

ORDINARY GENERAL MEETING
of FINMECCANICA – Societa' per azioni

In the year two thousand and nine on the twenty-nine of the month of April, at 10.30 a.m.

29th April 2009

Agenda

1. Annual Financial Statements for the year ended 31st December 2008; reports by the Board of Directors, Board of Statutory Auditors and Independent Auditors; related resolutions.
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The Ordinary General Meeting of the Shareholders of FINMECCANICA – Società per azioni:

- having read the Board of Director's report;
- having read the Board of Statutory Auditor's report;
- having viewed the financial statements for the year ended 31.12.2008;
- acknowledging the report of PricewaterhouseCoopers S.p.A.;

resolved

- to approve the Board of Director's report and the financial statements for the year ended 31 December 2008;

- to approve the recommendation made by the Board of Directors to allocate the profit of €116,090,359.83 as follows:

- €5,804,517.99, or 5% of the profit, to be appropriated to the legal reserve;
- €110,285,841.84 to be carried forward;

- to approve the recommendation made by the Board of Directors that up to €237,205,701.31 be allocated to Shareholders from retained earnings available for distribution in the form of a €0.41 dividend for each dividend share, including any shares relating to the exercise of subscription rights/purchase of own shares assigned under stock option plans.

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