



Headquarter in Vimercate (MB), Via Energy Park n. 20  
 Share capital € 7,860,651.00, fully paid-up  
 Listed on the Register of Companies of Monza and Brianza n. 05091320159

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

**To ensure the representation to the Ordinary and Extraordinary Meeting of Shareholders of ESPRINET S.p.A. (the “Company”) that will be held, at 10:00 a.m. on April 28<sup>th</sup> 2017 (first call), and if necessary a second meeting will be called at 15:00 a.m. on May 4<sup>th</sup> 2017 as per the notice published on the internet site of the Company and, as abstract on “Italia Oggi” on March 29<sup>th</sup> 2017 (and further possible integration pursuant to art. 126-*bis* of the Legislative Decree 58/1998 – “TUF”)**

With reference the Ordinary and Extraordinary Meeting will be held at the Cosmo Hotel, Via Torri Bianche n. 4, Vimercate (MB), at 10:00 a.m. on April 28<sup>th</sup> 2017 (first call), and if necessary a second meeting will be called at 15:00 a.m. on May 4<sup>th</sup> 2017 at the same place.

**WITH THIS FORM**

I (first name\*) (2) ..... (last name\*) ....., born in\*  
 ..... on\*..... resident in  
 ..... address ....., fiscal code\*  
 ..... ID document  
 (type).....nr..... (copy to be attached),

Aware of the content of the Reports dealing with the proposals in agenda and drafted by the Directors, and as (3):

**ESPRINET S.p.A.** shareholder holding nr.\* ..... ordinary shares registered on the account nr.  
 ..... by the financial intermediary ..... ABI.....  
 CAB.....;

(1) *Anyone entitled to attend the Shareholders’ Meeting can be represented by a substitute via written authorisation pursuant to the law in force, signing this proxy form to be delivered to the substitute (for proxy designation of your company, download the corresponding form on the internet site [www.esprinet.com](http://www.esprinet.com), pursuant art 135-undecies TUF)*  
 (2) *First name and last name of the delegating subject (as stated in the communication of the attendance to the meeting as per art. 83-sexies TUF) or the legal representative of the delegating subject.*  
 (3) *Tick the correct title*  
 (\*) *Mandatory Data*

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**person entitled to vote** with nr. \* ..... of ordinary shares of ESPRINET S.p.A. registered on the account nr ..... by the financial intermediary .....  
ABI..... CAB..... acting as \* ..... (4);

**legal representative of** \* (5) .....,  
headquarter in \* ....., fiscal code \* ....., proxy  
with power of sub-delegation by virtue of..... attached hereto, owner of /  
delegate with voting rights acting as\*.....(6) with nr. \* of ordinary shares of ESPRINET  
S.p.A. registered on the account nr ..... by the financial intermediary  
..... ABI..... CAB.....;

### AUTHORISE

Mr/Ms (first name\*) ..... (last name\*) ....., born  
in\* ..... on\* ..... resident  
in..... address....., fiscal code  
\* ..... entitled (if necessary) to be represented by Mr/Ms (first name\*)  
..... (last name\*) ....., born  
in\* ..... on\* ..... resident  
in..... address....., fiscal code  
\* ..... to attend the Meeting.

Date .....

Signature .....

(4) Specify the legal title (pledge, usufruct, etc...) under which the voting rights is assigned.

(5) First name and last name of the legal subject (as stated in the communication of the attendance to the meeting as per art. 83-sexies TUF)

(6) Erase the incorrect option, and, in event of a delegate with voting rights, specify the legal title (pledge, usufruct, etc...) under which the voting rights is assigned.

(\*) Mandatory Data



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**I authorise the proxy (7):**

- to exercise the voting rights under his/her discretion <sup>(8)</sup>**
  
- to exercise the voting rights under specific and precise voting instructions delivered by myself.**

Date .....

Signature .....

(7) *Tick the correct option*

(8) *Please note that, pursuant to art. 118, paragraph 1, lett. c) of the Regulation approved by Consob by the means of the resolution no. 11971/1999, as subsequently amended and supplemented, shall be considered sharing, for the purposes of the disclosure obligations under the art. 120, TUF, the shares for which the right to vote is assigned by virtue of delegation, provided that such right to vote shall be exercised discretionaly in the absence of specific instructions from the delegating subject.*

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### ***Privacy Policy***

Pursuant to art. 13 of the Legislative Decree 196/2003 (Personal Data Protection Code – “Code”) any entity (natural and legal person, company or association from whom or which personal data are collected) is hereby informed about the processing of its personal data:

- a) The purposes and modalities of the processing for which the data are intended  
Personal data will be collected and processed exclusively for the check of the correct execution of the shareholders’ meeting, identity verification and attendees validity, as well as further mandatory fulfilment and formalities related to the meeting and the company  
During the meeting data are processed also by an audio recording system, in order to facilitate the draft of the meeting minute, which will be neither communicated nor disseminated. The recorded support will be hold just for the time necessary to draft the minute, afterwards it will be destroyed.  
Data are processed by paper and IT devices, in accordance with the Code principles and in order to protect the privacy of the subject and its corresponding rights.
- b) Mandatory or voluntary nature of providing the requested data:  
The provision of personal data required, for the purposed and modalities of the processing as per the aforementioned, is mandatory to attend the meeting, pursuant to law (art. 2370 and following articles of the Civil Code), and for the relevant and corresponding fulfilment
- c) Consequences of the possible denial:  
Missing or incomplete personal data communication will imply the subject not to be admitted to the meeting, as well as the impossibility to comply with law and contract requirement pursuant to the current related law.
- d) Entities or categories of entity to whom or which the data may be communicated:  
1) Collected data, with the exclusion of audio file, can be communicated within the limits applicable to the purposes of section a):
  - To the subjects indicated in the point 2 below, in relation to the fulfilment of the legal or regulatory obligations (also considered that the company is listed on a regulated market and therefore it is subject to additional obligations and disclosure requirements).  
2) Subjects that can be aware of personal data are as follows:
  - employees of the corporate affairs department, of the Investor Relation department, administrative and managing bodies of the Company
  - External consultants  
Collected data can be communicated within the prescribed limits applicable to the law
- e) Rights  
In any moment, the subject can exercise his rights towards the Data Controller, pursuant to the art. 7 of the Legislative Decree 196/2003 (quoted below), that is right to manage its data modifying or cancelling them if incomplete, wrong or collected in violation of law, as well as to oppose to the data processing for licit reasons. Rights can be exercised by formal request to the Data Controller, also by proxy; the request can be sent via legal mail, fax or e-mail or, with reference to the right as per art. 7 clause 1 and 2, also verbally (in this case the request is noted by the Data Controller).
- f) Data Controller  
- Data Controller is Esprinet S.p.A. – Via Energy Park, n. 20 – 20871 Vimercate (MB)  
- E-mail: [privacy@esprinet.com](mailto:privacy@esprinet.com).

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**Art. 7 - Right to Access Personal Data and Other Rights**

1. The subject shall have the right to obtain confirmation as to whether or not personal data concerning him exist, regardless of their being already recorded, and communication of such data in intelligible form.

2. The subject shall have the right to be informed:

- a) of the source of the personal data;
- b) of the purposes and methods of the processing;
- c) of the logic applied to the processing, if the latter is carried out with the help of electronic means;
- d) of the identification data concerning data controller, data processors and the representative designated as per Section 5(clause 2);
- e) of the entities or categories of entity to whom or which the personal data may be communicated and who or which may get to know said data in their capacity as designated representative(s) in the State's territory, data processor(s) or person(s) in charge of the processing.

3. The subject shall have the right to obtain

- a) updating, rectification or, where interested therein, integration of the data;
- b) erasure, anonymity or blocking of data that have been processed unlawfully, including data whose retention is unnecessary for the purposes for which they have been collected or subsequently processed;
- c) certification to the effect that the operations as per letters a) and b) have been notified, as also related to their contents, to the entities to whom or which the data were communicated or disseminated, unless this requirement proves impossible or involves a manifestly disproportionate effort compared with the right that is to be protected.

4. A data subject shall have the right to object, in whole or in part,

- a) on legitimate grounds, to the processing of personal data concerning him/her, even though they are relevant to the purpose of the collection;
- b) to the processing of personal data concerning him/her, where it is carried out for the purpose of sending advertising materials or direct selling or else for the performance of market or commercial communication surveys.