

AVIO S.p.A.

PROXY/SUB-DELEGATION FORM FOR DESIGNATED REPRESENTATIVE IN ACCORDANCE WITH **ARTICLE 135-NOVIES** OF LEGISLATIVE DECREE NO. 58/1998 ("CFA")

and Article 106, paragraph 4, of Decree-Law No. 18 of March 17, 2020 on "Measures to strengthen the National Health System and economic support for families, workers and businesses related to the COVID-19 epidemiological emergency" ("Italian Healthcare Decree"), converted with amendments into Law No. 27 of April 24, 2020, as extended latterly by Article 11, paragraph 2 of Law No. 21 of March 5, 2024, concerning interventions to bolster capital competitiveness and authorisation for the Government to undertake comprehensive reform of the regulations pertaining to capital markets outlined in the Consolidated Law referred to in Legislative Decree No. 58 of February 24, 1998, in addition to regulations concerning joint-stock companies, as stipulated in the civil Code, which also apply to issuers.

As per Article 106, paragraph 4, of Decree-Law No. 18 of March 17, 2020, converted with amendments into Law No. 27 of April 24, 2020, and as latterly extended by Article 11, paragraph 2 of Law No. 21 of March 5, 2024, attendance at the Shareholders' Meeting by those entitled to vote is permitted exclusively through the Designated Representative pursuant to Article 135-undecies of Legislative Decree No. 58/98. Pursuant to the aforementioned Italian Healthcare Decree, the Designated Representative may also be granted proxies and/or sub-proxies pursuant to Article 135-novies of Legislative Decree No. 58/1998 ("CFA"), as an exception to Article 135-undecies, paragraph 4 of the CFA, through signature of this proxy form.

Declaration of the Designated Representative: Monte Titoli confirms that it has no interest in the proposed resolutions to be voted upon. Considering the contractual relations between Monte Titoli and the Company, and in particular considering the technical assistance to the Shareholders' Meeting and accessory services, to avoid any possible disputes concerning conflicts of interest as per Article 135-decies, paragraph 2, letter f) of the CFA, Monte Titoli expressly declares that, where circumstances arise that are unknown at the time of issuing the proxy and cannot be communicated to the principal, or in the case of amendment or supplementation of the proposals presented to the Shareholders' Meeting, it shall not express a vote differing from that indicated in the instructions. Where the principal has not supplied specific instructions for said circumstances by completing an appropriate form, the voting instructions set out in the first section will be followed to the fullest extent possible. Where it is not possible to vote according to the instructions provided, Monte Titoli will abstain from voting on the subject in question. If there are no voting instructions on some of the items on the agenda, Monte Titoli will express no vote on those items.

N.B. This form may be subject to amendment as a result of any additions to the agenda or submission of resolution proposals pursuant to Article 126-bis CFA, or individual resolution proposals, within the terms and in the manner indicated in the call Notice.

With reference to the Extraordinary and Ordinary Shareholders' Meeting of **Avio S.p.A.** called for December 20, 2024, at 11:30AM, in single call at the registered office of Avio S.p.A. in Rome (RM), Via Leonida Bissolati, 76, in the manner and according to the terms set out in the call notice published on the Company's website at <http://www.avio.com>, "Investors, Shareholders' Meeting 2024" section on November 14, 2024 and in extract form in the "Italia Oggi" daily newspaper and having read the documents made available by the Company through this

PROXY FORM (Part 1 of 2)

Complete with the required information based on the information at the bottom of the form)

The undersigned signatory of this proxy	(Name and Surname) (*)	
Born in (*)	On (*)	Tax code (*)
Resident in (*)	Street address (*)	
Telephone (**)	E-mail (**)	
Valid identity document - type (*) (attach copy)	Issued on (*)	Number (*)

(*) Mandatory; (**) Completion recommended.

Monte Titoli S.p.A..

in the capacity of (tick the relevant box) (*)

- ☐ **Shareholder with voting rights** **OR IF DIFFERENT FROM THE HOLDER OF THE SHARES**
- ☐ Legal Representative or attorney with power to sub-delegate (documentation proving representative powers to be attached)
- ☐ secured creditor ☐ taker in - ☐ beneficial owner ☐ custodian ☐ manager ☐ other (specify)

(complete only if the principal is different from the proxy signer)	Name Surname/Company Name (*)		
	Born in (*)	On (*)	Tax Code (*)
	Registered office/Resident in (*)		

concerning

(*) _____ ordinary shares ISIN IT0005119810	Recorded in the securities account (1) No. _____ with the intermediary _____ ABI _____ CAB _____
	as per communication (pursuant to Article 83-sexies of Legislative Decree No. 58/1998) (2) No. _____ carried out by the intermediary: _____

APPOINTS/SUBDELEGATES Monte Titoli S.p.A. to attend and vote at the above indicated Shareholders' Meeting in accordance with the instructions found below.

DECLARES

- that the right to vote will be exercised by the proxy/sub-proxy in accordance with the specific voting instructions given by the undersigned principal;
- that s/he has requested that depository intermediary provide the communication to attend the Shareholders' Meeting as indicated above;
- that there are no grounds for incompatibility or suspension of the exercise of voting rights.
- (in case of sub-delegation) that s/he is in possession of the originals of the proxies given to him/her and that s/he will keep them for one year available for possible verification.

AUTHORISES Monte Titoli and the Company to process its personal data for the purposes stated under the terms and conditions indicated in the following sections.



(Place and date)

(Signatory of the proxy)

VOTING INSTRUCTIONS (Part 2 of 2)

Section containing information for the Designated Representative – tick the relevant box

I, the undersigned, signatory of the proxy form (First name and surname) (3)

(indicate the principal only if different
first and surname) (3)

delegate Monte Titoli to vote according to the following voting instructions at the Avio S.p.A. Extraordinary and Ordinary Shareholders' Meeting, called at the registered office of Avio S.p.A. in Rome (RM), Via Leonida Bissolati, 76 for December 20, 2024 at 11:30AM in single call.

RESOLUTIONS TO BE VOTED UPON

Please note that, within the legal deadlines, shareholders may submit new proposals and supplements to the agenda: for this reason, Shareholders are invited to check, on the Issuer's website, for any updates to this form, in accordance with the proposed resolutions.

Extraordinary session**1. Amendments to the By-Laws of Avio S.p.A.**

a) Proposed amendment to Article 10 on and voting at Shareholders' Meetings.			
SECTION A Vote on the proposed resolution of the Board of Directors <div style="text-align: right;"><i>Tick only one box:</i></div>	In favour	Against	Abstaining
SECTION B and C <i>In the event of circumstances that are unknown at the signature date, or amendments or integrations to the resolutions put to the Shareholders' Meeting, I, the undersigned,</i>	<input type="checkbox"/> confirm the instructions	<input type="checkbox"/> revoke the instructions	modify the instructions: <input type="checkbox"/> In Favour _____ <input type="checkbox"/> Against <input type="checkbox"/> Abstaining

b) Proposed amendment to Article 13 regarding the meeting call and meetings of the Board of Directors.			
SECTION A Vote on the proposed resolution of the Board of Directors <div style="text-align: right;"><i>Tick only one box:</i></div>	In favour	Against	Abstaining
SECTION B and C <i>In the event of circumstances that are unknown at the signature date, or amendments or integrations to the resolutions put to the Shareholders' Meeting, I, the undersigned,</i>	<input type="checkbox"/> confirm the instructions	<input type="checkbox"/> revoke the instructions	modify the instructions: <input type="checkbox"/> In Favour _____ <input type="checkbox"/> Against <input type="checkbox"/> Abstaining

c) Proposed amendment to Article 17 regarding the appointment, term and replacement of the Board of Statutory Auditors.			
SECTION A Vote on the proposed resolution of the Board of Directors <i>Tick only one box:</i>	In favour	Against	Abstaining
SECTION B and C <i>In the event of circumstances that are unknown at the signature date, or amendments or integrations to the resolutions put to the Shareholders' Meeting, I, the undersigned,</i>	<input type="checkbox"/> confirm the instructions	<input type="checkbox"/> revoke the instructions	modify the instructions: <input type="checkbox"/> In Favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstaining _____

d) Proposed amendment to Article 18 on the calling, meetings and deliberations of the Board of Statutory Auditors.			
SECTION A Vote on the proposed resolution of the Board of Directors <i>Tick only one box:</i>	In favour	Against	Abstaining
SECTION B and C <i>In the event of circumstances that are unknown at the signature date, or amendments or integrations to the resolutions put to the Shareholders' Meeting, I, the undersigned,</i>	<input type="checkbox"/> confirm the instructions	<input type="checkbox"/> revoke the instructions	modify the instructions: <input type="checkbox"/> In Favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstaining _____

e) Proposed amendments to Articles 5, 9, 12 and 15 merely to refine in form and normative terms the current wording of the By-Laws.			
SECTION A Vote on the proposed resolution of the Board of Directors <i>Tick only one box:</i>	In favour	Against	Abstaining
SECTION B and C <i>In the event of circumstances that are unknown at the signature date, or amendments or integrations to the resolutions put to the Shareholders' Meeting, I, the undersigned,</i>	<input type="checkbox"/> confirm the instructions	<input type="checkbox"/> revoke the instructions	modify the instructions: <input type="checkbox"/> In Favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstaining _____

Ordinary session

1. Appointment of statutory auditors for the nine-year period 2026-2034: resolutions thereon.			
SECTION A Vote on proposed resolution on reasoned proposal of the Board of Statutory Auditors	<i>Tick only one box:</i>	<div>In favour</div>	<div>Against</div>
SECTION B and C <i>In the event of circumstances that are unknown at the signature date, or amendments or integrations to the resolutions put to the Shareholders' Meeting, I, the undersigned,</i>	<input type="checkbox"/> confirm the instructions	<input type="checkbox"/> revoke the instructions	modify the instructions: <input type="checkbox"/> In Favour _____ <input type="checkbox"/> Against _____ <input type="checkbox"/> Abstaining _____



(Place and date)

(Signatory of the proxy)

NOTES FOR COMPILATION AND SENDING

The vote-holder must request the depositary intermediary to issue the communication for participation at the Shareholders' Meeting pursuant to Article 83-sexies of Legislative Decree No. 58/1998)

- Specify number of shares held and name of custodian intermediary found on the account statement provided by the intermediary.
- Specify the number of the Communication for Participation in the Shareholders' Meeting. This will be provided by the custodian intermediary upon request of the principal.
- Provide the first name and surname/company name of the principal (and the signatory of the Proxy Form and voting instructions, if different).

The proxy form and related voting instructions must be received together with:

- a copy of a valid identity document of the principal or
- where the principal is a legal person, a copy of a valid identity document of the *pro tempore* Legal Representative or another party with appropriate powers, together with documentation in proof of such status and powers,

(for sub-delegation, the following must be attached to this sub-delegation and sent to the Designated Representative: i) the documents indicated in the preceding paragraph, referring both to the principal and his/her proxy; ii) a copy of the proxy form issued by the principal to his/her proxy)

through the following alternative means:

- delivery of an electronically reproduced copy (PDF) to the certified e-mail address **RD@pec.euronext.com** (with the subject "Proxy Avio December 2024 Shareholders' Meeting") from the principal's certified electronic mailbox (or, failing that, from the mailbox of the computerised document signed with a qualified electronic or digital signature);

- ii) sending of an original copy, by courier or registered mail, to the address FAO RegisterServices, Monte Titoli S.p.A., Piazza degli Affari No. 6, Milan 20123 (Ref. "Proxy for Avio December 2024 Shareholders' Meeting"), **with sending in advance of an electronically reproduced copy (PDF)** by ordinary e-mail to the following address **RD@pec.euronext.com** (with the subject "Proxy for Avio December 2024 Shareholders' Meeting").

The proxy must be received no later than 6PM on the day before the date of the Meeting (and in any case before the beginning of the Meeting). The proxy as per Article 135-novies of Legislative Decree No. 58/1998 and voting instructions are revocable within the above terms.

N.B. For any clarifications concerning the conferment of proxy (and in particular with regard to the filling out of the proxy form and the voting instructions and their communication), parties holding the right to vote at the Shareholders' Meeting may contact Monte Titoli S.p.A. by e-mail (**RegisterServices@euronext.com**) or by telephone ((+39) 02.33635810 - working days between 9AM and 5PM).

Monte Titoli Privacy information available at: [Corporate Data and Legal Info | euronext.com](https://www.euronext.com/it/avio/corporate-data-and-legal-info)

AVIO S.p.A. Privacy information:

Avio S.p.A. – data controller with registered office in via Bissolati 76, Roma ("Company" or "Data Controller"), pursuant to article 13 of EU Regulation 2016/679 ("GDPR" or "Regulation"), informs You that the Company will process the Personal Data contained in the proxy form ("Personal Data") in compliance with the regulations governing the protection of Personal Data. The Company has appointed a data protection Officer ("DPO"), pursuant to articles 37 and subsequent of the GDPR. You can contact the DPO at the following e-mail address: dpo@service.avio.com. Your Personal Data will be processed in order to handle the general meeting's business. The lawfulness of processing is the compliance with a legal obligation to which the Data Controller is subject, under article 6.1 lett. c) of the Regulation. The Personal Data will be processed by automated or manual means, in compliance with the principles established by the GDPR and in such a way as to protect the confidentiality of the data subject and his/her rights. Please be informed that the provision of Personal Data as requested, for the purposes and with methods of data processing as specified, is necessary in order to attend the Shareholders general Meeting in accordance with the law and for the relating and consequent fulfilments. Should You not totally or partially provide the Personal Data, the Company may not allow your attendance to the general meeting pursuant to applicable law and/or trigger the impossibility of fulfilling contractual or legal obligations. The Data Controller should maintain Your Personal Data on paper and/or electronic devices and for the time necessary for this purposes, in compliance with the principles of limitation of storage and minimization referred to in article 5, paragraph 1, letters c) and e) of the Regulations. This Personal Data will be processed by persons specifically authorized as data processors (pursuant to art. 28 of the GDPR) or persons authorized to process them (pursuant to art. 29 of the GDPR), for the above purposes: Your Personal Data may be disclosed to specific parties in compliance with an obligation set forth by law, regulation or community law, or based on instructions given by authorities empowered to do so by law or by supervisory and control bodies. You have the right to exercise Your rights under articles 15 to 22 of the GDPR. To exercise your rights, please contact the DPO of Avio S.p.A. (email: dpo@service.avio.com).