

The present is the English translation of the Italian official report approved by the Board of Directors on March 13, 2012. For any difference between the two texts, the Italian text shall prevail.

Report of the Board of Directors drafted pursuant to Art. 125-ter, first paragraph, of the TUF, on the agenda of the Ordinary Meeting of the Shareholders of SAES Getters S.p.A., to be held at the company's offices in Viale Italia, 77, Lainate, on first call on April 24, 2012 at 10.30 am, and, if necessary, on second call on April 26 2012, at the same time and place.

ORDINARY BUSINESS

1st Item of the Agenda

Board of Directors' Reports on the year closed December 31, 2011; Statutory Auditors' Report; Financial Statements as of December 31, 2011, related resolutions; presentation of the Consolidated Financial Statements for the year closed December 31, 2011; proposal of dividend distribution; related and consequent resolutions

Shareholders,

you have been called for in ordinary session to deliberate and reach a resolution on the SAES Getters S.p.A. financial statements for the fiscal year closed on December 31, 2011, including also the Board of Directors' Management Report, the Statutory Auditors' Report, the independent auditors' Report, and the Certification of the Executive Officer in charge of drafting company and accounting documents, these documents shall be available to the public at the Company's Registered Offices in Lainate Viale Italia 77, at Borsa Italiana S.p.A. and online on the corporate website www.saesgetters.com by April 3, 2012. Please refer to the indicated documents for details about the Financial Statements for the year closed December 31, 2011. Also in consideration of the consolidated results for the year ended December 31, 2011, the high capitalization of the Company and the strong cash generation during the year 2011, we also submit to your approval the proposal to allocate the entire net profit, amounting to 1,971,693.36 Euro (subject to rounding) among the saving shares as full payment of the preferred dividend relating to the year 2011, and partial payment of the preferred dividend relating to the year 2009, pursuant to Article 26 of the company Bylaws. Please note that the company's legal reserve has already reached 20% of capital stock. The dividend would therefore be equal

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to 0.138549 Euro per savings share, in recognition as a preference dividend for the year 2011 and equal to 0.128668 Euro per savings share, as partial recovery of the preference dividend for 2009.

At the same time, insisting that there is no need to make provisions for legal reserve, we also submit to your resolution the proposal to distribute a portion of the available reserve of 8,819,987.60 Euro "Retained earnings", amounting to 13,367,552.06 Euro, payable in equal measure to the ordinary and savings shares in accordance with Article 26 of the company Bylaws, for an amount of 0.4000 Euro per savings share and 0.4000 Euro per ordinary share.

After said distribution, the reserve shall come to 4,547,564.46 Euro (excluding any rounding in the payment of net income).

The dividend shall be payable, as above mentioned, towards the ordinary and saving outstanding voting shares, thus excluding all shares in the Company's portfolio, as of May 4 2012 (coupon No.28); shares will negotiate ex dividend as from 30 April 2012

We also submit to your approval that any rounding-off that may be needed on any payment be charged on the "Retained earnings" reserve.

Now, therefore, we submit to your approval the following proposal of resolution

"The Meeting of the Shareholders of SAES Getters S.p.A., in ordinary session:

- having examined the data of the SAES Getters S.p.A. Financial Statement as of December 31, 2011, including the Board of Directors' Management Report, the Statutory Auditors' Report, the independent auditors' Report, and any additional documents required by Law;
- considering that the legal reserve has already reached 20% of capital stock;
- having acknowledged that the consolidated results for the year ended December 31, 2011, the high capitalization of the Company and the strong cash generation during the year 2011;

resolves

1) to approve the SAES Getters S.p.A. Financial Statements as of December 31, 2011

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- 2) to distribute the entire net profit, amounting to 1,971,693.36 Euro (subject to rounding) and to pay the preferred dividend equal to 0.138549 Euro per savings share, in full recognition as a preference dividend for the year 2011 and equal to 0.128668 Euro per savings share, as partial recovery of the preference dividend for 2009 pursuant to Article 26 of the company Bylaws.
- 3) to distribute a portion of the available reserve of 8,819,987.60 Euro "Retained earnings", amounting to 13,367,552.06 Euro, payable in equal measure to the ordinary shares and savings in accordance with Article 26 of the company Bylaws, for an amount of 0.4000 Euro per savings share and 0.4000 Euro per ordinary share reducing the reserve to 4,547,564.46 Euro (excluding any rounding in the payment of net income).
- 4) to order dividend payment starting on May 4, 2012, with coupon no. 28, shares will negotiate ex dividend as from 30 April 2012.
- 5) to charge any rounding-off that may be made on any payment on the "Retained earnings" reserve.
- 6) to appoint the Chairman, Deputy Chairman, and Chief Executive Officer, each in their separate function, to do anything which may be needed to fully execute said resolutions, through and by any power which may be deemed necessary or opportune to such end, none excluded, including through any third party, upon their discretion.

Please note that the financial statements are available at the company's headquarters in Lainate, Viale Italia 77, at Borsa Italiana, and on the company's website at www.saegetters.com, Investor Relations/Reports and Accounts.

Financial Statements shall also be handed out to the shareholders attending the general meeting of the shareholders.

Lainate, March 13, 2012

For the Board of Directors

Mr. Massimo della Porta

Chairman