

## **Ordinary and extraordinary shareholder's meeting of April 24/26, 2012**

### DATE

Tuesday, April 24, 2012, at 10:30 AM, Ordinary and Extraordinary Session, on the first calling

Thursday, April 26, 2012, at 10:30 AM, Ordinary and Extraordinary Session, on the second calling

### AGENDA

Financial Report

1. Financial Statements at December 31, 2011;
2. Replenishment of the 2011 loss through the utilization of reserves.

Compensation Report

3. Consultation on "Section One" of the Compensation Report.

Board of Directors

4. Election of the Board of Directors through slate voting;
5. Election of the Chairman of the Board of Directors;
6. Determination of the length of the term of office of Directors;
7. Determination of the compensation of the Board of Directors.

Extraordinary Session

8. Reduction of the "Reserve for the adjustment to fair value as the deemed cost of property, plant and equipment upon transition to the IFRSs, pursuant to Article 7.6 of Legislative Decree No. 38/2005" by the amount of 84,747,187.63 euros, used replenish the loss for the 2011 reporting year.

9. Amendment, subject to condition precedent of the articles of the Bylaws:

5 (Share Capital), 6 (Savings Shares and Joint Representative), 9 (Notice of Shareholders' Meeting), 11 (Convening a Shareholders' Meeting and Requirements for Adopting Valid Resolutions), 12 (Chairing and Holding Shareholders' Meetings), 13 (Special Shareholders' Meetings), 14 (Board of Directors), 16 (Corporate Officers – Committees), 17 (Powers of the Board of Directors), 18 (Procedures for Convening and Holding Meetings of the Board of Directors and Adopting Resolutions), 22 (Board of Statutory Auditors), 23 (Auditing) and 24 (Reporting Year).

### USEFUL RESOURCES

Notice of Ordinary and Extraordinary Shareholders' Meeting

Right to amend the Meeting's Agenda

Right to submit questions prior to the Shareholders' Meeting

Questions and answers in the Shareholders' Meeting

How to attend the Shareholders' Meeting and vote by proxy

Filing slates of candidates

Publication date of documents for the Ordinary and Extraordinary Shareholders' Meeting

Information about the Company's share capital

Documents