

Notice of Shareholders' Meeting

Eligible shareholders are invited to attend an Ordinary Shareholders' Meeting scheduled at 3:00 p.m., on **April 22, 2015**, at 3 Via Filodrammatici, in Milan (at Mediobanca S.p.A.), on first calling, and on April 23, 2015 at 10:00 a.m. at the Company's registered office in Saluggia (VC), Via Crescentino, no building number, on second calling, if necessary, to discuss and vote on the following

Agenda

- 1. Motion for the approval of the Statutory Financial Statements at December 31, 2014, of the Report on Operations and to appropriate the year's net profit. Presentation of the Consolidated Financial Statements at December 31, 2014. Connected and related resolutions.**
- 2. Compensation Report pursuant to Article 123-ter of Legislative Decree No. 58/1998.**

Pursuant to Article 83-*sexies* of Legislative Decree No. 58/1998, the right to participate in the Shareholders' Meeting and to exercise voting rights is confirmed by means of notification to the Company by an Intermediary, in compliance with its own accounting records, on behalf of the party who is entitled to the right to vote, based on evidence related to the close of the accounting day of the seventh stock market trading day prior to the date set for the Shareholders' Meeting on first calling, i.e. April 13, 2015 (*record date*); any shareholders owning Company shares after the abovementioned date will not be eligible to attend and vote at the Shareholders' Meeting; the communication by the Intermediary must be received by the Company by the end of the third stock market trading day prior to the date set for the Shareholders' Meeting on first calling (i.e. by April 17, 2015); nevertheless, shareholders shall be entitled to intervene and vote if the communications are received by the Company beyond this deadline, but prior to the beginning of the meeting proceedings.

The statutory restrictions and limitations notwithstanding, any shareholder who is eligible to attend the Shareholders' Meeting may be represented by a third party at the Meeting by means of a written proxy, with the option of using the proxy form available on the Company website (www.diasorin.com, Section "Investors/Information for Shareholders/Shareholders meetings and board"). The proxy may be notified to the Company by registered letter sent to the Company's registered office or by means of an electronic communication sent to the following e-mail address affarisocietari@diasorin.it.

The Company designated as the Shareholders' Representative, pursuant to Article 135-*undecies* of Legislative Decree No. 58/1998, Società per Amministrazioni Fiduciarie "SPAFID S.p.A.," whom shareholders may appoint as their proxy agent by means of a written proxy for the items on the Meeting's Agenda, provided that the proxy is delivered to the abovementioned company, by courier or registered letter with return receipt, at its address at 10 Foro Buonaparte, Milan (20121), not later than the end of the day falling two stock market trading days before the date of the Shareholders' Meeting, also on calls subsequent to first one (i.e. by April 20, 2015 at 12:00 p.m., if the Shareholders' Meeting is held on first calling or by April 21, 2015 at 12:00 p.m., if the Shareholders' Meeting is held on second calling). The proxy form is available on the Company's website (www.diasorin.com, Section "Investors/Information for Shareholders/Shareholders meetings and board"). The proxy agent will exercise the voting right only for motions for which it received voting instructions. Proxies granted to the Shareholders' Representative and the corresponding voting instructions may be revoked within the abovementioned deadlines.

No postal or electronic voting procedures are envisaged.

Pursuant to Article 127-*ter* of Legislative Decree No. 58/1998, shareholders may submit questions about the items on the Agenda before the Shareholders' Meeting. Questions must be submitted in a letter addressed to DiaSorin S.p.A, Via Crescentino, snc, 13040 Saluggia (VC), to the attention of the Corporate Legal Affairs Office, or by means of an e-mail sent to the following address: affarisocietari@diasorin.it. Only questions that are strictly pertinent to the items on the Meeting's Agenda will be accepted. Questions must be received by April 20, 2015, accompanied by the personal data of the shareholder (first and last name, or company name, place and date of birth and tax I.D. number) and the required communication by the intermediary proving the legitimacy of the exercise of such right. However, the certification is not required if the Company already received the intermediary's communication needed to attend the Shareholders' Meeting. The Company may answer questions either by publishing them on its website (www.diasorin.com) or, at the latest, during the Shareholders' Meeting.

Pursuant to Article 126-*bis* of Legislative Decree No. 58/1998, shareholders who, individually or jointly, represent at least one-fortieth of the Company's share capital may request in writing, within 10 days from the publication of this Notice (i.e. by March 30, 2015 at 12:00 a.m., falling the tenth day following the date of publication of this notice on a public holiday), that the Meeting's Agenda be amended, listing on their application the additional items or further motions to items already included in the Agenda that they are suggesting. Any additions made to the items on the Agenda of the Shareholders' Meeting as a result of such requests must be publicized in the same manner required for the publication of the Notice of Shareholders' Meeting, at least 15 days before the date of the Shareholders' Meeting. Amendments are not allowed for items on the Agenda with regard to which, pursuant to law, the Shareholders' Meeting is required to vote upon a motion submitted by the Board of Directors or based on a draft or report prepared by the Board of Directors, other than those referred to in Article 125-*ter*, Paragraph 1, of Legislative Decree No. 58/1998. Amendments, delivered within the deadline and at the address mentioned above, must be sent to the Company by registered letter with return receipt or by an e-mail communication sent to the following address: affarisocietari@diasorin.it and they must be accompanied by a report on the items submitted for discussion. The right to exercise this right is attested by a communication to the Company by the qualified intermediary pursuant to Article 23, Paragraph 1, of the Regulation concerning centrally managed services, payment, guarantee systems and the related management companies adopted by the Bank of Italy and Consob on February 22, 2008, as subsequently amended, certifying the ownership of the shares by the requesting shareholders, valid as of the date of the request.

The Company's subscribed and paid-in share capital amounts to 55,948,257.00 Euros. It is comprised of 55,948,257 common shares, par value 1 Euro each. Each common share conveys the right to cast one vote. As of the date of this Notice, the Company held 1,055,000 treasury shares.

The documents pertaining to the Shareholders' Meeting will be made available to the public at the Company's registered office, at Borsa Italiana S.p.A., on the authorized central storage mechanism "IINFO" and on the Company's website (www.diasorin.com) pursuant to and within the following terms:

- at least 30 days before the date of the Shareholders' Meeting on first calling, the Report and Motions for Resolutions concerning the items no. 1 and no. 2 on the agenda;
- within March 31, 2015, the Annual Financial Report at December 31, 2014 pursuant to Article 154-*ter* of Legislative Decree No. 58/1998, including the draft of Statutory Financial Statements and the Consolidated Financial Statements at December 31, 2014, the Report on Operations, the Annual Corporate Governance Report and the certifications and reports provided by law;
- at least 21 days before the date of the Shareholders' Meeting on first calling, the Compensation Report prepared pursuant to Article 123-*ter* of Legislative Decree No. 58/1998 and to Article 84-*quater* of CONSOB Resolution No. 11971/1999;
- at least 15 days before the date of the Shareholders' Meeting on first calling the documents required by Article 77, Paragraph 2-*bis* of CONSOB Resolution No. 11971/1999 will be filed, with the warning that such filing shall take place only at the Company's registered office.

Shareholders are entitled to receive a copy of these documents.

This notice is published, pursuant to Article 125-*bis* of Legislative Decree No. 58/1998 and to Article 84 of CONSOB Resolution No. 11971/1999, as well as to Article 8 of the Company's By-Laws, on the Company's website www.diasorin.com (Section "Investors/Information for Shareholders/Shareholders meetings and board") and, as an extract, on the daily newspaper "Il Sole 24 Ore", on the authorized central storage mechanism "1INFO" available on the website www.1info.it and sent to Borsa Italiana S.p.A.

Saluggia, March 19, 2015

The Board of Directors

By Gustavo Denegri
Chairman