



Ducati Motor Holding: Board Meeting of February 22nd, 2008

Bologna, 22nd February 2008 – Ducati Motor Holding S.p.A. (Borsa Italiana S.p.A.: DMH) the high performance motorcycle manufacturer, with reference to the press release issued by Investindustrial and BS Investimenti on February 19 related to the launch of a voluntary complete-acquisition public offer of its ordinary shares, announces that the Board of Directors - which met with urgency today – has preliminarily evaluated said offer.

The offer announced by the Company's shareholders World Motors S.A., World Motors Red S.c.A. and World Motors White S.c.A has been positively evaluated, both regarding its price, which appears reasonable, and its conditions, save for in depth verifications to be carried out once the formal offer prospectus has been examined and following the evaluations made by the Company's consultants.

No evaluation has been made and no declaration can be released in reference to the planned merger outlined in said press release, as the Company has never been aware of, either directly or indirectly, the planned hypothesis of a merger. The Company has learned of such hypothesis from said press release and, therefore, has no other information than that which is contained therein.

Consequently, it is impossible for the Company to formulate an evaluation of the relevant possible risks of potential conflict of interest. For the same reasons, the Company cannot predict or hypothesize variations in Directors' compensation as a result of such merger.

The Independent Directors have been consulted, in order to suggest an independent consultant to be appointed for the appropriate evaluations. With their unanimous approval, the Board of Directors appointed today Mediobanca S.p.A. as financial advisor.

In accordance with applicable laws and in particular with the Corporate Governance Code of Borsa Italiana S.p.A., the Company resolved on December 12th, 2006 the adoption of conduct principles regarding transactions with related parties. Said procedure states that all operations with related parties, carried out directly or through subsidiaries, including operations between the controlling company and subsidiaries or between subsidiaries, must be previously approved by the Board of Directors. The Board of Directors must be adequately informed about the type of relationship, the methods of execution of the operation, its conditions, including financial conditions, the method of evaluation adopted, the reason and interest for carrying out the operation and the possible risks for the Company. In the event the relationship involves, even indirectly, a Director, it must inform the Board, provide explanations if requested and exit the meeting during the relevant discussion. In the event that the nature, the value or the characteristics of the operation requires so, the Board of Directors may appoint one or more independent, professional and competent experts, to express an opinion on the financial conditions and/or the formal or technical correctness of the transaction.

Said procedure will obviously be applied with reference to the offer operation described in the above-mentioned press release that will be further clarified in the relevant prospectus.



Founded in 1926, Ducati builds racing-inspired motorcycles characterized by unique engine features, innovative design, advanced engineering and overall technical excellence. The company produces motorcycles in six market segments which vary in their technical and design features and intended customers: Superbike, Desmosedici RR, Monster, Multistrada, SportClassic and Hypermotard. The company's motorcycles are sold in more than 60 countries worldwide, with a primary focus in the Western European, Japan and North American markets. Ducati has won fourteen of the last seventeen World Superbike Championship titles and more individual victories than the competition put together. Since 2003 it has also taken part in the MotoGP World Championship and in 2007 it won both the Constructors' and Riders' world titles. For more information about the Company, please visit our web site at <http://www.ducati.com>

For further information, please contact:

Paolo Poma
Director Investor Relations
Ducati Motor Holding S.p.A.
Via Cavalieri Ducati, 3
Bologna 40132, Italy
e-mail: paolo.poma@ducati.com
Main Tel: +39 051 6413111
Direct Tel: +39 051 6413213

or

Ad Hoc Communication Advisors
Giorgio Zambeletti - Matteo Cidda
Tel 02 7606741 / Fax 02 76017251