
Finmeccanica: Ambassador Castellaneta appointed director

Assessment of the independence of its non-executive members

Finmeccanica would like to announce that the Italian Treasury, in agreement with the Industry Ministry, has appointed Ambassador Giovanni Castellaneta as director by decree of 22 July 2005, through its "special powers" granted by Law no. 474/1994. Mr. Castellaneta, who does not have voting rights in accordance with article 5.1ter of the company's articles of association, will work alongside the 11 members of the board appointed by the shareholders' meeting on 12 July 2005.

We would also like to announce that the Finmeccanica board of directors has carried out an assessment of the independence of its non-executive members, as required by the Code of Conduct for Listed Companies, in light of the information provided by the individuals concerned in relation to any applicable situations described in the Code.

As a result of this assessment, the board has judged that out of the ten non-executive directors, seven directors meet the requirement of independence pursuant to article 3.1 of the Code of Conduct. They are:

Piergiorgio Alberti
Franco Bonferroni
Maurizio de Tilla
Gian Luigi Lombardi Cerri
Ernesto Monti
Riccardo Varaldo
Guido Venturoni.

The board has judged that according to the criteria set out in the Code of Conduct, Dario Scannapieco, Roberto Petri and Paolo Vigevano cannot be considered independent, in virtue of their long-term or collaborative relations with the government, which holds a stake of around 33.98% in the company through the Italian Treasury.

The board of directors also reconvened the Committees—already set up in line with the provisions of the Code of Conduct—which currently consist of:

INTERNAL CONTROL COMMITTEE:

Ernesto Monti (Chairman)
Gian Luigi Lombardi Cerri
Piergiorgio Alberti
Maurizio de Tilla
all non-executive and independent.

REMUNERATION COMMITTEE:

Riccardo Varaldo (Chairman)
Ernesto Monti
Dario Scannapieco
Franco Bonferroni
all non-executive and mostly independent.

STRATEGY COMMITTEE:

Pier Francesco Guarguaglini (Chairman)
Giovanni Castellaneta
Guido Venturoni
Paolo Vigevano
Roberto Petri
Dario Scannapieco

Finmeccanica is Italy's leading high-tech company, operating in the design and manufacture of helicopters, aerostructures, satellites, space infrastructure, missiles and defence electronics. It plays a leading role in the European aerospace and defence industry, and participates in some of the biggest international programmes in the sector through well-established alliances with European and American partners. Finmeccanica also boasts significant manufacturing assets and skills in the transport, energy and IT sectors. The group is listed on the Milan stock exchange, and operates in Italy and abroad through 16 companies and 6 joint ventures. It employs around 51,000 staff in total. As part of its drive to maintain and build on its technological expertise, Finmeccanica spends the equivalent of over 16% of its revenues on research and development.