

PRESS RELEASE

**RESOLUTIONS BY THE ORDINARY SHAREHOLDERS' MEETING  
APPROVAL OF THE 2011 ANNUAL FINANCIAL STATEMENTS  
ELECTION OF DIRECTORS AND STATUTORY AUDITORS**

**Florence, June 28 2012** - The Ordinary Shareholders' Meeting approved the 2011 Annual Financial Statements of KME Group S.p.A., agreeing to cover the loss for the year of 9,884,832.00 euros by drawing an equal amount from available equity reserves.

The Shareholders' Meeting also approved the Compensation Report.

The Shareholders' Meeting then elected a Board of Directors and a Board of Statutory Auditors for a three-year term, from 2012 to 2014, based on slates filed by Quattrotre S.p.A., the Company's majority shareholder, which owns 29.66% of its common shares.

The following candidates were elected to the Board of Directors:

Mario d'Urso, Marcello Gallo, Riccardo Garrè, Giuseppe Lignana, Gian Carlo Losi, Vincenzo Manes, Diva Moriani, Alberto Pirelli, Salvatore Orlando and Italo Romano.

The **Board of Directors**, meeting after the Shareholders' Meeting, reappointed:

- Salvatore Orlando as **Chairman**;
- Vincenzo Manes as **Deputy Chairman**;
- Diva Moriani as **Deputy Chairman**;
- Riccardo Garrè as **General Manager**;
- Italo Romano as **General Manager**.

Based on the powers respectively delegated to them, Vincenzo Manes, Diva Moriani, Riccardo Garrè and Italo Romano qualify as Executive Directors.

The Board of Directors also established:

- a **Compensation Committee**, comprised of Alberto Pirelli (Chairman), Mario d'Urso and Giuseppe Lignana;
- a **Control and Risk Committee**, comprised of Mario d'Urso (Chairman), Giuseppe Lignana and Alberto Pirelli.

The following candidates were elected to the **Board of Statutory Auditors**:

- Riccardo Perotta (**Chairman**);
- Marco Lombardi e Francesca Marchetti (Statutory Auditors);
- Luca Bertoli e Lorenzo Boni (Alternates).

On the abovementioned date, the Board of Directors and the Board of Statutory Auditors, each acting within the scope of its jurisdiction, verified that the Directors and Statutory Auditors were in compliance with the professionalism and personal integrity requirements of the applicable regulations currently in effect.

Moreover, compliance with the independence requirements was ascertained for the Directors Mario d'Urso, Giuseppe Lignana and Alberto Pirelli and for all members of the Board of Statutory Auditors, pursuant to the abovementioned regulations and the provisions of the Corporate Governance Code of Borsa Italiana S.p.A. (2011 version).

The Company also discloses that, based on the information it received, the following Directors own KME Group S.p.A. shares: Salvatore Orlando (3,293,995 common shares); Diva Moriani (270,280 common shares); Italo Romano (163,635 common shares); Marcello Gallo (568,125 common shares); Gian Carlo Losi (141,357 common shares).

Lastly, the Board of Directors reappointed Marco Miniati to the post of "Corporate Accounting Documents Officer," having found that he met the personal integrity requirements.

Condensed curricula vitae of the Directors and Statutory Auditors and the Corporate Accounting Documents Officer are available in a separate section of the Company website, [www.kme.com](http://www.kme.com).

The Board of Directors

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This press release is available on the Company website, [www.kme.com](http://www.kme.com). Additional information may also be obtained directly from the Company (telephone number +39 055.4411454; e-mail [investor.relations@kme.com](mailto:investor.relations@kme.com)).