

FAC-SIMILE PROXY VOTING FORM FOR PARTICIPATION IN SHAREHOLDERS' MEETING

With regard to the Ordinary and Extraordinary Meeting of shareholders in **Biesse S.p.A.** convened in Pesaro, Via della Meccanica 16, at the registered offices of **Biesse S.p.A.**, on **23 April 2018**, at 09.00, in first convocation and in second convocation on **24 April 2014** at the same time and place to discuss and approve the following:

Agenda

Ordinary session

1. Approval of the Financial Statements for the financial year to 31 December 2017; the Directors' report on operations, including the Disclosure of Non-Financial Information pursuant to Legislative Decree 254/2016; the report of the Board of Statutory Auditors and the Independent Auditors' report on the Financial Statements for the financial year to 31 December 2017; Discussion of all matters relating thereto and arising therefrom. Presentation of the Consolidated Financial statements for the year to 31 December 2017
2. Allocation of the results for the 2017 financial year of Biesse S.p.A.;
3. Appointment of the Board of Directors, having prior approval of the number of constituent Directors. Discussion of all matters relating thereto and arising therefrom.
4. Appointment of the Board of Statutory Auditors. Discussion of all matters relating thereto and arising therefrom.
5. Approval of the Remuneration Policy of Biesse Group.

Extraordinary session

1. Introduction of Loyalty Shares and related amendments to the Articles. (increased vote rights)

I/We the undersigned _____

(1)

shareholder in **Biesse S.p.A.** (hereinafter also: the "**Shareholder**")

appoints

(2)

To represent him/her/us in regard of all shares with voting rights at the Shareholders' Meeting **(3)**, with full approval granted for the purpose.

The undersigned also declares that the right to vote

- ☐ will be exercised at the discretion of the delegated person;
- ☐ will not be exercised at the discretion of the delegated person but rather in accordance with specific voting instructions issued by the undersigned granter of the proxy.

In good faith.

Shareholder's signature _____

Place and date of signing of the proxy _____

1. Indicate the details of the Shareholder as they appear on the copy of the notice of participation in the Shareholders' Meeting issued by the intermediaries in accordance with the prevailing regulations: name, surname or full business name, tax code or VAT number, full address of domicile or registered office.
2. Indicate: name, surname or full business name of proxy.
3. The delegated proxy is requested to present himself/herself at the Shareholders' Meeting with a copy of the notice issued by the intermediaries in accordance with the prevailing regulations, together with appropriate proof of identity.

NOTICE

The Shareholders of **Biesse S.p.A.** (hereinafter the “**Company**”), in the event that they are unable to participate directly in the Shareholders' Meeting, may choose to be represented by another person. This representation by proxy must be conferred in writing and the relevant documents must be retained by the Company. The proxy delegation is not valid if the name of the representative has not been included in writing on the form.

The proxy representation may be conferred only for single Meetings of Shareholders, with effect also for consecutive convocations, except in cases where a general power of attorney has been granted or where power of attorney has been conferred by a company, association, foundation or any other collective entity or institution to one of its own employees.

If the representation is conferred on a company, association, foundation or any other collective entity or institution, they may issue a proxy delegation only to one of their own employees or associates. Representation may not be conferred on members of the Board of Directors or on members of the Controlling body or on employees of the Company, nor on companies which it controls or on members of the administrative bodies or controlling bodies or employees of entities controlled by the Company.

The same person may not represent more than 200 shareholders at the Shareholders' Meeting (except in cases of solicitation of proxies or collections of proxies in accordance with the relevant laws).

Shareholders are requested to contact the Company for further information or clarification.

(*) INFORMATION IN ACCORDANCE WITH ARTICLE 13 LEGISLATIVE DECREE No. 196 30 JUNE 2003 GOVERNING PROTECTION OF PERSONAL DATA

Biesse S.p.A., Registered office in Pesaro, Via della Meccanica 16 (“**Holder**” of the data), informs you that all personal data provided by you will only be used by the Company that has

prepared this document for the purposes of managing the Shareholders' Meeting and to meet the relevant legal requirements. In the absence of any of the information required on the proxy voting form it will not be possible to allow the Proxy to attend the Shareholders' Meeting.

Your personal data will be collected on paper and/or electronically and used strictly for the aforementioned purposes and in accordance with the provisions of Legislative Decree 196/2003. You may at any time exercise your rights under article 7 of Legislative Decree 196/2003 (including knowing what personal data has been collected about you and how it will be utilised, request updates, amendments, cancellation or oppose utilisation of it for legitimate reasons, request access to the list of Managers responsible for handling your personal data) by contacting the "Investor Relations" Office of the data Holder, in Via della Meccanica 16 – Pesaro, also at the following registered e-mail address: investor@biesse.it

Employees or associates of the Company who are specifically authorised to do so may have access to your personal data, in their capacity as Managers or Designated Persons, for the aforementioned purposes.