



**DEFINITIVE RESULTS AND FULFILLMENT OF THE CONDITIONS OF THE PARTIAL
VOLUNTARY PUBLIC TENDER OFFER PROMOTED BY SAES GETTERS S.P.A. ON
ORDINARY SHARES OF SAES GETTERS S.P.A. (the "Shares")**

ANNOUNCEMENT PURSUANT TO ARTICLE 41, PARAGRAPH 6, OF THE REGULATION ADOPTED BY CONSOB
WITH RESOLUTION NO. 11971 DATED MAY 14, 1999 AS AMENDED AND SUPPLEMENTED

Milan, May 27, 2019

Further to the press release issued on May 24, 2019, SAES Getters S.p.A. ("**SAES Getters**" or the "**Company**") announces the definitive results of the partial voluntary public tender offer (the "**Offer**") promoted by SAES Getters S.p.A. on maximum no. 3,900,000 Shares, whose tender period began on May, 6 2019 and ended on May 24, 2019.

Capitalized words in Italian, unless otherwise defined herein, have the meaning ascribed to them in the offer document approved by Consob resolution no. 20905 of April 30, 2019 and published on May 2, 2019 (the "**Offer Document**").

Based on the definitive results of the Offer communicated by Intermonte SIM S.p.A. in its capacity as intermediary appointed to coordinate the collection of acceptances, as of the end of the tender period, no. 6,475,263 Shares have been tendered, corresponding to 166.032% of the Shares subject of the Offer, 44.135% of the Shares and 29.366% of the SAES Getters share capital, for a total amount, before the application of the proration factor ("*Coefficiente di Riparto*"), of Euro 148,931,049.00.

As indicated in the Offer Document, since the number of Shares tendered to the Offer exceeds the maximum Shares subject to the Offer (as above indicated), a proration will be applied according to the "*pro-rata*" method described in the Offer Document.

The applied proration factor ("*Coefficiente di Riparto*") is 60.229%.

After completion of the Offer, SAES Getters will acquire, and therefore will hold, overall no. 3,900,000 Shares, corresponding to approximately 26.6% of the Shares and to approximately 17.7% of the SAES Getters share capital.

No. 2,575,263 Shares in excess as a result of the proration will be made available to the tendering shareholders by May 28, 2019.

Please note that, during the tender period of the Offer, SAES Getters did not acquire Shares beyond the Offer, neither directly nor indirectly.

As indicated in the Offer Document, the effectiveness of the Offer was not subject to a minimum number of tendered Shares, but was subject to (A) to the non-occurrence, by the first open trading day after the end of the tender period of the Offer, of (i) extraordinary events or situations at national and/or international level involving serious changes to the political, financial, economic, currency or market situation that have substantially prejudicial effects on the Offer, on the business conditions and/or on the capital, economic and/or financial conditions of SAES Getters and/or on other companies of the SAES Group ("*Gruppo SAES*"), or of (ii) acts, facts, circumstances, events or situations such to determine a prejudice that significantly affects the Offer, the business conditions and/or the capital, economic or financial conditions of SAES Getters and/or of other companies of the SAES Group ("*Gruppo SAES*"), as resulting from the most recent accounting document approved by the Company, and/or (B) the lack of adoption and/or publication, by the first open trading day after the end of the tender period of the Offer, by competent institutions, entities or authorities, of legislative, administrative (therein including public offering obligations in accordance with Articles 106 et seq. of the consolidated finance law (*i.e.*, Legislative Decree 58/1998)) or judicial acts or legislative measures that preclude, limit or render more onerous, in whole or in part, even transitionally, the possibility for SAES Getters and/or the SAES Group ("*Gruppo SAES*") to finalize the Offer ((A) and (B), jointly, the "**Offer Conditions**").

SAES Getters announces that the Offer Conditions have been satisfied, since none of the adverse events set out in the Offer Conditions occurred.

The consideration payable to the holders of Shares tendered to the Offer and bought by SAES Getters, equal to Euro 23 per Share (*ex* 2018 dividend), will be paid on May 31, 2019, for an aggregate amount of Euro 89,700,000.00, against the simultaneous transfer of ownership of the Shares acquired by the Company.

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