

Ordinary Shareholders' Meeting
Single session on April 20th, 2017 at 11:00 a.m.

Directors' Report on the agenda

Directors' Report on item 3 of the agenda: “Appointment of the Board of Statutory Auditors.”

Dear Shareholders,

We remind you that the Board of Statutory Auditors of the Company, appointed with shareholders' resolution on April 24th, 2014, will expire with the Shareholders' Meeting to approve the financial statements as of December 31th, 2016.

In this regard, we remind you that the audit of the Company is entrusted to a Board of Statutory Auditors composed of 3 acting members and 3 substitute members. The statutory auditors shall remain in office for three years and may be re-elected. All the statutory auditors must be enrolled in the special register created pursuant to the law and have performed statutory auditing activities for a period of no less than three years. The statutory auditors must also possess the requirements established by the law and regulations as they stand at the time.

The appointment of the members of the Board of Statutory Auditors occurs in conformity with the provisions of article 18, letter D) of the Company's By-laws. In particular, shareholders, who represent, alone or together with other shareholders, at least 1% (percentage established by Consob with resolution no. 19856/2017) of the shares with voting rights at the ordinary shareholders' meetings.

Please refer to the Notice of Ordinary Shareholders' Meeting, published in compliance with the law, for specific information related to procedures and time limits for submission of lists for election of the Board of Statutory Auditors.

Therefore, we invite you to proceed with the appointment of the Board of Statutory Auditors Board according to the law and to the Company's By-laws.

Lissone, February 23rd, 2017

FOR THE BOARD OF DIRECTORS
The Chairman
Alberto Giussani

Ordinary Shareholders' Meeting
Single session on April 20th, 2017 at 11:00 a.m.

Directors' Report on the agenda

Directors' Report on item 4 of the agenda: *"Appointment of the Chairman of the Board of Statutory Auditors."*

Dear Shareholders,

We remind you that, pursuant to article 18 letter D) of the Company's By-laws, if two or more lists are presented, the Chairman of the Board of Statutory Auditors shall be the first acting auditor candidate, listed in progressive order, of the list which obtained the highest number of votes after the first list.

If only one list is presented or there are no lists, the Chairman of the Board of Statutory Auditors are appointed by the shareholders' meeting in compliance with the law and the Company's By-laws.

Therefore, we invite you to proceed to the appointment of the Chairman of the Board of Statutory Auditors according to the terms illustrated above.

Lissone, February 23rd, 2017

FOR THE BOARD OF DIRECTORS
The Chairman
Alberto Giussani

Ordinary Shareholders' Meeting
Single session on April 20th, 2017 at 11:00 a.m.

Directors' Report on the agenda

Directors' Report on item 5 of the agenda: *"Determination of the remuneration of the Board of Statutory Auditors."*

Dear Shareholders,

We remind you that, pursuant to article 18, letter B) of the Company's By-laws, the meeting has been called also to determine the remuneration of the Board of Statutory Auditors of the Company.

Therefore, we invite you to resolve on the matter according to the law and to the Company's Bylaws.

Lissone, February 23rd, 2017

FOR THE BOARD OF DIRECTORS
The Chairman
Alberto Giussani

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