





### Safe Harbor Statement

This Presentation contains certain forward-looking statements. Forward-looking statements concern future circumstances and results and other statements that are not historical facts, sometimes identified by the words "believes," "expects," "predicts," "intends," "projects," "plans," "estimates," "aims," "foresees," "anticipates," "targets," and similar expressions. The forward-looking statements contained in this Presentation, including assumptions, opinions and views of the Company or cited from third party sources, are solely opinions and forecasts reflecting current views with respect to future events and plans, estimates, projections and expectations which are uncertain and subject to risks. Market data used in this Presentation not attributed to a specific source are estimates of the Company and have not been independently verified. These statements are based on certain assumptions that, although reasonable at this time, may prove to be erroneous. By their nature, forward-looking statements involve a number of risks, uncertainties and assumptions that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. If certain risks and uncertainties materialize, or if certain underlying assumptions prove incorrect, Fincantieri may not be able to achieve its financial targets and strategic objectives. A multitude of factors which are in some cases beyond the Company's control can cause actual events to differ significantly from any anticipated development. Forward-looking statements contained in this Presentation regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. No one undertakes any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Market data used in this Presentation not attributed to a specific source are estimates of the Company and have not been independently verified. Forward-looking statements speak only as of the date of this Presentation and are subject to change without notice. No representations or warranties, express or implied, are given as to the achievement or reasonableness of, and no reliance should be placed on, any forward-looking statements, including (but not limited to) any projections, estimates, forecasts or targets contained herein.

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### Declaration of the Manager responsible for preparing financial reports

Pursuant to art. 154-BIS, par. 2, of the Unified Financial Act of February 24, 1998, the executive in charge of preparing the corporate accounting documents at Fincantieri, Carlo Gainelli, declares that the accounting information contained herein correspond to document results, books and accounting records.

The sea ahead

# FINCANTIERI

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Carnival Cruise Lines "ECO Notation" by Lloyd's Register for exceeding environmental standards

# FINCANTIERI

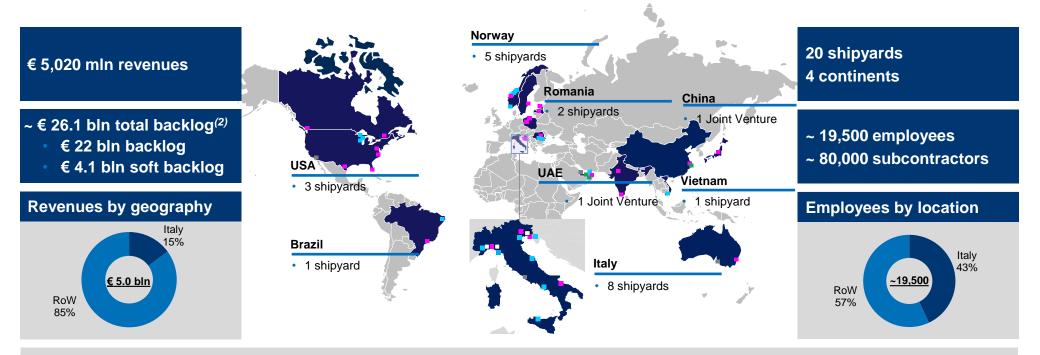
Section 1

Introduction



### Fincantieri at a glance

### #1 Western designer & shipbuilder<sup>(1)</sup> with 230 years of history & >7,000 ships built





Note: all figures reported at December 31, 2017

(1) By revenues, excluding naval contractors in the captive military segment. Based on Fincantieri estimates of shipbuilders' revenues in 2016
 (2) Sum of backlog and soft backlog; soft backlog represents the value of existing contract options and letters of intent as well as contracts in advanced negotiation, none of which yet reflected in the order backlog

Corporate/BU headquarters
 Shipyard Joint Venture
 Operating subsidiary
 Representative / Sales office

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# Business units, products and positioning

	End markets	Main products	Positioning	Revenues 2017 <sup>(4)</sup>	Backlog <sup>(5)</sup>	
Shipbuilding	Cruise	• All cruise ships (from contemporary to luxury)	<ul> <li>#1 worldwide (~45% market share<sup>(1)</sup>)</li> </ul>	€ 2,649 mIn (49.2% on total)		
	Naval	<ul> <li>All surface vessels (also stealth)</li> <li>Support &amp; Special vessels</li> <li>Submarines</li> </ul>	<ul> <li>Leader:         <ul> <li>#1 in Italy<sup>(2)</sup></li> <li>Key supplier for US Navy &amp; Coast Guard<sup>(3)</sup></li> <li>Key supplier for Qatar Emiri Naval Forces</li> </ul> </li> </ul>	<b>€ 1,212 mln</b> (22.5% on total)	€ 20,238 mln (58 ships)	
	Other	<ul> <li>High tech ferries</li> <li>Large mega-yachts</li> </ul>	<ul> <li>Leading player:         <ul> <li>High tech ferries</li> <li>Large mega-yachts</li> </ul> </li> </ul>	<b>€ 22 mln</b> (0.4% on total)		
Offshore		<ul> <li>OSV</li> <li>Offshore wind</li> <li>Orilling</li> <li>OPV</li> <li>units</li> <li>Expedition</li> <li>Fisheries/ aquaculture</li> <li>Special vessels</li> </ul>	<ul> <li>Leading player in high-end OSVs</li> </ul>	<b>€ 943 mln</b> (17.5% on total)	€ 1,418 mln (48 ships)	
Equipment Systems & Services		<ul> <li>Marine systems, components &amp; turnkey solutions</li> <li>Ship interiors</li> <li>Naval services</li> <li>Ship repairs &amp; conversions</li> </ul>	<ul> <li>Leading player worldwide</li> </ul>	<b>€ 558 mln</b> (10.4% on total)	€ 1,186 mln	
(1) By oceangoing cruise ships	> 10,000 gross tons ordered in t	he 2004 – june 2017 period (including VARD). Source:	(4) Breakdown calculated based on revenues gross of consolidati		NTIERI	

 By oceangoing cruise ships > 10,000 gross tons ordered in the 2004 – june 2017 period (including VARD). Source: Fincantieri analysis based on IHS Lloyd's Fairplay – Shippax data and Company press releases
 For all the large ships and excluding minesweepers and small ships below 45 m in length
 For medium size ships, e.g. patrol vessels and corvettes

(4) Breakdown calculated based on revenues gross of consolidation effects (5) At December 31, 2017

6

### Track record, clients and technological leadership



 Includes other products delivered by Naval business unit. Includes US subsidiaries pre Fincantieri acquisition, excluding 174 RB-M delivered since 2002, of which 28 in 2014 and 3 in 2015
 Includes other products delivered by Offshore business unit. Includes VARD and predecessor companies

(2) Includes other products delivered by Offshore business unit. Includes VARD and predecessor companies (3) Parent company of several brands: Carnival Cruise Lines, Costa Crociere, Cunard, Holland America Line, P&O Cruises, Princess Cruise Lines and Seabourn Cruise Lines

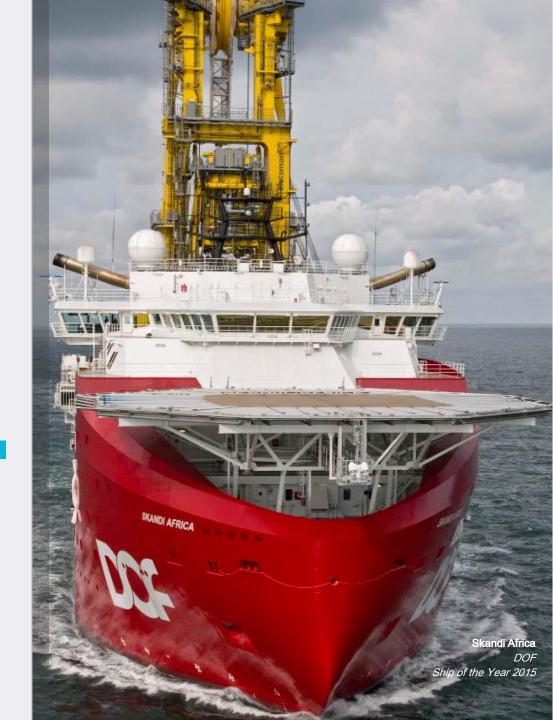
(4) Award instituted by the major Nordic shipping magazine Skipsrevyen
 (5) In terms of loading capacity (2011)
 (6) In terms of bollard pull at the date of construction (423 tons)

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# FINCANTIERI

Section 2

FY 2017 results



### FY 2017 Key Messages

- Results in line with Business Plan 2016-2020 targets
- Record-high revenues, exceeding € 5 billion (+13% vs FY 2016), EBITDA at € 341 million (+28% vs FY 2016), Adjusted Net Profit<sup>(1)</sup>
   of € 91 million (+52% vs FY 2016) and Profit for the year at € 53 million (279% vs FY 2016)
- Order intake at € 8.6 billion (+31% vs FY 2016), reconfirming the commercial effectiveness of the Group and the positive market environment. The important order for the new client Norwegian Cruise Line and the order for two new Seaside EVO cruise ships by MSC highlight the ability to attract new and retain existing clients
- Total backlog<sup>(2)</sup> in excess of € 26 billion, covering ~ 5 years of work if compared to revenues:
  - backlog at € 22 billion (+21%) with a portfolio of 106 units
  - soft backlog<sup>(3)</sup> at € 4.1 billion
- Sound operational performance in shipbuilding with 12 units delivered, of which 5 cruise ships (including MSC "Seaside", the first prototype unit for MSC Cruises)
- Net Debt at € 314 million (vs € 615 million in FY 2016)
- Signed a share purchase agreement for the acquisition of 50 % of the share capital of STX France
- Announced the delisting proposal for VARD
- Proposed Dividend payment of € 0.01 per share



(1) Net result before extraordinary and non recurring items

(2) Sum of backlog and soft backlog

<sup>3)</sup> Soft backlog which represents the value of existing contract options and letters of intent as well as contracts in advanced negotiation, none of which yet reflected in the order backlog

# FY 2017 main orders (1/2)

Orders acquired in Q4

	Vessel		Client	Delivery
		4 cruise ships	Norwegian Cruise Line	2022-2025
Shipbuilding		1 cruise ship	Holland America Line (Carnival Corporation)	2021
		1 cruise ship (sixth "Royal Princess" class vessel)	Princess Cruises (Carnival Corporation)	2022
		1 cruise ship	Silversea Cruises	2020
		2 cruise ships	Viking Ocean Cruises	2021-2022
		2 cruise ships	MSC Cruises	2021-2023
		Littoral Combat Ship "Freedom" (LCS 27)	US Navy	2020

# FY 2017 main orders (2/2)

Orders acquired in Q4

	Vessel		Client	Delivery
Offshore		1 krill fishing vessel	Aker BioMarine	2018
		1 live fish transportation vessel	Fjordlaks Aqua	2018
	REV	1 research expedition vessel	Rosellinis Four-10 (wholly-owned by the industrialist Kjell Inge Røkl	2020 (e)
		1 expedition cruise vessel	Coral Expeditions	2019
		2 Offshore Fish Farming Operation Platforms	Cermaq	2018
		7 Stern Trawlers	Bergur-Huginn, Utgerdarfelag Akureyringa, Gjögur, Skinney-Thinganes	2019
		1 Luxury Polar Expedition Cruise Vessel	Ponant	2021



# FY 2017 main deliveries (1/2)

Sł

Deliveries in Q4

	Vessel		Client	Delivery
		Cruise ship "Viking Sky"	Viking Ocean Cruises	Ancona
		Cruise ship "Majestic Princess"	Princess Cruises (Carnival Corporation)	Monfalcone
		Cruise ship "Silver Muse"	Silversea Cruises	Sestri Ponente
hinhuilding		FREMM "Rizzo"	Italian Navy	Muggiano
Shipbuilding		Submarine "Romeo Romei"	Italian Navy	Muggiano
		Cruise ship "Viking Sun"	Viking Ocean Cruises	Ancona
		Littoral Combat Ship "Little Rock" (LCS 9)	US Navy	Marinette
		Cruise ship "MSC Seaside"	MSC	Monfalcone



# FY 2017 main deliveries (2/2)

Deliveries in Q4

	Vessel		Client	Delivery
		OSCV "Skandi Buzios"	Techdof	Vard Søviknes
		OSCV "Far Superior"	Farstad	Vard Vung Tau
		OSCV "Skandi Vinland"	DOF	Vard Langsten
Offshore		2 Module Carrier Vessels	Kazmortransflot	Vard Braila
		6 Module Carrier Vessels	Topaz Energy and Marine	Vard Vung Tau Vard Tulcea
		1 LPG Carrier "Gilberto Freyre"	Transpetro	Vard Promar
		OSCV "Kreuz Challenger"	Kreuz Subsea	Vard Søviknes

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# **Overview of financial performance indicators**<sup>(1)</sup>

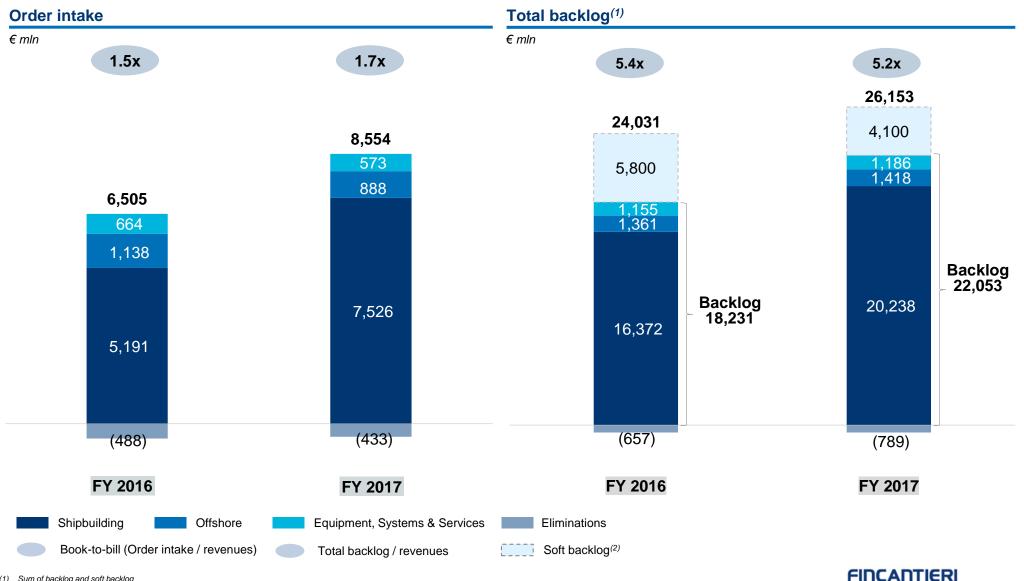
€ mln	FY 2015	FY 2016	FY 2017
Order intake	10,087	6,505	8,554
Total backlog	18,721	24,031	26,153
Of which backlog	15,721	18,231	22,053
Of which soft backlog	3,000	5,800	4,100
Revenues	4,183	4,429	5,020
EBITDA	(26)	267	341
As a % of revenues	-0.6%	6.0%	6.8%
EBIT	(137)	157	221
As a % of revenues	-3.3%	3.5%	4.4%
Net result before extr. and non recurring items <sup>(2)</sup>	(252)	60	91
Attributable to owners of the parent	(141)	66	95
Net result for the period	(289)	14	53
Attributable to owners of the parent	(175)	25	57
Net fixed assets	1,453	1,590	1,743
Net working capital <sup>(3)</sup>	251	265	(120)
Of which construction loans	(1,103)	(678)	(624)
Equity	1,266	1,241	1,309
Net financial position Net cash/ (Net debt)	(438)	(615)	(314)
Employees	20,019	19,181	19,545

(1) With the aim to provide a meaningful index to measure the Group financial results, the Group adopts an EBITDA definition which normalizes the trend of results over time, and increases the level of comparability of the same results by excluding the impact of non recurring and extraordinary operating items; for the same reason, the Group also monitors Net Income before non recurring and extraordinary items (both operating and financials)

(2) Excluding extraordinary and Non Recurring Items net of tax effect
 (3) Construction loans are accounted for in Net working capital, not Net financial position, as they are not general purpose loans and can be a source of financing only in connection with ship contracts

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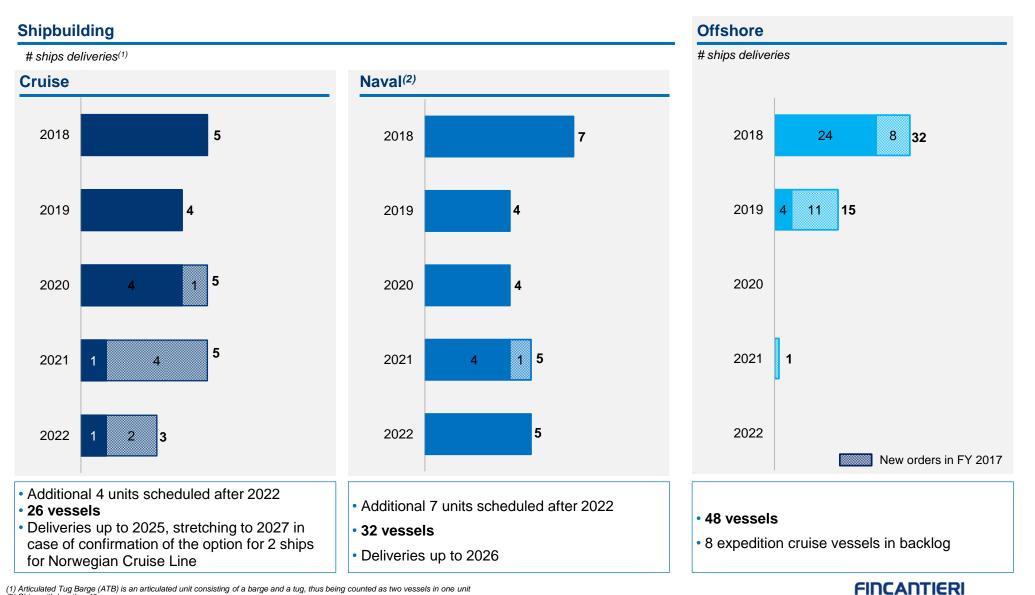
### Order intake and backlog – by segment



Sum of backlog and soft backlog (1)

(2) Soft backlog represents the value of existing contract options and letters of intent as well as contracts in advanced negotiation, none of which yet reflected in the order backlog The sea ahead

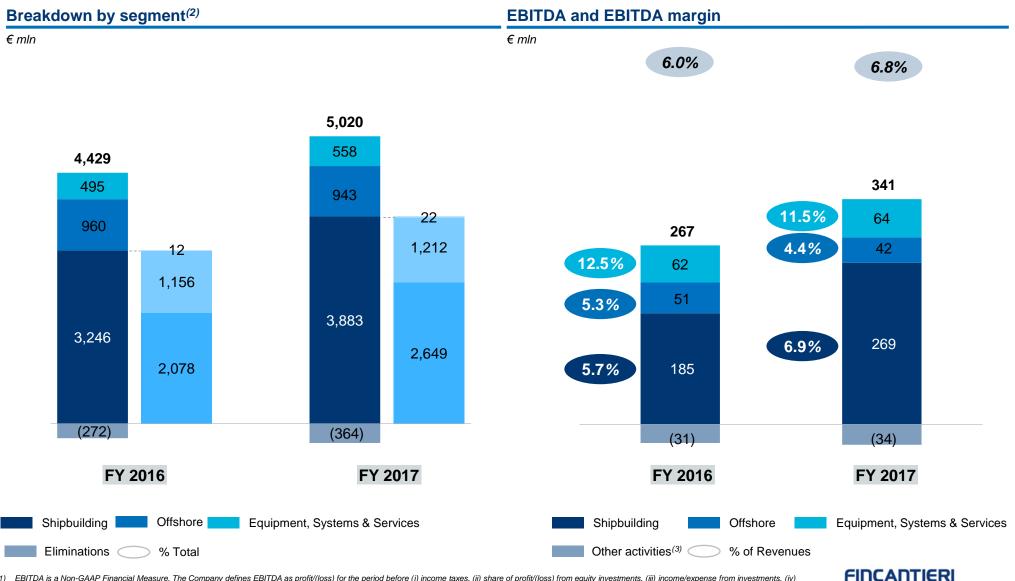
## **Backlog deployment**



(1) Articulated Tug Barge (ATB) is an articulated unit consisting of a barge and a tug, thus being counted as two vessels in one unit (2) Ships with length > 40 m

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### **Revenues and EBITDA**<sup>(1)</sup> – by segment



(1) EBITDA is a Non-GAAP Financial Measure. The Company defines EBITDA as profit/(loss) for the period before (i) income taxes, (ii) share of profit/(loss) from equity investments, (iii) income/expense from investments, (iv) finance costs, (v) finance income, (vi) depreciation and amortization, (vii) wages guarantee fund – Cassa Integrazione Guadagni, (viii) expenses for corporate restructuring, (ix) accruals to provision and cost of legal services for asbestos claims, (x) other non recurring items

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(2) Breakdown calculated on total revenues before eliminations

# Net working capital and net debt<sup>(1)</sup>

#### Breakdown by main components

Net debt

Net working capital	265	(120)
		(141)
charges	(126)	(141)
Provisions for risks &	(1,307)	(1,748)
Trade payables		
Construction loans	(678)	(624)
Other current assets and abilities	1,123 59	909
Trade receivables		
	604	648
Work in progress net of advances from customers	590	835
Inventories and advances to suppliers		
	FY 2016	FY 2017

#### Construction loans are committed working capital financing facilities, treated as part of Net working capital, not in Net financial position, as they are not general purpose loans and can be a source of financing only in connection with ship contracts

615

314

#### Comments

- Net working capital and net debt dynamics related to the production volumes in cruise and the cash-in of the final installments for delivered cruise ships and the advance payments received on new cruise and naval contracts
- Construction loans at € 624 mln (down
   € 54 mln vs FY 2016) of which € 574
   mln related to VARD and € 50 mln
   related to Fincantieri
- Most of the Group's debt is related to the financing of current assets associated with cruise ships construction and therefore consistent with net working capital changes

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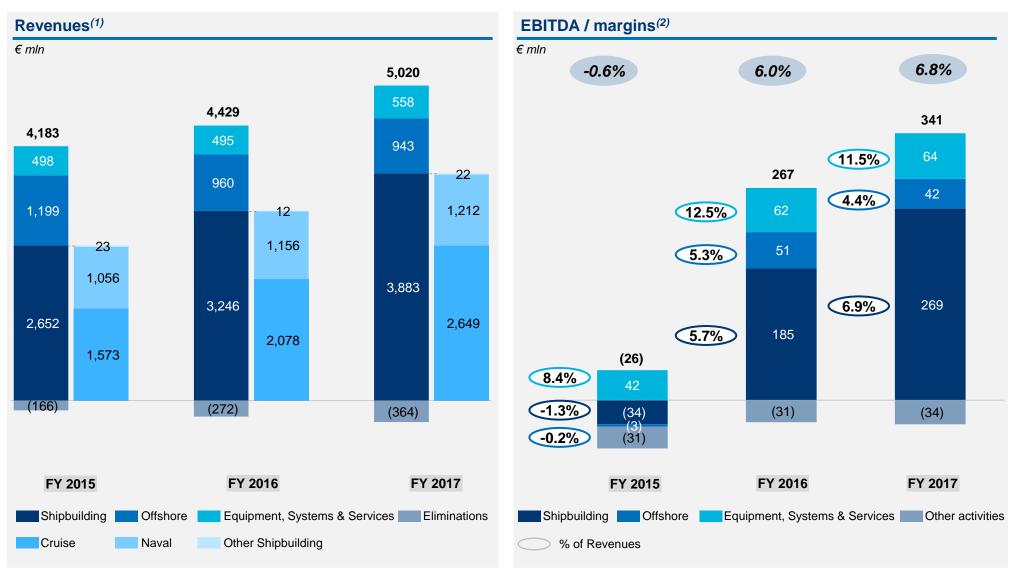
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Section 3

# Appendix Historical financial performance



### **Financial performance**

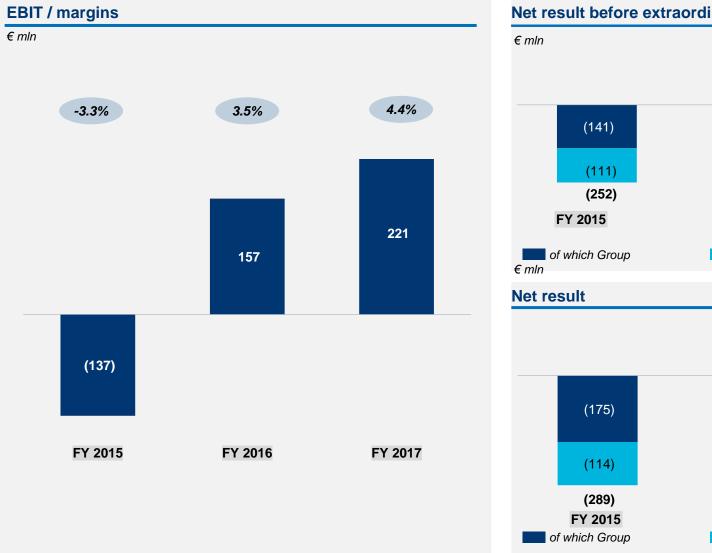


 Breakdown calculated gross of consolidation effects
 EBITDA is a Non-GAAP Financial Measure. The Company defines EBITDA as profit/(loss) for the period before (i) income taxes, (ii) share of Ebit Dra is a non-expression weasure. The Company defines Ebit Dra as plotin(Coss) non interpendo berore (1) income (asses), (n) share on profit)(Toss) from equity investments, (iii) income/express from investments, (iv) finance costs, (v) finance income, (vi) depreciation and amortization, (vii) extraordinary wages guarantee fund – Cassa Integrazione Guadegni Straordinaria, (viii) expresses for corporate restructuring and other non-recurring personnel costs, (iv) accruats to provision and cost of legal services for asbestos clamis, (x) other non recurring items. EBITDA breakdown are referred only to operating segments

(3) Including the release of orders risk fund referred to the provisions accrued at VARD business combination for expected losses on construction contracts in Brazil (€ 35 mln in 2014)

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### **Financial performance**



Net result before extraordinary and non recurring items<sup>(1)</sup>

60

66

(6)

FY 2016

14

25

(11)

FY 2016

of which minority interests

of which minority interests

(1) Extraordinary and non recurring costs net of tax effect amounted to € 37 mln in 2015, € 46 mln in FY 2016 and € 38 mln in FY 2017

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91

95

(4)

FY 2017

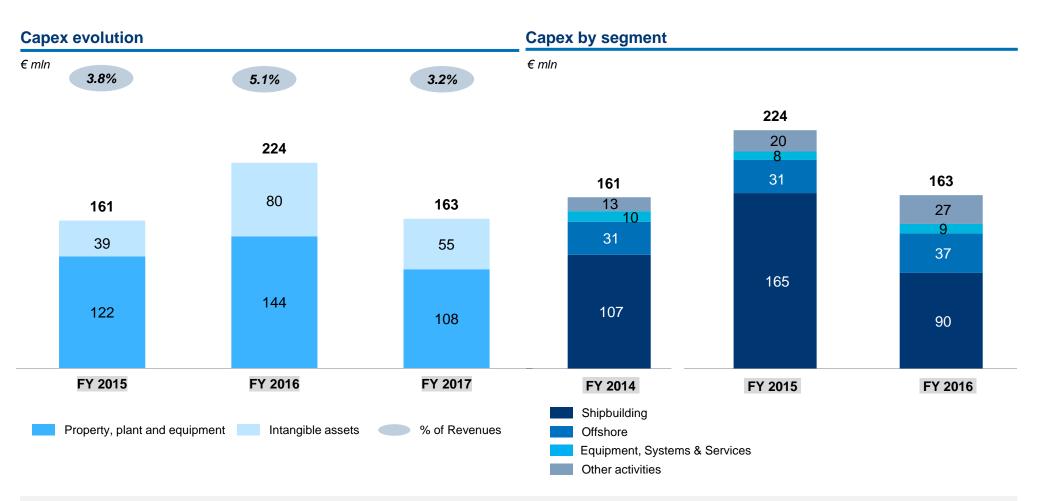
53

57

(4)

FY 2017

## Capex

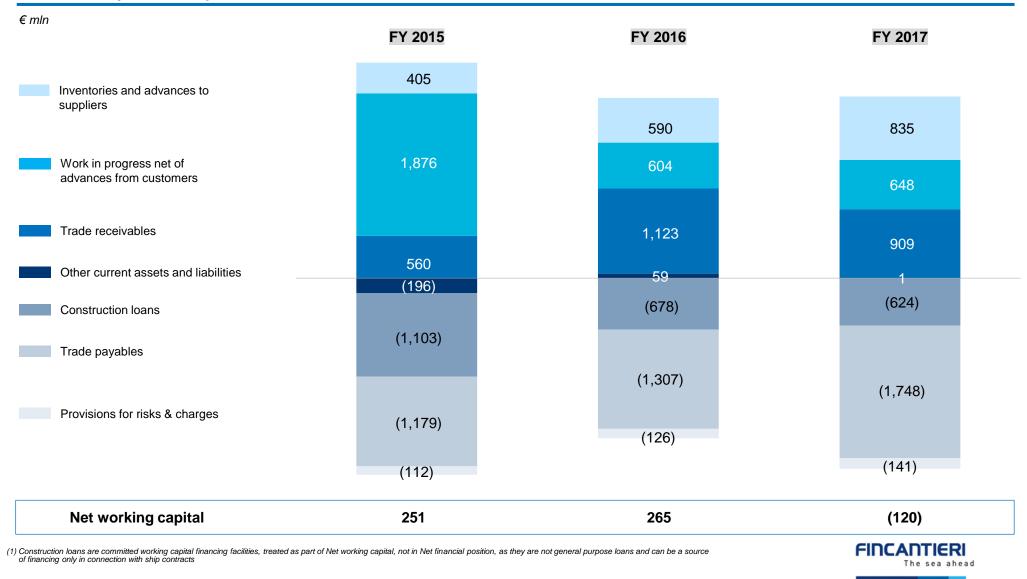


#### • 2015, 2016 and 2017 Capex mainly related to:

- Property, plant and equipment aimed at supporting the development of production volumes and improving safety conditions and compliance with environmental regulations within the production sites
- Intangible assets mainly related to the development of new technologies for cruise business and IT systems

## Net working capital<sup>(1)</sup>

#### Breakdown by main components

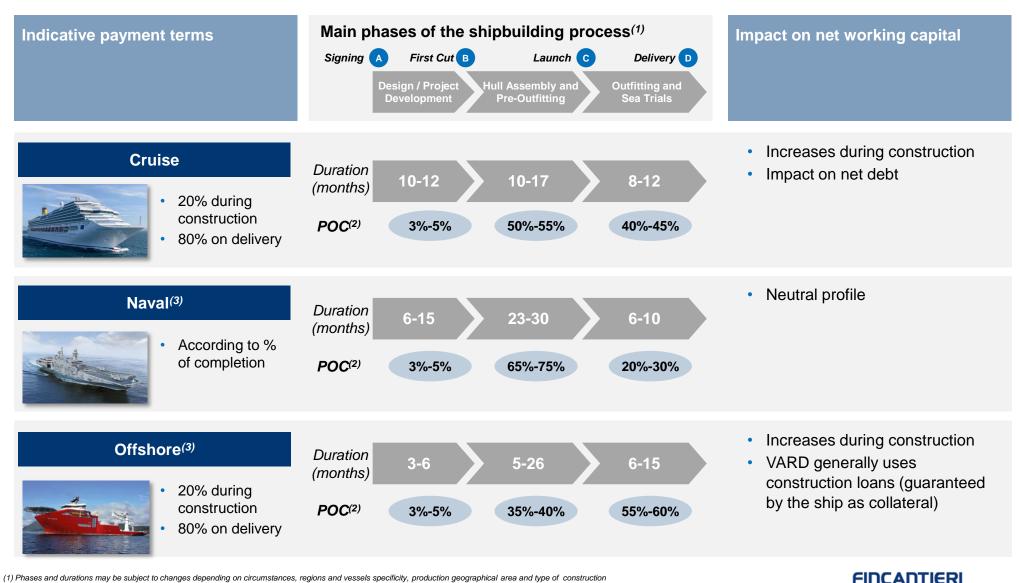


# Net financial position<sup>(1)</sup>

#### Breakdown by main components

mln – Net cash / (Net debt)	FY 2015	FY 2016	FY 2017
Non-current financial receivables			
Current financial receivables	113 53	115 33	123 35
Cash & cash equivalents	260	220	274
Short term financial liabilities	(263)	(453)	(482)
Long term financial liabilities	(601)	(530)	(264)
Net financial position	(438)	(615)	(314)
et financial position does not account for construction loans as they are not ge	neral purpose loans and can be a source of financing only in conr	ection with ship contracts	<b>FINCANTIERI</b>

## Working capital dynamics



(1) Phases and durations may be subject to changes depending on circumstances, regions and vessels specificity, production geographical area and type of construction (2) Percentage of Completion (3) Illustrative for fridates and support vessels

25

### **Profit & Loss and Cash flow statement**

Profit & Loss statement (€ mln)	FY 2015	FY 2016	FY 2017
Revenues	4,183	4,429	5,020
Materials, services and other costs	(3,337)	(3,291)	(3,742)
Personnel costs	(865)	(846)	(909)
Provisions <sup>(1)</sup>	(7)	(25)	(28)
EBITDA	(26)	267	341
Depreciation, amortization and impairment	(111)	(110)	(120)
EBIT	(137)	157	221
Finance income / (expense) <sup>(2)</sup>	(135)	(66)	(83)
Income / (expense) from investments	(3)	(10)	(5)
Income taxes <sup>(3)</sup>	23	(21)	(42)
Net result before extraordinary and non recurring items	(252)	60	91
Attributable to owners of the parent	(141)	66	95
Extraordinary and non recurring items <sup>(4)</sup>	(50)	(59)	(49)
Tax effect on extraordinary and non recurring items	13	13	11
Net result for the period	(289)	14	53
Attributable to owners of the parent	(175)	25	57
Cash flow statement (€ mln)	FY 2015	FY 2016	FY 2017
Beginning cash balance	552	260	220
Cash flow from operating activities	(287)	73	532
Cash flow from investing activities	(172)	(237)	(168)
Cash flow from financing activities	167	115	(299)
Net cash flow for the period	(292)	(49)	65
Exchange rate differences on beginning cash balance	-	9	(11)
Ending cash balance	260	220	274

(1) The line "Provisions and impairment" has been modified in "Provisions" and includes provisions and reversal for risks and writedowns. It excludes impairment of Intangible assets and Property, plant and equipment, which is included in "Depreciation, amortization and impairment" (previously "Depreciation and amortization"). This change had no effect on the comparative information. Includes interest expense on construction loans for, € 36 mln in FY 2015, €34 mln in FY 2016 and € 24 mln in FY 2017

(2)

(3) Excluding tax effect on extraordinary and non recurring items

(4) Extraordinary and non recurring items gross of tax effect

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# Net result before extraordinary and non recurring items<sup>(1)</sup>

Net result before extraordinary and non recurring items (€ mln)	FY 2015	FY 2016	FY 2017
A Net result before extraordinary and non recurring items <sup>(1)</sup>	(252)	60	91
Attributable to owners of the parent	(141)	66	95
B Extraordinary and non recurring items gross of tax effect	(50)	(59)	(49)
– Of which extraordinary wages	(3)	(1)	-
– Of which restructuring costs	(17)	(12)	(4)
– Of which asbestos claims	(30)	(27)	(39)
– Of which other non recurring items	-	(19)	(6)
Tax effect on extraordinary and non recurring items	13	13	11
C Net result for the period	(289)	14	53
A + B + C Attributable to owners of the parent	(175)	25	57

• Extraordinary wages - costs related to CIG (Cassa Integrazione Guadagni) for employees in temporary layoff

- Restructuring costs extraordinary costs, such as severance, related to workforce reduction under the Reorganization Plan in Italy and Vard
- Asbestos claims provisions or costs for asbestos related to claims by employees
- Other non recurring items mainly write-downs; in 2016 related to a provision for an ongoing litigation with a Mega Yacht owner

### **Balance sheet**

Balance sheet (€ mln)	FY 2015	FY 2016	FY 2017
Intangible assets	518	595	582
Property, plant and equipment	974	1,064	1,045
Investments	62	58	53
Other non-current assets and liabilities	(44)	(69)	122
Employee benefits	(57)	(58)	(59)
Net fixed assets	1,453	1,590	1,743
Inventories and advances	405	590	835
Construction contracts and advances from customers	1,876	604	648
Construction loans	(1,103)	(678)	(624)
Trade receivables	560	1,123	909
Trade payables	(1,179)	(1,307)	(1,748)
Provisions for risks and charges	(112)	(126)	(141)
Other current assets and liabilities	(196)	59	1
Net working capital	251	265	(120)
Assets held for sale including related liabilities	-	1	-
Net invested capital	1,704	1,856	1,623
Equity attributable to Group	1,137	1,086	1,237
Non-controlling interests in equity	129	155	72
Equity	1,266	1,241	1,309
Cash and cash equivalents	(260)	(220)	(274)
Current financial receivables	(53)	(33)	(35)
Non-current financial receivables	(113)	(115)	(123)
Short term financial liabilities	263	453	482
Long term financial liabilities	601	530	264
Net debt / (Net cash)	438	615	314
Sources of financing	1,704	1,856	1,623

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