

Annex “C” to the resolution adopted by the Board of Directors of Interpump Group S.p.A. on 15 March 2018

REPORT DESCRIBING THE PROPOSALS OF THE BOARD OF DIRECTORS OF INTERPUMP GROUP S.p.A. TO THE ORDINARY SHAREHOLDERS' MEETING OF 23 APRIL 2018.

Sant’Ilario d’Enza, 15 March 2018

Shareholders,

This report has been prepared in compliance with art. 125-(3), subsection 1, of Italian legislative decree no. 58, 24 February 1998 (the “**Consolidated Finance Act**” or “**TUF**”), art. 73 of the regulation adopted by Consob Decision no. 11971 of 14 May 1999 and subsequent amendments (the “**Issuers’ Regulation**”), as well as, *mutatis mutandis*, with Annex 3A, Format 4, of the Issuers’ Regulation, in order to describe to the shareholders of Interpump Group S.p.A. (“**Interpump**” or the “**Company**”) the proposals that the Board of Directors intends to present for your approval in relation to the matters indicated in points 3, 5 and 6 of the agenda for the meeting of the ordinary shareholders of the Company, to be held in a single call on **23 April 2018** at the Interpump Group S.p.A. plant, via Einstein no. 2, Sant’Ilario d’Enza (RE), at **10.30 am**.

The meeting agenda is as follows:

1. Approval of the Annual financial statements at 31 December 2017, accompanied by the Board of Directors' Report, the Report of the Board of Statutory Auditors and the additional accompanying documentation required by statutory regulations; presentation of the Group Consolidated Financial Statements at 31 December 2017, with the Board of Directors' Report and the accompanying documentation required by statutory regulations; related and consequent resolutions.
2. Presentation of the report on non-financial information pursuant to Italian legislative decree 254 of 30 December 2016.
3. Distribution of profit for the year; related and consequent resolutions.
4. Remuneration report ex art. 123-(3) of Italian legislative decree no. 58 of 1998; related and consequent resolutions.
5. Determination of the remuneration of the directors for 2018 and the total remuneration of those directors assigned special duties; related and consequent resolutions.
6. Authorization, pursuant to articles 2357 and 2357-(3) of the Italian Civil Code, to purchase treasury shares and possibly to sell any treasury shares held or purchased, after revoking, in whole or in part, any unexercised portion of the authorization granted by resolution of the shareholders' meeting held on 28 April 2017; related and consequent resolutions.

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On the third point on the agenda of the Ordinary Shareholders' Meeting - Resolution concerning the allocation of profit for the year

This section of the report describes the proposal that the Board of Directors of Interpump Group S.p.A. (the “**Company**”) intends to submit for your approval in relation to the distribution of profit for the year.

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The financial statements at 31 December 2017, which are subject to the approval of the Shareholders' Meeting as at the previous point of the agenda, display net profit for the year of Euro 80,411,397 (eighty million four hundred and eleven thousand three hundred and ninety-seven)

Taking account of the consolidated financial statements and the economic and financial outlook for the current year, the Board of Directors considers it opportune to recommend as follows:

- (i) declare a dividend of Euro **0.21** (zero point two one) for each of the shares in circulation including the right as per art. 2357-(3) subsection 2 of the Italian Civil Code. It should be noted that for tax purposes the provisions of Italian decree D.M. 2 April 2008 will be applied, since the entire dividend of Euro **0.21** per share is taxable in the hands of the recipient and is considered to have been taken from the profit reserves accumulated subsequent to the tax year in progress at 31/12/2007;
- (ii) allocate the remaining amount to the Extraordinary Reserve, since the legal reserve has already reached the limit of one-fifth of the fully paid up and subscribed share capital.

In consideration of this premise, we submit for your approval the following

proposed resolution

"The Ordinary Shareholders' Meeting of Interpump Group S.p.A.:

- given that the financial statements at 31 December 2017 show a net profit for the year of Euro 80,411,397 (eighty million four hundred and eleven thousand three hundred and ninety-seven);
- given the resolution proposed by the Board of Directors;

resolves

- 1) to allocate said profit as follows:
 - (i) to declare a dividend of Euro **0.21 (zero point two one)** for each of the shares in circulation including the right as per art. 2357-(3) subsection 2 of the Italian Civil Code;
 - (ii) to allocate the remaining amount to the Extraordinary Reserve, since the legal reserve has already reached the limit of one-fifth of the fully paid up and subscribed share capital.
- 2) to determine the legitimacy of paying out profits, pursuant to article 83-(13) of the Consolidated Finance Act by reference to the accounting records at the end of the accounting day on **22** May 2018 (the "record date"), with payment of the dividend from **23** May 2018, following detachment on **21** May 2018 of coupon no. **25**;
- 3) to vest in the Chairman, with the right to delegate to third parties, all the widest possible powers required to implement the matters described above".

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On the fifth point on the agenda of the Ordinary Shareholders' Meeting - Determination of the remuneration of the Directors for 2018 and the total remuneration of the Directors assigned special duties

This section of the report illustrates the proposal that the Board of Directors intends to submit for your approval in relation to the determination of emoluments for the office of Director for 2018, and the overall amount of emoluments due to Directors assigned special duties.

§ 1. On remuneration for the office of director for 2018

With reference to remuneration to assign to each Director for the office, pursuant to art. 2389, subsection 1 of the Italian Civil Code, the Board of Directors, in response to an identical proposal from the Remuneration Committee and having heard the opinion of the Board of Statutory Auditors, proposes 2018 remuneration of Euro **45,000.00 (forty-five thousand/00)** for each Director.

§ 2. On the maximum global emoluments to assign to directors vested with special powers for 2018

Art. 18 of the Company's Bylaws states that the Shareholders' Meeting shall resolve on the maximum total emoluments that can be assigned to the members of the Board of Directors with special duties in compliance with art. 2389, subsection 3, of the Italian Civil Code, including the Chairman and the members of the Audit Committee and the Remuneration Committee.

The Ordinary Shareholders' Meeting held on 28 April 2017 established such maximum emoluments for 2017 to be Euro 2,900,000.00 (two million nine hundred thousand/00).

As proposed by the Remuneration Committee and after having heard the opinion in favour of the Board of Statutory Auditors, the Board of Directors recommends that the Shareholders' Meeting fix the total maximum 2018 emoluments of the directors assigned special duties at Euro **2,900,000.00 (two million nine hundred thousand/00)**, of which 2,400,000.00 related to the fixed remuneration component and 500,000.00 to the variable component.

§ 3. On the remuneration to assign for the period 1 January 2019 - approval of the 2018 financial statements

On the basis of an identical proposal from the Remuneration Committee and having heard the opinion in favour of the Board of Statutory Auditors, the Board of Directors proposes that the remuneration for the office of Director and the total emoluments of the Directors assigned special duties authorized for 2018, as indicated in points § 1 and § 2 above, also be paid - as in prior years - in the period from 1 January 2019 to the date of approval of the 2018 financial statements, without prejudice to any subsequent higher amount decided subsequently, within the limits of any amount established at the Shareholders' Meeting.

In consideration of this premise, we submit for your approval the following

proposed resolution

"The Ordinary Shareholders' Meeting of Interpump Group S.p.A.:

- having heard and approved the Board of Directors' Report and the favourable opinion of the Board of Statutory Auditors,

resolves

- 1) to fix the 2018 remuneration assigned to each Director for the office, in compliance with art. 18 of Bylaws and art. 2389, subsection 1 of the Italian Civil Code, in the amount of Euro **45,000.00 (forty-five thousand/00)**;
- 2) to fix, for 2018, the total maximum emoluments assigned and to be assigned to the Directors with special duties, for the purposes of art. 18 of the Bylaws and art. 2389, subsection 3 of the Italian Civil Code, including the Chairman and the members of the Audit Committee and the Remuneration Committee, in the amount of Euro **2,900,000.00 (two million nine hundred thousand/00)**, of which 2,400,000.00 related to the fixed remuneration component and 500,000.00 to the variable component;
- 3) to fix, in the amount specified in the previous points 1 and 2, calculated on a time-apportioned basis,

the emoluments and remuneration to be assigned to the Directors for the period from 1 January 2019 to the date of approval by the Shareholders' Meeting of the 2018 financial statements, without prejudice to any subsequent higher amount decided, within the limits of any amount established at the Shareholders' Meeting;

- 4) to vest in the Chairman, with the right to delegate to third parties, all the widest possible powers required to implement the matters described above.”

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In relation to the sixth point of the Agenda of the Ordinary Shareholders' Meeting – Authorization pursuant to articles 2357 and 2357-(3) of the Italian Civil Code, for the purchase of treasury shares and the possible subsequent disposal of the treasury shares in the portfolio or purchased, after revocation, either total or partial, for any unexercised portion, of the authorization granted with a resolution of the shareholders' meeting of 28 April 2017; resolutions pertaining thereto and resulting therefrom.

This section of the report, prepared inter alia pursuant to art. 73 and Annex 3A of the Issuers' Regulation, illustrates the proposal that the Board of Directors intends to submit for your approval in relation to the authorization, pursuant to the provisions of arts. 2357 and 2357-(3) of the Italian Civil Code, to purchase treasury shares and possibly to sell any treasury shares held or purchased.

1. Subject of the authorizations requested

The Board of Directors draws your attention to the fact that the Ordinary Shareholders' Meeting of 28 April 2017 authorized, for a period of eighteen months following that date, the purchase of treasury shares up to the maximum number of 8,000,000 (eight million) ordinary shares of nominal value of Euro 4,160,000.00 (four million one hundred and sixty thousand/00) and thus in total, considering the treasury shares already purchased and not yet sold in execution of the previous resolutions of the Shareholders' Meeting, up to the maximum number of 10,157,252 (ten million one hundred and fifty seven thousand two hundred and fifty-two) ordinary shares, or in any event within any lower limit imposed by the legislation in force at the time, for a unit price of between a minimum of the nominal value of Euro 0.52 (zero/52) and a maximum of Euro 30.00 (thirty /00).

At the date of this report, the Company holds 1,409,683 (one million four hundred and nine thousand six hundred and eighty-three) treasury shares having a total nominal value of Euro 733,035.16 (seven hundred and thirty-three thousand and thirty-five/16), corresponding to approximately 1.2947% of the subscribed and paid-up share capital, which totals Euro 56,617,232.88 and is represented by 108,879,294 ordinary shares.

Such shares were purchased for a total price of Euro 17,616,392.66 (seventeen million six hundred and sixteen thousand three hundred and ninety-two/66), corresponding to an average unit price of approximately Euro 12.4967 (twelve point four nine six seven) per share.

The Board of Directors now considers it appropriate, for the reasons illustrated in point § 2 below, to request a new authorization - replacing the previous authorization granted by the Shareholders' Meeting of 28 April 2017 - to proceed for a period of eighteen months from the related resolution of the Shareholders' Meeting with: (i) the purchase of treasury shares up to a maximum number of **5,500,000** (five million five hundred thousand) ordinary shares of nominal value Euro **2,860,000** (two million eight hundred and sixty thousand) hence, overall, considering the treasury shares already purchased and not yet sold in execution of prior resolutions of the Shareholders' Meeting, up to a maximum of 6,909,683 (six million nine hundred and nine thousand six hundred and eighty-three) ordinary shares, or, in any event, within any lower limit imposed by current legislation in force at the time, and also (ii) the sale of treasury shares purchased previously in execution of prior resolutions of the Shareholders' Meeting and to be acquired in execution of the requested resolution of the Shareholders' Meeting.

In making the individual purchases the Board of Directors must observe the legislative and regulatory provisions applicable on a time-by-time basis. With regard to the maximum number of shares that the Company can purchase from time to time, we invite you to refer to the information given in points § 3 and 4 below. With regard to spending limits, we invite you to refer to the details given in points § 5 and 7 below.

2. Reasons for which authorization is requested for the purchase and sale of treasury stock

The latest authorization for the purchase of treasury stock granted by the Shareholders' Meeting expires on 28 October 2018.

The Board of Directors therefore asks the Shareholders' Meeting to issue a new authorization for the purchase and the possible subsequent sale of the treasury stock already purchased or that will be purchased in implementation of the new authorization resolutions requested. Said new authorization will revoke, for the non-executed part, and replace the latest authorization for the purchase of treasury stock granted at the Shareholders' Meeting of 28 April 2017, which will consequently lapse.

The authorization for purchase is required in order to allow the Company to purchase additional lots of treasury stock, even via public offers for the purchase or exchange of shares, for the purpose of investment, stabilization of the stock price in situations of reduced stock market liquidity, and in order to obtain shares that may be allocated for possible exchange following acquisitions and/or commercial agreements with strategic partners.

The authorization for sale is also requested in order to act on the market to stabilize the price of stock in situations of reduced stock market liquidity, and in order to make possible exchanges following acquisitions and/or commercial agreements with strategic partners.

The authorization to purchase treasury shares, and the authorization for their sale, will also be valid for the purposes of the purchase and subsequent sale of shares to be placed at the service of the incentive plans in existence and potentially to be adopted in the future by the Company.

3. Maximum number, category, and nominal value of the shares to which the authorization refers

The Company's ordinary shares belong to a single category. The nominal value of the shares is Euro 0.52 (zero/52) each.

The Board of Directors asks the Shareholders' Meeting to authorize the purchase as treasury shares up to a maximum number of **5,500,000** (five million five hundred thousand) ordinary shares of nominal value Euro **2,860,000** (two million eight hundred and sixty thousand) hence, overall, considering the treasury shares already purchased and not yet sold in execution of prior resolutions of the Shareholders' Meeting, up to a maximum of 6,909,683 (six million nine hundred and nine thousand six hundred and eighty-three) ordinary shares, or within any lower limit imposed by current legislation in force at the time.

4. Useful information for the purposes of complete assessment of compliance with the provision pursuant to art. 2357, subsection 3 of the Italian Civil Code.

The maximum limit within which the Company, further to authorization of the shareholders' meeting, can purchase treasury shares is currently defined by art. 2357, subsection 3 of the Italian Civil Code, whereby the nominal value of treasury shares cannot exceed one fifth of the share capital, taking account for this purpose any shares held by subsidiaries.

With reference to the incidence of the above limit with respect to the authorization requested, we draw your attention to the fact that:

- (i) the treasury shares currently held by the Company number 1,409,683 (one million four hundred and nine thousand six hundred and eighty-three) for a total nominal value of Euro 733,035.16 (seven hundred and thirty-three thousand and thirty-five /16), corresponding to approximately 1.2947% of the current subscribed and paid-up share capital;

- (ii) the treasury shares currently subject to the proposed authorization described herein total **5,500,000** (five million five hundred thousand) ordinary shares of nominal value Euro **2,860,000** (two million eight hundred and sixty thousand), corresponding to approximately **5.051%** (five point zero five one percent) of the current subscribed and paid-up share capital.

Note also that, at today's date, none of the company's subsidiaries hold treasury stock.

5. Useful information for the purposes of complete assessment of compliance with the provision pursuant to art. 2357, subsection 1 of the Italian Civil Code.

With reference to the maximum spending limit that must be observed when purchasing the stock, the Board of Directors draws your attention to the fact that art. 2357, subsection 1 of the Italian Civil Code allows the purchase of treasury shares within the limits of distributable profit and available reserves resulting from the latest duly approved financial statements, being obliged also to consider any lock-up constraints that have emerged subsequently.

Because, at the date of the present report, the 2017 draft financial statements have only been approved by the Board of Directors and will be submitted for approval at the next Shareholders' Meeting as the first topic on the agenda (i.e. appearing before the resolution concerning the purchase of treasury stock), the Board, for the purpose of checking the spending limits, has taken account of the contents of the 2017 draft financial statements and the proposed allocation of the net profit for 2017, as described in explanatory report to the third point on the agenda for the next Shareholders' Meeting, on the assumption that the shareholders will express their approval.

The above 2017 draft financial statements of the Company report additional paid-in capital of Euro 107,402,364.79 (from which Euro 1,815,774.10 must be deducted as unavailable since its relates to the reserve for stock options allotted to the directors and employees of other Group companies and to which Euro 2,303,175.46 must be added for increases in additional paid-in capital following the use of treasury shares to purchase equity investments and service the exercise of options by the beneficiaries of the Company's incentive plans from 1 January 2018 to date), an extraordinary reserve of Euro 168,036,913.50 (including allocation of the 2017 profit of Euro 80,411,397.27, and excluding use of the reserve to service payment of the dividend for 2017⁽¹⁾ recommended to the next Shareholders' Meeting, as well as the non-distributable reserve for IFRS adjustments, the non-distributable reserve for unrealized exchange gains, and the non-distributable TFR re-measurement reserve) and a merger surplus of Euro 698,016.45 (net of non-distributable estimated amounts totalling Euro 164,925.79).

For the purpose of determining the amount of distributable profits and available reserves, it must be considered that:

- pursuant to the terms of art. 2426, subsection 1, no. 5 of the Italian civil code, dividends can be distributed only if sufficient available reserves remain to cover the unamortized amount of costs for plant and expansion, research, development and advertising of multi-annual utility; in the Company's draft financial statements for 2017 said costs totalled Euro 3,675,742.29;
- in compliance with art. 2431 of the Italian Civil Code, additional paid-in capital cannot be distributed until the legal reserve has reached one fifth of the share capital; subscribed and paid-up share capital resulting from the draft 2017 financial statements approved by the Board of Directors, totals Euro 56,617,232.88; the amount of the legal reserve has reached one fifth of the share capital, and consequently, pursuant to art. 2431 of the Italian Civil Code, the additional paid-in capital is available.

⁽¹⁾ Dividend calculated on the basis of the number of treasury shares held by the Company at 15 March 2018, which was 1,409,683.

Taking account of the foregoing situation, the total amount of effectively distributable profits and effectively available reserves amounts to Euro 272,948,953.81 (two hundred and seventy-two million nine hundred and forty-eight thousand nine hundred and fifty-three point eight one).

Before making individual purchases, the Board of Directors undertakes to first ascertain that the distributable profits and available reserves effectively exist at the time of the purchases concerned.

6. Time for which the authorizations are requested

Authorization for the purchase and sale of treasury shares is requested for the maximum duration permitted by art. 2357, subsection 2 of the Italian Civil Code, and hence for eighteen months from the date of the Shareholders' Meeting convened to adopt the related resolution.

7. Minimum price and maximum price

The Board of Directors proposes that:

- the minimum purchase price of treasury stock be established in a measure that corresponds to the nominal value of Euro 0.52 (zero/52) per share, in compliance with the matters already resolved at the time of the shareholders' meeting of 28 April 2017 cited in the previous point § 1;
- the maximum purchase price be established as Euro **35.00 (thirty-five/00)** per share, thereby making it possible to purchase stock also in the event of significant rises in the stock market value of the shares and taking account of the necessary flexibility required in this type of transaction.

The Board of Directors further proposes that the Shareholders' Meeting establish Euro 0.52 (zero /52) per share as the minimum price for the sale of the treasury stock held by the Company.

8. Methods that will be adopted for purchases and sales of treasury stock

With regard to the methods for treasury stock purchase transactions, the Board of Directors proposes that said transactions be performed by means of purchases on the market or by means of public offers to purchase or exchange in compliance with the methods established by the legislative provisions and regulations in force from time to time and, notably, in compliance with the provisions of art. 132, subsection 1, of the Consolidated Finance Act and art. 144-(2), subsection 1, letters a), b) and c) of the Issuers' Code.

With regard to the methods for any sale of treasury stock acquired in this manner, in consideration of the aims illustrated in the previous point § 2, it is proposed that the Shareholders' Meeting authorize the Company's Board of Directors to sell treasury stock also by means of a public offering, sale of shares to the employees or directors of the company or of group companies in execution of the incentive plans approved beforehand by the Shareholders' Meeting, placement with warrants or deposit certificates representing shares or similar securities, or exchange for the acquisition of equity investments or assets of interest to the company, and in the framework of possible agreements with strategic partners.

Finally, it is proposed that the Board of Directors and the Directors specifically delegated by the latter, be authorized to establish all other conditions, methods and terms for the sale of the treasury stock held.

9. Instrumentality of the operation to reduce the share capital

The purchase of treasury stock in relation to which authorization is requested complies with the corporate aims illustrated in the previous § 2, and is not intended to be a way to reduce the Company's share capital.

10. Effective exemption from the obligation of public offering deriving from the approval of the resolution authorizing the purchase of treasury shares

In general, any treasury shares held directly or indirectly by the Company are excluded from the share capital on which the interest of significance is calculated for the purposes of article 106, subsections 1 and 3, letter b), of the Consolidated Finance Act governing public offers.

However, pursuant to the provisions of article 44-(2) of the Issuers' Code, the above-mentioned provision is not applicable if the limits indicated in article 106, subsections 1 and 3, letter b) of the Consolidated Finance Act are exceeded as a result of the direct or indirect purchase of treasury shares by the Company, in execution of a resolution approved by the majority of the shareholders of the Issuer present at the Shareholders' Meeting, other than the shareholder or shareholders who, jointly or alone, hold a relative majority interest of more than 10% (i.e. Gruppo IPG Holding S.p.A.).

Consequently, if the resolution proposed today is approved by the majority of the Issuer's shareholders present in the meeting, other than Gruppo IPG Holding S.p.A., the latter would be exempt from the obligation to launch a takeover bid if, due to the purchase of treasury shares thus authorized, the significant interest thresholds for the purposes of article 106, subsections 1 and 3, letter b), of the Consolidated Finance Act are exceeded.

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In consideration of this premise, we submit for your approval the following

proposed resolution

“The Ordinary Shareholders' Meeting of Interpump Group S.p.A.:

- in view of the resolution of the Ordinary Shareholders' Meeting of 28 April 2017;
- in consideration of the proposal of the Company's board of directors;
- considering that, if the resolution indicated below is approved also with the favourable vote of the majority of the shareholders of Interpump Group S.p.A. in attendance at the shareholders' meeting, other than the shareholder or shareholders who hold, also jointly, the majority interest, also relative, provided it is greater than 10 percent (i.e. Gruppo IPG Holding S.p.A.), the exemption envisaged by the combined provisions of article 106, subsections 1 and 3, of the Consolidated Finance Act and article 44-(2), subsection 2, of the Issuers' Code will be applied in relation to Gruppo IPG Holding S.p.A.,

resolves

- 1) to authorize the Board of Directors, by means of the Directors delegated for this purpose, to purchase treasury shares up to the maximum number of **5,500,000** (five million five hundred thousand) ordinary shares of nominal value Euro **2,860,000** (two million eight hundred and sixty thousand) and thus in total, considering the treasury shares already purchased and not yet sold in execution of prior resolutions of the Shareholders' Meeting, up to a maximum number of 6,909,683 (six million nine hundred and nine thousand six hundred and eighty-three) ordinary shares, or, in any event, within any lower limit imposed by the legislation in force at the time, for the period of eighteen months starting from the date of this resolution, with the proviso that said new authorization will replace the last authorization for the purchase of treasury stock granted at the Shareholders' Meeting of 28 April 2017, which will therefore lapse. The purchase may take place at a unit price of between a minimum equal to the nominal value of Euro 0.52 (zero point five two) and a maximum of Euro 35.00 (**thirty-five point zero zero**). Purchases must be made in accordance with the methods and the limits established by legislative and regulatory provisions in force from time to time and, notably, by art. 132, subsection 1 of the Consolidated Finance Act and by art. 144-(2), subsection 1, letters a), b) and c) of the Issuers' Code;
- 2) to authorize the Board of Directors, by means of the Directors delegated for this purpose, to sell or transfer, on one or more occasions, for the period of eighteen months starting from the date of this resolution, the treasury shares held by the Company, already purchased or to be purchased in implementation of the authorization as at the prior point 1), with the specification that said new authorization will revoke for the unexecuted portion and replace the last authorization for sale of treasury shares granted by the shareholders' meeting of 28 April 2017 which will therefore lapse. The disposal must be carried out at a price that is not lower than the nominal value of Euro 0.52 (zero point

five two) per share. The disposal can occur also by means of a public offering, sale of treasury shares to employees, directors and collaborators of the company and/or of the group companies in execution of incentive plans that have been approved beforehand at the Shareholders' Meeting, servicing of warrants or deposit certificates representing shares or similar securities, exchange for the purchase of equity investments or assets of interest to the company and in the framework of any agreements with strategic partners. The Board of Directors and the directors specifically delegated by the Board are authorized to establish all additional conditions, methods and terms of the disposal of the treasury shares held;

- 3) to make, pursuant to art. 2357-(3), subsection 3 of the Italian Civil Code, all the accounting entries that are necessary or advisable in relation to transactions in treasury shares, in compliance with the statutory legal provisions and the applicable accounting standards;
- 4) to vest in the Chairman, with the right to delegate to third parties, the widest possible powers required to make purchases and sales of treasury shares, even by means of successive transactions, and anyway to implement the above resolutions, even using attorneys, in compliance with all the procedures required by law and the competent authorities.”

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This report is available in the “*Corporate Governance - Shareholders' Meeting*” section of the website www.interpumpgroup.it, at Borsa Italiana S.p.A., and at the Company's registered offices. The parties eligible to participate in the Shareholders' Meeting are entitled to obtain a copy of the foregoing documentation.

The Corporate Secretarial Department of Interpump Group S.p.A. is at your disposal on weekdays from Monday to Friday from 9.00 am until 12.00 noon and from 3.00 pm until 5.00 pm for further information, at the following numbers: phone + 39 0522 9043 11; fax + 39 0522 90 44 44 and at the e-mail address: fgest@interpump.it.

Sant'Ilario d'Enza, 15 March 2018

For the Board of Directors

The Chairman

Fulvio Montipò