

CERTIFICATION BY PROXY

PURSUANT TO ARTICLE 135 - *NOVIES* OF LEGISLATIVE DECREE NO. 58/1998

(where a copy of the proxy is delivered or sent)

I the undersigned \_\_\_\_\_<sup>(1)</sup>, born in \_\_\_\_\_<sup>(2)</sup>, on \_\_\_\_\_<sup>(2)</sup>, resident in \_\_\_\_\_<sup>(2)</sup>, Via \_\_\_\_\_<sup>(2)</sup>, tax code<sup>(3)</sup> \_\_\_\_\_, [if appropriate] legal representative of (name of company) \_\_\_\_\_, registered office at \_\_\_\_\_<sup>(2)</sup>, tax code \_\_\_\_\_<sup>(3)</sup>

in my capacity as (put a cross in the box that applies):

- Proxy
- Substitute for Proxy

appointed to attend the ordinary and extraordinary shareholders' meeting of FINCANTIERI S.p.A. convened on 19 May 2016, in a single call, at 11 a.m. at the Palazzo dei Congressi della Stazione Marittima, Molo Bersaglieri 3, Trieste pursuant to Article 135-*novies*, paragraph 5 of Legislative Decree No. 58/1998

HEREBY CERTIFY

- (i) that the copy of the proxy for attendance at the aforementioned Shareholders Meeting delivered/sent to FINCANTIERI S.p.A. is a true copy of the original;
  - (ii) the identity of the party granting the proxy \_\_\_\_\_<sup>(4)</sup>
- and
- (iii) the full and valid signature powers of the signatory of the proxy.

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I acknowledge that, pursuant to Article 135 - *novies* paragraph 5 of Legislative Decree No. 58/1998, the proxy is to keep the original proxy and keep a record of voting instructions received, if any, for one year from the conclusions of the shareholders meeting.

Place and date

Signature of proxy/substitute for proxy

\_\_\_\_\_

\_\_\_\_\_

<sup>(1)</sup> Provide details of the Proxy/Substitute for the Proxy. Where the Proxy/Substitute for the Proxy is a legal entity, provide details of the legal representative.  
State country (where not Italy) and town/city.  
<sup>(2)</sup> State country (where not Italy) and town/city.  
<sup>(3)</sup> Or, alternatively, an equivalent international ID code.  
<sup>(4)</sup> Provide details of the party granting the proxy (if an individual: name, surname, date and place of birth, tax code; if a legal entity: company name, full address of registered office, tax code), as they appear on the notification for the purposes of attendance at the shareholders meeting referred to in Article 83-*sexies* of Legislative Decree No. 58/1998.

#### PRIVACY POLICY PURSUANT TO LEGISLATIVE DECREE NO. 196/2003

The data controller, FINCANTIERI S.p.A., will only process the personal data provided for the purposes referred to in this document, i.e., for attendance by the Proxy/Substitute for the Proxy at the ordinary and extraordinary shareholders meeting on 19 May 2016 to represent the party granting the proxy. The provision of personal data and the processing of the same are necessary for the aforementioned purposes. A failure to provide the aforementioned personal data will make it impossible for the Proxy/Substitute for the Proxy to attend the Shareholders Meeting as representative of the party granting the proxy.

The personal data will be processed for the purposes set out above mainly by automated means and using IT and telematic tools (designed to store, handle and send the said data), as well as by storage in paper form, in full compliance with the security measures imposed by Legislative Decree No. 196/2003 as well as the principles of necessity, relevance and propriety established by the data processing legislation.

The data provided will be held for a period of 36 months and will in no circumstances be disclosed to third parties, save in order to comply with duties imposed by law or regulatory duties. The data controller is specifically authorised to disclose the personal data to Spafid S.p.A. (which will process the personal data in its capacity as data processor) in order to ensure that the rights established in this document in relation to the Shareholders meeting are exercised correctly.

The data processor is Maurizio Castaldo (Lawyer), head of the Company Secretary's Office, address for the purposes of the position held being the registered office of FINCANTIERI S.p.A. A request may be sent to him at any time pursuant to Article 7 of Legislative Decree No. 196/2003, for (i) confirmation of the existence of the said data; (ii) provision of the information referred to in the second paragraph of Section 7 as previously referred to (source, purposes and rationale of the processing and ID of the data controller and the data processor); (iii) the data to be updated, rectified, deleted, transformed or added to. In addition, the data subject may object to the processing in the circumstances and for the reasons set out in Legislative Decree No. 196/2003.

Exercise of the rights specified in this document, in the manner set out therein, shall imply consent to the processing of the personal data sent.