

The present is an English translation of the Italian official call of SAES Getters S.p.A. Shareholders' Meeting.

For any difference between the two texts, the Italian text shall prevail.

SAES Getters S.p.A.

Registered office in Lainate (Milan), Viale Italia, 77

Fully paid up share capital Euro 12,220,000.00

Companies Registry of Milan, T.C. and VAT No. 00774910152

Website of the Company: www.saesgetters.com

Call of shareholders' ordinary meeting

The shareholders are convened to the ordinary meeting in single call at the offices of Lainate, Viale Italia 77, on 28 April 2015, at 10:30 a.m., to resolve upon the following

Agenda:

1. Report of the Board of Directors for the year ended 31 December 2014; financial statements as at 31 December 2014; relevant resolutions; presentation of the consolidated financial statements as at 31 December 2014; dividends distribution;
2. Appointment of the Board of Directors, following the Shareholders' resolution as to the number of the members thereof; determination of the remuneration for the Board of Directors pursuant to Art. 2389 of the Civil Code;
3. Appointment of the Statutory Auditors:
 - 3.1 Appointment of the Statutory Auditors for the period 2015-2017 and appointment of the Chairman of the Statutory Auditors;
 - 3.2 Determination of remuneration of Regular Auditors;
4. Remuneration report pursuant to Article 123-ter, paragraph 6 of Italian Legislative Decree no. 58/1998 and Article 84-quarter of Consob resolution no. 11971 of 14/5/1999 concerning the rules for issuers;
5. Proposal to authorise the Board of Directors pursuant to and for the purposes of Articles 2357 et sequitur of the Italian Civil Code and 132 of Italian Legislative Decree no. 58/1998, to purchase and dispose up to a maximum of no. 2,000,000 treasury shares; pertinent and consequent resolutions;

Presentation of draft resolutions/additions to the agenda

The Shareholders who, individually or jointly, represent at least one fortieth of the share capital with voting rights can request, within ten days from the publication of this notice (i.e. no later than 29 March 2015), to add points to the agenda, specifying in the request the additional points proposed, or submit draft resolutions on points already on the agenda of the Meeting.

The request, together with the notification establishing the ownership of the aforesaid stake requested issued by the intermediaries who keep the accounts on which the shares are recorded, must be submitted signed in the original, within the above term, at the registered office of the Company (Viale Italia, 77, Lainate (Milan) – for the attention of the Legal Department), together with information that allows to identify the proposing Shareholders (in this regard, please provide a telephone number of reference as well). Within the above deadline and with the same procedures, a report must be sent by the proposing Shareholders, stating the reasons of the draft resolutions on the new points whose discussion is proposed as an addition to the agenda or the reason related to further draft resolutions submitted on points already on the agenda. Any addition to the list of points on the agenda of the Meeting or to the presentation of further draft resolutions on points already on the agenda of this Meeting is reported by the Company, in the same form prescribed for the publication of this notice of call, at least fifteen days before the date set for the Meeting in single call. Together with the publication of the notice of additions to the agenda or of the presentation of further draft resolutions on the points already on the agenda, the above draft resolutions/additions, as well as their reports prepared by the Shareholders, accompanied by any assessment of the Board of Directors, will be made available to the public as indicated in Article 125-ter, subsection 1, of Italian Legislative Decree no. 58/1998.

The addition to the agenda is not allowed for the points on which the Shareholders' meeting deliberates, in accordance with the law, on a proposal by the directors or on the basis of a project or report prepared by them (different from that on the points on the agenda provided by Article 125-ter of Italian Legislative Decree no. 58/1998).

Appointment of Directors and Statutory Auditors

As regard the renewal of corporate offices, we remind you that pursuant to the Company's By laws said appointment shall be based on candidate lists submitted by Shareholders.

Shareholders are entitled to submit a list if, on the day the list is submitted, either independently or collectively with other Shareholders submitting the same lists, they are holders of at least 2.5% of the voting shares, as established by the Consob with Resolution No. 19109 of January 28, 2015.

Each Shareholder may submit, either individually or collectively with other Shareholders, only one list. Shareholders belonging to the same group, and Shareholders who enter into a voting pact, as defined in Art. 122 of the TUF (Legislative Decree No. 58/1998), may not submit nor vote for more than one list, including through a proxy or Trust. Any candidate included in more than one list shall be deemed ineligible.

Said lists, in which candidates must be listed with a progressive number, should be signed by the submitting Shareholders, and deposited with the Company's registered offices (to the attention of the Legal Department), at least 25 days prior to the day of the Meeting in single call (i.e., no later than Friday, April 3, 2015), or transmitted to the certified electronic mail account: saes-ul@pec.it, or alternatively via fax at number +39 02 93178250, including all the documentation required by the applicable laws and the provisions of Art. 14 of the Bylaws, on the procedures for the appointment of the Board of Directors, and Art. 22 of the Bylaws, on the procedures for the appointment of the Statutory Auditors. The Company's Bylaws is available on the corporate website at www.saesgetters.com - "Investor Relations – Corporate Governance – Company By Laws".

The lists, including information on the characteristics of the candidates, shall be published on the Company's website www.saesgetters.com and made available at the Company's registered offices – Viale Italia, 77 – Lainate (MI) and in the IINFO system on the website www.linfo.it at least 21 days before the date fixed for the meeting called to deliberate on the appointment of the Board of Directors and the Statutory Auditors (i.e. April 7, 2015).

Any list presented without complying with the regulatory and statutory provisions will be considered as not presented.

We remind you that, pursuant to Art. 147-ter, paragraph 3 of Legislative Decree no. 58/1998, at least one of the members of the Board of Directors is expressed by the minority list that has received the greatest number of votes and is not connected in any way, not even indirectly, with the shareholders who have presented or voted the list that has ranked first by number of votes.

As for the appointment of the Board of Auditors, we remind you that the lists must comprise two sections, one for the candidates for the position of statutory auditor and the other for the position of substitute auditor. The lists cannot include candidates for which grounds for ineligibility or incompatibility exist, or who are not in possession of the qualifications established by the applicable regulations, as recalled in Art. 22 of the Bylaws, or exceed the limits to the number of positions as established in the provisions of the law and regulations in force.

Considering that, according to article 2400, final paragraph, of the Italian civil code, the Meeting must be informed of the administration and control offices held by the Auditors in other companies on the appointment and before the acceptance of the assignment, you are invited to provide this information by a specific statement to be joined to the information annexed to the lists, with the recommendation to update it until the actual date of the Meeting that will make the appointment, during which any changes to the information provided must be communicated.

According to Art. 148, paragraph 2, of Legislative Decree no. 58/1998, the actual member of the Board of Auditors appointed by the minority pursuant to the provisions of article 22 of the Bylaws will be elected by the minority shareholders who are not connected in any way, not even indirectly, with the shareholders who have presented or voted the list that has ranked first by number of votes. For this purpose, and pursuant to article 144-sexies of the Regulations for Issuers approved by Consob resolution no. 11971 dated May 14, 1999, as subsequently amended ("Regulations for Issuers"), any shareholder other than the majority Shareholder who intends to present a list for the appointment of the Board of Auditors is obliged to file, simultaneously with the list, a declaration stating the nonexistence of links with the said Shareholder, pursuant to Art. 144-quinquies of the Regulations for Issuers.

You are warned that, pursuant to article 144-sexies, paragraph 5 of the Regulations for Issuers, if, within 25 days before the date established for the Meeting

in single call (therefore by April 3, 2015), one list only for the appointment of the Board of Auditors has been presented, or lists have been presented only by interlinked members according to the regulations in force, other lists can be presented until the third day after that of the expiration of the above-mentioned term (that is by April 6, 2015). In this case, the 2.5% minimum threshold for the presentation of the list, as indicated above, will be reduced by half.

You are also reminded that, pursuant to the regulations on balance between genders, the members of the Board of Directors and the Board of Auditors must be allocated in such a way that the less represented gender achieves (for the first term in compliance with the law) at least one fifth of the members of the Board of Directors and the Board of Auditors, with rounding off to the higher unit.

Right to ask questions on the points on the agenda

Those who have the right to vote can ask questions on the points on the agenda within three days from the date of the meeting (i.e., no later than 25 April 2015), by sending a registered letter with return receipt to the registered office (Viale Italia, 77, Lainate (Milan) – for the attention of the Legal Department), or by sending a registered letter with return receipt to the registered office by certified e-mail to the following address saes-ul@pec.it.

The questions must allow the identification of the Shareholder and must be accompanied by certifications establishing the right to vote; if the Shareholder requested his/her intermediary the notice to attend the shareholders' meeting, the request must indicate the references of the notice or at least the name of the intermediary.

The requests received before the Shareholders' Meeting are answered at the latest, during the shareholders' meeting, specifying that the answers printed on paper and made available at the beginning of the meeting are deemed to be provided during the meeting.

The right to speak and to vote in the Shareholders' Meeting

Those who are holders of voting rights at the end of the accounting day of the seventh day of open market before the date fixed for the Shareholders' Meeting in single call, i.e. 17 April 2015 (the so-called "record date"), and for which the Company received the related notification by the intermediary, have the right to speak and to vote in the Shareholders' Meeting. Therefore, those who will be the holders of the shares only after the record date men-

tioned above will not have the right to attend and vote at the Shareholders' Meeting.

The notification of the intermediary above must be received by the Company by the end of the third day of open market before the date fixed for the Shareholders' Meeting in single call (23 April 2015). If the notification is received by the Company after the deadline above, the party will have the right to speak and to vote in the meeting provided that the notification arrives by the beginning of the meeting works in single call. It should be recalled that the notification to the Company is carried out by the intermediary on request of the subject who has the right to vote.

Attendance and proxy voting

Each person who has the right to speak during the shareholders' meeting can be represented by written proxy in accordance with applicable law provisions, with the right to use for this purpose the proxy form available on the website: www.saesgetters.com or at the registered office. The proxy can be notified to the Company by sending to the certified e-mail address saes-ul@pec.it. Any prior notification does not exempt the proxy holder, in the accreditation for the attendance to the shareholders' meeting works, from the obligation to certify the conformity of the original notified copy and the identity of the appointor.

Appointed representative

The proxy can be granted, with voting instructions on the proposals concerning the points on the agenda, to Computershare S.p.A., with registered office in via Lorenzo Mascheroni n. 19, 20145 Milan, appointed if necessary by the Company pursuant to Article 135-undecies of Italian Legislative Law no. 58/1998, by signing the specific proxy form available, in printer-friendly version, on the website www.saesgetters.com or at the registered office of the Company or at the registered office above of Computershare S.p.A. The original proxy with voting instructions must be received by Computershare S.p.A. via Lorenzo Mascheroni n. 19, 20145 Milan, by the end of the second day of open market before the date fixed for the Shareholders' Meeting in single call, (i.e. no later than 25 April 2014). A copy of the proxy, accompanied by a statement that certifies its conformity with the original, may be sent in advance to the Appointed representative, within the above deadline, by telefax to no. +39 02 46776850 or as an attachment to an e-mail message to be sent to ufficiomilano@pecserviziotitoli.it. The proxy is effective only if voting instruc-

tions are given. The proxy and voting instructions can be revoked within the same deadline as above. The notification made to the Company by the intermediary, certifying the right to speak and to vote in the Shareholders' Meeting, is required even if the proxy is granted to the Appointed representative. Pursuant to the law, the shares for which the proxy was granted, partial or otherwise, are calculated for the regular forming of the Meeting and, if no voting instructions have been given, the shares are not counted in the calculation of the majority and of the capital share required for the approval of the resolutions. Information concerning the granting of the proxy to Computeshare S.p.A. (that you can call for any further explanation at no. +39 02 46776811) is made available within the specific proxy form above.

Share capital and shares with voting rights

The share capital amounts to Euro 12,220,000.00 divided in 14,671,350 ordinary shares, and 7,378,619 saving shares all without par value Each ordinary share gives one voting right in the Meeting.

Shareholders' Meeting documents

At the registered office of the Company (Viale Italia, 77 – Lainate (Milano) as well as at the website www.saesgetters.com and in the IINFO system on the website www.info.it, the following will be made available to the public:

I. 19 March 2015:

the report of the Board of Directors related to the Appointment of Directors and Statutory Auditors;

II. 7 April 2015:

- i) the annual financial report and the other documents set forth in Article 154-ter of Italian Legislative Decree 58/1998 and therefore, the draft financial statements and the consolidated financial statements as at 31 December 2014, accompanied by the reports of the Board of Directors, of the Statutory Board of Auditors and of the Auditing firms Deloitte & Touche S.p.A.;
- ii) the annual Report on Corporate Governance and Ownership Structure;
- iii) the Remuneration report, as well as
- iv) the Report of the Board of Directors related to the authorisation of the Board of Directors to purchase and dispose up to a maximum of 2,000,000 treasury shares;



III. 13 April 2015:

i) the documents concerning the financial statements of the subsidiaries companies will be made available to the public at the registered office.

Chairman of the Board of Directors

Massimo della Porta