

**MEETING OF THE BOARD OF DIRECTORS
OF THE COMPANY
FINMECCANICA – Società per azioni
ITALIAN REPUBLIC**
**In the year two thousand and seven, on the fourteen day of the month of June, at
4.10 p.m.**
14 June 2007

Amendments to the Articles of Association:

Omissis

The Board of Directors of Finmeccanica – Società per azioni, in recognition of:

- new provisions of the Italian Financial Services Act, introduced by Act No 262/2005 and Legislative Decree of 20 December 2006 no.303;
- amendments to Articles of Association adopted by Extraordinary Shareholders' Meeting on 30 May 2007;
- CONSOB resolution no.15915 of 3 May 2007, in force as of 16 May 2007;
- Article 24.1 of the Article of Association which, in accordance with Article 2365, paragraph 2 of Italian Civil Code, grants the Board of Directors the power to adopt resolutions on the adaptation of the Articles of Association following legislative changes;

resolved

I)

- to amend Article 28.3, paragraph 8 of the Articles of Association as follows:

“Without prejudice to the reasons for ineligibility provided by law, auditors may not be appointed, and if elected shall be dismissed from office upon the applicable legislation, if they hold the office of regular statutory auditor in five Italian issuers or if they hold in other companies tasks of administration and control exceeding the required limit provided by the same legislation”.

II)

- to amend Article 28.3 bis of the Articles of Association as follows:

“If for any reason whatsoever the appointment of one or more Regular Statutory Auditors or Alternate Statutory Auditors or additional members of the Board of Statutory Auditors cannot take place in accordance with that provided by the present article, the General Meeting shall adopt a resolution in accordance with the minority representation's principle”.

Omissis