

**Atlantia S.p.A.– Ordinary Shareholders' General Meeting of 18 April 2019**  
**– Proxy Form –**

**Please fill in the requested information, subscribe and send the form to the Company on the basis of the Instructions indicated below<sup>1</sup>**

The undersigned<sup>2</sup> ..... born in ..... on ..... Tax Code .....  
residing in (town/city) ..... (street, square) .....  
telephone no. ...., email .....  
holder of the voting rights in his/her capacity as:  holder of shares on **9/4/2019** –  legal representative –  proxy holder with power to sub-delegate –  
 pledgee –  assignee –  beneficial owner –  custodian –  investment manager –  other (please specify) .....  
for no. .... Atlantia's ordinary shares (ISIN IT 0003506190)

registered in favour of<sup>3</sup> ..... born in ..... on ..... Tax Code .....  
residing in/registered office at (town/city) ..... (street/square) .....

registered in the securities account no.<sup>4</sup> ..... at ..... bank code ..... sort code .....  
as resulting from communication no.<sup>5</sup> ..... made by (bank) .....

**APPOINTS**

<sup>6</sup> .....  
to intervene and represent him/her in the ordinary shareholders' meeting of Atlantia S.p.A., convened at 11:00 on 18 April 2019, in single call, in Rome, via A. Nibby, n. 20.

possibly<sup>7</sup>  
 confer to the proxy holder the power to get him/her substitute by another person chosen by himself/herself  
 or, alternatively, indicate as substitute of the proxy holder .....

Place and date ..... ID<sup>8</sup> (type) ..... issued by ..... no. .... SIGNATURE/STAMP .....

**Instructions for filling in and sending the form**

<sup>1</sup> This proxy may be notified to the Company by sending it to Computershare S.p.A. in the following ways:

- **by fax to no. +39 06 45417450**
- **enclosed with an email to [atlantia@pecserviziottoli.it](mailto:atlantia@pecserviziottoli.it)**

<sup>2</sup> Please indicate surname and first name of the signatory party holder of the voting rights and his/her capacity.

<sup>3</sup> Please indicate surname and first name or company name of the holder of the shares as resulting from the communication made by the intermediary to the Company (only if other than the signatory party).

<sup>4</sup> Please report securities account number, bank and sort codes of the depositary or, in any case, its company name, as indicated in the securities account communication.

<sup>5</sup> Reference to the communication made by the intermediary (if any) and its company name, where other than the depositary of the securities account.

<sup>6</sup> Please indicate surname, first name, place and date of birth of the proxy holder. Pursuant to article 135-*decies* TUF, conferring a proxy upon a conflicted representative is allowed provided that such representative communicates in writing to the person who is entitled to the voting rights the circumstances from which the conflict of interests arises and specific instructions are given in respect of each single resolution.

<sup>7</sup> Pursuant to article 135-*novies* TUF, the proxy may confer the representative the power to get him/her substitute by another person without indication of such substitute (provided that there is no conflict of interests) or, alternatively, indicate directly one or more substitutes. In this latter case only, it may be chosen a conflicted substitute, but without prejudice to the provisions set out in instruction no. 6.

<sup>8</sup> Please report references to a valid ID of the signatory party.

**DISCLOSURE PURSUANT TO articles 13 and 14 of the Regulation (EU) no. 2016/679 (GDPR)**

Atlantia S.p.A., with registered office in Rome, Via A. Nibby, 20 (“**Controller**”) informs that provided personal data will be processed with the only view to allowing the Company to manage the general meeting and consequent legal requirements. Where the data requested in the proxy form are not provided, it will not be possible allowing the proxy holder to participate to the general meeting. Personal data will be collected in paper and/or electronic form and processed in ways strictly connected to the above mentioned purposes and, in any case, in compliance with the provisions set forth under the Regulation (EU) no. 2016/679 and applicable privacy law. For further information, you may refer to the full disclosure published on the Company's website, in the page drafted for the general meeting, or sending an email to [dpo@atlantia.it](mailto:dpo@atlantia.it)