



FINMECCANICA - Società per azioni

Registered office in Rome, Piazza Monte Grappa 4

finmeccanica@pec.finmeccanica.com

Fully paid up registered capital € 2,543,861,738.00

Tax Code & Company Register No. 00401990585

VAT No. 00881841001

ORDINARY SHAREHOLDERS' MEETING

(in second call)

11 May 2015

SUMMARY OF THE VOTING

(art. 125-*quater*, paragraph 2, Legislative Decree No. 58/98)

1. Financial Statements at 31 December 2014; Reports of the Board of Directors, Board of Statutory Auditors and Independent Auditors. Resolutions related thereto. Presentation of the Consolidated Financial Statements at 31 December 2014.

Resolutions: The Shareholders' Meeting approved the Report of the Board of Directors and the Finmeccanica S.p.a. Financial Statements at 31 December 2014 pursuant to the draft published in accordance with the applicable laws. The Shareholders' Meeting therefore approved the proposal submitted by the Board of Directors of covering the 2014 loss of € 141.327.847,07 by using the retained earnings.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in attendance to the meeting	366,508,701	63.393315%	
Shares in relation to which the vote has been cast	364,558,201	63.055946%	99.467816%
Votes in favour	363,701,260	62.907725%	99.234004%
Votes against	0	0%	0.000000%
Abstentions	856,941	0.148221%	0.233812%
Shares in relation to which the vote has not been cast	1,950,500	0.337369%	0.532184%



2. Appointment of the members of the Board of Statutory Auditors.

Resolutions: The Meeting resolved to appoint the new Board of Statutory Auditors for the three-year period 2015-2017 as follows. Regular Statutory Auditors: Riccardo Raul BAUER, Niccolò ABRIANI, Francesco PERRINI, Luigi CORSI, Daniela SAVI; Alternate Statutory Auditors: Stefano FIORINI, Maria Teresa CUOMO.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in attendance to the meeting	366,362,123	63.367962%	
Shares in relation to which the vote has been cast	366,362,123	63.367962%	100%
Votes in Favour of List No. 1 (*)	169,851,006	29.378343%	46.361508%
Votes in Favour of List No. 2 (**)	192,558,143	33.305891%	52.559512%
Votes Against	2,363,900	0.408873%	0.645236%
Abstentions	1,589,074	0.274855%	0.433744%
Shares in relation to which the vote has not been cast	0	0.000000%	0.000000%

(*) List submitted by a Group of Investment Management Companies and Institutional Investors

(**) List submitted by the Ministry of Economy and Finance

3. Appointment of the Chairman of the Statutory Auditors.

Resolutions: The Meeting resolved to appoint Riccardo Raul BAUER as Chairman of the Board of Statutory Auditors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in attendance to the meeting	191,735,819	33.163658%	
Votes in Favour of Riccardo Raul BAUER	191,058,724	33.046544%	99.646860%
Votes in Favour of Niccolò ABRIANI	3,115	0.000539%	0.001625%
Votes against (*)	431,966	0.074715%	0.225292%
Abstentions	242,014	0.041860%	0.126223%
Shares in relation to which the vote has not been cast	0	0.000000%	0.000000%

(*) considered as an expression of abstention from voting for both candidates since such appointment is mandatory under specific legal provisions



4. Determination of the remuneration of the Board of Statutory Auditors.

Resolutions: The Shareholders' Meeting, upon proposal submitted by the Shareholder Ministry of Economy and Finance, set the remuneration of the Statutory Auditors as follows: € 78,000 before-tax per year to the Chairman and € 52,000 before-tax per year to each of the other Statutory Auditors.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in attendance to the meeting	366,361,364	63.367831%	
Shares in relation to which the vote has been cast	363,393,364	62.854470%	99.189871%
Votes in favour	335,778,189	58.078000%	91.652183%
Votes against	10,933,928	1.891191%	2.984465%
Abstentions	16,681,247	2.885278%	4.553222%
Shares in relation to which the vote has not been cast	2,968,000	0.513361%	0.810129%

5. Long-Term Incentive Plan and Coinvestment Plan for the management of Finmeccanica Group; authorisation to purchase and dispose of own shares to be put at the service of the Plans. Resolutions related thereto.

Resolutions: The Shareholders' Meeting, approved the Long-Term Incentive Plan and the Coinvestment Plan for the management of the Finmeccanica Group, in accordance with the timetable and the conditions discussed in the Disclosure Documents prepared by the Company pursuant to Article 114-bis of Legislative Decree 58/98 and Article 84-bis of the Consob Regulation 11971/99 and authorized, pursuant to and for the purposes of Article 2357 of the Italian Civil Code, the purchase a maximum of 5,800,000 ordinary shares of Finmeccanica - Società per azioni.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in attendance to the meeting	366,361,364	63.367831%	
Shares in relation to which the vote has been cast	363,393,364	62.854470%	99.189871%
Votes in favour	357,735,051	61.875777%	97.645409%
Votes against	3,701,382	0.640211%	1.010309%
Abstentions	1,956,931	0.338481%	0.534153%
Shares in relation to which the vote has not been cast	2,968,000	0.513361%	0.810129%



6. Report on Remuneration: resolution pursuant to Article 123-ter, paragraph 6, of Legislative Decree no. 58/98.

Resolutions: The Shareholders' Meeting, by non-binding resolution, resolved in favour of the first section of the Remuneration Report, provided for by art. 123-ter of Legislative Decree no. 58/98, approved by the Board of Directors on 25 March 2015.

	Number of shares	% of corporate capital	% of shares in attendance to the meeting
Shares in attendance to the meeting	366,361,364	63.367831%	
Shares in relation to which the vote has been cast	363,011,811	62.788474%	99.085724%
Votes in favour	277,235,978	47.952225%	75.672821%
Votes against	66,126,351	11.437569%	18.049488%
Abstentions	19,649,482	3.398680%	5.363415%
Shares in relation to which the vote has not been cast	3,349,553	0.579357%	0.914276%

Disclaimer

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