

*The present is the English translation of the Italian official report approved by the Board of Directors on March 14, 2018. For any difference between the two texts, the Italian text shall prevail.*

**Directors' Report drawn up pursuant to article 123-ter of the Consolidated Finance Law and article 84-quater of CONSOB resolution no.11971 of 14/05/1999, on item 4 of the agenda (ordinary part) of the Ordinary and Extraordinary Meeting of the Shareholders of SAES Getters S.p.A. convened on single call for 24 April 2018 at 10.30 at the registered office of the Company in Lainate, Viale Italia 77.**

**Remuneration Report pursuant to article 123-ter, paragraph 6 of Italian Legislative Decree no.58/1998 and article 84-quater of CONSOB resolution no.11971 of 14/05/1999 concerning the regulations for issuers.**

Dear Shareholders,

This Remuneration Report, drawn up pursuant to article 123-ter of Italian Legislative Decree no.58/1998 (“Consolidated Finance Law”) and article 84-quater and related Annex 3A, Schedule 7-bis of CONSOB resolution no.11971 of 14/5/1999 concerning the regulations for issuers, aims to provide shareholders, investors and the market with a clear and complete illustration of the remuneration policy of the members of the Board of Directors, the Board of Statutory Auditors and the Executives with Strategic Responsibilities of the Company.

The Report was prepared in compliance with the abovementioned legal and regulatory provisions issued by CONSOB, as well as in compliance with the recommendations stated in the amended principles and application criteria of the Corporate Governance Code of listed companies, issued by the Corporate Governance Committee of Borsa Italiana S.p.A. in July 2015.

We wish to inform you that the 2018 Remuneration Policy (which is represented by Section I) was approved by the Board of Directors on 15 February 2018.

On 14 March 2018, on the proposal of the Remuneration and Appointment Committee (which had discussed the policy in its meeting of 25 January 2018 and 14 March 2018), the Board of Directors, having consulted the Board of Statutory Auditors, approved the Remuneration Report, which is divided into the following sections:

- Section I, which illustrates the Company’s Policy in relation to the remuneration of the members of its Board of Directors, the General Managers and the Executives with Strategic Responsibilities for the subsequent financial year (2018) and the procedures used for the adoption and implementation of this policy;

- Section II, which provides an adequate representation of each of the items that make up the remuneration – according to the standard established by CONSOB – with an indication of the individual names for the remuneration paid to the Directors and Auditors, but in aggregate form for the remuneration paid to Executives with Strategic Responsibilities; it analytically illustrates the remuneration paid during the financial year of reference for any reason and in any form by the Company and by its subsidiary or associated companies, identifying any components of the aforesaid remuneration that concern activities carried out in years prior to the financial year of reference and also highlighting the remuneration to be paid in one or several subsequent financial years for the activities carried out during the financial year in question, with a possible indication of an estimated value for the components that are not objectively quantifiable in the financial year of reference.

Furthermore, Section II contains information on the shares held in the Company and in its subsidiaries by the members of the administration and control bodies, by Executives with Strategic Responsibilities, by spouses who are not legally separated and by minor children, in compliance with the provisions of article 84-*quater*, paragraph 4, of the Regulations for Issuers.

The Report has been made available to the public at the registered office of the Company in Lainate, Viale Italia 77, as well as on the Company website, <https://www.saesgetters.com/investor-relations/area-investors/shareholders-meeting>.

Finally, we wish to remind you that, pursuant to article 123-ter of the Consolidated Finance Law, the Board of Directors has summoned you, and the Meeting of Shareholders is called upon to pass resolution on the first section of the Remuneration Report, by casting a non-binding affirmative or negative vote.

Now, therefore, we submit the following resolution proposal for your approval:

*“The Ordinary Meeting of the Shareholders of SAES Getters S.p.A.:*

*- having acknowledged the information received;*

*resolves*

*1. to approve the first section of the Remuneration Report drawn up pursuant to article 123-ter, paragraph 6 of Italian Legislative Decree no.58/1998 and article 84-*quater* and related Annex 3A, Schedule 7-bis of CONSOB resolution no.11971 of 14/05/1999 concerning the regulations for issuers.*

*The present is the English translation of the Italian official report approved by the Board of Directors on March 14, 2018. For any difference between the two texts, the Italian text shall prevail.*

*2. to authorise the Chairman and the Vice-Chairman and Managing Director, jointly and severally, to complete the formalities required by the laws in force, as well as to take all the necessary action to fully implement the resolution stated above, granting them all the powers necessary and appropriate for this purpose, none excluded, as well as the powers to delegate third parties”.*

Lainate, 14 March 2018

for the Board of Directors

Mr. Massimo della Porta  
Chairman

*The present is the English translation of the Italian official report approved by the Board of Directors on March 14, 2018. For any difference between the two texts, the Italian text shall prevail.*

## **SAES Getters S.p.A.**

### **FIRST SECTION OF THE REMUNERATION REPORT**

Drawn up pursuant to article 123-*ter*, paragraph 3, of Italian Legislative Decree no. 58/1998 and article 84-*quater* and related Annex 3A, Schedule 7-*bis* - section I of CONSOB resolution no. 11971/1999 on Regulations for Issuers.

## **SAES GETTERS S.p.A.**

# **Remuneration Policy for Strategic Resources 2018**

### **Introduction**

The remuneration of directors and other Executives with Strategic Responsibilities within SAES Getters S.p.A. (hereinafter "**SAES**" or the "**Company**") is determined to be in amount sufficient to attract, motivate and retain qualified professionals with the (managerial and technical) skills required to successfully manage the Company.

The Company defines the general policy on remuneration annually (the "**Policy**"), which summarises the principles and procedures that the SAES Group (as defined hereafter) abides by, in order to:

- **allow for the correct application** of remuneration practices as defined hereafter;
- guarantee an adequate level of **transparency** with regard to remuneration policies and the amounts paid out;
- encourage the **proper involvement** of competent company bodies in the assessment and approval of the remuneration Policy.

The Policy has been drawn up in light of the recommendations contained in article 6 of the Corporate Governance Code of Borsa Italiana S.p.A., as amended in July 2015, adopted by SAES, taking into account the provisions of article 123-ter of Italian Legislative Decree no.58 of 24 February 1998, as subsequently amended (the "Consolidated Finance Law"), article 84-*quater* of the CONSOB Regulation approved with resolution no. 11971 of 14 May 1999, as subsequently amended (the "Regulations for Issuers") and Annex 3A to the Regulations for Issuers, Schedule 7-*bis*. The Policy is also drafted in compliance with the provisions contained in the procedure for transactions with related parties, approved by the Board of Directors of the Company on 11 November 2010, pursuant to the regulations adopted by CONSOB with resolution no. 17221 of 12 March 2010, as subsequently amended and supplemented.

The Policy is applied to Directors and Executives with Strategic Responsibilities, as described in more detail hereafter.

Several terms used frequently are defined in the following Glossary:

***Code/ Corporate Governance Code:*** the Corporate Governance Code of listed companies as amended in July 2015 by the Corporate Governance Committee and promoted by Borsa Italiana S.p.A.

***Remuneration and Appointment Committee:*** the Committee for Remuneration and Appointments set up by the Company in implementing article 6 of the Code.

***Executive Directors or Directors performing special duties:*** the Directors of SAES Getters S.p.A. holding the offices of Chairman or Managing Director.

***Non-executive Directors and/or independent Directors and/or directors without special duties:*** all the Directors of SAES Getters S.p.A. appointed by the Meeting of Shareholders and the Directors in other Companies of the SAES Group that are also Executives of the Group.

***Executives with Strategic Responsibilities:*** those that hold organisational offices that have the direct or indirect power and responsibility to plan, direct and control the activities of the Company, including the directors (be they executive or otherwise) of the Company and also including statutory members of the Board of Statutory Auditors, as defined by the regulation adopted by CONSOB with resolution no. 17221 of 12 March 2010, as subsequently amended and supplemented, on transactions with related parties.

***Group or SAES Group:*** the group of companies controlled by or connected to SAES pursuant to article 2359 of the Italian Civil Code.

***GAE:*** the fixed gross annual earnings component for employees.

***MBO (Management by Objectives):*** indicates the annual variable component of remuneration paid to executives based on the achievement of predefined company objectives (for directors with executive responsibilities).

***PFS (Partnership for Success):*** means the annual variable component of remuneration (on target bonus of 40% of the base salary), based on the achievement of pre-defined business objectives for Executives with Strategic Responsibilities.

***LTI Plan:*** indicates the “Long Term Incentive” Plan as illustrated in paragraph 7 of this Policy, with regard to executive directors, and in paragraph 9, with regard to Executives with Strategic Responsibilities (excluding members of the Board of Statutory Auditors). The payment of this long-term variable remuneration component is deferred by three years.

***Variable Remuneration:*** remuneration connected with the attainment of annual and long-term objectives, a relevant part of which (LTI Plan) is paid in a deferred way, as required by the Code. The MBO/PFS and the LTI Plan constitute the total Variable Remuneration.

***Yearly Total Direct Compensation Target:*** indicates the sum (i) of the fixed gross annual earnings component; (ii) the variable gross annual earnings component that the executive would receive in case of achievement of objectives (MBO/PFS); (iii) the annualisation of the medium/long term gross variable component (LTI Plan) that the executive has a right to receive in case of the achievement of medium/long term objectives.

## **1. Principles and objectives**

The Company defines and applies a Policy on remuneration on annual basis.

The main objective of the aforesaid Policy is to attract, motivate, and retain the resources with the professional characteristics required to achieve the objectives set by the Group, which is operating in increasingly more complex, diverse, and highly-competitive technological markets, while also taking into account the dynamics of the labour market.

In recent years the "business model" of the SAES Group has undergone and undergoes considerable changes. This has required and still requires a continuous alignment of its Remuneration Policies. More specifically, the Company operates through its Business Units in multiple international markets, in different technological environments and, although its Headquarters are located in Italy, the Group management involves a specific multi-business approach with different speeds depending on the business/market, requiring complex skills and a strong cultural and managerial flexibility.

The Policy has been defined in order to align the interests of the top management with those of the shareholders, and is designed to pursue the prime objective of creating sustainable assets in the medium/long-term. A fundamental aspect of said objective is represented by the consistent and compliant observance, over time, of the core principles of this Policy.

Therefore, the most important aspect in determining remuneration is the creation of mechanisms that create a strong identification with the Company and are appropriate to the reality of the global reference market and ensure organisational stability.

The 2017 Remuneration Policy did not differ substantially from the Policy defined by the Company in the previous year.

## **2. Remuneration and Appointment Committee**

The Board of Directors set up the Compensation Committee now the Remuneration and Appointment Committee within the Board on 17 December 1999 with consulting and proposal functions. In particular, in compliance with Article 6 of the Corporate Governance Code entitled "Remuneration of Directors", the Remuneration and Appointment Committee, as far as the management of remuneration issues is concerned:

- 1) draws up and defines a Remuneration Policy and submits it to the Board of Directors for approval;
- 2) periodically evaluates the adequacy, the overall coherence and the practical application of the Policy on the remuneration of directors and Executives with Strategic Responsibilities and provides the Board of Directors with proposals and opinions with regard to the policies adopted by the Company with regard to remuneration, based on the information provided by the Executive Directors, and suggesting improvements, where needed;

- 3) examines the proposals on the remuneration of Executive Directors and Executives with Strategic Responsibilities;
- 4) expresses opinions or submits proposals to the Board of Directors on the remuneration of directors vested with special duties, taking into account the Policy;
- 5) verifies the accuracy and correct application of remuneration criteria for the Company's Executives with Strategic Responsibilities and their consistency over time;
- 6) proposes and collaborates in establishing objectives (targets) with regard to the variable remuneration plans for executive directors;
- 7) verifies the achievement of the variable remuneration target defined for Executive Directors;
- 8) verifies the application of the resolutions taken by the Board of Directors with regard to remuneration.

At present, the Remuneration and Appointment Committee, as regulated by Article 6.P.3 of the Corporate Governance Code, is made up of independent directors and non-executive directors, namely the following members: Gaudiana Giusti (independent director), Luciana Rovelli (independent director) and Adriano De Maio (non-executive director<sup>1</sup>). All members of the Remuneration and Appointment Committee possess extensive experience in economics/finance and remuneration, which is assessed by the Board of Directors at their time of appointment

The meetings of the Remuneration and Appointments Committee are recorded in the Report on Corporate Governance, which is to be referred to for further information.

### **3. Procedure for the definition, approval, and implementation of the Policy**

The Policy is defined following a transparent process in which the Remuneration and Appointment Committee and the Board of Directors play a leading role.

The Board of Directors, upon proposal by the Remuneration and Appointment Committee, defines and approves the Policy.

The Remuneration and Appointment Committee, in carrying out its tasks, ensures that there are suitable functional and operational connections with the competent Company structures. In particular, the Company's Human Resource Department, with the assistance, where needed, of specialised consulting firms identified and independently chosen by the Remuneration and Appointment Committee, provides the Remuneration and Appointment Committee with all the information and analyses it requires.

The Chairman of the Board of Statutory Auditors or other auditor appointed by the Chairman attends the meetings of the Remuneration and Appointment Committee. Such meetings can be attended also by the other Statutory Auditors.

---

<sup>1</sup> Independent Director pursuant to the combined provisions of articles 147-ter, paragraph 4, and 148, paragraph 3, of the Consolidated Finance Law.



Once defined, the proposed Policy drafted by the Remuneration and Appointment Committee is submitted for the approval of the Board of Directors, who may make the amendments or alterations it may deem necessary.

The Board of Directors, having consulted the Statutory Auditors and keeping in mind the observations and proposals of the Remuneration and Appointment Committee, reaches a final resolution on the Policy and approves the remuneration report detailed in the paragraph below.

The Remuneration and Appointment Committee approved the proposed Policy for the year 2018 on 25 January 2018. During this meeting the Committee evaluated the adequacy, the overall coherence and the practical application of the 2017 Policy compared to the measures implemented by the Company.

The Board of Directors approved the Policy for the year 2018 on 15 February 2018.

Based on the Policy, the following items are approved:

- by the Board of Directors: the remuneration and contract proposals for Executive Directors at the time the powers are conferred to them, according to company practice, as well as any amendment or adjustment, if needed;
- by the Company's Human Resources Department, with the approval of Executive Directors: the remuneration adjustment proposals for the Executives with Strategic Responsibilities (excluding regular members of the Board of Statutory Auditors);
- by the Shareholders: the remuneration of the Board of Statutory Auditors (please see paragraph 11 below in this regard).

#### **4. Transparency**

The Policy is part of the Remuneration Report to be submitted annually to the Meeting of Shareholders pursuant to article 123-*ter* of the Consolidated Finance Law, which must be drafted in compliance with the provisions of article 84-*quater* of the Regulations for Issuers and with Schedule 7-*bis* and 7-*ter*, contained in Annex 3A to the Regulations for Issuers (the "**Remuneration Report**"). The Remuneration Report, in Section II, also includes (i) an indication of the remuneration of the members of the control and management bodies, general managers, if any, and, collectively, the Executives with Strategic Responsibilities, (ii) reports the shares owned by the members of the managing or control bodies, by general managers and Executives with Strategic Responsibilities in the Company and in the Group. The Remuneration Report is made available to the public at the Company's registered offices, on the Company website, and on the authorised storage mechanism (INFO STORAGE) at least 21 days before the annual Meeting of Shareholders, generally coinciding with the meeting for the approval of the financial statements, so as to allow the Shareholders to express their non-binding vote to approve or disapprove the Policy. The results of the vote of the Shareholders on the Policy must be made available to the public on the Company website no later than 5 days after the meeting has taken place.

The Remuneration Report remains at the disposal of the public on the Company website in compliance with current regulations.

## **5. The Remuneration of Directors - general guidelines**

In the Board of Directors a distinction can be made between:

- (i) executive directors;
- (ii) non-executive and/or independent directors.

There may also be directors vested with special duties (as the members of the Remuneration and Appointment Committee or the Audit and Risk Committee, the directors forming part of the Supervisory Body, the Lead Independent Director, and the members of the Committee for Transactions with Related Parties).

On the date of approval of this Policy, the directors are:

- executive directors: Chairman of the Board of Directors, Massimo della Porta (who also holds the office of Chief Technology and Innovation Officer as well as Group CEO) and the Managing Director, Giulio Canale (who also holds the office of Chief Financial Officer as well as Deputy CEO);
- non-executive directors: all the remaining directors, and namely, Stefano Proverbio, Luciana Rovelli, Adriano De Maio, Alessandra della Porta, Luigi Lorenzo della Porta, Andrea Dogliotti, Pietro Mazzola, Roberto Orecchia (Lead Independent Director) and Gaudiana Giusti.

The Shareholders of SAES on 28 April 2015, on the occasion of the appointment of the Board of Directors, defined the compensation to be paid out pursuant to article 2389, paragraph 1, of the Italian Civil Code, as remuneration for its directors, entrusting the Board of Directors with the task of splitting said total amount among its members.

In particular, the overall gross annual earnings was established by the Shareholders at EUR 120,000.00, and was subdivided by the Board of Directors in the meeting following their appointment, as follows:

- EUR 10,000 per director; and
- EUR 20,000 for the Chairman of the Board of Directors.

This amount has remained unchanged since 2006.

In this regard, the Remuneration and Appointment Committee, after careful evaluation and having taken into account the data collected on the average annual remuneration of directors of listed companies in the STAR segment (which is considered a benchmark for the Company), recommends an increase in the annual remuneration of the Board of Directors that – for the same number of Directors (11) - is suggested to be raised to a total of EUR 230,000.00, thus making it possible to assign the annual remuneration of EUR 30,000.00 to the Chairman and the annual remuneration of EUR 20,000.00 to each other director.

The Board (essentially repeating the resolution of the meeting of shareholders dating back to 2006 and confirmed in 2009 without variation) also established the following remuneration for the committees within the Board of Directors:

- EUR 9,000 per member of the Audit Committee and EUR 16,000 for its Chairman;
- EUR 4,000 per member of the Remuneration and Appointment Committee and EUR 7,000 for its Chairman;
- no additional remuneration was to be paid to the members of the Committee for Transactions with Related Parties.

The Board determined the following yearly remuneration:

- EUR 16,000 to the independent directors part of the Supervisory Body;
- EUR 20,000 to the Lead Independent Director.

The Remuneration and Appointment Committee, after having commissioned the analysis on the positioning of non-executive directors of SAES Getters S.p.A. on the market, is of the opinion that, in order to bring the Company closer to the typical remuneration of the market, the following remuneration would be the most appropriate for the offices held in the new mandate:

- Independent director who is a member of the Supervisory Body; an increase from EUR 16,000 to EUR 18,000;
- Independent director who is the Chairperson of the Supervisory Body; an increase from EUR 16,000 to EUR 20,000;
- Lead Independent Director: an increase from EUR 20,000 a EUR 25,000
- Annual remuneration for Directors participating in Committees:
  - Chairperson of the Audit and Risk Committee: increase from EUR 16,000 to EUR 17,000
  - Members of the Audit and Risk Committee: increase from EUR 9,000 to EUR 10,000
  - Chairperson of the Remuneration and Appointment Committee: increase from EUR 7,000 to EUR 15,000
  - Members of the Remuneration and Appointment Committee: increase from EUR 4,000 to EUR 10,000

The decision is referred to the Board that will be appointed by the Meeting of Shareholders of 24 April 2018. Directors are also entitled to reimbursement for any expenses incurred in connection with their roles.

In line with best practices, an insurance policy, the so-called D&O (Directors and Officers) Liability is entered into, covering for third-party liability of corporate bodies acting in their capacity as directors or officers. This insurance policy is aimed at holding the Group harmless from the losses deriving from any damages connected and attributable to the events foreseen in the applicable National Collective Labour Agreement and as defined in the relevant provisions of the appointment contract, excluding any wilful misconduct or gross negligence.

Furthermore, in line with best practices, non-executive directors are not entitled to a variable remuneration adjustment, nor are they entitled to any stock-based remuneration plan.

## **6. Remuneration of Executive Directors (Chairman and Managing Director)**

The Remuneration and Appointments Committee submits proposals and/or opinions to the Board of Directors on the remuneration to be attributed to executive directors.

The remuneration of executive directors is comprised of the following elements:

- a fixed component of gross annual earnings;
- a variable component divided into two parts:
  - ✓ one payable annually (MBO), to which directors are entitled upon the achievement of pre-defined company objectives;
  - ✓ a medium/long-term component with deferred payment (LTI Plan).

The Company believes that remuneration should be connected to company performance. Nevertheless, the competitive aspect of remuneration should not be based on an excessive emphasis on short-term results alone, but rather on a balanced middle-ground between fixed and variable remuneration, avoiding unbalanced highs or lows that would hardly be justified in a business where the success of the Company is not always directly linked to short-term performance.

The fixed component is determined proportionally to the range of the tasks to which each executive is appointed and the responsibilities undertaken, and it must also reflect the experience and competence of each executive director, so as to justly compensate the position, efforts, and performance even in case the Company's objectives are not achieved due to causes beyond the control of the executive directors (i.e. adverse market conditions). Equally important is the consistency with which the Policy is applied through time, to ensure the necessary organisational stability.

In determining the remuneration and its single components, the Board of Directors takes into account the scope of the appointments conferred upon the executive directors and the related seniority in holding the office. In particular, remuneration is determined based on the following criteria:

- a) the fixed component weighs upon the Yearly Total Direct Compensation Target in a generally adequate and sufficient measure, in order to avoid excessive fluctuations which could not be justified in light of the labour market structure indicated above and the specific nature of the technological business in which SAES Group operates;
- b) the (yearly) MBO target incentive, assigned to executive directors upon achieving company objectives, may represent a significant component of remuneration, but it may not exceed the total amount of the fixed gross annual earnings component/GAE;
- c) all payments are payable only after the approval by the Shareholders of the relevant financial statements.

The executive directors who hold positions on the Board of Directors of the subsidiaries do not receive any remuneration in addition to the remuneration described in this Policy.

Please refer to section 7 below for a more detailed description of the MBO and LTI Plan.

For executive directors (not under managers labour agreements), the Board of Directors generally provides for the following, with the purpose of ensuring comparable work conditions as those provided by the Law and/or by the National Collective Labour Agreement to the Italian managers of the Group and the most appropriate market benchmarks:

- Directors' Severance Indemnity ("TFM") pursuant to article 17, paragraph 1, letter c) of the Consolidated Text of the Laws on Income Tax ("T.U.I.R.") no. 917/1986, having similar characteristics to those typical of regular termination Severance ("TFR") pursuant to article 2120 of the Italian Civil Code, due, pursuant to the Law, to the Italian managers of the Group, inclusive of all contributions borne by the employer, normally payable to social security Institutes or Funds for manager-level employment contracts. The Directors' Severance Indemnity was regularly instituted by the Shareholders of SAES Getters S.p.A. on 27 April 2006, and by the subsequent meetings for their appointment (21 April 2009, 24 April 2012 and 28 April 2015). The Chairman and the Managing Director are entitled to such Severance Indemnity, as well as additional directors with operative/executive appointments, as indicated by the Board of Directors, after having examined the remuneration and social contribution status of each director.

The institution of Directors' Severance Indemnity is aimed at obtaining, upon retirement, a sufficient retirement fund – in line with Italian and international standards, which is conventionally fixed at 50% of the last salary received.

The resolutions relating to the Directors' Severance Indemnity were implemented by the stipulation/purchasing of a Directors' Severance Indemnity insurance policy, with a leading insurance company, in the name of the Company, in compliance with the requirements of law, funded by an annual premium of an amount equal to the accrual for severance indemnity, in order to reach company objectives. Said provision is at 20% of the fixed and variable remuneration paid to directors, as resolved by the Board of Directors pursuant to article 2389 of the Italian Civil Code.

- an insurance policy covering work and non-work related injuries, with premiums paid by the Company;
- indemnity for permanent invalidity or death caused by illness;
- health insurance;
- additional benefits typically awarded to top managers.

Please refer to the special Report of the Directors to the Meeting of Shareholders of 24 April 2018 for the proposal to amend the TFM.

As of the date of validity of this Policy, the Company has no incentive plans based on financial instruments.

The Board of Directors, upon the request of the Remuneration and Appointment Committee, may award discretionary bonuses to Executive Directors and Executives with Strategic Responsibilities for specific exceptional operations, in terms of strategic relevance and consequence that have an impact on the Group's results.

An analysis of the positioning, composition, and, more generally, of the competitiveness of the remuneration of Executive Directors is carried out by the Remuneration and Appointment Committee and by the Board of Directors, with the assistance, where needed, of external consultants with proven and specific expertise in the field, and ascertained independence.

## **7. MBO and LTI Plan**

7.1. The annual variable component of remuneration (“**MBO**”) requires an evaluation of the executive's performance on a yearly basis. The MBO objectives for executive directors are established by the Board of Directors, in line with the Policy, upon a proposal by the Remuneration and Appointment Committee, and are connected with the performance, on an annual basis, of the Company and the Group.

Accrual of the annual variable component is subject to the achievement of the “EBITDA” parameter.

In particular, the amount of MBO awarded to executive directors may never amount to more than 100% the fixed component of gross annual earnings/GAE. In order to contribute to the attainment of medium/long-term interests, in 2009 the Group adopted a medium/long-term incentive system connected with the achievement of the objectives contained in the three-year strategic plan, i.e. the LTI Plan.

If the objectives of said three-year strategic plan are achieved, the executive directors participating in such objectives accrues an LTI incentive determined as a percentage of the fixed component of gross annual earnings/GAE awarded at the time in which his/her participation in the LTI Plan was established. This medium/long-term variable component based on a target can in no case be in excess of 100% of the fixed component of gross annual earnings/GAE upon reaching the target. Should results not only reach but go beyond the target, the incentive shall increase up to a maximum cap of 200% of the fixed component of gross annual earnings/GAE.

Payment of this incentive is deferred to the last year of the three-year period. Payment is subject to the Shareholders' approval of the financial statements for the relevant year.

With regard to the variable components of the remuneration of Executive Directors, please note that the Remuneration and Appointment Committee draws up and presents the MBO objectives to the Board of Directors, on an annual basis, and, during the following year, assesses the performance of each executive director in order to verify the attainment of the MBO objectives of the previous year.

The Remuneration and Appointment Committee is also in charge of proposing the target goal of the LTI Plan to the Board of Directors, upon presentation and approval of the three-

year plan, and on its expiry shall carry out a verification of the performance of the executive order to define the achievement of the LTI Plan.

In the event that the entitlement threshold of the objectives is not reached, the director in question receives no incentive, or even a pro-rata share, of the LTI Plan.

The LTI Plan is also aimed at promoting retention: in case of termination of the mandate, for any reason, before the end of the three-year period, directors cannot claim any right over the LTI Plan, and consequently the three-year incentive, and even a pro-rata share thereof, will not be paid out.

7.2. In accordance with the principles and purposes of the Remuneration Policy, the Remuneration and Appointment Committee performed an investigation into the drafting of a proposal for an additional incentive plan that aims to remunerate its beneficiaries chosen from among the Executive Directors, executives that both, hierarchically, report directly to the Executive Directors and that are members of the Corporate Management Committee (a committee set up by the Company in which the Executive Directors provide guidelines and share objectives with those that report to them directly) - and the employees participating in the Partnership for Success plan ("PFS") in relation to extraordinary transactions, such as the transfer of shareholdings, fixed assets and assets if value and financial benefits are created for the Company itself. The Remuneration Policy for the 2018 financial year therefore envisages the possibility for the Board of Directors, upon the proposal of the Remuneration and Appointment Committee, to adopt another plan that, in the event of transfers of assets that are economically advantageous for the Company, favours the beneficiaries chosen from among the executive directors, the executives and "PFS" Participants with the payment of a cash incentive (in addition to the one envisaged in the MBO, the LTI Plan and/or the Phantom Shares Plan as per following paragraph 7.3.).

7.3. The Remuneration Policy for the 2018 financial year foresees the possibility that a meeting of shareholders is called – after approval of the Board - to approve the launch of a Phantom Shares Plan (as described below) that aims to remunerate its beneficiaries identified by the Board from among the Executive Directors and executives that both, hierarchically, report directly the Executive Directors and that are members of the Corporate Management Committee (as described in previous paragraph 7.1.) upon the occurrence of specific triggering events, in relation to the growth of the capitalisation of the Company.

The Phantom Shares Plan provides for the assignment of a certain number of Phantom Shares to each beneficiary. The Phantom Shares are not financial instruments and do not grant the beneficiaries any rights over Company shares. The Phantom Shares are virtual units of measurement that represent, virtually, for the purposes of the quantification of the incentive, the ordinary shares of the Company and reflect their value over time under the terms and conditions of the Phantom Shares Plan.

The main purposes of the Phantom Shares Plan are, in accordance with the Remuneration Policy, the retention of beneficiaries and the better alignment of their performance with the interest of shareholders and the Company.

When the time comes, Company will prepare the information document drawn up and published pursuant to article 84-*bis* of the Regulations for Issuers (the "Information Document"), and will make it available to the public within the time limits prescribed by law.

## **8. Indemnity in the event of resignation, dismissal, or termination**

With regard to Executive Directors, the Company does not pay out any kind of extraordinary indemnity linked to end of term of office.

No indemnity is due in case of revocation of appointment for just cause.

A specific indemnity may be awarded in case of revocation by the Meeting of Shareholders or revocation, by the Board of Directors, of the powers granted to a director, without just cause, or termination of the employment agreement upon the initiative of the director for just cause, due, for example, to a substantial modification to the role or powers of such director, and/or in case of a hostile take-over or more generally dismissal for cause due to reasons other than those mentioned above by way of example.

In such cases, currently the allowance is equal to 2.5 years of the annual gross earnings, meaning the sum of the total remuneration (fixed remuneration to which the average of the variables perceived in the previous two years must be added).

Said amount is defined with the aim of guaranteeing uniform treatment among Executive Directors and Executives with Strategic Responsibilities, and is in line with the prevailing market practices of listed companies.

In case of revocation of the powers by the Board of Directors, motivated by a significantly substandard company performance (i.e. not under 40%) in relation to the results of comparable companies – in terms of size and market of reference – or of a relevant harm to the company's value, unrelated to market fluctuations, said indemnity may be reduced, or, in extreme circumstances, be completely revoked.

In case of non-renewal, remuneration equal to 2 years of the annual gross earnings is envisaged, meaning the sum of the total remuneration (gross annual earnings defined as the total of the fixed annual earnings increased by the average of any variable remuneration perceived in the previous two years).

In the event of resignation, executive directors are not entitled to any indemnity. Executive directors may resign with a six-month notice.

In the event of illness or injury, which may prevent a director performing special duties from carrying out his/her duties, said director shall be entitled to receive, for a period not exceeding twelve (12) consecutive months, an indemnity equal to one year's basic salary. Once the said period has expired, the Company may choose to terminate the employment agreement with said director, with a three-month prior notice, paying an indemnity of EUR 1,500,000.00 gross.



## **9. Remuneration of Executives with Strategic Responsibilities (excluding regular members of the Board of Statutory Auditors)**

In order to motivate and retain Executives with Strategic Responsibilities (i.e. first-level managers and members of the so-called Corporate Management Committee (as described in paragraph 7.1) thus excluding all regular members of the Board of Statutory Auditors, remuneration guidelines are as follows:

- a fixed component of gross annual earnings/GAE;
- a variable component paid annually (called PfS or “Partnership for Success”), which is awarded upon reaching pre-defined company/personal objectives with a on target bonus of 40% of the basic annual salary;
- a medium/long-term variable component (LTI Plan) connected to specific objectives, with deferred payment and a maximum cap of one year’s salary, calculated on the basic salary at the time of assignment of the incentive.

Basic salaries/GAE are verified, and, if necessary, adjusted on an annual basis by the Human Resources Department, and approved by the Executive Directors, taking a number of factors into consideration, including, by way of example, but not limited to: a) labour market fluctuations; b) work performance; c) level of responsibility/capacity; d) balance/equality of internal retribution levels; e) benchmark of similar positions in comparable companies; and f) experience, competence, potential and career opportunities.

Variable components are aimed at motivating Executives with Strategic Responsibilities to reaching annual objectives (MBO/PFS), as well as long-term strategic objectives.

The LTI Plan for Executives with Strategic Responsibilities is aimed at promoting the loyalty and motivation of key resources, based on a retribution structure with several modified components, allowing the accrual of long-term capital. The LTI Plan is aimed at guaranteeing the Company greater organisational stability as a result of key-positions being held by the same people, and thus obtaining managerial continuity and alignment with strategic company objectives also in the medium-term.

Executives with Strategic Responsibilities, being hired under manager labor contracts, enjoy non-monetary benefits that include health insurance, injury policies (both work and non-work related), life insurance policies and social security benefits. During 2013, the Company established an ad hoc programme of non-monetary benefits called “Flexible Benefits” for Executives with Strategic Responsibilities and other managers of the Company, the amount of which varies depending on the seniority of service of the executive (seniority calculated with exclusive reference to SAES). For 2017 the amounts were as follows: EUR 3,000 for managers with seniority working in SAES for over 6 years, EUR 2,000 for the other managers). Programme and same amounts will find application for the year 2018.

Finally, Executives with Strategic Responsibilities enjoy indemnities in case of termination of the employment relationship without just cause by the Company, pursuant to the National

Collective Labour Agreement (CCNL Dirigenti Industria), which provides for quantitative limits and application procedures.

Executives with Strategic Responsibilities who hold positions on the Boards of Directors of subsidiaries or other corporate bodies (e.g. the Supervisory Body) in principle do not receive any remuneration in addition to the remuneration they receive as employees (the aforesaid paragraph is also applicable to all other managers of the Group that do not have strategic responsibilities).

## **10. Non-competition agreements and of change of controls**

The Company may enter into non-competition agreements with Executive Directors and Executives with Strategic Responsibilities, which may provide for the payment of a sum related to remuneration with regard to the duration and scope of the obligations deriving from said agreement.

Non-competition obligations shall refer to the market sector in which the Group operates, and may extend to all the countries in which the Group operates.

For the Executives with Strategic Responsibilities, meaning the first line managers that are part of the Corporate Management Committee at the time of a change of control, a bonus equal to 2.5 years of gross annual earnings (including the average variables envisaged) is paid out in the event of termination of employment due to such change of control.

A "change of control" is defined as any event that directly or indirectly alters the ownership structure, the control chain of the Company and the Company's parent that may be exercised by the Company or by the executive as a better condition than the National Collective Labour Agreement for Industrial Managers ("CCNL Dirigenti Industria") in force.

The aforesaid requirement fully replaces the provisions set forth in the National Collective Labour Agreement for the case in question (Article 13 CCNL Dirigenti Industria).

## **11. Remuneration of the Board of Statutory Auditors**

The remuneration to be awarded to the Board of Statutory Auditors is decided by the Shareholders upon the appointment of said board on the basis of professional fees (as long as they are applicable) and/or normal market practice.

In this regard, it is to be noted that the Meeting of Shareholders of 28 April 2015 determined the aforesaid annual remuneration at EUR 40,000.00 (forty thousand/00) for the Chairperson and EUR 29,000,00 (twenty-nine thousand/00) for each of the other Statutory Auditors.

Depending on their participation in other control bodies (for example, the Supervisory Body), and within the limits provided for by the applicable laws, Statutory Auditors may be entitled to additional remuneration.

## **SAES Getters S.p.A.**

### **SECOND SECTION OF THE REMUNERATION REPORT**

Pursuant to article 123-*ter*, paragraph 4, of Legislative Decree no. 58/1998 and article 84-*quater* and related Annex 3A, Schedule 7-*bis* – section II – Table 1, Table 3B and Schedule 7-*ter* – Table 1 and 2 of Consob resolution no. 11971/1999 relating to issuer regulations.

## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
						Compensi fissi	Compensi per la partecipazione a comitati					
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
<b>DIRIGENTI STRATEGICI</b>	<i>Corporate Human Resources Manager</i> <i>Corporate Operations Manager</i> <i>Group Legal General Counsel</i> <i>Corporate Research Manager *</i> <i>Group Administration, Finance and Control</i>	<b>2017</b>	<b>(1)</b>	€ 794.923 (2)	€ - (3)	€ 688.134 (4)	€ -	€ 19.603 (5)	€ -	€ 1.502.661		€ -
(I)	Compensi nella società che redige il bilancio			€ 794.923	€ -	€ 688.134	€ -	€ 19.603	€ -	€ 1.502.661	€ -	€ -
(II)	Compensi da controllate e collegate			€ - (6)						€ -		
(III)	Totale			€ 794.923	€ -	€ 688.134	€ -	€ 19.603	€ -	€ 1.502.661	€ -	€ -

(\*) Si segnala che con decorrenza 10 giugno 2013, il ruolo di *Corporate Research Manager* è stato soppresso e le responsabilità di quest'ultimo sono confluite al *Chief Technology Innovation Officer*, nella persona dell'Ing. Massimo della Porta.

(1) Contratto a tempo indeterminato

(2) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(3) Compensi per partecipazione come membro dell'Organismo di Vigilanza

(4) Ammontare compensi per *Una Tantum* dirigenti strategici, che tiene conto, oltre che di quanto accantonato durante l'esercizio 2017 in via previsionale, anche dell'aggiustamento positivo sui bonus 2016, monetizzato nell'Aprile 2017, nonché del "*L.T.I.P*" *Incentive* maturato al 31 Dicembre 2017 ed erogabile senza condizioni.

(5) Compensi per uso autovettura, polizza sanitaria, *check up* e assicurazione infortuni e extraprofessionali

(6) Compensi per partecipazione come membri dell'Organismo di Vigilanza o Consiglieri di Amministrazione in società controllate e collegate

## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
CANALE GIULIO	Amministratore Delegato  SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)		€ 1.950.000,00 (*)		€ 9.390,47 (6)		€ 1.969.390,47		€ -
				€ - (2)						€ -		
				(3)						€ -		
				€ 650.000,00 (4)						€ 650.000,00		
				€ - (5)						€ -		
(I)	Compensi nella società che redige il bilancio	€ 660.000,00	€ -	€ 1.950.000,00	€ -	€ 9.390,47	€ -	€ 2.619.390,47	€ -	€ -		
(II)	Compensi da controllate e collegate	€ -						€ -				
(III)	Totale	€ 660.000,00	€ -	€ 1.950.000,00	€ -	€ 9.390,47	€ -	€ 2.619.390,47	€ -	€ -		

(1) Emolumento: deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Genn-31Dic 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compensi per uso autovettura, assistenza sanitaria, *check up* e assicurazione infortuni e extraprofessionali

(\*) Bonus (650.000) e LTIP (1.300K) maturati ed erogabili al 31/12/2017 (pagam aprile 2018)

Nota:

LTIP accantonati e NON MATURATI non inseriti tra i Bonus ed altri incentivi" dal momento che non soddisfano le condizioni di essere maturati e in coerenza alla classificazione tra i "bonus differiti" nella tabella 3B, colonna 2B e 3C  
Come da Istruzioni Delibera n. 18049 CONSOB "Tale valore corrisponde alla somma degli importi indicati nella tabella 3B, colonne 2A, 3B e 4, riga (III)

DA SCHEMA N. 7-bis: Relazione sulla remunerazione

ai sensi dell'articolo 123-ter del Testo unico della finanza:

Nella colonna "Bonus e altri incentivi" sono incluse le quote di retribuzioni maturate (vested), anche se non ancora corrisposte, nel corso dell'esercizio per obiettivi realizzati nell'esercizio stesso, a fronte di piani di incentivazione di tipo monetario.

=> SI TRATTA IN SOSTANZA DEI COMPENSI VARIABILI EROGABILI

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA (B) (C) (D)	(1)	(2)	(3)		COMPENSI (4)		(5)	(6)	(7)	(8)	
				Compensi fissi	Compensi per la partecipazione a comitati	Bonus e altri incentivi	Partecipazione agli utili					Benefici non monetari
DELLA PORTA MASSIMO	Presidente SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 20.000,00 (1)		€ 2.250.000,00 (*)		€ 9.869,43 (6)		€ 2.279.869,43		€ -
				€ - (2)						€ -		
				€ - (3)						€ -		
				€ 750.000,00 (4)						€ 750.000,00		
				€ - (5)						€ -		
(I) Compensi nella società che redige il bilancio	€ 770.000,00	€ -	€ 2.250.000,00	€ -	€ 9.869,43	€ -	€ 3.029.869,43	€ -	€ -			
(II) Compensi da controllate e collegate	€ -						€ -					
(III) Totale	€ 770.000,00	€ -	€ 2.250.000,00	€ -	€ 9.869,43	€ -	€ 3.029.869,43	€ -	€ -			

(1) Emolumento: deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Genn-31Dic 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compensi per uso autovettura, assistenza sanitaria, *check up* e assicurazione infortuni e extraprofessionali

(\*) Bonus (750.000) e LTIP (1.500K) maturati ed erogabili al 31/12/2017 (pagam aprile 2018)

Nota:

LTIP accantonati e NON MATURATI non inseriti tra i Bonus ed altri incentivi" dal momento che non soddisfano le condizioni di essere maturati e in coerenza alla classificazione tra i "bonus differiti" nella tabella 3B, colonna 2B e 3C  
Come da Istruzioni Delibera n. 18049 CONSOB "Tale valore corrisponde alla somma degli importi indicati nella tabella 3B, colonne 2A, 3B e 4, riga (III)

DA SCHEMA N. 7-bis: Relazione sulla remunerazione

ai sensi dell'articolo 123-ter del Testo unificato della finanza:

Nella colonna "Bonus e altri incentivi" sono incluse le quote di retribuzioni maturate (vested), anche se non ancora corrisposte, nel corso dell'esercizio per obiettivi realizzati nell'esercizio stesso, a fronte di piani di incentivazione di tipo monetario.

=> SI TRATTA IN SOSTANZA DEI COMPENSI VARIABILI EROGABILI

## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
DE MAIO ADRIANO	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)	€ 4.000,00 (6)					€ 14.000,00		
				€ - (2)					€ -			
				€ - (3)					€ -			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ 4.000,00	€ -	€ -	€ -	€ -	€ 14.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ 4.000,00	€ -	€ -	€ -	€ -	€ 14.000,00	€ -	€ -

(1) Emolumento: deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio-31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compensi per partecipazione come membro del Comitato Remunerazione e Nomine relativi al periodo di competenza Gen-Dic 2017

## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
DELLA PORTA LUIGI LORENZO	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)						€ 10.000,00		
				€ - (2)					€ -			
				€ - (3)					€ -			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gen-31Dic 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR



## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
DELLA PORTA ALESSANDRA	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)						€ 10.000,00		
				€ - (2)					€ -			
				€ - (3)					€ -			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Genn-31Dic 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
						Compensi fissi	Compensi per la partecipazione a comitati					
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica			Bonus e altri incentivi	Partecipazione agli utili		Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
DOGLIOTTI ANDREA	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)	(6)				(7)	€ 10.000,00		
				€ - (2)						€ -		
				€ - (3)						€ -		
				€ - (4)						€ -		
				€ - (5)						€ -		
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -

(1) Emolumento: deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
MAZZOLA PIETRO	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)						€ 10.000,00		
				€ - (2)					€ -			
				€ - (3)					€ -			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ -	€ -	€ -	€ -	€ -	€ 10.000,00	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio-31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
ORECCHIA ROBERTO	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)	€ 36.000,00 (6)					€ 46.000,00		
				€ - (2)						€ -		
				€ - (3)						€ -		
				€ - (4)						€ -		
				€ - (5)						€ -		
(I) Compensi nella società che redige il bilancio	€ 10.000,00	€ 36.000,00	€ -	€ -	€ -	€ -	€ 46.000,00	€ -	€ -			
(II) Compensi da controllate e collegate							€ -					
(III) Totale	€ 10.000,00	€ 36.000,00	€ -	€ -	€ -	€ -	€ 46.000,00	€ -	€ -			

(1) Emolumento: deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio-31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compensi per partecipazione come:

- Presidente del Comitato Controllo e Rischi per 16.000 euro relativi al periodo di competenza Gen-Dic 2017

- *Lead Independent Director* per 20.000,00 euro relativi al periodo 01 Gennaio -31 Dicembre 2017

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
						Compensi fissi	Compensi per la partecipazione a comitati					
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica			Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
DONNAMARIA VINCENZO	Sindaco effettivo  SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 29.000,00 (1)	€ 16.000,00 (6)					€ 45.000,00		
				€ - (2)						€ -		
				€ 2.639,02 (3)						€ 2.639,02		
				(4)					€ -			
				€ - (5)						€ -		
(I)	Compensi nella società che redige il bilancio			€ 31.639,02	€ 16.000,00	€ -	€ -	€ -	€ -	€ 47.639,02	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 31.639,02	€ 16.000,00	€ -	€ -	€ -	€ -	€ 47.639,02	€ -	€ -

(1) Emolumento: deliberati dall'assemblea del 28 Aprile 2015 e relativi al periodo di competenza 01 Gennaio 2017-31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compenso per partecipazione all'Organismo di Vigilanza per 16.000 euro relativi al periodo di competenza Gen-Dic 2017

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			(1)	(2)	(3)		COMPENSI			(7)	(8)
	(B)	(C)	(D)			Benefici non monetari	Altri compensi	(6)	(4)	(5)		
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
RIVOLTA ANGELO	Presidente Collegio Sindacale  SAES Getters S.p.A.		Approvazione bilancio al 31.12.2017	€ 40.000,00 (1)						€ 40.000,00		
				€ - (2)						€ -		
				€ 361,68 (3)						€ 361,68		
				(4)					€ -			
				€ - (5)						€ -		
(I)	Compensi nella società che redige il bilancio			€ 40.361,68	€ -	€ -	€ -	€ -	€ -	€ 40.361,68	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 40.361,68	€ -	€ -	€ -	€ -	€ -	€ 40.361,68	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Genn- 31 Dic 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

## SCHEMA 7 bis – TABELLA 1

Esercizio 2017

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			(1)	(2)	(3)		COMPENSI		(6)	(7)	(8)
	(B)	(C)	(D)			Benefici non monetari	Altri compensi	(4)	(5)			
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
SPERANZA SARA ANITA	Sindaco effettivo  SAES Getters S.p.A.	Dal 28 Aprile 2015	Approvazione bilancio al 31.12.2017	€ 29.000,00 (1)						€ 29.000,00		
				€ - (2)					€ -			
				€ - (3)					€ -			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 29.000,00	€ -	€ -	€ -	€ -	€ -	€ 29.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 29.000,00	€ -	€ -	€ -	€ -	€ -	€ 29.000,00	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Genn- 31 Dic 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
						Bonus e altri incentivi	Partecipazione agli utili					
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
ROVELLI LUCIANA	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)	€ 20.000,00 (6)					€ 30.000,00		
				€ - (2)						€ -		
				€ - (3)						€ -		
				€ - (4)						€ -		
				€ - (5)						€ -		
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ 20.000,00	€ -	€ -	€ -	€ -	€ 30.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ 20.000,00	€ -	€ -	€ -	€ -	€ 30.000,00	€ -	€ -

- (1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017
- (2) Gettone di presenza
- (3) Rimborsi spese
- (4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.
- (5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR
- (6) Compensi per partecipazione come:  
 - Presidente dell'Organismo di Vigilanza per 16.000,00 euro relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017  
 - Membro del Comitato Remunerazione e Nomine per 4.000,00 euro relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017



## COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			COMPENSI								
	(B)	(C)	(D)	(1)	(2)	(3)		(4)	(5)	(6)	(7)	(8)
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
GIUSTI GAUDIANA	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)	€ 32.000,00 (6)					€ 42.000,00		
				€ - (2)					€ -			
				€ 20,00 (3)					€ 20,00			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 10.020,00	€ 32.000,00	€ -	€ -	€ -	€ -	€ 42.020,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.020,00	€ 32.000,00	€ -	€ -	€ -	€ -	€ 42.020,00	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compensi per partecipazione come:

- Membro del Comitato Controllo e Rischi per 9.000,00 euro relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

- Presidente del Comitato Remunerazione e Nomine per 7.000,00 euro relativi al periodo di competenza 01 Gennaio- 31 Dicembre 2017

- Membro dell'Organismo di Vigilanza per 16.000, euro relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

COMPENSI CORRISPOSTI AI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, AI DIRETTORI GENERALI E AI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

SOGGETTO (A)	DESCRIZIONE CARICA			(1)	(2)	(3)		COMPENSI		(6)	(7)	(8)
	(B)	(C)	(D)			Benefici non monetari		(5)	(4)			
Cognome Nome	Carica	Periodo per cui è stata ricoperta la carica	Scadenza della carica	Compensi fissi	Compensi per la partecipazione a comitati	Compensi variabili non equity		Benefici non monetari	Altri compensi	Totale	Fair Value dei compensi equity	Indennità di fine carica o di cessazione del rapporto di lavoro
						Bonus e altri incentivi	Partecipazione agli utili					
PROVERBIO STEFANO	Amministratore SAES Getters S.p.A.	Dal 28 aprile 2015	Approvazione bilancio al 31.12.2017	€ 10.000,00 (1)	€ 25.000,00 (6)					€ 35.000,00		
				€ - (2)					€ -			
				€ - (3)					€ -			
				€ - (4)					€ -			
				€ - (5)					€ -			
(I)	Compensi nella società che redige il bilancio			€ 10.000,00	€ 25.000,00	€ -	€ -	€ -	€ -	€ 35.000,00	€ -	€ -
(II)	Compensi da controllate e collegate									€ -		
(III)	Totale			€ 10.000,00	€ 25.000,00	€ -	€ -	€ -	€ -	€ 35.000,00	€ -	€ -

(1) Emolumento: Deliberati dall'assemblea del 28 aprile 2015 e relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

(2) Gettone di presenza

(3) Rimborsi spese

(4) Compensi per svolgimento di particolari cariche ex art.2389, comma 3 c.c.

(5) Retribuzioni fisse da lavoro dipendente al lordo di oneri previdenziali e fiscali a carico del dipendente esclusi oneri previdenziali obbligatori collettivi a carico della società e accantonamento TFR

(6) Compensi per partecipazione come:

- Membro de Comitato Controllo e Rischi per 9.000 euro relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

- Membro dell'Organismo di Vigilanza per 16.000 euro relativi al periodo di competenza 01 Gennaio - 31 Dicembre 2017

PIANI DI INCENTIVAZIONE MONETARI A FAVORE DEI COMPONENTI DELL' ORGANO DI AMMINISTRAZIONE, DEI DIRETTORI GENERALI E DEGLI ALTRI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

A	B	(1)	(2)			(3)			(4)
Cognome Nome	Carica	Piano	Bonus dell'anno			Bonus di anni precedenti			Altri Bonus
DELLA PORTA MASSIMO	Presidente SAES Getters S.p.A.		(A)	(B)	(C)	(A)	(B)	(C)	
			Erogabile/Erogato	Differito	Periodo di differimento	Non più erogabili	Erogabile/Erogati	Ancora differiti	
(I) Compensi nella società che redige il bilancio	Piano A (data relativa delibera)	€ 1.833.334					€ 416.666		
	Piano B (data relativa delibera)								
	Piano C (data relativa delibera)								
(II) Compensi da controllate e collegate	Piano A (data relativa delibera)								
	Piano B (data relativa delibera)								
	Piano C (data relativa delibera)								
(III) Totale		€ 1.833.334	€ -	€ -	€ -	€ 416.666	€ -	€ -	

PIANI DI INCENTIVAZIONE MONETARI A FAVORE DEI COMPONENTI DELL' ORGANO DI AMMINISTRAZIONE, DEI DIRETTORI GENERALI E DEGLI ALTRI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

A	B	(1)	(2)			(3)			(4)
Cognome Nome	Carica	Piano	Bonus dell'anno			Bonus di anni precedenti			Altri Bonus
CANALE GIULIO	Amministratore Delegato		(A)	(B)	(C)	(A)	(B)	(C)	
	SAES Getters S.p.A.		Erogabile/Erogato	Differito	Periodo di differimento	Non più erogabili	Erogabile/Erogati	Ancora differiti	
(I) Compensi nella società che redige il bilancio	Piano A (data relativa delibera)	€ 1.588.888					€ 361.112		
	Piano B (data relativa delibera)								
	Piano C (data relativa delibera)								
(II) Compensi da controllate e collegate	Piano A (data relativa delibera)								
	Piano B (data relativa delibera)								
	Piano C (data relativa delibera)								
(III) Totale		€ 1.588.888	€ -	€ -	€ -	€ 361.112	€ -	€ -	

PIANI DI INCENTIVAZIONE MONETARI A FAVORE DEI COMPONENTI DELL'ORGANO DI AMMINISTRAZIONE, DEI DIRETTORI GENERALI E DEGLI ALTRI DIRIGENTI CON RESPONSABILITA' STRATEGICHE

A	B	(1)	(2)			(3)			(4)
Cognome Nome	Carica	Piano	Bonus dell'anno			Bonus di anni precedenti			Altri Bonus
DIRIGENTI STRATEGICI *	VARIE (1)		(A)	(B)	(C)	(A)	(B)	(C)	
			Erogabile/Erogato	Differito	Periodo di differimento	Non più erogabili	Erogabile/Erogati	Ancora differiti	
(I) Compensi nella società che redige il bilancio	Piano A (data relativa delibera)	€ 449.390 (2)	€ 180.000 (3)		€ -	€ 238.745 (4)	€ 180.000 (5)		
	Piano B (data relativa delibera)								
	Piano C (data relativa delibera)								
(II) Compensi da controllate e collegate	Piano A (data relativa delibera)								
	Piano B (data relativa delibera)								
	Piano C (data relativa delibera)								
(III) Totale		€ 449.390	€ 180.000	€ -	€ -	€ 238.745	€ 180.000	€ -	

(\*) Si segnala che con decorrenza 10 giugno 2013, il ruolo di *Corporate Research Manager* è stato soppresso e le responsabilità di quest'ultimo sono confluite al *Chief Technology Innovation Officer*, nella persona dell'Ing. Massimo della Porta.

(1) Cariche con Responsabilità Strategiche: *Corporate Human Resources Manager, Corporate Operations Manager, Corporate Research Manager, Group Administration Finance and Control Manager, Group Legal General Counsel*

(2) Compensi relativi a *Una Tantum* dirigenti strategici di competenza del 2017 per Euro 352.723,04 e quota "L.T.I.P." *Incentive* maturata nel 2017 per Euro 96.666,67, entrambe non soggette a ulteriori condizioni per l'erogazione, prevista per il mese di aprile 2018

(3) Importo di competenza annuale per l'esercizio 2017 relativo ai piani di incentivazione a lungo termine ("L.T.I.P." *Incentive*)

(4) Valore composto da quota parte del compenso relativo a *Una Tantum* dirigenti strategici di competenza del 2016, monetizzato nell'Aprile 2017 (Euro 45.411,44) e da quota "L.T.I.P." *Incentive* maturata ed erogabile senza condizioni sospensive al 31 Dicembre 2017 (Euro 193.333,33)

(5) "L.T.I.P." *Incentive* accantonati fino al 31 dicembre 2016, erogabili in anni successivi al 2017

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Canale Giulio	Amministratore	SAES Getters S.p.A.	0	-	-	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
De Maio Adriano	Amministratore		0	-	-	0

SCHEMA 7 ter - TABELLA 1

PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
della Porta Alessandra	Amministratore	SAES Getters S.p.A.	54.856 SGR	-	-	54.856 SGR*

\* Azioni cointestate con la sorella Carola Rita della Porta



## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
della Porta Luigi Lorenzo	Amministratore	SAES Getters S.p.A.	9.619 SG	-	-	9.619 SG
		SAES Getters S.p.A.	13.685 SGR	-	-	13.685 SGR

SCHEMA 7 ter - TABELLA 1

PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
della Porta Massimo	Presidente	SAES Getters S.p.A.	9.620 SG	-	-	9.620 SG
		SAES Getters S.p.A.	25.319 SGR	-	25.319 SGR	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Dogliotti Andrea	Amministratore	SAES Getters S.p.A.	108.673 SG	-	-	108.673 SG
		SAES Getters S.p.A.	2.000 SGR	-	-	2.000 SGR

SCHEMA 7 ter - TABELLA 1

PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Mazzola Pietro	Amministratore		0	-	-	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Orecchia Roberto	Amministratore		0	-	-	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Stefano Proverbio	Amministratore		0	-	-	0

SCHEMA 7 ter - TABELLA 1

PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Luciana Rovelli	Amministratore		0	-	-	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Gaudiana Giusti	Amministratore		0	-	-	0



SCHEMA 7 ter - TABELLA 1

PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Sara Speranza	Sindaco effettivo		0	-	-	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Rivolta Angelo	Presidente Collegio Sindacale		0	-	-	0

## SCHEMA 7 ter - TABELLA 1

## PARTECIPAZIONI DEI COMPONENTI DEGLI ORGANI DI AMMINISTRAZIONE E DI CONTROLLO, E DEI DIRETTORI GENERALI

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Donnamaria Vincenzo	Sindaco effettivo		0	-	-	0

SCHEMA 7 ter - TABELLA 2

PARTECIPAZIONI DEGLI ALTRI DIRIGENTI CON RESPONSABILITA' STRATEGICA (in forma cumulativa)

COGNOME E NOME	CARICA	SOCIETA' PARTECIPATA	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO PRECEDENTE (31/12/2016)	NUMERO AZIONI ACQUISTATE NEL 2017	NUMERO AZIONI VENDUTE NEL 2017	NUMERO AZIONI POSSEDUTE ALLA FINE DELL'ESERCIZIO DI RIFERIMENTO (31/12/2017)
Dirigenti con responsabilità strategica	N/A	N/A	0	-	-	0