

ESPRINET S.p.A.

Headquarter in Vimercate (MB), Via Energy Park n. 20

Share capital € 7,860,651.00, (fully paid-in)

Listed on the Register of Companies of Monza and Brianza at number
05091320159

Tax code 05091320159 - VAT number 02999990969 – Economic
Administrative

Index MB-1158694

Website: www.esprinet.com

Notice of Ordinary and Extraordinary Meeting of Shareholders

The Ordinary and Extraordinary Meeting will be held at the Cosmo Hotel, Via Torri Bianche n. 4, Vimercate (MB), at 10:00 a.m. on 28 April 2017 (first call), and if necessary a second meeting will be called at 15:00 on 4 May 2017, to discuss the following:

Agenda**Ordinary agenda**

1. Financial Statement of Esprinet S.p.A. as at December 2016:
 - 1.1 Approval of 2016 Financial Statement; Directors' Report on Operations, Statutory Auditors' Report, Independent Auditors' Report, presentation of the Consolidated Financial Statement of Esprinet Group as at 31 December 2016
 - 1.2 Allocation of income of the year.
2. Report on Remuneration. Resolutions on the first section of the Report on Remuneration pursuant to par. 6 of the art. 123-ter of the legislative decree 58/1998.
3. Resolutions on the Board of Directors composition; any relevant and corresponding resolutions.
4. Proposal for authorization of a buy-back plan of owned shares; correlated repeal of the authorization for the plan, or the unused portion of it, resolved during the Shareholders' Meeting of 4 May 2016.
5. Integration of fees for the legal accounting support of the Esprinet S.p.A. consolidated financial statement.

Extraordinary Agenda

1. Proposal for change of articles: 4, 5, 8, 11, 13, 16, 19 of the Company By Laws; any relevant and corresponding resolutions

For information on the Share Capital, on the amendment to the agenda and presentation of new resolution proposals, entitlement to attend the meeting and voting by proxy and right to ask questions about the items on the agenda,



make reference to the whole text of the calling published on the Company's internet site www.esprinet.com, Investor Relations – Corporate Documentation – 2017 Shareholders' Meeting,

Documentation

In accordance with the current regulations, the documentation relating to the Meeting, as well as resolution proposals, will be available to the public at the headquarter in the ways stipulated by law.

Shareholders may obtain a copy of the documentation, which will also be available on the Company's website www.esprinet.com, Investor Relations – Corporate Documentation – 2017 Shareholders' Meeting and on the authorized stocking service at the internet site www.emarketstorage.com.

Those authorized to attend and vote are invited to arrive at least one hour before the start of the Meeting, in order to facilitate the registration process.

Vimercate, 29 March 2017

On behalf of the Board of Directors
The Chairman
Francesco Monti