



**SARAS S.p.A.**

Sede legale in Sarroch (CA), SS. 195 Sulcitana, Km 19

Capitale sociale Euro 54.629.666,67 i.v.

Numero iscrizione registro imprese, codice fiscale e partita IVA 00136440922

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

for representation at the Ordinary and Extraordinary Shareholders' meeting of SARAS S.p.A. (the "Company"), which will be held on 28<sup>th</sup> April 2014 on first call and, if necessary, on 29<sup>th</sup> April 2014 on second call, in accordance with the notice published on the Company's website at [www.saras.it](http://www.saras.it) and in extract form, on the daily newspaper "Il Sole 24 ore" on 28<sup>th</sup> March 2014 (as amended where necessary pursuant to article 126-bis, Legislative Decree no. 58/1998).

With reference to the **Extraordinary and Ordinary Shareholders' meeting** at first call on 28<sup>th</sup> April 2014 in Milan via Meravigli 9/b, in Palazzo Turati, at 16.00 am and, if necessary, at second call on 29<sup>th</sup> March 2014, same time and place,

**WITH THIS FORM**

I, the undersigned (name\*) <sup>(2)</sup> ..... (surname\*) .....,  
born in (place)\* ..... on (date)\*..... and resident in  
(town or city) ..... (Address) ....., tax  
identification code\*..... id document (name document)  
..... no. .... (copy enclosed),  
acknowledging the contents of the Reports on the items on the agenda prepared by the Directors, and as <sup>(3)</sup>:

**shareholder of SARAS S.p.A.**, owner of no.\* ..... ordinary shares registered in securities  
account no. .... with the following intermediary  
..... ABI ..... CAB .....

**subject with the right to vote** relative to no.\* ..... ordinary shares in SARAS S.p.A.  
registered in securities account no. .... with the following intermediary  
..... ABI ..... CAB ....., as\*  
..... <sup>(4)</sup>;

<sup>(\*)</sup> *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 (to confer proxies to the Company's Appointed Representative pursuant to Art. 135-undecies, TUF, it is necessary to use another proxy form prepared by the company for this purpose and published on the website [www.saras.it](http://www.saras.it))*

<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> *Check whichever applies.*

<sup>4</sup> *Indicate the legal title (pledge, usufruct, etc.) by which the vote is given.*

subject vested with appropriate powers of representation of\* <sup>(5)</sup>  
....., with registered office in\*  
....., tax identification number \* ....., by  
way of .....(copy enclosed), owner of / subject with the right to vote as  
\*.....<sup>(6)</sup> relative to no. \* ..... ordinary shares in SARAS S.p.A.  
registered in securities account no. .... with the following intermediary  
..... ABI ..... CAB .....

**APPOINT**

Mr/Ms (name\*) ..... (surname \*) ....., born in  
(place)\* ..... on (date)\* .....  
and resident in (town or city) ..... (address)  
....., tax identification number\* ..... with the  
faculty (if applicable) to be replaced by Mr/Ms (name) ..... (surname)  
....., born in (place) .....  
on (date) ..... and resident in (town or city)  
.....(address).....  
tax identification code ..... to participate in the Meeting as my representative.

DATE ..... SIGNATURE .....

**I, the undersigned, also declare that the right to vote <sup>(7)</sup>:**

is exercised by the proxy holder at their discretion <sup>(8)</sup>

is not exercised by the proxy holder at their discretion but in compliance with specific voting instructions given by the undersigned appointing party.

DATE ..... SIGNATURE .....

Please note that, pursuant to Art. 135-*novies* of the TUF, “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”.

<sup>5</sup> Indicate the name of the legal person (as it appears in the copy of the notice for participation in the meeting as per Art. 83-*sexies*, TUF).

<sup>6</sup> Cross out whichever does not apply and, in the case of a subject with the right to vote, indicate the legal title (pledge, usufruct, etc.) by virtue of which the right to vote is given.

<sup>7</sup> Check whichever applies.

<sup>8</sup> Please note that, pursuant to Art. 118, subsection 1, letter c), of the Regulation approved by the Consob with resolution No. 11971/1999, as amended, for the purposes of the communication obligations regulated by Art. 120 of the TUF, 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”.

## **PRIVACY POLICY**

The data on this proxy form will be processed by SARAS S.p.A. – Data Controller – for the purposes of managing the meeting operations, in compliance with the applicable personal data protection code.

Such data may be disclosed to collaborators of SARAS S.p.A., who, as Managers or Persons in charge, are duly authorised to process the data for the purposes indicated above: such data may be disseminated or communicated to specific persons in compliance with community directives, regulations and laws, or as ordered by Authorities vested with the legal power for this or by supervisory and control bodies; without the data marked obligatory (\*), the proxy holder will not be allowed to participate in the Meeting.

Pursuant to Art. 7 of Legislative Decree no. 196/2003, at any time, the party concerned is entitled to obtain confirmation of what personal data of theirs is held at SARAS S.p.A., its source and how it is used; the party concerned is also entitled to update, correct, integrate or cancel the data, request that it be blocked and object to the processing of their data by contacting SARAS S.p.A.