



INTERPUMP GROUP

PRESS RELEASE

THE BOARD OF DIRECTORS

DETERMINES THE CONDITIONS FOR THE OFFER IN OPTION: NEW SHARES AT 2.50 EURO

Milan, 4 November 2009 – At its meeting today, putting into effect the delegation granted pursuant to article 2443 of the Italian civil code by the extraordinary general meeting of shareholders of 26 August 2009 and as a supplement to its resolution adopted on 15 September 2009, the Company's Board of Directors determined the terms and conditions of:

- the increase in share capital up to a maximum of Euro 49.8 million including share premium (the “**Capital Increase**”), to be effected through the issue of Interpump Group ordinary shares, each of nominal value Euro 0.52 with normal enjoyment rights, having the same features as those outstanding at the issue date (the “**Shares**”), to be offered in option to shareholders in free of charge combination with “Interpump Group S.p.A. 2009-2012 Warrants” (the “**Warrants**”) which entitle the bearer to subscribe additional newly issued ordinary shares of Interpump Group, each of nominal value Euro 0.52 with normal enjoyment rights, having the same features as those outstanding at the effective date of the exercising of the Warrants (the “**Conversion Shares**”); and
- the increase in share capital in separate amounts by payment in cash up to a maximum of Euro 62.4 million, including share premium, irrevocably reserved for servicing the exercising of the warrants (the “**Capital Increase servicing the Warrants**”).

More specifically, the board resolved to increase share capital in separate amounts by payment in cash up to a maximum nominal value of Euro 10.4 million plus Euro 39.4 million as share premium through the issue of a maximum of 19,915,680 Shares to be offered in option to shareholders in the ratio of 40 Shares for each 147 shares held at an offering price of Euro 2.50 per share, of which Euro 1.98 as share premium. The board additionally established:

- (1) that a maximum of 19,915,680 free of charge Warrants may be combined with the Shares and that 1 Warrant will be given for every 1 Share;
- (2) that without altering the requirements of the Warrant Regulations regarding any additional exercise periods and periods during which the faculty to exercise the Warrants is suspended, the Warrants may be exercised in all the days of open market in the months of October 2010, 2011 and 2012.
- (3) that the subscription price for each Conversion Share will be:
 - a. Euro 4.50 of which Euro 3.98 as share premium, for the Warrants exercised in all the days of open market in the month of October 2010;
 - b. Euro 4.80, of which Euro 4.28 as share premium, for the Warrants exercised in all the days of open market in the month of October 2011;
 - c. Euro 5.10, of which Euro 4.58 as share premium, for the Warrants exercised in all

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SHARE CAPITAL. Euro 39.962.438,88 fully paid up – REGGIO EMILIA COMPANY REGISTER – TAX CODE 11666900151 – R.E.A. no. 204185



INTERPUMP GROUP

the days of open market in the month of October 2012;

(4) that the maximum number of Conversion Shares will be 12,239,845 and that the respective exercise ratio will be 59 Conversion Shares for each 96 Warrants exercised.

The Prospectus will be published by 8 November 2009 and made available to the public at the offices of Interpump Group S.p.A. and those of Borsa Italiana S.p.A., as well as on the Company's website at www.interpumpgroup.it, as soon it will be integrated with the abovementioned information.

On the basis of the approved offering timetable already communicated to the market the option rights may be exercised from 9 November 2009 to 27 November 2009 (the "**Offering Period**") and may be traded on the stock exchange from 9 November 2009 to 20 November 2009. By the end of the month following that in which the Offering Period expires the Company will offer any rights which may not have been exercised during that period for purchase on the stock exchange, pursuant to paragraph 3 of article 2441 of the Italian civil code, after which it will have the faculty to place with third parties any of the Shares which may not have been subscribed during the stock exchange offering.

The purpose of the Capital Increase and the Capital Increase servicing the Warrants is to provide the Issuer on a timely basis with the funds needed to support the Group's consolidation process and growth. The funds resulting from these capital increases will additionally lead to an undoubted strengthening of the soundness of the Group's equity, with positive effects on its rating.

Gruppo IPG Holding S.r.l. has confirmed an irrevocable commitment to subscribe the Capital Increase, for the part pertaining to it, through the subscription in its own turn of an increase in capital offered to shareholders. There are no plans to set up guarantee or placement consortia.

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