

**ORDINARY SHAREHOLDERS' MEETING HELD ON 8 APRIL 2021**

**Summary account of the votes**

pursuant to article 125-*quater*, paragraph 2, of Legislative Decree No. 58 of 24 February 1998

**Item 1 of the agenda: Approval of the Financial Statements as at 31 December 2020. Presentation of the consolidated financial statements as at 31 December 2020 and the Statement of Non-Financial Information as at 31 December 2020, drawn up in accordance with Legislative Decree No. 254 of 30 December 2016. Reports by the Board of Directors, of the Board of Statutory Auditors and of the external auditors.**

Resolution: the Shareholders' Meeting resolved to approve the Financial Statements as at 31 December 2020 of FINCANTIERI S.p.A. that closed with a profit of EUR 963,328.57.

Shares present at the meeting - by proxy granted to the Appointed Representative - when the vote was opened No. 1,273,357,972 equal to 74.92% of the No. 1,699,651,360 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>No. Shares</b>	<b>%</b>
<b>In favour</b>	1,273,345,646	99.999%
<b>Against</b>	0	0.000%
<b>Abstentions</b>	12,326	0.001%
<b>No votes</b>	0	0.000%
<b>Total shares</b>	1,273,357,972	<b>100.000%</b>

**Item 2 of the agenda: Resolutions relating to the allocation of the profit for the 2020 financial year.**

Resolution: the Shareholders' Meeting resolved to allocate the net profit of Fincantieri for 2020, amounting to EUR 963,328.57, as follows:  
 - 5% of net profit to the legal reserve;  
 - the remaining part to the extraordinary reserve.

Shares present at the meeting - by proxy granted to the Appointed Representative - when the vote was opened No. 1,273,357,972 equal to 74.92% of the No. 1,699,651,360 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>No. Shares</b>	<b>%</b>
<b>In favour</b>	1,273,357,972	100.000%
<b>Against</b>	0	0.000%
<b>Abstentions</b>	0	0.000%
<b>No votes</b>	0	0.000%
<b>Total shares</b>	1,273,357,972	<b>100.000%</b>

**Item 3 of the agenda: Approval of the Performance Share Plan 2022-2024, drawn up in accordance with Article 114-bis of Legislative Decree No. 58 of 24 February 1998 and Article 84-bis of the Regulation issued by Consob with Resolution No. 11971 of 14 May 1999.**

Resolution: the Shareholders' Meeting resolved to approve the Performance Share Plan 2022-2024 for the persons who will be identified by the Board of Directors, under the terms and conditions illustrated in the information document prepared in accordance with Article 84-bis of the Regulation issued by Consob with Resolution No. 11971 of 14 May 1999.

Shares present at the meeting - by proxy granted to the Appointed Representative - when the vote was opened No. 1,273,357,972 equal to 74.92% of the No. 1,699,651,360 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>No. Shares</b>	<b>%</b>
<b>In favour</b>	1,270,288,193	99.759%
<b>Against</b>	3,069,779	0.241%
<b>Abstentions</b>	0	0.000%
<b>No votes</b>	0	0.000%
<b>Total shares</b>	1,273,357,972	<b>100.000%</b>

**Item 4 of the agenda: Approval to purchase and dispose of the Company's treasury shares after revoking the previous approval resolved at the Ordinary Shareholders' Meeting of 9 June 2020.**

Resolution: the Shareholders' Meeting resolved to revoke the resolution authorising the purchase and the disposal of treasury shares adopted by the Ordinary Shareholders' Meeting of 9 June 2020 and to authorise the Board of Directors to purchase, on one or more occasions, for a period of eighteen months from the date of this resolution, and to dispose, without time limits, of treasury shares, for the purposes and within the limits and conditions described in the Explanatory Report prepared pursuant to Article 73 of the Regulation issued by Consob with Resolution No. 11971 of 14 May 1999.

Shares present at the meeting - by proxy granted to the Appointed Representative - when the vote was opened No. 1,273,357,972 equal to 74.92% of the No. 1,699,651,360 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>No. Shares</b>	<b>%</b>
<b>In favour</b>	1,260,093,812	98.958%
<b>Against</b>	13,264,160	1.042%
<b>Abstentions</b>	0	0.000%
<b>No votes</b>	0	0.000%
<b>Total shares</b>	1,273,357,972	<b>100.000%</b>

**Item 5 of the agenda: Report on the policy regarding remuneration and fees paid according to Article 123-ter, paragraphs 3-bis and 6 of Legislative Decree No. 58 of 24 February 1998:**

**5.1 Binding resolution on the first section on the policy regarding remuneration prepared under Article 123-ter, paragraph 3, of Legislative Decree No. 58 of 24 February 1998;**

Resolution: the Shareholders' Meeting resolved to approve the first section of the Report, on the policy regarding remuneration, prepared under Article 123-ter, paragraph 3, of Legislative Decree No. 58 of 24 February 1998 and under Article 84-*quater* of the Regulation issued by Consob with resolution No. 11971 of 14 May 1999.

Shares present at the meeting - by proxy granted to the Appointed Representative - when the vote was opened No. 1,273,357,972 equal to 74.92% of the No. 1,699,651,360 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>No. Shares</b>	<b>%</b>
<b>In favour</b>	1,259,255,454	98.892%
<b>Against</b>	14,102,518	1.108%
<b>Abstentions</b>	0	0.000%
<b>No votes</b>	0	0.000%
<b>Total shares</b>	1,273,357,972	<b>100.000%</b>

**5.2 Non-binding resolution on the second section on fees paid prepared under Article 123-ter, paragraph 4, of Legislative Decree No. 58 of 24 February 1998.**

Resolution: the Shareholders' Meeting resolved to approve the second section of the Report, on fees paid, prepared under Article 123-ter, paragraph 4 of Legislative Decree No. 58 of 24 February 1998 and under Article 84-*quater* of the Regulation issued by Consob with resolution No. 11971 of 14 May 1999.

Shares present at the meeting - by proxy granted to the Appointed Representative - when the vote was opened No. 1,273,357,972 equal to 74.92% of the No. 1,699,651,360 shares representing the share capital.

The voting result was the following:

**Vote result**

	<b>No. Shares</b>	<b>%</b>
<b>In favour</b>	1,257,438,346	98.750%
<b>Against</b>	15,919,626	1.250%
<b>Abstentions</b>	0	0.000%
<b>No votes</b>	0	0.000%
<b>Total shares</b>	1,273,357,972	<b>100.000%</b>