

**PROXY FORM FOR THE ANNUAL GENERAL MEETING OF  
SHAREHOLDERS PURSUANT TO ART. 135-NOVIES OF LEGISLATIVE  
DECREE 58/1998**

I , the undersigned \_\_\_\_\_ (1), in my capacity  
as the \_\_\_\_\_ (2), owner of n.  
\_\_\_\_\_ voting rights related to n. \_\_\_\_\_ ordinary shares in *Immobiliare Grande  
Distribuzione Società di Investimento Immobiliare Quotata S.p.A.*

**APPOINT**

\_\_\_\_\_ (3)  
with the possibility of being substituted by \_\_\_\_\_ (4)  
as my proxy agent to attend and vote at the Extraordinary General Meeting convened at 10:30 a.m. on 11  
November 2019 at IGD SIIQ S.p.A.'s registered office in Bologna, Via Trattati Comunitari Europei 1957-  
2007, 13, in first call, and, if necessary, in second call, on 12 November 2019 at the same time and place,  
to resolve on the following agenda:

1) Voluntary reduction of the share capital in accordance with and pursuant to Art. 2445 of the Italian  
Civil Code, from EUR 749,738,139.26 to EUR 650,000,000.00, for a total amount of EUR 99,738,139.26,  
to be allocated to the legal reserve for up to one fifth of the share capital and, for the remainder, to a  
distributable capital reserve. Related and consequent resolutions.

granting the necessary powers to exercise voting rights in his/her name and on his/her behalf<sup>56</sup>.

Date and place

Signature of the principal

\_\_\_\_\_

\_\_\_\_\_

<sup>1</sup>Provide first and last name, or name of the company (as it appears in the notice received regarding attendance of the Annual General Meeting pursuant to art. 83-*sexies* of Legislative Decree 58/1998), Tax ID number or VAT number, complete address of the principal's domicile or registered office.

<sup>2</sup> Specify in which capacity the principal is signing the proxy (for example, shareholder, legal representative of the shareholders, party holding voting rights; in this instance, specify under what title – guarantee, usufruct, etc. – the voting right has been granted to a party other than the owner of the shares).

<sup>3</sup> Specify the first and last name or name of the company, Tax ID number or VAT number, complete address of the proxy agent's domicile or registered office.

<sup>4</sup> Specify the first and last name or name of the company, Tax ID number or VAT number, complete address of the proxy agent's substitute's domicile or registered office.

<sup>5</sup> Please note that pursuant to Art. 118, paragraph 2 (c), of the regulation approved by Consob in Resolution n. 11971/1999, as subsequently amended, equity interests which must be disclosed for the purposes of Art. 120 of Legislative Decree n. 58 dated 24 February 1998 involve shares with respect to which "voting rights are granted via proxy, to the extent that this right may be exercised on a discretionary basis and without specific instructions from the principal".

<sup>6</sup> We advise those parties entitled to attend and vote at the annual general meeting, and their proxy agents, to take into account the provisions of Art. 135-*decies* Legislative Decree n. 58 dated 24 February 1998 regarding conflict of interest of the representative and substitutes.

## INSTRUCTIONS – HOW TO ADVISE IGD SIIQ S.P.A. OF THE PROXY

Pursuant to Art. 135-*novies* of Legislative Decree. 58/1998, the designated representative may substitute the original proxy with a copy, including digital, declaring, under his/her responsibility, that the proxy conforms with the original and the identity of the principal.

The proxy and the above mentioned declaration may be sent to the Company via certified e-mail to [legal\\_igdsiiqspa@pec.gruppoigd.it](mailto:legal_igdsiiqspa@pec.gruppoigd.it), or by mail to IGD's registered office in Bologna - Via Trattati Comunitari Europei 1957-2007, n. 13.

In this instance the envelope containing the proxy and the declaration must contain the following notation "*contains a proxy for attendance at the annual general meeting pursuant to Art. 135-novies of Legislative Decree. 58/1998*".

The designated representative must keep the original proxy and any voting instructions received for one year, as of the conclusion of the annual general meeting.

### TREATMENT OF PERSONAL DATA Pursuant (EU) Regulations 2016/79 (the "Regulations")

#### Controller of the data processed

Immobiliare Grande Distribuzione SIIQ S.p.A., with registered offices in Bologna, Via dei Trattati Comunitari 1957-2007, no. 13 (hereinafter referred to as "**IGD**" or the "**Controller**") as controller of the data treated, will process personal data (as described herein) in accordance with the applicable law relating to protection of personal data (Articles 13 and 14 of EU Regulation n. 679/2016 – "**GDPR**" and subsequent domestic legislation) and this declaration.

#### Reasons for the data treatment and means used

The Controller will process your personal data (name, surname or company name, Tax ID code or VAT number, complete address of your domicile or registered office) provided to us or personal data relating to third parties (i.e. proxy agents or sub-proxy agents) disclosed by you ("**Personal data**") for the purposes of attending IGD's General Meeting (hereinafter the "**Meeting**") and other activities relating to the meeting of the shareholders, lawfully and fairly with a view to ensuring confidentiality and safety. The processing – which includes gathering and any and all other transactions that fall within the scope of the definition of processing found in art. 4 of the Regulation – will be done using manual, IT and/or automated instruments using organizational methods and for reasons related strictly to the purposes referred to above.

For the purposes of this declaration processing of personal data refers to any and all transactions, completed with or without the use of automated processes used to treat personal data, such as the gathering, registration, organization, compiling, filing, changing or amending, extraction, consultation, use, disclosure through transmission, distribution or any other means available, the comparison, restriction, elimination or destruction of the data.

These Personal Data will be processed manually and/or with the support of computerized or digital devices.

#### **Purpose and legal basis for the processing**

IGD will process the Personal Data for the purposes of the Meeting, with regard particularly to attendance both directly and via proxies, making changes to the agenda and submitting questions prior to the Meeting. Based on the law, the Controller of the data, as well as proxy and sub-proxy agents, must guarantee that the rights recognized in the law relating to the Meeting are respected.

Providing Personal Data and the relative processing is necessary for the purposes above. The failure to provide these Personal Data could also compromise our ability to comply with any requests.

#### **Recipients, storage and transfer of the Personal Data**

For the purposes above the Personal Data may be made available before, during and after the company's General Meeting is held to employees and staff members of the Controller charged with processing the data.

The Personal Data will be processed within the European Union and stored on servers found inside the European Union.

The Personal Data may be used to facilitate the subsequent recording of the minutes through the use of audio-video devices and to update the shareholder register.

The personal data may be shared with third parties solely in order to fulfill requests received from the supervisory authorities and the office of the magistrate.

#### **Rights of interested parties**

The interested party is entitled to know which and how personal data are being used at any time; he/she is also entitled to update, supplement or change the Personal Data, as well as have the data eliminated, suspended or object to the processing but, in these instances, the ability to follow the instructions received relative to participation in the shareholders' meeting may be compromised.

In order to exercise the rights above and to request more information about the Personal Data you may write [info@gruppoigd.it](mailto:info@gruppoigd.it) by putting "*IGD's General Meeting*" in the subject line.