

## CALLING OF THE ORDINARY SHAREHOLDERS' MEETING

We announce that the Notice of Call has been published on the Company website ([www.erg.it](http://www.erg.it)) for the Ordinary Shareholders Meeting, convened on **24 April 2015** at 10:30 a.m., in Via San Luca 2, Genoa, at the offices of the Edoardo Garrone Foundation, in first call and, if required, on **27 April 2015**, 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 2014 and the Report on Operations; resolutions related and consequent thereto. Presentation of the Consolidated Financial Statements at 31 December 2014
2. Allocation of the net profit for the year; resolutions related and consequent thereto
3. Appointment of the Board of Directors
  - 3.1. Determination of the number of members of the Board of Directors
  - 3.2. Appointment of members of the Board of Directors
  - 3.3. Appointment of the Chairman of the Board of Directors
  - 3.4. Fixing of the fees payable to members of the Board of Directors for the year 2015
  - 3.5. Fixing of the fees payable to members of the Control and Risk Committee and the Nominations and Remuneration Committee for the year 2015
4. Authorisation to purchase and sell treasury shares
5. Long-Term Monetary Incentive Plan 2015 – 2017
6. Remuneration Report pursuant to article 123-ter of Legislative Decree No. 58 of 24 February 1998.

### Participation and representation

The Meeting may be attended by those persons for whom the Company has re-

ceived notification from the authorised intermediary certifying, based on the relevant records as at close of business on **15 April 2015**, 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 the Consolidated Finance Act, 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.it](http://www.erg.it)) in the section "Corporate Governance/2015 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 website, contains all the information and detailed instructions on the rights which may be exercised by Shareholders (submitting questions, adding points to the agenda, lodging lists for the appointment of directors).

The full text of the proposed resolutions – together with the explanatory reports – as well as all documents submitted to the Shareholders' Meeting will be placed 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.it](http://www.erg.it)) in the section "Corporate Governance/2015 Shareholders' Meeting", at the offices of Borsa Italiana S.p.A. and on the authorised storage platform Nis-Storage ([www.emarketstorage.com](http://www.emarketstorage.com)) within the terms required by current legislative and regulatory provisions.