



## **SPECIAL MEETING OF HOLDERS OF PREFERENCE SHARES**

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**Agenda and related report**

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### **LEGAL NOTICE**

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Società per Azioni  
Capital stock Euro 246,229,850 fully paid-in  
Registered office in Turin - Corso Matteotti 26 – Turin Company Register No. 00470400011

**SPECIAL MEETING  
OF HOLDERS OF PREFERENCE SHARES  
EXOR S.p.A.  
Centro Congressi Unione Industriale Torino – Sala Piemonte  
Via Vela 17 – Turin (Italy)  
May 3, 4 and 6, 2010**

**Agenda**

1. Election of the Common Representative for the holders of preference shares and determination of his/her compensation.
2. Measures as regards the expenses required to safeguard the common interests of the holders of preference shares.

The notice was published in the newspaper “La Stampa” on March 30, 2010.

**ELECTION OF THE COMMON REPRESENTATIVE FOR THE HOLDERS OF PREFERENCE SHARES AND DETERMINATION OF HIS/HER COMPENSATION.**

**MEASURES AS REGARDS THE EXPENSES REQUIRED TO SAFEGUARD THE COMMON INTERESTS OF THE HOLDERS OF PREFERENCE SHARES.**

To our Stockholders,

As the mandate conferred to the undersigned has expired, we invite the Stockholders to appoint the common representative for the holders of preference shares for the three-year period 2010-2012 and resolve upon the determination of his/her compensation.

We also invite the Stockholders, in pursuance of art. 146, paragraph 1, subparagraph c), of Legislative Decree 58 dated February 24, 1998, to resolve upon the creation of a fund for the expenses necessary to protect common interests.

We make the Stockholders note that art. 31 of the corporate bylaws sets forth that the expenses necessary to protect the common interests of the holders of preference shares are borne by the Company up to a yearly amount of Euro 10,000.

Turin, April 14, 2010

The Common Representative  
Luigi Santa Maria