



SHAREHOLDERS' MEETING PROXY FORM¹

With reference to the **Ordinary Shareholders' Meeting of Unieuro S.p.A.** called to take place on 20th June 2017, at 2:30PM, in single call, in Milan, via Agnello, 12, as set forth in the notice of the shareholders' meeting published on the Company's website at www.unieurocorporate.it, in the section entitled http://unieurocorporate.it/en/_corporate-governance-2/shareholders/, on May 19, 2017, with an excerpt also published in the Italian daily newspaper "MF-Milano Finanza" on May 19, 2017;

having familiarized themselves with the Reports on the items on the agenda made available by the company,

with this form

The undersigned (*appointing party²*)

Surname* Name*
Born in* on*
Residence Address
Tax identification code*
ID document (*copy enclosed*)
no.

by virtue of his/her capacity as
(*check whichever box applies*)

party with the right to vote in respect of* ordinary shares in Unieuro S.p.A. in his/her capacity as (*check whichever box applies*)

- | | | |
|---|---------------------------------------|---|
| <input type="checkbox"/> shareholder | <input type="checkbox"/> pledgee | <input type="checkbox"/> bearer |
| | <input type="checkbox"/> usufructuary | <input type="checkbox"/> custodian |
| | <input type="checkbox"/> manager | <input type="checkbox"/> other (<i>specify</i>) |

party vested with appropriate powers of representation of (*name of the company entitled to vote³*)*
..... registered office*
..... tax identification code*
..... (*copy of the documentation of the*

^(*) Obligatory

¹ Every shareholder entitled to participate in the Meeting may appoint a representative by written proxy under the applicable laws, by signing this proxy form, to be issued to the person nominated and appointed by the entitled shareholder.

² Enter first name and surname of the appointing party (as it appears in the copy of the notice for participation in the meeting as per Article 83-sexies of the Italian consolidated finance act) or of the appointing party's legal representative.

³ Enter the name of the company as it appears in the copy of the notice for participation in the meeting as per Article 83-sexies of the Italian consolidated finance act.



powers of representation enclosed) with the right to vote in respect of*
ordinary shares in Unieuro S.p.A. in his/her capacity as (check whichever box applies)*:

- shareholder**
- pledgee
- bearer
- usufructuary
- custodian
- manager
- other (specify)

communication reference no. (pursuant to Article 83-sexies of the Italian consolidated finance act) supplied by the intermediary
ABI CAB

appoints Mr/Ms

Surname* Name*
Born in* on*
Residence Address
Tax identification code*

to participate and represent him/her/the company in the Ordinary Shareholders' Meeting

with the right to be replaced by Mr/Ms 4:

Surname* Name*
Born in* on*
Residence Address
Tax identification code*

(Place and date)

(Signature)

4 The representative may indicate one or more proxies for the representative. Replacement of a representative by a proxy who finds themselves in a situation of conflict of interest is permitted only if such proxy has been indicated by the shareholder.



The undersigned also declares that the right to vote is exercised by the proxy holder (*check whichever box applies*)^{5 6} :

- at his discretion without specific voting instructions given by the undersigned appointing
- in compliance with specific voting instructions given by the undersigned appointing

(Place and date)

(Signature)

Please note that, pursuant to Article 135-novies of the Italian consolidated finance act, "The representative may deliver or transmit a copy of the proxy, including a computer digital media copy, instead of the original, confirming that the copy is true to the original, and the identity of the principal. The representative shall keep the original proxy and keep trace of the voting instructions received, if any, for one year starting from the date of completion of the meeting".

PRIVACY POLICY

Pursuant to Article 13 of Legislative Decree 196/2003, please note that the data contained in the proxy form shall be processed by the Company – the data controller – to manage meeting operations, in accordance with the personal data protection laws in force.

These data may be made known to the Company's associates specifically authorized to process such data, in their capacity as Data Controllers or Processors, for the above-mentioned purposes: such data may be disseminated or communicated to specific parties in fulfillment of a legal, regulatory or EU obligation, or based on provisions issued by Authorities so authorized by law or by supervisory and control bodies; without the data specified as mandatory (*), the Company shall not be permitted to allow the representative to attend the meeting.

The party concerned is entitled to know, at any time, what personal data of theirs is held at the Company, their source and how they are used, as well as the Data Controller. The party concerned also has the right to have this data updated, amended, supplemented or erased and to request the blocking or objecting to the processing of such data, by contacting the Data Controller pursuant to Article 7 of Legislative Decree 193/2003.

⁵ For the purposes of the communication obligations regulated by Article 120 of the Italian consolidated finance act, equity interests include those shares, in relation to which "the right to vote is granted by virtue of a proxy, provided that such right may be exercised at the proxy holder's discretion, in the absence of specific instructions from the appointing party".

⁶ The proxy being granted to a representative in conflict of interests is permitted provided that such representative notifies the shareholder in writing regarding the conflict of interest, and issues specific voting instructions for each resolution in relation to which the representative is to vote on the shareholder's behalf (see Article 135-decies of Italian Legislative Decree 58/98).