



CASTA DIVA GROUP: THE BOARD SHARED THE RESULT OF THE EXERCISE OF WITHDRAWAL RIGHT AND WAIVER OF SUSPENSIVE CONDITIONS.

THE RESULT OF REGISTRATION REQUESTS FOR THOSE ENTITLED TO THE CONVERSION RIGHT OF ORDINARY SHARES INTO PLURIMUM VOTING SHARES HAS BEEN ANNOUNCED.

Milan, July 7th, 2021

The Board of Directors of **Casta Diva Group (CDG: IM)**, an Innovative SME listed on the AIM Italia, active internationally in the communication sector, met today, under the presidency of Andrea De Micheli, announcing that on the 24th of June 2021, the exercise period of the withdrawal right terminated, ("**Exercise Term**") for the holders of ordinary shares who did not contribute to the amendment of articles 5 and 14 of current Articles of Association and the introduction of articles 5-bis and 5-ter, aimed at allowing the Company to issue multiple voting shares ("**Amendments Statutory**").

Based on the communications received by the Company, the withdrawal right was exercised for no. 264,521 (two hundred and sixty-four thousand, five hundred and twenty-one) ordinary shares ("**Shares Subject to Withdrawal**"), representing approximately 1.42% (one point forty-two percent) of the ordinary share capital of CDG - corresponding to approximately 1.35% of share capital as it will change as a consequence of capital increase disclosed on the 22nd of June 2021, for a total amount of Euro 123,002.00 (one hundred twenty-three thousand two) taking into account the liquidation value of Euro 0.465 (zero point four hundred and sixty-five) per share, as in accordance with art. 2437-ter of the civil code.

Based on the results, the suspensive conditions were met with Maximum Disbursement of Withdrawal by the Company exceeding the total amount of Euro 100,000.00 (one hundred thousand). However, in this regard, the Company acknowledges that the Board of Directors resolved on the waiver of the suspensive condition, as allowed by the resolution of the extraordinary shareholders' meeting on the 19th May 2021, considering the interest of the Company to pursue the amendment of the Articles of Association and the intangible difference - Euro 23,002.00 (twenty three thousand and two) - among the counter value of Shares Subject to Withdrawal and the Maximum Outlay of Withdrawal according to the condition suspension, as well as the possibility that the financial impact on the Company will be reduced following liquidation procedures pursuant to art. 2437-quer of the Italian Civil Code.

Therefore, based on the results of exercising the right of withdrawal and taking into account the waiver of the suspensive conditions approved by the Board of Directors, the Statutory changes will be effective. Consequently, the Withdrawal declarations will be effective too, pursuant to art. 2437, paragraph 1, letter g), civ. code.

The Shares subject to Withdrawal will be offered in option to the Company's shareholders who have not exercised their right of withdrawal ("**Option Offer**").

The Option Offer will be open from the 12th of July 2021 to the 10th of September 2021 included.

The Company's shareholders who decide to exercise the option right concerning the Offer in Option will have the right of first refusal to purchase the Shares Subject to Withdrawal, possibly unsubscribed; hence, the shareholders must make a specific request while exercising the option right.

If, as a result of the Offer in Option, taking into account the exercise of this right of pre-emption, further Shares Subject to Withdrawal are left, the Company may arrange to place them with third parties pursuant to Article 2437-quater, paragraph 4, of the Civil Code.

Further information regarding the terms and conditions of the Option Offer will be found in the appropriate notice that over the next few days, and in any case in accordance with the law terms, will be filed at the Milan Company Register. The Notice of Offer in Option it will also be available on the Company's website www.castadivagroup.com.

We underline that the deadline for making requests was the 24th June 2021 ("**Request**") for registration on a list of those entitled to the conversion of Shares Ordinary in Multiple Voting Shares ("**List**"). With reference to the shareholders who have made the request for on the List, it should be noted that as of today's date a total of 11,511,726 (eleven million five hundred and eleven thousand, seven hundred twenty-six) ordinary shares are registered, equal to 61.74% (sixty-one point seventy-four for one hundred) of share capital, belonging to 9 (nine) shareholders - equal to 58.60% of the share capital as it will vary as a result of the capital increase on June 22nd, 2021.

The following list of shareholders with a stake higher than 5% of the share capital, limit made by the AIM Italia Issuers' Regulations as referred to art. 8 of the Articles of Association, which formulated the request for registration on the List:

1. Reload SpA, owner of no. 10,243,422 (ten million two hundred forty three thousand four hundred twenty-two) ordinary shares, equal to 54.94% (fifty-four point ninety-four percent) of the share capital - equal to 52.14% of the share capital as it will vary as a result of the capital increase on June 22nd, 2021.

It should be noted that the list of shareholders, with a stake higher than 5%, registered on the List, will be available on the Company's website.

CASTA DIVA GROUP (CDG: IM - ISIN IT0005003782) is a multinational company, active in the communication sector, for the production of branded content, viral videos, digital content, films and live music entertainment. It is located in 4 continents with offices in 15 cities: Milan, Rome, London, Manchester, Prague, Beirut, Istanbul, New York, Los Angeles, Buenos Aires, Montevideo, Cape Town, Dubai, Mumbai and Shanghai. The Group's brands are Casta Diva Pictures, District, Casta Diva Events, G.2 Events, Casta Diva Financial Events, K2 Com, Blue Note Milano and Blue Note Off. It represents the largest network of advertising, films and events production worldwide, built through an active and continuous interaction between the different offices and the experience of its professionals in digital communication and live entertainment. It is a talent hub capable of winning Oscar awards and engaging with celebrities from all over the world as well as of discovering and attracting new creative talents that deliver very high standards of excellence. Casta Diva Group and its managers have offered innovative and creative communication strategies to over 100 major brands, reinterpreting conventional communication rules. Since been founded in 2005, the group has grown and has won more than 120 international awards, including numerous Lions at the Cannes Lions International Festival of Creativity, Mobius Award, LIA - London International Awards, EuBEA - European Best Event Awards.

The Group owns Blue Note Milano, the best known jazz club and restaurant in continental Europe, opened in 2003 producing over 300 shows a year, invoicing about 25% (source: Siae) of the jazz collection in Italy.

Press release available on www.castadivagroup.com and www.emarketstorage.com

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