

ANSALDO STS S.p.A.

Registered office in Genova, Via Paolo Mantovani 3 – 5
Share capital Euro 100.000.000,00 fully subscribed and paid up
Number of registration in the Companies' Register of Genoa and tax code 01371160662
Subject to direction and coordination by Finmeccanica S.P.A.

ORDINARY SHAREHOLDERS' MEETING HELD ON APRIL 23rd 2015

SUMMARY ACCOUNT OF THE VOTES ON THE ITEMS OF THE AGENDA

Item 1 of the agenda

1. Financial Statements as of 31 December 2014

Approval of the Financial Statements for the year ended on 31 December 2014; Reports of the Board of Directors, of the Board of Statutory Auditors and of the auditing firm; Allocation of the annual net income and distribution of the dividend. Related and consequent resolutions

Resolution: The Meeting approved the report of the Board of Directors, the Financial Statements as of December 31st, 2014, pursuant to the draft published in accordance with the applicable laws. The Meeting also approved the proposal of the Board of Directors regarding the allocation of the net income of Euro 32,727,707.76 as follows:

- as to Euro 29,999,789.25, to be paid to the shareholders as a dividend of Euro 0.15, before tax withholdings, for each of the no. 199,998,595 shares currently existing and entitled to a dividend, and therefore excluding the no. 1,405 own shares currently owned by the Company, with detachment of the dividend coupon on May 18th, 2015 and payment from May 20th, 2015. Pursuant to art. 83-*terdecies* of Legislative Decree 58 of 24 February 1998, the dividend payment is authorized by reference to the financial intermediary's accounts - pursuant to art. 83-*quater*, paragraph 3, of the same Legislative Decree 58/98 - at the end of the accounting day on May 19th 2015 (the "record date");
- as to Euro 2,727,918.51 to be carried forward.

The Meeting also authorized the Chairman of the Board of Directors and the Chief Executive Officer, separately, to add and/or withdrawal from carried forward net income the amount of the ordinary dividend to the shares entitled to the dividend if operations on own company's shares will be done before the date of the detachment of the dividend coupon.

Shares present at the meeting when the vote was opened no. n. 120,507,152 equal to 60.25% of the no. 200,000,000 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	120,314,579	99.84%
Votes Against	0	0.00%
Abstentions	192,573	0.16%
Total Shares	120,507,152	100.00%

Item 2 of the agenda

2. Report on remuneration pursuant to Article 123-ter, paragraph 6 of Legislative Decree No. 58/98. Related and consequent resolutions

Resolution: The Meeting resolved in favour of the first section of the remuneration report referred to in the aforementioned art. 123-ter, paragraph 3, of Legislative Decree no. 58/98, approved by the Board of Directors on March 25th, 2015, and containing a description of the Company's policy on the remunerations of the members of the management bodies, of the general director and of the directors with strategic responsibilities, as well as the procedures used to adopt and execute such policy.

Shares present at the meeting when the vote was opened no. n. 120,507,152 equal to 60.25% of the no. 200,000,000 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	108,345,274	89.91%
Votes Against	11,187,827	9.28%
Abstentions	974,051	0.81%
Total Shares	120,507,152	100.00%

Item 3 of the agenda

3. Appointment of a member of the Board of Directors pursuant to Article 2386 of the Italian Civil Code. Related and consequent resolutions

Resolution: The meeting resolved to appoint as Director of Ansaldo STS Domenico Braccialarghe, until expiration of the current Board of Directors.

Shares present at the meeting when the vote was opened no. n. 120,507,152 equal to 60.25% of the no. 200,000,000 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	94,860,772	78.72%
Votes Against	16,287,643	13.52%
Abstentions	9,358,737	7.77%
Total Shares	120,507,152	100.00%

Item 4 of the agenda

4. Authorisation to purchase and dispose of own shares, subject to revoking the previous authorisation approved by the Ordinary General Meeting of April 15th, 2014. Related and consequent resolutions

Resolution: The Meeting approved the proposal of the Board of Directors to authorize the purchase and disposal of own shares, in accordance with the conditions and terms illustrated in the Explanatory Report drafted pursuant to article 73 of the Issuers' Regulation, revoking the resolution authorizing the purchase and disposal of own shares approved by the Ordinary Shareholders' Meeting of 15th April 2014, for the part not yet utilized. The Meeting also resolved to grant the Board of Directors and, on its behalf, the Chairman of the Board of Directors and the Chief Executive Officer, separately, all the powers required in order to give actual and full implementation to the resolutions above mentioned and to undertake the market disclosure in relation to the same, pursuant to the applicable laws.

Shares present at the meeting when the vote was opened no. n. 120,507,152 equal to 60.25% of the no. 200,000,000 shares representing the share capital.

The voting result was the following:

Vote result

	No. Shares	%
Votes for	111,169,858	92.25%
Votes Against	9,144,721	7.59%
Abstentions	192,573	0.16%
Total Shares	120,507,152	100.00%