

**ORDINARY SHAREHOLDERS' MEETING FINCANTIERI S.p.A.
9 June 2020**

FINCANTIERI S.p.A.

Registered office Via Genova No.1, Trieste
Share Capital EUR 862,980,725.70 - Fully paid up
VAT No. 00629440322

Tax Code and Venezia Giulia Business Registry No. 00397130584
Trieste Economic and Administrative Index No. 89063

***Individual proposal for resolution pursuant to Article 126-bis, paragraph 1, third sentence, of the
Legislative Decree No. 58 of 24 February 1998***

In relation to the items on the agenda of the Shareholders' Meeting of FINCANTIERI S.p.A. convened on 9 June 2020, regarding the appointment of the Board of Statutory Auditors of the Company for the 2020-2022 three-year period, on 15 May 2020 the shareholder CDP Industria S.p.A. submitted, together with the slate of candidates, pursuant to Article 126-*bis*, paragraph 1, third sentence, of the Legislative Decree No. 58 of 24 February 1998 ("TUF"), the following

PROPOSAL FOR RESOLUTION

Point 3.3 on the Shareholders' Meeting's agenda: "Determination of the remuneration of the Standing members of the Board of Statutory Auditors"

determination of the gross annual remuneration for the Chairman of the Board of Statutory Auditors as EUR 37,000 and the annual gross remuneration for each of the other Standing Auditors as EUR 26,000, in addition to the reimbursement of expenses incurred in the context of their office.

The whole document transmitted by CDP Industria S.p.A. along with the slate of candidates and related attachments, that was released in the ways and according to the terms laid down by the regulations in force, is available on the Company's website www.fincantieri.com in the section dealing with this Shareholders' Meeting ("*Ethics & Governance – Shareholders' Meeting – Shareholders' Meeting 2020 – Slates of candidates for the appointment of the Board of Statutory Auditors*").