

**PROXY FORM**

Mediaset SpA (the "**Promoter**" or "**Mediaset**" or the "**Issuer**"), through Proxitalia Srl – Georgeson Group (the "**Appointed Representative**"), intends to promote a proxy solicitation (the "**Solicitation**") relating to the extraordinary shareholders' meeting of Mediaset called for 4 September 2019, at 10 am., in a single call, in Cologno Monzese (MI), Viale Europa no. 46, under the terms and conditions set out in the notice of call published on the Mediaset website [www.mediaset.it](http://www.mediaset.it) on 8 June 2019 (the "**Shareholders' Meeting**").

The proxy may be issued by written declaration brought to the attention of the Promoter, through the Appointed Representative by 10 am on 3 September 2019 in one of the following ways:

- by email to the address: assembleamediaset@proxitalia.com; or
- by fax to the following numbers: 06 99332795; 06 93380264; 06 42171500; or
- by registered post, courier or hand-delivered to the address: Proxitalia, at Georgeson, Via Emilia, 88, 00187 Rome (RM), Italy.

The proxy may be revoked by the same means and within the same period.

**The delegating party will not have to pay anything for signing this form.**

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The natural person granting the proxy

I the undersigned ..... (name and surname of the person entitled to vote), born in ....., on ....., residing in ..... (town/city), in ..... (address), Tax Code. ...., Email.....

The legal person or other entity granting the proxy

..... (corporate name of the entity legal person with the right to vote), with registered office in ... .. (town/city) in ..... (address), Tax Code/VAT no....., registered as no. .... in the .....Companies' Register phone ....., Email .....

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Holder of the right to vote on 26 August 2019 (so-called record date)

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NOTING that, under Article 138, paragraph 2, of CONSOB Regulation no. 11971/1999 (the "**Issuers' Regulation**"), the Promoter, as the issuer of the shares for which the proxy has been solicited, is required to cast its vote even if not in accordance with its proposal;

HAVING READ the prospectus relating to the solicitation of proxies, with particular regard to the potential existence of conflicts of interest.

**DELEGATES**

The Promoter, as well as, in the event of replacement, each of the following parties indicated by the Appointed Representative:

- Monica Cempella, born in Civitavecchia (RM), on 27/09/1977, tax code CMPMNC77P67C773H;
- Roberta Armentano, born in Castrovillari (CS), on 12/03/1982, tax code RMNRRT82C52C349Y;
- Lorenzo Casale, born in Rome, on 24/04/1981, tax code CSLLNZ81D24H501L;
- Alberto D'Aroma, born in L'Aquila (AQ), on 19/09/1987, tax code DRMLRT87P19A345Z;
- Silvia Penso, born in Rome, on 05/04/1979, tax code PNSSLV79D45H501L.

to attend and vote at the shareholders' meeting mentioned above as per the instructions given below with reference \_\_\_\_\_ to \_\_\_\_\_ no. \_\_\_\_\_  
 \_\_\_\_\_ shares registered in securities account  
 no. \_\_\_\_\_ at (intermediary depository) \_\_\_\_\_ ABI \_\_\_\_\_ CAB  
 \_\_\_\_\_

Other information to be filled in at the discretion of the party granting the proxy:  
 – notification no. \_\_\_\_\_ (reference of the communication provided by the intermediary);  
 – any identification codes \_\_\_\_\_

(A) PROPOSAL SOLICITED (\*)

The Promoter intends to carry out the solicitation concerning the only item on the agenda of the Mediaset shareholders' meeting of 4 September 2019.

Concerning the above agenda items, the Promoter requests the adoption of the following Proposal:

<p><b><i>Promoter's Proposal</i></b></p> <p><u><i>The only item on the agenda:</i></u></p> <p><i>"The extraordinary Mediaset shareholders' meeting resolves</i></p> <p><i>1. to approve the common draft terms of cross-border merger (together with its annexes, including the proposed version of the articles of association of Mediaset Investment N.V.) concerning the merger by incorporation of 'Mediaset SpA' and 'Mediaset España Comunicación, SA' into 'Mediaset</i></p>	<p><input type="checkbox"/></p> <p><input type="checkbox"/></p>	<p>ISSUES THE PROXY TO VOTE IN FAVOUR OF THE PROPOSAL</p> <p>ISSUES THE PROXY WITH INSTRUCTIONS TO ABSTAIN FROM VOTING</p>
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<p><i>Investment NV'; and (which, following the approval of the draft, is to be approved by the Commission); and (which, following the implementation of the merger, will take the name "MFE – MEDIAFOREUROPE NV"), a company incorporated under Dutch law entirely and directly controlled by "Mediaset SpA", with registered office in Amsterdam (Netherlands) and head office in Viale Europa 46, 20093 Cologno Monzese (Milan – Italy), registered in the Dutch commercial register under no. 70347379, which, as a result of the merger, will issue a maximum of 1,500,000,000 new ordinary shares with a par value of EUR 0.01 (zero point zero one) each, with the right to share in any profits distributed from the first day of the financial year in which the merger becomes effective, to be assigned, in dematerialised form and through the applicable centralised management system, in accordance with the respective exchange ratios and assignment procedures provided for in common draft terms of cross-border merger: (i) to the shareholders of "Mediaset SpA", other than the same, without cash compensation, without prejudice to the right of withdrawal pursuant to Article 2437, paragraph 1, of the Italian Civil Code and Article 5 of Italian Legislative Decree 108/2008; and (ii) to the shareholders of Mediaset España Comunicación, SA, other than Mediaset and Mediaset SpA, without cash compensation, without prejudice to the right of withdrawal pursuant to Article 62 of Spanish Law No. 3 of 3 April 2009 (as subsequently amended) and Articles 348 et seq. of Royal Legislative Decree No. 1 of 2 July 2010;</i></p> <p><i>2. to acknowledge that the acquiring company, in addition to the ordinary shares and in accordance with the provisions of its new articles of association and with the "Terms and Conditions of the Special Voting Shares", attached to the common draft terms of cross-border merger as Annexe 2 and Annexe 5 respectively, may issue special voting shares A, with a nominal value of EUR 0.02 (zero point zero two) each, to which additional voting rights will be attributed to the voting rights attributed by each ordinary share, to be assigned to shareholders of the acquiring company, other than the same, who have validly requested them and who are entitled to vote for them, to be assigned to shareholders of the acquiring company, other than the same, who have made a valid request and are entitled to receive them; special voting shares A, which will not constitute part of the exchange ratios and cannot be traded on the market, may be converted into special voting shares B with a nominal value of EUR 0.04 (zero point zero four) each, which will be</i></p>	<p><input type="checkbox"/></p>	<p>ISSUES THE PROXY TO VOTE AGAINST THE PROPOSAL</p>
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<p><i>assigned additional voting rights to the voting rights assigned by each special voting share A; special voting shares B may be converted into special voting shares C with a nominal value of EUR 0.09 (zero point zero nine) each, which will be assigned additional voting rights to the voting rights assigned by each special voting share B;</i></p> <p><i>3. to establish that the completion of the merger and the subsequent liquidation of the withdrawals, as referred to in point 1) above, are subject to the fulfilment of the conditions precedent laid down in paragraph 17.1 of the common draft terms of cross-border merger, it being understood that Mediaset SpA and Mediaset España Comunicación, SA may jointly waive the fulfilment of the conditions laid down in points (iv) and (v) of paragraph 17.1;</i></p> <p><i>4. not to open negotiations concerning worker participation agreements, pursuant to Section 2: 333k, paragraph 12 of the Dutch Civil Code; therefore, no special body will be established for the purposes of trading, and the provisions of Section 1:31, paragraphs 2 and 3, of the Employee Involvement (European Countries) Act will apply;</i></p> <p><i>5. to confer on the board of directors every faculty and power necessary or even only suitable to waive the conditions precedent for the effectiveness of the merger referred to in paragraph 17.1(iv) and (v) of the common draft terms of cross-border merger;</i></p> <p><i>6. to confer on the Board of Directors and, on its behalf, on the Chairman pro tempore in office, on the Vice-Chairman and Managing Director pro tempore in office, as well as on the Director Marco Giordani, severally, each with the power to appoint special representatives in their place, all the powers necessary to perform the merger, in accordance with the law and the contents of the common draft terms of cross-border merger, with the power – in particular – to verify and ascertain the fulfilment or waiver, where envisaged, of each of the conditions precedent referred to in the common draft terms of cross-border merger and to issue and sign deeds, declarations and notices in relation to this circumstance, to establish the consequences of the merger, to draw up and sign deeds and documents in general and to carry out everything necessary or even merely appropriate for the successful completion of said transaction.”</i></p>		
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B) VOTING WHEN THE CIRCUMSTANCES WERE UNKNOWN TO THE DELEGATING PARTY AT THE TIME OF GRANTING THE PROXY

In the event of circumstances unknown at the time of issue of the proxy that cannot be communicated to the undersigned, concerning the Promoter's proposal:

The only item on the agenda:

- CONFIRMATION of the instructions issued concerning the resolution subject to Solicitation
- REVOCATION of the instructions issued concerning the resolution being solicited

C) OTHER RESOLUTIONS (NOT SUBJECT TO SOLICITATION)

Section C) of the Consob model envisaged in Annexe 5C of the Issuers' Regulations is omitted as there are no resolutions that are not subject to the Promoter's solicitation.

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(\*) Pursuant to Article 138 par. 6 of the Issuers' Regulation, concerning the proposals for motions for which voting instructions were not conferred, the shares will, in any case, be used to calculate whether a quorum has been reached to hold the shareholders' meeting; however these shares will not be used in order to calculate majorities and the quota of share capital required to approve resolutions.

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I, the undersigned (surname and name of the signatory, if different from the holders of the shares) ..... sign this Proxy Solicitation Form in my capacity as (tick as appropriate)

- pledgee
- taker-in
- beneficial interest holder
- receiver
- manager
- legal representative or agent with authority to sub-delegate

DATE

SIGNATURE

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MEDIASET - SOLICITATION OF PROXIES - PROXY FORM PURSUANT TO ARTICLES 136 ET SEQ. OF THE CONSOLIDATING ACT

## APPENDIX ON REGULATIONS

### Legislative Decree no. 58 of 24 February 1998

#### Article 135–novies

##### Representation at the shareholders' meeting

1. Any person with the right to vote may indicate one representative for each shareholders' meeting, without prejudice to the right to specify one or more replacements.
2. As an exception to subsection 1, any person with the right to vote may appoint a different representative for each account, used to record financial instrument transactions, valid where the communication envisaged in Article 83–sexies has been issued.
3. As a further exception to subsection 1, if the person indicated as owner of the shares in the communication envisaged in Article 83–sexies acts alone or through registered trustees on behalf of his or her customers, the person in question may indicate others on whose behalf he/she acts, or one or more third parties indicated by such customers, as their representative.
4. If the proxy form envisages such an option, the proxy may arrange for personal substitution by another person of his or her choice, without prejudice to compliance with Article 135–decies subsection 3 and to the right of the person represented to indicate one or more substitutes.
5. In place of the original, the representative may deliver or transmit a copy of the proxy, also in electronic format, confirming his or her liability in compliance of the proxy form to the original and the identity of the delegating party. The representative shall retain the original of the proxy form and keep track of any voting instructions received for a period of one year from closure of the shareholders' meetings concerned.
6. The appointment may be made with a document in an electronic format with a digital signature in accordance with article 21, subsection 2 of Italian Legislative Decree 82 of 7 March 2005. The companies specify in the company bylaws at least one way of electronic notification of the proxy.
7. Subsections 1, 2, 3 and 4 shall also apply to cases of share transfer by proxy.
8. All of the above without prejudice to the provisions of Article 2372 of the Italian Civil Code. As an exception to article 2372, second subsection of the Italian Civil Code, asset management companies, SICAVs, harmonized management companies and non-EU parties providing collective investment management services may grant representation for more than one shareholders' meeting.

#### Article 135–decies

##### Conflict of interest of the representative and substitutes

1. Conferring proxy upon a representative in conflict of interest is permitted provided that the representative informs the shareholder in writing of the circumstances giving rise to such conflict of interest and provided specific voting instructions are provided for each resolution in which the representative is expected to vote on behalf of the shareholder. The representative shall have the onus of proof regarding disclosure to the

shareholder of the circumstances giving rise to the conflict of interest. Article 1711, second subsection of the Italian Civil Code does not apply.

2. In any event, for the purposes of this article, conflict of interest exists where the representative or substitute:

a) has sole or joint control of the company, or is controlled or is subject to joint control by that company;

b) is associated with the company or exercises significant influence over that company or the latter exercises significant influence over the representative;

c) is a member of the board of directors or control body of the company or of the persons indicated in paragraphs a) and b);

d) is an employee or auditor of the company or of the persons indicated in paragraph a);

e) is the spouse, close relative or is related by up to four times removed of the persons indicated in paragraphs a) to c);

f) is bound to the company or to persons indicated in paragraphs a), b), c) and e) by independent or employee relations or other relations of a financial nature that compromise independence.

3. Replacement of the representative by a substitute in conflict of interest is permitted only if the substitute is indicated by the shareholder. In such cases, subsection 1 shall apply. Disclosure obligations and related onus of proof in any event remain with the representative.

4. This article shall also apply in cases of share transfer by proxy.

#### Article 136

##### Definitions

1. For the purposes of this section, the following definitions shall apply:

a) "proxy", means of representation conferred for the exercise of votes at shareholders' meetings;

b) "solicitation", a request to more than two hundred shareholders for proxy to be conferred in relation to specific voting proposals, or accompanied by recommendations, statements or other indications capable of influencing the vote;

c) "promoter", the person or persons, including the issuer, acting in concert to promote the solicitation.

#### Article 137

##### General provisions

1. For the purposes of this section, Articles 135–novies and 135–decies shall apply to proxies.

2. Company bylaws that in any way limit representation in shareholders' meetings shall not apply to proxies given pursuant to the provisions of this chapter.

3. The company bylaws may contain rules aimed at facilitating voting by proxy by employee shareholders.



4. The provisions of this section shall not apply to società cooperativa.

4-bis. The provisions of this section also apply to Italian companies with financial instruments other than shares admitted with the consent of the issuer to trading on regulated markets in Italy or other European Union Member States with regards to the conferral of representation to exercise voting rights in shareholders' meeting by the owners of the said financial instruments.

#### Article 138

##### Solicitation

1. Solicitation is performed by the promoter through dissemination of a statement and a proxy form.

2. The vote relating to shares for which proxy is conferred is exercised by the promoter. The promoter may be substituted only by a person specifically indicated in the proxy form and in the solicitation statement.

#### Article 139

##### Requirements for promoters

...omissis...

#### Article 140

##### Persons authorised to engage in solicitation

...omissis...

#### Article 142

##### Proxies

1. Proxies shall be signed by the givers, may be revoked and may be given only for one shareholders' meeting that has already been called, remaining effective for subsequent calls where applicable; they may not be given blank and shall show the date, the name of the appointee and the voting instructions.

2. Proxy may also be conferred for only a number of the voting proposals indicated in the proxy form or for only certain items on the agenda. The representative shall vote on behalf of the person conferring proxy also on items of the agenda for which he or she has received instructions, even if not included in the solicitation. Shares for which full or partial proxy is conferred are calculated for the purpose of determining due constitution of the shareholders' meeting.

#### Article 143

##### Liability

1. The information contained in the proxy statement or the proxy form and any sent out during a solicitation or collection of proxies must enable shareholders to make an informed decision; its suitability for this purpose shall be the liability of the promoter.

2. The promoter shall be liable for the completeness of information sent out during a solicitation.

3. In actions for damages arising from violation of the provisions of this section and the related regulations the burden of proof of having acted with the due diligence required shall be on the promoter.

Article 144

Performance of solicitations and collections of proxies

1. Consob shall issue a regulation on the transparency and correctness of solicitations and collections of proxies. In particular, the regulation shall lay down rules for:

- a) the content of proxy statements and proxy forms and the procedures for their distribution;
- b) the procedures for solicitation and the collection of proxies, and the conditions and procedures for casting proxy votes and revoking proxies;
- c) the forms of cooperation between the promoter and the persons possessing the information on the identity of shareholders in order to permit the performance of solicitations.

2. Consob may:

- a) request that the statement and proxy form include additional information to establish their specific dissemination methods;
- b) suspend solicitation activities in the event of a grounded suspicion of breach of the provisions of this section or prohibit it in the event of ascertained breach of said provisions;
- c) exercise the powers envisaged in Article 114 subsection 5 and Article 115 subsection 1 against the promoters.

3. ...omissis....

4. In cases in which the law envisages forms of control over investments in company share capital, a copy of the statement and proxy form must be sent to the competent supervisory authority prior to solicitation. The authorities shall prohibit any solicitation that compromises the purpose of the control of capital investments.

**Consob Regulation no. 11971/1999**

Article 136

(Solicitation procedure)

1. Anyone intending to promote a proxy solicitation shall send a notice to the issuing company, that promptly publishes it on its Internet site, to Consob, to the stock exchange company and to the central depository company.

2. The notice shall indicate:

a) the identity of the promoter and the company issuing the shares for which the proxies are sought;

b) the date of the shareholders' meeting and the list of items at the agenda;

c) how the proxy statement and the proxy form are published as well as the Internet site that these documents are available on;

d) the date beginning from which the party with the voting right may request the prospectus and the delegation form from the promoter or view it at the stock exchange operator;

e) the proposals for which the solicitation is to be carried out.

3. The proxy statement and the proxy form, containing at least the information provided under the schedules in Annexes 5B and 5C, will be published through the contextual transmission to the issuing company, Consob, the stock exchange company and the central depository, and made promptly available on the Internet site indicated by the promoter in accordance with sub-paragraph 2, letter c).

This Internet site may be the issuer's Internet site if the issuer so agrees. The central depository will promptly inform the intermediaries of the availability of the proxy statement and the proxy form.

4. ...omissis...

5. The promoter shall deliver the form along with the prospectus to whomever requests it.

6. Any change in the prospectus and form made necessary by circumstances that have arisen shall be immediately communicated with the procedures set forth in subsection 3.

7. Upon request of the promoter:

a) the central depository shall communicate the identification details of the participating intermediaries on the accounts of which the issuing company shares are registered, in addition to the relative quantity of shares, using computer support and within one business day of receiving the request;

b) the intermediaries will communicate receipt of the request, using computer support and within three business days from receiving the request:

– the identification details of the parties that have the voting rights, and that have not expressly prohibited communication of their details, in relation to which they operate as last intermediaries, in addition to the number of shares of the issuing company registered on the respective accounts;

– the identification details of the parties that have opened accounts as intermediaries and the quantity of shares of the issuing company respectively registered on said accounts;

c) the issuing company will make the identification details of the shareholders and the other records on the shareholders' register and the other disclosures received in accordance with the law or regulations available on computer support and within three business days from receipt of the request.

8. Starting from when the notice provided under sub-paragraph 1 has been published, anyone who releases information that is pertinent to the solicitation will simultaneously notify the stock exchange company and Consob, who may request publication of more details or clarifications.

9. The promoter will bear the solicitation related costs.

10. The mere decision, by more than one party, to jointly promote a solicitation is irrelevant for the purposes of the duties provided under Article 122 of the Consolidated Act.

#### Article 137

##### (Conduct obligations)

1. The promoter will act with diligence, correctness and transparency.

2. In its contacts with the solicited parties, the promoter will abstain from carrying out its activity with persons who declare that they are not interested, provide comprehensible responses to requests for clarifications and explain the reasons for the solicitation, making clear in every case the implications resulting from business or shareholding relationships with it or persons belonging to its group, with the issuing company or entities belonging to its group.

3. If the promoter is different from the issuing company, it will note that, where expressly authorised by the solicited party, if significant events occur which were not known when the proxy was being issued, and cannot be communicated to the solicited party, and it could be reasonably inferred that if this party had known of these significant events it would have given its approval, the vote may be exercised differently from the way it was proposed.

4. The promoter will keep the results of the solicitation secret.

5. The promoter will announce how it voted with a press release, issued without delay in the manner indicated in Article 136, sub-paragraph 3, in addition to the reasons behind any vote exercised differently to what had been proposed in accordance with sub-paragraph 3, and the result of the voting.

6. In accordance with Article 142.2 of the Consolidated Act, anyone who exercises the vote at shareholders' meetings must also vote on behalf of the delegating party for matters on the agenda that the promoter has not made proposals on, in accordance with the wish expressed by the delegating party in the proxy form in accordance with Article 138.3.

7. The promoter may not acquire voting proxies in accordance with Article 2372 of the Italian Civil Code.

#### Article 138

##### (Conferring and revoking proxies)

1. For the conferment of the delegate, the subject with the voting right transmits to the promoter the delegation form, also as an electronic document signed in electronic mode, in accordance with Article 21, subsection 2, of Italian Legislative Decree n° 82 of 7 March 2005.

2. The promoter will decide whether to exercise the vote even in a way that does not reflect the actual proposal and will note this choice in the proxy statement. If the proxy solicitation has been promoted by the issuing company, it must exercise the vote, even if it does not reflect the actual proposals.

3. The party with voting rights who has given a full or partial proxy, may use the same proxy form to vote for the items on the agenda for which the promoter has not requested the proxy. The promoter may not make recommendations, declarations or give other indications which could influence the vote regarding these items.

4. In the cases provided under sub-paragraphs 2 and 3, the promoter, if different from the issuing company, may express, where expressly authorised by the delegating party, a different vote to the one indicated in the instructions if significant events should occur that were not known when issuing the proxy, and that cannot be communicated to the delegating party, and it could be reasonably inferred that if the delegating party had known of these significant events it would have given its approval, or in the event of changes or additions to the proposed motions submitted to the shareholders' meeting.

5. In the cases provided under sub-paragraph 4, the promoter will state at the meeting:

a) the number of votes expressed differently to the instructions received, or, in the event of additions to the proposed motions submitted to the shareholders' meeting, expressed without instructions, with respect to the total number of votes exercised, distinguishing between abstentions, votes against and votes in favour;

b) the reasons behind the vote expressed differently to the instructions received or in the absence of instructions.

6. In the cases provided in sub-paragraphs 3 and 4, in relation to the proposals for motions for which voting instructions were not given and where authorisation was not provided to express a different vote to the one indicated in the instructions, the shares will in any case be used to calculate whether a quorum has been reached to form the shareholders' meeting; however these shares will not be used in order to calculate majorities and the capital quota required to approve resolutions.

7. The proxy will be revoked by written statement, issued as prescribed by subsection 1, made known to the promoter at least the day before the shareholders' meeting.

#### Article 139

##### (Interruption of the solicitation)

1. In the case of the interruption, for any reason whatsoever, of the soliciting, the promoter discloses the same with the procedures contemplated by Article 136, subsection 3.

2. Unless there is a provision to the contrary in the proxy statement, the promoter will exercise the vote pertaining to the shares that the proxy was given for prior to publication of the notice provided under sub-paragraph 1. This provision is not applied if the interruption of the soliciting is provided for by Article 144, subsection 2, letter b), of the Consolidated Law on Finance.

## **PRIVACY STATEMENT ON THE PROCESSING OF PERSONAL DATA**

pursuant to Regulation (EU) 2016/679 (the "**Regulation**")

### **Controller of the processing of Personal Data**

Mediaset S.p.A., with registered office in Milan, Via Paleocapa no. 3, 20121 (hereinafter, "**Mediaset**" or the "**Data Controller**"), as Controller of the "**Processing**" (as defined in Article 4 of the Regulation) provides this "Privacy Statement on the Processing of Personal Data" in accordance with the provisions of the applicable legislation (Article 13 of the Regulation).

### **Purpose and methods of processing**

The personal identification data and contact details, as well as any other personal data, contained in this proxy form ("**Personal Data**") that the ("**Delegating Party**") transmits to the Data Controller and to Proxitalia Srl ("**Delegated Party**"), also by electronic means, to confer representation at the shareholders' meeting and to vote on behalf of the Delegating Party, shall be processed lawfully and correctly and in such a way as to ensure confidentiality and security. The Processing – which includes collection and any other operation contemplated in the definition of "processing" in Article 4 of the Regulation – is carried out by manual, computer and/or telematic means, with organisational methods and with logic strictly related to the purposes indicated below.

### **Purpose and legal basis of the Processing**

The purpose of this processing is to allow representation at the shareholders' meeting and proper voter representation, in compliance with the provisions of Italian Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented, and of Consob Regulation no. 11971 of 14 May 1999, as subsequently amended and supplemented.

The legal basis for the Processing is the fulfilment of obligations arising from the relationship between the Delegating Party and the Data Controller as well as legal obligations towards the issuer and the supervisory authorities.

The provision of Personal Data and the Processing of the same is necessary for the purposes indicated above, and failure to provide them will, therefore, make it impossible to issue the proxy for the shareholders' meeting.

### **Recipients, storage and transfer of Personal Data**

Before, during and after the issuer's shareholders' meeting, the Personal Data will be processed by the Data Controller and, on its behalf, by the Delegated Party (or the persons indicated by it, as specified in the proxy form), as well as by the employees and contractors of the Data Controller and the Delegated Party who are in charge of the processing, and by the issuer itself.

Personal Data will be processed within the European Union and will be retained for the time prescribed by current legislation. They will be communicated to the issuer for legal compliance, including concerning the drafting of the minutes of the meeting, and will be communicated to third parties to comply with requests from the supervisory authorities and the judiciary.

### **Rights of the Delegating Party**

The Delegating Party has the right, among other things, to know, at any time, what their Personal Data are and how they are processed; they also have the right to have inaccurate Personal Data corrected. The Delegating Party also has the right to have the Personal Data erased and to obtain the limitation of the Processing or to oppose the Processing, as applicable.

The rights of the Delegating Body may be exercised through a notice that may be sent as follows:

- by email to the address: [assembleamediaset@proxitalia.com](mailto:assembleamediaset@proxitalia.com); or
- by fax to the following numbers: 06 99332795; 06 93380264; 06 42171500; or
- by registered post, courier or hand-delivered to the address: Proxitalia, at Georgeson, Via Emilia, 88, 00187 Rome (RM), Italy.  
Rome (RM), Italy.

Also, if the Delegating Party considers that the Processing of Personal Data violates the applicable data protection legislation, including the Regulation, it may complain to the Data Protection Authority of the competent State pursuant to Article 77 of the Regulation.