



PROXY FORM¹

With regards to the Ordinary and Extraordinary Shareholders' Meeting of Giglio Group S.p.A. called for April 30, 2019 in single call, at 15:00 AM, in piazza Generale Armando Diaz 6, 20123 - Milan, at Giglio Group, as per the call notice published on the company website www.giglio.org on March 30, 2018⁹ with the following agenda:

ORDINARY MEETING

1. 1.1 Financial Statement at 31 December 2018, Director's Report on Operations, Board of Statutory Auditors' Report and the Independent Auditors' Report; resolutions pertaining thereto and resulting therefrom. 1.2 Resolutions regarding the result of the financial period; resolutions pertaining thereto and resulting therefrom.
2. Resolution on the first section of the Remuneration Report, pursuant to Art- 123-ter, par. 6 of Legislative Decree no. 58 of 24 February 1998, as amended and integrated; resolutions pertaining thereto and resulting therefrom.
3. Restatement of annual total compensation of the Board of Directors; resolutions pertaining thereto and resulting therefrom.
4. Appointment of two directors pursuant to Art. 2386 of Civil Code; resolutions pertaining thereto and resulting therefrom.
5. Authorisation to purchase and place own shares; resolutions pertaining thereto and resulting therefrom.
6. Amendment to the Stock Option Plan called "Stock Option Plan 2018-2021", approved by the Shareholders' Meeting on 29 October 2018; resolutions pertaining thereto and resulting therefrom.

EXTRAORDINARY MEETING

7. Amendment to the By-laws; resolutions pertaining thereto and resulting therefrom.

Having reviewed the reports on the matters on the agenda made available by the company,

(*) Obligatory field

(¹) All those with the right to attend the Shareholders' Meeting may be represented through a person of their choice, by means of written proxy in accordance with law, signing this proxy form.

WITH THIS FORM

the undersigned (signature of principal ²)

Name* _____ Surname* _____

Born in* _____
on* _____

Resident in _____ post code _____
street _____

Tax No. _____

Identity document (valid and copy to be attached) _____

No. _____

As

(tick the relevant box)

Shareholder of * _____ ordinary Giglio Group s.p.a. shares registered to securities account No. _____ at the following intermediary _____
ABI _____ CAB _____

Party with voting rights ³ concerning * _____ shares of Giglio Group s.p.a. as* _____

Legal representative or party conferred with appropriate representative powers⁴ of (name of legal person with voting rights)* _____ with registered office in* _____ street* _____ tax No.* _____ (with document proving representative powers annexed) assigned the right to vote concerning * _____ shares of Giglio Group s.p.a. registered in securities account No. _____ at the following intermediary _____

ABI _____ CAB _____ as (tick the relevant box)*
 shareholder
 _____³

APPOINTS

Mr./Ms. (proxy)

Name* _____ Surname* _____

Born in* _____ on* _____

Resident in _____ post code _____
street _____

Tax No. _____

(2) Indicate the name and surname of the principal, as it appears on a copy of the communication for attendance at the shareholders' meeting as per Art.83-sexies of Legislative Decree 58/1998 (CFA) or of the legal representative of the legal party delegating.

(3) Indicate the legal form (e.g. secured creditor, taker in, usufruct, custodian, manager etc.) based on which the right to vote is attributed.

(4) Legal person principal as stated in the copy of the communication for attendance at the Shareholders' AGM as per Article 83-sexies CFA

Identity document No. (copy to be attached) _____

TO ATTEND AND REPRESENT HIM/HER AT THE SHAREHOLDERS' MEETING

with faculty in turn to be replaced by⁵:

Mr./Ms. (proxy)

Name _____ Surname _____

Born in _____ on _____

Resident in _____ post code _____
street _____

Tax No. _____

Identity document No. (copy to be attached)

Place and Date

Signature of principal

The undersigned declares in addition that the voting right shall be exercised by the proxy (tick the relevant box)⁶:

- discretionarily in the absence of specific instructions from the principal
- in accordance with the specific voting instructions given by the undersigned principal

(Place and Date)

(Signature of Principal)

COMMUNICATION OF PROXY

In accordance with Art.135-novies, paragraph 5 of Legs. Decree No. 58/1998, "the representative may, in place of the original, send or transmit a copy, also through electronic means, of the proxy form, declaring in good faith compliance of the proxy form to the original and the identity of the principal. The proxy must maintain the original proxy form and any voting instructions received for one year from the conclusion of the shareholders' meeting".

Proxy voting may be notified by the company by registered letter to the registered office (Piazza Diaz 6, 20123 MILAN) for the attention of the Legal and Corporate Affairs Department, through communication to giglio@arubapec.it.

⁽⁵⁾ The representative may indicate one or more replacements. The replacement of the representative with a party in conflict of interest is allowed only if the replacement is indicated by the shareholder.

⁽⁶⁾ For the communication obligations as per Article 120 of Legs. Decree No. 58/1998, the shares for which "the voting right derives on the basis of proxy, as this right may be exercised discretionarily in the absence of specific instructions from the principal" are considered investments.

PRIVACY DISCLOSURE

PERSONAL DATA OWNER

Giglio Group s.p.a., with registered office in 20123 – Milan, piazza Generale Armando Diaz 6, (hereafter the “**Owner**”), as Owner will process the Personal Data (defined herein) in accordance with the general data protection regulation (Articles 13 and 14 of Regulation (EC) No. 679/2016 - “**GDPR**” and Legislative Decree No. 196 of June 30, 2003) and this notice.

DATA PROTECTION OFFICER (DPO)

The Owner has appointed a DPO who may be contacted at the following e-mail address dpo.giglogrouop@giglio.org or by registered letter sent to the Data Protection Officer, in 20123 – Milan, piazza Generale Armando Diaz 6.

PROCESSED DATA AND METHODS

The Owner shall handle your identification details (e.g. name, surname, domicile) communicated by you or the personal data provided of third parties (e.g. proxies or their replacements) communicated by you (“**Personal Details**”) for participation at the Shareholders’ Meeting of October 29, 2018 (the “**Shareholders’ Meeting**”) by proxy or for additional Shareholders’ Meeting business.

For the processing of personal data for the purposes of this communication, any transaction or series of transactions, carried out with or without the support of automated processes and applied to Personal Data, such as collation and recording, is considered

This data may become known to employees or collaborators of the Owner – or, where necessary, companies carrying out on behalf of this latter the technical or organisational tasks required for the above indicated purposes – specifically authorised to handle such, as Appointed Managers or Officers, for the same purposes; the data may be relayed or communicated to specific parties to fulfil a legal obligation, regulation or EU provision or legally binding provisions issued by the Authorities or the Supervisory or Control Boards.

The interested party has the right, in particular, in accordance with Article 7 of Legs. Decree 196/2007 to know – at all times – which of their data is handled, its origin and how it is being utilised, as well as the Appointed Managers; he/she also has the right to update, adjust, add to or cancel data or request it not to be used. These rights may be exercised by contacting the company through written request to be sent to the DPO by e-mail at dpo.gigliogroup@giglio.org or by contacting the Data Protection Officer at 20123 – Milan, piazza Generale Armando Diaz 6.