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FINCANTIERI SHAREHOLDERS' MEETING

Rome, 5 May 2014 – The ordinary and extraordinary shareholders' meeting of FINCANTIERI S.p.A. ("**Fincantieri**" or the "**Company**") was held today and approved all the items on the agenda.

In particular, the ordinary shareholders' meeting approved the proposal to apply for listing of the Company's ordinary shares (the "**Shares**") on the Mercato Telematico Azionario stock market ("**MTA**") managed by Borsa Italiana S.p.A.. The ordinary shareholders' meeting also approved the rules of procedure for general shareholders' meetings, which will come into effect once the Shares start trading on the MTA.

The extraordinary shareholders' meeting approved a share capital increase for up to Euro 600 million, in one or more issues and for consideration, without any option right as provided by article 2441, par. 5 of the Italian Civil Code, within the context of the public offering relating to the listing of the Shares. The above resolution is conditional upon Borsa Italiana S.p.A. admitting the Shares to trade on the MTA.

The extraordinary shareholders' meeting also approved amendments to the Company's By-laws to align them with statutory and regulatory provisions in view of the Company's proposed listing. These amendments will become effective once the Shares start trading on the MTA.

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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