



RenoDeMedici

Fully Paid-up Share Capital Euro 185,122,487.06
Milan Companies Register no. 00883670150
Milan, Viale Isonzo n. 25

NOTICE OF SPECIAL SHAREHOLDERS' MEETING FOR SAVINGS SHAREHOLDERS

Pursuant to Article 146 of Legislative Decree No. 58 of February 24, 1998, Savings Shareholders are called to a Special Meeting at the Office of Notary Condò in Milan, Via Manzoni n. 14, **at 3.00 p.m. on May 26, 2015**, in first call and, if necessary, on May 27, 2015 in second call and on May 28, 2015 in third call, at the same time and place, to discuss the following

Agenda

1. Approval of the work of the Common Representative for Savings Shareholders ending due to expiry of the term.
2. Appointment of the Common Representative for Savings Shareholders for the three-year period 2015-2016-2017 and any provisions with regard to expenses.
3. Determination of the remuneration of the Common Representative for Savings Shareholders.

INFORMATION RELATING TO THE SHARE CAPITAL AND SHARES WITH VOTING RIGHTS

It is stated that:

- a) the share capital at the date of publication of this notice is EUR 185,122,487.06, divided into 377,800,994 shares, subdivided as follows:
 - 1) 377,512,370 ordinary shares;
 - 2) 288,624 savings shares convertible into ordinary shares which, pursuant to Article 6 of the By-Laws, do not carry the right to vote at ordinary or extraordinary shareholders' meetings;
- b) each ordinary share gives the right to vote at Shareholders' Meetings;
- c) the Company does not hold any treasury shares.

ADDITIONS TO THE AGENDA

Pursuant to Article 126-bis of Legislative Decree 58/98, shareholders who, including jointly, represent at least one-fortieth of the share capital represented by shares with voting rights may request, within ten days from the date of publication of this notice, the addition of items to the agenda for discussion, indicating in the request the additional items proposed by them, or they may present proposals for deliberation on items already on the agenda. Questions should be submitted, in writing, by Shareholders proposing them by registered mail at the Company's registered office at Viale Isonzo n. 25, Milan, or by certificated email to address renodemedici@pec.rdmgroup.com with supporting documentation attesting to their entitlement. Within the aforesaid period of ten days and in the same manner, the proposing Shareholders must present a report on the matters proposed for consideration, or on the proposals for deliberation. No addition will be accepted in relation to matters on which the Shareholders' Meeting resolves, in accordance with the law, on the proposal of the directors or on the basis of a plan or report prepared by them. Any supplemented list of matters to be considered at the Shareholders' Meeting will be published at least fifteen days prior to the date set for the meeting, with the same publication procedures as this notice. Simultaneously with the publication of the notice of addition, the Company will make available to the public, in the

same forms, the report prepared by the requesting shareholders, accompanied by any assessments of the Board of Directors.

ENTITLEMENT TO PARTICIPATE AND PARTICIPATION PROCEDURES

Pursuant to Article 83-sexies of the CFA and Articles 8 and 9 of the By-Laws, entitlement to participate in the Meeting and exercise voting rights is certified by a communication to the Company, made by an qualified intermediary under the applicable rules, in conformity with its accounting records, in favour of the person holding the voting right, at the end of the seventh trading day preceding the date of the Meeting at first call (i.e. May 15, 2015).

Persons who become holders of shares after May 15, 2015 will therefore not be entitled to participate and vote at the Meeting.

Holders of any shares not yet dematerialized must deliver them in advance to a qualified intermediary for their inclusion in the centralized dematerializing management system pursuant to Article 17 of the Consob/Banca d'Italia Joint Communication of October 22, 2013, and request the transmission of the aforesaid communication.

Persons entitled to participate in the Meeting are requested to attend ahead of the time set for the meeting in order to facilitate registration operations, which will begin at 14.30 a.m.

Persons entitled to vote at the Meeting may be represented by another person on the basis of a proxy drawn up in writing or conferred electronically, pursuant to the legislation in force. The proxy form available from the registered office and from the Company's website www.renodemedici.it can be used for this purpose.

The proxy can be sent recorded delivery to the Company's registered office at Viale Isonzo n. 25, 20135 Milan, marked for the attention of the Legal Department or it can be sent electronically to the certified email address: renodemedici@pec.rdmgroup.com.

If the representative delivers or sends a copy of the proxy to the Company, he/she must declare on his/her own responsibility the proxy's conformity with the original and the identity of the delegating party.

The proxy can be conferred, with voting instructions for some or all of the resolutions of the items on the agenda, to Studio Segre S.r.l. with its registered office in via Valeggio n. 41, 10129 Torino, the Company's designated representative pursuant to Article 135-undecies of Legislative Decree 58/1998. The special proxy form, prepared by the designated representative, in accordance with the Company, available on the website www.renodemedici.it (Governance/Shareholders' Meetings section) must be used for this purpose. The original proxy for the designated representative, with the voting instructions, should reach the offices of Studio Segre S.r.l. with its registered office in via Valeggio n. 41, 10129 Torino, or by attaching it to an email to be sent to: segre@legalmail.it, by the end of the second day the market is open for trading prior to the date set for the Shareholders' Meeting, including at second and third calls (i.e. for the first call by May 22, 2015 or for the second call May 25, 2015 or 26 May 2015 for the third call). The proxy, conferred in this way is only effective for proposals in relation to which voting instructions have been issued. The proxy and voting instructions may be revoked within the same period as above.

The proxy form, with instructions for completion and transmission, are available at the registered office and on the Company's website www.renodemedici.it (Governance/Shareholders' Meetings section).

Any prior notification does not relieve the proxy during accreditation of access to the meetings from the obligation to prove the conformity of the notified copy to the original and the identity of the delegator.

The communication made to the Company by the intermediary certifying the entitlement to participate at the Meeting is necessary even in the event that the proxy is conferred upon the Company's designated representative. Consequently, the proxy must be regarded as invalid in the absence of the said communication.

RIGHT TO POSE QUESTIONS ON THE AGENDA ITEMS

Holders of voting rights are informed that pursuant to Article 127-ter of the CFA, questions may be posed in relation to matters placed on the agenda by delivering such questions by recorded-delivery letter to the Company's registered office or by sending a message to the certified e-mail address renodemedici@pec.rdmgroup.com, by the third day preceding the date set for the Meeting at first call. The answers will be provided during the Meeting and the Company will be entitled to replay together to the same questions.

DOCUMENTATION

It is hereby noted that at the same time as this notice was published the Report of the Board of Directors on the matters included in the agenda was put at the public's disposal by being lodged at the Company's registered office in Viale Isonzo n. 25, Milan and by being posted on the Company's website and on storage system Nis-Storage, with the possibility of obtaining a copy.

Milan, April 22, 2015

On behalf of the Board of Directors
The Chairman
Robert Hall