

**CY4GATE S.p.A. – Ordinary and Extraordinary Shareholders' Meeting on 7/8 February 2022 –  
Proxy form to confer the proxy/sub delegation to the Appointed Representative exclusively entitled to attend to the Meeting pursuant to article. 106,  
paragraph 4, Law Decree n. 18 on March, 17th, 2020**

Pursuant to Law Decree containing measures to strengthen the National health service and economic support for families, workers and business connected to the epidemiological emergency due to COVID-19 approved by the Italian Council of Ministers on March 16<sup>th</sup>, 2020 and published on Italian Gazzetta Ufficiale on March the 17<sup>th</sup>, 2020 and as stated in the notice of call CY4GATE S.p.A. Shareholders' Meeting on 7 February 2022, on first call, and on 8 February 2022, on second call, published on 21 January 2022, the proxy can be conferred to Computershare S.p.A.. The present proxy must be notified as an attachment in PDF format to an e-mail sent to [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it).  
Computershare S.p.A. is at disposal for any kind of information by phone at no. +39 06 4541 7401 from 9:00 am to 6.00 pm from Monday to Friday or by e-mail to [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it).

**PROXY FORM**

Fill in the requested information on the basis of the Instructions below. The Company will be notified by Computershare S.p.A. (1)

**\* mandatory information**

The undersigned \* ..... Place of birth \* ..... Date of birth\* .....  
Tax code \* .....  
Resident in (town/city) \* ..... at (street / address) \* .....  
telephone no \* ....., e-mail .....  
(2) entitled to exercise the voting right at **01/27/2022 (Record Date)** as:  registered share holder -  legal representative –  attorney/proxy holder with authority to sub-delegate  
 pledgee –  Taker in -  beneficiary interest holder -  official receiver–  manager –  
 other (specify) .....  
for no\* ..... of ordinary shares **CY4GATE S.p.A. (ISIN IT0005412504)** .....

(3) registered in the name of .....Place of birth \* .....

Date of birth \* ..... TAX Code .....

Resident in (town/city) \* ..... at (street / address) \* .....

(4) Registered in the securities account no..... At..... Bank Code (ABI)..... Branch Code (CAB) .....

(5) as resulting from communication no. ... Made by (Bank).....

**DELEGATES/SUBDELEGATES Computershare S.p.A.** with registered offices in Milan, Via Lorenzo Mascheroni, 19 to attend and vote to **CY4GATE S.p.A.** Ordinary and Extraordinary called for **7 February 2022**, on first call, and on **8 February 2022**, on second call, with reference to the above mentioned shares, in accordance with the instructions provided and

**DECLARES** that he/she is aware that

- in the event of a sub-delegation, for the purposes of the provisions of Article 135-novies, paragraph 5, of the Consolidated Law on Finance, the Delegate shall certify, under his own power, the conformity of the proxy in his possession to the original and the identity of the delegating party. The original of the proxy must be kept for one year after the conclusion of the meeting proceedings.
- in case of amendment or integration of the proposals presented to the Shareholders' Meeting, or in the absence of the expression of the vote, Computershare S.p.A will express a non-vote;
- the proxy/subdelegation will be valid only if the statement to the issuer from the intermediary, in compliance with intermediary accounting records, on behalf of the person with the right to vote to legitimate attendance and voting, has been received by CY4GATE S.p.A. before the start of the works of the meeting works.

DATE                      Form of identification (6) (type)\*                      Issued by \*                      no. \*                      SIGNATURE

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**VOTING INSTRUCTION**

The undersigned **(7)**

**DELEGATES/SUBDELEGATES** the Appointed Representative to vote at the above indicated shareholders' meeting as follow **(8)**

RESOLUTIONS TO BE VOTED	VOTING INSTRUCTIONS F(for), C (against), A (abstain)
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**Ordinary session**

<b>1. Approval of CY4Gate S.p.A.'s acquisition of Aurora S.p.A., in accordance with the by-laws and article 14 of the Euronext Growth Milan Regulation. Related and consequent resolutions.</b>			
<b>Section A</b> – vote for resolution proposed by the Board of Directors <b>(9)</b>	F	C	A
<b>Section A2</b> – vote for proposal published pursuant to article 126-bis of TUF <b>(10)</b>	F	C	A

**Extraordinary session**

<b>1. Proposed divisible share capital increase against consideration for a maximum total of €90 million, including any share premium, without options pursuant to article 2441, paragraph 5 of the Italian Civil Code, to be performed by 30 April 2022 as follows: (i) one tranche of not more than €10 million including any share premium, reserved for the controlling shareholder Elettronica S.p.A.; (ii) one tranche of not more than €40 million including any share premium, reserved for TEC Cyber S.p.A. and (iii) one tranche for a residual amount up to €90 million, reserved for qualified investors pursuant to article 34-ter, paragraph 1, letter (b) of the Issuers Regulation and article 61 of Consob Regulation No. 20307, passed with resolution 20307/2018, in Italy, and for institutional investors abroad pursuant to Regulation S of the United States Securities Act of 1933, as amended, including those that are already shareholders of the Company. Related and consequent resolutions.</b>			
<b>Section A</b> – vote for resolution proposed by the Board of Directors <b>(9)</b>	F	C	A
<b>Section A2</b> – vote for proposal published pursuant to article 126-bis of TUF <b>(10)</b>	F	C	A

<b>2. Amendment to articles 25, 28, 30 and 31 of the by-laws. Related and consequent resolutions.</b>			
<b>Section A</b> – vote for resolution proposed by the Board of Directors <b>(9)</b>	F	C	A
<b>Section A2</b> – vote for proposal published pursuant to article 126-bis of TUF <b>(10)</b>	F	C	A

**Ordinary session**

<b>2. Setting the number of members of CY4Gate S.p.A.'s Board of Directors at 9 (nine) and the consequent appointment of new members to the Board. Related and consequent resolutions.</b>			
<b>Section A</b> – vote for resolution proposed by the Board of Directors <b>(9)</b>	F	C	A
<b>Section A2</b> – vote for proposal published pursuant to article 126-bis of TUF <b>(10)</b>	F	C	A

DATE \_\_\_\_\_

SIGNATURE \_\_\_\_\_

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

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**The Proxy form** must be notified to the Company (*together with a valid ID document and, in case, the documentation providing proof of the signatory power*) via the Appointed Representative together with the **Voting Instructions** reserved to him by 12 o'clock noon on **4 February 2022**, if the meeting is held on first call, and by 12 o'clock noon on **7 February 2022**, using one of the following methods:

- I. **Registered Email Holders (PEC):** as an attachment document (PDF format) sent to [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it) in the event that the Proxy Grantor (as Individual or as Legal Entity) is a Registered Email Holder;
- II. **Digital Signature Holders (FEA):** as an attachment document with digital signature sent to [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it) in the event that the Proxy Grantor (as Individual or as Legal Entity) is a Digital Signature Holder;
- III. **Common Email address Holders:** as an attachment document (PDF format) sent to [ufficioroma@pecserviziotitoli.it](mailto:ufficioroma@pecserviziotitoli.it). In this case, the hard copy of the proxy shall be sent via ordinary mail service to Computershare S.p.A., via Monte Giberto, 33, 00138 Roma, as soon as possible;
- IV. **Via FAX:** number 06/45417450

**The use of different email address than those mentioned above or a delay respect to the deadline, as well as the only use of ordinary mail service, will not ensure the correct submission of the proxy.**

1. Specify the capacity of the proxy signatory and, where applicable, attach documentary proof of his power.
2. To be completed only if the registered shareholder is different from the proxy signatory; mandatory indications on relevant personal details must be included.
3. Provide the securities account number, Bank Codes and Branch Codes of the Depository, or in any case its name, available in the securities account statement.
4. Reference to the communication made by the intermediary and its name.
5. Provide details of a valid form of identification of the proxy signatory.
6. Provide the name and surname of the signatory of the Proxy form and Voting instructions.
7. In accordance to art. 106 DL 17.3.2020 no. 18, the exclusive appointed representative may receive sub-delegations but it is liability of the proxy holder to provide appropriate voting instruction accordingly to the instructions submitted by the original proxy grantor.
8. The resolutions proposed to the shareholders' meeting, which are briefly referred to herein, are reported in the Reports published on the company website [www.cy4gate.com](http://www.cy4gate.com). Computershare S.p.A., as Appointed Representative, has not personal interest or on behalf of third party in the proposals mentioned, however, in the event of unknown circumstances or in the event of amendment or integration to the motion presented to the meeting, Computershare does not intend to vote in a manner incompatible with the instructions received. The vote is expressed by ticking the relevant box between the following: F (for), C (against) or A (abstention).
9. There is the Section A2 to receive instructions when an alternative, complementary or additional resolution to the motion proposed by the Board of Directors had been presented and published pursuant to art. 126-bis of the TUF, within the term and in the cases provided. The Appointed Representative shall vote on each motion in accordance with the instructions and the delegating party shall give instructions consistent with the type of proposals (alternative or complementary) published.
10. There is the Section A2 to receive instructions when an alternative, complementary or additional resolution to the motion proposed by the Board of Directors had been presented and published pursuant to art. 126-bis of the TUF, within the term and in the cases provided. The Appointed Representative shall vote on each motion in accordance with the instructions and the delegating party shall give instructions consistent with the type of proposals (alternative or complementary) published.

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**INFORMATION ON PERSONAL DATA PROCESSING**

Notice pursuant to art. 13 of the Regulation (EU) 2016/679 (the "Regulation")

**Personal Data Controller**

Computershare S.p.A., with registered office in Milan, Via Lorenzo Mascheroni, 19 (hereinafter, "**Computershare**" or the "**Controller**"), as controller of "**Processing**" (as defined in article 4 of the Regulation) of Personal Data (as defined below) provides the present "Information on Personal Data Processing", in compliance with the provisions of the applicable law (article 13 of Regulation and subsequent national legislation)

**1. PURPOSE AND LEGAL BASIS OF THE PROCESSING**

The purpose of the Processing by the Controller is to allow the correct expression of voting instruction by the Appointed Representative in the shareholders' meeting on behalf of the Delegating Party, in compliance with the provisions of the aforementioned art. 135-*undecies* of TUF.

The legal basis of the Processing is represented by:

- contractual obligations: to comply with the obligations arising from the agreement between the Delegating Party and the Appointed Representative;

- legal obligations: to comply with the legal obligations the Appointed Representative shall fulfil towards the company and the Authorities.

The collection and the Processing of Personal Data is necessary for the purposes indicated above. Failure to provide the aforementioned Personal Data implies, therefore, the impossibility to establish and manage the above agreement.

**2. THIRD PARTIES**

Computershare can communicate the Data for the same purposes for which they were collected to Supervisory and Control Authorities and Bodies, or other subjects indicated by them, by virtue of provisions issued by the same, or established by laws, including EU laws, by regulations or from administrative practices.

**3. DATA PROCESSING**

Computershare processes the Data of the interested parties in a lawful and correct manner and in order to ensure their confidentiality and security. The treatment - which includes the collection and any other operation contemplated in the definition of "treatment" pursuant to art. 4 of the Regulation (including, but not limited to, the registration, organization, processing, communication, storage, destruction of Data) - is carried out using manual, IT and / or telematic tools, with organizational methods and with logic strictly related to the purposes indicated. The Data are kept for the time strictly necessary in relation to the purposes for which they are collected, in compliance with the current legislation on the matter and any provisions of the Supervisory Authority.

**4. RIGHTS OF THE DELEGATING PARTY**

The Delegating Party has the right to ask, in every moment, which Personal Data and how they are processed. The Delegating party may ask to update, complete, correct or even erase the Personal Data. The Delegating party can also ask to restrict the use of his Personal Data or withdraw the consent to use them, but in such case it will be impossible to attend and vote at the shareholders' meeting. The Personal Data and the voting instructions will be kept for 1 year at disposal of the Authorities.

For the exercise of the aforementioned rights, the Delegating party can write to Computershare to the address reported in the form or to the following email address [dataprotection@computershare.it](mailto:dataprotection@computershare.it). For the Privacy Policy and all Computershare activities, please visit our website <https://www.computershare.com/it/Pages/Privacy.aspx>.

Computershare S.p.A.