

**Amendment Form for the granting of the proxy to the designated Representative pursuant to art. 135-undecies of Legislative Decree no. 58/1998**

**Olidata S.p.A.**

Assembly convened in Pievesestina di Cesena (FC), 47522 Via Fossalta n. 3055  
Ordinary Part and Extraordinary Part, on April 30, 2019 at 11.00 am on first call and, if necessary, on second call on May 2, 2019 same place and time and, further if necessary, on May 15, 2019, on third call, same place and time.

on March 31, 2019, following the publication on the website of Olidata S.p.A. (hereinafter also "the Company") and, in the places and with the means of law, the adjustment of the notice of call of the Extraordinary Meeting, against the request of the shareholder "LE FONTI CAPITAL PARTNER SRL" (hereinafter also "Shareholder"), to supplement the agenda of the Shareholders' Meeting, it is necessary to amend the proxy form and voting instructions already published on March 21, 2019 on the Company's website

**AMENDMENT TO THE PROXY FORM AND VOTE INSTRUCTIONS**

Mrs Marinella Rossi, born in Cesena on 4 August 1961, domiciled in Cesena (FC), Via Redichiaro, 2716, tax code RSSMNL61M44C573B, as "Designated Representative" pursuant to art. 135-undecies of Legislative Decree no. 58/1998 from Olidata S.p.A. (hereinafter also the "Company"), proceeds to collect voting proxies with voting instructions on all or some of the proposals on the agenda relating to the Extraordinary Shareholders' Meeting called for April 30 2019, on first call and, if necessary, on May 2, 2019, on second call, and, further if necessary, on May 15, 2019, in third call, same place and time, in the manner and within the terms reported in the notice of convocation published on the website of the Company (Investor Relations section - Governance - Shareholders' Meeting, 2019) and in the newspaper "Il Giornale" on March 21, 2019 and on March 31, 2019, in the same manner, following the request for integration of the Agenda by the Shareholder.

The proxy form, together with the voting instructions reserved for the designated Representative, must be received in original at the registered office of Olidata S.p.A., in Pievesestina di Cesena (FC), 47522 Via Fossalta n. 3055, by the end of the second open market day prior to the date set for the Shareholders' Meeting, even after calling the first (ie respectively by April 26, 2019 or April 29, 2019 or May 13, 2019), with one of the following modality:

- delivered by hand;
- by registered letter with return receipt.;

Without prejudice to the dispatch of the original proxy referred to above, the same may also be notified electronically to the certified e-mail address [olidata.delegato@pec.it](mailto:olidata.delegato@pec.it).

The proxy and the voting instructions can always be revoked, within the aforementioned term, with the same methods with which they were conferred.

**According to the art. 135-undecies, paragraph 2, of Legislative Decree no. 58/1998 the conferment of the proxy and the voting instructions by signing this form does not entail any expense for the delegating party, except for the costs of sending or sending the proxy itself.**

**Ms. Marinella Rossi, as appointed representative, announces that there is a conflict of interest pursuant to art. 135-undecies, paragraph 2, lett. f) of Legislative Decree no. 58/1998, as an employee, a shareholder and Appointed Executive of the Company. Therefore, Ms. Marinella Rossi expressly declares that, in the event of unknown circumstances occurring or in the event of modification or integration of the proposals presented at the Shareholders' Meeting, she does not intend to express a vote different from that indicated in the instructions.**

**PROXY FORM**

(Section to be notified to the Company through the designated Representative - complete with the information requested based on the Warnings given below)

The undersigned (name) ..... (surname)  
 ....., born in....., il  
 ....., C.F. .... 9/5000  
 born in....., resident in ..... in  
 ....., holder of the right to vote as  
 .....(1)

DELEGATES the designated Representative to attend and vote at the aforementioned Shareholders' Meeting as per instructions provided to him with reference to n. .... shares of Olidata S.p.A. - identified by the ISIN Code IT0001350625, registered in the securities account no. .... at ....., ABI ..... CAB ..... (2);

Communication reference provided by the intermediary:

- Communication n. ....
- carried out by.....
- any identification codes.....

DECLARES to be aware of the possibility that the delegation to the designated Representative contains voting instructions even only on some of the proposed resolutions on the agenda and that, in this case, the vote will be exercised solely for the proposals in relation to which they are conferred voting instructions;

DECLARES to authorize Olidata S.p.A. to the processing of personal data for the purposes, under the conditions and terms indicated in the attached information note.

The undersigned (name and surname of the signatory only if different from the holder of the shares)

sign this proxy as (tick the relevant box):

- foreclosure creditor;
- contango;
- usufructuary;
- guardian;
- manager;
- legal representative or attorney with power of sub-delegation.

Place....., date ..... Signature .....

**VOTING INSTRUCTIONS**

*(Section containing information intended for the designated Representative - Please tick the boxes indicated)*

The undersigned (3) .....

delegates the designated Representative to vote according to the following voting instructions to the Shareholders' Meeting in Ordinary Part and in Extraordinary Part of Olidata S.p.A. convened for the day on April 30, 2019, on first call and, if necessary, on May 2, 2019, on second call, and, further if necessary, on May 15, 2019, on third call, same place and time,

**A) RESOLUTIONS SUBJECT TO VOTE (\*)**

**Ordinary Part**

**1. Amendment of the decision taken by the Shareholders' Meeting of April 13, 2018 which established the composition of the Board of Directors in the number of five Board Members;**

1. Modification of the decision taken by the Shareholders' Meeting of April 13, 2018 which established the composition of the Board of Directors in the number of five Directors;	<input type="checkbox"/> FAVORABLE BOARD OF DIRECTORS PROPOSAL	<input type="checkbox"/> FAVORABLE SHAREHOLDER PROPOSAL	<input type="checkbox"/> CONTRARY	<input type="checkbox"/> ABSTAIN
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**2. Determination of the number of members of the Board of Directors and appointment to supplement the Directors for financial years 2019 - 2020 and, if necessary, determination of the compensation.**

2.1 Determination of the number of members of the Board of Directors from the current four to seven	<input type="checkbox"/> FAVORABLE BOARD OF DIRECTORS PROPOSAL	<input type="checkbox"/> FAVORABLE SHAREHOLDER PROPOSAL	<input type="checkbox"/> CONTRARY	<input type="checkbox"/> ABSTAIN
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2.2 Term of office of the new Directors up to the expiry of the mandate of the current Board of Directors and precisely up to the date of the Meeting called to approve the Financial Statements at December 31, 2020	<input type="checkbox"/> FAVORABLE BOARD OF DIRECTORS PROPOSAL	<input type="checkbox"/> FAVORABLE SHAREHOLDER PROPOSAL	<input type="checkbox"/> CONTRARY	<input type="checkbox"/> ABSTAIN
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2.3 Determination of the remuneration of the entire Board of Directors from the current Euro 260,000 gross to Euro 300,000 gross per year for the period of term in office and to be updated per year	<input type="checkbox"/> FAVORABLE BOARD OF DIRECTORS PROPOSAL	<input type="checkbox"/> FAVORABLE SHAREHOLDER PROPOSAL	<input type="checkbox"/> CONTRARY	<input type="checkbox"/> ABSTAIN
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**Extraordinary Part**

- 1. Capital increase against payment and in divisible form, up to a maximum amount of Euro 30,000,000.00 (thirty million / 00), through the issue, at a price higher than the accounting par value, of new ordinary shares without par value, having the same characteristics as those in circulation to be offered to third-party investors with the exclusion of the option right pursuant to art. 2441, paragraphs 5 and 6, of the Civil Code, and consequent amendment of the art. 4 of the Company's Bylaws.**

1. Capital increase against payment and in divisible form, up to a maximum amount of Euro 30,000,000.00 (thirty million / 00), through the issue, at a price higher than the accounting par value, of new ordinary shares without par value, having the same characteristics as those in circulation to be offered to third-party investors with the exclusion of the option right pursuant to art. 2441, paragraphs 5 and 6, of the Civil Code, and consequent amendment of the art. 4 of the Company's Bylaws.	<input type="checkbox"/> FAVORABLE BOARD OF DIRECTORS PROPOSAL	<input type="checkbox"/> FAVORABLE SHAREHOLDER PROPOSAL	<input type="checkbox"/> CONTRARY	<input type="checkbox"/> ABSTAIN
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**B) UNKNOWN CIRCUMSTANCES**

In the event of circumstances unknown at the time of issue of the proxy (5), the undersigned with reference to the resolution:

**Ordinary Part**

- 1. Modification of the decision taken by the Shareholders' Meeting of April 13, 2018 which established the composition of the Board of Directors in the number of five Directors;**

CONFIRM INSTRUCTIONS  
 REVOKE INSTRUCTIONS(\*)  
 CHANGE INSTRUCTIONS:  FAVORABLE  CONTRARY  ABSTAIN

- 2. Determination of the number of members of the Board of Directors and appointment to supplement the Directors for financial years 2019 - 2020 and, if applicable, the determination of remuneration.**

2.1 Determination of the number of members of the Board of Directors from the current four to seven

CONFIRM INSTRUCTIONS  
 REVOKE INSTRUCTIONS(\*)  
 CHANGE INSTRUCTIONS:  FAVORABLE  CONTRARY  ABSTAIN

2.2 Term of office of the new Directors up to the expiry of the mandate of the current Board of Directors and precisely up to the date of the Meeting called to approve the Financial Statements at December 31, 2020

CONFIRM INSTRUCTIONS

REVOKE INSTRUCTIONS(\*)

CHANGE INSTRUCTIONS:  FAVORABLE  CONTRARY  ABSTAIN

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2.3 Determination of the remuneration of the entire Board of Directors from the current Euro 260,000 gross to Euro 300,000 gross per year for the period of term in office and to be updated per year

CONFIRM INSTRUCTIONS

REVOKE INSTRUCTIONS(\*)

CHANGE INSTRUCTIONS:  FAVORABLE  CONTRARY  ABSTAIN

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### **Extraordinary Part**

1. **Capital increase against payment and in divisible form, up to a maximum amount of Euro 30,000,000.00 (thirty million / 00), through the issue, at a price higher than the accounting par value, of new ordinary shares without par value, having the same characteristics as those in circulation to be offered to third-party investors with the exclusion of the option right pursuant to art. 2441, paragraphs 5 and 6, of the Civil Code, and consequent amendment of the art. 4 of the Company's Bylaws.**

CONFIRM INSTRUCTIONS

REVOKE INSTRUCTIONS(\*)

CHANGE INSTRUCTIONS:  FAVORABLE  CONTRARY  ABSTAIN

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### **C) CHANGES OR INTEGRATIONS**

In the event of a vote on amendments or additions to the resolutions submitted to the meeting (6), with reference to the resolution:

#### **Ordinary Part**

1. **Modification of the decision taken by the Shareholders' Meeting of April 13, 2018 which established the composition of the Board of Directors in the number of five Directors;**

CONFIRM INSTRUCTIONS

REVOKE INSTRUCTIONS(\*)

CHANGE INSTRUCTIONS:  FAVORABLE  CONTRARY  ABSTAIN

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**2. Determination of the number of members of the Board of Directors and appointment to supplement the Directors for financial years 2019 - 2020 and, if applicable, the determination of remuneration.**

2.1 Determination of the number of members of the Board of Directors from the current four to seven

- CONFIRM INSTRUCTIONS  
 REVOKE INSTRUCTIONS(\*)  
 CHANGE INSTRUCTIONS:                       FAVORABLE                       CONTRARY                       ABSTAIN
- 

2.2 Term of office of the new Directors up to the expiry of the mandate of the current Board of Directors and precisely up to the date of the Meeting called to approve the Financial Statements at December 31, 2020

- CONFIRM INSTRUCTIONS  
 REVOKE INSTRUCTIONS(\*)  
 CHANGE INSTRUCTIONS:                       FAVORABLE                       CONTRARY                       ABSTAIN
- 

2.3 Determination of the remuneration of the entire Board of Directors from the current Euro 260,000 gross to Euro 300,000 gross per year for the period of term in office and to be updated per year

- CONFIRM INSTRUCTIONS  
 REVOKE INSTRUCTIONS(\*)  
 CHANGE INSTRUCTIONS:                       FAVORABLE                       CONTRARY                       ABSTAIN
- 

**Extraordinary Part**

**1. Capital increase against payment and in divisible form, up to a maximum amount of Euro 30,000,000.00 (thirty million / 00), through the issue, at a price higher than the accounting par value, of new ordinary shares without par value, having the same characteristics as those in circulation to be offered to third-party investors with the exclusion of the option right pursuant to art. 2441, paragraphs 5 and 6, of the Civil Code, and consequent amendment of the art. 4 of the Company's Bylaws.**

- CONFIRM INSTRUCTIONS  
 REVOKE INSTRUCTIONS(\*)  
 CHANGE INSTRUCTIONS:                       FAVORABLE                       CONTRARY                       ABSTAIN
- 

(\*) Pursuant to Article 135-undecies, paragraph 3 of Legislative Decree n. 58/1998, "The shares for which the proxy, even partial, has been conferred are computed for the purposes of the regular constitution of the meeting. In relation to proposals for which no voting instructions have been given, the shareholder's shares are not counted for the purposes of calculating the majority and the share of capital required for the approval of the resolutions"

Place....., date.....

Signature.....

### Instructions for completing the voting proxy

1. Specify the quality of the signatory of the proxy and attach:
  - a) for natural persons a copy of a valid identity document;
  - b) for legal persons in addition to a valid identity document of those who sign the delegation in the name and on behalf of the company or entity having the right to speak and vote in the Shareholders' Meeting, the documentation proving the powers of representation of such subject such as photocopy of the certificate issued by the company register, or equivalent for foreign companies, powers of attorney, extracts from Board of Directors resolutions.
2. Report the number of the securities account, the ABI and CAB codes of the depositary intermediary, or in any case its name, available from the securities dossier extract.
3. Report the name and surname of the signatory of the Proxy Form and the Voting Instructions.
4. The resolutions proposed to the Shareholders' Meeting are illustrated in the Reports published according to the terms established by current legislation on the website of Olidata S.p.A. [www.olidata.com](http://www.olidata.com) (Investor Relations section) and on Borsa Italiana S.p.A., as well as filed at the registered office of Olidata S.p.A. (Pievesestina di Cesena (FC), 47522 - Via Fossalta n. 3055) and at the 1Info storage mechanism, at [www.1info.it](http://www.1info.it).
5. Where significant circumstances arise, unknown at the time of issuing the proxy, which cannot be communicated to the delegating party, it is possible to choose between: a) confirmation of the voting instruction already expressed; b) modification of the voting instruction already expressed; c) revocation of the voting instruction already expressed. If no choice is made, the voting instructions under A) will be considered confirmed.
6. In the event that changes or additions are made to the resolution proposals submitted to the Shareholders' Meeting, it is possible to choose between: a) confirmation of the voting instruction already expressed; b) revocation of the voting instruction already expressed; c) the modification of the voting instruction already expressed or the conferment of the voting instruction. If no choice is made, the voting instructions in sub A) will be considered confirmed.

To receive clarifications regarding the completion and submission of this proxy conferral form, you can contact the following number 0547 419111 active on weekdays (excluding Saturdays).

# Olidata S.p.a.

Via Fossalta, 3055  
47522 Pievesestina di Cesena (FC)  
P.IVA 01785490408

## Information on the processing of personal data pursuant to Articles 13-14 EU Reg. 2016/679

### Interested Subjects: members, associates and members.

Olidata S.p.a. as data controller of your personal data, pursuant to and for the purposes of EU Regulation 2016/679 hereinafter 'GDPR', hereby informs you that the aforementioned legislation provides for the protection of data subjects with respect to the processing of data personal and that this treatment will be based on principles of correctness, lawfulness, transparency and protection of your privacy and your rights.

Your personal data will be processed in accordance with the legislative provisions of the aforementioned law and the confidentiality obligations provided for therein.

Your personal data may also, subject to your consent, be used for the following purposes:

- management of lists, activities and contributions of members, supporters or associates.

The provision of data is optional for you with regard to the aforementioned purposes, and any refusal to treat it does not compromise the continuation of the relationship or the congruity of the treatment itself.

Processing methods. Your personal data may be processed in the following ways:

- processing by electronic calculators;
- manual processing by means of paper archives.

Each treatment is carried out in compliance with the procedures set out in articles 6, 32 of the GDPR and through the adoption of the appropriate security measures provided.

Your data will only be processed by personnel expressly authorized by the Data Controller and, in particular, by the following categories of employees:

- Administration office.

Disclosure: Your personal data will not be disclosed in any way.

Conservation Period. We inform you that, in compliance with the principles of lawfulness, limitation of purposes and minimization of data, pursuant to art. 5 of the GDPR, the retention period of your personal data is:

- established for a period of time not exceeding the achievement of the purposes for which they are collected and processed and in compliance with the mandatory times prescribed by law.

Owner: the Data Controller, pursuant to the Law, is Olidata SpA (Via Fossalta, 3055, 47522 Pievesestina di Cesena (FC); P.Iva: 01785490408) in the person of its legal representative pro tempore.

You have the right to obtain from the holder the cancellation (the right to be forgotten), the limitation, updating, rectification, portability, opposition to the processing of personal data concerning you, and in general can exercise all the rights provided by the articles 15, 16, 17, 18, 19, 20, 21, 22 of the GDPR.

### EU Reg. 2016/679: Articles 15, 16, 17, 18, 19, 20, 21, 22 - Rights of the Interested Party

1. The interested party has the right to obtain confirmation of the existence or not of personal data concerning him, even if not yet registered, their communication in an intelligible form and the possibility of making a complaint to the Control Authority.



2. The interested party has the right to obtain the indication:

- a. of the origin of personal data; of the purposes and methods of processing;
- b. of the logic applied in the case of processing carried out with the aid of electronic instruments;
- c. of the identification data concerning the data controller, data processors and the designated representative pursuant to article 5, paragraph 2;
- d. the subjects or categories of subjects to whom the personal data may be communicated or who can learn about them as appointed representative in the State, managers or agents.

3. The interested party has the right to obtain:

- a. updating, rectification or, when interested, integration of data;
- b. the cancellation, transformation into anonymous form or blocking of data processed in violation of the law, including those for which conservation is not necessary in relation to the purposes for which the data were collected or subsequently processed;
- c. the attestation that the operations referred to in letters a) and b) have been brought to the attention, even with regard to their content, of those to whom the data have been communicated or disseminated, except in the case where such fulfillment proves impossible or involves a manifestly disproportionate use of resources with respect to the protected right;
- d. data portability..

4. The interested party has the right to object, in whole or in part:

- a. for legitimate reasons to the processing of personal data concerning him, even if pertinent to the purpose of the collection;
- b. to the processing of personal data concerning him for the purpose of sending advertising materials or direct sales or for carrying out market research or commercial communication.

# Olidata S.p.a.

Via Fossalta, 3055  
47522 Pievesestina di Cesena (FC)  
P.IVA 01785490408

## Formula for acquiring the data subject's consent

Date : ..... Place : .....  
Name, Surname : .....

The undersigned concerned, acquired the information provided by the data controller pursuant to Article 7 of the EU Regulation 2016/679, (information document No. 10559.51.345059.1257083):

You consent to the processing of personal data for the optional purposes listed below?

**Yes**  **NO** management of lists, activities and contributions of members, supporters or associates

The Interested Party :

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