

Unofficial translation - Only the Italian version is authentic

**CAM Finanziaria S.p.A.
Milan - Via G. Negri n. 8
Share capital Euro 191,199,414.64 fully paid in
Tax Code and Number of Registration with the Milan
Company Register n. 00795290154**

CALL OF SHAREHOLDERS' MEETING

Shareholders of CAM Finanziaria S.p.A. (the "Company") are called to an ordinary and extraordinary general meeting to be held in Milan, Viale Sarca 214

- at 11.30 a.m. of Friday 31st July 2009 on first call;
 - at 11.30 a.m. of Saturday 1st August 2009 on second call,
- to discuss and resolve upon the following:

AGENDA

ORDINARY GENERAL MEETING

1. Confirmation of the appointment of a Board member.
2. Re-determination of the number of the members of the Board of Directors; inherent and consequent resolutions.

EXTRAORDINARY GENERAL MEETING

1. Cancellation of the shares par value and subsequent amendment of article 6 (Share capital) of the By-Laws.
2. Divisible share capital increase in cash for a maximum amount of Euro 70 millions, by issuing ordinary shares, with no par value, with regular dividend, to be offered to the shareholders of the Company pursuant to art. 2441, paragraph 1, of the Italian civil code, in proportion to the number of shares already owned by the same and with free warrants in a ratio of no. 1 (one) warrant for each 1 (one) new ordinary share and concomitant divisible share capital increase in cash, for a maximum amount of Euro 30 millions, for the issuance of warrants; request for admission to listing of the same warrant and approval of the related regulation. Subsequent amendment of article 6 (Share capital) of the By-Laws. Inherent and consequent resolutions. Granting of powers.

In light of the shareholding composition of the Company, the legal quorum for the valid constitution and resolution of the meeting will presumably be reached on first call.

Pursuant to article 126-*bis* of the Legislative Decree 24 February, 1998 no. 58, shareholders who, separately or jointly with other shareholders, represent at least one fortieth of the voting share capital may request, within five days starting from the date of publication of this notice, to add items to the agenda, specifying in the request the proposed new items. No items can be added to the agenda for matters on which the Shareholders' meeting resolves, pursuant to applicable laws, upon proposals of the Board of directors or on the basis of plans or reports prepared by the Board itself.

In case of any amendments to the agenda, it will be published in the same way as this notice.

According to the provisions of law and to the Company's By-Laws, holders of ordinary shares for which the Company has received the communication provided for by article 2370, paragraph 2, of the Italian Civil Code, at least two days prior to the date set for each meeting, shall be entitled to attend the Shareholders' meeting.

Each shareholder may request his/her intermediary to withdraw such a communication and in this way the shareholder will be no more entitled to attend the meeting.

It can not be ascribed to the Company any requests from the intermediaries of any prior notice for the accomplishment of their duties in due time or any actual impossibility to dispose of the deposited shares due to usual operative procedure of the intermediaries themselves.

Each shareholder having right to attend the shareholders' meeting can be represented by written proxy according to applicable laws; a fac-simile of such a proxy to vote can be obtained with the authorized intermediaries and it is also available at the Company's registered office and on the Company's website www.gruppocamfin.it.

The documentation relevant to the items of the agenda - as provided by the law - will be made available to the public at the Company's registered office and at Borsa Italiana S.p.A. within the terms fixed by law.

The documentation relating to the General Meeting will also be made available on the Company's website www.gruppocamfin.it.

Information relating to the share capital and to the shares with voting-rights

The share capital of Camfin S.p.A., which amounts to Euro 191,199,414.64, is divided into no. 367,691,182 ordinary shares, each of them granting one voting right. At present, the Company does not have its own shares whose voting right, in case of purchase before the date of the General Meeting, should be suspended.

Appointment of members of the Board of Directors

The members of the Board of Directors will be appointed by the majorities provided by law, in accordance with article 12 of the By-Laws.

The shareholders who wish to stand as candidate are kindly invited to submit duly in advance (i) a *curriculum vitae* of each candidate describing the personal and professional information, listing all the offices of administration and control held in other companies and declaring if they can be qualified as independent according to the provisions of law and to the standards adopted by the Company; (ii) declarations by which each candidate accepts the candidature and (iii) declarations by which they attest, under their personal responsibility, that there are no grounds for their ineligibility or incompatibility and that they meet the prescribed requisites for the position.

Milan, 20th June, 2009

for the Board of Directors
The Chairman
(Dr. Marco Tronchetti Provera)