

---ARTICLES OF ASSOCIATION OF THE COMPANY -----

- "RIBA MUNDO TECNOLOGÍA, SOCIEDAD ANÓNIMA" -----

SECTION I.- NAME, PURPOSE, DURATION,
REGISTERED OFFICE AND CORPORATE WEBSITE. -----

Article 1.- A Spanish commercial company is incorporated under the name of "RIBA MUNDO TECNOLOGÍA, SOCIEDAD ANÓNIMA" to be governed by these Articles of Association, Royal Legislative Decree 1/2010, of 2 July, enacting the consolidated Spanish Corporate Enterprises Act [*Ley de Sociedades de Capital*] and other applicable provisions. -----

Article 2.- The Company's purpose will be:-

a) Wholesale and retail trade of computers, computer peripheral equipment and software (Spanish Economic Activity Code [CNAE] 4651, 4791 and 4799);

b) Wholesale and retail trade of electronic and telecommunications equipment and parts

(CNAE code 4652, 4791 and 4799);

c) Wholesale and retail trade of electrical household appliances (code CNAE 4643, 4754, 4791 and 4799);

d) Buying and selling of real estate on own account and leasing (non-financial) of real estate on own account (CNAE code 6810).

In any case, the corporate purpose excludes any activities that by law require special regulation, and if the law requires a professional qualification to exercise the activities included in the corporate purpose, they must be carried out by a person with the required qualification.

The activities included in the corporate purpose may be wholly or partially carried on by the Company indirectly through the ownership of shares or equity interests in companies with an identical or similar corporate purpose.

Article 3.- The Company has been incorporated indefinitely, and it will commence its operations on the date its deed of incorporation is executed.-----

Article 4.- The company's registered office

is established as Calle En Proyecto, N 7,
Sector 10-2, 46393, Loriguilla, Valencia,
Spain.-----

Article 5. - The Company will have a
corporate website in accordance with the
Corporate Enterprises Act, which will be
registered at the Commercial Registry and
published in the Official Gazette of the
Commercial Registry [BORME]. The information
documents required by applicable law, these
Articles of Association and any other internal
rules, together with any other information
considered appropriate for making available to
shareholders and investors through this medium,
will be published on the corporate website. ---

The Board will be responsible for amending,
transferring, or deleting the Company's
corporate website.

SECTION II. SHARE CAPITAL AND SHARES.-----

Article 6.- The share capital is set at TWO MILLION THIRTY-TWO THOUSAND ONE HUNDRED AND TEN EUROS (EUR 2,032,110.00) and is divided into two million thirty-two thousand one hundred and ten cumulative and indivisible shares of a single class and series with a par value of ONE EURO each, fully subscribed and paid up. -----

Article 7.- The shares are represented by book entries and are constituted as such by registration in the corresponding accounting register. -----

The Company's book-entry register is kept by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear), or the entity replacing it, and its participating entities. -

The accreditation of shareholders to exercise their rights, including in case of transfer, is obtained through registration in the share register, which records the lawful title of shareholder and entitles the registered owner to demand to be recognised as a shareholder by the Company. This

accreditation may be demonstrated by presenting the appropriate certificates issued by the entity responsible for the books.

Article 8.- Each share entitles its lawful owner to the status of shareholder and to all the attaching rights in accordance with these Articles of Association and the law and requires the shareholder to abide fully by these Articles of Association and all resolutions validly passed by the Company's management bodies.-----

Article 9.- The shares and dividend rights deriving from them, including the pre-emption rights, are freely transferable by all means permitted by law. -----

The transfer of securities represented by book entries will take place by accounting transfer. The entry of the transfer in favour of the purchaser will have the same effects as

the transfer of share certificates. The transfer will be enforceable vis-à-vis third parties as of the corresponding entries. Transfers of shares that do not comply with these Articles of Association and, otherwise, with the law, will not be recognised by the Company and will have no effect vis-à-vis the Company. -----

Article 10.- In the case of co-ownership, usufruct, pledge and attachment of shares, the consolidated text of the Corporate Enterprises Act and related provisions will apply.-----

Article 11.- From the time the shares issued by the Company are admitted to trading on Euronext Growth Milan, a multilateral trading system organised and managed by Borsa Italiana S.p.A. ("EGM"), the Company will be subject to the corresponding legal provisions regarding public offers to acquire and exchange securities. -

Article 12.-If the Company requests its exclusion from trading, it must notify the relevant authority at least 20 trading days before that date. Unless otherwise decided by

the relevant authority, revocation must be submitted to the approval of the General Meeting with a majority of 90% of the participants. This quorum will apply to any resolution of the Company that may give rise, even indirectly, to the exclusion of trading of shares, and to any resolution that amends this provision of the Articles of Association. -----

Article 13.- The Company will approve an Internal Code of Conduct for Securities Markets which will regulate any necessary issues, including, but not limited to, issues relating to market abuse, transparency and market disclosures. -----

SECTION III.- BODIES OF THE COMPANY.-----

Article 14.- The Company's governance bodies are the General Meeting and the Board of Directors. -----

GENERAL MEETING

Article 15.- Shareholders, duly convened at the General Meeting, will decide by majority on matters within the remit of the General Meeting. All shareholders, including those dissenting and not attending the meeting, are subject to the resolutions of the General Meeting. The rights of withdrawal and challenge will be as prescribed by law.-----

General Meetings may be annual or special and will be convened by the Board. Annual General Meetings will meet during the first six months of each year to review corporate business, to approve the financial statements for the previous year, if appropriate, and to resolve on the distribution of profits or allocation of losses. Any meeting other than the annual meeting is a special general meeting.-----

Article 16.- The General Meeting, whether annual or special, will meet validly on first call where the shareholders attending in person and by proxy hold at least twenty-five per cent of the subscribed share capital with the right to vote. The Meeting will be validly held on

second call, irrespective of the share capital in attendance.-----

The above notwithstanding, for the annual or special General Meeting to validly resolve to increase share capital -except for the increase for the capitalisation of credits provided for in the Spanish Insolvency Act [*Ley Concursal*]- or reduce share capital, amend the Articles of Association, issue debentures, eliminate or restrict pre-emption rights on new shares, carry out any alteration of legal form, mergers, spin-offs or *en bloc* transfers of assets and liabilities or relocation of the registered office abroad, the attendance of shareholders in person or by proxy holding at least fifty percent of the subscribed share capital with voting rights will be required on first call.-----

The second call only requires that shareholders with twenty-five percent of the

capital be present or represented.-----

Article 17.- All General Meetings must be called in the manner provided for by law, by means of a notice published on the Company's website, if it has been created, registered and published under the terms envisaged in section 11 bis Corporate Enterprises Act. If the Company has not created a website or if it has not yet been duly registered and published, the call notice will be published in the Official Gazette of the Commercial Registry and in one of the highest-circulation daily newspapers in the province in which the Company's registered office is located, at least one (1) month prior to the date set for the meeting, unless a longer period is established by law.-----

The notice will state the date and time of the meeting on first call and the agenda, as well as the position of the convening officer. The date, where applicable, of the second call may also be specified, at least twenty-four hours after the first call.-----

If the duly convened General Meeting, regardless of its type, cannot be held at first

call and the date of the second call has not been set out in the notice, it must be announced, with the same agenda and the same publication requirements as the first, within fifteen days of the date of the General Meeting not held and at least ten days before the date set for the meeting.-----

In any case, mention will be made of the right of any shareholder to obtain from the Company, immediately and free of charge, the documents to be submitted for approval and, where applicable, the directors' report and auditor's report.-----

Shareholders representing at least five per cent of the Company's capital may request that an addendum to the call of a General Meeting be published, including one or more items in the Agenda. This right must be exercised through formal notice, which must be received at the registered office within five days from the

publication of the call.-----

This supplement to the call must be published at least fifteen days before the date established for the General Meeting.-----

Failure to publish the addendum to the call within the legally established period will be grounds to void the meeting.-----

The provisions of the law will remain unchanged with respect to mergers and spin-offs, the transfer of the registered office abroad, as well as the en bloc assignment of assets and liabilities.-----

However, the Meeting will be considered called and validly convened to discuss any matter whenever the entire share capital is present and the attendees unanimously accept the holding of the Meeting.-----

The Chair of the Board will lead the debates, giving the floor first to those who have requested it in writing and then to those requesting it verbally at the meeting, always following the order of requests made in accordance with that priority.-----

Matters that are substantially independent

and each of the items on the agenda must be voted on separately. In any case, even if they appear in the same item on the agenda, the appointment, ratification, re-election or removal of each director must be voted on separately, and for amendments to the Articles of Association, each article or group of articles with their own autonomy must be voted on separately.-----

Voting will be by show of hands, unless the vote is to be taken by secret ballot by decision of the Chair or at the request of a majority of those present.-----

Article 18.- The General Meeting may be attended by holders of shares registered in their name in the corresponding book-entry register five days before the General Meeting date. This circumstance must be proved by the appropriate attendance card, accreditation certificate or other valid means accepted by

the Company. -----

Any shareholder entitled to attend the Meeting may be represented by another person. Proxy must be granted in writing or by remote means that meet the requirements established in the applicable regulations for exercising remote voting rights and, specifically for each General Meeting, with the requirements established for this purpose in sections 182 and 182-bis Corporate Enterprises Act.-----

This last requirement will not be necessary where the proxy is a spouse or an ascendant or descendant relative of the person represented or holds a notarised general power of attorney to manage all the shareholder's property in Spain.-----

Proxies may always be revoked. The personal attendance of the represented party at the meeting will revoke any proxy.-----

Article 19.- The administrative body may call an Special Meeting whenever it considers it appropriate for the corporate interests. It must also be convened when requested by shareholders who represent at least five

percent of the share capital, indicating the issues in the request to be addressed at the Meeting. In such case, the Meeting must be held within two months from the date when the Board was required to call the meeting via notary, which must include the matters that are the object of the request in the agenda.-----

Article 20.-The Chair and Secretary of the General Meeting will be those appointed by the shareholders at the beginning of the meeting.-

Article 21.- Corporate resolutions will be passed by a simple majority of the votes of the shareholders present or represented at the meeting, except in the cases envisaged in these Articles of Association and in the law, in which case a qualified majority is required.--

The passing of the resolutions referred to in section 194 consolidated Corporate Enterprises Act, except for the increase for capitalisation of credits envisaged in the

Insolvency Act, which will be passed by the majority envisaged in section 201(1) consolidated Corporate Enterprises Act, if the capital present or represented exceeds fifty percent, it will be sufficient for the resolution to be passed by an absolute majority, however, the favourable vote of two-thirds of the capital present or represented will be required when shareholders representing twenty-five percent or more of the subscribed capital with voting rights attend on second call without reaching fifty percent.-----

To introduce an arbitration clause in the Articles of Association, the favourable vote of at least two thirds of the votes corresponding to the shares into which the share capital is divided will be required.-----

For general meetings held exclusively by remote means, the rules laid down in section 182 Bis consolidated Corporate Enterprises Act will apply. -----

Each share will entitle its holder to one vote.-----

Article 22. - The minutes may be approved by

the shareholders themselves at the end of the meeting, or otherwise within fifteen days by the chair of the meeting and two members, one acting on behalf of the majority and the other on behalf of the minority.-----

The minutes approved either way will have executive force as of the date of their approval.-----

THE BOARD

Article 23.- The Company will be managed and governed by a Board of Directors. The Board will be governed by the applicable legal rules and by these Articles of Association. The Board may develop and complete those provisions by means of the appropriate Board Regulations, reporting, where applicable, their approval to the General Meeting. -----

Article 24.- Management of the Company is entrusted to a Board of Directors of at least three members and a maximum of nine. -----

Directors will be appointed for a term of three years. They may be re-elected. -----

Candidates, under penalty of ineligibility, must meet the requirements of good repute in accordance with Spanish law. -----

The Board will be appointed by the General Meeting. At least one of the directors must meet the independence requirements. Under no circumstances may the following be considered independent: a) those whose capacity to act has been modified by court order, insolvent parties or those who have been penalised with disqualification, even temporary, from holding public office or incapacity to hold executive office; b) the spouse, relatives and family members up to the fourth degree of kinship of the Company's directors, the directors, the spouse, relatives and family members up to the fourth degree of kinship of the directors of the companies controlled by the Company, of the companies controlling the Company and of those subject to joint control; c) those linked to the Company or its subsidiaries or to its parent companies or companies subject to joint

control or to the directors of the Company and the persons referred to in point b) of this paragraph by employment, self-employment or other relationships of a financial or professional nature that undermine their independence.-----

If the Board is formed by more than seven members, it must comprise at least two directors who meet the independence requirements established in the paragraph four above.

Article 25.- Directors will be remunerated.

The director's remuneration as such will consist of a fixed annual allocation, and may also receive attendance allowances for board meetings and, where applicable, for committee meetings. -----

The maximum annual remuneration for all directors must be approved by the General

Meeting and will remain in force until the amendment is approved.

The annual fixed maximum allocation will be distributed by the Board as determined by it, taking into account the conditions of each director, the functions, positions and responsibilities attributed to them by the Board, which may give rise to different remuneration for each of them; the Board will also be responsible for determining the frequency and payment method of the allocation.

The remuneration of directors who, where applicable, have executive functions may consist of: -----

- Fixed Remuneration. -----

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- Variable economic remuneration based on the achievement of targets to be set annually. -----

- Stock Grant Plan. -----

- Stock Option Plan. -----

Within that remuneration framework, directors with executive functions will receive

the remuneration expressly set out in the contract that must be entered into between them and the Company, within the framework of section 249 Corporate Enterprises Act. -----

Directors may hold any other position or unpaid or remunerated position in the Company or in any other company belonging to their group, except in the case of legal disqualification or at the discretion of the board of directors. -----

Directors may also provide services to the Company under an ordinary or special employment relationship, applying the corresponding tax regime, provided that these functions are not incompatible with those inherent to the position of director or when the Board itself, at its discretion, decides to veto their appointment.

Article 26.- The Board will meet on the days

it resolves and whenever the chair or the acting chair decides. It must meet at least once a quarter. -----

Board meetings will be held at the Company's registered office or place, inside Spain or abroad, as indicated in the notice of meeting.-

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If directors representing at least one third of the members of the Board request the meeting to be called and, without just cause, it has not been held within one (1) month, the meeting may be called by the directors themselves, stating the agenda and the venue, in the place where the registered office is located.

Meetings must be convened by post, registered fax or email addressed to each of the directors at least three days in advance of the meeting date. The above notwithstanding, the board may be convened exceptionally for reasons of urgency at least 24 hours before the meeting is to be held. In addition, meetings not called with the above formality will be valid when all the directors are present or represented, they state they have been informed

of the matters to be addressed on the agenda and unanimously decide to hold the corresponding meeting. -----

The Board will be validly constituted when the majority of its members are in attendance, whether in person or by proxy. -----

Proxy to attend the Board must necessarily be held by another director.

Article 27.- Deliberations will take place under separate items and will be moderated by the Chair. To pass resolutions, which will also be voted on separately, the favourable vote of an absolute majority of those attending the meeting will be required. As exceptions, two-thirds of Board members' votes will be required to permanently delegate powers to an executive committee or to one or more CEOs, to appoint the directors occupying those positions and to approve the management contract between the

Company and the CEO or the director to whom, where applicable, executive functions are conferred under another instrument. -----

Resolutions may also be passed in writing without a meeting, provided that no director opposes this procedure. Directors may submit their vote on the proposed resolutions, in writing, signed or by electronic means, to the Board Secretary no later than two days from the date on which the request to cast the vote is received. Votes may be sent by electronic means to the email address that the Board Secretary is required to have for this purpose. In these cases, the Board will be considered to have met in a unitary session and held at the venue where the Company's registered office is located on the date of receipt of the last of the votes cast. -----

The Board of Directors may also be exclusively held electronically or in several venues connected by remote means (including multiconference, videoconference or remote

presence systems or any other similar arrangements) that allow attendees to be recognised and identified, permanent communication between those present regardless of their location, as well as participation and the casting of votes, all of this in real time. Those attending, whether by physical attendance at one of the venues indicated or by remote means, will be considered, for all purposes relating to the Board, as attending the same and only meeting. -----

The meeting will be construed as held wherever the Chair of the Board or whoever, in their absence, chairs the meeting is present. If the meeting is held exclusively by remote means, it will be considered held at the registered office. -----

Board discussions and resolutions will be recorded in a minutes book and signed by the Chair and the Secretary or by the Deputy Chair

and Deputy Secretary, as applicable. The certificates of the minutes will be issued by the Board Secretary or Deputy Secretary, where applicable, with the approval of the Chair or Deputy Chair, where applicable. In accordance with the provisions of section 108 Commercial Registry Regulations, corporate resolutions may be notarised by the person empowered to certify them and by any of the members of the administrative body with a valid appointment and registered at the Commercial Registry. ----

Article 28.- The Board will appoint from among its members a Chair and, if it considers it appropriate, one or more Deputy Chairs; as well as the person who is to act as Secretary and, if it considers it appropriate, one or more Deputy Secretaries, who may not be directors. The Secretary and the Deputy Secretary, as applicable, will attend Board meetings with speaking but not voting rights, unless they are directors. -----

Article 29.- The Board may appoint an

executive committee or one or more CEOs,
provided that they meet the legal requirements.

The board may set up all the specialised
committees it considers appropriate, including
an Audit Committee and/or an Appointments and
Remuneration Committee. -----

Article 30.- Transactions with persons
related to the directors, as defined in section
231 Corporate Enterprises Act, will be subject
to the mandatory rules and exemptions described
in the applicable law.

SECTION IV.- FINANCIAL YEAR. -----

Article 31.- The financial year will run
from 1 January to 31 December of each year. As
an exception, the financial year corresponding
to the year in which the company was
incorporated began on the date on which it
began operations. -----

Within the maximum period of three months of

the close of the financial year, the Board must prepare the financial statements, the directors' report -including, where applicable, the non-financial reporting statement and the proposed allocation of profits/losses- and, where appropriate, the consolidated financial statements and directors' report.-----

The financial statements and the proposed allocation of profits/losses for the previous year must be approved by the General Meeting in the first half of the following year.-----

Within one month of the approval of the financial statements, the Company's Board will submit, for deposit at the Commercial Registry of the registered office, a certificate of the resolutions of the General Meeting approving those financial statements and the allocation of the profit or loss, duly signed, and, where applicable, of the consolidated financial statements, to which a copy of each of them will be attached. The Board will also file the directors' report, including, where appropriate, the statement of non-financial information, and the auditor's report, where

the company is required to be audited or where an audit has been arranged at the request of the minority or on a voluntary basis and the appointment of an auditor has been registered at the Commercial Registry.-----

Article 32.- From the profits made each year, once the legal reserve and other legally established provisions have been met, the Board may allocate what it considers appropriate to the voluntary reserve, investment fund and any other provision allowed by law. Any remainder will be distributed as dividend amongst shareholders in proportion to the capital disbursed for each share.-----

Payment of interim dividends are subject to the Law.-----

SECTION V.- DISSOLUTION AND WINDING UP.-----

Article 33.- The Company will be dissolved due to the legally envisaged causes. The winding-up period does not apply in the event

of a full merger or spin-off. Shareholders who resolve to dissolve the company will determine the persons, terms and manner of winding up in accordance with current law.-----

Article 34.- Once all creditors have been paid and the amount of their claims against the company has been settled, and those not yet due have been covered, the resulting assets will be distributed among the shareholders in accordance with the law.-----