

Notice of Shareholders' Meeting

Holders of ordinary shares are hereby invited to attend the ordinary and extraordinary Shareholders' Meeting that will take place in Lainate, Viale Italia 77, on April 21st, 2009 at 10.30 a.m., at first call, and if necessary on April 22nd, 2009 at second call, at the same time and place, in order to discuss and vote upon the following

Agenda:

Ordinary part

1. Report of the Board of Directors on the year ended 31 December 2008; Financial Statements for the year ended 31 December 2008; inherent and consequent resolutions;
2. Resolutions according to articles 2357 and 2357-ter of the Italian Civil Code;
3. Appointment of the Board of Directors, upon prior definition of the number of its components; determination of remuneration for the Board of Directors, the Audit Committee and the Compensation Committee;
4. Appointment of the Board of Statutory Auditors and its Chairman; determination of the related remuneration;
5. Proposal for granting the Founder Dr Ing. Paolo della Porta an award for his career also through the free of charge assignment of SAES Getters treasury shares.

Extraordinary part

1. Proposal for the amendment of article 9 of the By-laws pursuant to Article 154-ter of Legislative Decree no. 58/98.

Integration of the Agenda by Shareholders

Pursuant to article 126-bis of Legislative Decree 58/98 ("Consolidated Finance Act"), Shareholders who own voting shares representing at least a fortieth of the voting capital, are entitled to request, within five days from the publishing of the present notice, the integration of the agenda, indicating in their request the additional items proposed. The integration of the agenda is not allowed on matters where the Shareholders' Meeting is called to approve, as required by law, upon the Board of Directors proposal, on the basis of a project or report issued by them.

The integrated agenda (if any) will be published in the same way of the present notice, at least ten days prior to the date established for the Meeting.

Documentation

All documents regarding the matters on the agenda required by law, will be made available to the public in due time at the registered offices of the Company and at Borsa Italiana S.p.A. The Shareholders are entitled to obtain a copy. The same documents will be published on the corporate web site www.saesgetters.com.

Participation at the Meeting

Shareholders holding ordinary shares will have the right to attend the Meeting, according to the rules established by current laws and regulation for the dematerialized shares centralized at Monte Titoli S.p.A.

The Company shall receive the communication issued by the authorized broker at least two days prior to the date established for the Meeting, as required by law. Shareholders are requested to show a copy of the communication above mentioned in order to facilitate the verification of their entitlement to attend the Meeting.

Shareholders are kindly invited to arrive in advance of the beginning of the meeting to facilitate the admission procedures.

Appointment of the Board of Directors and of the Board of Statutory Auditors

The appointment of the Board of Directors and of the Board Statutory Auditors will take place by slate voting.

Only those shareholders who, alone or together with other shareholders, own voting shares representing at least the 2,5% in the voting capital as determined by Consob in its Resolution no. 16779 dated January 27, 2009 are entitled to present lists for the corporate bodies' appointment.

Slates, in which candidates are marked with a progressive number, signed by submitting shareholders and deposited at the registered offices of the Company (please contact the Legal Department) at least fifteen days prior to the Shareholders' Meeting called to resolve on the appointment the Board of Directors at first call (by Monday, April 6th, 2009), must be filed with the documentation established by the relevant regulation and pursuant to Article 14 of By-laws, for Board or Directors election procedures and Article 22 for Statutory Auditors election procedures. Please refer to them for details. The By-laws are available at the registered offices of the Company and on the web site www.saesgetters.com - "Investor Relations/Corporate Governance/By-laws".

A Shareholder cannot submit or vote for more than one slate (in each election procedure), including through an intermediary or through trust companies. Each candidate may enroll in only one slate; failure shall result in disqualification. Slates, accompanied by information on candidates' characteristics are made available for consultation by the public at the registered offices as well as at the Borsa Italiana S.p.A. and on corporate web site, under the terms laid down by the applicable regulations.

Slates non conforming with the regulations in force and By-laws requirements will be considered as non submitted.

We remind that, pursuant to Article 147-ter, paragraph 3 of the Consolidated Finance Act, at least one director is selected from the Minority List that received the greatest number of votes and that it is not connected even indirectly with the Shareholders that presented or voted the list that ranked first for number of votes.

With reference to Consob communication no. DEM/9017893 dated February 26, 2009, containing recommendations on disclosures to the public on presentation of lists for the election of management and control bodies of listed companies, we recommend that Shareholders presenting a "minority list", together with the list, file a declaration confirming the absence of direct or indirect relations as per article 147-ter, paragraph 3, of the Consolidated Finance Act and article 144-quinquies of the Regulations concerning issuers published by Consob in resolution no. 11971 of 14/05/1999 as subsequently amended and supplemented (the "Issuers Regulation"), with Shareholders who, individually or jointly, possess a controlling or significant majority shareholding; such Shareholders are identifiable on the basis of filings on relevant shareholdings made pursuant to article 120 of the Consolidated Finance Act or disclosure on shareholders agreements made pursuant to article 122 of the Consolidated Finance Act (it is worth noting that for the time being the Company has no evidence of shareholders agreements being in place). This declaration should also indicate any specific relations, if significant, between the underwriting Shareholders and identified Shareholders who, individually or jointly, possess a controlling or significant majority shareholding according to the examples provided in said Consob communication, and the reasons why such relations are not considered relevant, or should indicate the absence of such relations.

For the election of Statutory Auditors we remind that slates must contain two sections, one with the name of candidates for the position of Statutory Auditor and the other with name of candidates for the position of Alternate Auditor. Pursuant to Article 22 of By-Laws, candidates with grounds for ineligibility or incompatibility and/or that do not possess the requirements or exceed the maximum number of positions laid down by law and by regulations in force cannot be included in any slate and be elected.

Considering that, pursuant to article 2400 last paragraph of Italian Civil Code, positions in administration and control already held in other companies by Auditors must be communicated to the Shareholders' Meeting at the election and before the acceptance of office, you are invited to submit a proper declaration to this extent together with information on personal and professional characteristics of candidates. We recommend to keep the documents updated until the date of the Meeting.

In accordance with the provisions of article 148, paragraph 2, of the Consolidated Finance Act a statutory member of the Board of Auditors elected by the minority shareholders pursuant to article 22 of By-Laws, will be elected by the minority shareholders who have no connection, not even indirectly, with the shareholders who submitted or voted for the slate that received the highest number of votes. To this end, in accordance to the provisions of article 144-sexies of the Issuers Regulation, shareholders, that are not the one that hold a majority shareholding, which would like to submit a slate for the appointment of Statutory Auditor must lodge, together with the slate a declaration stating there are none of the connection relationships with the latter, pursuant to article 144-quinquies of the Issuers Regulation.

Without prejudice to the obligation to file the declaration above required, with reference to Consob communication no. DEM/9017893 dated February 26, 2009, containing recommendations on disclosures to the public on presentation of lists for the election of management and control bodies of listed companies, in order to ensure higher transparency on the relationships between the Shareholders who present a Minority List and the controlling or relevant Shareholders, we recommend that Shareholders presenting a "minority list", together with the list, provide the following information:

- description of any relationship - if significant - existing with Shareholders who, individually or jointly, possess a controlling or significant majority shareholding, as identifiable on the basis of filings on relevant shareholdings pursuant to article 120 of the Consolidated Finance Act or disclosure on Shareholders agreements pursuant to article 122 of the Consolidated Finance Act (it is worth noting that for the time being the Company has no evidence of Shareholders agreements being in place); alternately, the absence of such relations should be specified;
- reasons why such relations are not considered relevant for the existence of the "link" relationships referred to in article 148, paragraph 2 of the Consolidated Finance Act and in article 144-quinquies of Issuers Regulation.

The Chairman of the Board of Directors
Dr. Ing. Paolo della Porta