



COMPENSATION REPORT
OF
DIASORIN S.p.A

(prepared pursuant to Article 123-*ter* of the Uniform Financial Code and Article 84-*quater* of the Issuers' Regulations)

Section I

Compensation policy adopted by the Issuer and procedures applied.

DiaSorin's compensation policy, which was deliberated and approved by the Board of Directors and is implemented with the support of the Compensation Committee, is based on the principles of meritocracy and fairness. Accordingly, the methods and compensation tools adopted are clear, fair, easy to communicate and consistent with DiaSorin's organizational culture.

Periodically, or in response to Company dynamics, the Group's compensation policy is benchmarked against the outside market, using special systems and organizations.

DiaSorin's current compensation policy is structured differently by category. Specifically, a different compensation policy is used for members of the Board of Directors and Strategic Executives.

The Compensation Committee performs a key role, submitting recommendations to the Board of Directors for the compensation of the Chairman, Deputy Chairman, the other Directors and Strategic Company Executives.

DiaSorin adopted a compensation policy for governance bodies to whom powers have been delegated and senior executives that calls for incentives tied to the Company's profitability and may include corporate incentive plans that entail *stock option* grants.

Compensation of the members of governance bodies.

Pursuant to Article 16 of the Bylaws, Directors are entitled to be reimbursed for expenses incurred in connection with their office. In addition, they are provided with an annual compensation approved by the Ordinary Shareholders' Meeting that elects them.

The Shareholders' Meeting may set a total amount as compensation for all of the Directors, except for those who have been delegated to perform operational functions, whose compensation is determined by the Board of Directors with the input of the Board of Statutory Auditors. Alternatively, the Shareholders' Meeting may exercise its right to set a total amount as compensation for all of the Directors, including those entrusted with special tasks.

The Board of Directors receives an annual fee for the length of its term of office, as approved by the Issuer's Shareholders' Meeting upon election, the latest having occurred on April 22, 2013, based on motions submitted by shareholders.

The fee awarded by the Shareholders' Meeting to the Board of Directors for its term of office as a cumulative amount is allocated by the Board of Directors, based on the input of the relevant internal consultative bodies, taking into accounts the functions performed, the posts held and the key roles played by the Chairman and Deputy Chairman, and covers only the fixed compensation component for the different posts held during the term of office.

These amounts do not apply to any special tasks assigned pursuant to Article 2389, Section 2, of the Italian Civil Code. In 2013, the compensation of the Chairman was determined by the Board of Directors, with the input of the Compensation Committee, based on a comparison with chairmen of companies with a stock market capitalization comparable to that of DiaSorin. It is currently unchanged.

The compensation of the Deputy Chairman is determined based on the specific tasks assigned to him. Please note that no compensation is provided for members of the Board of Directors who already receive compensation for their managerial employment relationship with the Issuer. The parties in question include Carlo Rosa, the current *Chief Executive*

Officer, who is compensated as General Manager of the Company, and Chen M. Even, the *Senior Corporate Vice President Commercial Operations*, who is an Executive Director. The compensation of Independent Directors is the same for all them. Independent Directors also serve as Chairmen or Coordinators of the following Committees: Nominating Committee, Committee for Transactions with Related Parties, Internal Control and Risks Committee and Compensation Committee. They receive additional *ad hoc* compensation for serving in such capacity. There is no variable bonus system or stock option plan for Directors. Moreover, when a Director is also a Company executive, DiaSorin will pay no fee for serving on the Board of Directors and such post will be granted and accepted without compensation. The compensation of the Chairman of the Board of Statutory Auditors and the individual Statutory Auditors was determined by the Shareholders' Meeting of April 22, 2013, upon the election of the Statutory Auditors nominated by shareholders, based on a comparison with similar governance bodies at other companies with similar capitalization, consistent with the applicable professional fee schedules.

Compensation of General Managers and other Executives with strategic responsibilities.

The compensation policy of the General Manager and Strategic Executives is aimed at achieving an optimum convergence of the value received by Executives with the interests of the Company and its Shareholders. This policy is based on an in-depth assessment performed by the Compensation Committee, based in part on benchmarking analyses aimed at comparing the compensation awarded by publicly traded companies with similar capitalization. The gross annual compensation includes a fixed portion, based on the post held, the level of personal competencies and the assigned responsibilities, and an important variable portion (Variable Incentive or Target Bonus) tied to operating performance, which is a key objective in terms of the value creation task assigned to Strategic Executives.

The Target Bonus representing the variable portion of the annual compensation is paid in a lump sum, usually in March, based on the actual operating results for the previous year, as certified and approved by the relevant corporate and auditing functions. Strategic Executives are also beneficiaries of the Company's stock option plans, which are designed to retain these Executives and reward them based on the increase in the Company's value. The details of these plans were disclosed in the Information Memoranda posted on the Company website.

Benchmarking against the reference market for the compensation of the General Manager and Director with Executive Duties.

In addition to the abovementioned principles of fairness and meritocracy, DiaSorin uses a market compensation analysis, based on a job grading system with the aim of verifying the standing of its General Manager and Strategic Executives vis-à-vis a panel of other companies.

The compensation earned in 2013 by the General Manager, who also serves at the Company's Chief Executive Officer, was as follows:

AMOUNT EARNED IN 2012			AMOUNT EARNED IN 2013		
GROSS ANNUAL COMPENSATION		511,291.11 EUROS	GROSS ANNUAL COMPENSATION		511,678.44 EURO
VARIABLE BONUS ¹		0 EUROS	VARIABLE BONUS ²		193,800.00 EURO
TOTAL		511.291,11 EUROS	TOTAL		705,478.44 EURO

The L.T.I (Long-term Incentive) value, which is the value of the stock option plan, based on the February 2011 grant of 100,000 stock options, with a price of 34,275 euros each, exercisable from February 17, 2014 and February 17, 2015³, must be added to the amounts listed above. At February 14, 2014 there are no expectation of L.T.I. monetization, as the current market value of the shares is lower compared with their grant date value.

The total cash compensation (gross annual compensation plus annual bonus) of DiaSorin's General Manager reflects the prudential standards previously adopted as compared to the market value for *Top Executive* in Europe⁴.

The compensation earned in 2013 by the Senior Corporate Vice President Commercial Operations, who also serves on the Company's Board of Directors, was as follows:

AMOUNT EARNED IN 2012			AMOUNT EARNED IN 2013		
GROSS ANNUAL COMPENSATION		320,645.49 EUROS	GROSS ANNUAL COMPENSATION		321,678.37 EUROS
VARIABLE BONUS ⁵		0 EUROS	VARIABLE BONUS ⁶		114,000.00 EUROS
-		-	EXTRAORDINARY BONUS (ONE-OFF BONUS) ⁷		100,000.00 EUROS
TOTAL		320,645.49 EURO	TOTAL		535,678.37 EUROS

The L.T.I value, which is the value of the stock option plan, based on the February 2011 grant of 70,000 stock options, with a price of 34,275 euros each, exercisable from February 17, 2014 and February 17, 2015³ must be taken into account. At February 14, 2014 there are no expectation of L.T.I. monetization, as the current market value of the shares is lower compared with their grant date value.

Pursuant to the policy adopted by the Issuer for fringe benefits⁸, the award of such benefits to Strategic Executives, including the two Executives who serve on the Board of Directors, is consistent with the relevant Company procedure or the reference national collective

¹ Paid in March 2013 for the 2012 reporting year.

² Payment expected in March 2014 for the 2013 reporting year.

³ The final exercise date, originally convened for April 30, 2014, was postponed following to a resolution of the Board of Directors.

⁴ See "Italia Board Index 2013", SpencerStuart.

⁵ Payment in March 2013 for the 2012 reporting year.

⁶ Payment expected in March 2014 for the 2013 reporting year.

⁷ See Section: *Revision of compensation of Directors who perform executive functions and Executives with Strategic Responsibilities as of January 2014* of this Report.

⁸ Excluding Stock Options.

bargaining agreement. Specifically, regarding the company car, the policy currently in effect at DiaSorin calls for the use of a company car of the “*Direttori*” class.

The table below shows the amount of fringe benefits provided in 2013 to the General Manager and the Senior Corporate Vice President Commercial Operations for the benefit mentioned above:

GENERAL MANAGER		SENIOR CORPORATE V.P. COMMERCIAL OPERATIONS	
CAR FRINGE BENEFIT	3,595.68 EUROS	CAR FRINGE BENEFIT	3,595.68 EUROS
TOTAL	3,595.68 EUROS	TOTAL	3,595.68 EUROS

No insurance, retirement or pension benefits, other than those required pursuant to law, collective and supplementary agreements, are provided to any Strategic Executive.

Lastly, the Company provided the General Manager and the Senior Corporate Vice President Commercial Operations with a stability commitment aimed at extending the protection available to Executives under the National Collective Bargaining Agreement for Executives in the event that, for reasons other than just cause, the employment relationship is terminated due to serious fault by the Company or objective hardship caused by major organizational changes, with or without change in the Company’s reference shareholder (see **Section II** of this document).

In 2013, due to the specific requirements of the roles they perform and based on a benefit/need analysis, no succession plans have been defined for the Executive Directors.

Procedure to manage the variable portion of the annual compensation of the General Manager and Strategic Executives

In 2013, the objective parameter used to determine the variable portion of the compensation (Target Bonus) of the General Manager and the Senior Corporate Vice President Commercial Operations was the EBIT amount in the budget approved by the Board of Directors, whereas the variable portion of the compensation of Strategic Executives was the EBIT amount with a weight ranging from between 25% and 100% recognized on the basis of the Actions.

The amount of the variable bonus for achieving 100% of budgeted EBIT is equal to 50% of the fixed portion of the annual compensation of the General Manager and an amount ranging between 38% and 47% of the fixed compensation for the other Strategic Executives.

The variable bonus can vary based on how actual results diverge from the budget: up to a maximum of 30% for actual results that are equal to or exceed the EBIT budget target by 30% or more (the percentage increase of the bonus is directly related to the improvement of the actual result above the target parameter, up to a maximum of 30%).

If actual EBIT are lower than the budgeted target, the bonus is cut in half if actual EBIT are equal to 95% of budgeted EBIT and is completely eliminated if the actual EBIT amount is less than 95% of budgeted EBIT.

For actual amounts that fall between 95% and 100% of budgeted EBIT, the bonus is reduced proportionately.

The variable bonus is paid to the General Manager and Strategic Executives in a lump sum, based on the actual EBIT amount, as certified and approved by the Board of Directors or by the Compensation Committee.

The bonus paid to the Strategic Executives is based on the evaluation of the General Manager and proportionally recognized on the basis of their actions.

The variable bonus paid to the General Manager and Strategic Executives is submitted to the Compensation Committee.

Revision of compensation of Directors who perform executive functions and Executives with Strategic Responsibilities as of January 2014.

As of January 2014 the Issuer, following the input of the Compensation Committee, deemed it appropriate to revise the compensation of General Manager and Executives with Strategic Responsibilities consistent with benchmarking data in the reference market and the latest salary revision (January 2012).

The following compensation has been approved in December 2013:

- As regards General Manager :
 - Gross annual compensation: 560,000.00 Euros (+9.44% compared with the previous years)
 - Target Bonus (Variable): 280,000.00 Euros (+9.80% compared with the previous years)

- As regards Senior Corporate Vice President Commercial Operations:
 - Gross annual compensation: 350,000.00 Euros (+8.80% compared with the previous years).
 - Target Bonus (Variable): 175,000.00 Euros (+16.67% compared with the previous years).

The Senior Corporate Vice President Commercial Operations was acknowledged as a key player in the Company's business strategy that led the DiaSorin Group to sign a successful agreement with Roche Company in October 2013; consequently an one-off payment in the gross amount of 100,000,00 Euros was approved in December 2013 and paid in January 2014 to the Senior Corporate Vice President Commercial Operations.

The Issuer approved the adjustments to the gross annual compensation of the other Strategic Executives, with an increase of +8.16%, and to the Target Bonus (*Variable Incentive*), with an increase of +14.75%⁹.

⁹ Strategic Executives include Mr. De Angelis, Mr. Ronchi, Mr. Colotta.

At the same time, the General Manager adopted for the Strategic Executives who report to him directly a 2014 incentive plan that estimates a Group target (EBIT), with a variable weight ranging between 25% and 100% of the total Target Bonus.

The structure of the incentive plan for the General Manager is unchanged compared with previous years and is measured exclusively on Group EBIT.

Section II

Compensation paid to the members of corporate governance bodies and to General Managers and Executives with Strategic Responsibilities

The Issuer's Board of Directors, consistent with the provision of the Corporate Governance Code, established an internal Compensation Committee comprised of non-executive Directors, the majority of whom are independent Directors. The Compensation Committee is responsible for:

- submitting to the Board of Directors proposals, concerning the compensation of the Chief Executive Officer and all other Directors who perform special tasks, and monitoring the proper implementation of approved resolutions;
- submitting to the Board of Directors general recommendations concerning the compensation of DiaSorin Group Executives with Strategic Responsibilities, taking into account the information and indications provided by the Chief Executive Officer, and assessing on a regular basis the criteria adopted to determine the compensation of the abovementioned executives.

The Compensation Committee will also be expected to participate in managing any future stock option plans that may be approved by the Issuer's relevant corporate governance bodies.

The Issuer's Board of Directors elected on April 22, 2013 appointed the following Directors to the Compensation Committee: Giuseppe Alessandria (independent Director), who serves as Chairman; Roberta Somati (independent Director) and Michele Denegri (non-executive Director).

The Compensation Committee was not provided with financial resources because the Committee uses the Issuer's resources and organization to discharge its duties.

The number of Committee meetings and the attendance percentage are listed in Table 2 annexed to Corporate Governance Report, which should be consulted for additional information.

As required by Article 84-*quarter* of the Issuers' Regulations and consistent with the requirements of Schedule 7-*bis* of Annex 3A to the abovementioned Regulations, the tables that follow list the current compensation, which are consistent with the compensation policy adopted by the Company, of members of Company's corporate governance bodies and General Manager, and the aggregate amount of the compensation of Executives with Strategic Responsibilities.

Table 1**Compensation of the Board of Directors in office since April 22, 2013**

First and last name	Post held	Length of term of office	Expiration of term of office	Fixed compensation (Euros)	Compensation for serving on Committees (Euros)	Non-equity variable compensation		Fringe benefits	Other compensation	Total (Euros)	Fair value of equity compensation	End of service or termination of employment indemnity
						Bonus and other incentives	Profit sharing ²					
Gustavo Denegri	Chairman	2013 reporting year	Approval 2015 financial statements	400,000	-	-	-	-	-	400,000	-	-
Carlo Rosa ¹	Chief Executive Officer	2013 reporting year	Approval 2015 financial statements	-	-	-	-	-	-	-	-	-
Michele Denegri	Deputy Chairman	2013 reporting year	Approval 2015 financial statements	150,000	-	-	-	-	-	150,000	-	-
Chen M. Even ¹	Director	2013 reporting year	Approval 2015 financial statements	-	-	-	-	-	-	-	-	-
Antonio Boniolo	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-
Enrico Mario Amo	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-
Franco Moscetti ³	Director	2013 reporting year	Approval 2015 financial statements	35,000	20,000	-	-	-	-	55,000	-	-
Giuseppe Alessandria ⁴	Director	2013 reporting year	Approval 2015 financial statements	35,000	10,000	-	-	-	-	45,000	-	-
Gian Alberto Saporiti	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-
Roberta Somati	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-
Maria Paola Landini	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-
Eva Desana	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-
Ezio Garibaldi	Director	2013 reporting year	Approval 2015 financial statements	35,000	-	-	-	-	-	35,000	-	-

All of the items in this table refer to compensation provided by the company that prepares the financial statements.

¹ Receives compensation exclusively as a Company Executive. No compensation is provided for service on the Board of Directors

² No profit sharing is provided, without prejudice to the right to receive dividends if a party is a shareholder or is otherwise entitled to receive dividends.

³ Chairman of the Control and Risks Committee and Nominating Committee, receiving a compensation equal to 10,000.00 for the posts held.

⁴ Chairman of the Compensation Committee.

Compensation of the Board of Statutory Auditors in office since April 22, 2013

First and last name	Post held	Length of term of office	Expiration of term of office	Fixed compensation (Euros)	Compensation for serving on Committees (Euros)	Non-equity variable compensation		Fringe benefits	Other compensation	Total (Euros)	Fair value of equity compensation	End of service or termination of employment indemnity
						Bonus and other incentives	Profit sharing ²					
Roberto Bracchetti	Chairman	2013 reporting year	Approval 2015 financial statements	40,000	-	-	-	-	10,000 ¹	50,000	-	-
Andrea Caretti	Statutory Auditor	2013 reporting year	Approval 2015 financial statements	30,000	-	-	-	-	-	30,000	-	-
Ottavia Alfano	Statutory Auditor	2013 reporting year	Approval 2015 financial statements	30,000	-	-	-	-	-	30,000	-	-

All of the items in this table refer to compensation provided by the company that prepares the financial statements.

¹ Compensation received as Chairman of the Supervisory Body.

Compensation of Executives with Strategic Responsibilities*

First and last name	Post held	Length of term of office	Expiration of term of office	Fixed compensation (Euros)	Compensation for serving on Committees (Euros)	Non-equity variable compensation		Fringe benefits ²	Other compensation	Total (Euros)	Fair value of equity compensation	End of service or termination of employment indemnity ³
						Bonus and other incentives ⁴	Profit sharing ^{**}					
Carlo Rosa	General Manager	2013 reporting year	-	€ 511,678.44	-	€ 193,800.00	-	€ 3,595.68	-	€ 709,074.12	€ 251,293	€ 2,127,222.36
Chen M. Even	Strategic Executive	2013 reporting year	-	€ 321,678.37	-	€ 114,000.00	-	€ 3,595.68	€ 100,000.00	€ 539,274.05	€ 175,905	€ 878,548.10
Altri Dirigenti	-	2013 reporting year	-	€ 735,000.00	-	€ 241,140.00	-	€ 10,258.86	€ 60,000.00 ⁵	€ 1,046,398.86	€ 312,729	-

All of the items in this table refer to compensation provided by the company that prepares the financial statements

* In addition to Mr. Rosa and Mr. Even, Strategic Executives include Mr. Ronchi, Mr. Colotta and Mr. De Angelis (the compensation of these last three is shown as an aggregate amount under “Other Strategic Executives”).

** No profit sharing is provided, without prejudice to the right to receive dividends if a party is a shareholder or is otherwise entitled to receive dividends

¹ Fixed compensation for work performed as an employee, including social security contributions and taxes payable by employees, but excluding collective social security contributions payable by the Company and the addition to the provision for severance benefits. The fixed compensation includes the gross annual compensation, without bonus, actually disbursed as of December 31, 2012 (therefore, if a Strategic Executive is hired during the year, the amount actually disbursed is shown, i.e., the amount from that date of hire plus the one-month year-end bonus).

² It is the value of the fringe benefits (consistent with a taxable amount approach). Consequently, fringe benefits refer to the Company car benefit.

³ It is an indemnity for termination of the employment relationship paid if certain conditions are met (*Stability Agreement*). The table above shows the gross amounts provided under the “stability agreement” executed with Messrs. Rosa and Even. These amounts should be viewed as hypothetical payments for 2013 reporting year and that would be due if the employment relationship with either Mr. Rosa or Mr. Even should be terminated unilaterally by the Company or if either executive should resign. These amounts have been calculated on the basis of gross annual compensation used to compute the provisions for severance benefits (fixed compensation), hypothesis of 2013 Bonus payment (Bonus and other incentives) and fringe benefits, as previously shown. Specifically, the indemnity hypotheses used were 36 months of the gross annual compensation used to compute the provisions for severance benefits for Mr. Rosa and 24 months of the gross annual compensation used to compute the provisions for severance benefits for Mr. Even. These amounts could be subject to change, as they refer to the risk of economic exposure in the reference year (here 2013).

⁴ Compensation amounts that vested, but were not disbursed, during the year for targets achieved during the year under monetary incentive plans. The amounts shown above refer to the hypothetical disbursement of bonuses (gross amounts) in March 2014 for the 2013 reporting year, which is when the bonuses accrued. In 2013, if the cost is computed on a cash basis instead of an accrual basis, the following bonuses were paid for targets achieved in 2012: C. Rosa 0.00 euros; C. Even 0.00 euros; Other executives 50,000.00 euros.; (the Other Executive cluster includes Mr. Colotta, Mr. De Angelis, Mr. Ronchi)

⁵ In March 2013, the Issuer approved one-off payments to two Strategic Executives, for their contribution in achieving important results in their area of expertise. These one-off payments had been disbursed together with the compensation of March 3013, for a gross amount of 60,000.00 euros (aggregate amount).

An one-off payment in the gross amount of 100,000.00 thousand euros has been approved in December 2013 and paid in January 2014 to the Senior Corporate Vice President Commercial Operations.

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The Issuer executed agreements pursuant to Article 123-*bis*, Section 1, Letter *i*), of the Uniform Financial Code with its General Manager, Carlo Rosa (who is a Company employee and serves as its Chief Executive Officer), and with Chen M. Even, who serves as a Director and qualifies as an Executive with Strategic Responsibilities pursuant to Article 152-*sexies* of the Issuers' Regulations published by the Consob.

Specifically, the Company discloses that the two abovementioned agreements provide for the payment of a predetermined termination benefit to the abovementioned executives.

The Company further discloses that the criteria for determining the benefit payable to Carlo Rosa, in his capacity as General Manager, was defined by the Board of Directors, upon a recommendation by the Compensation Committee, as an amount variable between wages for 24 months, in the event of termination without cause by the Company of the employment contract executed in accordance with the applicable national collective bargaining agreement, and wages for up to 36 months, in the event of a change in the Company's share capital ownership (as per Article 93 of the Uniform Financial Code), repeated violations of the employment contract by the Company or a material change in the employee's job description, absent the consent of both parties.

For Chen M. Even, the benefit of wages for 24 months will be due mainly in the event of Mr. Even's resignation or firing without cause, in the event of repeated violations of the employment contract by the Company or a material change in the employee's job description, absent the consent of both parties, or if there is a change in the Company's reference shareholders, pursuant to Article 93 of the Uniform Financial Code.

The annual compensation of the abovementioned executives is listed in a separate section, later in this Report and in the notes to the Company's annual financial statements.

In the event of a termination of the employment relationship, any option grants awarded to Messrs. Rosa and Even pursuant to the Company's incentive plans will continue to be governed by the principles set forth in the 2010 Plan Regulations (as defined below). Additional information is provided in the corresponding Disclosure Documents available on the Company website (www.diasorin.com) or in the applicable section of this Report.

**INFORMATION ABOUT AWARDS OF FINANCIAL INSTRUMENTS TO DIRECTORS,
EXECUTIVES AND OTHER EMPLOYEES OF DIASORIN S.P.A. AND ITS SUBSIDIARIES**

2007-2012 Plan

1. Plan beneficiaries

Top executives who perform the management functions referred to in Article 152-*sexies*, Section 1, of Consob Resolution No. 11971/99, including Carlo Rosa and Chen M. Even, who also serve as Directors; the Strategic Executives Andrea Senaldi (ex C.F.O., the current C.F.O. is Pier Luigi De Angelis) Stefano Ronchi and Francesco Colotta; and other key employees of DiaSorin S.p.A. and its subsidiaries.

2. Characteristics of the financial instruments

The 2007-2012 Plan is a stock option plan. By resolutions adopted on August 10, 2007, December 18, 2007, November 13, 2008, December 19, 2008, February 13, 2009, May 15, 2009, September 25, 2009, December 17, 2009, March 22, 2010 and August 6, 2010, respectively, the Board of Directors awarded 715,000, 5,000, 40,000, 65,000, 45,000, 25,000, 10,000, 50,000, 5,000, 30,000 and 10,000 vested options, out of a total available of 1,000,000 options, to key executives and employees of DiaSorin S.p.A. and its subsidiaries, which may be used to acquire through subscription an equal number of shares with par value of 1 euro each. The exercise period of the options awarded under the 2007-2010 Plan varies for each tranche.

The options may be exercised exclusively during the stated exercise period. When and to the extent that the options are exercisable, the Beneficiaries may exercise all or part of their options. The Beneficiaries' right to exercise their options shall be suspended during the period between the day following the date of any meeting of the Board of Directors held for the purpose of approving a resolution to convene a Meeting of the holders of DiaSorin S.p.A. common shares and the day when the Shareholders' Meeting in question is held, whether on the first or subsequent calling, and on the record date of any dividend distribution approved by the abovementioned Shareholders' Meeting. The Board of Directors reserves the right to suspend the Beneficiaries' right to exercise their options during certain periods of the year.

The Company will not provide financing or other facilities to help Beneficiaries acquire shares through subscription.

If a Beneficiary's employment relationship is ended, the following rules shall apply:

- (i) If the employment relationship is ended before the options are exercised as a result of a Bad Leaver situation, all options awarded to the Beneficiary shall lapse automatically and shall become null and void, thereby releasing the Company from any obligation or liability toward the Beneficiary;
- (ii) If the employment relationship is ended before the options are exercised as a result of a Good Leaver situation, the Beneficiary shall retain the right to exercise his/her awarded options proportionately to the length of his/her employment after the date of award as against the length of time running between the date of award and the initial exercise date. Options that may not be exercised shall become void automatically, thereby releasing the Company from any obligation or liability.

The last tranche of the Options awarded was exercised on November 18, 2013, date upon which the 2007-2012 Plan ended.

2010 Plan

1. Plan beneficiaries

Top executives who perform the management functions referred to in Article 152-*sexies*, Section 1, of Consob Resolution No. 11971/99, including Carlo Rosa and Chen M. Even, strategic executives who also serve as Directors; the Strategic Executives Pier Luigi De Angelis (who succeeded as CFO to Andrea

Senaldi on November 11, 2011), Stefano Ronchi and Francesco Colotta; and other key employees of DiaSorin and its subsidiaries (the “Beneficiaries”).

2. Characteristics of the financial instruments

The 2010 Plan is a stock option plan.

The Board of Directors approved following tranches of Options to be awarded to the Beneficiaries:

Tranche	Resolution date	Options awarded
I	February 14, 2011	515,000
II	August 3, 2011	40,000
III	November 11, 2011	50,000
IV	December 21, 2011	70,000
V	March 9, 2012	60,000
VI	November 7, 2012	10,000
VII	March 8, 2013	5,000
VIII	May 10, 2013	5,000
IX	November 8, 2013	15,000

The Company will not provide financing or other facilities to help Beneficiaries acquire shares through subscription.

If a Beneficiary’s employment relationship is ended, the following rules shall apply:

- (i) If the employment relationship is ended before the options are exercised as a result of a Bad Leaver situation, all options awarded to the Beneficiary shall lapse automatically and shall become null and void, thereby releasing the Company from any obligation or liability toward the Beneficiary;
- (ii) If the employment relationship is ended before the options are exercised as a result of a Good Leaver situation, the Beneficiary shall retain the right to exercise his/her awarded options proportionately to the length of his/her employment after the date of award as against the length of time running between the date of award and the initial exercise date. Options that may not be exercised shall become void automatically, thereby releasing the Company from any obligation or liability.

For additional information about stock option plans benefiting member of the Board of Directors, General Managers, Executives with Strategic Responsibilities and other executives and employees of DiaSorin S.p.A. and its subsidiaries, pursuant to Article 84 *bis* of Consob Resolution No. 11971/99, as amended, please consult the relevant documents, which are available on the company website: www.diasorin.com.

TABLE 2: Stock options awarded to members of the Board of Directors, General Managers and executives with strategic responsibilities

			Options held at the beginning of 2013			Options awarded in 2013						Options exercised in 2013			Options expired in 2013	Options held at the end of 2013	Options vested in 2013		
First and last name	Post held	Plan	Number of options	Exercise price	Potential exercise period (from-to)	Number of options	Exercise price	Potential exercise period (from-to)	Fair value on grant date	Grant date	Market price of shares underlying the option grant	Number of options	Exercise price	Market price of shares underlying the option grant	Number of options	Number of options	Fair value		
Carlo Rosa	Chief Executive Officer	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---		
	General Manager	2010 Plan	100,000	€ 34,275	2/17/2014-2/17/2015	---	---	---	---	---	---	---	---	---	---	100,000	251,293		
Chen Even	Director	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---		
	Strategic Executive	2010 Plan	70,000	€ 34,275	2/17/2014-2/17/2015	---	---	---	---	---	---	---	---	---	---	70,000	175,905		
Other Strategic Executives		2007 Plan (1)	10,000	€ 30,1165	11/11/2013-12/16/2013	---	---	---	---	---	---	10,000	€ 30,1165	€ 34,60	---	---	---		
		2010 Plan (3)	90,000	€ 34,275	2/17/2014-2/17/2015	---	---	---	---	---	---	---	---	---	---	90,000	226,164		
			50,000	€ 25,042	11/17/2014-11/17/2015	---	---	---	---	---	---	---	---	---	---	50,000	74,138		
			10,000	€ 20,588	1/12/2015-1/12/2016	---	---	---	---	---	---	---	---	---	---	10,000	12,427		
Other Executives		2007 Plan (8)	40,000	€ 23,950	1/7/2013-2/28/2013	---	---	---	---	---	---	40,000	€ 23,950	€ 28,70	---	---	---		
			5,000	€ 25,504	5/16/2013-6/14/2013	---	---	---	---	---	---	---	5,000	€ 25,504	€ 29,99	---	---	---	
			30,000	€ 29,5465	9/9/2013-10/31/2013	---	---	---	---	---	---	---	30,000	€ 29,5465	€ 32,90	---	---	---	
		2010 Plan (17)	195,000	€ 34,275	2/17/2014-2/17/2015	---	---	---	---	---	---	---	---	---	---	1,836**	193,164	485,407	
			40,000	€ 33,493	9/8/2014-9/8/2015	---	---	---	---	---	---	---	---	---	---	---	40,000	86,447	
			60,000	€ 20,588	1/12/2015-1/12/2016	---	---	---	---	---	---	---	---	---	---	---	60,000	74,564	
			45,000	€ 22,6786	6/29/2015-6/29/2016	---	---	---	---	---	---	---	---	---	---	---	39,950**	5,050	5,677
			10,000	€ 27,2259	11/16/2015-11/16/2016	---	---	---	---	---	---	---	---	---	---	---	10,000	17,083	
			---	---	---	---	5,000	€ 28,0230	3/10/2016-3/10/2017	0	08/03/2013	€ 27,51	---	---	---	---	---	5,000	7,284
			---	---	---	---	5,000	€ 28,1171	6/15/2016-6/15/2017	0	10/05/2013	€ 28,80	---	---	---	---	---	5,000	5,850
	---	---	---	---	15,000	€ 33,5022	11/14/2016-11/14/2017	0	08/11/2013	€ 33,86	---	---	---	---	---	15,000	4,648		
Compensation at the company preparing the financial statements		---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---		
Compensation from subsidiaries and affiliates		---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---		
Total			755,000	---	---	25,000	---	---	---	---	---	85,000	---	---	41,786	653,214	1,426,887		

* Weighted average of official close of options in the reference year

** Options lapsed for Bad Leaving and Good Leaving hypothesis

TABLE 3 B**Cash incentive plans benefiting members of the Board of Directors, General Managers and Executives with Strategic Responsibilities**

A	B	(1)	(2)			(3)			(4)
			Bonus for the year **			Bonuses for previous years			Other bonuses
First and last name	Post held	2013 variable incentive plan *	Payable/ Paid ¹⁰	Deferred	Deferral period	Non più erogabili	Erogabile/ Erogati	Ancora Differiti	
Carlo Rosa	General Manager		€ 193,800.00	-	-	-	-	-	-
Chen M. Even	Director, Strategic Executives		€ 114,000.00	-	-	-	-	-	€ 100,000.00 ¹¹
Other Strategic Executives	Strategic Executives ¹²		€ 241,140.00	-	-	-	-	-	-
Total			€ 548,940.00	-	-	-	-	-	-

* As explained in Section I of this Report, the Company adopts annually a single Incentive Plan.

** All compensation listed will be disbursed by the company preparing the financial statements. No compensation is due by subsidiaries or affiliated companies.

Note: Please note that the table above reflects all types of cash incentive plans, including both short-term and medium/long-term plans.

¹⁰ Payment hypothesis at March 2014 for 2013 targets

¹¹ See Note n. 7 of this Report.

¹² The aggregate amount refers to the following Strategic Executives: Stefano Ronchi, Francesco Colotta, Luigi De Angelis.

Schedule 7-ter

Schedule with information about the equity interests held by members of corporate governance bodies, General Managers and Executives with Strategic Responsibilities

Members of the Board of Directors in Office since April 22, 2013

Interests held in the Issuer, DiaSorin S.p.A.

FIRST AND LAST NAME	INVESTEES COMPANY	NUMBER OF SHARES HELD AT 12/31/12	NUMBER OF SHARES BOUGHT IN 2013	NUMBER OF SHARES SOLD IN 2013	NUMBER OF SHARES HELD AT 12/31/13
Gustavo Denegri	DiaSorin S.p.A.	330,000	0	0	330,000
Carlo Rosa	DiaSorin S.p.A.	4,754,214*	10,000	0	4,764,214
Michele Denegri	DiaSorin S.p.A.	100,000	0	100,000	0
Chen M. Even	DiaSorin S.p.A.	2,498,936*	0	0	2,498,936
Antonio Boniolo	DiaSorin S.p.A.	500,000*	0	100,000	400,000
Enrico Mario Amo	DiaSorin S.p.A.	12,245	0	1,245	11,000
Gian Alberto Saporiti	DiaSorin S.p.A.	50,000	0	0	50,000
Franco Moscetti	DiaSorin S.p.A.	0	0	0	0
Giuseppe Alessandria**	DiaSorin S.p.A.	3,100	0	0	3,100
Roberta Somati	DiaSorin S.p.A.	0	0	0	0
Maria Paola Landini	DiaSorin S.p.A.	0	0	0	0
Eva Desana	DiaSorin S.p.A.	0	0	0	0
Ezio Garibaldi	DiaSorin S.p.A.	11,000	0	0	11,000

* Including new shares acquired through subscription for exercise of stock options.

** including shares held by spouse

Other Interests held in the DiaSorin Group's companies

FIRST AND LAST NAME	INVESTEES COMPANY	NUMBER OF SHARES HELD AT 12/31/12	NUMBER OF SHARES BOUGHT IN 2013	NUMBER OF SHARES SOLD IN 2013	NUMBER OF SHARES HELD AT 12/31/13
Carlo Rosa	DiaSorin Ltda	1	0	0	1
	DiaSorin SA	1	0	0	1
Chen M. Even	DiaSorin SA	1	0	0	1
	DiaSorin SA de CV	1	0	0	1
	DiaSorin SA/NV	1	0	0	1
	DiaSorin Iberia SA	1	0	0	1
Luigi De Angelis*	DiaSorin SA	1	0	0	1

* Strategic Executive

Members of the Board of Statutory Auditors in Office since April 22, 2013

FIRST AND LAST NAME	INVESTEES COMPANY	NUMBER OF SHARES HELD AT 12/31/12	NUMBER OF SHARES BOUGHT IN 2013	NUMBER OF SHARES SOLD IN 2013	NUMBER OF SHARES HELD AT 12/31/13
Roberto Bracchetti	DiaSorin S.p.A	0	0	0	0
Andrea Caretti	DiaSorin S.p.A	0	0	0	0
Ottavia Alfano	DiaSorin S.p.A	0	0	0	0
Bruno Marchina	DiaSorin S.p.A	0	0	0	0
Maria Carla Bottini	DiaSorin S.p.A	0	0	0	0

Executives with Strategic Responsibilities

FIRST AND LAST NAME	INVESTEES COMPANY	NUMBER OF SHARES HELD AT 12/31/12	NUMBER OF SHARES BOUGHT IN 2013	NUMBER OF SHARES SOLD IN 2013	NUMBER OF SHARES HELD AT 12/31/13
Executives with strategic responsibilities *	DiaSorin S.p.A.	9,000**	0	4,000	5,000

* The table refers to the aggregating category of significant Company parties, as per Article 152-*sexies* of Consob Resolution No. 11971/99, in 2013. Transactions executed by Messrs. Rosa, Boniolo and Even are not included because they are shown in the table for members of the Board of Directors, even though they qualify as executives with strategic responsibilities.

** The number of shares also includes shares acquired through the exercise of stock options.