

**CALLING OF THE ORDINARY AND EXTRAORDINARY 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 and Extraordinary Shareholders' Meeting convened on **3 May 2016** 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 **4 May 2016** same time and place, in second call, to discuss and resolve on the following

**Agenda****Ordinary Part**

1. Annual Financial Statements for the period ended 31 December 2015 and the Report on Operations; resolutions related and consequent thereto. Presentation of the Consolidated Financial Statements at 31 December 2015
2. Allocation of the net profit for the year; resolutions related and consequent thereto
3. Appointment of the Board of Statutory Auditors
  - 3.1. Appointment of the members of the Board of Statutory Auditors and the Chairman
  - 3.2. Determination of the remuneration of the Chairman and the other members of the Board of Statutory Auditors
4. Determination of the remuneration of the members of the Board of Directors for the year 2016
5. Determination of the remuneration of the members of the Control and Risk Committee for the year 2016
6. Determination of the remuneration of the members of the Nominations and Remuneration Committee for the year 2016
7. Authorisation for the purchase and disposal of treasury shares
8. Remuneration Report pursuant to article 123-ter of Legislative Decree no. 58 dated 24 February 1998

**Extraordinary Part**

1. Proposal to amend article 3 of the articles of Association

**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 **22 April 2016**, 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/2016 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 (submitting questions, adding points to the agenda, lodging lists for the appointment of the members of the Board of Statutory Auditors).

The full text of the proposed resolutions – together with the explanatory report – 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.eu](http://www.erg.eu)) in the section "Corporate Governance/2016 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.