



FINMECCANICA – Società per azioni

Registered office in Piazza Monte Grappa 4, Rome

finmeccanica@pec.finmeccanica.com

Fully paid up share capital of Euro 2,543,861,738.00

Registered with the Companies' register of Rome, Register No. and Tax Code 00401990585

VAT No. 00881841001

**EXTRACT OF THE NOTICE OF CALL
OF THE EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING**

A Shareholders' Meeting is called in Extraordinary session on 9 May, 14 May and 15 May 2014, in first, second and third call respectively, at 10:00 a.m. at the Conference Centre "Matteo Ricci" in Rome, Piazza della Pilotta 4, and in Ordinary session on 9 May and 15 May 2014, in first and second call respectively, the same time and place, to discuss and resolve upon the following

Agenda

Extraordinary Session

1. Amendments to the Articles of Association: insertion of Article 18bis to the Articles of Association in regard to honorableness requirements and related causes of ineligibility and forfeiture of the members of the Board of Directors, with consequent amendment of Article 18.3. Resolutions related thereto.

Ordinary Session

1. Financial Statements at 31 December 2013; Reports of the Board of Directors, Board of Statutory Auditors and Independent Auditors. Resolutions related thereto. Presentation of the Consolidated Financial Statements at 31 December 2013.
2. Determination of the number of members of the Board of Directors.
3. Determination of the term of office of the Board of Directors.
4. Appointment of the members of the Board of Directors.
5. Appointment of the Chairman of the Board of Directors.
6. Determination of the remuneration of the Board of Directors.
7. Integration of the fees of the Independent Auditors for the financial year 2012.
8. Limits to the fees of Directors with delegated powers pursuant to Article 23-*bis* of Legislative Decree no. 201/2011.
9. Report on Remuneration: resolution pursuant to Article 123-*ter*, paragraph 6, of Legislative Decree no. 58/98.

For information concerning the corporate capital, the right to attend the Shareholders' Meeting and exercise the voting right (record date: 29 April 2014), the addition of items to the agenda and the submission of new motions, voting by proxy also by means of the Shareholders' Representative appointed by the Company, as well as the right to submit questions before the Shareholders' Meeting (not later than 6 May 2014), please refer to the integral version of this notice of call published on the Company's website at the address www.finmeccanica.com, in the "Meeting 2014" section.

In accordance with current law, the documents pertaining to the Shareholders' Meeting (also with regard to the provisions of Article 125-*quarter* of Legislative Decree No. 58/98), including the Board of Directors' explanatory reports on the Agenda items pursuant to Article 125-*ter* of Legislative Decree No. 58/98, are made available to the public within the terms provided by the existing provisions of law at the Company's registered office, at Borsa Italiana S.p.A. and on the Company's website www.finmeccanica.com, in the "Meeting 2014" section.

Rome, 28 March 2014

On behalf of the Board of Directors
The Chairman
(Giovanni De Gennaro)