

EPRICE S.P.A.
Registered Office in Milano, Via San Marco, 29
Share capital Eur 820.797,00 fully paid in
Registered in the Register of Enterprises of Milan Tax Code 03495470969

NOTICE OF CALL OF THE ORDINARY SHAREHOLDERS' MEETING

The ordinary Shareholders' Meeting of ePrice S.p.A. (the "Company") will be held in Milano, Corso Magenta 61 at Centro Congressi Palazzo Stelline, on 27 April 2017 at 3:00 p.m., in a single call, to discuss and resolve about the following

AGENDA

1. Financial statements as at 31 December 2016.
2. Allocation of the fiscal year profits.
3. Remuneration report pursuant to Article 123-ter, paragraph 6 of Legislative Decree 58/98.
4. Authorisation for the purchase and deposit of treasury shares, subject to revocation of the authorization granted on 14 April 2016.

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Information regarding share capital

As of the date of publication of this notice:

- the Company's share capital is subdivided in 41,039,850 ordinary shares without nominal value;
- each ordinary share gives a voting right;
- the Company holds directly 883,512 treasury shares, in relation to which the voting right is suspended. Any subsequent changes in the share capital and the number of treasury shares held shall be published on the Company's website and reported at the beginning of the meeting.

Eligibility to participate and exercise voting rights

The eligibility to participate in the Meeting and to vote shall be confirmed by a notification made by an authorized intermediary to the Company, in accordance with the accounting books, to the person holding the voting rights, based on the evidence as of the end of the business day of the seventh day of market trading preceding the scheduled Meeting date (corresponding to 18 April 2017). Any persons showing to own shares only after such date will not be eligible to participate and vote in the Meeting.

The aforementioned notification shall be received by the Company by the end of the third day of market trading preceding the date scheduled for the meeting (i.e. on 24 April 2017). This does not prejudice the eligibility to participate in the meeting and to vote, even if the notification is received by the Company after the aforementioned deadline, provided that it is received before the beginning of the Meeting.

No voting procedures by post or via electronic means are provided for.

Each person eligible to participate in the Meeting may be represented with a written proxy pursuant to the applicable legal provisions. The proxy forms are available at the Company's office and on the Company's website www.corporate.eprice.it in the Investor/Governance/Shareholders' Meeting section. The proxy form may be sent to the Company by certified mail to the registered office of the Company, to the attention of the Legal Office, or by email to assemblea.eprice@legalmail.it, by 24 April 2017.

The Company's by-laws does not allow to vote by mail.

The Company did not nominate a designated representative pursuant to Article 135-undecies of the TUF (Consolidated Finance Act) for this meeting.

Right to ask questions

People entitled to vote in the Meeting may ask questions regarding the items on the agenda even before the Meeting, pursuant to Article 127-ter of Legislative Decree 58/98 as long as they are communicated to the authorized intermediary, accompanied by the proof of holding the voting rights, to be sent to the Company by certified mail to the registered office of the Company, to the attention of the Legal Office, or by electronic mail to assemblea.eprice@legalmail.it.

The questions received before the Meeting are answered during the Meeting at the latest.

The Company may answer them together with other questions with the same content.

An answer provided in written form and made available at the beginning of the Meeting is considered as given at the Meeting.

In order to facilitate the correct organization and preparation of the Meeting, the Shareholders are kindly requested to send their questions by the third day preceding the Meeting's scheduled date, i.e. within 24 April 2017.

Additions to the Agenda

Shareholders who represent at least 1/40 of the share capital, even jointly, may request to add items to the agenda, pursuant to Article 126-*bis* of Legislative Decree 58/98, within 10 days from the publication of this notice (within 7 April 2017) indicating in the request the additional items proposed, or presenting resolution proposals on items already included in the agenda. The request shall be presented in writing and sent by certified mail to the registered office of the Company, or by email sent to assemblea.eprice@legalmail.it, on condition that it reaches the Company by the aforementioned date, accompanied by the intermediary's certification proving the holding of the aforementioned stake. A report about the proposed items to be discussed must be presented by the same date and with the same modalities. Additions are not allowed about items on which the Meeting resolves, in accordance with the law, as proposed by the directors or based on a report prepared by them, other than that described in Article 125-ter, paragraph 1 of Legislative Decree 58/98. The addition or presentation of new resolution proposals will be published in the same form as the one used for the publication of this notice of call, within the time established in the applicable regulations. At the same time, the report prepared by the requesting shareholders, accompanied by any evaluations of the Board of Directors, will be made available to the public.

Documentation

The following documents and information will be made available to the public on the Company's website, www.corporate.eprice.it, in the Investor/Governance/Shareholders' Meeting section, at the time and with the modalities described in the applicable regulation:

- directors' report regarding the items on the agenda;
 - the ordinary proxy form;
 - the information regarding the share capital with indication of the number and categories of shares into which it is divided.
- These documents are also made available to the public at the Company's office and at Borsa Italiana S.p.A. (www.borsaitaliana.it).

The documentation described in Article 77, paragraph 2-bis of Consob Regulation n. 11971/1999 is filed solely at the registered office of the Company, in accordance with the applicable regulations.

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Milan, 28 March 2017.

For the Board of Directors
The Chairman
Paolo Ainio