

**PROXY VOTING FORM <sup>(1)</sup>**

With reference to the **Ordinary Shareholders' Meeting of EQUITA GROUP S.P.A.** (the "**Company**"), to be held on **30<sup>th</sup> April 2019** at **11,00 a.m., in single call**, at the registered office of the Company in Milan, Via Filippo Turati No. 9, as indicated in the notice of call of the Shareholders' Meeting of 29<sup>th</sup> March 2019, published on the Company's website [www.equita.eu](http://www.equita.eu) (Corporate Governance section, Shareholders' Meetings area) and, in abstract, on the daily newspaper Milano Finanza on 30<sup>th</sup> March 2019

- having read the documentation on the items of the Agenda made available by the Company,

**by this form**

**I, the undersigned <sup>(2)</sup>**

Surname .....

Name.....

Born in ..... on .....

Resident in ..... address .....

Tax Code .....

ID document **(please enclose a copy)**

..... No. ....

**in quality of**

*(tick the applicable box)*

- person having voting rights in relation to no. .... Equita Group S.p.A. ordinary shares, in his/her capacity as *(tick the applicable box)*

- |                                             |                                       |                                                       |
|---------------------------------------------|---------------------------------------|-------------------------------------------------------|
| <input type="checkbox"/> <b>shareholder</b> | <input type="checkbox"/> pledgee      | <input type="checkbox"/> bearer                       |
|                                             | <input type="checkbox"/> usufructuary | <input type="checkbox"/> custodian                    |
|                                             | <input type="checkbox"/> manager      | <input type="checkbox"/> other <i>(specify)</i> ..... |

- legal representative or person having representation authority of .....*(please indicate the name of the company entitled to vote<sup>3</sup>)*, with registered office in ..... address ..... tax code ..... **(please enclose a copy of the documentation attesting the representation authority)**, having voting rights in relation to no. .... Equita Group S.p.A. ordinary shares in its capacity as *(check whichever box applies)*:

<sup>(1)</sup> Every person entitled to attend the Meeting may be represented by a person of his choice, by written proxy voting, pursuant to the applicable laws, by signing this proxy voting form.

<sup>(2)</sup> Enter first name and surname of the principal (as it appears on the communication for attendance of the Shareholder's Meeting under Art. 83-sexies of Legislative Decree 58/98), or of the legal representative of the principal (where the principal is a legal body).

<sup>(3)</sup> Enter the name of the principal (where the principal is a legal body) as it appears on the communication for attendance of the Shareholder's Meeting under Art. 83-sexies of Legislative Decree 58/98.

- shareholder**
- pledgee
- bearer
- usufructuary
- custodian
- manager
- other (specify) .....

Under communication (under Article 83-sexies of Legislative Decree 58/98) No. .... issued by the intermediary ..... ABI ..... CAB .....

**appoints**

Mr/Mrs (as agent)

Surname .....

Name.....

Born in ..... on .....

Resident in ..... address .....

Tax Code .....

**to attend and represent the principal in the Ordinary Shareholders' Meeting**

with the right to be in turn replaced by<sup>(4)</sup>

Mr/Ms (person appointed by the principal):

Surname.....

Name.....

Born in ..... on.....

Resident in ..... address .....

Tax Code .....

\_\_\_\_\_

(Place and date)

\_\_\_\_\_

(Principal's signature)

<sup>(4)</sup> The principal may indicate one or more substitutes of the agent. Replacement of an agent with a substitute who is in a situation of conflict of interest is permitted only if such substitute is indicated by the principal.

**The undersigned also declares that the voting right shall be exercised by the agent** (please tick the applicable box) <sup>(5)</sup> <sup>(6)</sup>:

- at his discretion, without specific voting instructions given by the principal
- in compliance with specific voting instructions given by the principal

\_\_\_\_\_  
(Place and date)

\_\_\_\_\_  
(Principal's signature)

**PLEASE NOTE** that, pursuant to Article 135-novies, paragraph 5, of Legislative Decree 58/98, "The agent may deliver or transmit, instead of the original, a copy of the proxy voting, also on data medium form, attesting under its responsibility the conformity of the copy to the original and the identity of the principal. The agent shall keep the original proxy voting and keep trace of the voting instructions received, if any, for one year starting from the date of completion of the Shareholders' Meeting".

\_\_\_\_\_  
<sup>(5)</sup> Pursuant to art. 118, paragraph 1, let. C), of the CONSOB Issuers Regulation, shares in relation to which "the voting right is granted by virtue of a proxy voting, provided that such right may be exercised at the agent's discretion, in the absence of specific instructions from the principal", are considered shareholdings for the purpose of the communication obligations regulated by Article 120 of Legislative Decree 58/98.

<sup>(6)</sup> The granting of a proxy voting to an agent acting in conflict of interests is permitted provided that such agent informs the shareholder in writing of such conflict of interest, and specific voting instructions for each resolution in relation to which the agent is to vote on the shareholder's behalf are issued by the principal (see Article 135-decies of Legislative Decree 58/98).

**PRIVACY NOTICE**  
**Articles 13 and 14 of Regulation (EU) 2016/679**

Regulation (EU) 2016/679 of the European Parliament and of the Council ("**GDPR**") aims to ensure the processing of personal data is made in full respect of rights and freedoms of natural persons, with particular regard to the right of protection of personal data and the free movement of such data.

Equita Group S.p.A. ("**Equita**"), as Controller of the processing ("**Controller**"), is obliged to provide the principal and the agent (together, "**Data Subjects**") with this notice describing the way and purposes of processing of personal data of the above Data Subjects.

**A) Identity and contact details of the Controller and Data Protection Officer**

Controller: Equita Group S.p.A.  
Address: Via Filippo Turati n. 9, Milano  
E-mail: [privacy@equita.eu](mailto:privacy@equita.eu)

Data protection officer: Avv. Matteo Alessandro Pagani  
Address: c/o Equita Group S.p.A., Via Filippo Turati n. 9, 20121 Milano  
E-mail: [dpo@equita.eu](mailto:dpo@equita.eu)

**B) Purposes of the processing of personal data and related legal basis**

All personal data of the Data Subjects are collected and processed, in compliance with the legal provisions and confidentiality obligations, to verify the proper set up of the Shareholders' Meeting, the identity and entitlement of those in attendance, as well as to comply with any mandatory corporate requirements and formalities related thereto. The legal basis for such processing is the compliance with a legal obligation to which the Controller is subject, pursuant to article 6(1), let. c), of GDPR.

Moreover, personal data may be processed in relation to claims and litigations. The legal basis for such processing is a legitimate interest of the Controller, pursuant to article 6(1), let. f), of GDPR.

**C) Categories of personal data to processing**

With reference to the above-mentioned purposes, Equita processes the following categories of personal data:

- Data Subjects' identification data such as, for example: first name, surname, residence address, date and place of birth, ID document, tax code, etc.;
- Data Subjects' contact data such as, for example: e-mail address, telephone number, fax number, etc.

**D) Recipients of personal data**

To achieve the above-mentioned processing purposes, the following natural persons may access or process Data Subjects' personal data in their capacity as authorised persons ("**Authorised Persons**"): a) employees of the Equita Group; b) *stagiaires*, associates and temporary workers of the Equita Group.

Moreover, Data Subjects' personal data may be communicated, with strict reference to purposes indicated under the previous paragraph B), to third parties who will use personal data in their capacity as data processors or acting independently as data controllers. Specifically, these parties are:

- a) providers/consultants engaged to provide administrative and legal activities related to the conduct and preparation of the minutes of the Shareholder's Meeting, to comply with any mandatory corporate requirements and formalities related to such meeting, as well as related to claims and litigations, if any;
- b) IT Network operators;
- c) public bodies and judiciary authorities, if provided by the applicable law.

If personal data will be transferred to third parties outside the European Union, Equita will ensure that the transfer will be exclusively carried out pursuant to an adequacy decision of the European Commission or on the basis of other guarantees under article 44 and following articles of the GDPR.

#### **E) Storage of personal data**

In compliance with the principles of proportionality and necessity, the personal data will be stored in a form allowing the identification of Data Subjects for a period no longer than that necessary for the purposes for which the personal data are processed. Specifically, personal data will be stored for the duration needed for the fulfilment of the related legal obligations and to manage claims and litigations, if any, and, in any case, for no more than 10 years from the date of the Shareholders' Meeting or, in case of complaints, for the limitation period provided by applicable law to protect rights, without prejudice in any case to longer storage periods as provided by specific provisions.

#### **F) Data Subjects' rights**

Each Data Subject may, at any time, ask the Controller, at the above-indicated contact details, to access (article 15 of the GDPR), rectify (article 16 of the GDPR), erase (article 17 of the GDPR) and/or restrict (article 18 of the GDPR) the processing of personal data concerning him/her, and to object to the processing of personal data concerning him/her (article 21 of the GDPR).

Each Data Subject has the right to data portability (article 20 of the GDPR) and not to be subjected to an automated individual decision-making (article 22 of the GDPR).

Each Data Subject has the right to withdraw consent expressed for the processing based on consent, and in particular, for the processing of data based on consent, without prejudice to the lawfulness of the processing carried out based on consent provided before such withdrawal.

The Data Subject has also the right to lodge a complaint with the Italian Data Protection Authority, under the procedure available on the Italian Data Protection Authority's web site [www.garanteprivacy.it](http://www.garanteprivacy.it).

At this time, Equita does not use any automated individual decision-making.

#### **G) Mandatory and voluntary nature of the provision of personal data and consequences of a possible refusal**

Considering the above-mentioned purposes, please note that the provision of personal data is mandatory. Therefore, any possible refusal by Data Subjects to provide personal data would not allow the attendance at the Shareholders' Meeting.

#### **H) Source of personal data**

The personal data processed by Equita, related both to the principal and the agent, are collected directly from the principal by filling the proxy voting form.

#### **I) Methods of processing**

Personal Data communicated will be processed, in compliance with the provisions of the GDPR, by paper-based, computer or electronic means, with methods strictly related to the indicated purposes and, in any case, with appropriate methods to ensure their security and confidentiality in accordance with the GDPR.