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FINCANTIERI S.P.A. COMPLETES THE INITIAL PUBLIC OFFERING OF ITS ORDINARY SHARES

Rome, July 3rd, 2014 – **FINCANTIERI S.p.A.** ("**Fincantieri**" or the "**Company**") announced today **the final results of the Initial Public Offering** of its ordinary shares and listing on the *Mercato Telematico Azionario* (MTA) organized and managed by Borsa Italiana S.p.A..

According to the right contemplated by Second Section, Chapter V, Paragraph 5.1.2 of the Italian Prospectus, the Offerors, following consultation with the Coordinators of the Global Offering, in light of the aggregate amount of orders received in the Public Offering and in the Institutional Private Placement, have determined not to place the entire amount of Shares subject to the Global Offering, thereby reducing the number of Shares placed in the Global Offering to an aggregate of 450,000,000 Shares compared with the maximum 703,980,000 Shares initially part of the Global Offering and, to this end, first reducing by 103,980,000 Shares the number of Shares offered by the Selling Shareholder and only thereafter reducing by 150,000,000 Shares the number of Shares in the Capital Increase.

Specifically:

- With regards to the Global Offering of Shares by the Company, applications were received for a total of 578,475,809 Shares;
- Based on the applications received under the Global Offering of Shares by the Company n. 500,000,000 Shares were allocated to 55,200 applicants. No. 450,000,000 of such Shares result from the Capital Increase of the Company whereas No. 50,000,000, equal to 11.1% of the Global Offering as described above, result from the exercise of the Over-allotment Option granted by the Selling Shareholder for the purposes of an *Over Allotment* within the Institutional Private Placement, as described in the Summary Note and in Second Section, Chapter V, Paragraph 5.2.5. of the Italian Prospectus.

The allocation of the Shares among the Institutional Private Placement and the Public Offering has been determined also by making use of the *claw-back* option contemplated by Second Section, Chapter V, Paragraph 5.2.3.2 of the Italian Prospectus. Therefore, it is expected that 49,262,000 Shares have been allocated to institutional investors and 400,738,000 have been allocated to the general public.

With regards to the Public Offering:

(i) There were applications for No. 400,738,000 Shares from No. 55,147 applicants including:

• No. 315,168,000 Shares from No. 52.444 investors in the general public for the Minimum Lot;

• No. 79,920,000 Shares from No. 1,650 investors in the general public for the Upsized Minimum Lot;

• No. 5,650,000 Shares from No. 1,053 Employees resident in Italy, as part of the Fincantieri Employees Share offering, for the Employees' Minimum Lot.

(ii) No. 400,738,000 shares have been assigned to 55,147 applicants in the following proportions:

• No. 315,168,000 Shares to No. 52,444 investors in the general public for the Minimum Lot;

• No. 79,920,000 Shares to No. 1,650 investors in the general public for the Upsized Minimum Lot;

• No. 5,650,000 Shares to No. 1,053 Employees resident in Italy, as part of the Fincantieri Employees Share offering, for the Employees' Minimum Lot.

With regards to the Institutional Placement:

(i) There were applications for No. 177,737,809 Shares from No. 61 applicants including:

• No. 109,203,898 Shares from No. 26 Italian Qualified Investors;

• No. 68,533,911 Shares from No. 35 foreign Institutional Investors;

(ii) No. 99,262,000 Shares have been assigned to 53 applicants in the following proportions:

• No. 84,533,000 Shares to No. 26 Italian Qualified Investors;

• No. 14,729,000 Shares to No. 27 foreign Institutional Investors.

No shares have been purchased by the members of the Consortium for the Public Offering and/or by the members of the Consortium for the Institutional Placement as a result of their commitments.

It should be noted that, based on the Offering Price of Euro 0.78 per share, the initial market capitalization of the Company is approximately 1,320 million Euros.

The start of trading on the MTA has been set by the Italian Stock Exchange for today, Thursday, July 3rd, 2014.

The final results of the Italian Global Offering were communicated by notice published in accordance to Article 13, paragraph 2 of CONSOB Regulation dated May 14 1999 no. 11971, as amended and supplemented, supplementally to the Summary and Second Section, Chapter V, Paragraph 5.1.9 of the Italian Prospectus, which was published today, Thursday July 3rd, 2014, on *Il Sole 24 ORE* and on *MF/Milano Finanza* and on the Company's website www.fincantieri.com.

Banca IMI, Credit Suisse, J.P. Morgan, Morgan Stanley and UniCredit Corporate and Investment banking are acting as Joint Global Coordinators. Banca IMI is acting as the Lead Manager of the Italian Public Offering's, while UniCredit Corporate Investment Banking is serving as the Sponsor. The Joint Bookrunners are: BNP PARIBAS, Citigroup Global Markets Limited, Deutsche Bank AG, London Branch, Goldman Sachs International, HSBC Bank Plc and Mediobanca. Equita SIM is acting as financial advisor to Fincantieri, while Rothschild is the financial advisor to Fintecna, entirely owned by CDP.

The law firms of Gianni, Origoni Grippo Cappelli & Partners and Sullivan & Cromwell LLP are acting as the Company's legal advisors, Chiomenti Studio Legale as Fintecna's legal advisor, and Lombardi Molinari Segni and Latham & Watkins as the legal advisors to the Joint Global Coordinators and the Joint Bookrunners. The Company's independent auditors are PwC.

***Fincantieri** is one of the world's largest shipbuilding groups, which in over 200 years of maritime history has built more than 7,000 vessels. It is world leader in cruise ship construction and a reference player in other sectors, from naval vessels to cruise ferries, from mega-yachts to special high value-added vessels, ship repairs and conversions and offshore vessels. Headquartered in Trieste, the Group has more than 20,000 employees, of whom 7,700 in Italy, and 21 shipyards in 4 continents. In 2013 the Group acquired VARD, a company listed on the Singapore Stock Exchange that builds offshore support vessels for oil and gas extraction and production.*
Fincantieri has doubled in size to become the main occidental shipbuilder and the first one by diversification and presence in every high value-added sectors. Fincantieri operates in the United States through its subsidiary Fincantieri Marine Group (FMG). This company, which serves important government customers, including the U.S. Navy and Coast Guard, has three shipyards (Marinette Marine, Bay Shipbuilding, Ace Marine), all located in the Great Lakes region. Fincantieri is present in the UAE with Etihad Ship Building, a joint venture set up with Melara Middle East and Al Fattan Ship Industries, to design, produce and sell different types of civilian and military ships as well as perform maintenance and refitting activities.

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