

**PRESS RELEASE****Milan, 23 June 2016****SAES Getters S.p.A.: the Board of Directors approved the terms of the corporate merger of the wholly owned subsidiary SAES Advanced Technologies S.p.A. into SAES Getters S.p.A.**

The Board of Directors of SAES Getters S.p.A. gathered today in Lainate (Milan), approved the terms of the corporate merger of its wholly owned subsidiary SAES Advanced Technologies S.p.A., based in Avezzano (L'Aquila), into SAES Getters S.p.A. Today, also the Board of Directors of the subsidiary approved the terms of the merger.

The transaction will allow an improved optimization of the Group's industrial policy, as part of an aggregating process aimed at improving and integrating the Group's Italian manufacturing factories, simplifying their business processes and R&D activities. At the same time, the merger aims at the optimization of the financial flows and at the improvement of the equity structure, thanks to the streamlining of the corporate structure, as well as to the strengthening of the market presence and of the competitiveness of the Parent Company.

The Boards of Directors of the two involved companies will reasonably resolve on the merger within the end of July 2016.

Following the proposed merger, the incorporating company (SAES Getters S.p.A.) will aggregate the assets and liabilities of the incorporated company (SAES Advanced Technologies S.p.A.) into its ones and cancel the value of its shareholding against the net equity of the incorporated company.

Pursuant to article 2504-*bis*, paragraph 2, of the Italian Civil Code, the merger will produce its legal effects at the date established in the merger agreement, that is already set at the end of the accounting day of December 31, 2016, as long as the last registration required by article 2504 of the Civil Code is completed within that date. For fiscal and accounting purposes only, the merger operation will be backdated at January 1, 2016.

The merger will produce no equity, economic or financial effect into the Group's consolidated financial statements, nor will provide any share swap, being the incorporated company already wholly owned by SAES Getters S.p.A.

The terms of the merger, accompanied by the documents prescribed by law, will be deposited for their filing in the Italian Corporate Register of Milan and submitted to Consob, as well as made available to the public at the Company's registered office and on the Company's website ([www.saesgetters.com](http://www.saesgetters.com)), according to the procedures and terms provided by the combined provisions of articles 2501-*ter*, paragraph 3 and 4, 2501-*septies* and 2505 of the Civil Code and of article 70 of the Consob Regulation no. 11971 dated May 15, 1999 and subsequent modifications and integrations.

According to article 2505, paragraph 3, of the Civil Code, the shareholders of the companies participating in the merger representing at least 5% of the share capital may ask that the decision of the merger approval by the incorporating company is taken by the Shareholders' Meeting, by means of a specific request to be addressed to the Company within eight days after the date of the deposit of the terms of the merger.

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The Officer responsible for the preparation of corporate financial reports of SAES Getters S.p.A. certifies that, in accordance with the second subsection of article 154-*bis*, part IV, title III, second paragraph, section V-*bis*, of Legislative Decree February 24, 1998, no. 58, the financial information included in the present document corresponds to book of account and book-keeping entries.

*The Officer responsible for the preparation of corporate financial reports*  
*Michele Di Marco*

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## **SAES Group**

*A pioneer in the development of getter technology, the SAES® Group is the world leader in a variety of scientific and industrial applications where stringent vacuum conditions or ultra-pure gases are required. In more than 70 years of activity, the Group's getter solutions have been supporting innovation in the information display and lamp industries, in sophisticated high vacuum systems and in vacuum thermal insulation, in technologies spanning from large vacuum power tubes to miniaturized silicon-based microelectronic and micromechanical devices. The Group also holds a leading position in ultra-pure gas refinement for the semiconductor and other high-tech markets.*

*Starting in 2004, by leveraging the core competencies in special metallurgy and in the materials science, the SAES Group has expanded its business into the advanced material markets, in particular the market of shape memory alloys, a family of materials characterized by super elasticity and by the property of assuming predefined forms when subjected to heat treatment. These special alloys, which today are mainly applied in the biomedical sector, are also perfectly suited to the realization of actuator devices for the industrial sector (domotics, white goods industry, consumer electronics and automotive sector).*

*More recently, SAES has expanded its business by developing components whose getter functions, traditionally obtained from the exploitation of the special features of some metals, are instead generated by chemical processes. Thanks to these new developments, SAES is evolving, adding to its competencies in the field of special metallurgy also those of organic chemicals.*

*A total production capacity distributed in eleven facilities, a worldwide-based sale & service network and about 1,000 employees allow the Group to combine multicultural skills and expertise to form a truly global enterprise.*

*SAES Group is headquartered in the Milan area (Italy).*

*SAES Getters S.p.A. is listed on the Italian Stock Exchange Market, STAR segment, since 1986.*

*More information on the SAES Group are available in the website [www.saesgetters.com](http://www.saesgetters.com).*

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