

MEETING OF THE BOARD OF DIRECTORS

OF FINMECCANICA - SOCIETA' PER AZIONI

ITALIAN REPUBLIC

In the year two thousand and seven, on the twenty-first of November at quarter past four.

*Omissis*

Agenda

1. Financial transactions and consequent resolutions;

*Omissis*

The Board of Directors unanimously

resolves

to approve the proposal relating to the issuance of one or more bonds also concurrently, as part of the EMTN programme, reserved for institutional investors and to be placed by 31.12.2008 (thirty-first of December two thousand and eight) for a maximum total amount of €1.2 billion (one billion two hundred million) or the equivalent amount in a currency other than the Euro (neutralising the exchange rate risk through special currency swaps) and with a maximum term of 30 (thirty) years, granting a full mandate to the Chairman and Chief Executive Officer - with the power to sub-delegate said mandate - to implement this resolution with the widest powers, including the power to decide the amounts, terms and conditions, timing and characteristics of individual issuance(s), to identify financial intermediaries for the placement and to define

and underwrite all acts in any way connected or related to the transaction in question, including, without limitations, those relating to the listing, as well as to the optimisation of ancillary costs through the use of derivatives, where applicable.

In relation to the foregoing, the Board of Directors authorises the Chairman and Chief Executive Officer to approve and to make to this resolution such amendments, additions or deletions thereto as might be necessary for its registration in the Companies' Registrar.

*Omissis*

Signed: Pier Francesco Guarguaglini

Dr. Ignazio de Franchis Notary