



INTERNAL DEALING PROCEDURE

Procedure relating to the identification of Relevant Persons and the disclosure of transactions carried out on their behalf and involving Financial Instruments issued by LU-VE S.p.A. or Related Financial Instruments.

INTRODUCTION

In application of the regulatory provisions of art. 19, Regulation (EU) 596/2014 and related European implementing measures (including Delegated Regulation (EU) 2016/522 and Implementing Regulation (EU) 2016/523), as well as Italian regulations on such matters stated in the Consolidated Law on Finance and the Issuers' Regulation, under the powers granted to him at the Board of Directors Meeting of 12 April 2017, the CEO has arranged the updating of this “*Internal Dealing Procedure - Procedure relating to the identification of Relevant Persons and the disclosure of transactions carried out on their behalf and involving Financial Instruments issued by LU-VE S.p.A. or Related Financial Instruments*” (the “**Procedure**”), the original version of which was adopted by the Board of Directors at its meeting of 30 July 2015 and later amended and supplemented at the meeting of 30 June 2016.

This Procedure, in the version updated by the CEO, enters into force on 21 June 2017 and must be applied in compliance with all applicable European and Italian legal and regulatory measures, also taking into account the Supervisory Authority and ESMA guidance.

The Chairman and CEO of the Company are granted separate powers by the Board of Directors, most recently by resolution dated 12 April 2017, to make amendments and additions to this Procedure as deemed necessary or appropriate in order to align its contents to applicable European and Italian legal and regulatory measures, and to Supervisory Authority and ESMA guidance.

Compliance with the rules envisaged in this Procedure does not exempt Relevant Parties and Persons Closely Associated with them from the obligation of complying with other applicable European and Italian laws and regulations. Therefore, awareness of the contents of this Procedure should not be considered to replace full knowledge of currently applicable regulations on such matters, to which reference must be made.

ARTICLE I. DEFINITIONS

In addition to any terms defined in the articles of this Procedure, the capitalised terms and expressions herein have the meanings indicated below. It should also be emphasised that the same meaning applies whether in the singular or the plural:

“**CEO**” refers to the Chief Executive Officer of LU-VE, assigned the duty of organising and managing the Company’s administration, finance and control departments.

“**Shares**” refer to the shares issued by the Company.

“**Board of Statutory Auditors**” refers to the Company’s Board of Statutory Auditors in office.

“**Board of Directors**” refers to the Company’s Board of Directors in office.

“**Consob**” refers to the Commissione Nazionale per le Società e la Borsa, the Italian financial markets regulator.

“**Transaction Date**”, in reference to each Significant Transaction, refers to the date on which the transaction was carried out.

“**ESMA**” refers to the European Securities and Markets Authority.

“**Business Day**” refers to every working day of the week, Monday to Friday.

“**Inside Information**” refers to all relevant information pursuant to art. 7, Regulation (EU) 596/2014, i.e. all information of a precise nature, that has not been made public, directly or indirectly concerning the Company or its Financial Instruments and which, if made public, could have a significant effect on the prices of those Financial Instruments or on the prices of related derivative financial instruments¹.

¹ Pursuant to art. 7, Regulation (EU) 596/2014: «1. For the purposes of this Regulation, inside information shall comprise the following types of information:

(a) information of a precise nature, which has not been made public, relating, directly or indirectly, to one or more issuers or to one or more financial instruments, and which, if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of related derivative financial instruments;

(b) in relation to commodity derivatives, information of a precise nature, which has not been made public, relating, directly or indirectly to one or more such derivatives or relating directly to the related spot commodity contract, and which, if it were made public, would be likely to have a significant effect on the prices of such derivatives or related spot commodity contracts, and where this is information which is reasonably expected to be disclosed or is required to be disclosed in accordance with legal or regulatory provisions at the Union or national level, market rules, contract, practice or custom, on the relevant commodity derivatives markets or spot markets;

(c) in relation to emission allowances or auctioned products based thereon, information of a precise nature, which has not been made public, relating, directly or indirectly, to one or more such instruments, and which, if it were made public, would be likely to have a significant effect on the prices of such instruments or on the prices of related derivative financial instruments;

(d) for persons charged with the execution of orders concerning financial instruments, it also means information conveyed by a client and relating to the client’s pending orders in financial instruments, which is of a precise nature, relating, directly or indirectly, to one or more issuers or to one or more financial instruments, and which, if it were made public, would be likely to have a significant effect on the prices of those financial instruments, the price of related spot commodity contracts, or on the price of related derivative financial instruments.

2. For the purposes of paragraph 1, information shall be deemed to be of a precise nature if it indicates a set of circumstances which exists or which may reasonably be expected to come into existence, or an event which has occurred or which may reasonably be expected to occur, where it is specific enough to enable a conclusion to be drawn as to the possible effect of that set of circumstances or event on the prices of the financial instruments or the related derivative financial instrument, the related spot commodity contracts, or the auctioned products based on the emission allowances. In this respect in the case of a protracted process that is intended to bring about, or that results in, particular circumstances or a particular event, those future circumstances or that future event, and also the intermediate steps of that process which are connected with bringing about or resulting in those future circumstances or that future event, may be deemed to be precise information.

3. An intermediate step in a protracted process shall be deemed to be inside information if, by itself, it satisfies the criteria of inside information as referred to in this Article.

4. For the purposes of paragraph 1, information which, if it were made public, would be likely to have a significant effect on the prices of financial instruments, derivative financial instruments, related spot commodity contracts, or auctioned products based on emission allowances shall mean information a reasonable investor would be likely to use as part of the basis of his or her investment decisions. ...».

“**Storage Mechanism**” refers to the storage device authorized by Consob and used by the Company, the name and web address of which are indicated on the Company’s website.

“**Disclosure Form 1**” refers to the disclosure form contained in **Annex “A”** to this Procedure.

“**Disclosure Form 2**” refers to the disclosure form contained in **Annex “B”** to this Procedure.

“**MTA**” refers to the Mercato Telematico Azionario, the electronic equity market organised and managed by Borsa Italiana S.p.A.

“**Bonds**” refer to any bonds or debt instruments issued by the Company.

“**Significant Transactions**” refer to:

- as regards the Relevant Parties indicated in paragraph A), points *a*) to *d*) of this Procedure and the Persons Closely Associated with them as referred to in article II, paragraph B₁) of this Procedure, all transactions carried out by such Relevant Persons or on their behalf involving the Financial Instruments or other Related Financial Instruments. These Significant Transactions include, amongst others, all the transactions indicated in **Annex “C”** to this Procedure;
- as regards the Relevant Parties indicated in paragraph A), point *e*) and the Persons Closely Associated with them as referred to in article II, paragraph B₂) of this Procedure, all purchase, sale, subscription or swap transactions on Shares or Financial Instruments Linked to Shares² carried out by such Relevant Persons.

“**Relevant Person**” refers to the Relevant Parties and all the Persons Closely Associated with them indicated in article II below.

“**Persons Closely Associated**” refer to the Persons Closely Associated indicated in article II, paragraphs B₁) and B₂) below.

“**Chairman**” refers to the Chairman of the Company’s Board of Directors.

“**Procedure**” refers to this “*Internal Dealing Procedure - Procedure relating to the identification of Relevant Persons and the disclosure of transactions carried out on their behalf and involving Financial Instruments issued by LU-VE S.p.A. or Related Financial Instruments*”.

“**Internal Dealing Register**” refers to the list pursuant to article IV below.

“**Regulation (EU) 596/2014**” refers to Regulation (EU) 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC.

“**Delegated Regulation (EU) 2016/522**” refers to Commission Delegated Regulation (EU) 2016/522 of 17 December 2015 supplementing Regulation (EU) 596/2014 as regards, amongst other things, types of notifiable managers' transactions.

“**Implementing Regulation (EU) 2016/523**” refers to Commission Implementing Regulation (EU) 2016/523 of 10 March 2016 laying down implementing technical standards with regard to the format and template for notification and public disclosure of managers' transactions in accordance with Regulation (EU) 596/2014.

² Pursuant to art. 152-*sexies*, paragraph 1.b) of the Issuers' Regulation, “Financial instruments linked to shares” shall mean:
“*b.1*) financial instruments that permit the subscription, acquisition or disposal of shares;
b.2) debt financial instruments convertible into shares or exchangeable for shares;
b.3) derivative financial instruments based on shares referred to in Article 1 subsection 3 of the Consolidated Law on Finance;
b.4) other financial instruments equivalent to the shares and representing those shares”.

“**Issuers’ Regulation**” refers to the current version of the implementing regulation of the Consolidated Law on Finance concerning rules for issuers, adopted by Consob through resolution no. 11971 of 14 May 1999.

“**Company**” or “**LU-VE**” or “**Issuer**” refers to LU-VE S.p.A., with registered office at Via Vittorio Veneto 11, Varese.

“**Manager in charge**” refers to the person indicated in article VII below.

“**Relevant Parties**” refer to the persons indicated in article II, paragraph A) of this Procedure.

“**Financial Instruments**” refer to the Shares, Bonds and any other financial instruments issued by the Company.

“**Related Financial Instruments**” refer to the derivatives or other financial instruments linked to the Financial Instruments.

“**Consolidated Law on Finance**” refers to the current version of Italian Legislative Decree no. 58 of 24 February 1998 containing the “*Consolidated Law on Finance*” (or TUF).

Article II. RELEVANT PARTIES AND PERSONS CLOSELY ASSOCIATED WITH THEM

For the purpose of application of this Procedure, in compliance with art. 3, paragraph 1, points 25 and 26, and art. 19 of Regulation (EU) 596/2014 and European implementing regulations, as well as compliance with the provisions of art. 114, paragraph 7 of the Consolidated Law on Finance and art. 152-*sexies*, paragraph 1, points c) and d) of the Issuers’ Regulation, such persons are:

A) Relevant Parties:

- a) members of the Company’s Board of Directors (executive and non-executive);
- b) the Standing Auditors of the Company;
- c) any General Managers of the Company;
- d) other senior executives of the LU-VE Group with regular access to Inside Information, directly or indirectly concerning the Company, and who have the power to adopt management decisions that can affect the future development and prospects of the Company. Such persons are identified in accordance with article III below;
- e) any person with a shareholding, calculated in accordance with art. 118 of the Issuers’ Regulation, accounting for at least 10 per cent of the Company’s share capital represented by Shares with voting rights, as well as any other person with control³ over the Company;

B₁) Persons Closely Associated with the Relevant Parties indicated in paragraph A), points a) and d) above:

- b) the spouse, or partner equivalent to a spouse under national law, of one of the Relevant Parties;

³ For the purposes of application of this Procedure, the concept of significant control is that stated in art. 93 of the Consolidated Law on Finance: “1. [...] in addition to the companies indicated in paragraphs 1 and 2 of the first paragraph of Article 2359 of the Civil Code, the following shall also be considered subsidiaries:

a) Italian and foreign companies over which a person has the right, by virtue of a contract or a clause in the instrument of incorporation, to exercise a dominant influence, where the applicable law permits such contracts or clauses;

b) Italian and foreign companies where a shareholder controls alone, on the basis of agreements with other shareholders, enough votes to exercise a dominant influence in the ordinary shareholders’ meeting.

2. For the purposes of paragraph 1, rights held by subsidiaries or exercised through trustees or nominees shall be considered, those held on behalf of third parties shall not be considered”.

- b)* dependent children of one of the Relevant Parties pursuant to Italian law;
- c)* a relative of one of the Relevant Parties that has lived in the same household for at least one year as at the Transaction Date;
- d)* a legal entity, trust or partnership:
 - (i)* whose managerial responsibilities are discharged either by one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above; or
 - (ii)* directly or indirectly controlled by one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above; or
 - (iii)* established to the benefit of one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above; or
 - (iv)* whose economic interests are essentially equivalent to the interests of one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above; or

B₂) Persons closely associated with the Relevant Parties indicated in paragraph A), point *e*) above:

- a)* the spouse not legally separated of one of the Relevant Parties;
- b)* dependent children, also of the spouse, of one of the Relevant Parties;
- c)* parents, blood relatives and relatives by marriage of one of the Relevant Parties, if living in the household for at least one year as at the Transaction Date;
- d)* legal entities, partnerships and trusts in which one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above has control, alone or jointly among them, of the management functions;
- e)* legal entities directly or indirectly controlled by one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above;
- f)* partnerships whose economic interests are essentially equivalent to the interests of one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above;
- g)* trusts established to the benefit of one of the Relevant Parties or other person referred to in points *a)*, *b)* and *c)* above.

Article III. COMPANY'S IDENTIFICATION OF EXECUTIVES QUALIFYING AS RELEVANT PARTIES.

3.1 The identification of senior executives as referred to in article II, paragraph A), point *d)* of this Procedure is arranged by the CEO and conducted on the basis of the following criteria:

- (a)* assessment relating access to Inside Information by the executive in relation to his assigned duties;
- (b)* assessment of the organisational structure and delegated powers system adopted by the Company and its Subsidiaries;
- (c)* examination of the existence of the executive's power to adopt management decisions that can affect transactions in progress and/or the future development and prospects of the Company.

3.2. The names of executives classified by the CEO as Relevant Parties in accordance with

paragraph 3.1 of this Procedure, and all subsequent amendments resulting from changes and/or termination of relations with the executives previously identified, are reported by the CEO to the Manager in charge, who:

- (i) enters these Relevant Parties in the Internal Dealing Register.
- (ii) promptly informs these Relevant Parties in writing of their identification and their inclusion in the Internal Dealing Register, as well as of related disclosure obligations envisaged by law and in this Procedure;

3.3. The CEO submits the list of Company executives qualifying as Relevant Parties to the Board of Directors at least once a year, or at the first available meeting if the relevant information is amended as a result of changes and/or termination of relations with the executives concerned.

Article IV. INCLUSION IN THE INTERNAL DEALING REGISTER, ACKNOWLEDGEMENT AND ACCEPTANCE OF THE PROCEDURE BY RELEVANT PARTIES AND DISCLOSURE OBLIGATIONS.

4.1 The Relevant Persons are entered by the Manager in charge in a special list known as the “**Internal Dealing Register**”, kept by the Legal and Corporate Affairs Department of the Issuer. The Internal Dealing Register contains the details of every single person recorded and, in particular: (i) name and surname (or the company name if a legal entity); (ii) tax code (and the VAT no. if a legal entity); (iii) the reason for inclusion (specifying the category of Relevant Person pursuant to article II of this Procedure); (iv) date of inclusion of the Relevant Person in the Internal Dealing Register; (v) data of cancellation (if any) of the Relevant Person from the Internal Dealing Register; (vi) only for Persons Closely Associated with Relevant Parties, the name (or company name if an entity) of the Relevant Party with which they are associated.

4.2 Inclusion in the Internal Dealing Register as a Relevant Party and this Procedure are brought to the attention of the Relevant Parties by the Manager in charge, in a written notice compliance with the template in **Annex “D”** to this Procedure.

4.3 At the time of acceptance of this Procedure, each Relevant Party issues a declaration of acknowledgement and acceptance by signing the form referred to in **Annex “D”**, confirming, amongst other things, that he will comply with the provisions of this Procedure and consenting to the processing of his personal data as required by law.

4.4 Each Relevant Party indicated in article II, paragraph A), points *a)* to *d)* of this Procedure must also notify the Persons Closely Associated with them (as defined in article II, paragraph B₁ of this Procedure), in writing, of their obligations pursuant to this Procedure and the regulations referred to herein, and retain a copy of the notification issued.

4.5 Each Relevant Party indicated in article II, paragraph A), point *e)* of this Procedure must also notify the Persons Closely Associated with them (as defined in article II, paragraph B₂ of this Procedure) of the existence of conditions, based on which they have disclosure obligations as envisaged in applicable Italian laws and regulations and their obligations pursuant to this Procedure.

Article V. DISCLOSURE OBLIGATIONS

5.1 The Relevant Parties indicated in article II, paragraph A), points *a)* to *d)* of this Procedure and the Persons Closely Associated with them indicated in article II, paragraph B₁ of this Procedure must disclose all Significant Transactions carried out by them or on their behalf:

- to Consob, promptly and in any event **no later than the third Business Day after the Transaction Date**;

- to the Company, promptly and in any event **no later than the first Business Day after the Transaction Date**.

Such Relevant Persons satisfy the disclosure obligation as follows:

a) to Consob: by sending Disclosure Form 1 via certified e-mail (“PEC”) to consob@pec.consob.it (if the sender is legally required to have a certified e-mail address) or by e-mail to protocollo@consob.it, specifically addressed to the “*Ufficio Informazione Mercati*” (Market Information Office) and stating “*MAR Internal Dealing*” in the subject line, or by other methods later instructed by Consob, in compliance with current regulations;

b) to the Company: by sending Disclosure Form 1 to the Manager in charge by e-mail to the address internal.dealing@luvegroup.com, with the obligation of confirming its receipt, or to a different e-mail address as provided by the Manager in charge, ensuring that the receipt confirming successful transmission is retained, or by delivering the form by hand directly to the Manager in charge (who will issue receipt) at the administrative office of the Company at Via Caduti della Liberazione 53, Uboldo (VA).

5.2 The Company then arranges publication of the information received pursuant to paragraph 5.1 above through use of the SDIR, by the **end of the third Business Day after the Transaction Date**, at the same time submitting it to the Storage Mechanism. The information is also published on the Company’s website (www.luvegroup.com).

5.3 The Relevant Persons indicated in paragraph 5.1 above are responsible for the accurate and prompt disclosure of the information due to Consob and to the Company, and will therefore be liable to the Company for any damages, including to reputation, that the Company may suffer as a result of failure to comply with their obligations.

5.4 As the request of one of the Relevant Persons indicated in paragraph 5.1 above, subject to signing of **Form I** provided in **Annex “E”** to this Procedure, the Company can be appointed to make disclosures to Consob, on behalf of the Relevant Party or Person Closely Associated with them. In this case, the disclosure of Significant Transactions to the Company must be made without fail by and no later than **the first Business Day after the Transaction Date**. The Company will then arrange for the disclosures of such Relevant Persons to be made to Consob **by the end of the second Business Day** after receiving the report of Significant Transactions from the Relevant Persons concerned.

5.5 The Relevant Parties indicated in article II, paragraph A), point *e*) of this Procedure are required to make disclosure to Consob and to the public of Significant Transactions carried out by them or by the Persons Closely Associated with them, indicated in article II, paragraph B₂ of this Procedure, **by the end of the fifteenth day of the month after that in which the notifiable Significant Transaction was carried out**.

Such Relevant Parties satisfy the aforementioned disclosure obligation to Consob and to the public in compliance with the “*Instructions for the disclosure to Consob and the dissemination to the public of information relating to transactions concluded by anyone holding shares at least equal to 10% of the shareholders' capital and any other party controlling the listed issuer (the "relevant parties")*” stated in Annex 6 to the Issuers’ Regulation (the “**Instructions**”), provided in **Annex “B”** to this Procedure, or by other methods established by applicable regulations.

The aforementioned disclosure obligation to Consob and to the public does not apply if the Relevant Parties indicated in article II, paragraph A), point *e*), and the Persons Closely Associated with them, indicated in article II, paragraph B₂ of this Procedure, are subject to disclosure obligations pursuant to paragraph 5.1 above due to also being classified as Relevant Parties under article II, paragraph A, points *a*) to *d*) of this Procedure and the Persons Closely Associated with them as indicated in article II, paragraph B₁ of this Procedure.

5.6 The Relevant Parties indicated in paragraph 5.5 above are responsible for the accurate and prompt

disclosure of the information due to Consob and to the public in accordance with paragraph 5.5. At the request of the Relevant Party, subject to signing **Form II** provided in **Annex “E”** to this Procedure, the Company can be appointed to arrange the disclosures due from the Relevant Party to Consob and to the public, pursuant to paragraph 5.5 above, without prejudice to such Relevant Parties retaining all liability in the event of failure to disclose or inaccurate disclosure and, therefore, without prejudice to the right of claim against such Relevant Parties by the Company for all damages, also to reputation, suffered by the Company as a result of such failure to comply.

If a Relevant Party referred to in paragraph 5.5 above intends to appoint the Company to arrange disclosures, the related disclosure must be submitted by the Relevant Party without fail by and no later than **the deadline indicated in paragraph 5.5 above**, by sending Disclosure Form 2 to the Manager in charge by e-mail to the address internal.dealing@luvegroupp.com, with the obligation of confirming its receipt, or to a different e-mail address as provided by the Manager in charge, ensuring that the receipt confirming successful transmission is retained, or by delivering the form by hand directly to the Manager in charge (who will issue receipt) at the administrative office of the Company at Via Caduti della Liberazione 53, Uboldo (VA).

In this case, the Company will arrange for disclosures due from the aforementioned Relevant Party to Consob and to the public **by the end of the market trading day after that on which the information was received from the aforementioned Relevant Party**, in compliance with the Instructions provided in **Annex “B”** to this Procedure.

This without prejudice to all legal and regulatory obligations applicable at any time to such Relevant Parties.

Article VI. EXEMPTIONS FROM DISCLOSURE OBLIGATIONS

6.1 The disclosure obligations envisaged in this Procedure for the Relevant Parties indicated in article II, paragraph A), points *a*) to *d*) of this Procedure, and the Persons Closely Associated with them indicated in article II, paragraph B₁ of this Procedure, do not apply for the following transactions:

- Significant Transactions for which the total amount (sum of prices paid and collected) is less than **€ 20,000 (twenty thousand EUR)** in the same calendar year (or other limit as established by applicable Italian regulations), which the specification that the total amount is calculated by adding together, without offsetting, all Significant Transactions carried out directly or on behalf of each Relevant Person. The amount of related derivative financial instruments is calculated in reference to the underlying shares. The disclosure obligation applies to all subsequent Significant Transactions once a total of **€20,000 (twenty thousand EUR)** has been reached within one calendar year;
- transactions involving financial instruments linked to shares or debt instruments of the Company if, at the time of the transaction, one of the following conditions is satisfied: *(a)* the financial instrument is made up of one or more unit or share of a UCI in which the exposure to shares or debt instruments of the Company does not exceed 20% of assets held by the UCI; *(b)* the financial instruments provides exposure to a portfolio of assets in which the exposure of shares or debt instruments of the Company does not exceed 20% of the assets in the portfolio; or *(c)* the financial instrument is made up of one or more unit or share of a UCI or provides exposure to a portfolio of assets and the Relevant Person does not know, nor could know, the composition of the investments or exposure to said UCI or assets portfolio in relation to the shares or debt instruments of the Company, and furthermore there is no reason for such person to believe that the shares or debt instruments of the Company exceed the limits referred to in points *(a)* or *(b)*.

If information is available regarding the composition of investments of the UCI or exposure to the assets portfolio, the Relevant Person must take all reasonable precautions to obtain such

information.

6.2 The disclosure obligations envisaged in this Procedure for the Relevant Parties indicated in article II, paragraph A), point *e*) of the Procedure do not apply for the following transactions:

a) Significant Transactions for a total amount not exceeding **€ 20,000 (twenty thousand EUR)** by year end; subsequent to each disclosure, transactions for a total amount not exceeding a further **€ 20,000 (twenty thousand EUR)** by year end are not disclosed; for related derivative financial instruments the amount is calculated in reference to the underlying shares;

b) Significant Transactions carried out by one of the Relevant Parties or Persons Closely Associated;

c) Significant Transactions carried out by the Company and its Subsidiaries;

d) Significant Transactions carried out by a credit institution or investment firm as part of the establishment of the trading portfolio of that institution or firm, as defined in art. 4, paragraph 1, point 86, Regulation (EU) 575/2013, provided that such institution or firm:

- in organisational terms, segregates the trading and market making departments from the treasury department and the departments responsible for strategic investments;

- is able to identify the shares held for the purpose of trading and/or market making, using methods that could be subject to investigation by Consob, or by holding such shares in a specific segregated account;

and, if operating as market maker,

- is authorised by the home member state pursuant to Directive 2004/39/EC to conduct market making activities;

- submits to Consob the market making agreement with the market management company and/or with the issuer as may be required by law and related implementing regulations current in the EU member state in which the market maker operates;

- notifies Consob of its intention to carry out market making activities on the shares of a listed issuer, using Form TR-2 provided in Annex 4. The market maker must also inform Consob without delay of the termination of market making activities on those shares.

Article VII. MANAGER IN CHARGE

7.1 The Manager in charge is responsible for the receipt, management, disclosure and dissemination to the market of information referred to in this Procedure, as well as for updating the list of Relevant Persons.

7.2 The Manager in charge:

a) supervises the correct application of this Procedure;

b) performs analysis to ensure that the solidity and functional requirements of this Procedure remain valid in the long term;

c) arranges updating of this Procedure;

d) receives the information submitted by the Relevant Parties in accordance with this Procedure;

e) manages the information submitted by the Relevant Parties, including its storage in a

specific archive;

f) if requested by the Relevant Party, submits the Disclosure Forms to Consob (in compliance with the methods and deadlines established in this Procedure), and makes them available to the public in compliance with the methods and deadlines established in this Procedure;

g) informs the Relevant Parties of the adoption of the Procedure, its amendments and additions.

7.3 The Manager in charge is the Legal and Corporate Affairs Manager of the Issuer.

Article VIII. BLACKOUT PERIOD

In compliance with art. 19, paragraph 11 of Regulation (EU) 596/2014, the Relevant Parties indicated in article II, paragraph A), points *a)* to *d)* of this Procedure must abstain from carrying out Significant Transactions on their own account or on behalf of third parties, directly or indirectly, in relation to the Financial Instruments or Related Financial Instruments, during the blackout period of **30 calendar days prior to the day after that of publication of the press release relating to an interim or annual financial report⁴** which the Company is required to make public in accordance with applicable laws and regulations.

Article IX. VIOLATIONS AND PENALTIES

9.1 The provisions of this Procedure are **binding** for the Relevant Parties indicated in article II, paragraph A), points *a)* to *d)* of the Procedure, and constitute an integral part of the duties and responsibilities deriving from the relations they have established with the Company.

9.2 In the event that Relevant Parties, referred to in paragraph 9.1 above, should fail to comply with conduct and disclosure obligations envisaged in this Procedure, disciplinary measures in the form of penalties against them will be established on a case-by-case basis, in relation to the seriousness of the violation, by Board of Directors resolution after consulting the Board of Statutory Auditors.

9.3 If the violation was committed by a director, the offender cannot participate in the decision regarding penalties. If commission of the violation involved the majority of the Board of Directors, the body responsible for taking appropriate action will be the Board of Statutory Auditors.

9.4 If the violation was committed by an employee, this could qualify as a disciplinary offence and, in more serious cases, result in dismissal.

9.5 It should also be emphasised that failure to comply with the obligations imposed upon Relevant Persons by applicable European and Italian laws and regulations, as described in this Procedure, could result in the following:

- a) for a natural person required to fulfil the disclosure obligation, the application of **administrative penalties** as envisaged under current law (which as at the date of entry into force of this Procedure, pursuant to art. 193 of the Consolidated Law on Finance, are: *a) a public statement indicating the person responsible for the breach and the nature of the same; b) an order to eliminate the infringements charged, with possible indication of the measures to be adopted and of the term for compliance, and to refrain from repeating the offence, when the said infringements feature scarce offensiveness or danger; c) a financial administrative sanction from Euro five thousand to Euro two million*);

⁴ In compliance with related ESMA guidance, the 30-day term begins from and including the announcement publication date.

a) for a legal entity required to fulfil the disclosure obligation, the application of **administrative penalties** as envisaged under current law (which as at the date of entry into force of this Procedure, pursuant to art. 193 of the Consolidated Law on Finance, are: *a) a public statement indicating the legal person responsible for the breach and the nature of the same; b) an order to eliminate the infringements charged, with possible indication of the measures to be adopted and of the term for compliance, and to refrain from repeating the offence, when the said infringements feature scarce offensiveness or danger; c) a financial administrative sanction from Euro five thousand to Euro ten million, or if higher up to five per cent of the total annual turnover*);

b) for Relevant Parties indicated in article II, paragraph A), points *a) to d)* of this Procedure, the consequences and responsibilities envisaged by regulations applying to such a relationship, **including liability to the Company for damages**, also to reputation, suffered by the Company as a result of such failure to comply.

In particular, the penalties envisaged by law and by this Procedure will apply to Company employees, whilst for persons who are not employees, the Company reserves to terminate the relations without notice. The Board of Directors may also decide to disclose to the market any violations committed by the Relevant Parties.

Article X. FINAL PROVISIONS

10.1 The Manager in charge sends this Procedure in duplicate to every Relevant Party as an attachment to the notification referred to in paragraph 4.2 above.

10.2 Every Relevant Party must comply with the provisions of this Procedure, and in particular:

- a) sign in acceptance and return the “*Declaration of full awareness and acceptance of the Internal Dealing Procedure and consent to the processing of personal data pursuant to Italian Legislative Decree 196/2003*” provided in **Annex “D”** to this Procedure;
- b) contact the Manager in charge if any clarification is needed of the application methods of this Procedure;
- c) notify the Persons Closely Associated with them in accordance with paragraphs 4.4 and 4.5 above;
- d) provide the Company with the list of Persons Closely Associated with him, as indicated in the letter of acceptance in **Annex “B”** to this Procedure, and promptly inform the Company of any changes to that list by means of a specific declaration sent to the Manager in charge, who will arrange for the list to be stored in a specific archive.

10.3 Every obligation, undertaking, requirement and/or formality of Persons Closely Associated with the Relevant Party in relation to or associated with this Procedure, including related responsibilities, remain the sole responsibility and/or liability of each Relevant Party concerned.

Article XI. PERSONAL DATA PROCESSING

11.1 For the purposes of this Procedure, the Company may be required to process certain personal data of Relevant Persons. Relevant Persons are therefore required to express their consent to the processing of their personal data by the Company or by its managers and/or officers appointed for this purpose, pursuant to Italian Legislative Decree 196/2003, as amended, having been made aware, pursuant to this Procedure, of the following:

- a) the data obtained will be processed in printed and electronic formats for the sole purpose of meeting the requirements of current internal dealing regulations;
- b) the type of data provided is compulsory;
- c) the persons or categories of persons to which the data can be provided and the extent of dissemination of such data, will be disclosed by the Company;
- d) each Relevant Person has the rights specified in art. 7, Italian Legislative Decree 196/2003;
- e) the data controller is LU-VE S.p.A., with registered office at Via Vittorio Veneto 11, Varese.

11.2 Once the declaration authorising the processing of personal data, provided in **Annex “B”** to this Procedure, is signed by the Manager in charge, consent is deemed to have been duly expressed pursuant to Italian Legislative Decree 196/2003.

ANNEXES

Annex A

DISCLOSURE FORM 1⁵

⁵ Annex to Implementing Regulation (EU) 2016/523.

TEMPLATE FOR NOTIFICATION AND PUBLIC DISCLOSURE OF TRANSACTIONS BY PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM

1	Details of the person discharging managerial responsibilities/person closely associated	
a)	Name	<i>[For natural persons: the first name and the last name(s).] [For legal persons: full name including legal form as provided for in the register where it is incorporated, if applicable.]</i>
2	Reason for the notification	
a)	Position/status	<i>[For persons discharging managerial responsibilities: the position occupied within the issuer, emission allowances market participant/auction platform/auctioneer/auction monitor should be indicated, e.g. CEO, CFO.] [For persons closely associated,</i> — <i>An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;</i> — <i>Name and position of the relevant person discharging managerial responsibilities.]</i>
b)	Initial notification/Amendment	<i>[Indication that this is an initial notification or an amendment to prior notifications. In case of amendment, explain the error that this notification is amending.]</i>
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	<i>[Full name of the entity.]</i>
b)	LEI	<i>[Legal Entity Identifier code in accordance with ISO 17442 LEI code.]</i>
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a)	Description of the financial instrument, type of instrument Identification code	<i>[— Indication as to the nature of the instrument:</i> — <i>a share, a debt instrument, a derivative or a financial instrument linked to a share or a debt instrument;</i> — <i>an emission allowance, an auction product based on an emission allowance or a derivative relating to an emission allowance.</i> — <i>Instrument identification code as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014.]</i>
b)	Nature of the transaction	<i>[Description of the transaction type using, where applicable, the type of transaction identified in Article 10 of the Commission Delegated Regulation (EU) 2016/522 ⁽¹⁾ adopted under Article 19(14) of Regulation (EU) No 596/2014 or a specific example set out in Article 19(7) of Regulation (EU) No 596/2014.</i> <i>Pursuant to Article 19(6)(e) of Regulation (EU) No 596/2014, it shall be indicated whether the transaction is linked to the exercise of a share option programme.]</i>

c)	Price(s) and volume(s)	Price(s)	Volume(s)
		<p><i>[Where more than one transaction of the same nature (purchases, sales, lendings, borrows, ...) on the same financial instrument or emission allowance are executed on the same day and on the same place of transaction, prices and volumes of these transactions shall be reported in this field, in a two columns form as presented above, inserting as many lines as needed.]</i></p> <p><i>Using the data standards for price and quantity, including where applicable the price currency and the quantity currency, as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014.]</i></p>	
d)	Aggregated information — Aggregated volume — Price	<p><i>[The volumes of multiple transactions are aggregated when these transactions:</i> — relate to the same financial instrument or emission allowance; — are of the same nature; — are executed on the same day; and — are executed on the same place of transaction. <i>Using the data standard for quantity, including where applicable the quantity currency, as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014.]</i> <i>[Price information:</i> — In case of a single transaction, the price of the single transaction; — In case the volumes of multiple transactions are aggregated: the weighted average price of the aggregated transactions. <i>Using the data standard for price, including where applicable the price currency, as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014.]</i></p>	
e)	Date of the transaction	<p><i>[Date of the particular day of execution of the notified transaction. Using the ISO 8601 date format: YYYY-MM-DD; UTC time.]</i></p>	
f)	Place of the transaction	<p><i>[Name and code to identify the MiFID trading venue, the systematic internaliser or the organised trading platform outside of the Union where the transaction was executed as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014, or if the transaction was not executed on any of the above mentioned venues, please mention 'outside a trading venue'.]</i></p>	

(¹) Commission Delegated Regulation (EU) 2016/522 of 17 December 2015 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council as regards an exemption for certain third countries public bodies and central banks, the indicators of market manipulation, the disclosure thresholds, the competent authority for notifications of delays, the permission for trading during closed periods and types of notifiable managers' transactions (see page 1 of this Official Journal).

Annex B

DISCLOSURE FORM 2⁶

⁶ Annex 6 to the Issuers' Regulation containing "*Instructions for the disclosure to Consob and the dissemination to the public of information relating to transactions concluded by anyone holding shares at least equal to 10% of the shareholders' capital and any other party controlling the listed issuer (the "relevant parties")*", as updated by Consob by Resolution no. 19925 of 22 March 2017.

ANNEX 6^(*)

Instructions for the disclosure to Consob and the dissemination to the public of information relating to transactions concluded by anyone holding shares at least equal to 10% of the shareholders' capital and any other party controlling the listed issuer (the "relevant parties")

1. The model shown below, containing the information relating to transactions concluded by relevant parties and individuals closely associated with such parties, shall be used by:

- a) the relevant parties for the disclosure to the listed issuer, where required by the regulations or agreed between the relevant party and the listed issuer;
- b) the relevant parties or the listed issuer, where agreed between the relevant party and the listed issuer, for the disclosure to Consob;
- c) the relevant parties or the listed issuer for the disclosure to the public, where agreed by the parties;
- d) the listed issuer for the disclosure to the authorised storage device when there is an agreement for the publication referred to in c) above.

2. The disclosures referred to in item 1, subparagraph a), shall be made in a manner, established by the listed issuer, capable of guaranteeing the immediate receipt of the information, such as: fax, e-mail or other electronic means.

3. The disclosures to Consob referred to in item 1, subparagraph b), shall be made in one of the two following ways:

a) by fax to the number 06 84 77 757 or by certified e-mail to consob@pec.consob.it (if the sender is obliged to have a certified e-mail address), or to protocollo@consob.it or by other means established by Consob via subsequent provisions that will be made known to the public also by means of inclusion in its website; or

or

b) via the procedure used by the listed issuer pursuant to article 65-*septies* for the storage and filing of information, when agreed with the issuer.

4. The disclosures to the public referred to in item 1, subparagraph c), shall be made by the relevant parties by sending the model shown below to two news agencies or by using an SDIR or again if performed by the listed issuer on behalf of these parties, when specifically agreed, by sending the aforesaid model in PDF text format in the manner laid down in Section III, Title II, Chapter I.

5. The disclosures to the authorised storage device referred to in item 1, subparagraph d), shall be made by sending the model shown below in XML format, available at Consob's website, in the manner laid down in Title II, Chapter I.

^(*)Annex first amended by Resolution No. 15232 of 29 November 2005, then amended by Resolution No. 16850 of 1 April 2009 and finally substituted by Resolution No. 19925 of 22 March 2017

MODEL FOR THE NOTIFICATION AND DISCLOSURE TO THE PUBLIC OF THE TRANSACTIONS CARRIED OUT BY ANYONE HOLDING SHARES AT LEAST EQUAL TO 10 PERCENT OF THE SHAREHOLDERS' CAPITAL AS WELL AS ANY OTHER PARTY CONTROLLING THE LISTED ISSUER

1	Data related to the party holding shares representing at least 10 percent or that controls the listed issuer or the person strictly associated therewith	
a) ¹	Full name	<p><i>For natural persons:</i> Name: Surname:</p> <p><i>For legal persons:</i> Company name:</p>
2	Reason for the notification	
a)	Reason for the notification	<p><i>Party holding shares representing at least 10 per cent of the listed issuer:</i> <input type="checkbox"/></p> <p><i>Party controlling the listed issuer:</i> <input type="checkbox"/></p> <p>-----</p> <p><i>Person closely associated</i> <input type="checkbox"/></p> <p>Indicate that the notification concerns a person strictly associated with:</p> <p><i>For natural persons:</i> First name(s): Surname:</p> <p><i>For legal persons:</i> Company name:</p>
b) ²	Initial notification/Amendment	<p>Initial notification: <input type="checkbox"/></p> <p>Amendment to the previous notification</p> <p>Reason for the notification:</p>

¹ Data related to the party carrying out the transaction
[For natural persons: first name(s) and surname.]

[For legal persons: full name of the company, including the legal form as required in the registry where it is entered, if relevant.]

² [Show whether it is an initial notification or an amendment to a previous notification. If it is an amendment, explain the error that is corrected with this notification.]

3	Issuer's data						
a) ³	Name						
b) ⁴	LEI						
4	Transaction data: section to repeat for i) each type of instrument; ii) each type of transaction; iii) each date; and iv) each place the transactions have been carried out						
a)	Description of the financial instrument, type of instrument Identification code						
b) ⁵	Type of transaction						
c) ⁶	Price(s) and volume(s)	<table border="1"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> <tr> <td></td> <td></td> </tr> </table>		Price(s)	Volume(s)		
Price(s)	Volume(s)						
d) ⁷	Date of the transaction						
e)	Place of the transaction	<i>Name of the trading centre:</i> <i>Identification code:</i> «Outside a trading centre»: <input type="checkbox"/>					

³[Complete name of the entity.]

⁴[Identification code of the legal person in compliance with the LEI code as specified in ISO 17442 standard.]

⁵[Purchase, sale, subscription or swap.]

⁶[If multiple transactions of the same type are carried out on the same day or in the same place, indicate the overall volume in aggregate form and the average weighted price of said transactions.]

⁷[Date of the day the notified transaction is carried out. Use ISO 8601 format: YYYY-MM-DD; UTC time.]

Annex C

LIST OF TRANSACTIONS CLASSED AS SIGNIFICANT TRANSACTIONS

- In accordance with the provisions of art. 10, Delegated Regulation (EU) 2016/522, Significant Transactions include:

- a) acquisition, disposal, short sale, subscription or exchange;
- b) acceptance or exercise of a stock option, including of a stock option granted to a *Relevant Party* or employees as part of their remuneration package, and the disposal of shares stemming from the exercise of a stock option;
- c) entering into or exercise of equity swaps;
- d) transactions in or related to derivatives, including cash-settled transactions;
- e) entering into a contract for difference on a financial instrument of the Company;
- f) acquisition, disposal or exercise of rights, including put and call options, and warrants;
- g) subscription to a capital increase or debt instrument issuance;
- h) transactions in derivatives and financial instruments linked to a debt instrument of the concerned issuer, including credit default swaps;
- i) conditional transactions upon the occurrence of the conditions and actual execution of the transactions;
- j) automatic or non-automatic conversion of a financial instrument into another financial instrument, including the exchange of convertible bonds to shares;
- k) gifts and donations made or received, and inheritance received;
- l) transactions executed in index-related products, baskets and derivatives, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- m) transactions executed in shares or units of investment funds, including alternative investment funds (AIFs) referred to in Article 1 of Directive 2011/61/EU of the European Parliament and of the Council, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- n) transactions executed by manager of an AIF in which the *Relevant Person* has invested, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- o) transactions executed by a third party under an individual portfolio or asset management mandate on behalf or for the benefit of a *Relevant Person*;
- p) borrowing or lending of shares or debt instruments of the issuer or derivatives or other financial instruments linked thereto.

- Pursuant to art. 19, paragraph 7 of Regulation (EU) 596/2014, the Significant Transactions also include:

- a) the pledging or lending of financial instruments by or on behalf of a *Relevant Person*⁷;
- b) transactions undertaken by persons professionally arranging or executing transactions or by another person on behalf of a *Relevant Person*, including where discretion is exercised;
- c) transactions made under a life insurance policy, defined in accordance with Directive 2009/138/EC of the European Parliament and of the Council, where: (i) the policyholder is a *Relevant Person*, (ii) the investment risk is borne by the policyholder, and (iii) the policyholder has the power or discretion to make investment decisions regarding specific instruments in that life insurance policy or to execute transactions regarding specific instruments for that life insurance policy.

⁷ In this respect, art. 19, paragraph 7 of Regulation (EU) 596/2014 specifies that “for the purposes of point (a), a pledge, or a similar security interest, of financial instruments in connection with the depositing of the financial instruments in a custody account does not need to be notified, unless and until such time that such pledge or other security interest is designated to secure a specific credit facility.”.

Annex D

**NOTE TO RELEVANT PARTIES WITH ATTACHED FORM FOR THE DECLARATION OF FULL
AWARENESS AND ACCEPTANCE OF THE INTERNAL DEALING PROCEDURE AND CONSENT TO THE
PROCESSING OF PERSONAL DATA PURSUANT TO ITALIAN LEGISLATIVE DECREE 196/2003**

Dear Mr. _____ / Mrs. _____
[address]

OR
To: [Company name]
[address]

Subject: **Notification of inclusion in the Internal Dealing Register pursuant to art. 19, paragraph 5, Regulation (EU) 596/2014**

Dear Mr./Mrs. [enter name]

/To: [enter name of legal entity],

we wish to inform you that, pursuant to the provisions of art. 19, paragraph 5 of Regulation (EU) 596/2014, that, as a result of the office of _____⁽¹⁾ held by you **[or, if a legal entity: held by [enter company name] in LU-VE S.p.A. (the “Company” or “LU-VE”)]**, your name has been included in the list of Relevant Parties of LU-VE and, in your capacity as a “Relevant Party”, the provisions on internal dealing pursuant to art. 19 of the aforementioned Regulation (EU) 596/2014, Delegated Regulation (EU) 2016/522 and Implementing Regulation (EU) 2016/523 apply to you.

Consequently, you are hereby invited to **[if a legal entity add: in your capacity as legal advisor of [enter company name]]** to:

- carefully examine the attached “Internal Dealing Procedure” of the Company (the “**Procedure**”), which provides a detailed description of disclosure obligations imposed, amongst others, also upon the “Persons Closely Associated” with “Relevant Parties”, together with the penalties that can be inflicted upon those failing to comply with the obligations in question;
- with equal care, examine the contents of the “Disclosure Form” provided in Annex A/ B⁽²⁾ to the Procedure, which can be used to fulfil disclosure obligations resulting from any trading in LU-VE Financial Instruments (particularly shares or bonds) or derivatives or other financial instruments linked to them carried out personally **[or, if a legal entity: by [enter company name]]**, and return the attached declaration of acknowledgement and acceptance to me, initialled on each page and signed in acceptance of the Procedure and the related annexes.

Lastly, note that the personal data provided to the Company is necessary for the correct maintenance by LU-VE of the Internal Dealing Register envisaged in art. 19, paragraph 5, Regulation (EU) 596/2014 and article IV, paragraph 1 of the Procedure. The aforementioned data will be stored with the aid of digital media, in compliance with Italian Legislative Decree 196/2003 and with provisions applying to personal data processing, in order to satisfy the internal dealing obligations envisaged in current regulations and for the period required by those regulations. Provision of the personal data requested is compulsory. Failure to provide the data could result in penalties as envisaged in current regulations. The option remains valid to exercise the information rights envisaged in Italian Legislative Decree 196/2003 and applicable provisions on the processing of personal data. The data processing manager is Mr./Ms. [enter name] of the Company, with address for correspondence as the administrative offices of LU-VE S.p.A. at Via Caduti della Liberazione 53, Uboldo - Varese.

In proffering our kindest regards, we invite you to contact the following numbers for any information and/or clarification you might need in relation to this notification and its attachments: [enter contact details].

Uboldo, _____

[Enter name and signature of the Manager in charge]

Signed in acceptance

[Place and date]

[Enter name and signature of the Relevant Party - **if a legal entity** enter the name of the legal advisor of [enter company name]]

¹ Enter the office held that results in classification as a “Relevant Party” for the purpose of the Internal Dealing Procedure (i.e. member of the Board of Directors/Board of Statutory Auditors or senior executive).

² Indicate Annex “B” for Relevant Parties referred to in article II, paragraph A, point e) of the Procedure and Annex “A” for all other Relevant Parties indicated in the aforementioned paragraph of the Procedure.

Annexes to the disclosure

[Form for the declaration of full awareness and acceptance of the Internal Dealing Procedure by Relevant Parties indicated in article II, paragraph A), points a) to d) of the Internal Dealing Procedure of Lu-Ve S.p.A.]

Declaration of full awareness and acceptance of the *Internal Dealing Procedure* and consent to the processing of personal data pursuant to Italian Legislative Decree 196/2003

I, the undersigned, _____, born in _____ on _____, resident at _____ (street address), _____ (city), in my capacity as _____ of the listed company LU-VE S.p.A. (the "Company"), having acknowledged my inclusion as a Relevant Party pursuant to applicable European and Italian laws and regulations and to the "*Internal Dealing Procedure*" of the company (the "Procedure")

HEREBY

- declare acceptance of having been included in the Internal Dealing Register pursuant to art. IV, paragraph 1 of the Procedure;
- declare having received adequate information and a full copy of the Procedure, having accepted its contents, and hereby agree to comply with its provisions with maximum diligence, to the extent of my responsibility, and also provide persons qualifying as "*Persons Closely Associated*" with me pursuant to current regulations and with article II, paragraph B₁ of the Procedure with the notice envisaged in article IV, paragraph 4.4 of the Procedure.
- indicate the following personal contact details pursuant to the Procedure: _____;
- indicate the following names of "*Persons Closely Associated*" with me pursuant to article II, paragraph B₁ of the Procedure:

_____;
- agree to inform the Manager in charge of Significant Transactions, as defined in the Procedure and carried out personally or on my behalf, in accordance with the methods and deadlines established in this Procedure, as well as any changes that may occur to the information provided herewith.

[Place and date]

Signature _____

Pursuant to Italian Legislative Decree no. 196 of 30 June 2003, I declare having received from the data controller, LU-VE S.p.A., the notification required by art. 13 of the aforementioned Decree and of having been made aware of my rights pursuant to art. 7, Italian Legislative Decree 196/03. I give my specific and irreversible consent to the processing, disclosure and dissemination of my personal, identification and sensitive data pursuant to article XI of the *Internal Dealing Procedure* accepted by me as above.

Signature _____

[Form for the declaration of full awareness and acceptance of the Internal Dealing Procedure by Relevant Parties indicated in article II, paragraph A), point e) of the Internal Dealing Procedure of Lu-Ve S.p.A.]

**Declaration of full awareness and acceptance of the Internal Dealing Procedure
and consent to the processing of personal data pursuant to Italian Legislative Decree 196/2003**

I, the undersigned, _____, born in _____ on _____, resident at _____
(street address), _____ (city), [or, if a legal entity: _____ with registered office at
_____ (street address), _____ (city), VAT no. _____ as pro tempore legal
representative, I, _____, born in _____ on _____], in my capacity as _____
of the listed company LU-VE S.p.A. (the "Company"), having acknowledged my inclusion as a Relevant Party pursuant to
applicable European and Italian laws and regulations and to the "Internal Dealing Procedure" of the company (the
"Procedure")

HEREBY

- declare acceptance of having been included in the Internal Dealing Register pursuant to art. IV, paragraph 1 of the Procedure;
- declare having received adequate information and a full copy of the Procedure, having accepted its contents, and hereby agree to comply with its provisions with maximum diligence, to the extent of my responsibility, and also provide persons qualifying as "Persons Closely Associated" with me [or, if a legal entity: enter the name of the legal entity with a significant interest or controlling interest in LU-VE] pursuant to current regulations and with article II, paragraph B₂ of the Procedure with the notice envisaged in article IV, paragraph 4.5 of the Procedure.
- indicate the personal contact details [or, if a legal entity: enter the contact details of the representative of the legal entity with a significant holding or control of LU-VE] pursuant to the Procedure:

_____;
- indicate the following names of "Persons Closely Associated" with me [or, if a legal entity: enter the name of the legal entity with a significant holding or control of LU-VE] pursuant to article II, paragraph B₂ of the Procedure:

- agree to inform the Manager in charge of Significant Transactions, as defined in the Procedure and carried out personally [or, if a legal entity: enter the name of the legal entity with a significant interest or controlling interest in LU-VE] or on my behalf, in accordance with the methods and deadlines established in this Procedure, as well as any changes that may occur to the information provided herewith.

[Place and date]

Signature_____

Pursuant to Italian Legislative Decree no. 196 of 30 June 2003, I declare having received from the data controller, LU-VE S.p.A., the notification required by art. 13 of the aforementioned Decree and of having been made aware of my rights pursuant to art. 7, Italian Legislative Decree 196/03. I give my specific and irreversible consent to the processing, disclosure and dissemination of my personal, identification and sensitive data pursuant to article XI of the Internal Dealing Procedure accepted by me as above.

Signature_____

[enter the current wording of the “Internal Dealing Procedure”]

Italian Legislative Decree 196/03
Personal Data Protection Code

Art. 7

(Right of access to personal data and other rights)

1. The interested party has the right to receive confirmation of the existence or absence of his personal data, even if not yet recorded, and its communication in an understandable format.
2. The interested party has the right to be informed of:
 - a) the source of the personal data;
 - b) the processing purpose and methods;
 - c) the logic applied if processed electronically;
 - d) identification details of the data controller, data managers and the designated representative pursuant to art. 5, paragraph 2;
 - e) the persons and categories of persons to which the personal data can be disclosed or which could become aware of such data as the designated representative in Italy, data processing managers or data processing officers.
3. The interested party has the right to request and obtain:
 - a) updating, correction and, if so wished, supplementing of the data;
 - b) deletion, transformation into anonymous format or blocking of data processed in violation of the law, including data for which retention is no longer required for the purpose for which it was obtained and subsequently processed;
 - c) confirmation that the transactions referred to in points a) and b) have been brought to the attention, also with regard to their content, to the parties to which the data has been disclosed or disseminated, except in a case whereby such action proves impossible or would involve a commitment of resources manifestly disproportionate to the right protected.
4. The interested party has the right of objection, wholly or in part:
 - a) for legitimate reasons, to the processing of his personal data, even if relevant to the purpose of its collection;
 - b) to the processing of his personal data for the purpose of mailing advertising or direct sales materials or to perform market research or commercial communications.

Annex E

**APPLICATION FORM REQUESTING FULFILMENT OF DISCLOSURE OBLIGATIONS ENVISAGED IN THE
“INTERNAL DEALING PROCEDURE”**

[Form I: application form for Relevant Parties indicated in article II, paragraph A), points a) to d) and the Persons Closely Associated with them indicated in article II, paragraph B₁ of the Internal Dealing Procedure of Lu-Ve S.p.A.]

To

LU-VE S.p.A.

Via Caduti della Liberazione, 53
21040 Uboldo - Varese

F.a.o.: Legal and Corporate Affairs Manager

Subject: **Application Form requesting fulfilment of disclosure obligations to Consob envisaged in the “Internal Dealing Procedure”**

I, the undersigned, _____ born in _____ on _____, [or, if a legal entity:
_____ with registered office at _____ (street address), _____ (city), VAT no.
_____, as pro tempore legal representative, I, _____ born in _____
on _____],
in my capacity as

☐ *Relevant Party* of LU-VE S.p.A. (the “Company”)

☐ *Person closely associated with the Relevant Party* of the Company, Mr./Ms. _____ [or, if a legal entity, enter the company name of the legal entity] pursuant to article II, paragraph B₁), point ____ of the “Internal Dealing Procedure” of the Company (the “Procedure”)

Hereby request

pursuant to article V, paragraph 5.4 of the Procedure, that disclosure obligations to Consob envisaged in article V, paragraph 5.1 of the Procedure are fulfilled by the company on my behalf.

To this end, I agree to inform the Manager in charge pursuant to article VI of the Procedure, in accordance with the terms and conditions indicated in the Procedure, of notifiable Significant Transactions and also to hold the Company harmless from all negative consequences that may result from failure to comply, or delayed or inaccurate compliance with my obligations as envisaged in the Procedure.

(Place and date)

Signature _____

[Form II: application form for Relevant Parties indicated in article II, paragraph A), point e) and the Persons Closely Associated with them indicated in article II, paragraph B₂ of the Internal Dealing Procedure of Lu-Ve S.p.A.]

To

LU-VE S.p.A.

Via Caduti della Liberazione, 53
21040 Uboldo - Varese

F.a.o.: Legal and Corporate Affairs Manager

Subject: **Application Form requesting fulfilment of disclosure obligations to Consob and the public envisaged in the “Internal Dealing Procedure”**

I, the undersigned, _____ born in _____ on _____, [or, if a legal entity: _____ with registered office at _____ (street address), _____ (city), VAT no. _____, as pro tempore legal representative, I, _____ born in _____ on _____], in my capacity as *Relevant Party* of LU-VE S.p.A. (the “Company”) pursuant to article II, paragraph B₂), point ____ of the “*Internal Dealing Procedure*” of the Company (the “Procedure”)

Hereby request

pursuant to article V, paragraph 5.6 of the Procedure, that my disclosure obligations to Consob and to the public envisaged in article V, paragraph 5.5 of the Procedure are fulfilled by the company on my behalf.

To this end, I agree to inform the Manager in charge pursuant to article VI of the Procedure, in accordance with the terms and conditions indicated in the Procedure, of notifiable Significant Transactions and also to hold the Company harmless from all negative consequences that may result from failure to comply, or delayed or inaccurate compliance with my obligations as envisaged in the Procedure.

(Place and date)

Signature _____