

ITALMOBILIARE
INVESTMENT HOLDING

**CERTIFICATE OF THE PROXY HOLDER
IN CASE OF DELIVERY OR TRANSMISSION OF COPY OF THE PROXY
(Art. 135-novies, subsection 5, Legislative Decree no. 58/1998)**

I, the undersigned (name)* _____ (surname)* _____ born in (place)* _____ on (date)* ___/___/_____, resident in (town or city) _____ (address) _____ street no. _____ (1), Tax Identification Number* _____ [if applicable] legal representative of (company name)* _____, with registered office in (town or city) _____ (address) _____ street no. _____, Tax Identification Number* _____ (2) as (check whichever applies):

Proxy holder

Substitute of the Proxy holder

to participate to the Ordinary and Extraordinary Shareholders' Meeting of ITALMOBILIARE S.p.A., to be held on April 17th, 2019, at 10.30 a.m., on single call, in Milan, Piazza Belgioioso, 1, at Intesa Sanpaolo Meetings' room, under my responsibility, to the effects and purposes of Art. 135-novies, subsection 5, of Legislative Decree No. 58/1998, hereby

CERTIFY

(i) that the copy of the proxy for participation in the aforesaid meeting, delivered / transmitted to ITALMOBILIARE S.p.A, is a true copy of the original, and

(ii) confirm the identity of the delegating party _____ (3) and

(iii) that the signatory to the proxy has full and valid signatory powers.

I acknowledge that pursuant to Art. 135-novies, subsection 5, of Legislative Decree no. 58/1998, the proxy holder must keep the original proxy and keep records of any voting instructions received for one year after the conclusion of the meeting.

_____, _____ 2019

Signature of proxy holder/substitute of proxy holder

(*)Obligatory.

(1) Enter the data of the proxy holder/substitute of the proxy holder/Appointed Representative/substitute of the Appointed Representative. If the proxy holder/substitute of the proxy holder/Appointed Representative/substitute of the Appointed Representative is a legal person, enter the data of the legal representative.

(2) Complete this section if the proxy holder/substitute of the proxy holder/Appointed Representative/substitute of the Appointed Representative is a legal person.

(3) Enter the data of the delegating party (if a natural person: name, surname, place and date of birth, Tax Identification Number; if legal person: company name, full address of the registered office, Tax Identification Number), as they appear on the notice for participation in the meeting as per Art. 83-sexies, Legislative Decree No. 58/1998.

I ALSO DECLARE

that the enclosed proxy does not give the proxy holder the right to vote at their discretion; the proxy holder is obliged to follow the written voting instructions.

_____, _____ 2019

Signature of proxy holder/substitute of proxy holder

PRIVACY STATEMENT

Pursuant to artt. 13 and 14 of European Regulation 2016/679 ("GDPR"), information notice related to personal data processing activity is provided.

1. Contact details of Data Controller

The Controller of the processing of your data pursuant to art. 4.7 of the GDPR is Italmobiliare S.p.A., in the person of the CEO and, as such, legal representative of the company, with legal head office in Via Borgonuovo n. 20, Milan, Italy e-mail gdpr@italmobiliare.it.

2. Categories of data processed and data source

The Company processes exclusively common data such as, by way of example but not exhaustively, personal and contact details of the subjects entitled to participate in the meeting. Data are acquired directly from the data subject.

3. Purpose and legal basis of the processing activity

Personal data are collected and processed exclusively for the purpose of verifying the regular constitution of the meeting, ascertaining the identity and legitimacy of participants, accreditation and registration for participation in the meetings of the Company as well as the execution of further obligations and assembly and company formalities, recording and reporting of interventions and voting at the meeting, payment of dividends, statistics to verify the company's shareholding base or participation in meetings.

The processing is therefore necessary to fulfil a legal obligation to which the Data Controller is subjected.

The provision of personal data requested, for the purposes and methods of processing as specified above, is necessary for the purpose of participation in the meeting, pursuant to the law (art. 2370 and following c.c.), and for related and consequent obligations. Failure or partial provision of personal data may result in the non-admission of the data subject to the meeting.

4. Data retention

The data collected for the purposes set out in this statement are kept for the time required by civil law applicable on keeping and storage of social books (artt. 2220 and 2496 of the Civil Code). Once the storage terms indicated above have elapsed, data will be destroyed or made anonymous, according to the technical cancellation and backup procedures.

5. Categories of data recipients

The data may be communicated to subjects operating as Controllers such as, by way of example but not exhaustively, Supervisory and Control Authorities, public or private entities entitled to

request data, members of the Board of Directors and of the Board of Statutory Auditors of the Company, auditing company.

The data may also be processed on behalf of the Company by persons designated as Processors, who are given appropriate operating instructions.

6. Data subjects' rights

The data subject can ask the Controller to access the concerning him / her, their correction, the integration of incomplete data, the restriction of processing in the cases provided for by art. 18 GDPR; to receive data in a structured format, commonly used and readable by an automatic device, as well as, if technically feasible, to transmit them to another controller without impediments in the event that the conditions for the exercise of the right to portability pursuant to art. 20 of the GDPR are satisfied (the processing is based on consent pursuant to Article 6.1 letter a) or art. 9.2, lett. a) or on the contract pursuant to art. 6.1, lett. b) of the GDPR and is carried out using automated tools). The interested party has the right to lodge a complaint with the Supervisory Authority, as well as to exercise the other rights recognized to data subjects by the regulation. These rights can be exercised by writing to gdpr@italmobiliare.it.