

Notice of Ordinary Shareholders' Meeting

Shareholders are hereby convened for an Ordinary Shareholders' Meeting at the Company's registered offices in Fabriano, Viale Aristide Merloni no. 47, on 29th April, 2008, at 11 am, (1st call) and on 30th April, 2008, same time and place (2nd call), to discuss and vote on the following agenda:

- 1) Financial statements at 31st December 2007; resolutions.
- 2) Appointment of a Statutory audit committee for the three-year period 2008-2010 and fixing of the standing auditors' emoluments.
- 3) Proposal for new authorization to trade in own shares.

Holders of shares with voting rights who lodge share certificates issued by their brokers at the Company's offices at least two business days before the date fixed for each meeting and have not withdrawn them before the meeting takes place are entitled to speak at the meeting.

As of the article 22 of the Article of association of the Company the Shareholders' Meeting appoints the Board of Statutory Auditors, composed of three Standing Members and of two Alternate Members, establishing their remuneration.

The Board of Statutory Auditors is appointed on the basis of lists presented by shareholders where candidates are listed with a sequential number. The list comprises two sections, one for Standing Member candidates and the other for Alternate Members candidates. Lists presented must indicate at least one standing auditor candidate and one alternate auditor candidate.

Only Shareholders who together hold shares amounting to at least 2% of the share capital with voting rights at ordinary meetings are entitled to present lists. Each Shareholder, either through third parties or trust companies, can only present one list and cannot vote different lists. Each candidate can only enrol in one list, subject to ineligibility.

Candidates already holding positions in administration and control in excess of the limits laid down by current law, or who are ineligible or incompatible or who don't have the statutory or legal requisites to hold office may not be entered in candidate lists. Auditors not having the requisites of moral standing and professionalism must stand down. Presented lists will be deposited at the Company's registered office at least fifteen days before the date established for the meeting to be held in first call, and this will be mentioned in the notice of call.

Each shareholder that presents a list, on his own account or with others, must file with the registered office upon presentation of such list a certificate issued by authorized brokers pursuant to current law proving entitlement to exercise rights and a declaration stating under his own responsibility that there is no connection with other lists presented, in accordance with the provisions of the applicable law.

The statements whereby the individual candidates accept candidature are deposited with each list within the term indicated above and state, under their individual responsibility, the non existence of reasons for ineligibility or inconsistency, as well as the existence of the regulatory and statutory requirements regarding the relevant appointments. They must also adequately illustrate their professional and personal characteristics and list any other posts held in the administration and control of other companies. The Board of directors thought right that the Effective members could be qualified as Independent with reference to the definition of the Code of Corporate Governance.

A list which does not comply with the provisions illustrated above is considered as having not been presented.

If only one list is presented in the fifteen days before the date of the 1st call meeting, the provisions of the current law apply.

The report on the matters on the meeting's agenda will be made available to the public at the Company's headquarters and Borsa Italiana within the legal term. Such documentation will also be published on the Company's website, www.indesitcompany.com. Shareholders may request copies.

For the Board of Directors
The Chairman

Milan, 20th March 2008