



**INTERPUMP
GROUP**

PRESS RELEASE

INTERPUMP GROUP SHAREHOLDERS' MEETING

**The financial statements of the Parent Company for 2009 are approved
The Parent Company posts a net profit of 14.4 million euros (28.3 million euros in 2008)
which will be allocated to reserves**

The purchase of treasury shares is authorised

The three year incentive plan for Group top management is approved

S. Ilario d'Enza, 21 April 2010 – At a general meeting today chaired by Giovanni Cavallini, the **shareholders** of Interpump Group S.p.A. **approved the financial statements of the Parent Company for the year ended 31 December 2009, which closed with a net profit of 14.4 million euros (28.3 million euros in 2008)**. The profit has been fully allocated to reserves.

CONSOLIDATED RESULTS FOR 2009

The consolidated financial statements approved by the board of directors on 16 March were also presented to the meeting.

Interpump Group posted **consolidated net sales of 342.9 million euros** in 2009 (compared to 424.5 million euros in 2008; -19.2% and -28.3% with an unchanged consolidation scope), achieving satisfactory **earnings figures, considering the actual economic situation**, such as a **gross operating margin of 13.7% on sales** and a **net profit after tax of 4.1% on sales**.

EBITDA (gross operating profit) amounted to 46.9 million euros or 13.7% of sales (87.0 million euros in 2008 or 20.5% of sales; -46.1% and -49.4% with an unchanged consolidation scope).

EBIT (operating profit) amounted to 29.2 million euros or 8.5% of sales (75.7 million euros in 2008 or 17.8% of sales; -61.4% and -57.8% with an unchanged consolidation scope).

The Group closed 2009 with a **consolidated net profit of 14.0 million euros** or 4.1% of sales (40.2 million euros in 2008; -65.2%).

Net financial indebtedness fell from 206.4 million euros at 31 December 2008 to 185.5 million euros at 31 December 2009, thanks to free cash flow of 63.1 million euros and an increase in share capital of 49.9 million euros, partially offset by the payments made for the purchase of the companies of the Cylinder Hub and the acquisition of treasury shares. The Group also has contractual commitments for the purchase of residual shareholdings in subsidiaries totalling €16.4 million (€21.9 million at 31/12/2008).

Despite current market uncertainties and the present economic situation **turnover and earnings** this year **are expected to exceed those of 2009**.

AUTHORISATION TO PURCHASE TREASURY SHARES

At today's meeting shareholders also authorised the board of directors to purchase treasury shares up to the maximum number permitted by law (20% of share capital) for a period of eighteen months from the date the resolution was passed in the meeting, and to dispose of any treasury shares that have already been acquired or may be acquired in the future on the basis of such authorisation.

Any purchases and sales of treasury shares will be carried out for investment purposes, to stabilise the Company's share price when there is a lack of liquidity on the stock market and to provide the Company with shares that may be used for possible future exchanges following acquisitions.

This authorisation has also been granted for the purposes of acquiring, and subsequently disposing of, shares to be used as part of the 2002/2005 and 2006/2009 incentive plans and the 2010/2012 incentive plan approved by shareholders in today's meeting (details of which are provided in the paragraph below).

The purchase price of the treasury shares must lie between a minimum represented by their nominal value (0.52 euros) and a maximum of 10.00 euros per share.

The price for the sale of treasury shares must lie between their nominal value (0.52 euros) and a maximum of 15.00 euros per share.

Today's authorisation terminates the previous authorisation provided by shareholders in a resolution adopted at their meeting of 22 April 2009; accordingly pursuant to article 144-bis, paragraph 4 of Consob Regulation no.11971/1999 the treasury share purchase plan initiated by means of a resolution adopted by the board of directors on 12 March 2009 has been concluded with the sale of 49,285 ordinary shares, equal to 0.05% of share capital, at a price of 206,527.85 euros.

At today's date the Company holds 3,660,720 treasury shares corresponding to 3.78% of its share capital, unchanged if compared with those existing at 31 December 2009.

INCENTIVE PLAN

In conclusion, shareholders approved the introduction of a new incentive plan entitled the "Interpump 2010/2012 incentive plan" having the following objectives: (i) to develop an entrepreneurial approach in management; (ii) to involve directors, employees and collaborators to a greater extent in the Company and to focus activities towards long-term strategic success factors; (iii) to heighten the loyalty of directors, employees and collaborators; (iv) to increase a climate of confidence in the growth of the Group's value; and (v) to promote a spirit of identification in the Group's directors, employees and collaborators.

The guidelines of this plan are set out below; beneficiaries may include persons who are considered relevant pursuant to Consob Regulation no. 11971/1999.

Interpump 2010/2012 incentive plan

Plan features	An incentive plan based on the free of charge granting of options which may not be sold to third parties and which entitle beneficiaries on reaching certain predetermined objectives (i) to purchase or subscribe to the Company's shares, or alternatively (ii) at the discretion of the board of directors to receive an amount equivalent to any increase in the market value of the Company's ordinary shares.
Beneficiaries	Directors, employees or collaborators of the Company or of its subsidiaries, selected from those having important roles or functions.
Option exercise conditions	The right to exercise the options depends on the following: (i) 70% is based on reaching pre-determined results based on the Group's consolidated balance sheet and income statement; (ii) 30% is based on the increase in the

Interpump shareholders' total return.

The determination of these objectives is remitted to the Company's board of directors, subject to the non-binding opinion of the compensation committee.

Without prejudice to the matters stated below, the exercising of the options is subject to the following requirements, depending on the case:

- (i) that the directors remain in office,
- (ii) that the employment relationship continues,
- (iii) that the contractual relationship with self-employed collaborators continues.

In the event of

- (a) the retirement of an employee or his or her dismissal without just cause,
- (b) the removal of a director from office without just cause or the failure to reappoint him or her in the absence of just cause,
- (c) a situation occurring whereby the company that appoints the person as director/beneficiary or is the employer of the employee/beneficiary is no longer one of the Company's subsidiaries,

the options vested but not yet exercised may be exercised by the beneficiaries in compliance with the obligations, means and terms of the regulations to be adopted by the board of directors. On the other hand, any options which - at the date that the event at which (a), (b) or (c) above occurs - have not yet vested will be cancelled and may no longer be exercised.

Option exercise price

3.75 euros per option.

Cash settlement

The board of directors may at their discretion satisfy requests by individual beneficiaries to exercise options through the payment of the capital gain equal to the gross sum obtained by multiplying the number of options exercised by the difference between:

- (i) the market price of Interpump shares at the time the options are exercised, which corresponds to the simple average of the official price of Interpump shares on the days on which it was quoted between the 1st and 30th days (both dates included) preceding the exercise date of each option, and
- (ii) the exercise price of each option, being 3.75 euros.

Option exercise period

From 30 June 2013 to 31 December 2016 (or any other period that may be determined by the board of directors).

Maximum number of options

3,000,000.

The full terms and conditions of the Interpump 2010/2012 incentive plan are contained in the information document prepared pursuant to article 84-bis of Consob Regulation no. 11971/1999, which may be obtained at the Company's registered office or may be consulted on its website www.interpumpgroup.it.

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The annual report of Interpump Group S.p.A. for the year ended 31 December 2009, approved by shareholders in general meeting and consisting of the annual financial statements, the consolidated financial statements, the report on operations, the attestation required by article 154-bis, paragraph 5 of the Legislative Decree of 24 February 1998 and subsequent amendments and the reports of the board of statutory auditors and the external

auditors, is available to the public at the Company's offices in Via E. Fermi 25, S. Ilario d'Enza (Reggio Emilia), Italy and at Borsa Italiana S.p.A.. These documents may also be consulted on the website www.interpumpgroup.it. The additional documentation as per article 77 of Consob Regulation no. 11971/1999 and subsequent amendments is available to the public at the Company's registered office. The minutes of the shareholders' meeting will be made available to the public within the term established by current laws and regulations.

S. Ilario d'Enza, 21 April 2010

On behalf of the Board of Directors
The Chairman
Giovanni Cavallini

The manager responsible for drafting company accounting documents, Carlo Banci, states pursuant to article 154-bis, paragraph 2 of the Consolidated Financial Law that the accounting information contained in this release corresponds to the accounting documents, books and entries.

S. Ilario d'Enza, 21 April 2010

Manager responsible for drafting
company accounting documents
Carlo Banci

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