



AGM TO BE HELD ON MAY 30, 2017 AT 8:00 CET
at Allen & Overy, Apollolaan 15, 1077 AB Amsterdam, the Netherlands



PROXY FORM

To be sent to: **Computershare S.p.A.**, Via Nizza 262/73, 10126 Turin (Italy), as Agent for **EXOR N.V.**, at the latest on **May 23, 2017** by mail or by Fax (+39 011 0923202) or by e-mail (exor@computershare.it), as an attachment in PDF format.

Disclaimer

This Proxy Form shall be completed and signed by the Shareholder in order **to appoint Computershare S.p.A.** to vote as per attached Voting Instructions Form at the AGM of EXOR N.V. Alternatively the Shareholder can **vote online** through the company website (www.exor.com).

Mandatory information *

THE UNDERSIGNED*			
Date of birth *	Place of birth *	Resident in (<i>town/city</i>) *	
At (<i>street address</i>) *		Italian Tax Code*	
Telephone no. *	e-mail		
entitled to vote at the close of business of May 2, 2017 (record date) as (1):			
<input type="checkbox"/> registered shareholder	<input type="checkbox"/> legal representative or agent with authority to sub-delegate	<input type="checkbox"/> pledgee	<input type="checkbox"/> taker-in
<input type="checkbox"/> beneficial interest holder	<input type="checkbox"/> official receiver	<input type="checkbox"/> manager	<input type="checkbox"/> other (specify)
for no. *	EXOR ordinary shares		
(2) registered in the name of			
Date of birth *	Place of birth *	Resident in (<i>town/city</i>) *	
At (<i>street address</i>) *		Italian tax Code	
Registered in the securities account (3) no.	At	Bank code (ABI)	Branch code (CAB)
as resulting from communication no. (4)	Made by (<i>Bank</i>)		

APPOINTS Computershare S.p.A. as appointed representative to attend at the above mentioned meeting and **to vote**, with reference to the above shares, in accordance with the instructions provided in the following Voting Instructions Form. If no such directions are indicated,

ACKNOWLEDGES that Computershare S.p.A. will have the authority **to vote "For"** with regard to all following proposals.

DATE	Identific. form (5) (<i>type</i>)*	Issued by *	no. *	SIGNATURE
------	---	-------------	-------	------------------

1. Specify the capacity of the proxy signatory and, where applicable, attach documentary proof of his power.
2. To be completed only if the registered shareholder is different from the proxy signatory; mandatory indications on relevant personal details must be included.
3. Provide the securities account number, Bank Codes and Branch Codes of the Depository, or in any case its name, available in the securities account statement.
4. Reference to the communication made by the intermediary and its name.
5. Provide details of a valid form of identification of the proxy signatory.



AGM TO BE HELD ON MAY 30, 2017 AT 8:00 CET
at Allen & Overy, Apollolaan 15, 1077 AB Amsterdam, the Netherlands



VOTING INSTRUCTIONS FORM

The Undersigned

INSTRUCTS the Appointed Representative to vote at the above indicated AGM as follows

RESOLUTIONS OF THE AGENDA TO BE VOTED	<i>VOTE</i> <i>(Please tick as appropriate)</i>		
	For	Against	Abstain
2.d. Adoption 2016 annual accounts	For	Against	Abstain
2.e. Dividend distribution	For	Against	Abstain
3.a. Appointment Ernst & Young Accountants LLP as independent external auditor charged with the auditing of the annual accounts for the financial year 2017	For	Against	Abstain
3.b. Amendment of the remuneration policy	For	Against	Abstain
4.a. Release from liability of the executive director	For	Against	Abstain
4.b. Release from liability of the non-executive directors	For	Against	Abstain
5. Reappointment of John Elkann as executive director with title CEO and Chairman	For	Against	Abstain
6.a. Reappointment Marc Bolland as non-executive director with title Senior Non-Executive Director	For	Against	Abstain
6.b. Reappointment of Sergio Marchionne as non-executive director with title Vice-Chairman	For	Against	Abstain
6.c. Reappointment Alessandro Nasi as non-executive director with title Vice-Chairman	For	Against	Abstain
6.d. Reappointment Andrea Agnelli as non-executive director	For	Against	Abstain
6.e. Reappointment Niccolò Camerana as non-executive director	For	Against	Abstain
6.f. Reappointment Ginevra Elkann as non-executive director	For	Against	Abstain
6.g. Reappointment Anne Marianne Fentener van Vlissingen as non-executive director	For	Against	Abstain
6.h. Reappointment Antonio Mota de Sousa Horta Osorio as non-executive director	For	Against	Abstain
6.i. Reappointment Lupo Rattazzi as non-executive director	For	Against	Abstain
6.j. Reappointment Robert Speyer as non-executive director	For	Against	Abstain
6.k. Reappointment Michelangelo Volpi as non-executive director	For	Against	Abstain
6.l. Reappointment Ruth Wertheimer as non-executive director	For	Against	Abstain
6.m. Appointment Melissa Bethell as non-executive director	For	Against	Abstain
6.n. Appointment Laurence Debroux as non-executive director	For	Against	Abstain
7.a. Extension of the authorization of the Board of Directors to repurchase shares	For	Against	Abstain
7.b. Cancellation of repurchased shares	For	Against	Abstain

SIGNATURE