

FRAMEWORK DECLARATION RELATING TO THE EXISTENCE OR ABSENCE OF RELATIONSHIPS

With reference to the filing of the attached list of candidates to the office of member of doValue S.p.A.'s Board of Statutory Auditors, in compliance with the current legal and regulatory provisions, as well as the recommendations formulated by Consob by means of Communication No. 9017893 dated 26 February 2009 (the "**Consob Communication**"),

- 1) the shareholder _____, with registered offices in _____ (if an individual indicate name and surname, tax code and municipality of residence or domicile), holder of _____ shares, representative of ____% of the ordinary share capital, or
- 2) the shareholders:
- _____, with registered offices in _____ (if an individual indicate name and surname, tax code and municipality of residence or domicile); and
 - _____, with registered offices in _____ (if an individual indicate name and surname, tax code and municipality of residence or domicile),
- holders, in total, of _____ shares, representative of ____% of the ordinary share capital,

declares/declare:

- 1) that they believe the following relationships exist/do not exist - as per Article 144 *quinquies* of Consob Regulation No. 11971 dated 14 May 1999 (the "**Issuers' Regulation**") - with the shareholder/shareholders which - on the basis of the communication of the significant shareholdings as per Article 120 of Italian Legislative Decree No. 58 dated 24 February 1998 (the "**CFA**") or the publication of the shareholders' agreements as per Article 122 of said Decree, which can be noted as of today's date on doValue S.p.A.'s website and on the Consob website - holds/hold, including jointly, a controlling or relative majority interest in doValue S.p.A.:
- a) familial relationships:
yes no
 - b) membership of the same group:
yes no
 - c) controlling relationships between a company and those who control the same jointly:
yes no
 - d) relationships pursuant to Article 2359.3 of the Italian Civil Code, also with parties belonging to the same group:
yes no
 - e) performance, by a shareholder, of administrative or management functions, with undertaking of strategic responsibilities, within the sphere of a group belonging to another shareholder:

yes no

- f) compliance with the same shareholders' agreement envisaged by Article 122 of the CFA concerning the shares of the issuer, of a parent company of the latter or one of its subsidiaries;

yes no

- 2) with regard to the content of the Consob Communication and the recommendations envisaged therein, that they believe the following relationships exist/do not exist or exist, but are not significant, with the shareholder/shareholders which - on the basis of the communication of the significant shareholdings as per Article 120 of the CFA or the publication of the shareholders' agreements as per Article 122 of said Decree, which can be noted as of today's date on doValue S.p.A.'s website and on the Consob website - holds/hold, including jointly, a controlling or majority interest in doValue S.p.A.:

- a) compliance in the recent past, also by companies of the respective groups, with a shareholders' agreement envisaged by Article 122 of the CFA concerning the shares of the issuer or of companies in the issuer's group:

yes no yes, but not significant

- b) compliance, also by companies of the respective groups, with like shareholders' agreement concerning the shares of third parties:

yes no yes, but not significant

- c) the existence of shareholdings, direct or indirect, and the possible presence of reciprocal holdings, direct or indirect, also between the companies of the respective groups:

yes no yes, but not significant

- d) the undertaking of appointments, also in the recent past, in the management and audit bodies of companies of the group of the controlling or relative majority shareholder (or the shareholders), as well as the provision or recent past provision of employment services care of these companies:

yes no yes, but not significant

- e) participation, directly or via representatives, in the list presented by the shareholders which hold, also jointly, a controlling or relative majority interest in the previous election of the management or audit bodies:

yes no yes, but not significant

- f) participation, in the previous election of the management or audit bodies, in the presentation of a list with the shareholders which hold, also jointly, a controlling or relative majority interest or past voting for a list presented by the latter:

yes no yes, but not significant

- g) presence or presence in the recent past of commercial, financial (if these do not fall under the typical activities of the financier) or professional dealings:

yes no yes, but not significant

- h) the presence on the so-called minority list of candidates which are or in the recent past have been executive directors or executives with strategic responsibilities of the controlling or relative majority shareholder (or the shareholders) or companies belonging to the respective groups:

yes no yes, but not significant

- 3) with regard to the afore-listed relationships, if one or more are declared as existing, but not significant, indication is made - separately for each one - of the following reasons for which it is deemed that the same do not lead to the existence of relationships as per Article 148.2 of the CFA and Article 144 *quinquies* of the Issuers' Regulation:

- _____;

- _____;
- _____;
- _____;
- Etc....

(*place and date*)

(*signature¹*)

¹Of the legal representative or individual endowed with specific power of attorney.