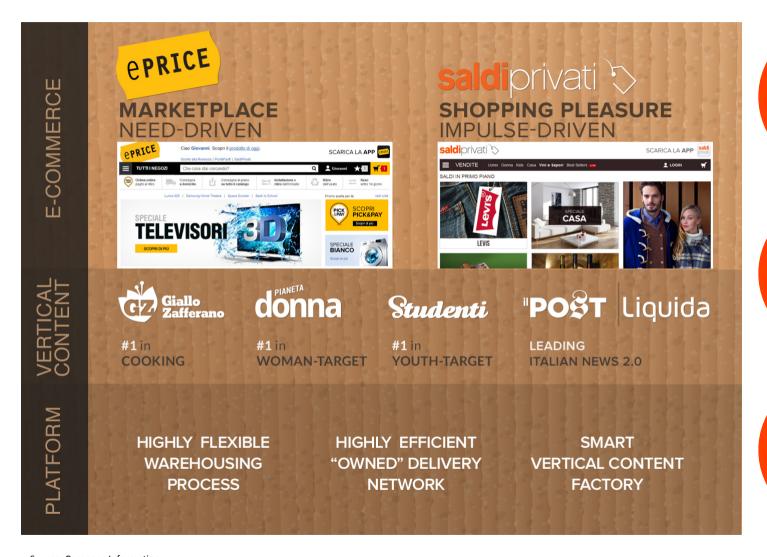
BANZAI: THE ITALIAN E-COMMERCE LEADER

LOCAL E-COMMERCE CHAMPION FOCUSED ON CAPTURING A HIGH-POTENTIAL, FAST-GROWING MARKET

A UNIQUE VALUE PROPOSITION TAILORED TO THE ITALIAN MARKET,
SUPPORTED BY A FLEXIBLE AND SCALABLE PLATFORM

SIGNIFICANT TRACK RECORD AND ACCELERATING GROWTH TO GENERATE VALUE THROUGH SCALE & RELEVANCE

BANZAI IN A BOX



#1 Italian e-Commerce Player

> €204M Revenues LTM⁽¹⁾

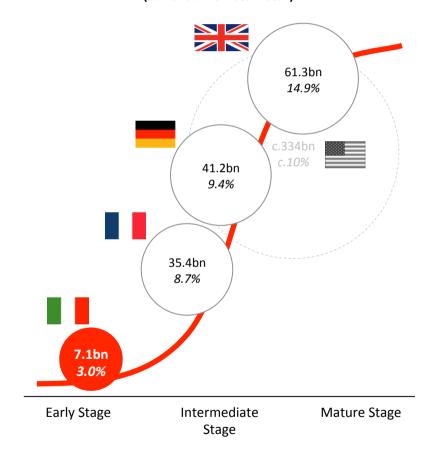
+22% Revenues Growth LTM⁽¹⁾

Source: Company Information
1) LTM revenue as of 30 June '15

ITALIAN E-COMMERCE IS MAKING UP FOR LOST TIME, SHOWING GREAT POTENTIAL...

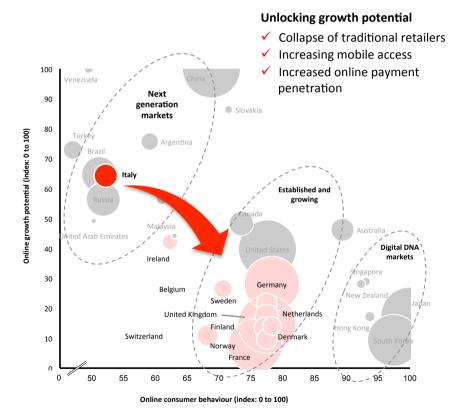
E-COMMERCE PENETRATION AT AN EARLY STAGE...

2015E e-Commerce Penetration and E-Commerce Goods Market Size (€bn and % vs. Total Retail)



"EMERGING MARKET" GROWTH PROSPECT

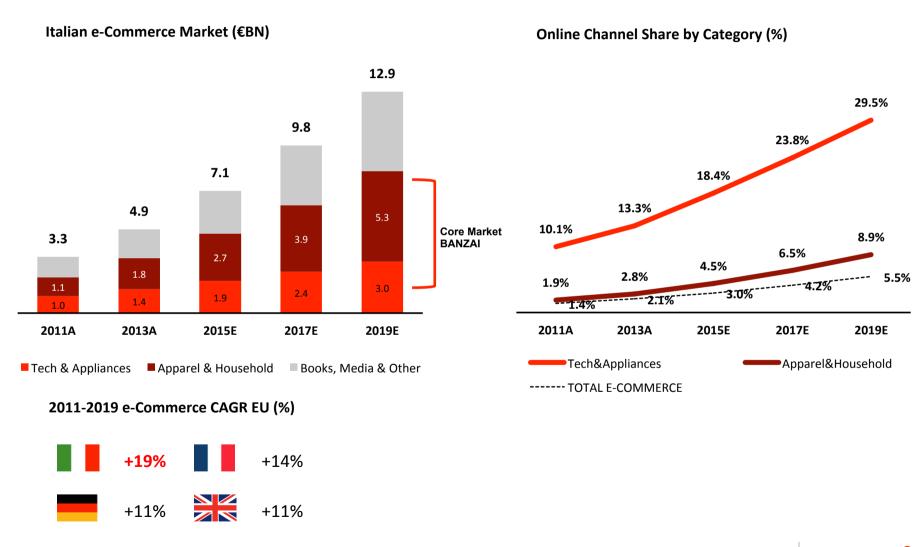
Online Growth Potential vs. Consumer Behaviour(1)



Source: Banzai on Forrester Research Data, 2015, and A.T. Kearney – The 2013 Global Retailer e-Commerce Index.

⁽¹⁾ As per AT Kearney analysis, consumer behaviour is based on Internet penetration, online purchase penetration, mobile purchase per capita and fixed broadband subscriptions per 1,000 inhabitants.

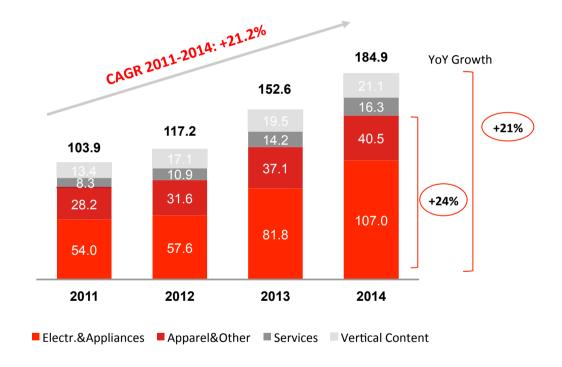
...+€ 1BN MARKET GROWTH PER YEAR FOR THE NEXT 5 YEARS ENSURED BY THE CURRENT STRUCTURAL SHIFT IN ITALY



BANZAI: CLEVERLY POSITIONED TO CAPTURE THE GROWTH OF THE MARKET

PROVEN GROWTH TRACK RECORD BEFORE IPO

Banzai Revenues FY 2011-2014 (€M)

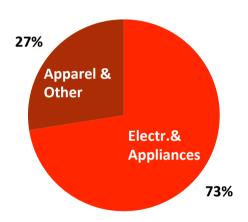


Source: Company Information

(1) Rankings for MDA and Electronics based on a 24% and 7% market share, based on Company's Elaboration on GFK Data. Approximate AOV figures (only goods) as per management estimates given the existence of orders with mixed categories. AOV calculated on orders that contain at least one product of the related categories.

LOCAL LEADER ON THE ITALIAN MARKET

Banzai FY 2014 e-Commerce Revenues
Breakdown by Category (%)

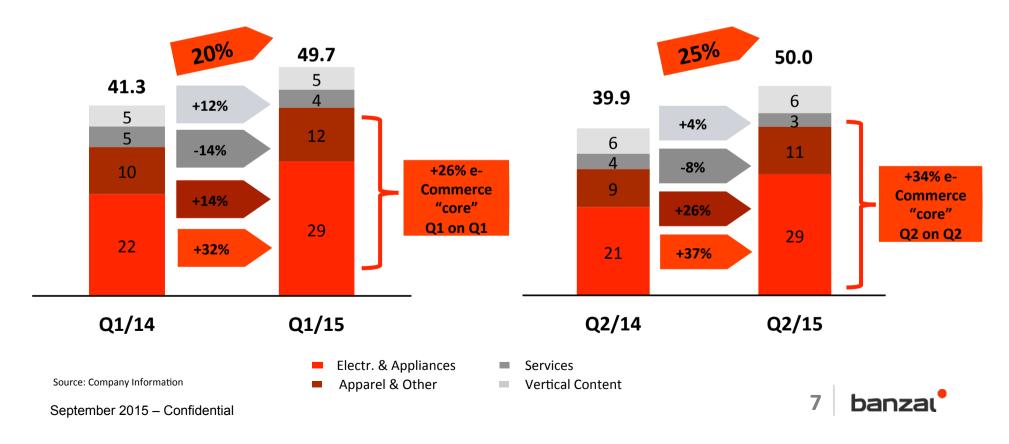


- #1 Italian e-commerce player by revenues in the Country
- Major Domestic Appliances (AOV c.€402⁽¹⁾)
- #2 Electronics (AOV c.€248⁽¹⁾)

A STRONG ACCELERATION AFTER IPO

- Remarkable Acceleration in Q2 (+ 25% vs. +20% Revenue in Q1).
- Electronics & Appliances continues to grow very fast, driven by superior convenience.
- Apparel regaining speed compared to 2014 and to Q1.
- Services impacted by free-shipping and phase-out from B2B indirect sales.
- Vertical Content outperforming the market.

(Revenue in M€)



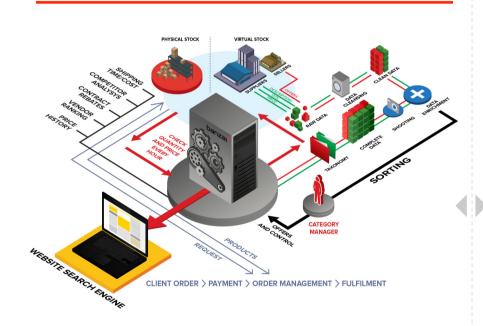
4 UNIQUE FEATURES TO MEET NEEDS AND ATTITUDES OF ITALIAN CUSTOMERS

100% TAILORED FOR THE ITALIAN MARKET



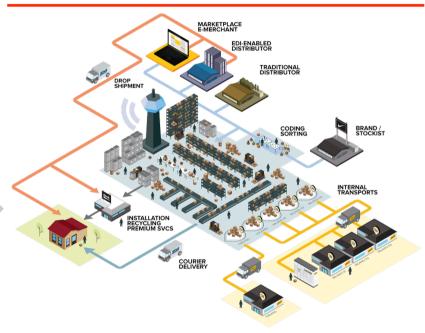
1) SMART INVENTORY MODEL + WITH SMART LOGISTICS: 1M SKUS, LESS WORKING CAPITAL, HIGH SERVICE LEVELS

SMART INVENTORY MODEL: KNOWING IS MORE EFFICIENT THAN OWNING.



- Virtual catalog from 200 "live" suppliers
- Data clean up & enrichment
- Complex dynamic pricing, with hourly updates
- Market maker approach (brokerage)

SMART LOGISTICS: FAST AND FLEXIBLE. LESS OPERATING COSTS, BEST SERVICE LEVELS.



- · Multi-supplier, multi-delivery platform
- Fast in, fast out, flexible end-2-end, very scalable
- Less inventory = less working capital & costs
- Pick&Pay = lower distribution costs

feature



2) 200 PICK&PAY STORES AND AUTOMATED LOCKERS: CUSTOMER-CENTRIC AND COST-SAVING

PICK&PAY STORES (LAUNCHED IN 2007)



- Collection and payment points located in third-party, "host" shops
- Commission-based flexible network
- No inventory (products sold already)
- Increasing scalability on delivery costs
- End-2-end "retail-like" experience

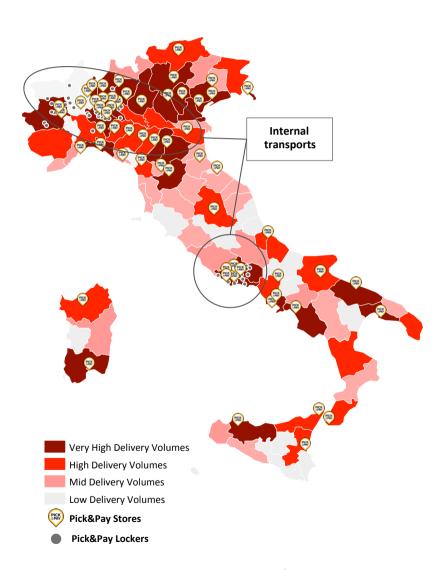
BENEFITS FOR CONSUMERS

- ✓ Freedom from couriers' hours
- ✓ Savings on lower delivery charges
- ✓ Pay on site also with cash
- ✓ Richer experience

PICK&PAY LOCKERS (LAUNCHED IN 2014)



- Highly secure, 24/7 pay and collection automated 107 parcel lockers positioned in supermarkets, gas and railways stations.
- Installed and operated by InPost (no CAPEX for Banzai)
- Strong partnership



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3) PROFESSIONAL SERVICES TO DRIVE THE NEXT STANDARDS FOR MDAs AND "DIGITAL HOME" E-COMMERCE

THE BEST ITALIAN E-COMMERCE COMPANY FOR INSTALLATION AND LAST MILE SERVICES

Driving growth in MDAs and expanding into new categories such as TVs and smart home products





POWERED BY A NETWORK OF 200 PROFESSIONALS...

to deliver last-mile services on MDAs & home comfort:

- ✓ Installation, custom fitting & WEEE⁽¹⁾
- ✓ Analogic technology (e.g. call center)
- ✓ Async feedback from customers
- ✓ Good service levels







...READY TO ACTIVATE A NEW GENERATION OF PROFESSIONAL SERVICES

New platform under development, to deliver a superior experience end-2-end:

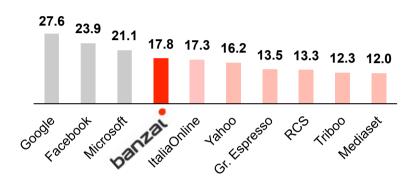
- ✓ Broader range of services (e.g. smart home)
- ✓ Mobile-enabled ("Uber-like")
- ✓ Realtime feedback (impact on compensation)
- ✓ Best service levels

Waste Electrical & Electronic Equipment Directive (2012/19/EU).

4) ACCRETIVE CONTENT-DRIVEN STRATEGY, GENERATING TRAFFIC + SMART ADV STREAMS OF REVENUES

#1 ITALIAN ONLINE PUBLISHER

May 2015 Unique Monthly Visitors(1) (M)



HIGHLY VALUABLE SELECTED AUDIENCES(1)

Gialld afferano

Gast Advenue

donna





#1 IN COOKING

6.7m Unique Visitors

6.0m Video-views/month⁽²⁾

#1 IN FEMALE AUDIENCE

9.4m Unique Visitors

10.1m Video-views/month⁽²⁾

#1 IN STUDENT AUDIENCE

4.8m Unique Visitors

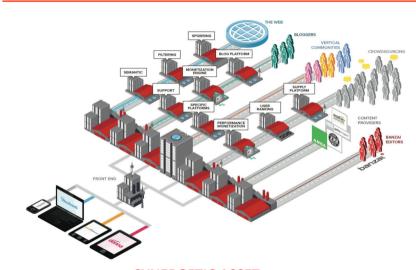
2.9m Video-views/month(2)

ONLINE NEWS PIONEER

3.9m Unique Visitors

3.4m Video-views/month(2)

UNIQUE AND PROFITABLE PRODUCTION BUSINESS MODEL



SYNERGETIC ASSET

- Financially accretive
- Effective incubator of info-commerce
- Halo effect on e-Commerce brands and suppliers
- Inventory enriched by e-Commerce data
- Behavioural data commerce = source of business
- Cost efficient content production for e-Commerce
- Vertical Audience = Vertical Shops



Unique



(2) Source for Video views: Company information.

WE HAVE A VERY STRONG VALUE PROPOSITION

LEADERSHIP VS. AMAZON IN HIGH-VALUE CATEGORIES



EASY PLAY VS. TRADITIONAL RETAILERS, WHICH MEANS C.80% OF THE TECH MARKET



- ✓ Stronger on low-tickets
- ✓ Comparable in electronics
- ✓ Can lose money to win (so far)
- ✓ Destination website
- **X** Weaker in MDAs and TVs
- ✓ Fast delivery time due to huge stock
- ★ Generalist by design
- ★ Heavy logistics
- **X** Online only
- ★ No local touch
- ✗ No professional services
- "Conflictual" relationships with suppliers & brands

Broad product selection on multiple categories

Focus on high-ticket, high-touch products

Multi-specialist, with rich contents

Smart inventory model + smart logistics

Pick&Pay

Professional services

Content oriented strategy





- ✓ Well known brands
- ✓ Immediate ROI from ADV
- **★** Limited, shrinking selection
- **X** Higher prices
- **X** Channel conflicts

- ✓ Physical Coverage of the Territory
- **X** Clerk-centric service
- ★ Store-centric inventory
- ★ Store-centric platform
- **≭** Offline-first DNA & organization

Source: Company Information.

CONSOLIDATED P&L H1 2015

Profit & Loss Consolidated (€M) (1)	H1 2015	H1 2014	H1/H1	2014
Total Revenues eCommerce - Vertical Content	99.7	81.2	22.9%	184.9
Cost of Revenues Gross Profit Gross Margin %	(61.3) 21.1 <i>21.2%</i>	(78.6) 19.8 24.5%	28.2% 6.3%	(143,3) 41.7 22.5%
Sales & Marketing Contents Fullfilment IT G&A	(6.7) (3.1) (5.6) (1.8) (5.3)	(4.5) (2.8) (4.3) (1.7) (4.6)	49.2% 9.3% 30.8% 4.6% 14.5%	(9.5) (5.8) (9.5) (3.4) (9.8)
EBITDA ADJUSTED Ebitda %	(1.5) -1.5%)	1.8 2.2%	n.m.	3.8 2.0%
EBIT Ebit %	(5.0) -5.0%)	(0.5) -0.7%)	n.m.	(1.9) -1.0%
EBT EBT%	(5.2) -5.2%	(0.8) -1.0%	n.m.	(2.6) -1.4%
Net result	(3.6)	(0.9)	n.m.	(2.1)

In 1H15, the e-Commerce division with revenues of €88.3 million (up 25%) stands out as the main growth driver in the Group.

Gross Margin increased in 1H15 to €21.1 million (+6.3%) from €19.9 million of 1H14. This translated into a margin of 21.2%, dropping, as expected, from 24.5% of 1H14, as the e-Commerce and Vertical Content divisions grew at different speeds and free-shipping promotions were used extensively.

Adjusted EBITDA stood in 1H15 at - €1.5 million, due to higher sales and marketing costs (+49%) to acquire customers for the e-commerce division, and higher logistics costs (+31%) in line with the increased sales volumes of the core categories in the e-Commerce division.

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⁽¹⁾ Management accounts

CONSOLIDATED BALANCE SHEET

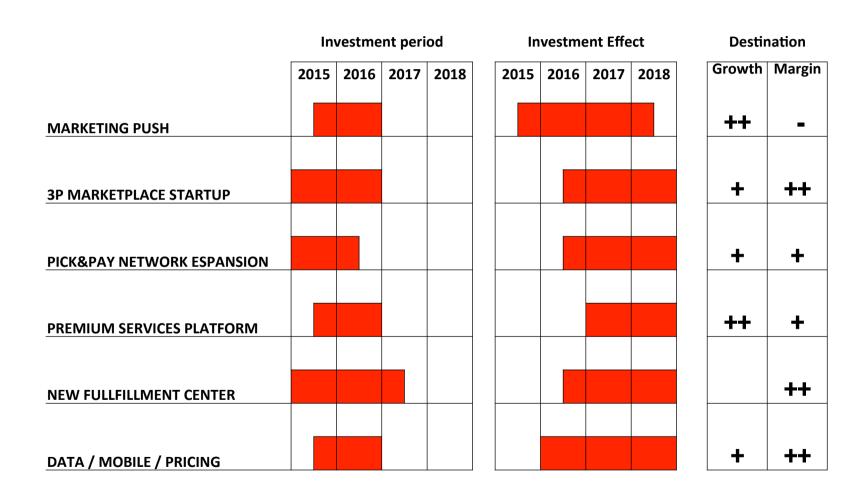
Balance Sheet consolidated (€M)	H1 2015	2014	2013
TOTAL ASSETS	49.8	43.7	39.6
Inventories	16.0	13.0	7.6
NET WORKING CAPITAL	(3.3)	(5.8)	(10.1)
Deferred tax assets Provisions	10.6 (3.6)	7.7 (3.3)	6.8 (2.5)
Other non current debts	(0.5)	0.0	
Net Invested Capital	53.1	42.3	33.8
Net Equity	89.6	43.1	38.0
Net Financial Position	(36.6)	(8.0)	(4.2)
Total Sources	53.1	42.3	33.8

Investments were mainly targeted to purchase hardware and equipment for the operational sites and the logistics hub, the development of the marketplace platform and the new ERP accounting and management system.

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OUR PATH TOWARDS PROFITABILITY

INVESTMENTS TO ACCELERATE GROWTH AND SCALE



OUTLOOK FOR FY2015 - FOCUS ON GROWTH

Revenue growth in line with consensus of c. +25%

Capture market share of the growing Italian market

Develop a unique proposition for Italian customers

Expand the platform to support growth & improve service levels



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OUR PLAN: SCALE FAST

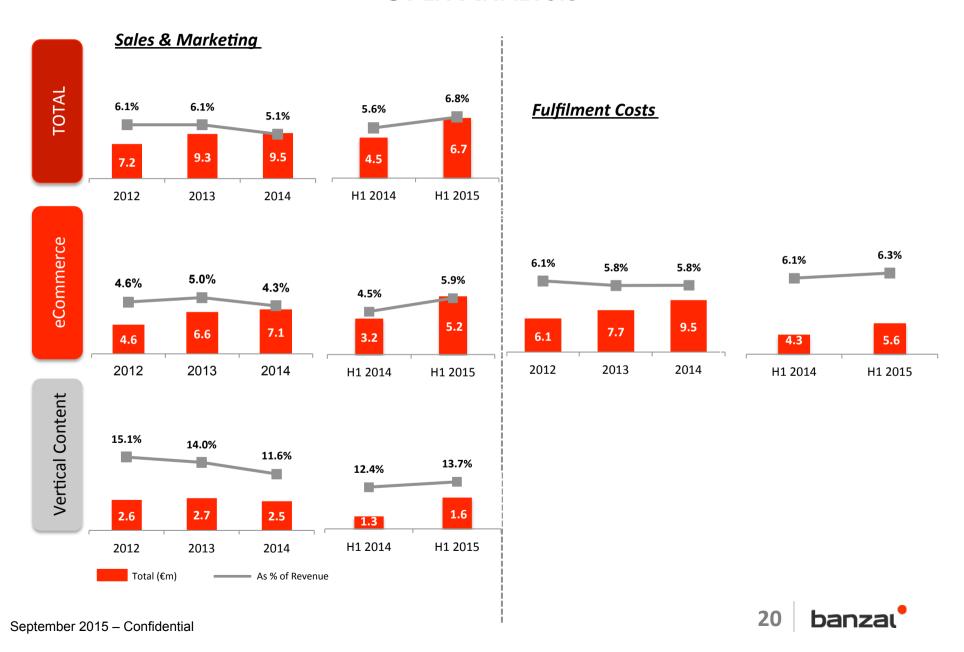
		2011	2012	2013	2014	TARGET MODEL
	Revenue Growth	n.a.	10.5%	20.8%(1)	23.4%	e-Commerce penetration 3% (2015) >>> 5% (2018) Market 1.6X - Banzai outgrowing the market
E-COMMERCE	Gross Margin	17.9%	18.7%	17.4%	16.0%	Short-term impact by free shipping and promo Focus on gross profit per order, positive impact from 3P marketplace
	Sales & Marketing	5.5%	4.6%	5.0%	4.3%	Short-term increase for customer acquisition (COBA)
	Fulfilment	6.2%	6.1%	5.8%	5.8%	
	Content & IT	2.1%	2.3%	2.1%	1.0%	Economies of scale
	G&A	2.8%	3.4%	2.8%	2.4%	
	TOTAL OPEX	16.6%	16.4%	15.5%	14.2%	Economies of scale with short-term impact from S&M
VERTICAL	Revenue Growth	n.a.	24.4%	14.3%	7.9%	In line with market growth
VERT	Gross Margin	68.1%	66.9%	67.7%	73.1%	Broadly in line with historical performance
	TOTAL OPEX S % OF SALES)	24.5%	23.1%	22.2%	20.5%	Economies of scale
ЕВ	ITDA MARGIN	(0.1%)	2.7%	1.6%	2.0%	Impacted by focus on growth for the next 2 years
(A	OTAL CAPEX S % OF SALES)	5.4%	3.9%	3.6%(2)	5.1%	Expansion investments for the next 2 years

Source: As per management based on audited accounts.

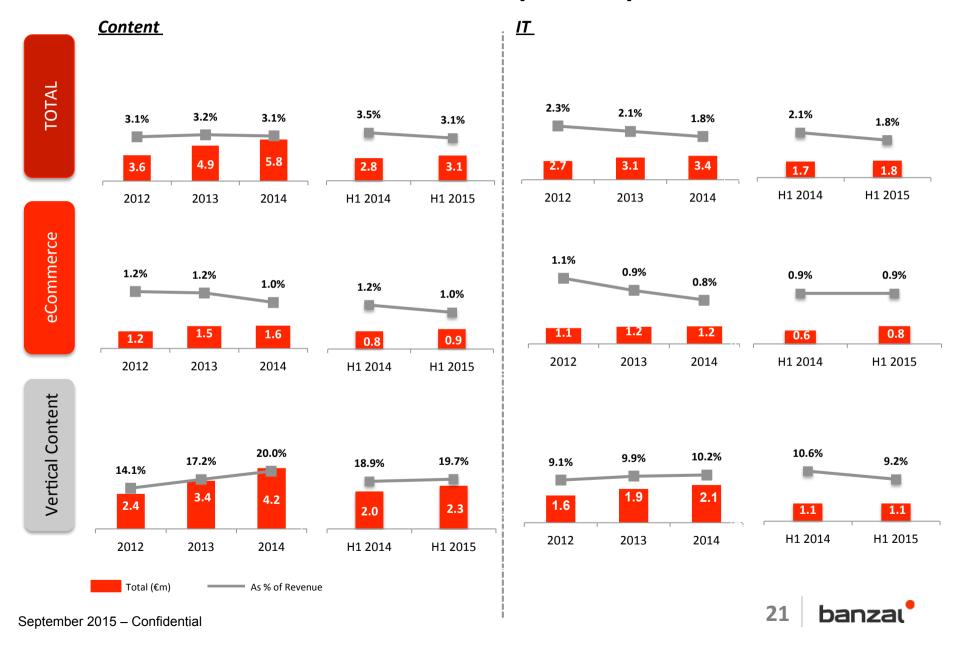
⁽¹⁾ Excludes additional growth from the acquisition of Terashop. Growth rate including acquisition of Terashop is 33.2%.

⁽²⁾ Excludes additional capex from the acquisition of Terashop. Capex as percentage of sales including acquisition of Terashop is 9.4% in 2013 and 12.7% in 9M13.

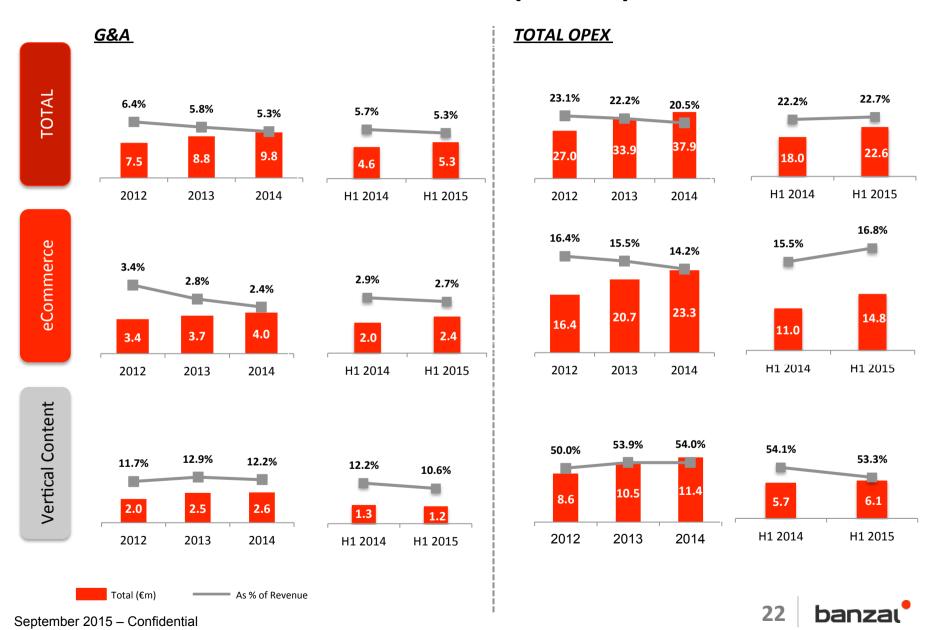
OPEX ANALYSIS



OPEX ANALYSIS (CONT'D)

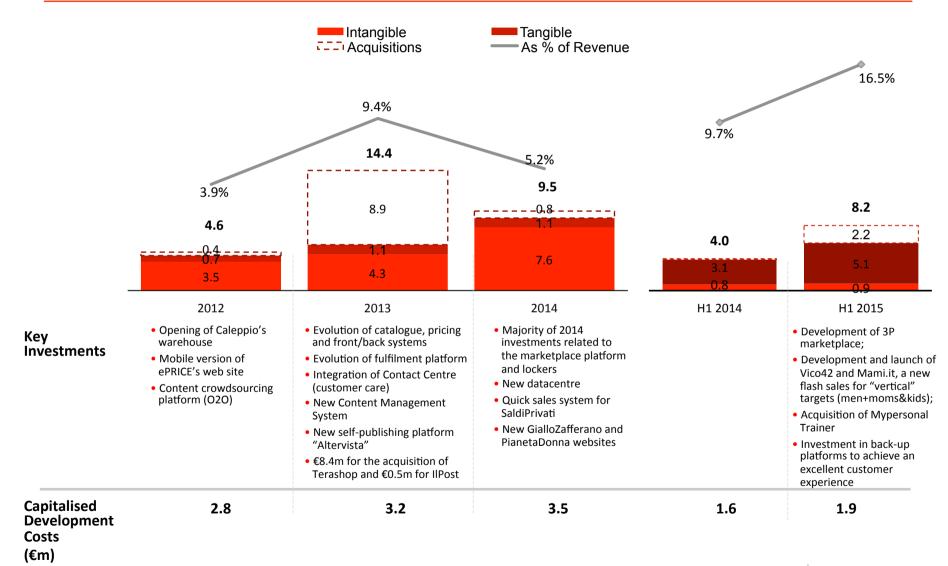


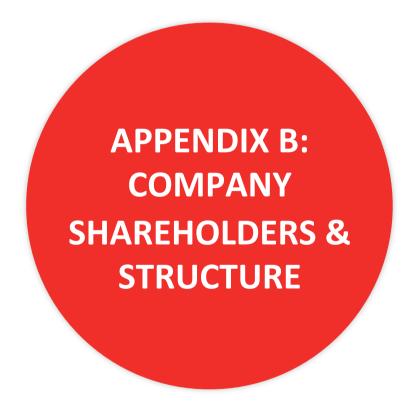
OPEX ANALYSIS (CONT'D)



CAPEX ANALYSIS

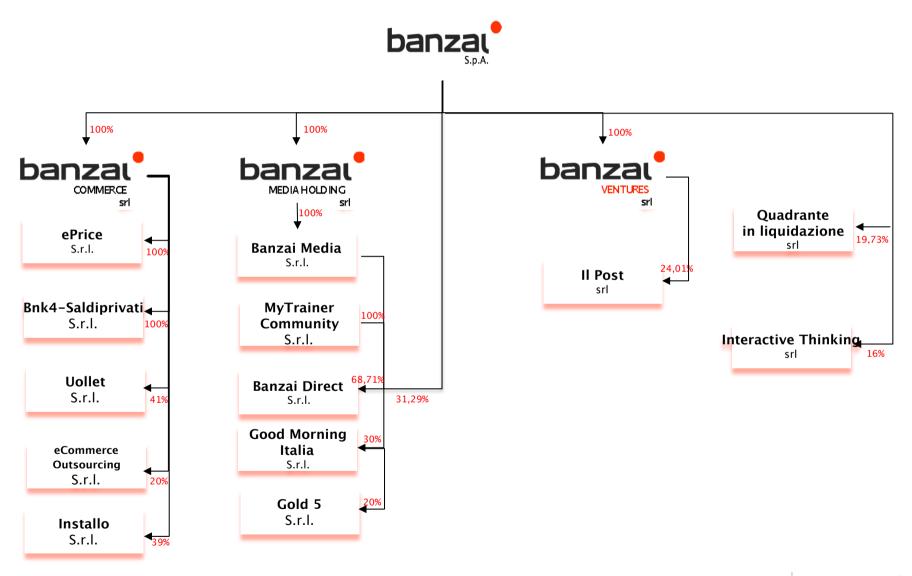
CAPEX (€M)





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COMPANY STRUCTURE AS OF 30 JUNE 2015



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MAIN SHAREHOLDERS

The share capital of Banzai S.p.A. is equal to Euro 812.297 composed by n.40.614.850 ordinary shares without par-value.

RELEVANT SHAREHOLDERS	NUMBER OF SHARES	% SHARE CAPITAL
Paolo Ainio*	8,900,736	21.91%
Sator Fund	8,613,850	21.21%
Treasury Shares	285,250	0.70%

There are no other shareholders, outside of those listed above, with a shareholding of more than 5% that have notified Consob and Banzai S.p.A. according to art. 117 of Consob Regulation no. 11971/99 on notification requirements of major holdings.

^{*} of which 221.750 (0,55%) held trough PUPS S.r.l., 80% controlled by Paolo Ainio



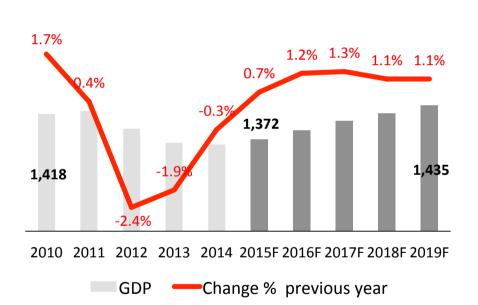
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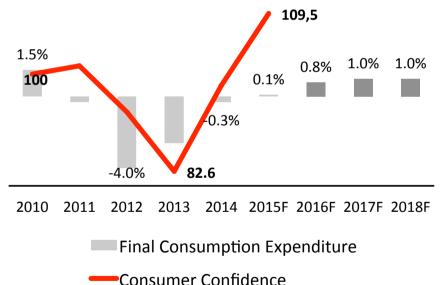
ITALY IS 8[™] WORLD ECONOMY, NOW OUT OF RECESSION. SECULAR & CYCLICAL TRENDS DRIVE E-COMMERCE.

ECOMMERCE EXPECTED TO GROW 16% (Y15-Y19), WITH POTENTIAL UPSIDE DUE TO IMPROVED MACROS

OW 16% (Y15-Y19), CONSUMER CONFIDENCE IS NOW IN GOOD SHAPE IMPROVED MACROS AND MAY FURTHER BOOST ECOMMERCE GROWTH

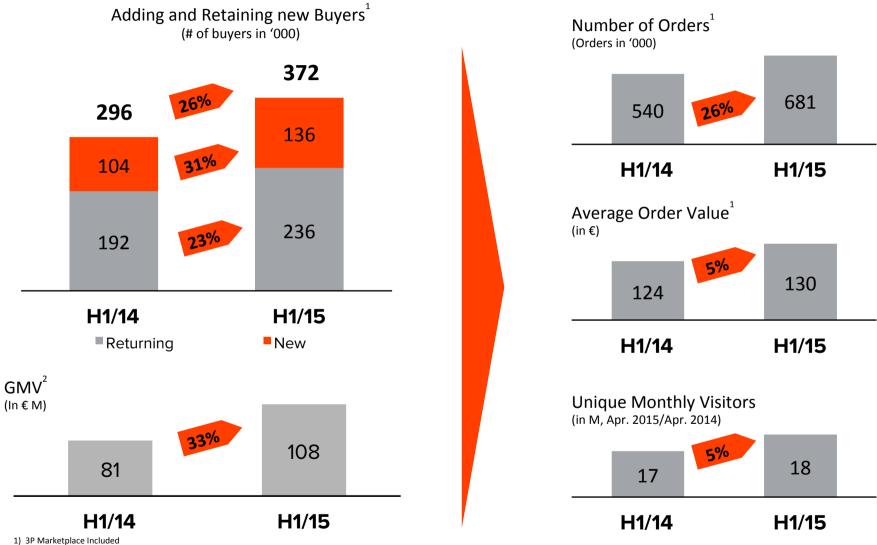
Italy GDP (€bn, vs. Previous Year) Consumer Consumption and Confidence (% vs. Previous Year, 2010=100)





Source: Company re-elaboration on IMF, ISTAT, OECD, Eurostat, 2015. Forecast on country's GDP in 2017-2018 last official updated on oct-14. Data on Consumer Confidence are related to FY for 2010, and to the score of the specific month of June for 2011-2015

BANZAI CUSTOMERS KPIS DRIVE GROWTH



²⁾ GMV (Gross Merchandise Volume): it includes revenue from products, deliveries and revenue from 3P marketplace, net of returns and VAT included Source: Company Information, Audiweb for UMVs

EPRICE: MULTIPLE SOURCES TO OFFER THE BEST DEALS AND AN ENDLESS CHOICE

WE COMBINE MULTIPLE SOURCING METHODS UNDER THE SAME ROOF

SUPPLIERS MARKETPLACE

- >200 suppliers contributing to our marketplace with price & quantities
- Big suppliers integrated via EDI:
- Frequent updates throughout the day
- **Automatic** order management
- Drop-shipment capabilities

T) Tech Data **INGRAM** esprinet ®

OPPORTUNISTIC INVENTORY

- Fast-selling products, special offers, seasonal and slow-to-procure items
- **24 days** of stock⁽¹⁾
- Focus on KPIs to minimise risks
- 35% of revenues come from inventory
- Next day delivery on most orders

3P MERCHANTS MARKETPLACE⁽²⁾

- From product margin to sales commission
- Competing on "core" categories vs. extending value to new ones
- Leverage existing IT platform, production and well-known website

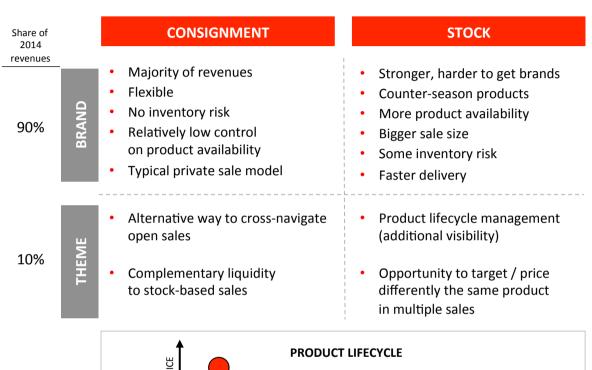


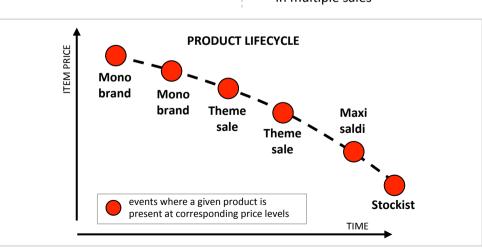


- As of September 2014, based on an inventory rotation of 15 times per year.
- Launched in September 2014.



SALDIPRIVATI THEME SALES: EXPANDING THE CONCEPT OF FLASH SALES











- Distinctive proposition as "daily shopping inspirations"
- More relevance for customers, more natural "bridge" to ePRICE's marketplace
- Inventory management optimisation



STRATEGICALLY LOCATED FULFILMENT CENTRE WITH HIGH CAPACITY

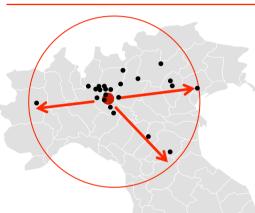
ORDER PROCESSING AND TRANSPORT

- Relatively small, due to business model (c.13,300sqm), leased at a monthly cost of c.€50,000⁽¹⁾
- "Internal transport": contracted team of branded vehicles
 - Delivering **65% of volumes** and focusing on key areas
 - Delivery to Pick&Pay points
- Strategically located close to top, EDI-enabled suppliers
- 177 daily deliveries from suppliers in 2013
- c.1 million orders in 2013 (c.30% vs. 2012)
- c.8,000: daily peak for shipments (2x the daily average)
- 11 FTEs coordinating 58-110 contractors





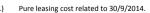
STRATEGICALLY POSITIONED IN ITALY



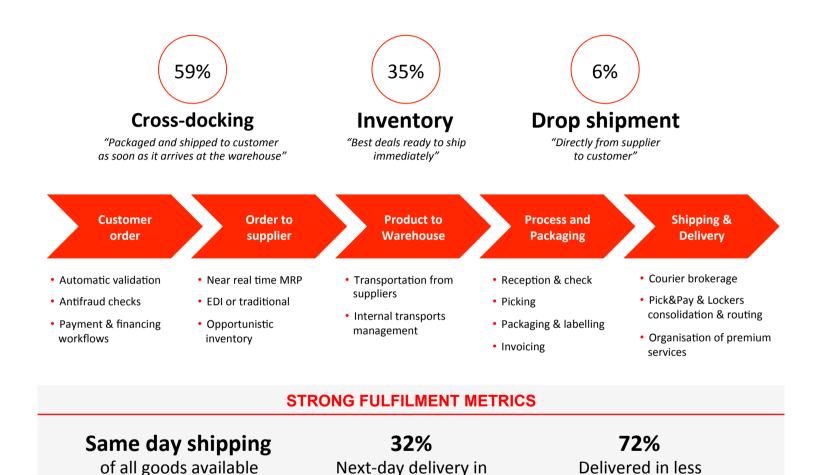
66% internal transports from suppliers

75% volumes less than 4 hours drive away

25 of top 30 suppliers are in northern Italy



FAST & FLEXIBLE FULFILMENT APPROACH: EPRICE CASE



Milan, Turin, Rome

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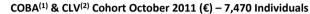
than 3 days in Italy

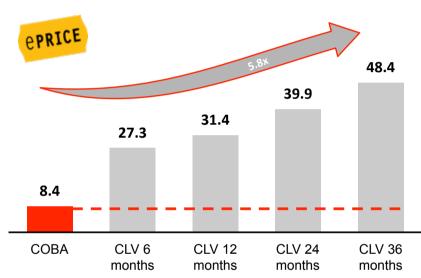
before 6:30pm on week days

COBA VS. CLV ANALYSIS

DESPITE RELATIVELY LIMITED INVESTMENTS, WE HAVE ACHIEVED SIGNIFICANT REVENUE GROWTH

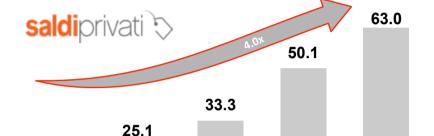
15.9







- Destination for loyal customers
- Historically targeting full recovery of costs with the first order
- We expect to be able to boost our customer acquisition profitably



COBA(3) & CLV(2) Cohort Oct 2011 (€) - 10.244 Individuals



- SaldiPrivati sends an average of 900,000 emails per day with invites to newly opened events
- We have experimented some boosts (as in H2 2011) and even TV advertising to test COBA sensitivity to different investment levels

Source: Company information.

- (1) ePRICE COBA defined as marketing costs related to buyer acquisition, including only direct marketing costs (e.g. for Google AdWords, price comparison sites, affiliation, revenue sharing); Pick&Pay commissions and other indirect costs (such as for platform, analytics and research) are not included as they already are accounted for in the CLV (see note below).
- (2) CLV is defined as the cumulated contribution margin per buyer before marketing costs, where revenues and COGS include only sales of goods to clients and other variable costs include free shipping, Pick&Pay commissions and variable costs related to fulfilment activities.
- 3) SaldiPrivati COBA defined as marketing costs related to new member acquisition assuming a conservative conversion rate of 15% in 12 month, including only direct marketing costs; Pick&Pay commissions and other indirect costs are not included, as they already are accounted for in the CLV (see note above).
- (4) As of September 2014. Free traffic includes sources such as direct access (typing or recalling the domain from a bookmark), organic search (mainly Google search), newsletters or referral from friends.

SMART CONTENT FACTORY FOR LOW-COST SCALABLE PRODUCTION

TRADITIONAL

CROWDSOURCING (UGC)

OUR EDITORS

CONTENT PROVIDERS

VERTICAL COMMUNITIES

CONTENTS

MARKETPLACE

THE WEB









BLOGGERS





IN-HOUSE EDITION

ADDING FIRST CLASS
CONTENT

"SPONTANEOUS"
VERTICAL
CONTRIBUTIONS

ATTRACTING INFLUENCE

DEMOCRATISING CONTENT

AUTOMATIC CONTENT ORGANISATION

Payment Model

Editors payrolls

Content acquisition

• Free

• Revenue share

 Low cost per piece Free

Source













Features

- Platform oversight
- Harmonising output (content life-cycle management)
- Content provider multi-connector (automatic content syndication)
- Multimedia sourced content management platform
- Specific vertical tools (Studenti notes, FilmTV movie reviews, Zingarate travel guides, etc.)
- Blog platform (self-publishing platform)
- Monetisation and revenue-sharing platforms
- Peer review
- Anti-plagiarism Tool
- Analysis of social performance
- Quality-based user ranking
- Strong selection and filtering tools
- Analysis of social performance
- Semantic enrichment

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