

Milan, February 25<sup>th</sup> 2016

**CONSOLIDATED AND DRAFT FINANCIAL STATEMENTS 2015 APPROVED,  
DIVIDEND PROPOSED OF EUR 0.18 PER SHARE  
ORDINARY SHAREHOLDERS' MEETING CALLED**

- Consolidated and draft financial statements 2015 approved
- Consolidated Net Result of EUR 93.0 million (+15.3%)
- New orders of EUR 1,336.0 million (-26.8%)
- Order Backlog at December 31<sup>st</sup> 2015 of EUR 6,410.4 million (+4.7%)
- Revenue at EUR 1,383.8 million (+6.2%)
- EBIT at EUR 135.8 million (+9.1%)
- ROS 9.8% (+0.2 p.p.)
- Free Operating Cash Flow (FOCF) at EUR 87.7 million (+15.8%)
- Net Financial Position, positive net cash, at EUR (338.7) million (+15.4%)
- Economic Value Added (EVA) at EUR 65.8 million (+14.1%)
- Total dividend amount of EUR 36 million (EUR 0.18 per share) proposed to the Shareholders' Meeting, up 20% compared to previous year
- Corporate Governance Report approved
- Remuneration Report approved
- Ordinary Shareholders' Meeting called on May 3<sup>rd</sup> 2016

The Ansaldo STS S.p.A. (STS.MI) Board of Directors meeting, held today, approved the draft financial statements for 2015 that will be presented at the Ordinary Shareholders' Meeting on **May 3<sup>rd</sup> 2016** in a single call.

The Board also approved the Ansaldo STS Group's consolidated Financial Report on December 31<sup>st</sup> 2015.

The 2015 financial year ended with a consolidated **Net Result** of **93.0** million compared with 80.7 million in 2014.

The Board has decided to propose to the Ordinary Shareholders' Meeting a **dividend distribution of EUR 0.18** for each of the shares with dividend rights (i.e. for each outstanding share on the coupon date, excluding own shares held on that date), gross of withholding tax pursuant to the law. The total value of the dividends proposed is approximately **36** million compared with 30 million distributed for the 2014 financial year.

The dividend will be payable on May 18<sup>th</sup> 2016 (*payment date*), with coupon date (coupon no. 14) set at May 16<sup>th</sup> 2016 (*ex date*).

Ansaldo STS S.p.A. Shareholders at the close of business on May 17<sup>th</sup> 2016 (*record date*) will be entitled to the dividend.

**Stefano Siragusa, CEO of Ansaldo STS, stated:**

The Chief Executive Officer and General Manager, Stefano Siragusa, thanking the Board of Directors for support and trust, expressed *"deep satisfaction and gratitude to colleagues for the results obtained by the Company and for the significant increase in productivity.*

*The results confirm that Ansaldo STS is a unique technological reality which has been providing progress and value for its customers, shareholders, employees and for all the regions in which it operates both in Italy and abroad, for more than 160 years.*

*Millions of people every day, in every part of the world, move safely because of the commitment and passion of our women and our men, and our professionals who, thanks to their work, tenacity and intelligence continue to deliver innovative and performing systems with significantly above market expectations results, making Ansaldo STS increasingly prestigious"*

**Consolidated Results 2015**  
**Ansaldo STS**

Key consolidated figures (M€)	31.12.2015	31.12.2014	% Change
New orders	1,336.0	1,825.0	-26.8%
Order Backlog	6,410.4	6,120.8	4.7%
Revenue	1,383.8	1,303.5	6.2%
EBIT	135.8	124.5	9.1%
R.O.S	9.8%	9.6%	+0.2 p.p.
Tax Rate	32.0%	34.9%	-2.9 p.p.
Net Result	93.0	80.7	15.3%
Net Working Capital	64.5	41.8	54.2%
Net Financial Position ( <i>positive net cash</i> )	(338.7)	(293.4)	15.4%
R&D	36.9	33.0	11.7%
Headcount (no.)	3,772	3,799	-0.7%
Economic Value Added (EVA)	65.8	57.7	14.1%
EPS	0.47	0.43	9.3%

**New orders** amount to **1,336.0** million compared with 1,825.0 million in 2014, with a decrease of **26.8%**.

**Order Backlog** is **6,410,4** million compared with 6,120.8 million of last year (+4.7%).

**Revenue** is **1,383.8** million, increased compared with the previous year's value of 1,303.5 million (+6.2%).

**Operating income (EBIT)** is **135.8** million, an increase of 9.1% compared with 2014 (124.5 million).

**Return on sales (ROS)** is **9.8%**, increased compared with the previous financial year (9.6%).

**Net invested capital** at December 31<sup>st</sup> 2015 amounted to **316.4** million, compared with 281.4 million in the previous year.

**Net working capital** is **64.5** million (41.8 million in 2014) due to an increase of work in progress and inventories.

**Net Financial Position (positive net cash) cash surplus**, amounts to **(338.7)** million, an increase of **45.3** million (**15.4%**), compared with cash surplus of (293.4) million in 2014.

## Main orders:

Country	Project	Customer	Value (M€)
U.S.A.	MBTA Positive Train Control	MBTA	305
Australia	Rio Tinto	Rio Tinto	162
Denmark	Copenhagen cityringen + O&M (variation order)	Metroselskabet	119
Saudi Arabia	Metro Riyadh – Iconic Stations	ADA	62
U.S.A.	Septa Sharon Hill	SEPTA	48
Spain	Extension Maintenance Madrid - Lleida	ADIF	42
Italy	Line 6 Mergellina San Pasquale Municipio	Municipality of Naples	30
U.S.A.	Los Angeles West Side subway	LACTMA	28
France	On board Equipment Bistandard	SCNF	18
U.S.A.	NYCT 4th - 6th Avenue	NYCT	15
Italy	Repairs Trenitalia	Trenitalia	13
Italy	CTO upgrade STB rolling stock Trenitalia	Trenitalia	12
China	Metro Tianjin line 5	Insigma	10
Various	Components	Various	73
U.S.A.	Components	Various	54
Various	Service & Maintenance	Various	44

## SCHEDULES:

Consolidated Income Statement  
Ansaldo STS

<i>(M€)</i>	<u>31.12.2015</u>	<u>31.12.2014</u>
<b>Revenue</b>	<b>1,383.8</b>	<b>1,303.5</b>
Purchasing and personnel expenses	(1,233.3)	(1,159.7)
Amortisation and depreciation	(18.7)	(18.3)
Other net operating income (expense)	4.3	9.5
Changes in work in progress, semi-finished and finished goods	(0.3)	(4.5)
<b>EBIT <i>Adjusted</i></b>	<b>135.8</b>	<b>130.5</b>
Restructuring costs	-	(6.0)
<b>Operating Income (EBIT)</b>	<b>135.8</b>	<b>124.5</b>
Net financial income (expense)	0.9	(0.5)
Income taxes	(43.7)	(43.3)
Profits/(Losses) from non-current assets for sale	-	-
<b>Net Result</b>	<b>93.0</b>	<b>80.7</b>
<b><i>Profit per share (Basic and Diluted)</i></b>	<b>0.47</b>	<b>0.43</b>

EPS of EUR **0.47** (EUR 0.43 in 2014) was calculated based on the average of n.199,995,192 outstanding shares in the year (n.189,313,578 shares in 2014).

**Consolidated Balance Sheet  
Ansaldo STS**

<i>(M€)</i>	<u>31.12.2015</u>	<u>31.12.2014</u>
Non-current assets	307.2	296.7
Non-current liabilities	<u>(55.3)</u>	<u>(57.1)</u>
	<b><u>251.9</u></b>	<b><u>239.6</u></b>
Inventories	121.2	106.1
Contract work in progress	346.4	304.2
Trade receivables	663.6	710.6
Trade payables	(416.0)	(368.9)
Progress payments and advances from customers	(635.8)	(686.2)
Provisions for risks and charges	(11.1)	(10.4)
Other net assets/(liabilities)	<u>(3.8)</u>	<u>(13.6)</u>
<b>Net working capital</b>	<b><u>64.5</u></b>	<b><u>41.8</u></b>
<b>Net invested capital</b>	<b><u>316.4</u></b>	<b><u>281.4</u></b>
Group equity	654.8	573.6
Third parties equity	<u>0.3</u>	<u>1.3</u>
<b>Equity</b>	<b><u>655.1</u></b>	<b><u>574.9</u></b>
<b>Assets held for sale</b>	<b>-</b>	<b>0.1</b>
<b>Net Financial Position (<i>positive net cash</i>)</b>	<b><u>(338.7)</u></b>	<b><u>(293.4)</u></b>

**PRESS RELEASE**

**Consolidated Cash Flow Statement  
Ansaldo STS**

<i>(M€)</i>	<u>31.12.2015</u>	<u>31.12.2014</u>
<b>Opening cash and cash equivalents</b>	<b><u>270.1</u></b>	<b><u>191.5</u></b>
Gross cash flow from operating activities	162.0	149.1
Change in working capital	8.9	(33.9)
Changes in other operating assets and liabilities	(68.5)	(30.4)
<b>Cash flow generated by (used in) operating activities</b>	<b><u>102.4</u></b>	<b><u>84.8</u></b>
Cash flow used in ordinary investing activities	(14.7)	(9.1)
<b><i>Free operating cash-flow</i></b>	<b><u>87.7</u></b>	<b><u>75.7</u></b>
Strategic investments	(15.1)	(7.4)
Other changes in investing activities	6.0	-
<b>Cash flow generated by (used in) investing activities</b>	<b><u>(23.8)</u></b>	<b><u>(16.5)</u></b>
Dividends paid	(30.0)	(28.8)
Cash flow from financing activities	(18.0)	34.5
<b>Cash flow generated by (used in) financing activities</b>	<b><u>(48,0)</u></b>	<b><u>(5,7)</u></b>
<b>Exchange rate gain and losses, net</b>	<b>3.6</b>	<b>4.6</b>
<b>Closing cash and cash equivalents</b>	<b><u>304.3</u></b>	<b><u>270.1</u></b>

### **Significant events that took place after December 31 2015**

In regards to the Public Tender Offer promoted by Hitachi Rail Italy Investments S.r.l., Company controlled by Hitachi Ltd., please refer to the communications and to the documentation made available to the public in accordance with the regulation applicable on the Company website at <http://www.ansaldo-sts.com/en/investor-relations/public-tender-offer>

### **Outlook on the Management**

The current Management considers that 2016 will be in line in terms of volumes and profitability with 2015.

**PRESS RELEASE**



**2015 Results for Ansaldo STS S.p.A.**

Economic and financial trend for 2015 of the Holding Company Ansaldo STS S.p.A. is positive and in line with expectations.

The financial statements are shown below:

<b>Ansaldo STS S.p.A. Income Statement</b> <i>(M€)</i>	<u>31.12.2015</u>	<u>31.12.2014</u>
<b>Revenue</b>	<b>721.7</b>	<b>691.9</b>
Purchasing and personnel expenses	(677.3)	(644.8)
Changes in work in progress, semi-finished and finished goods	0.1	(0.4)
Amortisation and depreciation	(12.1)	(12.0)
Other net operating income (expense)	17.4	19.3
<b>EBIT Adjusted</b>	<b>49.8</b>	<b>54.0</b>
Restructuring costs	-	(6.0)
<b>Operating Income (EBIT)</b>	<b>49.8</b>	<b>48.0</b>
Net financial income (expenses)	1.7	1.8
Income taxes	(15.6)	(17.1)
<b>Net Result</b>	<b>35.9</b>	<b>32.7</b>

**PRESS RELEASE**

<b>Ansaldo STS S.p.A. Financial Position</b> <i>(M€)</i>	<u>31.12.2015</u>	<u>31.12.2014</u>
Non-current assets	305.1	297.4
Non-current liabilities	(30.2)	(32.7)
	<u><b>274.9</b></u>	<u><b>264.7</b></u>
Inventories	95.6	80.0
Contract work in progress	179.5	170.3
Trade receivables	548.5	556.7
Trade payables	(345.5)	(302.4)
Customer advances	(455.6)	(497.6)
Provisions for risks and future liabilities	(2.4)	(1.8)
Other net assets (liabilities)	10.0	4.1
<b>Net working capital</b>	<u><b>30.1</b></u>	<u><b>9.3</b></u>
<b>Net invested capital</b>	<u><u><b>305.0</b></u></u>	<u><u><b>274.0</b></u></u>
<b>Net equity</b>	<u><b>362.6</b></u>	<u><b>355.0</b></u>
<b>Net Financial Position (<i>positive net cash</i>)</b>	<u><u><b>(57.6)</b></u></u>	<u><u><b>(81.0)</b></u></u>

Ansaldo STS S.p.A. Cash Flow Statement (M€)	<u>31.12.2015</u>	<u>31.12.2014</u>
<b>Opening cash and cash equivalents</b>	<b>179.4</b>	<b>94.3</b>
Gross cash flow from operating activities	64.6	62.3
Change in working capital	(15.5)	(4.8)
Changes in other operating assets and liabilities	(23.9)	(14.5)
<b>Cash flow generated by (used in) operating activities</b>	<b>25.2</b>	<b>43.0</b>
Cash flow used in ordinary investing activities	(6.3)	(8.7)
<b>Free operating cash-flow</b>	<b>18.9</b>	<b>34.3</b>
Strategic investments	(15.5)	(7.4)
Dividends by established companies	3.1	-
<b>Cash flow generated by (used in) investing activities</b>	<b>(18.7)</b>	<b>(16.1)</b>
Dividends paid	(30.0)	(28.8)
Cash flow from financing activities	22.7	87.0
<b>Cash flow generated by (used in) financing activities</b>	<b>(7.3)</b>	<b>58.2</b>
<b>Increase (decrease) in cash and cash equivalents</b>	<b>(0.8)</b>	<b>85.1</b>
<b>Closing cash and cash equivalents</b>	<b>178.6</b>	<b>179.4</b>

Roberto Carassai, the manager in charge of preparing the company's financial reporting, hereby declares, pursuant to Article 154-*bis*, paragraph 2 of the Consolidated Law on Finance, that the accounting information contained in this press release accurately represents the figures contained in the Company's accounting records.

This press release contains statements based on the outlook of Ansaldo STS's current Management.

These statements are, by their nature, subject to a number of unforeseeable risk factors, which could lead to different results.

These statements are therefore only valid with reference to the date on which they were made, and can be subject to updates. In such case, the Company will give appropriate notice.

-----

The Board approved the **Corporate Governance Report** for the 2015 financial year, which also contains information on the ownership structure pursuant to Article 123-*bis* of the Consolidated Law on Finance, which will be published as provided by the law in force.

-----

The Board furthermore approved the **Remuneration Report** drafted pursuant to Article 123-*ter* of the Consolidated Law on Finance, containing Ansaldo STS's Remuneration Policy for 2016, approved by the Board of Directors on the same date, which will be published as provided by the law in force.

-----

### **Ordinary Shareholders' Meeting called**

The Board has also called an ordinary Shareholders' Meeting, in single call, on **Tuesday May 3<sup>rd</sup> 2016**.

The items on the agenda of the Shareholders' Meeting called are:

- the approval of the Financial Statements as of December 31<sup>st</sup> 2015
- the proposal for the allocation of Net Result and the dividend distribution;
- the resolution in relation to the first section of the Remuneration Report provided by Article 123-*ter*, Paragraph 3 of Legislative Decree no. 58/1998;
- the integration of the Board of Directors.

The call notice, as well as the documents relating to the items on the agenda, will be made available to the public within the terms provided by the applicable law.

**Ansaldo STS** confirms that the Management will hold a conference call for investors and analysts at **11.00 am (CET) on Friday 26<sup>th</sup> February 2016.**

The presentation in support of the conference call will be available in advance on the Company website at [www.ansaldo-sts.com](http://www.ansaldo-sts.com) and in the Investor Relations section at the following address <http://www.ansaldo-sts.com/en/investor-relations/presentations>, and on the storage system, which is accessible from the website <http://www.emarketstorage.com>

To take part in the **conference call**:

*Italy: +39 02 802 09 11; UK: +44 1 212 81 8004; USA: +1 718 705 8796*

**The replay of the conference call, by access code 863#, will be available for 78 hours starting from the end of the call on Friday 26th February 2016.**

The access numbers are:

*Italy: +39 02 72495; UK: +44 1 212 818 005; USA: +1 718 705 8797*

Note:

The Management of Ansaldo STS also assesses the business and financial performance of the Group based on a number of indicators not provided for by IFRS-EU. As required by CESR recommendation CESR/05 - 178b the components of each of the indicators are defined below:

**EBIT:** earnings before interest and tax is added, with no adjustments. It excludes income and expenses relating to the operations of unconsolidated subsidiaries and securities, and gains/losses on any sales of consolidated shareholdings, which are recorded under "financial income and expenses", or in the case of income/expenses relating to shareholdings accounted for using the equity method, under the item "effect of the accounting for shareholdings using the equity method".

**Adjusted EBIT:** refers to the EBIT as described above, net of:

- any impairment of goodwill;
- amortization of the percentage of purchase price allocated to intangible assets acquired as part of business combination, pursuant to IFRS 3;
- restructuring costs in relation to defined and significant plans;
- other income or expenses of an extraordinary nature, i.e. Related to particularly significant events which are unrelated to ordinary activities.

**Free Operating Cash Flow (FOCF):** this is the sum of the cash flows generated by/used in operations, cash flow generated by/used to invest in or to dispose of tangible and intangible assets and shareholdings, net of cash flows from the purchase/sale of shareholdings that, due to their nature or size, are considered "strategic investments". The re-classified cash flow shows how the FOCF is created for the years compared.

**Economic Value Added (VAE):** is the difference between EBIT net of income taxes and the cost of the average invested capital of the current reporting period and the corresponding period of the previous year measured on the basis of the weighted average cost of capital (WACC).

**Net Working Capital:** is Working Capital less provisions for current risks and charges, and other current assets and liabilities.

**Net invested Capital:** is the sum of non-current assets, non-current liabilities and Net Working Capital.

**Net financial debt (cash) / Net debt (cash) or net financial position:** the calculation scheme complies with the provisions in paragraph 127 of the recommendations CESR/05-054b implementing EC Regulation no. 809/2004.

**New orders:** the sum of the contracts agreed with customers during the reporting period which meet the contractual requirements to be recorded in the orders book.

**PRESS RELEASE**

**Order backlog:** is the difference between new orders and revenue for the period (including any change to contract work in progress). This difference is added to the backlog for the previous period.

**Headcount:** is the number of employees recorded in the register on the last day of the reporting period.

**Return on Sales (R.O.S.):** the ratio of EBIT to revenue.

**Return on Equity (R.O.E.):** ratio between the net result and average amount of equity in the two years compared.

**Research and Development Expenses:** total expense incurred for research and development activity, both expensed and sold. Research expense taken to profit or loss usually relates to “general technology”, i.e., aimed at gaining scientific knowledge and/or techniques applicable to various new products and/or services. Sold research expense represents that commissioned by customers and for which there is a specific sales order and which is to be treated exactly like an ordinary order (sales contract, profitability, invoicing, advances, etc.) for accounting and management purposes.

*External Relations:*

Ansaldo STS  
**Andrea Razeto, tel. +39 010 6552068**  
[andrea.razeto@ansaldo-sts.com](mailto:andrea.razeto@ansaldo-sts.com)

*Investor Relations:*

Ansaldo STS  
**Roberto Corsanego, tel. +39 010 6552076**  
[roberto.corsanego@ansaldo-sts.com](mailto:roberto.corsanego@ansaldo-sts.com)

**PRESS RELEASE**