

**PROXY FORM**

With reference to the **Ordinary Shareholders' Meeting of Cellularline S.p.A.** ("**Company**"), to be held on November 22, 2023, at 10:30 am in Reggio Emilia, Via G. Lambrakis, No. 1/A, with the following agenda:

1. Authorisation for the purchase and disposal of treasury shares; related and consequent resolutions.

having read the Reports on the items on the Agenda made available by the Company,

**with this form**

**I, the undersigned** (*person signing the proxy*)<sup>(1)</sup>

Surname\* \_\_\_\_\_ Name\* \_\_\_\_\_

born in\* \_\_\_\_\_ on\* \_\_\_\_\_

Resident in\* \_\_\_\_\_

Address\* \_\_\_\_\_ No. \_\_\_\_\_

\_\_\_\_\_ tax identification code\* \_\_\_\_\_ ID document (*copy enclosed*)

\_\_\_\_\_ No. \_\_\_\_\_

**in quality of**

*(tick the box that interests you)*

- party with the right to vote related to No.\* \_\_\_\_\_ ordinary shares of Cellularline S.p.A. in his/her capacity as (check whichever box applies)\*

shareholder

pledgee

bearer

usufructuary

custodian

manager

other (*specify*) \_\_\_\_\_

- legal representative or subject with appropriate representation powers of (name of the company entitled to vote)\* <sup>(2)</sup>\*

\_\_\_\_\_ registered office in\*

\_\_\_\_\_ address\*

\_\_\_\_\_ tax

identification code \_\_\_\_\_ (*copy of the documentation of the powers of representation enclosed*)

with the right to vote related to No.\* \_\_\_\_\_ ordinary shares Cellularline S.p.A. in his/her capacity as (*check whichever*

(1) Delegating party (as it appears on the copy of the communication for participation in the shareholders' meeting pursuant to Article 83-sexies, Legislative Decree 58/1998 ("**TUF**")) or legal representative of the delegating legal entity.

(2) Delegating legal entity as it appears on the copy of the notice for participation in the shareholders' meeting pursuant to Article 83-sexies, TUF issued by the intermediaries pursuant to current regulations: name, surname or company name, tax code or VAT number, complete address of domicile or registered office.

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 (specify) _____ |

communication reference (pursuant to art. 83-*sexies* of TUF) n. \_\_\_\_\_ supplied by the intermediary  
\_\_\_\_\_ ABI \_\_\_\_\_ CAB \_\_\_\_\_

**appoints**

Mr/Mrs (delegated party)

Surname\* \_\_\_\_\_ Name\* \_\_\_\_\_

born in\* \_\_\_\_\_ on\* \_\_\_\_\_

Resident in\* \_\_\_\_\_

Address\* \_\_\_\_\_ No.

\_\_\_\_\_ tax identification code \* \_\_\_\_\_ ID document (copy

enclosed) \_\_\_\_\_ No.

\_\_\_\_\_

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

with the right to be replaced by Mr/Ms <sup>(3)</sup>

Surname\* \_\_\_\_\_ Name\* \_\_\_\_\_

Born in\* \_\_\_\_\_ on\* \_\_\_\_\_

Resident in\* \_\_\_\_\_

Address\* \_\_\_\_\_ No.

\_\_\_\_\_ tax identification code\* \_\_\_\_\_ ID document (copy

enclosed) \_\_\_\_\_ No.

\_\_\_\_\_

(\* mandatory information

\_\_\_\_\_  
(Place and date)

\_\_\_\_\_  
(Signature of the delegating party)

\_\_\_\_\_  
<sup>(3)</sup> The principal may indicate one or more substitutes for the representative pursuant to Art. 2372(3) of the Civil Code. Substitution of the representative by a substitute in conflict of interest is only permitted if the substitute 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: <sup>(4)</sup> <sup>(5)</sup>)

- 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 of the delegating party)

This proxy may be sent in advance by registered mail to Cellularline S.p.A. at Via G. Lambrakis, no. 1/A, 42122, Reggio Emilia (RE), or notified by e-mail to the pec address [spa.cellularline@legalmail.it](mailto:spa.cellularline@legalmail.it).

**INSTRUCTIONS FOR FILLING IN THE PROXY FORM FOR REPRESENTATION AT THE SHAREHOLDERS' MEETING**

The qualified person has the right to appoint a proxy to attend and vote at the Shareholders' Meeting.

This is without prejudice to the fact that the eligible party must request the depository intermediary to issue the notice for participation in the shareholders' meeting pursuant to Article 83-sexies, Consolidated Law on Finance).

1. the proxy must be in writing, must be dated and signed and the name of the proxy must be inserted by the delegating party;
2. the proxy may only be conferred for individual meetings, with effect also for subsequent meetings, except in the case of:
  - a) general power of attorney or
  - b) power of attorney granted by a company, association, foundation or other collective body or institution ("Entity") to one of its employees;
3. in the cases referred to in points 2.(a) and 2.(b) and whenever the party entitled to exercise the right to attend and vote is an Entity, a copy of the documentation granting powers of representation must be attached to the proxy to be kept on file in the Company's records;
4. if representation is granted to an Entity, the Entity may only delegate one of its employees or collaborators;
5. the power of attorney may also be granted to a person who is not a shareholder of the Company;
6. representation may be conferred neither on members of the administrative or control bodies or employees of the Company, nor on companies controlled by it or members of the administrative or control bodies or employees of the latter
7. the same person may not represent more than twenty shareholders in the shareholders' meeting;
8. in the case of co-ownership of shares, the proxy must always be signed by all the co-owners even if the intervener is himself a co-owner
9. shareholders are invited to read Article 2372 of the Italian Civil Code governing the limits to the granting of proxies.

For any clarifications or information on how to participate in the Shareholders' Meeting, please contact the Company at the following e-mail address: [spa.cellularline@legalmail.it](mailto:spa.cellularline@legalmail.it).

<sup>(4)</sup> 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"*.

<sup>(5)</sup> 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).

**Information pursuant to Articles 13 and 14 of the EU Regulation 2016/679 and current national data protection legislation**

Pursuant to Articles 13 and 14 of EU Regulation 679/16, you are hereby provided with the following information on the processing that may take place following the completion and sending of the data in the form you are about to fill in.

The data controller is Cellularline S.p.A., which can be contacted by e-mail at [spa.cellularline@legalmail.it](mailto:spa.cellularline@legalmail.it).

The data contained in the proxy form will be processed by the Company - the data controller - for the purpose of managing the operations of the Shareholders' Meeting, in compliance with the regulations in force regarding the protection of personal data. Please note that the data marked with an \* (asterisk) must be provided in order for the proxy to participate in the shareholders' meeting. Filling in the other data on the form is optional and you are free to decide whether or not to fill them in.

The data you have communicated may be disclosed to the data controller's employees for the pursuit of the purposes indicated above: such data may be disclosed or communicated to specific parties in fulfilment of an obligation imposed by law, regulation or EU legislation, or on the basis of provisions issued by Authorities empowered to do so by law or by supervisory and control bodies.

The data will be kept until the requested services have been provided or until you request its deletion, and, in the event of organisational requirements or regulatory obligations, it may be kept in specific archives for the period strictly necessary for these purposes.

We remind you of your right to exercise the right to request from the data controller access to, rectification or erasure of, or restriction of, your personal data and to object to such processing, as well as the right to data portability; you may exercise these rights using the contact details above.

We also remind you of your right to lodge a complaint with the Supervisory Authority, in Italy represented by the Garante per la protezione dei dati personali ([www.garanteprivacy.it](http://www.garanteprivacy.it)).