

**SHAREHOLDERS' MEETING
OF DIASORIN SPA**

**April 28, 2009 (first calling)
April 30, 2009 (second calling)**



**REPORTS
AND MOTIONS FOR RESOLUTIONS
CONCERNING THE ITEMS ON THE AGENDA**
(prepared pursuant to Ministry Decree No. 437 of 1998)

DiaSorin S.p.A.
Via Crescentino (no building No.) - 13040 Saluggia (VC)
Tax I.D. and Vercelli Company Register No. 13144290155

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BOARD OF DIRECTORS, BOARD OF STATUTORY AUDITORS AND INDEPENDENT AUDITORS

Board of Directors (elected on March 26, 2007)

<i>Chairman</i>	Gustavo Denegri
<i>Executive Deputy Chairman</i>	Antonio Boniolo
<i>Chief Executive Officer</i>	Carlo Rosa ⁽¹⁾
<i>Directors</i>	Giuseppe Alessandria ⁽²⁾⁽³⁾ Chen Menachem Even Enrico Mario Amo Ezio Garibaldi ⁽²⁾ Michele Denegri Franco Moschetti ⁽²⁾

Board of Statutory Auditors

<i>Chairman</i>	Luigi Martino
<i>Statutory Auditors</i>	Bruno Marchina Vittorio Moro
<i>Alternates</i>	Alessandro Aimo Boot Maria Carla Bottini

Independent Auditors Deloitte & Touche S.p.A.

COMMITTEES

Internal Control Committee	Ezio Garibaldi (Chairman) Franco Moschetti Enrico Mario Amo
Compensation Committee	Giuseppe Alessandria (Chairman) Ezio Garibaldi Michele Denegri
Nominating Committee	Franco Moschetti (Chairman) Giuseppe Alessandria Michele Denegri

(1) General Manager

(2) Independent Director

(3) Lead Independent Director

Notice of Ordinary Shareholders' Meeting

The shareholders are invited to attend an Ordinary Shareholders' Meeting scheduled for 3:00 PM, on April 28, 2009, at 3 Via Filodrammatici, in Milan (at the offices of Mediobanca S.p.A.), on the first calling, and for April 30, 2009, same time, at the Company's registered office in Saluggia (VC), Via Crescentino (no building No.), on the second calling, if necessary, to discuss and vote on the following

Agenda

1. Approval of the Financial Statements and Report on Operations for the year ended December 31, 2008. Motion to appropriate the year's net profit. Related and required resolutions.
2. Motion to revise the Chairman's compensation. Related and required resolutions.

Pursuant to Article 9 of the Bylaws and provided the relevant provisions of the law are complied with, only parties possessing the right to vote, evidence of which must be provided by means of a certification issued by an authorized intermediary and communicated to the Company in accordance with the applicable regulations showing that shares held in dematerialized form through the centralized clearing system were deposited at least two business days before the date of the Shareholders' Meeting, are entitled to attend the Shareholders' Meeting.

The documents pertaining to the Shareholders' Meeting, including the Statutory and Consolidated Financial Statements at December 31, 2008, the Report on Operations, the Annual Corporate Governance Report and the motions for resolutions will be made available to the public, pursuant to and within the deadline required by current regulations, at the Company's registered office, the offices of Borsa Italiana S.p.A. and on the Company website www.diasorin.com. Shareholders are entitled to receive a copy of these documents.

The Board of Directors
by Gustavo Denegri
Chairman

**REPORTS AND MOTIONS FOR RESOLUTIONS
CONCERNING THE ITEMS ON THE AGENDA**

Agenda

Approval of the Financial Statements and Report on Operations for the year ended December 31, 2008. Motion to appropriate the year's net profit. Related and required resolutions.

The documents relating to this item on the Agenda have been filed at the Company's registered office and the offices of Borsa Italiana S.p.A., will be made available on the Company website and will be mailed upon request.

MOTION TO APPROVE THE YEAR'S RESULT AND APPROPRIATE THE NET PROFIT

Dear Shareholders:

We ask you to approve the Company's financial statements for the year ended December 31, 2008 and recommend that you appropriate the net profit of 25,737,273.75 euros as follows:

- allocate 1,286,863.69 euros to the statutory reserve;
- distribute to the shareholders 6,600,000 euros as a dividend of 0.12 euros per common share;
- carry forward as retained earnings the balance of 17,850,410.06 euros.

The dividend will be payable on June 18, 2009, with record date of June 15, 2009, to the common shares outstanding on the record date.

Saluggia, March 19, 2009

The Board of Directors
by Gustavo Denegri
Chairman

Agenda

2. Motion to revise the Chairman's compensation. Related and required resolutions.

MOTION TO REVISE THE CHAIRMAN'S COMPENSATION

Dear Shareholders:

In view of the expanded coordination and information activity that the Chairman has been performing for the benefit of the Board of Directors and considering the increase in the Company's statutory and corporate compliance requirements that resulted from its listing on the STAR segment and from recent changes in the regulatory framework, a revision of the annual compensation awarded to the Chairman of the Board of Director by the Shareholders' Meeting of March 26, 2007 appears to be in order.

The Board of Directors, taking into account the input of the Compensation Committee,

recommends

that the annual compensation of the Chairman be increased from the current amount of 300,000.00 euros to 400,000.00 euros.