



Comunicato stampa ai sensi del Regolamento Consob n. 11971/99

Esprinet S.p.A.
Assignment to beneficiaries of Esprinet shares under
“Long Term Incentive Plan 2012-14”

Vimercate (MB), May 19th 2015 - We inform, pursuant to art. 84-bis paragraph 5 of Consob Regulation as subsequently amended, that following presentation of Esprinet Group's consolidated financial statements to the General Shareholders' Meeting held on 30th April 2015, since 2012-14 financial target set under the rules of the “Long Term Incentive Plan” approved by General Shareholders' Meeting on May 9th 2012 as conditional to the “vesting” of the benefits of the Plan were met, the rights to receive Esprinet ordinary shares that were assigned to beneficiaries Board of Director have become fully exercisable.

Accordingly, n. 1.150.000 Esprinet's own shares were assigned to some of Esprinet Group's executives and managers.

Total number of own shares declines to n. 31,400 or 0.06% of share capital.

A lock-up restriction on 20% of the shares has been put to disposal for a one-year period since the date of the assignment.

Information regarding the beneficiaries and respective rights assigned can be found in the attached table which has been prepared in accordance with the indications stated in Table n. 1, Form 7 of Annex 3A of Regulation n. 11971/1999.

Main features of the “Long Term Incentive Plan” were analitically described in the Information Circular prepared on March 18th, 2012 according to the prescriptions of Annex 3A, Schedule 7, of the Issuers' Regulations (Resolution n. 11971/1999), which was integrated on March 19th, 2014.

The aforementioned Information Circular, which contains all the detailed information required by current law, is available to the public at Esprinet's registered office and published on the company's website, www.esprinet.com, Investor Relation section.

Attachment: Annex 3A, Schedule 7, Table 1 of the Issuers' Regulations (Resolution n. 11971/1999)

For further information:

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Esprinet (Italian Stock Exchange: PRT) is engaged in the wholesale distribution of IT and consumer electronics in Italy and Spain, with roughly 40.000 resellers customers served and over 600 brands supplied. Consolidated 2014 sales of € 2.3 billion rank the Company No. 1 in Italy and No. 2 in Spain (5th in Europe). Uniquely enabled by its internet-based business model (www.esprinet.com), Esprinet is mainly focused on delivering technology to resellers mainly addressing the small-to-midsize businesses (SMB).



COMPENSATION PLAN BASED ON FINANCIAL INSTRUMENTS

Annex 3A, Schedule 7, Table 1 of the Issuers' Regulations (Resolution 11971/1999)

| Name or category | Qualification (only with regard to the persons listed by name) | PART 1 | | | | | | |
|------------------|--|---|---------------------------------|--|--|--|-------------------------------------|--------------------------------|
| | | Financial instruments other options (<i>Stock grant</i>) | | | | | | |
| | | <u>SECTION 2</u> | | | | | | |
| | | New instruments allocated according to the decision: of the competent body to implement the Shareholders' meeting resolution | | | | | | |
| | | Date of the relevant Shareholders' meeting resolution | Description of the instrument | Number of the financial instruments allocated for each person or category by the B.o.D or the competent body | Date of the allocation by the B.o.D. or the competent body | Purchase price of the instruments (if any) | Market price on the allocation date | Vesting period |
| Maurizio Rota | Chief Executive Officer Deputy Chairman | 09/05/12 | Esprinet S.p.A. ordinary shares | 308,036 | BoD 14/05/2012 NRC ⁽¹⁾ 14/05/2012 | Without consideration | 8.59 | May 14, 2012 April 30, 2015 |



| | | | | | | | | |
|---|-------------------------------------|----------|---------------------------------|---------|--|-----------------------|------|--------------------------------|
| Alessandro Cattani | Chief Executive Officer | 09/05/12 | Esprinet S.p.A. ordinary shares | 308,036 | BoD 14/05/2012 NRC ⁽¹⁾ 14/05/2012 | Without consideration | 8.59 | May 14, 2012 April 30, 2015 |
| Valerio Casari | Director Chief Financial Officer | 09/05/12 | Esprinet S.p.A. ordinary shares | 256,695 | BoD 14/05/2012 NRC ⁽¹⁾ 14/05/2012 | Without consideration | 8.59 | May 14, 2012 April 30, 2015 |
| Manager with strategic Responsibilities | Country Manager Italy | 09/05/12 | Esprinet S.p.A. ordinary shares | 92,411 | BoD 14/05/2012 NRC ⁽¹⁾ 14/05/2012 | Without consideration | 8.59 | May 14, 2012 April 30, 2015 |
| Managers | | 09/05/12 | Esprinet S.p.A. ordinary shares | 184,822 | BoD 14/05/2012 NRC ⁽¹⁾ 14/05/2012 | Without consideration | 8.59 | May 14, 2012 April 30, 2015 |

⁽¹⁾ Nomination and Remuneration Committee