

## NOTICE OF SUMMONS TO SHAREHOLDERS' MEETING

CAD IT S.p.A. shareholders are summoned to the Ordinary Shareholders' Meeting to be held, in one single sitting, at 9.30 am on 29<sup>th</sup> April 2013 at the Company head offices in Verona, via Torricelli, 44/a, to deliberate on the following items on the agenda:

1. Proposal to approve the financial statement at 31<sup>st</sup> December 2012 and profit allocation;
2. Remuneration Report ex article 123-ter of Leg. Dec. 58/1998;

### Documentation

The documentation relating to the items on the agenda will be available to the public at the Company registered office and at Borsa Italiana S.p.A. and will be published on the Company website at [www.caditgroup.com](http://www.caditgroup.com), in the Investor Relations sections, in accordance with the norms in force. The Shareholders have the right to a copy of the deposited documentation.

### Shareholders' Meeting participation

In relation to participation and voting at the Shareholders' Meeting, it is hereby specified that:

- in accordance with article 83 sexies of Leg. Dec. 58/1998 (hereinafter "TUF"), those who possess the right to vote at the end of the seventh accounting day of open market prior to the date set for the meeting (i.e. 18<sup>th</sup> April 2013), notice of which has been sent to the Company by means of a broker, will be allowed to participate at the meeting. Those who are shareholders only after the above date will not have the right to take part and vote at the meeting;
- in accordance with TUF article 135 novies, each person who is legitimately allowed to participate at the meeting can be represented upon written or conferred through a digitally signed electronic document delegation, in accordance with the laws in force, by using the delegation at the bottom of the attendance notice issued by the authorised broker or the form that can be downloaded from the [www.caditgroup.com](http://www.caditgroup.com) website, Investor Relations section. Said delegation can be sent to the Company by registered post to its head office address or by certified e-mail to [investor.cadit@registerpec.it](mailto:investor.cadit@registerpec.it).

Prior notice does not exempt the delegated person from the obligation to prove that his/her delegation conforms to the original of the notified copy as well as his/her identity at the moment of acknowledgment and access into the meeting.

Voting procedures by post or electronic means are not allowed.

In relation to the items on the Shareholders' Meeting agenda, it is hereby specified that:

- in accordance with TUF article 127 ter, Shareholders can propose questions in relation to the items on the agenda, even before the Meeting, sending them by registered post to the Company head office or by certified e-mail to [investor.cadit@registerpec.it](mailto:investor.cadit@registerpec.it) within the end of the second open market day prior to the date set for the Shareholders' Meeting (i.e. by

25<sup>th</sup> April 2013). The questions will be answered at the latest during the Meeting itself and the Company has the right to provide one answer to questions on the same content.

**Additions to the agenda and new deliberation proposals**

In accordance with TUF article 126 bis, those Shareholders who, also jointly, represent at least one fortieth of the Company capital, can ask for other items to be added to the agenda within ten days of publication of this notice, indicating the topics they wish to be discussed in their request or submit proposals on items already on the agenda; the requests, together with the certificate of possession of the above mentioned share, should be sent via registered post to the Company head office by registered post or certified e-mail to [investor.cadit@registerpec.it](mailto:investor.cadit@registerpec.it), on condition that they are received by the Company within ten days after summons to the meeting has been published. In any case, each person entitled to vote may individually submit deliberation proposals during the Shareholders' Meeting.

It is to be remembered that, in accordance with the law, the addition of items for Shareholders' Meeting deliberation that regard Board of Directors' proposals or based on a project or a report drafted by the same is not allowed.

The terms and conditions for the exercise of such rights are published on the Company's website [www.caditgroup.com](http://www.caditgroup.com), Investor Relations section.

For the Board of Directors  
The Chairman  
Giuseppe Dal Cortivo

## THE CAD IT GROUP

*CAD IT is at the head of a group that represents one of the most dynamic organisations in the Italian Information Technology sector.*

*The group aims its operations at the banking-insurance sector, the business world and public administration, and has been offering software solutions, maintenance, customizing, integration and other correlated services, from application management to outsourcing and consulting to training for over 35 years.*

*The CAD IT Group, with head offices in Verona, operates in Italy through its own branches and associated companies in Milan, Rome, Prato, Padua and Mantua.*

*CAD IT is leader in the Italian software market for the banking sector with its main product, Financial Area, a programme which completely manages all functions connected to the negotiation, settlement and administration of security transactions, debentures, derivatives (in any currency) and adopted by the majority of Italian banking outlets.*

*In addition, the Group boasts a long-standing activity in the industrial sector and the capacity to offer solutions for e-business, credit and industrial companies in constant evolution.*

*Solutions for Public Administration is the most recent sector but one which capitalises the Group's traditional skills, such as its twenty-year experience in the development of systems for the computerisation of public bodies.*

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