

Camfin SpA press release

Shareholders meet:

APPROVED 2002 RESULTS WITH A 0.052 EUROS PER SHARE DIVIDEND

AND A CAPITAL INCREASE FOR 160.7 MILLION EUROS, WITH FREE WARRANTS FOR A FURTHER FUND RAISING UP TO 40.2 MILLION EUROS

Milan, May 7 2003 - Camfin shareholders met and **approved today the 2002 financial statements** that foresee a distribution of a **0.052 euros per share dividend**, that will be paid on June 12, 2003 with the coupon detachment on June 9, 2003.

Shareholders also approved, in an extraordinary meeting, a **capital increase** for a maximum amount in cash of **160.7 million euros** by issuing a maximum of 107,147,656 new shares with ordinary payment, to be offered as an option to shareholders at **1.5 euros per share**, at the ratio of **11** new shares for each **10** shares owned. Each new share subscribed will be combined with a free **warrant** valid to subscribe, continuously, from January 1, 2004 to June 30, 2006, one ordinary share every 4 warrants presented for the period, at the price of 1.5 euros per share for a further fund raising up to **40.2 million euros**.

The controlling shareholder Gruppo Partecipazioni Industriali and other major shareholders of the company are committed to subscribing to their share of the capital increase (about 88%); the residual part of the capital increase will be underwritten by a syndicate directed and promoted by Mediobanca .

The funds raised, as part of the corporate simplification process of the Pirelli group, will be used to strengthen the capital base of the controlled company Pirelli & C.

In an ordinary meeting, shareholders had previously approved also the appointment of Raffaele Bruno Tronchetti Provera and Giorgio Bruno as directors, until the end of the mandate of the current Board of Directors. It also appointed, with the list voting system, the new **Board of Auditors** that is comprised of: Filippo Tamborini, Paolo Lazzati and Franco Ghiringhelli as Statutory Auditors; Flavio Torrini and Marco Reboa, as Alternate Auditors.

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