



Registered office: Milan, Via Cartesio 2 — Fully paid-in share capital Euro 68,000.00
Milan Register of Companies No. 07731860966, R.E.A No. MI – 1978319

NOTICE OF CALLING OF ORDINARY AND EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING

All the parties entitled to attend and vote are called to the Ordinary and Extraordinary General Shareholders' Meetings convened on April 29, 2016 at 11:30am CET (first call), at Banca Popolare di Vicenza in Milan, via Turati 12 (Luzzati room), and, where necessary, on May 2, 2016 at the same time and place (second call), to discuss and resolve upon the following

Agenda

Ordinary Session:

1. Analysis and approval of the Financial Statements at December 31, 2015. Presentation of the Consolidated Financial Statements at December 31, 2015;
2. Redefinition of remuneration of the Directors holding special offices pursuant to Article 2389 of the Italian Civil Code and Article 37 of the By-Laws.

Extraordinary Session:

1. Approval of the merger of Abcsalute S.r.l., Originalitaly S.r.l., Professionisti S.r.l., and Shoppingdonna S.r.l. in Axélero S.p.A. pursuant to Articles 2501-*ter* and 2505, paragraph 1; of the Italian Civil Code; relevant and ensuing resolutions.

Entitlement to participate and vote

Pursuant to Article 83-*sexies* of Legislative Decree No. 58/98, as amended, and Article 21 of the By-Laws, entitlement to participate in the Shareholders' Meetings is subject to the Company's receipt of the notice, served by an authorised intermediary in accordance with the applicable regulations, attesting the ownership of shares based on the accounting records at the end of the record date, i.e., the seventh trading day preceding the scheduled date of the Shareholders' Meeting (therefore by April 20, 2016). Credit and debit entries made after said deadline shall not be taken into consideration for the intents and purposes of establishing entitlement to vote at the Shareholders' Meeting.

The aforesaid notice from the intermediary must reach the Company by the end of the third trading day preceding the scheduled date of the Shareholders' Meeting, i.e., no later than April 26, 2016. This is without prejudice to legitimate attendance and voting if notices have reached the Company beyond the specified term, provided they have been received before the start of the works of the meeting.

It bears recalling that the above-mentioned notice is served to the Company by the intermediary upon request of the party entitled to attend the Meeting.

Proxy voting

The party entitled to vote at the Shareholders' Meeting may be represented at the latter pursuant to written proxy, in compliance with applicable regulations. To such end, a proxy form has been made



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available at the Company's registered office and on the corporate website, under section www.axelero.it/en/governance/shareholders-meeting.

Documentation

In compliance with applicable regulations, all documents regarding the items placed on the agenda have been made available to the Shareholders and those entitled to vote, at the Company's registered office in Milan, via Cartesio 2, and published on the corporate website, under section www.axelero.it/en/governance/shareholders-meeting.

Milan, April 12, 2016

On behalf of the Board of Directors

Chairman and CEO

Leonardo Cucchiarini

In compliance with the provisions set forth in the Rules for Issuers (Italian AIM), the Company hereby announces that this notice is available on the website of Borsa Italiana, as well as on that of the Company www.axelero.it.