

PRESS RELEASE

PUBBLICATION OF THE NEW CORPORATE BY-LAWS

(Pursuant to the article I.A.2.3.1 of the Instructions to the Rules of the Markets organized and managed by Borsa Italiana S.p.A. and of the article 104, paragraph 1-ter, of the D.Lgs. of February 24th, 1998, n. 58 and later amendments and integrations)

Milan, May 23rd, 2014 - Isagro S.p.A. ("**Isagro**" or the "**Company**") announces that the full text of the By-Laws of the Company, as resulting after the change in the share capital following the capital increase of Euro 29,009,584.23 (share premium included) by means of the issue of n. 6.999.960 Ordinary Shares and n. 14,174,919 special shares called "Growth Shares", offered in option to the shareholders following the grant of the possibility of issuing a new category of special shares, is available at the Corporate Office of the Company, on the Corporate website (www.isagro.com) and on the centralized storage website "1info".

Pursuant to article 7 of the Company's By-Laws, Growth Shares convert into ordinary shares automatically and in the ratio of one Ordinary Share for each Growth Share, should even just one of the following events occurs: (i) Piemme S.r.l., which is on top of the controlling system of Isagro, ceases to hold, directly or indirectly, more than 50 percent of the share capital, (b) the emergence of an obligation to promote a public takeover bid on Isagro Ordinary Shares, to which the owners of Growth Share could thus take part following the conversion of their Shares into Ordinary Shares with voting rights. In addition, Growth Shares convert in case of a voluntary public take-over bid on Ordinary Shares that is exempt from the obligation for the subsequent bidding (in case the bidder should cross the 30 percent threshold at the end of the offer, pursuant to the applicable laws), with the shareholder Holdisa S.r.l. participating by contributing a number of ordinary shares insufficient to reduce its equity investment below the threshold of 50 percent: in such case, if the offer is also extended to all the Growth Shares for the same consideration and at the same conditions offered for the Ordinary Shares, then Growth Shares convert at the end of the offering period (if the conditions, to which the offer is subject to, take place); otherwise, the Company's By-Laws foresees that at the end of the offer, the bidder shall offer to acquire all the Growth Shares left at the same consideration offered for the Ordinary Shares and the conversion become effective only at the end of such second offer.



It is also pointed out that the Extraordinary Shareholders' Meeting that took place on April 7th, 2014 resolved, pursuant to the article 104, paragraph 1-ter, of D.Lgs. of February 24th, 1998, n. 58 and later amendments and integrations, that neither the conversion of the Growth Shares into Ordinary Shares nor the prevision or the emergence of an obligation to promote a public takeover bid, in reference respectively to the third and fifth paragraph of the article 7 of the Company's By-Laws, need and consequently are subordinated to the authorization of the Shareholders' Meeting foreseen by the paragraph 1 and 1-bis of the article 104 of D.Lgs of February 24th, 1998, n. 58 and later amendments and integrations.

Isagro S.p.A. is the holding company of a group which, in twenty years, has become a qualified operator in the agrochemicals business, with global sales of around € 140 million and over 600 employees worldwide. Listed on the Italian Stock Exchange since 2003, Isagro is active in the innovative research, development, production and marketing, on a worldwide scale, of proprietary agrochemicals, as well as in their distribution in some key markets.

For more information:

Ruggero Gambini

Chief Financial Officer & IR manager
Ground line +39(0)240901.280

Maria Teresa Agazzani

Corporate Communication & G.S. Manager
Ground line +39(0)240901.266

Davide Grossi

Financial Planner & Assistant to IR
Ground line +39(0)240901.295

ir@isagro.it

www.isagro.com