

DECISION BY THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER OF

“FINMECCANICA - Società per azioni “

REPUBLIC OF ITALY

On the twenty seventh day of February in the year two thousand and nine

27 February 2009

Omissis

By virtues of the powers conferred upon him by the Board of Directors, Pier Francesco Guarguaglini, in his capacity as Chairman of the Board of Directors and Chief Executive Officer of FINMECCANICA Società per azioni, ... *Omissis* ..., has taken the decision to alter the text of Article 5.1 of the Articles of Association of the company to bring it into line with the resolution of 15 October 2008 by the Remuneration Committee to reduce the price of each of the shares still to be subscribed in relation to the capital increase voted by the Board of Directors on 21 April 2005 from Euro 14.00 to Euro 12.28.

The alteration concerns the final paragraph of article 5.1, and reads as follows:

Omissis

“Following the consolidation of the shares (as resolved by the General Meeting on 1 June 2005):

- the maximum number of shares to be issued in order to service the Stock Option Plan approved by the Extraordinary General Meeting of 16 May 2003 will be recalculated in the maximum amount of 7,500,000 ordinary shares with a nominal value of EUR 4.40 each;
- the maximum number of shares to be issued in return for the capital increase in order to service the Stock Option Plan approved by the Board of Directors on 21 April 2005 will be recalculated in the maximum amount of 3,734,570 new ordinary shares with a nominal value of EUR 4.40 each at a price of EUR 14.00 each, reduced to EUR 12.28 each pursuant to resolution adopted by the Remuneration Committee on 15 October 2008 with reference to the shares not yet subscribed.”.

This amendment will be included in the new text of the Articles of Association, which will be attached to the minutes of today’s Board Meeting which will resolve on the adjustment of Article 12.2 to bring it into line with the new legal deadline for the convening of the Shareholders’ Meeting to discuss the financial statements.

Omissis

Signed: Pier Francesco Guarguaglini

Ignazio de Franchis, Notary