



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

to attend the Ordinary Shareholders Meeting of Guala Closures S.p.A. (the "Company"), which will be held on 14 February 2019 at 10:30 a.m., in a single call, as stated in the meeting notice published on the Company's website at the address [www.gualaclosures.com](http://www.gualaclosures.com) in the section "Investor relations/shareholders meeting" on 15 January 2019 (and any additions in accordance with art. 126-bis of Legislative Decree 58/1998 ("TUF"), Testo Unico Finanziario [Consolidated Financial Services Act]).

With reference to the Ordinary Shareholders Meeting called for 14 February 2019, in a single call, at 10:30 a.m., in Spinetta Marengo, Alessandria at Hotel Diamante, Viale Della Valletta, 180

**WITH THIS FORM**

I, the undersigned (given name\*) <sup>(2)</sup> .....  
(surname\*) ....., born in\*  
..... on \*.....  
and residing in .....  
address ....., tax number\*  
..... identification document  
(type).....No..... (copy of  
which must be attached), having acknowledged the contents of the Reports on the  
agenda items and in my capacity of<sup>(3)</sup>:

**shareholder** of Guala Closures S.p.A. as the holder of\* ..... shares  
ISIN..... recorded in the securities trading account No..... at  
the following broker..... ABI (Associazione  
Bancaria Italiana [Italian Banking Association])..... CAB (Codice di  
Avviamento Bancario [Bank Routing Code]).....;

**person holding the right to vote** with regard to\* ..... shares  
ISIN..... of Guala Closures S.p.A. recorded in the securities trading

(\*) Required field

(1) Each subject entitled to attend the Shareholders Meeting can have himself/herself represented through a written proxy, in accordance with the legal provisions in effect, by signing this form, which shall be issued to the person designated and mandated by the subject entitled **(to give the proxy form to the designate representative by the company according to art. 135-undecies, TUF, it is necessary to use the proxy form available and published on the website of Guala Closures S.p.A. in the section "Investor Relations/shareholders meeting")**.

(2) Indicate the given name and surname of the person granting the proxy (as they appear in the copy of the communication for attendance of the Shareholders Meeting mentioned at art. 83-sexies of the TUF) or of the legal representative of the legal entity which grants the proxy.

(3) Check the applicable item.



account No..... at the following broker..... ABI..... CAB..... in his/her capacity of\* ..... (4);

**person holding valid powers to represent\***(5) ....., with registered office in\* ....., tax number\* ....., by virtue of.....(copy to be attached), holder of / person to whom the voting right is assigned in his/her capacity of \*.....(6) with regard to \* ..... shares ISIN..... of Guala Closures S.p.A. recorded in the securities trading account No..... at the following broker..... ABI..... CAB.....;

**DELEGATE**

Mr/Ms, (given name\*) ..... (surname\*) ....., born in \*..... on \*..... and residing in..... address....., tax number \*..... with the right (if applicable) to be in his/her turn, replaced by Mr/Ms (given name)..... (surname) ....., born in ..... on ..... and residing in ..... address ..... tax number ..... to attend the shareholders Meeting and represent me therein.

DATE .....

SIGNATURE.....

(4) Indicate the legal title (pledge, beneficial interest, etc.) by virtue of which the voting right is assigned.

(5) Indicate the name of the legal entity (as it appears in the copy of the communication for attendance of the Shareholders Meeting mentioned at art. 83-sexies of the TUF).

(6) Cross out the inapplicable item and, in the case of a person to whom the voting right is assigned, indicate the legal title (pledge, beneficial interest, etc.) by virtue of which the voting right is assigned.



I, the undersigned, declare that the voting right (7):

is exercised by the proxy holder at his/her discretion (8)

is not exercised at the discretion of the holder, but rather in accordance with specific voting instructions given by the undersigned entity that assigns the proxy.

DATE .....

SIGNATURE.....

It is recalled, pursuant to art. 135-novies, paragraph 5 of the TUF, that *"the representative can deliver or transmit a copy of the proxy instead of the original, also on digital support, certifying, under his/her responsibility that the copy is true to the original; and the identity of the person granting the proxy. The representative shall keep the original of the proxy and keep track of the voting instructions possibly received for one year following the date of the end of the Shareholders Meeting proceedings"*.

(7) Check the applicable item.

(8) It is pointed out that, pursuant to art. 118, paragraph 1, letter c), of the Regulation approved by Consob with resolution No. 11971/1999, as later amended, the shares with regard to which "the voting right is held by virtue of a proxy, provided that said right can be exercised at the holder's discretion, in the absence of specific instructions by the subject granting the proxy", are considered as investments for the purpose of the obligations of communication governed by art. 120 of the TUF.



**Information notice pursuant to Articles 13 and 14 of Regulation (EU) 2016/679 and the existing national regulations on the protection of personal data**

Pursuant to Regulation (EU) 2016/679 (the "GDPR Regulation", or the "GDPR") and the existing national regulations on personal data protection (jointly with the GDPR, the "Privacy Regulations"), Guala Closures S.p.A., with registered office in Via Rana 12, Spinetta Marengo, Alessandria, in its capacity as data controller, is bound to provide disclosure on its use of personal data.

**a) Purpose on the processing and why your personal data is required.**

All personal data is processed and collected, in compliance with the provisions of the law and obligations to confidentiality, in order to ensure that the general meeting is regularly constituted, to ascertain the identity of the parties concerned and establish the legitimacy of their participation, and to meet any additional statutory obligations and formalities with respect to the meeting and to the company obligations. The provision of such data for these purposes is mandatory. Failure to provide such data shall result in not being admitted to participate in the meeting.

**b) Legal ground**

The legal ground is compliance with the law (in particular Articles 2370 et seq. of the Italian Civil Code) and the obligations deriving from and/or relating to it.

**c) Means of processing**

Your personal data, or the personal data referring to third parties (such as proxies or their replacements) provided by you (the "Personal Data"), shall be processed in accordance with the Privacy Regulations, using paper-based, IT or electronic tools, based on criteria which are strictly related to the purposes described, and without prejudice to the foregoing, via methods which are suitable to ensure the security and confidentiality of the data as required by the Privacy Regulations.

In the course of the general meeting, data is also processed by means of an audio/video recording system for the sole purpose of facilitating the drawing up of the minutes for the meeting itself.

**d) Data categories processed**

In relation to the purposes described above, the Company processes your personal data, (such as your name, surname, address, date of birth, ID card and tax registration number).

**e) Disclosure and transmission of data**

In order to pursue the purposes described under the foregoing letter a), your Personal Data will be known by those of the Company's employees who operate as persons appointed and/or authorized to process Personal Data. Your Personal Data may also be disclosed to:

a) the required parties, in order to meet the obligations incumbent on the Company under legal and/or regulatory requirements and/or otherwise deriving from EU regulations;

b) the persons appointed and/or authorized to process Personal Data employed in the Corporate Affairs area, and to the Company's management and supervisory bodies;

c) the persons appointed and/or authorized to process Personal Data employed by Spafid S.p.A., the company operating as Processor.

**f) Data retention**

All Personal Data shall be retained, together with the documents produced in the general meeting, by the Company for the purpose of documenting the events recorded in the minutes. In accordance with the principles of proportionality and necessity, Personal Data shall be stored in a form that allows the Data Subject to be identified for a period of time not exceeding the purposes for which they are being processed. The audio/video recordings referred to above shall be destroyed once the minutes of the meeting have been completed.

**g) Rights of Data Subjects**

The parties to which the Personal Data refers are entitled at any time to obtain confirmation of the existence or otherwise of such data and to know its content and origin, to check its accuracy or ask for it to be supplemented, updated or rectified (Articles 15 and 16 of the GDPR). Furthermore, Data Subjects are entitled to request that their data be erased, its processing limited, to request data portability and make complaints to the regulatory authority or oppose the processing of their data for legitimate reasons (cf. Articles 17 et seq. of the GDPR). Such rights may be exercised by sending notice in writing to the following email address: [irgualaclosures@legalmail.it](mailto:irgualaclosures@legalmail.it). The Data Controller, inter alia through the appointed units, shall take steps to deal with your request and provide you with information regarding the action taken in response to your request without undue delay.

**h) Controller and Data Protection Officer**

The Controller for the data processing is Guala Closures S.p.A., with registered office in Via Rana 12, Spinetta Marengo, Alessandria, on its legal representative.

Guala Closures S.p.A.