

Bolzoni S.p.A.

Registered office in Podenzano (Piacenza), Località I Casoni

Share capital amounting to € 6.498.478,75 fully paid

Enrolled in the Company Register of Piacenza at the n° 00113720338

SUMMONING OF THE ORDINARY SHAREHOLDER MEETING

The Shareholders of BOLZONI S.p.A. (hereinafter called “Company”) are summoned to the ordinary Shareholders’ meeting at the registered offices of the Company in Podenzano (Piacenza), Località I Casoni, at the first call on April 29, 2015 at 10 a.m. and, if necessary, at the second call on April 30, 2015, same time and place, to discuss and pass resolutions on the following

Agenda

ORDINARY PART

1. Presentation of the Bolzoni’s Company and Consolidated Financial Statements at 31 December 2014, Management Report of the Board of Directors, reports of the Board of Statutory Auditors and the Audit Firm; proposal for the allocation of year’s net profit; related and resulting resolutions;
2. Remuneration Report in accordance with article 123-ter, paragraph 6, Leg.Decree n. 58 of February 24th, 1998;
3. Appointment of the Board of Directors, prior to the determination of the number of components; determination of remuneration; related and resulting resolutions;
4. Authorisation for the purchase and sale of own shares; related and resulting resolutions.

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INFORMATION ON SHARE CAPITAL AT THE DATE OF THIS NOTICE OF SUMMONING

The fully-paid share capital amounts to € 6.498.478,75 and is divided into 25,993,915 ordinary shares without nominal value each one giving the right to a single vote. At today’s date the Company does not own treasury shares either directly or through subsidiary companies.

ENTITLEMENT TO ATTEND

In accordance with article 83-sexies of the Leg.Decree n. 58/1998, entitlement to attend the Shareholders’ meeting is subject to the Company receiving the communication, issued by a qualified intermediary according to applicable regulations, certifying the ownership of the shares based on evidence taken from book keeping at the end of the accounting period of the seventh trading day prior to the date of the Shareholders’ meeting at first call (i.e. 20 April 2015). Those resulting as owners of shares after 20 April 2015 will not be entitled to attend and vote at the meeting. The above intermediary’s communication must reach the Company by the end of the third trading day prior to the date established for the Shareholders’ meeting at the first call (i.e. by 24 April 2015). Right to attend and vote remains however valid even if the communications reach the Company after the above date, as long as they arrive before the start of the Meeting at each call.

Attendance of the shareholders’ meeting is not permitted by conference call, or through vote received by post or electronically.

VOTING BY PROXY

All those entitled to attend the meeting can be represented by means of a written proxy, in compliance with the current law. For this purpose, the proxy form issued by the authorized intermediaries can be used or else the proxy form available from the registered office of the Company and on the Company's website, www.bolzoni-auramo.it (see "*modulo di delega*"). Notification of proxies can be sent to the Company by registered post sent to the Company's registered office or by certified e-mail to: marco.bisagni@bolzoni.sicurezzapostale.it. If the proxy holder delivers or sends the Company a copy of the proxy he/she must certify, on his/her own responsibility, the compliance of the proxy to the original and the identity of the party assigning the proxy.

PROXY HOLDER APPOINTED BY THE COMPANY

Proxy can be conferred with voting instructions to Avv. Guido Garettini, appointed by the Company for the purpose, at no cost to the party assigning the proxy, in accordance with article 135-*undecies* of the Leg. Decree n. 58/1998, provided that it reaches Studio Legale Baldi – via G. Gutenberg 7 – 42124 Reggio Emilia by registered post, or via e-mail to the certified address legalebaldi@registerpec.it within the end of the second trading day prior to the date set for the first call of the Shareholders' meeting (i.e. by the end of 27 April 2015). The proxy given in this way is valid only for the proposals for which voting instructions have been given. The proxy and voting instructions may be revoked within the same date indicated above. The proxy form is available from the Company's registered office and on the Company's website at the address www.bolzoni-auramo.it (see "*modulo di delega rappresentante della società*").

ADDITIONS TO THE AGENDA AND PROPOSED RESOLUTIONS

In accordance with article 126-*bis* of the Leg. Decree n. 58/1998, those Shareholders who, even jointly, represent at least a fortieth of the share capital with voting right may request, within 10 days from the publication of this notice, that is to say 30 March 2015, additions to the points to be discussed, indicating in the request the proposed further topics and preparing a specific report, which includes the reasons for the proposed resolutions on new issues proposed for discussion, subject to proving the related legitimacy. The request must be presented in writing and sent by registered post to the company's registered office or by certified e-mail to marco.bisagni@bolzoni.sicurezzapostale.it provided it arrives within the above-indicated period of 10 days. Additions are not permitted for those topics which the Shareholders will discuss, by law, which have been proposed by the directors or based on a project or report which the directors have prepared.

Shareholders with the same requisites required for additions to the agenda may also, following the terms and methods indicated above, present proposals for resolution regarding topics already included in the agenda, together with a specific report explaining the reasons.

The new list with the additions for discussion by the Shareholders and any further proposed resolution on topics already in the agenda, which have been duly presented according to the above terms, will be published within the terms established by the law, in accordance with the same methods applied to the publication of the present notice.

It should be remembered that those with voting rights may individually present proposed resolutions for the Shareholders' meeting.

RIGHT TO ASK QUESTIONS

In accordance with article 127-ter of the Leg. Decree n. 58/1998, those with voting rights in the Shareholders' meeting may ask questions on the topics in the agenda even before the Shareholders' meeting, by sending them by registered post, to the Company's registered office, or by certified e-mail to marco.bisagni@bolzoni.sicurezzapostale.it, providing they reach the Company's registered offices by 25 April 2015. They will have to provide information enabling their identification and legitimacy. Answers to questions received before the Meeting will be given, at the latest, during the Meeting itself.

The Company reserves the right to provide a single reply to questions having the same content.

APPOINTMENT OF THE BOARD OF DIRECTORS

In accordance with article 14 of the by-laws, the Board of Directors is appointed, in observance of the rules in force at the time regarding gender equality, on the basis of lists of candidates presented by shareholders and deposited at the company's registered office or sent via certified e-mail to marco.bisagni@bolzoni.sicurezzapostale.it, or via fax to 0523 524270, within the twenty-fifth day prior to the date established for the Shareholders' meeting (first call), i.e. within 4 April 2015.

Only those shareholders who, either individually or together with other shareholders, represent at least 2.5% of the share capital (Consob resolution n° 19109 passed on 28/1/2015) are entitled to present a list. Ownership of the number of shares needed to present the list must be certified by the specific document (as established by art. 23 of the Rules governing services of central management and liquidation, of the guarantee systems and of the related management companies, adopted by Banca d'Italia and Consob on 22 February 2008, as subsequently amended), even after the list is submitted but within at least twenty-one days before the date established for the Shareholders' meeting, first call, i.e. 8 April 2015. Ownership is determined on the basis of the shares recorded in favour of the shareholder on the day the lists are deposited with the Company. For further provisions and instructions regarding the composition of the lists, the documentation to be presented, the requisites and the conditions for the appointment of directors, and any other relevant information, please consult the laws and company by-laws, in addition to the memorandum prepared by the board of directors regarding the third point in the agenda.

Please note that the lists will be made public at the Company's registered office, on the Company web-site www.bolzoni-auramo.it, in the section 'Shareholders Meeting Documentation 2015' and the "1info" authorised storage mechanism, available on the website www.1info.it, at least twenty-one days prior to the Shareholders' meeting, first call (8 April 2015).

Shareholders wishing to present lists are invited to contact the company in time through the Investor Relator, phone number 0523 555511, fax 0523 555535, e-mail investor.relator@bolzoni-auramo.com

DOCUMENTATION

The documentation related to the Shareholders' meeting, including the memorandum by the Board of Directors containing the proposed resolutions on the topics in the agenda, the draft financial report, the consolidated financial report, the related report of the Board of Directors, Board of Statutory Auditors and Audit Firm, Report on Corporate Governance and Ownership Structure (art. 123-bis, TUF), Remuneration Report (art. 123-ter, TUF) and all the related documents as prescribed, in addition to the proxy forms, will be made available to the public according to the terms and methods established by current regulations, and available at Company's registered office, on the Company's website at the address www.bolzoni-auramo.com in the section "Shareholders Meeting Documentation 2015" and with the "1info" authorised storage mechanism, available on the website www.1info.it. The company by-laws and the rules for shareholders' meetings are also available at the above locations.

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The Shareholders' Meeting may also be attended by experts, financial analysts and journalists who, to this end, are invited to send a request by fax to the number +39 0523 524270, before 24 April 2015.

The present notice is also available to the public, as established by art. 125-bis, Leg.Decree 58/98 and by article 8 of the company by-laws, on the Company's website www.bolzoni-auramo.com, and an extract published on Il Sole 24 Ore. It is also available with the "Info" authorised storage mechanism, on the website www.linfo.it.

Podenzano, March 20th, 2015

The Chairman of the Board of Directors
Emilio Bolzoni