

<b>PROXY FORM (1)</b>
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With reference to the **Ordinary Shareholders' Meeting of Guala Closures S.p.A.**, to be held on 30<sup>th</sup> April 2019 at 10:30 a.m., on single call, at the registered office of the company, at frazione Spinetta Marengo, Via Rana 10/12, Z.I. D6 15122 in Alessandria – Italia, as indicated in the notice of call of the Shareholders' Meeting, on 29 March 2019, published on the Company's website at [www.gualaclosures.com](http://www.gualaclosures.com), in the section "Investor Relations", and as an excerpt on the daily newspaper "Il Sole 24 ore";

- having read the Reports on the items on the Agenda made available by the Company,

**with this form**

**I, the undersigned (2)**

Surname\* ..... Name\* .....,  
 born in\* ..... on\*.....  
 resident in ..... Address .....,  
 tax identification code\* .....,  
 ID document (copy enclosed) .....,  
 No. ....,

**in quality of**

*(tick the box that interests you)*

- party with the right to vote related to No.\* ..... shares Guala Closures S.p.A. in his/her capacity as *(check whichever box applies)*
- |   |                                       |  |
|---|---------------------------------------|--|
| <input type="checkbox"/> <b>shareholder</b> | <input type="checkbox"/> pledgee      | <input type="checkbox"/> bearer                |
|   | <input type="checkbox"/> usufructuary | <input type="checkbox"/> custodian             |
|   | <input type="checkbox"/> manager      | <input type="checkbox"/> other (specify) ..... |
- legal representative or subject with appropriate representation powers of *(name of the company entitled to vote<sup>3</sup>)\** ..... registered office in\* ..... tax identification code\* ..... *(copy of the documentation of the powers of representation enclosed)* with the right to vote related to No.\* ..... shares Guala Closures S.p.A. in his/her capacity as *(check whichever box applies)\**:
- |   |                                       |  |
|---|---------------------------------------|--|
| <input type="checkbox"/> <b>shareholder</b> | <input type="checkbox"/> pledgee      | <input type="checkbox"/> bearer                |
|   | <input type="checkbox"/> usufructuary | <input type="checkbox"/> custodian             |
|   | <input type="checkbox"/> manager      | <input type="checkbox"/> other (specify) ..... |

(\*) 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 (for the conferral of powers to the Proxy Representative of the company pursuant to art. 135-undecies, TUF, it is necessary to use the different proxy form prepared for this purpose by the company and published on the website of Guala Closures S.p.A. [www.gualaclosures.com](http://www.gualaclosures.com) in the "Investor Relations" section).

<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> Enter the name of the company as it appears in the copy of the notice for participation in the meeting as per Article 83-sexies of the Italian consolidated finance act.

communication reference No. .... (pursuant to Article 83-sexies of D.Lgs. 58/98)  
supplied by the intermediary ..... ABI ..... CAB .....

**appoints**

**Mr/Mrs**

Surname\* ..... Name\* .....  
Born in\* ..... on\* .....  
Residence ..... Address ..... Tax  
identification code .....

**to participate and represent him/her/the company in the Ordinary Shareholders' Meeting**

with the right to be replaced by Mr/Ms <sup>4</sup>:

Surname\* ..... Name\* .....  
Born in\* ..... on\* .....  
Residence ..... Address ..... Tax  
identification code .....

\_\_\_\_\_  
(Place and date)

\_\_\_\_\_  
(Signature)

**The undersigned also declares that the right to vote is exercised by the proxy holder (check whichever box applies) <sup>5 6</sup> :**

- at his discretion without specific voting instructions given by the undersigned appointing
- in compliance with specific voting instructions given by the undersigned appointing

\_\_\_\_\_  
(Place and date)

\_\_\_\_\_  
(Signature)

<sup>4</sup> The representative may indicate one or more proxies for the representative. Replacement of a representative by a proxy who finds themselves in a situation of conflict of interest is permitted only if such proxy has been indicated by the shareholder.

<sup>5</sup> For the purposes of the communication obligations regulated by Article 120 of the Italian consolidated finance act, 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".

<sup>6</sup> The proxy being granted to a representative in conflict of interests is permitted provided that such representative notifies the shareholder in writing regarding the conflict of interest, and issues specific voting instructions for each resolution in relation to which the representative is to vote on the shareholder's behalf (see Article 135-decies of Italian Legislative Decree 58/98).

Please note that, pursuant to Article 135-novies of the Italian consolidated finance act, "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".

## **PRIVACY STATEMENT**

### **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: 5

- 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.