

UNIEURO S.p.A.

PROXY/SUB-PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-NOVIES OF LEGISLATIVE DECREE 58/1998

and to art. 106, paragraph 4 of Decree Law no. 18 of 17 March 2020, on measures to strengthen the National Health Service and economic support for families, workers and businesses related to the epidemiological emergency of COVID-19 (the "Decreto Cura Italia") as converted with modifications by Law 24th April 2020 no. 27, as extended by effect of art. 3, D.L. 228/2021 as converted with modifications by Law 25th February 2022 n. 15, and as further extended by art. 3, paragraph 10-undecies Law Decree no. 198/2022, as converted with modifications by Law 24 February 2023 no. 14.

In accordance with Article 106, paragraph 4, Decree Law no. 18 of 17 March 2020 converted with modifications by Law 24th April 2020 no. 27, as extended by effect of art. 3, D.L. 228/2021 converted with modifications by Law 25th February 2022 n. 15, and as further extended by art. 3, paragraph 10-undecies Law Decree no. 198/2022, as converted with modifications by Law 24 February 2023 no. 14., the participation in the Shareholders' Meeting of those who have the right to vote, is allowed exclusively through the Appointed Representative pursuant to Article 135-undecies of Legislative Decree no. 58/1998. Pursuant to the abovementioned Decree, the Appointed Representative may also be granted proxies and/or sub-proxy pursuant to Article 135-novies of Legislative Decree no. 58/1998 ("TUF"), as an exception to Article 135-undecies, paragraph 4, of the TUF, by signing this proxy form

Declaration of the Appointed Representative: Monte Titoli declares that it has no own interest in the proposed resolutions being voted upon. However, in view of the contractual relations existing between Monte Titoli and the Company with regard, in particular, to the provision of technical assistance in shareholders' meeting and additional services, in order to avoid any subsequent disputes about the supposed existence of circumstances able to create a conflict of interest under Article 135-decies, paragraph 2, f) of Legislative Decree no. 58/1998, Monte Titoli expressly declares that, if unknown circumstances should occur or in the event of amendment or additions to the proposals put forward to the Shareholders' Meeting, it does not intend to cast a different vote from that indicated in the instructions. If the delegating party does not provide specific instructions for such cases by indicating them in the appropriate boxes, the instructions provided shall be deemed to be confirmed as far as possible. If it is not possible to vote according to the instructions provided, Monte Titoli will abstain on such matters. In any case, in the absence of voting instructions on some of the items on the agenda, Monte Titoli will not vote for such items.

Please note: This form may be subject to change following any integration of the agenda of the shareholders' meeting and presentation of new proposed resolutions pursuant to Article 126-bis Legislative Decree 58/1998.

With reference to the Ordinary General Meeting of UNIEURO S.p.A. (hereinafter the "**Company**") to be held at the notary public's offices situated at Studio Maltoni Scozzoli, Via Mentana 4, Forlì , 22 June 2023, at 10.30 a.m., single call, as set forth in the notice of the shareholders' meeting published on the Company's website at "Unieurospa.com / Corporate Governance / Shareholders' Meetings / Shareholders' Meeting 2023" on 19 May 2023 and, in abridged form, in the Italian daily newspaper "QN – Quotidiano Nazionale" on 20 May 2023, and having regard to the Reports on the items on the Agenda made available by the Company (§) with this

PROXY FORM (Part 1 of 2)

Complete with the information requested at the bottom of the form (§)

| | | |
|--|------------------------|---|
| I, the undersigned (party signing the proxy) | (Name and Surname) (*) | |
| Born in (*) | On (*) | Tax identification code or other identification if foreign (*) |
| Resident in (*) | Address (*) | |
| Phone No. (**) | Email (**) | |
| Valid ID document (type) (*) (to be enclosed as a copy) | Issued by (*) | No. (*) |

(§) The Company will process the personal data in accordance with the information attached.

(*) Mandatory. (**) It is recommended to fill.

MONTE TITOLI S.p.A.

in quality of (tick the box that interests you) (*)

- shareholder with the right to vote** *OR IF DIFFERENT FROM THE SHARE HOLDER*
- legal representative or subject with appropriate representation powers (copy of the documentation of the powers of representation to be enclosed)
- pledge bearer usufructuary custodian manager other (specify)

| | | | |
|--|-------------------------------------|--------|--|
| (complete only if the shareholder is different from the proxy signatory) | Name Surname / Denomination (*) | | |
| | Born in (*) | On (*) | Tax identification code or other identification if foreign (*) |
| | Registered office / Resident in (*) | | |

Related to

No. (*) _____ **shares ISIN IT0005239881** Registered in the securities account n. _____ at the custodian _____ ABI _____ CAB _____

referred to the communication (pursuant to art. 83-sexies Legislative Decree n. 58/1998) No. _____ **Supplied by the intermediary:** _____

(to be filled in with information regarding any further communications relating to deposits)

DELEGATES/SUB DELEGATES MONTE TITOLI S.P.A., to participate and vote in the Shareholders' Meeting indicated above as per the instructions provided below.

DECLARES

- the vote shall be exercised by the delegate/sub-delegate in accordance with specific voting instructions given by the undersigned delegator;
- to have requested from the custodian the communication for participation in the Meeting as indicated above;
- that there are no reasons for incompatibility or suspension of the exercise of voting rights;
- (in the case of sub-delegation) to be in possession of the originals of the proxy forms conferred on him/her and to keep them for one year available for possible verification.

AUTHORIZES Monte Titoli and the Company to the processing of their personal data for the purposes, under the conditions and terms indicated in the following paragraphs.



_____ *(Place and Date) **

_____ *(Signature) **

VOTING INSTRUCTIONS (Part 2 of 2)

intended for the Appointed Representative only - Tick the relevant boxes

The undersigned signatory of the proxy *(Personal details)* _____

(indicate the holder of the right to vote only if different - name and surname / denomination) _____

Hereby appoints Monte Titoli to vote in accordance with the voting instructions given below at Ordinary General Meeting of UNIEURO S.p.A. to be held at the notary public's offices situated at Studio Maltoni Scozzoli, Via Mentana 4, Forlì, on 22 June 2023, at 10.30 a.m., on single call

RESOLUTIONS SUBJECT TO VOTING

1. Financial Statements as at 28 February 2023, accompanied by the Management Report of the Board of Directors and including the Report of the Board of Statutory Auditors and the Report of the external Auditing Firm. Presentation of the Consolidated Financial Statements as at 28 February 2023 and the non-financial consolidated statement drawn up pursuant to Legislative Decree 254/2016. Related and consequential resolutions.

Proposal of the Board of Directors

Tick only one box

In Favour

Against

Abstain

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions *(express preference)*

confirms the instructions

revokes the instructions

In Favour : _____

Against

Abstain

2. Allocation of profits from the business year and proposal for the distribution of a dividend. Related and consequential resolutions.

Proposal of the Board of Directors *Tick only one box* **In Favour** **Against** **Abstain**

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions **revokes the instructions** **In Favour** : _____ **Against** **Abstain**

3. Proposed amendment to the Unieuro share-based plan entitled "2023-2028 Performance Shares Plan", approved at the Ordinary Shareholders' Meeting held on 21 June 2022 pursuant to article 114-bis of Legislative Decree 24 February 1998, No. 58. Related and consequential resolutions.

Proposal of the Board of Directors *Tick only one box* **In Favour** **Against** **Abstain**

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions **revokes the instructions** **In Favour** : _____ **Against** **Abstain**

4. Report concerning the policy for remuneration and recompense paid:

4.1. approval of the first section of the report pursuant to article 123-ter paragraphs 3-bis and 3-ter of Legislative Decree of 24 February 1998 No. 58;

Proposal of the Board of Directors

Tick only one box

In Favour

Against

Abstain

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions

revokes the instructions

In Favour : _____

Against

Abstain

4.2. resolutions on the second section of the report pursuant to article 123-ter paragraph 6 of Legislative Decree of 24 February 1998 No. 58.

Proposal of the Board of Directors

Tick only one box

In Favour

Against

Abstain

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions

revokes the instructions

In Favour : _____

Against

Abstain

5. Proposal that the remuneration of the Board of Directors be increased. Related and consequential resolutions.

Proposal of the Board of Directors *Tick only one box* **In Favour** **Against** **Abstain**

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions **revokes the instructions** **In Favour** : _____ **Against** **Abstain**

6. Authorisation for the buy back and disposal of treasury shares upon revocation of the previous authorisation resolved on at the Ordinary Shareholders' Meeting held on 21 June 2022 as regards the part thereof that has not been performed. Related and consequential resolutions.

Proposal of the Board of Directors *Tick only one box* **In Favour** **Against** **Abstain**

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions **revokes the instructions** **In Favour** : _____ **Against** **Abstain**

7. Updates to of the Shareholders' Meeting Regulations. Related and consequential resolutions.

Proposal of the Board of Directors *Tick only one box* **In Favour** **Against** **Abstain**

If circumstances occur which are unknown at the time of issuance of the proxy or in the event of a vote on amendments or additions to the resolutions submitted to the meeting, I the undersigned proxy signatory

Tick only one box

Modify the instructions (*express preference*)

confirms the instructions **revokes the instructions** **In Favour** : _____ **Against** **Abstain**



_____ *(Place and Date) **

_____ ***(Signature) ****

DIRECTORS' LIABILITY ACTION

In case of vote on a directors' liability action pursuant to art. 2393, paragraph 2, of the civil code, proposed by the shareholders on the occasion of the approval of the financial statements, the undersigned appoints the Appointed Representative to vote as follows:

Tick only one box

In Favour

Against

Abstain



_____ *(Place and Date) **

_____ *(Signature) **

INSTRUCTIONS FOR THE FILLING AND SUBMISSION

The person entitled to do so must request the depositary intermediary to issue the communication for participation in the shareholders' meeting referred to the Art. 83-sexies, Legislative Decree 58/1998)

- (1) Indicate the number of the securities custody account and the denomination of the depositary intermediary. The information can be obtained from the account statement provided by the intermediary.
- (2) Indicate the Communication reference for the Meeting issued by the depositary intermediary upon request from the person entitled to vote.
- (3) Specify the name and surname/denomination of the holder of voting rights (and the signatory of the Proxy Form and voting instructions, if different).

The proxy with the relating voting instructions shall be received together with:

- a copy of an identification document with current validity of the proxy grantor or
- in case the proxy grantor is a legal person, a copy of an identification document with current validity of the interim legal representative or other person empowered with suitable powers, together with adequate documentation to state its role and powers,

(in the event of a sub-proxy, the following must be sent to the Appointed Representative as an annex to the sub-proxy form: i) the documentation indicated in the preceding paragraph, referring to both the holder of the voting right and his/her proxy; ii) a copy of the proxy issued by the holder of the voting right to his/her proxy)

by one of the following alternative methods:

- i) transmission of an electronically reproduced copy (PDF) to the certified email address **RD@pec.euronext.com** (subject line "Proxy for Unieuro 2023 Shareholders' Meeting") from one's own certified email address (or, failing that, from one's own ordinary email address, in which case the proxy with voting instructions must be signed with a qualified or digital electronic signature);
- ii) transmission of the original, by courier or registered mail with return receipt, to the following address: Ufficio Register & AGM Services of Monte Titoli S.p.A., Piazza degli Affari n. 6, 20123 Milan (Ref. "Proxy for Unieuro 2023 Shareholders' Meeting"), **sending a copy reproduced electronically (PDF)** in advance by ordinary e-mail **RD@pec.euronext.com** (subject line: "Proxy for Unieuro 2023 Shareholders' Meeting")

The proxy must be received no later than 6:00 p.m. on the day before the date of the meeting (and in any case before the opening of the meeting). The proxy pursuant to art. 135-novies, Legislative Decree no. 58/1998 and the related voting instructions may always be revoked within the aforesaid deadline.

N.B. For any additional clarification regarding the issue of proxies (and in particular regarding how to complete and send the proxy form and voting instructions), authorized to participate in the general meeting can contact Monte Titoli S.p.A. by email to the following address **RegisterServices@euronext.com** or by phone at (+39) 02.33635810 during open office hours from 9:00 a.m. to 5:00 p.m..

Monte Titoli's privacy policy is available at the link: <https://www.euronext.com/en/privacy-statement>.

UNIEURO S.p.A.'s privacy policy:

Pursuant to articles 13 e 14 of Regulation UE 2016/679 ("GDPR") this privacy notice sets out how your personal data, transmitted from Monte Titoli S.p.A. to Unieuro S.p.A., will be processed by Unieuro S.p.A. — registered office in Forlì, in Via Piero Maroncelli n.10 – Palazzo Hercolani, VAT number 00876320409 — ("Controller" o "Unieuro"), as data controller.

a) Processed personal data

Personal data processed are common data (e.g., name, surname) and information collected through the proxy form to the appointed Representative for representation at the shareholders' meeting pursuant to art. 135-novies of Legislative Decree 58/1998 (e.g., number of shares, type of proxy, validity / non-validity of the proxy).

b) Purpose of the processing and obligatory nature of the provision of data

Personal data will be processed by Unieuro to:

- (i) allow you to exercise voting rights and to participate in the Shareholders' Meeting of 22nd June 2023 through the Designated Proxy;
- (ii) complying with the applicable laws, regulations or orders of Authorities (including, e.g. the transparency obligations to which Unieuro is subject that require the publication of personal data and the minutes of the meeting on the corporate website of Unieuro).

It is not mandatory for you to give personal data for these purposes; however, if you do not, Unieuro will not be able to allow participation to the Shareholders' meeting through the designed proxy.

c) Legal basis of the processing

The legal basis for the processing are:

- for the point b)(i) above, the Article 6(1)(b) GDPR ("[...] processing is necessary for the performance of a contract to which the data subject is party or in order to take steps at the request of the data subject prior to entering into a contract");
- for the point b)(ii) above, the Article 6(1)(c) GDPR ("[...] processing is necessary for compliance with a legal obligation to which the controller is subject").

d) Methods of processing and transfer of data

The processing of personal data for the purposes described above will take place with electronic tools.

Personal data will not be transferred outside the European Economic Area. If this happens, Unieuro ensures that the transfer of personal data outside the European Economic Area would be based on an adequacy decision, on the Standard Contractual Clauses approved by the European Commission or on another suitable legal basis.

Further information on the processing of personal data is available in the privacy notice published on the corporate website di Unieuro (in the section: "Corporate Governance - Shareholders' Meetings 2023").

e) Data retention

Personal data will be stored for the time necessary to achieve the purpose, referred to aforementioned point b)(i), and up to the time required by the specific legal obligation, regulation or orders of the Authority, referred to aforementioned point b)(ii).

f) Categories of recipients of data

Personal data may be communicated with:

- subjects who typically act as data processors;
- subjects, entities or Authorities to whom it is mandatory to communicate your personal data pursuant to legal provisions or orders of the Authorities;
- persons authorised by Unieuro to process personal data needed to carry out activities strictly related to purposes indicated above, who are committed or confidentiality or are subject to an appropriate legal obligation of confidentiality (e.g., employees of Unieuro, Notary in charge of drawing up the minutes of the meeting, etc.).

g) Data subject rights

Pursuant to Articles 15 et seq. of the GDPR, you are entitled at any time to exercise your rights to access, correct or update your personal data, to request the erasure or to request the restriction of processing (in the cases provided for by Article 18 GDPR), to object to the processing and to exercise the right to obtain a copy of your personal data provided to Unieuro, in a structured, commonly used and machine-readable format (in the cases provided for by Article 20 GDPR). To exercise all your rights described above, you can send to the data Controller a registered letter (at Forlì, Via Piero Maroncelli n. 10), or an email (at privacy@unieuro.com). In any case, you are always entitled to lodge a complaint with the competent supervisory Authority (pursuant to Article 77 GDPR).

h) Titolare del trattamento e Data Protection Officer

The data Controller is Unieuro S.p.A. registered office in Forlì, Via Piero Maroncelli n. 10. Unieuro's Data Protection Officer is available for any information concerning the processing of your personal data at the following e-mail address: dpo@unieuro.com.

Unieuro S.p.A.