



Registered Office: Curno (BG) Via Brembo, 25, Italia  
 Share Capital Euro 34.727.914,00 fully subscribed and paid up  
 E-mail: ir@brembo.it http://www.brembo.com  
 Company Register of Bergamo – Tax Code: n° 00222620163

**ORDINARY ANNUAL GENERAL MEETING OF BREMBO S.P.A.  
 APRIL 29, 2011 (IN FIRST CALL)  
 AND APRIL 30, 2011 (IN SECOND CALL)**

**PROXY FORM (1)**

The undersigned \_\_\_\_\_  
 (surname and name/ company name )

born in \_\_\_\_\_, (prov.) \_\_\_\_\_, on \_\_\_\_\_

tax code \_\_\_\_\_

address \_\_\_\_\_  
 (domicile or registered office)

\_\_\_\_\_ (telephone number)

identity document \_\_\_\_\_ n. \_\_\_\_\_  
 (type and number)

as (2)  owner of shares on **April 18, 2011 (“record date”)**

- legal representative       proxy with power of sub-delegation       pledgee  
 swapper       usufructuary       custodian       agent  
 other (specify) \_\_\_\_\_

Entitled to vote with n. \_\_\_\_\_ ordinary shares Brembo S.p.A. registered in  
 the account n. \_\_\_\_\_ by the following intermediary

ABI \_\_\_\_\_ CAB \_\_\_\_\_

Data to be entered at discretion of the principal:

communication nr. \_\_\_\_\_

(reference number of the communication issued by the intermediary)

Eventual identification codes \_\_\_\_\_

**HEREBY GIVES PROXY DELEGATES**

\_\_\_\_\_  
 (company name – surname and name)

\_\_\_\_\_  
 (tax code, birth number, place of birth, province of birth)

\_\_\_\_\_  
 (registered office, domicile address – street, city, province)

**with option to be substituted by**

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(company name – surname and name)

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(tax code, birth number, place of birth, province of birth)

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(registered office, domicile address – street, city, province)

to participate and vote in the **ordinary annual general meeting of Brembo S.p.A. called for April 29, 2011 at 11:00 am.**, in first call, or on April 30, 2011, same place and time, in second call, by means of the calling notice published on the website of the company [www.brembo.com](http://www.brembo.com), on March 18, 2011.

PLACE AND DATE \_\_\_\_\_

SIGNATURE \_\_\_\_\_

**NOTE**

- (1) Those who are entitled to participate in the Annual General Meeting may appoint a representative by way of a proxy given in writing, pursuant to the applicable laws, subscribing the present proxy form, to a representative appointed (**while for the appointment of the Designated Representative of the Company pursuant to Art. 135-undecies of Legislative Decree No. 58/98 -hereinafter “TUF”-, it is necessary to use the specific form**). The proxy may be transmitted to the Company by certified electronic mail at: (brembo@pecserviziotitoli.it). We inform you that art. 135-novies of TUF states that *“The representative may deliver or transmit, instead of the original, a copy, even by electronic mail, of the proxy, certifying, under his/her own responsibility, the conformity of the proxy to the original document, as well as the identity of the delegating person. The representative keeps the original proxy and records the voting instructions received for one year starting from the ending of the Annual General Meeting”*.
- (2) Specify the quality of the signature person of the proxy and attach, if necessary, the document which proves the relevant signature powers.

**ISTRUZIONI FOR FILLING IN THE VOTING PROXY**

- (a) The proxy has to be issued in written form, duly dated and signed by the principal; the shareholder may indicate one or more substitutes of the delegate pursuant to art.135-novies, subsection 4, of the TUF.
- (b) The delegate is not allowed to issue a further proxy and cannot be substituted, unless the shareholder has expressly granted him/her this faculty, according to art. 135-novies, subsection 4, of the TUF.
- (c) The proxy may be granted also to a person or entity that is not a shareholder of Brembo S.p.A.
- (d) In case of co-ownership of shares, the proxy has to be issued and signed by all co-owners, even if the person or entity that participates is the co-owner.
- (e) Pursuant to art.135-decies, subsection 1, of the TUF, the granting of the proxy to a person/entity in conflict of interest is allowed only if the delegate communicates in writing to the principal shareholder the circumstances which give rise to such conflict and if there are specific voting instructions for each resolution, according to which the delegate has to vote on behalf of the principal shareholder.
- (f) Pursuant to art. 135-decies, subsection 3, of the TUF, the delegate may be substituted by another person/entity in conflict of interest only if the substitute has been indicated by the shareholder. In such case art. 135-decies, subsection 1, of the TUF shall apply.

**INFORMATION ACCORDING TO THE CODE FOR PROTECTION OF THE PERSONAL DATA**

Pursuant to art.13 of the Legislative Decree n. 196 dated June 2003, the data which are included in this form will be used by the Company, as Entitled to the use, for the management of the Annual General Meeting fulfillments, complying with the applicable laws in the field of the protection of personal data.

Such data may be also known by the collaborators of the Company, specifically authorized to use such data, as Responsible or as Entrusted, with the aim to manage the above mentioned fulfillments; such data may be diffused and communicated to specific persons/entities in order to comply to an obligation imposed by a national law, a regulation or to an European law, or to acts of an Authority, entitled by the law, or of a vigilance and control body.

The interested person has the right, at any time, to know which are his/her data held by the Company, their origin and how they are used; furthermore, the interested person has the right to request the updating of such data, their amendment, integration and/or cancellation or to request the block or to oppose their use. Such rights may be exercised by the interested person by means of written notice to be sent to the Company, indicating on the envelope “D.Lgs. 30 giugno 2003 n. 196 - Privacy”