

**PROXY FORM <sup>(1)</sup>**

With reference to the Ordinary Shareholders' Meeting of doBank S.p.A., to be held on April 17<sup>th</sup>, 2019 at 10,00 a.m., in single call, in Rome, at the doBank offices located at Lungotevere Flaminio no. 18, as published on notice of call of Shareholders' Meeting published on March 15<sup>th</sup>, 2019 on the Company's website at [www.dobank.com](http://www.dobank.com), in the section "Governance – Shareholders' Meeting" (<https://www.dobank.com/en/governance/shareholders-meeting>), and with an extract published in the Italian daily newspapers MF/Milano Finanza, on March 15<sup>th</sup>, 2019;

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

**with this form**
**I, the undersigned <sup>(2)</sup>**

Surname\* ..... Name\* .....  
 born in\* ..... on\* .....  
 resident in ..... Address .....  
 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 doBank S.p.A. in his/her capacity as *(check whichever box applies)*
- |   |                                       |  |
|---|---------------------------------------|--|
| <input type="checkbox"/> <b>shareholder</b> | <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) ..... |
- legal representative or subject with appropriate representation powers of *(name of the company entitled to vote<sup>3</sup>)\** ..... registered office in\* ..... tax identification code\* ..... *(copy of the documentation of the powers of representation enclosed)* with the right to vote related to No.\* ..... ordinary shares doBank S.p.A. in his/her capacity as *(check whichever box applies)\**:
- |   |                                       |  |
|---|---------------------------------------|--|
| <input type="checkbox"/> <b>shareholder</b> | <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) ..... |

(\*) Obligatory

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

<sup>2</sup> 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 Art. 83-sexies, TUF), or of the appointing party's legal representative.

<sup>3</sup> 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.

communication reference No. .... (pursuant to Article 83-sexies of D.Lgs. 58/98)  
supplied by the intermediary ..... ABI ..... CAB .....

**appoints**

**Mr/Mrs**

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 <sup>4</sup>:

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

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

\_\_\_\_\_  
(Signature)

**The undersigned also declares that the right to vote is exercised by the proxy holder** (check whichever box applies) <sup>5 6</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)

<sup>4</sup> 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.

<sup>5</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>6</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).

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”*.

#### Information on the processing of personal data for the purpose of Shareholders' Meetings

Pursuant to Article 13 of Regulation (EU) 2016/679 on the protection of personal data (hereinafter the “GDPR”), doBank SpA, as data controller (hereinafter “doBank” or “Controller”), informs you that your personal data collected for the purpose of participation in the Shareholders' Meeting will be processed in full compliance with applicable law, guaranteeing your fundamental rights and freedoms.

#### **1. Origin and type of data processed. Purpose of the processing**

The processing of your personal data, which you have provided directly, is performed by doBank for the purpose of the proceedings of Shareholders' Meetings, the exercise of shareholder rights, including through proxies, and compliance with the consequent obligations established by law.

This processing involves personal identifying data, tax identification codes and shareholder status information.

#### **2. Disclosure and dissemination**

Your personal data may be accessed by doBank staff of the units responsible for performing the activities connected with Shareholders' Meetings and managing shareholder relations, as well as any third-party companies used by the Controller to perform activities connected with those purposes.

In addition, personal data may be disclosed to companies in the doBank group or to individual employees of those companies, for any necessary organisational, administrative, financial and accounting activities that may be performed by these companies for the other Group companies. They may also be disclosed to supervisory authorities (Consob, Bank of Italy), credit institutions, competent judicial authorities (e.g. courts, law enforcement personnel) and other public authorities (e.g.: social security institutions), audit firms, insurers, co-insurers or insurance brokers.

All the parties belonging to the categories to which the data can be disclosed will use the data as processors and/or controllers. The list of those parties is constantly updated and can be accessed upon request to the Controller.

#### **3. Transfer abroad**

Your data may be transferred outside the European Economic Area if this is necessary for the management of your relationship. In this case, the recipients of the data will be subject to protection and security obligations equivalent to those governing the Controller. In any case, only the data necessary to achieve the intended purposes will be disclosed and, where required, the guarantees applicable to transfers of data to third countries will be applied.

#### **4. Processing methods and storage periods**

Your data are collected and recorded in a lawful and correct manner for the pursuit of the above purposes and in compliance with the fundamental principles established by applicable law.

Personal data can be processed using either manual, computerized and telematic systems, but always within the framework of technical and organisational measures that ensure their security and confidentiality, with particular regard to reducing the risk of destruction or loss (including accidental loss) of data, unauthorised access, unauthorised processing or processing inappropriate to the purposes for which the data was collected.

With specific regard to personal data protection issues, we invite you to promptly report to doBank, using the contact details indicated below, any circumstances or events that could lead (even if only potentially) to a personal data breach (i.e. any security breach that could lead to accidental or unlawful destruction, loss, modification, unauthorised disclosure or access to data) in order to enable immediate assessment of the risk and, where necessary, the adoption of measures to counter such event.

Personal data will be processed by doBank as long as you are a shareholder and also subsequent to termination of this status, within the limits permitted by law, for administrative and accounting purposes, as well as to assert or protect the rights of the Controller, where necessary.

#### **5. Legal basis and consent to processing**

With regard to the purposes indicated above, the processing and disclosure of your personal data by doBank and the parties referred to in the previous section does not require the consent of the person involved in cases where such processing and disclosure are necessary to comply with specific obligations established by law, regulation or EU legislation for the management of your shareholder relationship.

Any refusal to provide this information would prevent the Controller from performing certain services provided for you during Shareholders' Meetings or ensure the exercise of shareholder rights, including attendance and voting at the Shareholders' meeting and the possibility of using proxies.

#### **6. Your rights**

With regard to the processing addressed by this statement, you have the right:

- a) to request confirmation that your personal data is being processed;

- b) to access the personal data concerning you, obtaining evidence of the purposes pursued by the Controller, the categories of data involved, the recipients to whom they may be disclosed, the applicable storage period and the existence of automated decision-making processes;
- c) to obtain without delay the correction of inaccurate personal data concerning you and the associated notification of those to whom the data may have been transmitted by doBank;
- d) to obtain, in the applicable cases, the erasure of your data and the associated notification of those to whom the data may have been transmitted by doBank;
- e) to obtain a restriction of processing in the applicable cases;
- f) to object to the processing of your personal data where possible;
- g) to request and obtain the portability of personal data - provided by you to doBank - in the cases established and in a structured, commonly used and machine-readable format, and have the right to transmit this data to another controller without hindrance from doBank;
- h) to submit a complaint to the Data Protection Authority.

If you wish to request further information on the processing of your personal data or to exercise your rights, please contact the Data Protection Officer at the addresses listed in the following section.

#### **7. Controller and Data Protection Officer**

Pursuant to applicable regulations, the Controller is doBank SpA, with registered office in Verona, Piazzetta Monte, 1-37121.

To contact the Data Protection Officer, please write to:

doBank SpA

attn. Responsabile per la protezione dei dati personali

Piazzetta Monte, 1

37121 Verona, Italy

E-mail address: [dpo@doBank.com](mailto:dpo@doBank.com)