

Board of Director's report on the second item on the agenda of the ordinary part of the meeting.

Appointment of one Member of the Board of Directors.

Shareholders,

The resignation from the Board of Directors of Professor Ernesto Monti, effective from 28.2.2007, has made it necessary to appoint one Member of the Board.

At its meeting on 27.03.2007, the Board of Directors co-opted Professor Filippo Andreatta, whose term of office will expire at today's meeting pursuant to Article 2386 of the Italian Civil Code.

The Articles of Association state that the Shareholders' Meeting should appoint replacement directors based on the statutory majority and according to the procedures referred to in Article 18.5. In this specific case, it will not be possible to appoint a candidate pertaining to the same list as that to which the retiring director belonged, there being no remaining candidates on this list who have not previously been elected.

As such, we invite you to appoint a new Member of the Board of Directors, and to that end we propose confirming the appointment of Professor Filippo Andreatta until the expiry of the term of office of the current Board of Directors. Professor Andreatta's CV is attached to this report.

Should the Shareholders wish to propose the appointment of other candidates, these nominations may be submitted directly during the meeting and a declaration should be produced whereby the interested party accepts the nomination and certifies, under his/her own responsibility, that he/she is eligible and has no conflict of interest and that the requirements provided by current legislation have been met. Shareholders are reminded that, since Finmeccanica – Società per azioni is registered in the special section of the general list of "Financial Intermediary", as referred to in Article 113 of Legislative Decree No. 385 of 1 September 1993, the candidate must also comply with the integrity requirements provided by Decrees 516

and 517 of the Minister of the Treasury, Budget and Economic Planning of 30 December 1998.

To allow the Company to comply with the relevant duties of disclosure, a CV describing the personal and professional data of the candidate must also be submitted.

For the Board of Directors
The Chairman and Chief Executive Officer
(Pier Francesco Guarguaglini)

C.V. Prof. Filippo ANDREATTA

FILIPPO ANDREATTA

Born in Bologna on 12.07.1968. Professor of Political Science at Bologna University and Head of the International and Diplomatic Studies Programme of Forlì University, where he also teaches International Relationships, Strategic Studies and Compared Foreign Politics. He cochairs the course “The Future of European Foreign Policy” at John Hopkins University School of Advanced International Studies, Bologna Center.

Member, since 2005, of the Advisory Committee at the International Affairs Institute, “Transatlantic Relationships” project, he’s promoter and co-chairman of the Standing Group of International Relationships at the Italian Company of Political Science. Member of the Board of Directors at Alma Graduate School, he sits on scientific committees at a number of institutions. He conducts research and contributes regularly to journals and magazines.