

**Angelo Moratti**  
**Di Gian Marco Morrati e Massimo Moratti Soc. in Acc. per A**

Share capital €100.000.000 fully paid up

**LIST FOR THE APPOINTMENT OF THE MEMBERS OF THE BOARD OF  
DIRECTORS OF SARAS S.P.A**

The undersigned shareholder of SARAS S.p.A., holder of the number of ordinary shares indicated below that in total represents the percentage of share capital displayed in the table:

Shareholder	No. of shares	% of share capital
<i>Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti</i>	594,000,000	62.461%
<b>Total</b>	<b>594,000,000</b>	<b>62.461%</b>

With regard to item 3 (Appointment of the Board of Directors) on the agenda of the Ordinary Shareholders' Meeting convened in Milan, via Meravigli 9/b, at Palazzo Turati, at 10.30, on 27 April 2012 (first call) and, if necessary with second call on 28 April 2012, hereby

**SUBMITTING**

the following list of candidates for the office of director of Saras S.p.A., in the order shown below:

No.	Surname	First name	Date and place of birth
1.	Moratti	Gian Marco	29/11/1936 - Genoa
2.	Moratti	Massimo	16/05/1945 Bosco Chiesanuova (VR)
3.	Moratti	Angelo	09/08/1963 - Milan
4.	Moratti	Angelomario	20/10/1973 - Milan
5.	Moratti	Gabriele	18/11/1978 - Milan
6. (*)	Callera	Gilberto	09/04/1939 - Bologna
7. (*)	Greco	Mario	16/09/1959 - Naples
8.	Previati	Gabriele	05/05/1938 - Milan
9.	Scaffardi	Dario	04/08/1958 - La Spezia
10.	Buccarella	Franco	08/12/1936 - Alezio (LE)

(\*) Candidate satisfying the requirements of independence pursuant to Art. 148, para. 3 of Legislative Decree 58/1998 as well as other requirements of the Code of Corporate Governance for listed companies

Registered Office 20121 MILANO – FORO BUONAPARTE, 69  
Tax Code and Company Register of Milan no. 01944530020 R.E.A. of  
Milan no. 1357627

The list, pursuant to the requirements of Art. 18 of the articles of association and current regulatory requirements, contains:

- An indication of the identity of the shareholders who have submitted the list and the total percentage of shares held, as well as written proof of their ownership of their stake (of at least 2% of share capital). This written proof must be produced before the deadline set for the publication of the lists by Saras S.p.A.
- Detailed information concerning the personal and professional information about each candidate (including curriculum vitae), showing the management and supervisory roles filled in other companies, duly undersigned.
- Declaration by each candidate of acceptance of the candidature and certifying, under their own responsibility the non-existence of any reason for ineligibility and incompatibility, as well as the satisfaction of the requirements pursuant to current regulations and the articles of association in relation to the filling of the role of Company Director.
- A declaration from each candidate confirming independence according to the law, affirming the satisfaction of the requirements of independence in accordance with Art. 148, para. 3 of Legislative Decree 58/1998 and any other requirements pursuant to the Corporate Code of Governance adhered to by Saras S.p.A., for listed companies.
- A copy of valid identification for each candidate.

Milan, 27 March 2012

ANGELO MORATTI S.A.P.A.  
Di Gian Marco Moratti e Massimo Moratti  
*The Chairman*

Notification pursuant to Art. 23 and Art. 24 of the Bank of Italy/Consob provisions of 22 February 2008 modified on 24 December 2010

**1. The broker who will carry out the notification.**

ABI (Italian Banking Association): 03239 CAB (Bank code): 01600

Name: INTESA SANPAOLO PRIVATE BANKING S.P.A.

**2. Participating broker if different from above.**

ABI (MT account number):

Name:

**3. Date of request**

30.03.12

**4. Date notification sent**

02.04.12

**5. Sequential annual no.**

183

**6. Sequential no. of notification intended for correction/revocation (\*)****7. Reason for the correction****8. Name of applicant, if different from the holder of the financial instruments****9. Holder of the securities**

Name: ANGELO MORATTI S.P.A.

Tax code:

Municipality of birth: \_\_\_\_\_ Province of birth:

Date of birth: \_\_\_\_\_ Nationality: \_\_\_\_\_

Address: FORO BONAPARTE 69 \_\_\_\_\_

City: 20121 Milan \_\_\_\_\_ State: Italy

**10. The securities that are the object of the notification**

Name: SARAS SPA

**11. The number of securities that are covered by the notification**

594,000,000

**12. Obligations or annotations to the securities that are covered by the notification**

Type: \_\_\_\_\_ Date of: \_\_\_\_\_ incorporation \_\_\_\_\_ modification \_\_\_\_\_ discharge \_\_\_\_\_

Beneficiary of obligation

**13. Date of reference**

02.04.12

**14. In effect from (date)**

02.04.12

**15. Right to exercise**

DEP

**16. Notes**

CERTIFICATION OF THE PRESENTATION OF THE LIST FOR APPOINTMENT TO THE BOARD OF DIRECTORS OF SARAS SPA

Intesa Sanpaolo Group Services S.a.p.a.  
By proxy of INTESA SANPAOLO  
Registry of Securities and Company Transactions

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Gian Marco Moratti, born in Genoa on 29/11/1936, tax code MRT GMR 36S29 D969H, resident at Galleria de Cristoforis no. 7, Milan,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and effect of Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning falsity in deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, and the satisfaction of legal requirements for the appointment to the said role and, among these in particular the satisfaction of the requirements of integrity in accordance with the combined provisions of Art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and Art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the office of Director of SARAS S.p.A.

Milan, 27 March 2011

In witness whereof

# **GIAN MARCO MORATTI**

(curriculum vitae)

## **Personal data**

Nationality: Italian  
Place and date of birth: Genoa – 29 November 1936  
Academic qualifications: Degree in Law

## **Current positions**

Chairman SARAS S.p.A.  
Vice President IEFE (Istituto di Economia delle Fonti di Energia – the Institute for Energy Resource Economics), Bocconi University, Milan

## **Previous positions**

Vice President and member of the Board of Directors of Confindustria  
President of Unione Petrolifera  
President of Norman Kraig & Kummel Italiana  
Member of the Board of Directors of the publishing company Corriere della Sera  
Member of the Board of Directors of the Banca Nazionale del Lavoro  
Member of the Inter-ministerial Coordination Committee for Emergency Energy  
Member of the National Coordination Committee against Drug Abuse

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Massimo Moratti, born in Bosco Chiesanuova (VR) on 16/05/1945, tax code MRT MSM 45E16 B073K, resident in Milan, via Bigli no. 11,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and pursuant to Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, and the satisfaction of the legal requirements for the appointment to the said role and, among these in particular the satisfaction of the requirements of integrity in accordance with the combined provisions of Art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and Art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 27 March 2012

In witness whereof

## **MASSIMO MORATTI**

(curriculum vitae)

Born in Bosco Chiesanuova (VR) in 1945.

Member of the Board of Directors of PIRELLI & C., S.p.A. since May 2003.

Chairman and Managing Shareholder of ANGELO MORATTI S.a.p.a. di Gian Marco e Massimo Moratti.

He has been a member of the Board of Directors of Saras S.p.A. Raffinerie Sarde since 1972 where he has been Managing Director since 1981.

Member of the Board of Directors of TELECOM ITALIA S.p.A. from 2001 to 2007.

Chairman of the Board of Directors of SARINT S.A.

For the PIRELLI GROUP he was a member of the Board of Directors of PRELLI S.p.A. from May 2002 to August 2003.

Chairman of the Board of Directors of F.C. INTERNAZIONALE MILANO S.p.A.

Member of the Board of Directors of F.I.G.C.

Member of the Board of Directors of GUT EDIZIONI S.p.A.

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Angelo Moratti, born in Milan on 09/08/1963, tax code MRT NGL 63M09 F205M, resident in Milan, via Mozart no. 17,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and effect of art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, and the satisfaction of the legal requirements for the appointment to the said role and, among these in particular the satisfaction of the requirements of integrity in accordance with the combined provisions of art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 29 March 2012

(Place and date)

In witness thereof



## ANGELO MORATTI

### Personal data

Place and date of birth: Milan, 9 August 1963

Studies: Haileybury College  
Columbia University

Business address: Galleria de Cristoferis 8 – 20122 MILANO  
Tel. 02 77371 Fax 02 7737471

### Positions

Deputy Chairman of SARAS S.p.A.

Member of the Board of Directors of **AON NIKOLS**

President of **Special Olympics Italia** and member of the Executive Committee of **Special Olympics International**

Member of the Board of Directors of **F.C. Internazionale Milano**

Chairman and Managing Director of Angelab Srl

Chairman of Angelab Funds Srl

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Angelomario Moratti, born in Milan on 20/10/1973, tax code MRT NLM 73R20 F205C, resident in Milan, via S. Gregorio no. 55,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and pursuant to Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, and the satisfaction of the legal requirements for the appointment to the said role and, among these in particular the satisfaction of the requirements of integrity in accordance with the combined provisions of art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 28 March 2012

(Place and date)

In witness thereof

## **ANGELOMARIO MORATTI**

### **(curriculum vitae)**

Born in Milan on 20 October 1973.

After studying philosophy at the University of Padua he attended business management courses at the London School of Economics, Oxford University (UK) and Columbia University (New York).

Within Saras he has held positions in Human Resources, Supply & Trading and Finance. He is a member of the working team that developed commercial initiatives for the Saras Group in Spain as well as initiatives relating to wind energy.

He is currently a member of the Board of Directors of SARAS S.p.A, Chairman of the Board of Directors of Saras Energia S.A. and a member of the Board of Directors of Sarint S.A.

He also holds the following positions:

Deputy Chairman: F.C. INTERNAZIONALE MILANO SPA

Chairman: INTER BRAND SRL

Member of the Board of Directors: PROFILO ASSET MANAGEMENT

Member of the Board of Directors: ELECTRO POWER SYSTEM SPA

Chairman: 77 HOLDING SRL

Managing Director: INTER FUTURA

Member of the Board of Directors: FEDERMOTONAUTICA

Chairman: ASANSIRO SRL

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Gabriele Moratti, born in Milan on 18/11/1978, tax code MRT GRL 78S18 F205Y, resident in Milan, Galleria De Cristoforis no. 7,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and pursuant to Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

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- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
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**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 29 March 2012

In witness thereof

## **GABRIELE MORATTI**

(curriculum vitae)

Gabriele Moratti was born in Milan on 18 November 1978. After graduating with a degree in sociology and history of art at Duke University (UAS), he immediately joined the Saras business in Human Resources, where he focused on projects relating to safety and the environment.

In June 2006, he joined JP Morgan where he gained extensive experience in the financial sector, specifically focusing on mergers and acquisitions, both in Milan and in the European Head Quarters in London.

At the end of 2007, he rejoined Saras as assistant to the CEO, directly following the organisational and managerial development projects currently underway.

In this role he was also involved with business development projects for the whole Saras Group.

Positions held:

MANTA S.r.l. Chairman of the Board of Directors

REDEMPTION S.r.l. Chairman

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Gilberto Callera, born in Bologna on 09/04/1939, tax code CLL GBR 39D09 A944R, resident in Rome, via Benedetto Croce no. 27,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

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the undersigned, under his own and exclusive responsibility, in accordance with and effect of Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

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- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
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- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Rome, 28 March 2012

(Place and date)

In witness whereof

## GILBERTO CALLERA

### Summary professional curriculum vitae

Since April 2006	Member of the Board of Directors of SARAS S.p.A.
Since July 2004	President of the Italian Committee of the World Energy Council, the International Multi-energy Association
From Jan. 2003 to May 2004	General Manager of ENI reporting directly to the Chief Executive Officer. Responsible for the Supply, Refining and Marketing Division
From Jan. 2001 to June 2004	President of ENI Corporate University, the company entrusted with management training and development for the ENI Group
From April 1999 to June 2004	Vice President of the Unione Industriali di Roma Vice President of the Unione Petrolifera
From April 1999 to Dec. 2002	Chairman of AGIP PETROLI, the ENI company responsible for product procurement, refining, logistics and marketing
From April 1996 to April 1999	Chief executive Officer of AGIP PETROLI, responsible for industrial activities as well as oil supply and trading
From 1988 to 1996	General Manager of AGIP PETROLI responsible for, in order, industrial, supply-trading and marketing activities. From 1991 to 1993 he also filled the role of Chief Executive Officer of PRAOIL, that later merged with AGIP PETROLI, manager for the petrochemical refinery activities of the ENI Group
From 1974 to 1988	Various managerial roles in the ENI Group with supervisory and management responsibility for the Group's industrial activities
From 1965 to 1975	Various positions with the SHELL Group in Italy and abroad with operational responsibilities in the area of marketing. Industrial Manager from 1970

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Mario Greco, born in Naples on 16/06/1959, tax code GRC MRA 59H16 F839E, resident in Milan, via Aurelio Saffi no. 28,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and effect of art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, plus the satisfaction of the requirements by law for the appointment to the said role and, among these in particular to satisfy the requirements of integrity in accordance with the combined provisions of art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
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- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 29 March 2012

(Place and date)

In witness whereof



## **Mario Greco**

### CEO General Insurance

Mario Greco (born 1959, Italian citizen) is a member of the Group Executive Committee and Chief Executive Officer of General Insurance of Zurich Financial Services group (Zurich). He joined Zurich in October 2007 and was appointed CEO of Global Life in April 2008. He has been in his current role since July 2010.

Mr Greco started his professional career in management consulting, working at McKinsey & Company's Milan office from 1986 until 1994, becoming a partner and partner leader in the insurance segment in 1992. In 1995 he joined Ras (Allianz Group) in Milan as head of the Claims Division. He was promoted to general manager in charge of the insurance business the following year and in 1998 he was appointed managing director. In 2000 he became the company's chief executive officer, remaining in the position for four years. He was appointed head of Allianz's Life Sustainability business in Munich in 2004 and later that year was appointed to Allianz AG's executive board with responsibility for France, Italy, Spain, Portugal, Greece and Turkey. In April 2005, he joined the Sanpaolo IMI Group in Milan as the chief executive officer of EurizonVita, formerly called Aip, as part of a project to build up the Group's insurance and asset management businesses. In October 2005, he was appointed chief executive officer of EFG, the company holding the Sanpaolo IMI Group's investments in Eurizon Vita, Banca Fideuram and Eurizon Capital.

Mr Greco is also a member of the board of directors of editorial l'Espresso Group, Indesit and Saras. Mr Greco earned a degree from the University of Rome and completed a Masters degree in International Economics and Monetary Theory at Rochester University, New York (USA).

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Gabriele Guido Previati, born in Milan on 05/05/1938, tax code PRV GRL 38E05 F205L, resident in Milan, via Elba no. 28,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and pursuant to Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

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- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, on the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 29 March 2012

(Place and date)

In witness whereof

## **GABRIELE PREVIATI**

Mr Previati graduated with a degree in Electronic Engineering from the Politecnico di Milano in 1962. He joined Saras in January 1963, working on the design, construction and commissioning of the first plants, filling various roles in Maintenance, the Technical department and the Industrial Division in Milan. Between 1970 and 1972 he was head of the Plant division, then of Maintenance, and as of 1973 he was in charge of Processes and Engineering.

Starting in June 1985 he became the supervisor for Technical Services and starting in 1990 he became head of the Technical Division. As of July 1992 he was responsible for the Strategic Projects division. In December 1996 he was appointed General Manager and member of the Board of Directors of Sarlux, while in May 1997 he filled the role of Deputy General Manager of Industrial Activities for Saras.

In April 2000, he joined the Board of Directors of Saras. In January 2002, he was appointed General Manager of Saras and in January 2003 Deputy Chairman of Saras, Chairman and General Manager of Sarlux.

In January 2006, Mr Previati retired from operating responsibilities, remaining a non-executive director of Saras, a position to which he was reappointed in 2009. In May 2006 he was appointed Chairman of the Internal Control Committee, Chairman of the Supervisory Board and a member of the Remuneration Committee. These appointments were reconfirmed in 2009.

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Dario Scaffardi, born in La Spezia on 04/08/1958, tax code SCF DRA 58M04 E463I, resident in Milan, via S. Aquilino no. 5,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and pursuant to Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, and the satisfaction of the legal requirements for the appointment to the said role and, among these in particular the satisfaction of the requirements of integrity in accordance with the combined provisions of art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 27 March 2012

(Place and date)

In witness whereof

## **DARIO SCAFFARDI**

### **CURRICULUM VITAE**

Dario Scaffardi was born in La Spezia on 4 August 1958. He graduated with a degree in Naval and Mechanical Engineering from the University of Genoa, after which he completed advanced studies at Oxford (UK) and at La Scuola di Direzione Aziendale dell'Universita' Commerciale Luigi Bocconi di Milano (Bocconi University) and at Columbia University in New York (USA).

He joined Saras S.p.A. in 1992, following positions at Medov S.p.A., Saipem S.p.A. (ENI Group), Cameli & Co. S.p.A. and Indutech S.p.A. In 1999, he became the head of Supply & Trading at Saras S.p.A., with responsibilities for maintenance contracts, product sales and transportation. He was appointed General Manager in 2006.

In 2006, he was appointed for the first time to the Board of Directors of Saras S.p.A., a position that was re-confirmed in 2009.

**SUBSTITUTIVE DECLARATION OF CERTIFICATION AND AFFIDAVIT PURSUANT TO ART. 46 AND ART. 47 OF PRESIDENTIAL DECREE NO. 445 OF 28.12.2000**

The undersigned Franco Buccarella, born in Alezio (LE) on 08/12/1936, tax code BCC FNC 36T08 A185X, resident in Milan, via Oriani Alfredo no. 6,

**WHEREAS**

- A) the undersigned has been nominated by the shareholder **Angelo Moratti S.a.p.a. di Gian Marco Moratti e Massimo Moratti** – with regard to the election of the members of the Board of Directors at the Ordinary Shareholders' Meeting convened on 27 April 2012 (first call) and with second call on 28 April 2012 – to the list for the position of Director of SARAS S.p.A.
- B) the undersigned is aware of the regulatory requirements in force regarding acceptance of the position of Director of SARAS S.p.A.

**NOW THEREFORE**

the undersigned, under his own and exclusive responsibility, in accordance with and pursuant to Art. 76 of Presidential Decree No. 445 of 28.12.2000 concerning false deeds and untrue declarations,

**DECLARES**

- the absence of any cause of ineligibility, forfeiture or incompatibility, and the satisfaction of the legal requirements for the appointment to the said role and, among these in particular the satisfaction of the requirements of integrity in accordance with the combined provisions of Art. 147-*quinquies* of Legislative Decree No. 58 of 24 February 1998 and Art. 2 of Ministerial Decree No. 162 of 30 March 2000;
- the ability to dedicate to the position of Director in SARAS S.p.A. the time needed to perform the role effectively and diligently;
- a commitment to the timely notification of the Company, in this case of the Board of Directors of SARAS S.p.A., of any changes to the declaration;
- a commitment to produce, upon the request of SARAS S.p.A., appropriate documentation confirming the accuracy of declared information;
- having been informed, in accordance with and pursuant to Art.13 of Legislative Decree No. 196 of 30 June 2003 that the personal data obtained will be used by the Company, and its IT systems, only for the scope of the procedures to which this declaration applies.

**DECLARING FINALLY**

- acceptance of the candidature and any appointment to the position of Director of SARAS S.p.A.

Milan, 27 March 2012

(Place and date)

In witness whereof

# FRANCO BUCCARELLA

## Curriculum Vitae

Born in Alezio on 8 December 1936

### Professional experience

**1955 – 1963**                      **CREDITO ITALIANO**                      **Milan**

Involved in the following sectors:

- Stock exchange and securities department 1955 -1985
- Import and export department 1959 – 1960
- Secretarial and Development department until 1963

**1963 – 2006**                      **SARAS GROUP SPA**                      **Milan**

Covering the following roles:

- Head of General affairs secretary 1963 – 1970
- Deputy head of finance 1971 – 1982
- Manager responsible for operational control services 1982 – 2006

**2006 – 2009**                      Financial and tax consultant for businesses

Auditor: since 1995 he has held various positions as auditor in various limited liability companies

### Education:

**1955 – 1959**                      **Universita' Cattolica del Scaro Cuore**

Degree in Economics and Business

**1962 – 1963**                      **Universita' Luigi Bocconi**

MBA