

BIESSE S.p.A.
Share capital Euro 27,393,042 fully paid up
Registered office: Pesaro – Via Della Meccanica 16
Tax code/VAT no. and Pesaro-Urbino Company Register
No. 00113220412

Notification Convening an Ordinary and an Extraordinary Shareholders Meeting

The Shareholders are called to attend an Extraordinary and Ordinary Shareholders' Meeting in Pesaro, Via della Meccanica 16, at the registered office of **Biesse S.p.A.**, on **19 October 2010**, at 11.00 am, in first convocation, and alternatively, in second convocation on **20 October 2010** in the same place and at the same time in order to discuss and deliberate on the following

Agenda

Extraordinary part

1. Amendments to the Company Articles of Association also to meet the provisions of Legislative Decree no. 27/10 and the Rule governing Related-Party Transactions: in particular, changes to articles of association 10), 11), 16), 18 bis), 19 bis) and the introduction of article of association 19 ter).

Ordinary part

1. Amendment to the Rule governing Shareholders' Meetings to meet the provisions of Legislative Decree no. 27/10 involving articles 3, 9, 10, 18 and 19;
2. Deliberation regarding the use of treasury shares purchased in accordance with the buy-back plan approved by the Shareholders' Meetings of 21 January 2008 and 14 November 2009;
3. Incentive scheme reserved for the senior management of Biesse and of Group companies through the free conferral of treasury shares and of monetary bonuses; all discussions arising therefrom.

Requests made by shareholders to put items on the agenda

In accordance with Article 126 *bis* of Legislative Decree no. 58/98 one or more shareholders collectively representing at least one-fortieth of the share capital may request, within five days of the publication of this notification, to put items on the agenda, indicating in the request the proposed subjects to be discussed.

Right to attend meetings

In accordance with Article 11 of the Company Articles of Association and of Article 3 of the Rule governing Shareholders' Meetings adopted by Biesse S.p.A., those shareholders who have the right to attend the Shareholders' Meeting are those that have arranged for the requisite communication from the qualified

intermediary holding the shares to be delivered to the registered office of the Company. Those communications given for the first convocation are also valid for the subsequent convocations.

Information for shareholders

In accordance with Article 84 paragraph 2 of the Regulation approved by Consob with deliberation no. 11971 of 14 May 1999 and subsequent amendments (“Issuer Regulations”), it is stated that:

- The share capital is currently Euro 27,393,042 made up of 27,393,042 ordinary shares each of nominal value Euro 1;
- Each ordinary share has the right to one vote in respect of each share in ordinary shareholders’ meetings;
- At the date of notification of the Shareholders’ Meeting, the Company holds 486,359 treasury shares;
- Any shareholders having the right to participate in the Shareholders’ Meeting may be represented by written proxy in accordance with the provisions of enacted law, also by signing the proxy form at the bottom of the aforementioned communication from the qualified intermediaries; alternatively, the proxy form available on the Company website www.biessegroup.com in the *Investor Relations* section may be used.

The report of the Board of Directors regarding the proposals that are on the agenda of the Shareholders’ Meeting and the relevant documentation regarding the same will be available to the public in accordance with law at the registered office of the Company and at Borsa Italiana S.p.A. where shareholders may obtain copies. The documentation will also be available on the website www.biessegroup.com in the *Investor Relations* section.

Shareholders are requested to arrive at least one hour before the work of the Shareholders’ meeting is due to commence in order to facilitate the registration procedure.

**For the Board of Directors
The Chairman Roberto Selci**