

Board of Directors							Internal Audit Committee (a)		Remuneration Committee (b)		Appointments Committee (when required) (c)		Executive Committee (when required)	
Position	Members	executive	non-executive	independent	****	Number of other functions **	***	****	***	****	***	****	***	****
Chairman	Selci Roberto	x			100	/			x	100				
Managing Director	Selci Giancarlo	x			75	/								
Director	Alessandra Parpajola	x			100	/								
Director (d)	Porcellini Stefano	x			100	/								
Director (e)	Cipolletta Innocenzo		x	x	50	05	x	100	X	0				
Director	Garattoni Giampaolo		x	x	87,5	/	x	100	x	100				
Director (f)	Sibani Leone		x	x	87,5	04	x	100	X	100				
Director (g)	Giordano Salvatore		x	x	100	/	X	0						
(a) Report on reasons for any absence of the Committee or of different composition with regard the recommendations of the Code:														
(b) Report on reasons for any absence of the Committee or of different composition with regard the recommendations of the Code:														
(c) Report on reasons for any difference in composition with regard the recommendations of the Code: the Board of Directors agreed unanimously on the motion to renounce the appointment of the Committee for internal appointments and to grant the same powers to the Board of Directors itself. Motivation, the limited size the administration body.														
(d) Information inherent to participation as Director at n. 2 Board of Directors meetings (13/11/06 and 14/12/06).														
(e) Information inherent to participation at n. 6 Board of Directors meetings, n. 1 meeting of the Control Committee and n. 1 Remuneration Committee meeting, in that outgoing from Board of Directors as from 13/11/2006														
(f) Information relating to participation in n. 8 Board of Directors meetings and n. 1 Remuneration Committee meeting of 14/12/2006														
(g) Information relating to participation in n. 1 Board of Directors meeting and appointed as member of Internal Control Committee 14/12/2006														

TABLE 1: STRUCTURE OF THE BOARD OF DIRECTORS AND COMMITTEES

Number of meetings held during the financial year in question	Board of Directors: 8	Internal Control Committee: 2	Remuneration Committee: 2	Appointments Committee: /	Executive Committee: /
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NOTE

* The asterisk indicates whether the Director was appointed through lists presented by the minority.

** This column contains the number of Director or Auditor positions held by the interested party in other companies listed on Italian or foreign Stock Markets, in finance companies, banks, insurance companies or any large companies.

In particular, Innocenzo Cipolletta is also:

- Chairman of UBS Corporate Finance Italy
- Member of the Board of Directors of UBS Giubergia SIM
- Member of the Board of Directors of Ericsson Italia SpA, a company quoted on the Milan Stock exchange
- Chairman of "Il Sole 24 ore", publishing company not quoted though operating in the field of economic information, and as a result in a sensitive sector.
- Member of the Board of Directors since June 2004 of Indesit (Merloni) a listed company

In particular, Leone Sibani is also:

- Chairman of SanPaolo IMI Fondi Chiusi SPA SGR
- Director of SanPaolo IMI Investimenti per lo Sviluppo SPA SGR
- Director of SanPaolo IMI Internazionale
- Director of SanPaolo BANCA dell' Adriatico

*** An "X" in this column indicates a Board of Directors Committee member.

**** This column indicates the percentage of participation of managers at Board of Directors' meetings and Committee meetings respectively.

TABLE 2: BOARD OF AUDITORS

Position	Members	Percentage of participation at Audit Board meetings	Number of other positions**
Chairman	Ciurlo Giovanni	100	13
Statutory Auditor *	Franzoni Adriano	100	/
Statutory Auditor *	Sanchioni Claudio	90	/
Statutory Auditor			
Statutory Auditor			
Deputy Auditor	Gabucci Daniela	0	/
Deputy Auditor	Amadori Cristina	0	/
Number of meetings held during the financial year in question: 10			
Indicate the quorum required for the presentation of lists by minority shareholders for the election of one or more statutory auditors (ex art. 148 TUF): 2%			

NOTE

* The asterisk indicates whether the Auditor was appointed through lists presented by minority shareholders.

** This column contains the number of Director or Auditor positions held by the interested party in other companies listed on Italian or foreign Stock Markets, in finance companies, banks, insurance companies or any large companies.

In particular, Giovanni Ciurlo is also:

- Statutory Auditor Banca Del Gottardo Italia Spa
- Statutory Auditor Banco Di S. Giorgio Spa
- Statutory Auditor Catering Hotellerie& Foodservice Spa
- Chairman of the Board of Auditors Comdata Spa
- Chairman of the Board of Auditors Fafid Spa
- Statutory Auditor Stroili Oro Spa
- Statutory Auditor Fi.L.S.E. Spa
- Statutory Auditor Gottardo Asset Manag. Sgr Spa
- Chairman of the Board of Auditors Gru Comedil Srl
- Statutory Auditor Rgi Spa
- Director Salmoiraghi &Vigano' Spa
- Statutory Auditor Sivori & Partners Sim Spa
- Statutory Auditor Vittorio Cauvin Spa

TABLE 3: OTHER CODE OF CONDUCT REQUIREMENTS

	YES	NO	Summary of reasons for any non-compliance with the requirements of the Code
System of mandates and transactions with related parties			
Has the Board of Directors granted mandates, defining their:			
a) limits	x		
b) implementation methods	x		
c) and reporting frequency?	x		
Has the Board of Directors examined and approved transactions having a significant impact on the company's profitability, assets or financial position (including transactions with related parties)?	x		
Has the Board of Directors defined guidelines and criteria for identifying "significant" transactions?	x		
Are the above mentioned guidelines and criteria described in the Report?	x		
Has the Board of Directors defined appropriate procedures for examining and approving transactions with related parties?	x		
Are the procedures for the approval of transactions with related parties described in the report?	x		
Procedures followed for the most recent appointment of a Director or Auditor			
Were the nominations for the post of Director deposited at least ten days beforehand?	x		
Were the nominations for the post of Director accompanied by a detailed report?	x		
Were the nominations for the post of Director accompanied by a declaration of suitability to qualify as independent?	x		
Were the nominations for the post of Auditor deposited at least ten days beforehand?	x		

Were the nominations for the post of Auditor accompanied by a detailed report?	x		
Shareholders' Meetings			
Has the company approved any Regulations for Shareholders' Meetings?	x		
Are the Regulations for Shareholders' Meetings attached to the Report (or are there any indications as to where it can be found/downloaded)?	x		
Internal Audit			
Has the company appointed anyone to be responsible for Internal Audits?	x		
Are the persons responsible for Internal Audits answerable to operational managers? *		x	
Organisational Unit or Person responsible for Internal Audits (ex art. 9.3 of the Code)	Mr. Fabrizio Imperatori BIESSE SpA Via Della Meccanica, 16 – 61100 PESARO Tel. +39 0721/439130 Cell. + 39 335 8256115 Fax + 39 0721 414194 e-mail: fabrizio.imperatori@biesse.it		
Investor relations			
Has the company appointed an <i>Investor Relations Manager</i> ?	x		
Organisational Unit or Person responsible for <i>investor relations</i> (address/telephone /fax/e-mail)	Mr. Alberto Amurri Investor Relator – Resp. Finanza di Gruppo BIESSE SpA Via Della Meccanica, 16 – 61100 PESARO Tel. +39 0721/439107 Cell. + 39 335 1219556 Fax + 39 0721 414194 e-mail: investor@biesse.it		

* The function is currently carried out *ad interim* by the Group Auditor. In accordance with the provisions of the Code of Conduct which, for this function, requires compliance with the independence requirements, a candidate has already been identified for the mentioned function who is not, in terms of hierarchy, subordinate to the Administration, Financial or Audit functions.