

CIR – COMPAGNIE INDUSTRIALI RIUNITE S.p.A.
Turin – Via Valeggio, 41
Share Capital: Euro 396,058,633.50 – VAT 00519120018
Company subject to the management and coordination of COFIDE S.p.A.

NOTICE OF ORDINARY AND EXTRAORDINARY ANNUAL GENERAL MEETING

Shareholders are invited to attend the Ordinary and Extraordinary Sessions of the Annual General Meeting of the Shareholders of the Company to be held in the Congress Centre of the Unione Industriale di Torino in Turin - Via Fanti 17, on April 29 2010 at 10.30 a.m. at the first call and on April 30 2010 at the same time and the same place, if a second call is necessary, in order to discuss and pass resolution on the following:

AGENDA

Ordinary Session

1. Annual Report and Financial Statements for the year ended December 31 2009. Report of the Board of Statutory Auditors. Resolutions pertaining to the above.
2. Proposal to revoke the resolution adopted on April 30 2009 regarding the authorization to buy back and dispose of own shares and proposal for a new authorization.
3. Proposal regarding the approval of the stock option plan for 2010.

Extraordinary Session

4. Proposal to supplement the power to issue convertible bonds or bonds with warrants attached assigned to the Board of Directors by the Extraordinary Meeting of the Shareholders on April 30 2009 as per the terms of Art. 2420-ter of the Civil Code. Consequent amendment of Art. 4 of the Company Bylaws.

The share capital consists of 792,117,267 ordinary shares with a nominal value of Euro 0.5 each with voting rights of which 43,074,000 own shares without voting rights.

Shareholders are entitled to attend the Meeting of Shareholders provided that their intermediaries have sent in the notification required by Article 23 of Consob / Bank of Italy Measure of February 22 2008 at least two working days before the meeting.

Any holders of shares that have not yet been dematerialized should present their share certificates to an authorized intermediary for input into the centralized clearing system in electronic form, in accordance with the provisions of Article 38 of Consob / Bank of Italy Measure of February 22 2008, and should request that the notification as above be sent in within the time limit mentioned above.

To facilitate the checking process, shareholders are requested to show their copy of the notification made to the Company which the intermediary, in accordance with current regulations, is required to make available to them. This same copy of the notification should be used for delegating a proxy to represent them by signing the proxy form at the bottom of the document in question.

Shareholders may obtain a copy of the documentation regarding the items on the Agenda, as per the provisions of the law, from the Company offices or from Borsa Italiana S.p.A.

for THE BOARD OF DIRECTORS
THE CHAIRMAN
Stefano Micossi