

PROXY FORM ¹

I, the undersigned

Name/Company Name - Surname and First Name

Tax code Date of birth
Place of birth Province of birth

Home address/Registered office Municipality Province

Telephone no. E-mail

entitled to vote with _____ shares in GVS S.p.A. (the '**Company**' or '**GVS**') as²

☐ **direct holder of shares**

☐ legal representative of _____

☐ attorney with power of sub-delegation ☐ pledgee

☐ borrower ☐ usufructuary ☐ custodian ☐ manager

☐ other (specify) _____

as per:

(i) **Copy of the accreditation certificate issued by its bank or intermediary**

(ii) **copy of ID card or equivalent document**

DELEGATES

Studio Legale Trevisan & Associati, with offices in Milan, at Viale Majno 45, in the person of the lawyer Dario Trevisan, born in Milan on 4.05.1964 (tax code TRVDRA64E04F205I), who may, in turn, be substituted by the lawyer Camilla Clerici born in Genoa on 19.01.1973 (tax code CLRCLL73A59D969J), or the lawyer Giulio Tonelli born in La Spezia on 27/02/1979 (tax code TNLGLI79B27E463Q), or the lawyer Alessia Giacomazzi born in Castelfranco Veneto (TV) on 05/09/1985 (tax code GCMLSS85P45C111T), or the lawyer Gaetano Faconda born in Trani (BT) on 02.10.1985 (tax code FCNGTN85R02L328O), or the lawyer Valeria Proli born in Novara on 24/10/1984 (tax code PRLVLR84R64F952S), or Raffaella Cortellino born in Barletta (BT) on 04/06/1989 (tax code CRTRFL89H44A669V), or the lawyer Andrea Ferrero born in Turin on 05/05/1987 (tax code FRRNDR87E05L219F), or Cristina Sofia Barracchia born in Trani (BT) on 05/02/1991 (tax code BRRNST91B45L328G), or the lawyer Marcello Casazza born in Vigevano (PV) on 03/09/1991 (tax code CSZMCL91P03L872S), or the lawyer Simone Guberti born in Milazzo (ME) on 06/02/1967 (tax code GBRSMN67B06F206F), or the lawyer Diego Lorenzetti born in Senigallia (AN) on 4/10/1987 (tax code LRNDGI87R04I608W), or the lawyer Giuseppe De Cinque born in Atessa (CH) on 21/06/1984 (tax code DCNGPP84H21A485V), all domiciled, for the purposes of this proxy, at Studio Legale Trevisan & Associati, Viale Majno no. 45, 20122 - Milan

to represent him/her/them for all shares for which he/she/they is/are entitled to vote at the Ordinary and Extraordinary Shareholders' Meetings of:

GVS, convened

to Via Roma no. 50, Zola Predosa (BO)

for **3 May 2023**, at **12:00**, in a single call,

granting the necessary powers to exercise voting rights in his/her name and on his/her behalf in accordance with the instructions given.

Studio Legale Trevisan & Associati hereby announces that it has no interest of its own in the resolution proposals submitted to the vote. Bearing in mind, however, the possible contracts in place and, in any case, for all legal purposes, it expressly declares that, should unknown circumstances arise, or in the event of amendments or additions to the proposals submitted to the Shareholders' Meeting, it and/or its substitutes will not cast a vote other than that indicated in the instructions.

Place and Date

Signature (legible and in full)

¹ Any person entitled to attend the Shareholders' Meeting **must be represented by means of a written proxy or sub-delegation** in accordance with the provisions of the law in force, with the option of using this proxy form available on the Company's website, at www.gvs.com, in the section "Governance - Shareholders' Meeting". **The proxy, with annexes, must be delivered to Studio Legale Trevisan & Associati, by post, to: Viale Majno n. 45, 20122 - Milan - Italy, or by certified e-mail to: rappresentante-designato@pec.it, or by e-mail, to: rappresentante-designato@trevisanlaw.it (Ref. "Delega Assemblée GVS 2023"), by 12:00 on 2 May 2023.**

² Specify the capacity of the signatory of the proxy and attach, in the case of a legal entity, documentation proving signatory powers.

Voting Instructions:
(Section containing information for the Delegate - check the chosen box)

I, the undersigned Mr/Ms

_____ (enter the name of the principal)

or if legal entity alternatively

The (Entity/Company name)

_____ (see above)

expressly authorises the Delegate and its Substitutes to vote in accordance with the following voting instructions at the relevant **GVS** Shareholders' Meeting, convened:
to Via Roma no. 50, Zola Predosa (BO)
for **3 May 2023**, at **12:00**, in a single call.

ORDINARY PART			
<i>O.1. Financial statements as of 31 December 2022 and proposed allocation of net income:</i> <i>a. approval of the Financial Statements as at 31 December 2022, accompanied by the Directors' Report on Operations, the Report of the Board of Auditors and the Independent Auditors' Report. Presentation of the Consolidated Financial Statements as at 31 December 2022. Submission of the Consolidated Non-Financial Statement prepared pursuant to Legislative Decree no. 254/2016;</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i>O.1. Financial statements as of 31 December 2022 and proposed allocation of net income:</i> <i>b. resolutions relating to the allocation of the annual profit for FY 2022.</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i>O.2. Report on the remuneration policy and compensation paid pursuant to Art. 123-ter of Legislative Decree no. 58 of 24 February 1998 and Art. 84-ter of CONSOB Regulation no. 11971/1999;</i> <i>a. resolution on the first section on the Remuneration Policy prepared in accordance with Article 123-ter, paragraph 3, of Legislative Decree no. 58 of 24 February 1998;</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i>O.2. Report on the remuneration policy and compensation paid pursuant to Art. 123-ter of Legislative Decree no. 58 of 24 February 1998 and Art. 84-ter of CONSOB Regulation no. 11971/1999;</i> <i>b. resolution on the second section on compensation paid prepared pursuant to article 123-ter, paragraph 4, of Legislative Decree no. 58 of 24 February 1998.</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i>O.3. Approval of the 'GVS Performance Shares Plan 2023-2025'. Related and consequent resolutions.</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i>O.4. Authorisation for the purchase and disposal of treasury shares pursuant to Articles 2357, 2357-ter of the Italian Civil Code, Article 132 of Legislative Decree no. 58 of 24 February 1998 and Article 144-bis of the Consob regulation adopted by resolution no. 11971 of</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained

<i>14 May 1999, subject to revocation, for the part that remains unfulfilled, of the authorisation resolution passed by the Ordinary Shareholders' Meeting on 28 April 2022; Related and consequent resolutions.</i>			
O.5. Appointment of the Board of Directors: 5.1. Determination of the number of members of the Board of Directors Related and consequent resolutions;	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.5. Appointment of the Board of Directors: 5.2. Determination of the term of office of the Board of Directors. Related and consequent resolutions;	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.5. Appointment of the Board of Directors: 5.3. Appointment of the members of the Board of Directors. Related and consequent resolutions;	<input type="checkbox"/> List no. ... and/or submitted by.....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.5. Appointment of the Board of Directors: 5.4. Appointment of the Chairman of the Board of Directors Related and consequent resolutions;	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.5. Appointment of the Board of Directors: 5.5. Determination of the remuneration of members of the Board of Directors. Related and consequent resolutions.	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.6. Appointment of the Board of Statutory Auditors for the three-year period 2023-2025: 6.1. Appointment of three Standing Auditors and two Alternate Auditors. Related and consequent resolutions;	<input type="checkbox"/> List no. ... and/or submitted by.....	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.6. Appointment of the Board of Statutory Auditors for the three-year period 2023-2025: 6.2. Appointment of the Chair of the Board of Statutory Auditors. Related and consequent resolutions;	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
O.6. Appointment of the Board of Statutory Auditors for the three-year period 2023-2025: 6.3. Determination of the annual remuneration of the standing members of the Board of Statutory Auditors. Related and consequent resolutions.	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
EXTRAORDINARY PART			
E.1. Proposal to delegate to the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, for a period of five years from the date of the resolution, the power to increase the share capital, free of charge and divisible and also in several tranches, pursuant to Article 2349 of the Italian Civil Code, for a maximum amount of euro 23,000.00 to be entirely allocated to capital, through the issue of a maximum of 2,300,000 shares, to be assigned to the beneficiaries of the "GVS 2023-2025 Performance Shares Plan"; consequent to amendment of Article 5 of the Company Articles of Association; related and consequent resolutions.	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained

<i>E.2. Amendments to the Articles of Association. Related and consequent resolutions.</i>	<input type="checkbox"/> For the proposal submitted by	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
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Place _____, Date _____

Signature (legible and in full)

LIABILITY ACTION

In the event of a vote on a liability action proposed pursuant to Art. 2393, paragraph 2 of the Italian Civil Code by shareholders on the occasion of the approval of the financial statements, the undersigned delegates the Designated Representative to vote in accordance with the following:

☐ FOR ☐ AGAINST ☐ ABSTAINED

(place), on

Signature.....

The following documents

- a) proxy;
- b) voting instructions;
- c) copy of ID card or equivalent document of the Principal;
- d) in the case of a legal entity, a copy of a form of ID, with current validity, of the legal representative *pro tempore*, or of another person with the appropriate powers, together with appropriate documentation attesting to their qualification and powers (copy of Chamber of Commerce certificate or similar);
- e) copy of the accreditation certificate issued by its bank or intermediary

must be delivered to Studio Legale Trevisan & Associati, by post, to: Viale Majno n. 45, 20122 - Milan - Italy, or by certified e-mail to: rappresentante-designato@pec.it, or by e-mail, to: rappresentante-designato@trevisanlaw.it (Ref. "*Delega Assemblea GVS 2023*"), by 12:00 on 2 May 2023.

N.B. For any clarifications concerning the granting of proxy (and, in particular, concerning the filling in of the proxy form and the Voting Instructions and their transmission) shareholders entitled to attend the Shareholders' Meeting may contact the Designated Representative, at the addresses indicated above, and/or at the freephone number: 800134679 (during working days and hours).

INFORMATION NOTICE PURSUANT TO ARTICLES 13 AND 14 OF REGULATION (EU) 2016/679

We would remind you, pursuant to Articles 13 and 14 of Regulation (EU) 2016/679 (hereinafter also referred to as the "**GDPR**"), that the data contained in the proxy form will be processed by Studio Legale Trevisan & Associati (hereinafter also referred to as the "**Data Controller**" or the "**Controller**") for the purpose of managing the proxy for the Shareholders' Meeting operations, in compliance with the applicable data protection legislation.

This same data may be disclosed to the Data Controller's collaborators specifically authorised to process such, in their capacity as Data Processors or Persons in Charge of the Processing, for the pursuit of the aforesaid purposes: such data may be disclosed to specific persons in compliance with a legal obligation, 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 Controller, moreover, for the pursuit of the aforementioned purposes, may need to communicate your personal data to third parties such as, for example, Studio Legale Trevisan & Associati and/or the Company.

Consent is mandatory; without consent to the processing of data, it will not be possible for the delegate to attend the Shareholders' Meeting.

The Data Controller is Studio Legale Trevisan & Associati, with offices in Viale Majno n. 45, 20122 - Milan.

The Data Controller can be contacted at the following addresses:

- Studio Legale Trevisan & Associati, Viale Majno 45, 20122 Milan;
- +39028051133 / +3902877307;

Personal data will be processed, in compliance with the provisions of the GDPR, by means of paper, computer and telematic tools, with logic strictly related to the purposes indicated and, in any case, in such a way as to guarantee security and confidentiality in accordance with the provisions of Article 32 of the GDPR. Your personal data will be processed for the time necessary to fulfil the purposes of the processing described above, after which they will be retained, where necessary, for the period of time prescribed by the regulations in force.

The data subject has the right to exercise the rights set out in Articles 15 to 21 of the GDPR, i.e. to know, at any time, what data is held on him/her at the Company, its origin and how it is used, to ask for it to be updated, corrected, supplemented or deleted, blocked, to be transferred or to object to its processing by contacting the above-mentioned addresses.

The data subject also has the right to withdraw consent and to lodge a complaint with the Italian Data Protection Authority, Piazza Venezia 11, 00187, Rome (RM).

The aforementioned rights may be exercised in respect of the Controller, by contacting the references indicated at the start of this notice.

The exercise of Data Subject rights is free of charge pursuant to Article 12 of the GDPR. However, in the case of requests that are manifestly unfounded or excessive, including by reason of their repetitiveness, the Controller may charge you a reasonable fee, in the light of the administrative costs incurred in dealing with your request, or reasonably refuse to comply with your request.

Place, Date.....

Signature.....