

PRESS RELEASE

Stezzano, 23 April 2015

The General Shareholders' Meeting of Brembo was held today in Stezzano (Bergamo) and resolved on:

- **the approval of the 2014 Annual Report**
- **the distribution of an ordinary dividend of €0.60 per share and an extraordinary dividend of €0.20 per share, upon the 20th anniversary of the company's listing**
- **the plan for the buy-back and sale of own shares**

Approval of the Financial Statements and Allocation of Profit

The General Shareholders' Meeting of Brembo, held today at the Stezzano (Bergamo) headquarters under the chairmanship of Alberto Bombassei, approved the Financial Statements for the year ended 31 December 2014 and the distribution of an **ordinary dividend of €0.60** per outstanding share, with payment date on 20 May 2015, ex-coupon No. 23 on 18 May 2015 (record date 19 May). Moreover, the General Shareholders' Meeting approved the distribution of an **extraordinary dividend of €0.20** per share, upon the 20th anniversary of the company's listing (July 1995), with payment date on 8 July 2015, ex-coupon No. 24 on 6 July 2015 (*record date 7 July*).

Brembo Group's revenues for 2014 amounted to €1,803.3 million, up 15.1% compared to the previous year. As already disclosed, 2014 showed a good revenues and margins growth: compared to the previous year, EBITDA increased by 31.1% to €279.8 million, EBIT by 45.3% to €178.4 million, and net profit by 45% to €129.1 million.

The Parent Company Brembo S.p.A. closed 2014 with revenues amounting to €713.4 million, up by 11.8%, and a net result of €68.8 million, up by 66.3%, compared to 2013.

The General Shareholders' Meeting approved the following allocation of the Parent company's profit:

- ordinary and extraordinary dividends as specified above;
- €357,167.67 to the reserve as per Article 6, paragraph 2, of Legislative Decree No. 38/2005;
- the remaining amount carried forward.

Plan for the Buy-back and Sale of Own Shares

The plan for the buy-back and sale of own shares approved by the General Shareholders' Meeting is as follows.

1. Reasons for which this authorisation is requested:
 - undertaking, directly or through intermediaries, any investments, including aimed at containing abnormal movements in stock prices, stabilising stock trading and supporting the liquidity of Company's stock on the market, so as to foster the regular conduct of trading beyond normal fluctuations related to market performance, without prejudice to compliance with applicable statutory provisions;
 - carrying out, in accordance with the Company's strategic guidelines, share capital transactions or whatsoever transaction which makes it necessary or appropriate share package swaps through exchange, contribution, or any other available methods;
 - buying back own shares as a medium-/long-term investment.
2. The Company's share capital amounts to €34,727,914 and is represented by 66,784,450 ordinary shares (including 1,747,000 own shares currently in portfolio) having a par value of €0.52 each. Under the said authorisation, the Board of Directors is allowed to buy back and/or dispose of, in one or more tranches, a maximum of 1,600,000 shares which, together with

own shares in portfolio at the date of the General Shareholders' Meeting, would represent 5.01% of Company's share capital.

3. The minimum purchase price is €0.52 (fifty-two euro cents) and the maximum purchase price is €40.00 (forty euro), for a maximum expected outlay of €64,000,000. With reference to the disposal of own shares, the Board of Directors will define, from time to time, all the criteria to set the relevant consideration and/or methods, terms and conditions to use own shares in portfolio, taking due account of the realisation methods applied, the price trend of the stock in the period before the transaction and the best interest of the Company.
4. The authorisation to buy back own shares has a duration of 18 months from the date of the Shareholders' resolution (23 October 2016).
5. Own shares shall be purchased or disposed of on regulated markets, in one or more tranches, on a revolving basis, in accordance with applicable regulations in force, so as to ensure equal treatment to all Shareholders, and avoid direct matching of buy orders with predetermined sell orders.

The disposal of own shares held will be effected in the most appropriate way in the interest of the Company, including on-the-market and off-market disposal, or swaps with equity investments as part of industrial projects.

The operating and financial figures for the **first quarter of 2015** will be examined by the Board of Directors on **14 May 2015**.

The manager in charge of the Company's financial reports, Matteo Tiraboschi, declares, pursuant to paragraph 2 of Article 154-bis of Italy's Consolidated Law on Finance, that the accounting information contained in this press release corresponds to the documented results, books and accounting records.

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