



Fabbrica Italiana Lapis ed Affini

F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. – Shareholders’ Meeting of April 27, 2018

**SHAREHOLDERS’ MEETING PROXY FORM**

With regards to the Ordinary Shareholders’ Meeting of F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. (the “Company”), to be held on April 27, 2018 at 11 AM in single call, in via Keplero 12, 20016, Pero (MI), at the ATA Hotel Expo Fiera, and called to discuss and consider the following:

**AGENDA**

1. financial Statements for the year ended December 31, 2017, including the Board of Directors’ Report, the Board of Statutory Auditors’ Report and the Independent Auditors’ Report; presentation of the consolidated financial statements for the year ended December 31, 2017; resolutions thereon;
2. remuneration Report in accordance with Article Article 123-ter of Legislative Degree No. 58/98; resolutions thereon;
3. establishment of the number of members and appointment of the Board of Directors, establishment of the duration of office and the remuneration of the members of the Board of Directors; appointment of the Honorary Chairman; resolutions thereon;
4. appointment of the Board of Statutory Auditors, establishment of the remuneration of the members of the Board of Statutory Auditors; resolutions thereon.

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

**with this form<sup>1</sup>**

**the undersigned** (signature of party granting proxy<sup>2</sup>)

Name\* ..... Surname\* ..... Born in\* .....  
 ..... on\* ..... Resident in .....  
 ..... via ..... Tax No.\* .....  
 ..... Valid identity document (attached)  
 ..... No.....

**as**

(tick the relevant box)

- holder of\*** ..... ordinary shares of F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A.
- party with voting rights for \* ..... ordinary shares of F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. as\* .....<sup>3</sup>

\* Obligatory field

<sup>1</sup> 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.

<sup>2</sup>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) or of the legal representative of the legal party delegating.

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



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legal representative or party conferred with appropriate representative powers of *(name of legal person with voting rights 4)\** ..... with registered office in\* ..... via\* ..... Tax No.\* ..... *(with document proving representative powers annexed)*

entitled as *(tick the relative box)\**  shareholder to  .....<sup>3</sup> voting rights for \* ..... ordinary shares of F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A. registered in securities account No.\* ..... at \* ..... (filing intermediary) ABI..... CAB .....

**appoints**

Surname and name/Company name *(proxy)\** ..... Born in\* ..... on\* ..... Resident/with registered office in\* ..... via ..... Tax No.\* .....

**to attend and represent him/her for all shares with voting rights at the Shareholders’ Meeting, fully approving all actions carried out.**

with faculty in turn to be replaced by<sup>5</sup>:

Name and Surname/Company name *(party indicated by the principal)* ..... Born in ..... on ..... Resident in/with registered office in ..... via ..... Tax No.....

\_\_\_\_\_  
*(Place and Date)*

\_\_\_\_\_  
*(Signature of principal)*

**The undersigned declares in addition that voting rights (\*):**

- are exercised by the proxy at their discretion
- are not exercised discretionarily by the proxy but in accordance with the specific voting instructions given by the undersigned principal.

<sup>4</sup>Legal person principal as stated in the copy of the communication for attendance at the Shareholders’ AGM as per Article 83-sexies CFA

<sup>5</sup> 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.



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*(Place and Date) (Signature of principal)*

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In accordance with Art.135-*novies*, paragraph 5of the CFA, “the representative may, in place of the original, send or transmit a copy, also through electronic means, of the proxy form, declaring under their own responsibility conformity 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”.

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*(Place and Date)*

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*(Signature of principal)*



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**PRIVACY STATEMENT AS PER ARTICLE 13 OF LEGISLATIVE DECREE No. 196 OF JUNE 30, 2003**

F.I.L.A. – Fabbrica Italiana Lapis ed Affini S.p.A., with registered office in Via XXV Aprile n. 5, Pero, Milan (“Holder” of the processed data), informs you that the personal details provided will be processed only for the purposes of enabling the company to manage the Shareholders’ Meeting and execute the related legal requirements. Without the data indicated as obligatory (\*), the proxy will not be allowed to attend the Shareholders’ Meeting.

The personal details will be collated in paper and/or electronic format and will be processed in the manner strictly required for the above-stated purposes and however in compliance with Legislative Decree 196/2003.

The entitled party has the right at any time to exercise the rights established by Article 7 of Legislative Decree 196/2003 (including to be informed upon, at any time, which data is held at the company, its origin and how it is utilised; you also have the right to update, adjust, supplement, remove, request the blockage or oppose the processing of your data for legitimate reasons, in addition to be informed upon the list of officers in charge of processing your data), by contacting the company Data Processing Secretary at Via XXV Aprile, No. 5, Pero, Milan or by e-mail: [amministrazione@pec.fila.it](mailto:amministrazione@pec.fila.it). Specifically authorised employees or partners of the Processor may view personal data, as managers or employees, for the above indicated purposes.