

Atlantia S.p.A. – General Meeting of 23 April 2012 (1° call) - 24 April 2012 (2° call)
– Proxy Form –

Fill in the requested information, subscribe and send to the Company on the basis of post note instructions¹

The undersigned² place of birth date of birth Tax Code

Place of residence (town/city)

No., e-mail

Holder of the voting right as:

holder of shares on **12/04/2012** - legal representative - a person vested with the voting right - other (specify)

for no. ordinary shares Atlantia (ISIN IT 0003506190)

registered in favour of ³ place of birth date of birth Tax Code

place of residence/headquarters (town) (street, square)

registered in the Securities account ⁴ no at Bank code Sort code

as resulting from communication ⁵ no made by (Bank)

APPOINTS

⁶

to intervene and represent him/her in the Shareholders' Meeting of Atlantia S.p.A in ordinary and extraordinary session, convened at the 11.00 on 23 April 2012 in first call and at 11.00 on 24 April 2012 in second call, in Rome, via Via A. Nibby, no. 20.

Possibly⁷

attribute to the delegate the power to get him substitute by another subject chosen by himself.

Indicate as delegate substitute

Date and place Form of identification⁸ (type) issued by no. SIGNATURE/STAMP

Instruction to fill and transmit the form

¹ The proxy could be notified to the Company via Servizio Titoli S.p.A. according to the following ways:

- fax at no. +39 0645417450
- enclosed to an email at atlantia@pecserviziotitoli.it.

² indicate name, surname or company name of the party substituting the delegates entitled to the voting rights.

³ indicate name, surname or company name of those having voting rights as resulting from communication made by the intermediary to Atlantia only if different from the signatories person

⁴ Register Securities account, custody bank code and sort code, or in alternative its company name, derivable from securities account communication.

⁵ Any reference if existing to the communication made by the intermediary and its business name, if differing from the depository of the securities account.

⁶ Indicate delegate surname, name, date and place of birth. By art.135-*decies* TUF conferring proxy upon a representative in conflict of interest is permitted provided that the representative informs the shareholders in writing of the circumstances giving rise to such conflict of interest and providing specific voting instruction for each resolutions.

⁷ Ex art. 135 – *novies* TUF the proxy may arrange for personal substitution by another person of his or her choice, without proxy directions (provided the absence of conflict of interest) or directly indicate one or more subject, and only in this case the appointed can be chosen among the subjects that give rise to conflict of interest. it being understood what mentioned in note 7.

⁸ Provide details on a valid form of identification of the proxy signatory.

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Protection of persons and other subjects with regards to the processing of personal data information notice ex art. 13 of Italian Legislative decree No. 196 of 30 June 2003

Atlantia S.p.A. headquarters in Rome , via Via A. Nibby, no. 20 (“Data controller”), informs that the Data provided will be processed just for the purposes of carrying out the fulfilments in the shareholders’ meeting in compliance with the obligations prescribed by law. Lacking the data as requested in the proxy form, it would not be possible for the proxy to participate at the shareholders’ meeting. Personal Data are performed using manual, computerised and/or telematic tools with organisational procedures and logics that are strictly related to the above indicated purposes in compliance with Italian Legislative decree No. 196 of 30 June 2003 as subsequently amended.