

This text is a Summary of the Board of Directors' resolution reported in the "Verbale CdA 26 settembre 2019" available on the web site Italian version, "Corporate Governance/Operazioni Straordinarie/Fusione Leonardo – Sistemi Dinamici".

For any conflict or discrepancy between this Summary and the "Verbale CdA 26 settembre 2019", the last shall prevail.



LEONARDO - Società per azioni

Registered office in Rome, Piazza Monte Grappa 4

leonardo@pec.leonardocompany.com

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

Tax Code & Company Register No. 00401990585

VAT No. 00881841001

26 September 2019

Meeting of the Board of Directors

SUMMARY OF THE RESOLUTION

On September 26, 2019 the Board of Directors of Leonardo - Società per azioni (hereinafter "Leonardo" or the "Company") was convened to resolve on the merger by incorporation of Sistemi Dinamici S.p.A. into Leonardo.

The Chairman acknowledges and informs, among other, that:

- the meeting of the Board of Directors is validly constituted;
- the Company carried out all the formalities regarding the merger by incorporation of Sistemi Dinamici S.p.A. into Leonardo, as well as all the terms and conditions, required and set forth by law and regulations;

- the Board of Directors is vested with the power to adopt such resolution, in lieu of the Shareholders' meeting, in accordance with art. 2505 paragraph 2 of the Civil Code and art. 24.1 of the Company's By-laws.

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In accordance with art. 22.3 of the Company's By-Laws, the Board of Directors of Leonardo

PASSED RESOLUTION

- a)** to approve the merger by incorporation of Sistemi Dinamici S.p.A. into Leonardo – Società per azioni, as well as the relevant merger plan, which shall become effective - also for accounting and tax purposes - as from January 1st 2020;
- b)** to empower the Chairman and the Chief Executive Officer of the Company, each of them severally, to sign the deed of merger and to perform or to execute whatever other acts or deeds are necessary, useful and appropriate for the implementation of such operation, and any other act in connection with or related to the foregoing.