Milan, April 23, 2018 - DIASORIN S.P.A. – THE ORDINARY SHAREHOLDERS’ MEETING:

- reviewed and approved the statutory financial statements at December 31, 2017 and the ordinary dividend distribution for an aggregate amount of Euro 47,010,865.00 and a special dividend for an aggregate amount of Euro 99,732,420.00;
- approved the Compensation Report pursuant to Article 123-ter of Legislative Decree No. 58/1998;
- established a new Stock Options Plan pursuant to Article 114-bis of Legislative Decree No. 58/1998;
- authorized the purchase and disposal of treasury shares, in accordance with the combined provisions of Article 2357 and Article 2357-ter of the Italian Civil Code and Article 132 of Legislative Decree No. 58/1998, for the implementation of the said Stock Option Plan.

The Ordinary Shareholders’ Meeting, convened under the chairmanship of Gustavo Denegri, was attended by shareholders representing 79.862% of the Company’s share capital, recorded the Group’s results and reviewed and approved the statutory financial statements at December 31, 2017, the appropriation of the year’s net profit and the ordinary and special dividend distribution motion.

The Group’s results are the following:

- Revenues 637.5 million Euros, increased by 12.0% at current exchange rate compared to 2016. The newly acquired Elisa business from Siemens, generated revenues amounting to € 9.0 million. Currency movements had a negative impact of about € 6.0 million. Net of the contribution provided by Siemens’ ELISA immunodiagnostics business, revenues grew 11.5% at constant exchange rate.
- EBITDA 237.9 million Euros, increased by 9.5% at current exchange rate compared to 2016 and equal to 37.3% of revenues. Negative contribution of around € 3.3 million as a result of two opposite events, both occurred in Q4’17:
  • Positive contribution of ELISA immunodiagnostics business portfolio acquired from Siemens and finalized in September 2017;
  • One-off costs to divest the Irish manufacturing facility, started in Q4’17.
Net of these events and at constant exchange rate, Adjusted EBITDA\(^1\) grew 13.0% at CER, equal to 38.7% of revenues\(^2\).
- EBIT increased by 6.8% compared to 2016 for a total amount of 184.4 million Euros, equal to 28.9% of revenues. Negative contribution of € 7.7 million, due to the combined effect of one-off costs to divest the Irish manufacturing facility and the positive contribution of Siemens’ ELISA immunodiagnostics business. Net of these non-recurring events, Adjusted EBIT\(^1\) grew 11.3%, equal to 30.6% of revenues\(^3\).
- Net profit 139.9 million Euros, increased by 24.2% compared to 2016. Result was positively impacted by the agreement with the Italian Tax Authority regulating patent box regime, with a direct impact on the Group tax rate (21.7% in 2017 as against 33.0% in 2016).

\(^1\) In order to facilitate the comparison with 2017 Guidance disclosed to the market, the Board of Directors defined, for the current financial year only, Adjusted EBITDA and Adjusted EBIT indicators. Adjusted EBITDA is defined as EBITDA net of the contribution of the Siemens ELISA business and economic impact of the project to close the Irish facility. Adjusted EBIT is defined as the Operating Result, net of the contribution of the Siemens ELISA business and economic impact of the project to close the Irish facility.

\(^2\) Adjusted EBITDA Margin calculated as ratio between Adjusted EBITDA on revenues net of the contribution of Siemens’ ELISA business.

\(^3\) Adjusted EBIT Margin calculated as ratio between Adjusted EBIT on revenues net of the contribution of Siemens’ ELISA business.
Then the Shareholders’ Meeting reviewed and approved the statutory financial statements at December 31, 2017 ended with revenues of 332.2 million Euros, 10.7% more than 2016, a net profit of 88.6 million Euros, up to 47.0% compared to 2016 due to increase in operating profit and lower taxes, equal to € 3.2 million (€ 21.9 million in 2016), with a tax rate of 3.4% following the agreement with the Italian Tax Authority regulating patent box regime.

The Shareholders’ Meeting also approved a motion to distribute an ordinary dividend of 0.85 Euros per share outstanding (net of treasury shares), with May 21, 2018 as coupon date, May 22, 2018 as record date and payment date from May 23, 2018 onwards and a special dividend of 1.80 Euros per share outstanding (net of treasury shares), with December 27, 2018 as coupon date, December 28, 2018 as record date and payment date from December 31, 2018 onwards.

The same Shareholders’ Meeting, pursuant to Article 123-ter of Legislative Decree No. 58/1998, resolved favorably, with not binding resolution, upon the remuneration policy to be adopted for Governance Bodies Members, General Managers and Strategic Executives, and the related implementation procedures.

Moreover, pursuant to Article 114-bis of the Legislative Decree No. 58/1998, the Shareholders’ Meeting approved the establishment of a new stock option plan called the “DiaSorin S.p.A. 2018 Stock Option Plan”, delegating to the Board of Directors the task of adopting the applicable Regulations. The Plan calls for grants of up to 675,000 options, awarded free of charge to the Plan’s beneficiaries. The characteristics of the DiaSorin S.p.A. 2018 Stock Option Plan, including its terms and implementation requirements, are described in the Report of the Board of Directors and the Information Memorandum prepared in accordance with Article 84-bis of the Issuers’ Regulations, which are available on the Company website.

Lastly, the Shareholders’ Meeting took up and approved the motion to purchase and dispose of DiaSorin S.p.A. common shares. Pursuant to and for the purposes of Article 2357 of the Italian Civil Code, the Shareholders’ Meeting authorized the Board of Directors, and therefrom the Chairman and the Chief Executive Officer acting on the Board’s behalf, to purchase, in one or more installments and for a period of 18 months from the date of the Resolution approved by the Ordinary Shareholders’ Meeting, up to 675,000 common shares, equal to 1.206% of the Company’s share capital, for use in connection with the DiaSorin S.p.A. 2018 Stock Option Plan.

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