

The undersigned

Denomination/Company name - Surname and Name

Tax Code	Date of birth	Place of birth	Province of birth
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Residential address/Registered Office's address	Municipality	Province
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Telephone no	E-mail address
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entitled to exercise the voting right for no. \_\_\_\_\_ of ordinary shares of Saipem S.p.A. (“**Company**” or “**Saipem**”) as

Delegated to vote by no. \_\_\_\_\_ shareholders entitled to vote as **a copy of the voting proxies issued by each entitled shareholder.**

Certifying, under its own responsibility, the compliance of the proxy to the original and the identity of its Delegating parties, in the name and on behalf of the same

### SUB-DELEGATES

**Studio Legale Trevisan & Associati**, with registered office in Milan, Viale Majno no. 45, in the person of Mr. Dario Trevisan, born in Milan on 04.05.1964 (C.F. TRVDRA64E04F205I), who may be replaced by Camilla Clerici, born in Genoa on 19/01/1973 (C.F. CLRCLL73A59D969J), or by Mr. Giulio Tonelli, born in La Spezia on 27/02/1979 (C.F. TNLGLI79B27E463Q), or by Alessia Giacomazzi born in Castelfranco Veneto (TV) on 05/09/1985 (C.F. GCMLSS85P45C111T), or by Mr. Gaetano Faconda born in Trani (BA) on 02/10/1985 (C.F. FCNGTN85R02L328O), or by Valeria Proli born in Novara on 24/10/1984 (C.F. PRLVLR84R64F952S), or by Raffaella Cortellino born in Barletta (BA) on 04/06/1989 (C.F. CRTRFL89H44A669V), or by Mr. Andrea Ferrero born in Turin on 05/05/1987 (C.F. FRRNDR87E05L219F), or by Mr. Marco Esposito born in Monza on 30/08/1992 (C.F. SPSMRC92M30F704H), or by Chiara Bevilacqua born in Valdagno (VI) on 03/02/1976 (C.F. BVLCHR76B43L551U), or by Cristina Sofia Barracchia born in Trani (BT) on 05/02/1991 (C.F. BRRCST91B45L328G), or by Mr. Filippo Meucci born in Milan on 20/06/1986 (C.F. MCCFPP86H20F205M), or by Mr. Marcello Casazza born in Vigevano (PV) on 03/09/1991 (C.F. CSZMCL91P03L872S), all domiciled, for the purposes of this proxy, at Studio Legale Trevisan & Associati, Viale Majno no. 45, 20122 - Milan

to attend and vote on behalf of their Delegating parties at the Extraordinary General Meeting of Shareholders of Saipem S.p.A. convened **at 11.00 am (BST), on May 17, 2022 (single call)**, in San Donato Milanese (Milan), Via Martiri di Cefalonia no. 67, IV Palazzo Uffici.

Studio Legale Trevisan & Associati informs that it has no interest of its own with regard to the resolution proposals submitted to the vote. Taking into account, however, the possible contractual relationships existing and in any case to all effects of the law, it expressly declares that, in case of unknown circumstances, or in the case of amendment or integration of the proposals submitted to the Meeting, it and/or its substitutes shall not cast a vote other than the indicated in the instructions.

Place and Date

Signature (legible and in full)

<sup>1</sup> Any person entitled to participate in the Extraordinary Shareholders' Meeting must be represented by proxy or sub-proxy in writing, in accordance with the applicable legal provisions, with the right to use for this purpose this Sub -Proxy Form available on the Company's website at [www.saipem.com](http://www.saipem.com) (Section "Shareholders' Meeting"). **The sub- proxy, with attachments, must be sent to Studio Legale Trevisan & Associati by mail to the address Viale Majno no. 45, 20122, Milan – Italy, or electronically, to the certified e-mail address: [rappresentante-designato@pec.it](mailto:rappresentante-designato@pec.it), or by e-mail to the address: [rappresentante-designato@trevisanlaw.it](mailto:rappresentante-designato@trevisanlaw.it), by 12.00 a.m. on May 16, 2022 (Rif. “Sub - delega Assemblea Straordinaria Saipem 2022”). (the Designated Representative may accept proxies, sub-proxies and/or instructions also after the aforementioned term up to the opening of the meeting).**

**Voting Instruction:**

**(Section containing information for the Appointed Representative only - Tick the chosen boxes)**

The undersigned Mr./Mrs.

\_\_\_\_\_ (insert the name of the Delegating party or, if more than one, attach a list of the names of the respective Delegating parties who will vote uniformly for all the proxies issued to the delegate who will sign this form on their behalf)

**or if legal person alternatively**

The (name of the Entity/Company)

\_\_\_\_\_ (above)

expressly authorises the Appointed Representative and his Substitutes to vote in accordance with the following voting instructions at the Extraordinary Shareholders' Meeting of **Saipem S.p.A.**, ISIN code IT0005252140, convened: in San Donato Milanese (Milan), Via Martiri di Cefalonia no. 67, IV Palazzo Uffici, **at 11.00 am (BST), on May 17, 2022 (single call)**,

<i>O.1. Provisions pursuant to art. 2446 of the Italian Civil Code for the recapitalization of the Company: (i) proposal to reduce the share capital due to the losses resulting from the Company's balance sheet as at December 31, 2021; (ii) proposal pursuant to art. 2443 of the Italian Civil Code to grant the Board of Directors the power to increase the share capital to be offered in option to shareholders against payment of €2 billion, to be carried out by March 31, 2023 in indivisible form, through the issue of ordinary shares and the associated reverse stock split transaction functional to the capital increase; consequent amendment of art. 5 of the Articles of Association</i>	<input type="checkbox"/> In favour	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
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Place \_\_\_\_\_, Date \_\_\_\_\_

Signature.....

**The following documents:**

**a) The Sub- Proxy Form;**

- b) The Voting Instructions for each Delegating shareholder;
- c) A copy of the identity card or equivalent document of the delegate Sub-Delegating party;
- d) In the case of the delegate Sub-Delegating party is a legal person, a copy of the current valid identity document of the *pro tempore* legal representative or other person with appropriate powers, together with appropriate documentation proving the corporate powers (copy of the Chamber of Commerce registration or similar);
- e) A copy of the proxies of each Delegating shareholder by virtue of which the sub-proxy is granted;
- f) In the case of the Delegating shareholder is a legal person, a copy of the current valid identity document of the *pro tempore* legal representative or other person with appropriate powers, together with appropriate documentation proving the corporate powers (copy of the Chamber of Commerce registration or similar);
- g) A copy of the identity card or equivalent document of the Delegating shareholder;
- h) A copy of the certificate of holdings of each Delegating party issued by its bank or intermediary

must be sent to Studio Legale Trevisan & Associati by mail to the address Viale Majno no. 45, 20122, Milan – Italy, or electronically, to the certified e-mail address: [rappresentante-designato@pec.it](mailto:rappresentante-designato@pec.it), or by e-mail to the address: [rappresentante-designato@trevisanlaw.it](mailto:rappresentante-designato@trevisanlaw.it), by 12.00 a.m. on May 16, 2022 (Rif. “Sub - delega Assemblea Straordinaria Saipem 2022”). (the Designated Representative may accept proxies, sub-proxies and/or instructions also after the aforementioned term up to the opening of the meeting).

Signature (legible and in full)

\_\_\_\_\_ in the name and on behalf of each of my delegating

N.B. For any clarification regarding the conferral of the proxy (and in particular concerning the filling in of the proxy form and the voting instructions and their transmission), the persons entitled to attend the Extraordinary Shareholders' Meeting may contact the Appointed Representative, at the addresses indicated above and/or at the Toll-free number: 800 134 679 (on working days and during working hours).

## **Personal Data Controller**

Studio Legale Trevisan & Associati, with registered office in Milan, Viale Majno no. 45 (hereinafter, "**Trevisan & Associati**" or the "**Controller**"), Appointed Representative of the company pursuant to article 135-undecies of Italian Legislative Decree no. 58/98 (TUF) and art. 106 DL 17 March 2020 n. 18, 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).

### **Object and methods of processing**

The personal data of the shareholder and of his possible representative (hereinafter, the "**Delegating party**"), as well as the residence, the tax code, the details of the identification document, the email address, the telephone number and the shareholding (hereinafter "**Personal Data**") are communicated by the Delegating party, even by electronic means, to Trevisan & Associati through this form, in order to grant the proxy to attend and to vote at the shareholders' meeting on behalf of the Delegating party according to his voting instructions

The Controller process the Personal Data of the Delegating party reported in this form, lawfully, fairly and limited to what is necessary in relation to the purposes for which they are processed. The processing - as the collection or any other operation as set forth in the definition of "processing" pursuant to article 4 of the Regulation - shall be performed by papery or automated means, implementing the appropriate organizational and logical measures required by the purposes here above mentioned.

### **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 and art. 106 DL 17 March 2020 n.18.

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 are necessary for the purposes indicated above. Failure to provide the aforementioned Personal Data implies, therefore, the impossibility to establish and manage the above agreement.

### **Recipients, storage and transfer of Personal Data**

The Personal Data will be made accessible, for the purposes mentioned above - before, during and after the shareholders' meeting - to the employees and collaborators of the Controller who are in charge of Processing.

Personal Data will be processed within the European Union and stored on servers located within the European Union. The Personal Data will be communicated to the Company to comply with the obligation under the law regarding the shareholders meeting's minutes, updating of shareholders' register and to third parties only if required by the Authorities.

### **Rights of the Delegating party**

The Delegating party has the right to know, at any time, which are their Personal Data and how they are processed; he also has the right to update, supplement, correct and also has the right to have it deleted, limited or opposed to their processing, but in these cases it may be impossible to carry out his instructions regarding the participation in the meeting. The Delegating party is also entitled to lodge a complaint with a supervisory authority. It should also be considered that, after the assembly, the Personal Data and voting instructions of the Delegating party must be kept by the Appointed Representative for 1 year at the disposal of the Authorities.

In order to exercise the above-mentioned rights, the Delegating party may contact Trevisan & Associati at the address indicated in the proxy form or at the following e-mail address: mail@trevisanlaw.it.

Place and Date

Signature (legible and in full)

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