

## CALLING OF THE ORDINARY SHAREHOLDERS' MEETING

We announce that the Notice of Call has been published on the Company's website ([www.erg.eu](http://www.erg.eu)) for the Ordinary Shareholders' Meeting convened on **20 April 2017** at 10.30 a.m., at Via San Luca 2, Genoa, at the offices of the Edoardo Garrone Foundation, in first call, and if required on **21 April 2017** same time and place, in second call, to discuss and resolve on the following

### Agenda

1. Annual Financial Statements for the period ended 31 December 2016 of the merged ERG Services S.p.A. and the Report on Operations; resolutions related and consequent thereto
2. Annual Financial Statements for the period ended 31 December 2016 of ERG S.p.A. and the Report on Operations; resolutions related and consequent thereto. Presentation of the Consolidated Financial Statements at 31 December 2016
3. Allocation of the year's result of ERG S.p.A.; resolutions related and consequent thereto
4. Determination of the remuneration of the members of the Board of Directors for the year 2017
5. Determination of the remuneration of the members of the Control and Risk Committee for the year 2017
6. Determination of the remuneration of the members of the Nominations and Remuneration Committee for the year 2017
7. Authorisation for the purchase and disposal of treasury shares subject to prior revocation of the previous authorisation approved by the Shareholders' Meeting on 3 May 2016
8. Remuneration Report pursuant to Article 123-ter of Legislative Decree no. 58 dated 24 February 1998

### Participation and representation

The Meeting may be attended by those persons for whom the Company has received notification from the authorised intermediary certifying, based on the relevant records as at close of business on **7 April 2017**, that they are holders of voting rights.

Holders of voting rights may be represented at the Shareholders' Meeting by way of written proxy drawn up in accordance with the laws in force.

In accordance with Article 135-undecies of Legislative Decree no. 58 dated 24 February 1998, the Company has designated Computershare S.p.A. as representative to whom holders of voting rights may deliver proxies containing voting instructions, using the specific form prepared for such purpose.

The proxy forms to be used are available on the Company's website ([www.erg.eu](http://www.erg.eu)) in the section "Corporate Governance/2017 Shareholders' Meeting" and will be sent to all parties that request them by calling +39 011-0923200.

### Documentation and information

The Notice of Call of the Shareholders' Meeting, provided on the Company's website, contains all the information and detailed instructions on the rights which may be exercised by Shareholders.

The full text of the proposed resolutions – together with the explanatory report – as well as all documents submitted to the Shareholders' Meeting will be place at the disposal of the public at the Company's registered office in Via De Marini 1, Genoa, on the Company's website ([www.erg.eu](http://www.erg.eu)) in the section "Corporate Governance/2017 Shareholders' Meeting", at the offices of Borsa Italiana S.p.A. and on the authorised storage platform eMarket Storage ([www.emarketstorage.com](http://www.emarketstorage.com)) within the terms required by current legislative and regulatory provisions.

