

TAKE OFF S.P.A.

PROXY/SUB-DELEGATION FORM TO THE DESIGNATED REPRESENTATIVE FOR REPRESENTATION AT
THE SHAREHOLDERS' MEETING

pursuant to Article 135-novies, Legislative Decree no. 58/1998

As permitted by Article 106, paragraphs 4 and 5, of Law Decree No. 18 of 17 March 2020, converted with amendments into Law No. 27 of 24 April 2020, the effectiveness of which was most recently extended by Law No. 15 of 25 February 2022, which converted with amendments Law Decree No. 228 of 30 December 2021, attendance at the Shareholders' Meeting by those with voting rights is permitted exclusively through the Designated Representative pursuant to Article 135-undecies of Legislative Decree No. 58/98. Pursuant to the Decree, the Appointed Representative may also be granted proxies and/or sub-delegations pursuant to Article 135-novies of the Consolidated Law on Finance, as an exception to Article 135-undecies, paragraph 4, of the Consolidated Law on Finance, by signing this ordinary proxy form.

With reference to the Take Off S.p.A. Ordinary Shareholders' Meeting to be held on 27 June 2022 at 11.00 on first call and, if necessary, on 28 June 2022, same time, on second call, as per the notice of call published on 10 June 2022 on the company's website at www.takeoffoutlet.com (Investor relations section), as well as on the website www.borsaitaliana.it, in the Shares/Documents section, and having read the documentation made available by the Company

hereby

the undersigned (person signing the proxy¹)

Name

Surname

Born in on

Residing in street

Tax Code

Email Telephone Number

Valid Identity Document (type) * (to be attached as a copy) number

as

(please tick the appropriate box)

party to whom voting rights are attributed

legal representative or person with appropriate powers of representation of (name of the legal entity holding voting rights²)* with registered office in*
..... street* Code

tax/VAT number (please attach a copy of the documentation

proof of powers of representation) to which the right to vote is attributed in his capacity as (tick the relevant box)*:

shareholder

creditor

report

usufructuary custodian
manager other (specify)

for no.* ordinary shares of Take Off S.p.A. (ISIN IT0005467425) referred to in the communication (ex-art. 83-sexies D.Lgs. n. 58/1998) no. made by the intermediary

..... ABI CAB

¹ Indicate the name and surname of the delegating party (as it appears on the copy of the notice to attend the shareholders' meeting pursuant to Article 83-sexies, Legislative Decree No. 58/1998) or the legal representative of the delegating legal entity.

² Delegating legal person as it appears on the copy of the notice to attend the shareholders' meeting pursuant to Article 83-sexies, Legislative Decree No. 58/1998.

proxy/subdelegation

Advocate Donatella de Lieto Vollaro, born in Rome on 23 September 1972, tax code DLTDTL72P63H501L, who may be substituted by Avv. Paolo Daviddi born in Milan on 20 June 1963, tax code DVDPR63H20F205A or by Avv. Monica Ronzitti, born in Atesa (CH) on 18 April 1984, Tax Code RNZMNC84D58A485G, all with domicile at Studio Legale Grimaldi in Milan, Corso Europa 12, to attend and represent him/her at the Shareholders' Meeting.

The undersigned further declares that the voting right shall be exercised by the proxy/sub-delegate in accordance with specific voting instructions given by the undersigned delegating party.

Place and Date

Signature of the delegating party

By signing this proxy, the undersigned undertakes to serve it by sending the original or a copy of the original, thereby certifying as of now the conformity to the original of the document to be served on the Company.

Place and Date

Signature of the delegating party

Advocate Donatella de Lieto Vollaro announces that there are no situations of conflict of interest, pursuant to Article 135-decies, paragraph 2, of Legislative Decree No. 58/1998, with respect to the resolution proposals submitted to the vote.

In the event of circumstances unknown at the time of issuance of the proxy, which cannot be communicated to the delegating party, or in the event of amendments or additions to the proposals submitted to the Shareholders' Meeting, the delegate and his or her substitute shall refrain from casting a vote other than that indicated in the instructions. If the delegating party does not provide specific instructions for such hypotheses by means of an indication in the appropriate boxes, the instructions provided in the main form shall be deemed confirmed as far as possible. If it is not possible to vote in accordance with the instructions provided, the proxy shall be deemed to have

abstained for such matters. In any case, in the absence of voting instructions on some of the items on the agenda, the proxy shall not cast a vote for such items.

VOTING INSTRUCTIONS

(Intended for the Delegate only - Tick the chosen boxes)

I, _____ the undersigned _____ name/designation
registry)* _____

I hereby delegate the Advocate Donatella de Lieto Vollaro to vote in accordance with the following voting instructions at the ordinary shareholders' meeting of Take Off S.p.A. convened for 27 June 2022, at 11.00, on first call and, if necessary, for 28 June 2022, at the same time, on second call.

1. Appointment of the statutory auditors. Related and consequent resolutions
in favour of the proposal submitted by _____
opposed to all proposals
abstained on all proposals

In the event of unknown circumstances or in the event of amendments or additions to the proposed resolutions submitted to the Shareholders' Meeting.

confirm instructions

revoke instructions

modify the instructions: in favour of the proposal submitted by _____
against all proposals
abstained on all proposals

Place and Date

Signature of the delegating party

ANNEX 1

INSTRUCTIONS FOR COMPLETING AND TRANSMITTING

THE VOTING PROXY FOR REPRESENTATION IN THE SHAREHOLDERS' MEETING

The person entitled must request the depository intermediary to issue the communication for participation in the shareholders' meeting referred to in Article 83-sexies, Legislative Decree 58/1998)

- The proxy must be dated and signed by the delegating party
- Proxies may only be conferred for individual meetings, with effect also for subsequent meetings.
- In the case of co-ownership of shares, the proxy must always be signed by all co-owners

Method of transmission

The proxy must be received together with:

- copy of a currently valid identity document of the delegating party or
- if the delegating party is a legal person, a copy of a currently valid identity document of the legal representative pro tempore or of another person with appropriate powers, together with appropriate documentation attesting to the status and powers of the delegating party,

to the following email addresses: (i) ddelietovollaro@pec.grimaldilex.com; (ii) ddelietovollaro@grimaldilex.com, indicating in the subject line "Proxy Meeting Take Off 2022".

The proxy must be received no later than 12:00 noon on the day preceding the date of the Shareholders' Meeting. The proxy pursuant to Article 135-novies, Legislative Decree No. 58/1998 and the related voting instructions are always revocable within the deadline.

PRIVACY POLICY

I hereby authorise the processing of my personal data pursuant to Legislative Decree no. 196 of 30 June 2003 ("Personal Data Protection Code") and EU Regulation 2016/679 ("GDPR") and the communication of the same to Take Off S.p.A. for the purposes related to the holding of the Meeting.