

Rome, 29 November 2007

Finmeccanica launches takeover bid for UK group Vega

Finmeccanica has announced that it plans a cash takeover bid of 280 pence per share for Vega Plc, a UK company listed on the London Stock Exchange operating in defence, aerospace and government services. The offer is worth a total of approximately GBP 61.6 million on a fully-diluted basis (around EUR 90 million).

The offer – which was considered fair and adequate by Vega's directors, who recommended unanimously that shareholders accept it, and also confirmed that they would irrevocably tender their shares in acceptance - is conditional upon sufficient acceptance of the offer as will allow Finmeccanica to buy more than 90% of Vega's shares, notwithstanding Finmeccanica's right to waive this condition if acceptance exceeds 50% of the share capital. The transaction is subject to the approval of the regulatory authorities as well as the undertaking, as has happened in the past for acquisitions of UK defence companies, of specific commitments with the UK authorities designed to protect national security.

Finmeccanica will fund the acquisition by drawing on available lines of credit, and intends to delist the company if at least 75% of Vega's share capital is tendered in acceptance. If acceptance totals at least 90% of the capital, it plans to exercise the squeeze-out option.

This acquisition will considerably strengthen Finmeccanica's presence in the UK market in defence electronics, one of the group's key sectors. Chairman and CEO Pier Francesco Guarguaglini commented: "This transaction is part of our international growth strategy, and further strengthens our ties with the UK Ministry of Defence. It has a strong strategic value, not only for the considerable opportunities it may offer to Finmeccanica group companies operating in defence electronics and aerospace, but also for the important activities that Vega carries out with the UK government, particularly in the defence and security sector".

Vega chiefly provides engineering and technology consulting services, as well as advanced solutions for simulation and training, particularly in the UK and Germany. The main programmes in which Vega is involved include Eurofighter, the Galileo system, NEC (Network Enable Capability) and Watchkeeper.

The offer of 280 pence reflects a premium of approximately:

- 27.3% over the closing price of 220 pence on 28 November 2007, the last trading day before the market began to speculate on a potential offer for Vega;
- 34.3% over the closing price on 29 October 2007, that is a month before the announcement.

The offer prospectus, with the terms and conditions, will be published shortly and in any case within 28 days from today's date.

UBS (financial) and Dewey & LeBoeuf (legal) acted as advisors to Finmeccanica in the operation.

This announcement does not constitute an offer or an invitation to purchase shares. The offer shall be made solely via the offer prospectus and the attached acceptance forms, which will contain the full terms and conditions of the offer, including details on how it may be accepted.