



Mediaset S.p.A.  
 www.mediaset.it  
 Registered Office in via Paleocapa n. 3, 20121 Milano (MI)  
 Share capital Euro 614.238.333,28  
 Number of registration in the Business Register of Milan  
 Tax identification number and Tax and VAT number: 09032310154

**PROXY FORM <sup>(1)</sup>**

**for representation in Ordinary General Meeting of Mediaset S.p.A. (the “Company”), to be held on single call on April 29<sup>th</sup>, 2014, as set forth in the notice of the shareholders’ meeting published on the Company’s website and, by extract, in the Italian daily newspapers “Il Sole 24Ore” on 19 march 2014 (and any amendments that may be made, pursuant to Art. 126-bis, Legislative Decree 58/1998 (“TUF”)).**

With reference to the Ordinary Meeting to be held in single call on April 29<sup>th</sup>, 2014, at 10.00 am, in Cologno Monzese (MI), Viale Europa n. 46,

**WITH THIS FORM**

I, the undersigned (name\*) <sup>(2)</sup> ..... (surname\*) .....,  
 born in (place)\* ..... on (date)\* ..... and resident in  
 (town or city) ..... (Address) ....., tax  
 identification code\* ..... id document (name document)  
 ..... no. .... (copy enclosed),  
 acknowledging the contents of the Reports on the items on the agenda prepared by the Directors, and as <sup>(3)</sup>:

**shareholder of Mediaset S.p.A.**, owner of no.\* ..... ordinary shares registered in securities  
 account no. .... with the following intermediary  
 ..... ABI ..... CAB .....

**subject with the right to vote** relative to no.\* ..... ordinary shares in Mediaset S.p.A.  
 registered in securities account no. .... with the following intermediary  
 ..... ABI ..... CAB ....., as\*  
 ..... <sup>(4)</sup>;

<sup>(\*)</sup> Obligatory  
 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 (to confer proxies to the Company’s Appointed Representative pursuant to Art. 135-undecies, TUF, it is necessary to use another proxy form prepared by the company for this purpose and published on the website www.mediaset.it)  
<sup>2</sup> Enter first name and surname of the ap pointing 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> Check whichever applies.  
<sup>4</sup> Indicate the legal title (pledge, usufruct, etc.) by which the vote is given.



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**subject vested with appropriate powers of representation of\*** <sup>(5)</sup>  
 ....., with registered office in\*  
 ....., tax identification number \* ....., by  
 way of ..... (copy enclosed), owner of / subject with the right to vote  
 as \*.....<sup>(6)</sup> relative to no. \* ..... ordinary shares in Mediaset S.p.A.  
 registered in securities account no. .... with the following intermediary  
 ..... ABI ..... CAB .....

**APPOINT**

Mr/Ms (name\*) ..... (surname \*) ....., born in  
 (place)\*..... on (date)\* .....  
 and resident in (town or city) ..... (address)  
 ....., tax identification number\*..... with the  
 faculty (if applicable) to be replaced by Mr/Ms (name) ..... (surname)  
 ....., born in (place) .....  
 on (date) ..... and resident in (town or city)  
 .....(address).....  
 tax identification code ..... to participate in the Meeting as my representative.

DATE ..... SIGNATURE .....

**I, the undersigned, also declare that the right to vote <sup>(7)</sup>:**

- is exercised by the proxy holder at their discretion <sup>(8)</sup>**
- is not exercised by the proxy holder at their discretion but in compliance with specific voting instructions given by the undersigned appointing party.**

<sup>5</sup> Indicate the name of the legal person (as it appears in the copy of the notice for participation in the meeting as per Art. 83-sexies, TUF).  
<sup>6</sup> Cross out whichever does not apply and, in the case of a subject with the right to vote, indicate the legal title (pledge, usufruct, etc.) by virtue of which the right to vote is given.  
<sup>7</sup> Check whichever applies.  
<sup>8</sup> Please note that, pursuant to Art. 118, subsection 1, letter c), of the Regulation approved by the Consob with resolution No. 11971/1999, as amended, for the purposes of the communication obligations regulated by Art. 120 of the TUF, 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".



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DATE ..... SIGNATURE .....

Please note that, pursuant to Art. 135-*novies* of the TUF, "*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.*"



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## **PRIVACY NOTICE**

Pursuant to article 13, Legislative Decree 196/2003 – Data Protection Code (hereafter also in brief “Code”), the legal entity, natural person, entity or association to which the personal data refers is hereby provided with the information notice regarding personal data processing.

### a) Purposes and methods of data processing

Personal data will be collected and processed exclusively for the purposes of verifying that the general meeting has a quorum, of ascertaining the identity and legitimate right to attend of those present, and of fulfilling the other obligations and mandatory formalities regarding general meetings and corporations.

During the general meeting, data is also processed by means of an audio and video recording system for the purposes of facilitating the preparation of the minutes of meeting. Such recordings will not be transmitted or broadcast.

All data and audio/video media will be filed together with the documents produced during the General Meeting with the Mediaset S.p.A. Corporate Affairs Office for the purposes of documenting the minutes of meeting.

Data is processed on paper and/or on electronic media pursuant to the principles established by the Code and in such a way as to protect the confidentiality of the interested party and their rights.

### b) Obligatory or optional nature of data

The personal data requested for the purposes and according to the processing methods clarified above is necessary to attend the general meeting and in connection with the relative and consequent obligations arising.

### c) Consequences of refusal

The failure to provide or the partial provision of personal data may entail entry being refused to the interest party and the impossibility of fulfilling legal and/or contractual obligations.

### d) Parties to which personal data may be communicated or which may become aware of same

1) The personal data gathered, excluding audio/video media, may be communicated, strictly in relation to the obligations and for the purposes set forth under a), to the prescribed parties in relation to the performance of legal and/or regulatory obligations (in consideration of the fact that the company is listed on a regulated market and is therefore subject to additional information disclosure obligations).

2) Parties which may become aware of personal data are the following:

- the Data Processor and persons employed by the Corporate Affairs Office of Mediaset S.p.A.;
- ISTIFID S.p.A. as Data Processor, with head office in Milan, viale E. Jenner n. 51.

Personal data may be diffused exclusively within the limits and in relation to any obligations established by legal provision and/or regulations.

### e) Rights of interested parties

Interested parties may exercise their rights at any time with regard to the Data Controller, pursuant to article 7 of the Code, or in other words the right to gain access to their own data, to request that it be modified or deleted if incomplete, erroneous or collected in breach of current legislation, as well as to object to its processing for legitimate reasons.

To exercise these rights, please apply to the Regulatory and Corporate Compliance Office - Mediaset S.p.A., viale Europa n.48 – 20093 Cologno Monzese (MI).



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Applications may also be sent by registered letter, telefax or email.

f) Data Controller

The Data Controller is Mediaset S.p.A., with head office in Milan, via Paleocapa n. 3.

March 2014

Mediaset S.p.A.