On 28 July 2016, the Board of Leonardo - Finmeccanica – Società per azioni (hereinafter also “Leonardo” or the “Company”) was convened to resolve on the merger by incorporation of Sirio Panel S.p.A. into Leonardo.

Noted that:

- the Chairman verified the regularity of the meeting;
- the Company carried out all the formalities required by law and regulations as well as all the terms and conditions set forth by law and regulations are satisfied;
- the Board is vested with the power to adopt such resolution, in lieu of the Shareholders’ meeting, in accordance with art. 24.1 of the Corporate Bylaws and art. 2505 paragraph 2 of the Civil Code;

in accordance with art. 22.3 of the Company By-Laws, the Board

PASSED RESOLUTION

- to approve the merger by incorporation into Leonardo of Sirio Panel S.p.A., based on the provisions set forth by the relevant merger plan;

- to grant the necessary powers to the Chairman and the Chief Executive Officer and General Manager of Finmeccanica, each of them severally, to sign the act of merger and to perform whatever other acts or deeds are necessary for the implementation of such operation, and any other act in connection with or related to the foregoing.