FY 2020 RESULTS

February 26, 2021 www.fincantieri.com





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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, Felice Bonavolontà, declares that the accounting information contained herein correspond to document results, books and accounting records.







STRATEGIC OVERVIEW

SUMMARY & BUSINESS UPDATE

FINANCIAL RESULTS

OUTLOOK

APPENDIX





Strategic overview Resilience: let's start again from where we never stopped



Effective response to the COVID-19 pandemic with the paramount goal of protecting our people

Long-standing credibility and financial soundness have enabled us to keep our backlog and delivery schedule intact

Strong project management skills and system integrator capabilities have been applied to complex non-maritime projects



Improved sustainability ratings confirming our commitment to sustainable business: A- by CDP, Advanced by Vigeo, and 1st among 53 companies in the Mechanical Components and Equipment sector



SUMMARY & BUSINESS UPDATE





Executive summary

Ensuring employee health and safety and preserving backlog are our top priorities

Ready to get back on our growth path

- Succesfully managed to keep our people safe, with ~4% tested positive and 91% satisfaction expressed by our employees over the COVID-19 spread prevention measures
- Changing tack towards sustained growth in second half with our operational best practices and engineering capabilities fully preserved from the crisis
- No orders cancelled (total backlog at €35.7 bn at end FY2020), and production programmes successfully rescheduled
- 7 cruise ships successfully delivered as per the pre-pandemic schedule, 4 of which in the second half, 12 more ships in Naval and Offshore and Specialized Vessels

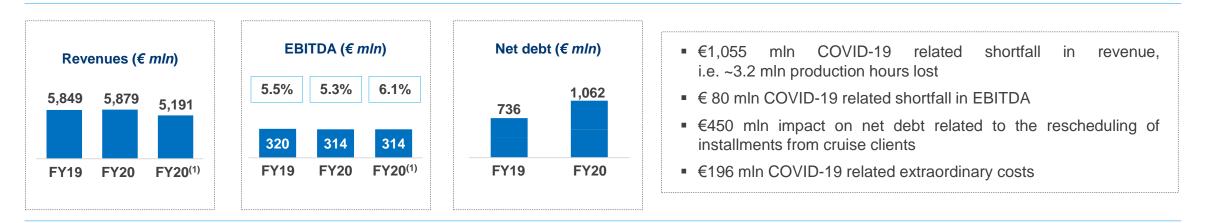
Strategic development

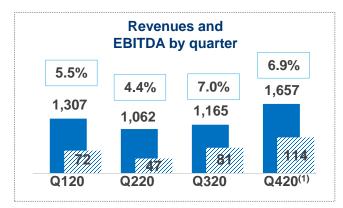
- New orders for €4.5 bn (18 new units), thanks to the excellent performance of the Naval and to the positive momentum of Wind Offshore
- Consolidation in the global defence industry, with significant national (frigates and submarines to the Italian Navy) and international orders (frigates for the US Navy, European Patrol Corvette project to Naviris)
- Expanding our strategic positioning in the infrastructure sector, through both organic and inorganic growth
- Fincantieri NextTech, Autostrade Tech, and IBM to deploy a new system for monitoring the Italian highway network



Executive summary

Solid FY results despite COVID-19 related shortfall in revenue of ~€1 bn and ~3.2 mln production hours





Strong Q4 results and sound funding capacity

- Q4 revenues +42% Q/Q and Q4 EBITDA +40% Q/Q (excluding the effect of pass-through activities) – Q4 EBITDA margin ~7.0% confirming our performance stability
- The production shortfall experienced throughout 2020 will be recovered in 2021 and 2022
- **Sound funding capacity**, with adequate liquidity and credit lines to deal with medium-term developments (~ €1.3 bn cash & cash equivalents and ~ €1.0 bn available credit lines, and no financial covenants)

Business update Continuous focus on strategic development

CRUISE	 7 cruise ships successfully delivered, 5 from the Italian shipyards and 2 from the Norwegian shipyards, testify the resilience of the cruise industry, that is firmly committed to a new restart
DEFENCE	 Outstanding commercial achievements in the Naval, both domestically and internationally, including 2 frigates and 2 submarines for the Italian Navy, the frigates for the US Navy, Naviris fully operating with 2 contracts signed with OCCAR in 2020 and an MoU with Navantia for the European Patrol Corvette ("EPC") project
OFFSHORE & Specialized Vessels	6 new important orders for the offshore wind and fishing industry, proving the effectiveness of the turnaround strategy aimed at driving VARD into a new path towards structural growth in sustainable businesses
EQUIPMENT, Systems, and Services	 Enhancing our expertise into high value-added and promising sectors, from infrastructures to complete accommodation: Fincantieri NexTech monitoring system for the highway network, acquisition of INSO and SOF, Marine Interiors to supply ≃2,800 cabins to the JV CSSC¹
SUSTAINABILITY	 Fincantieri among the companies leading the fight against climate change: A- rating up from B in 2019 by Carbon Disclosure Project (CDP), and confirmed in the "Advanced" range by Vigeo Eiris and 1/53 among its peers in the Mechanical Components and Equipment



New orders

Leveraging our solid track-record in the Naval, while expanding our presence in Wind Offshore

Segment	Vessel	Client	Expected Delivery
Shipbuilding	FFG(X) first-in-class frigate	US Navy	2026
	2 FREMM frigates ⁽¹⁾	Italian Navy	2025
	2 U212 NFS submarines ⁽¹⁾	Italian Navy	2027-2029
Offshore &	Fishing vessel	Framherij	2022
Specialized Vessels	Fishing vessel	Nergard Havfiske	2022
-	SOV for wind offshore	Ta San Shang Marine	2022
	Fishing vessel ⁽¹⁾	Luntos	2022
	8 Marine robotic vessels ⁽¹⁾	Ocean Infinity	2022-2023
	Cable-laying vessel for wind offshore ⁽¹⁾	Van Oord	2023

Our strong leadership position and solid track-record have enabled us to acquire as many as 18 new units throughout such a challenging year



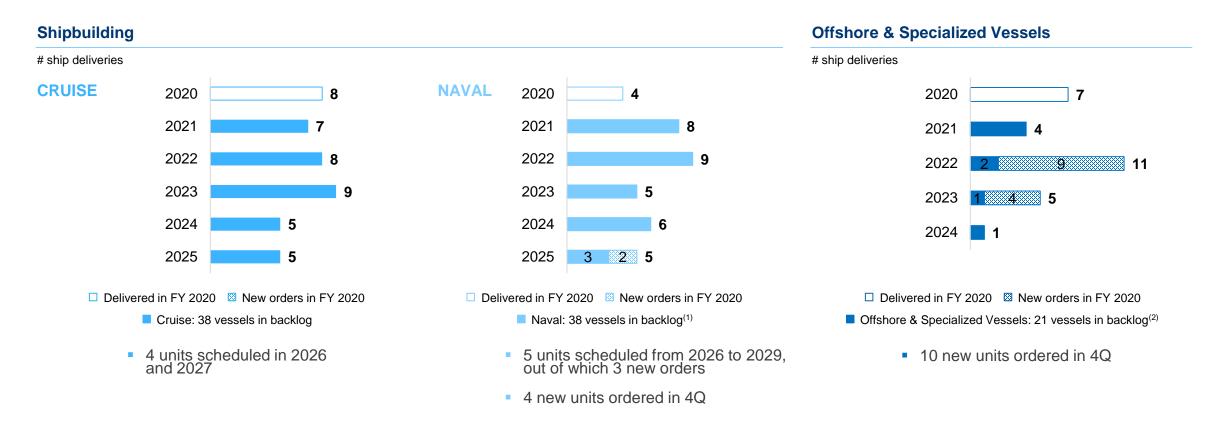
Main deliveries

7 cruise ships successfully delivered as per pre-pandemic schedule

The delivery of Enchanted Princess, our 100 th cruise ship, amid the pandemic, is an historic achievement				
Segment	Vessel	Client	Shipyard	
Shipbuilding	Cruise ship "Seven Seas Splendor"	Regent Seven Seas Cruises	Ancona	
	Cruise ship "Scarlet Lady"	Virgin Voyages	Genova	
	Littoral Combat Ship "St. Louis" (LCS 19)	US Navy	Wisconsin	
	Fishing vessel	Finnmark Havfiske	VARD Søviknes	
	Expedition cruise vessel "Le Bellot"	Ponant	VARD Søviknes	
	Cruise ship "Enchanted Princess"	Princess Cruises	Monfalcone	
	Ferry "Madonna"	Washington Island	Wisconsin	
	Expedition cruise vessel "Le J. Cartier"	Ponant	VARD Søviknes	
	Cruise ship "Silver Moon" ⁽¹⁾	Silversea Cruises	Ancona	
	Cruise ship "Costa Firenze" ⁽¹⁾	Costa Crociere	Marghera	
	FREMM frigate ⁽¹⁾	Egyptian Navy	La Spezia	
	Barge ⁽¹⁾	Van Enkevort	Wisconsin	
Offshore &	Fishing vessel	Nergard Havfiske	VARD Brattvåg	
Specialized Vessels	Offshore Subsea Construction Vessel (OSCV)	Island Offshore	VARD Brevik	
	2 Ferries	Boreal Sjø	VARD Langsten	
	Aqua	Remøybuen	VARD Langsten	
	Fishing vessel	Australian Longline Vessel	VARD Vung Tau	
	Open hatch container feeder ⁽¹⁾	Yara Norge	VARD Brattvåg	

Backlog deployment

Improved visibility up to 2029 in the Naval and 13 new units acquired in the Offshore & Specialized Vessels



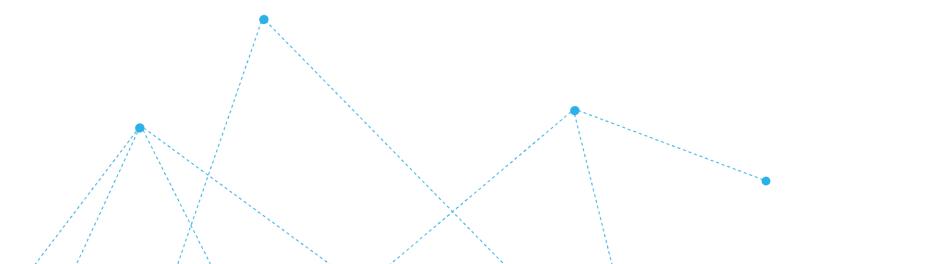
FY 2020: 19 units delivered, 18 new units, 97 ships in backlog and 116 ships including soft backlog

(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) Offshore & Specialized Vessels business generally has shorter production times and, as a consequence, shorter backlog and quicker order turnaround than Cruise and Naval



FINANCIAL RESULTS

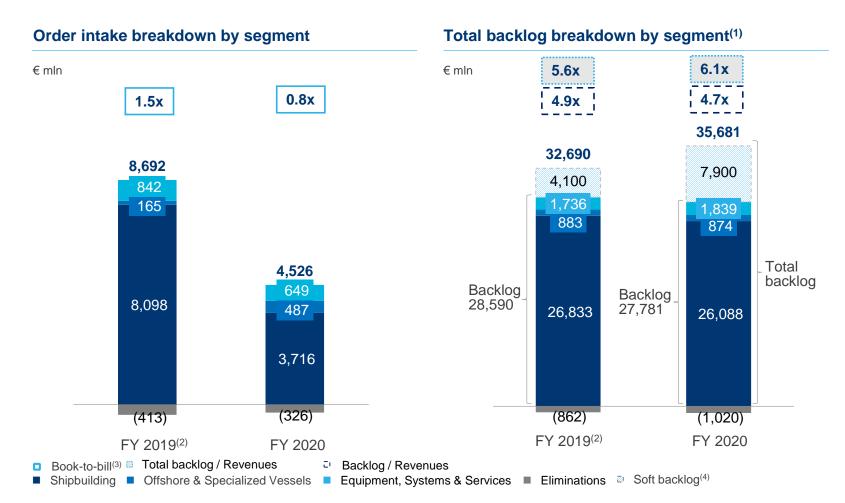






Order intake and backlog

Strong contribution from the Naval and significant recovery of the Offshore on Y/Y comparison



Order intake at €4.5 bn

- ~ €1.3 bn order for 2 submarines for the Italian Navy; ~US\$800 mln for the first FFG(X) frigate
- Offshore order intake ~3x FY2019

Robust soft backlog at €7.9 bn thanks to the long-term strategy of internationalization and diversification

Total backlog at €35.7 bn, approximately 6.1x 2019 revenues

(1) Total backlog is the sum of backlog and soft backlog

(2) Restated following the redefinition of operating segments

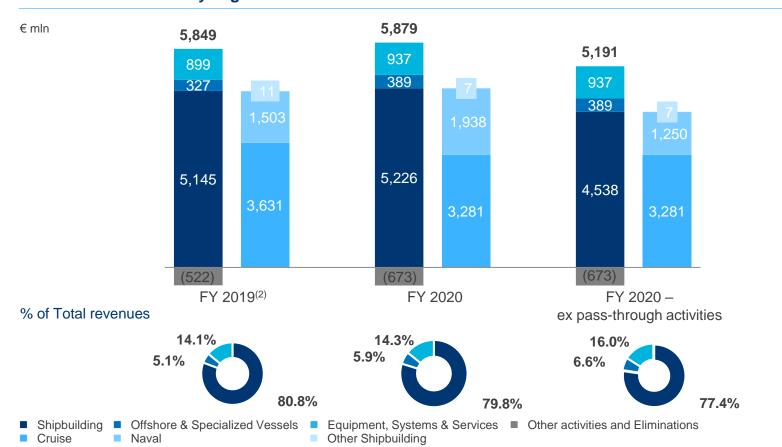
(3) Order intake/revenues

(4) 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



Revenues

Steady top line YoY despite the effect of €1,055 mln Covid-19 related shortfall in revenue



Revenues breakdown by segment⁽¹⁾

Steady top line YoY (+0.5%) including the effect of €690 mln pass-through activities (Naval), despite Covid-19 related revenue shortfall of €1,055 mln (~3.2 mln shortfall in production hours)

Revenue shortfall to be recovered in 2021-2022

- Shipbuilding: €909 mln COVID-19 related revenue shortfall and €41 mln negative EUR/NOK conversion
- Offshore & Specialized Vessels revenues up 19.0% YoY despite €26 mln negative effect from EUR/NOK conversion
- Equipment, Systems & Services: €222 mln COVID-19 related revenue shortfall

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The sea ahead

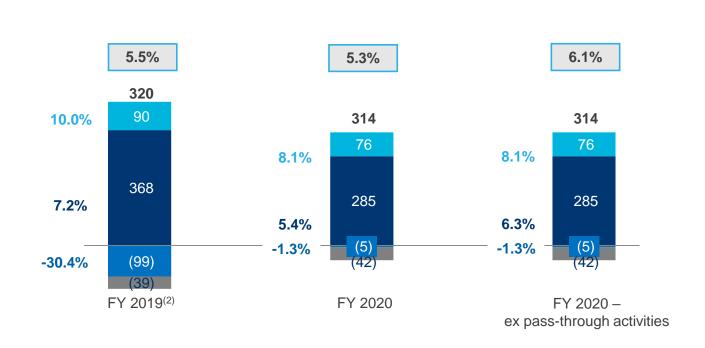
(1) Breakdown calculated before eliminations

(2) Restated following the reallocation of VARD Electro from the Offshore to the Shipbuilding segment

EBITDA Robust EBITDA despite €80 mln COVID-19 related EBITDA shortfall

EBITDA breakdown by segment⁽¹⁾

€ mln



EBITDA margin at 6.1% excluding pass-through activities

- €58 mln lost EBITDA contribution from Shipbuilding due to Covid-19
- Offshore & Specialized Vessels nearly at breakeven
- €22 mln lost EBITDA contribution from Equipment, Systems & Services due to Covid-19

EBITDA Margin as % of total revenues

Shipbuilding Offshore & Specialized Vessels Equipment, Systems & Services Other activities and Eliminations

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) expenses for corporate restructuring, (viii) accruals to provision and cost of legal services for asbestos claims, (ix) other non recurring items
 (a) provision and cost of legal services for asbestos claims, (ix) other non recurring items

(2) Restated following the reallocation of VARD Electro from Offshore to Shipbuilding



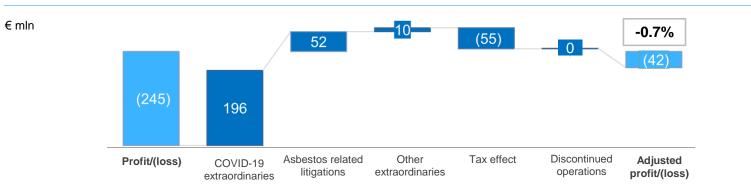
2020 performance by quarter Beyond COVID-19: our route towards recovery



- First half was heavily impacted by COVID-19
- COVID-19 related extraordinary costs have reduced throughout the year, with a clear path towards operational normalisation

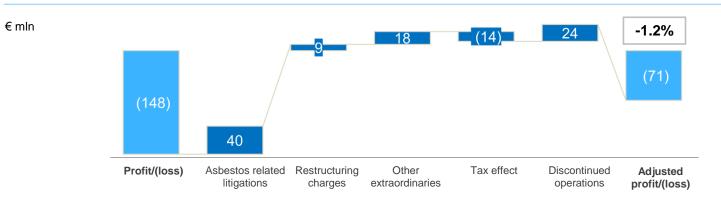
Net result

Impact from COVID-19 extraordinary costs, including reduced operating leverage after production halt



FY 2020 net result and adjusted net result⁽¹⁾

FY 2019 net result and adjusted net result⁽¹⁾



Attributable to owners of the parent Attributable to non-controlling interests Adjusted net income margin

(1) Net result before extraordinary and non-recurring items

Extraordinary and non-recurring items include:

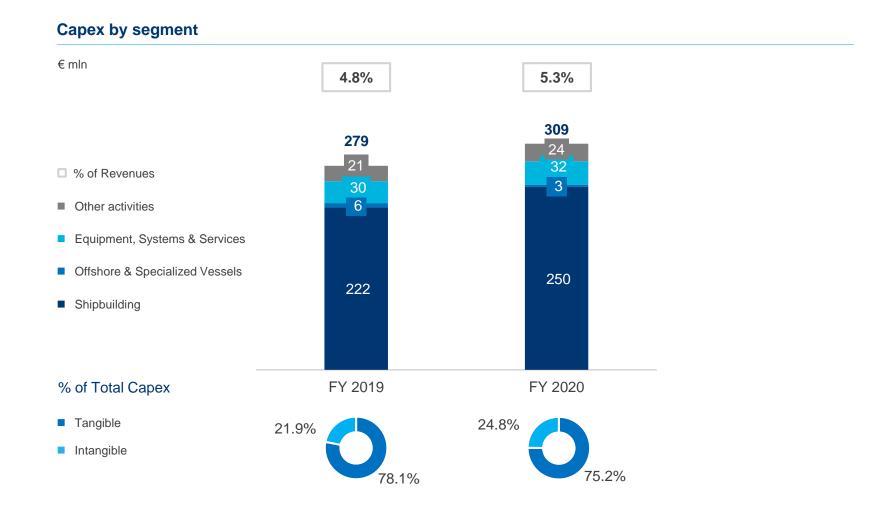
- €196 mln COVID-19 related costs
- €52 mln asbestos-related litigations

Negative minorities at €(5) mln in FY 2020 versus negative minorities at €(7) mln in FY 2019



Capex

Preserving our long-term capex program for enhancing technological innovation and scale up of US operations

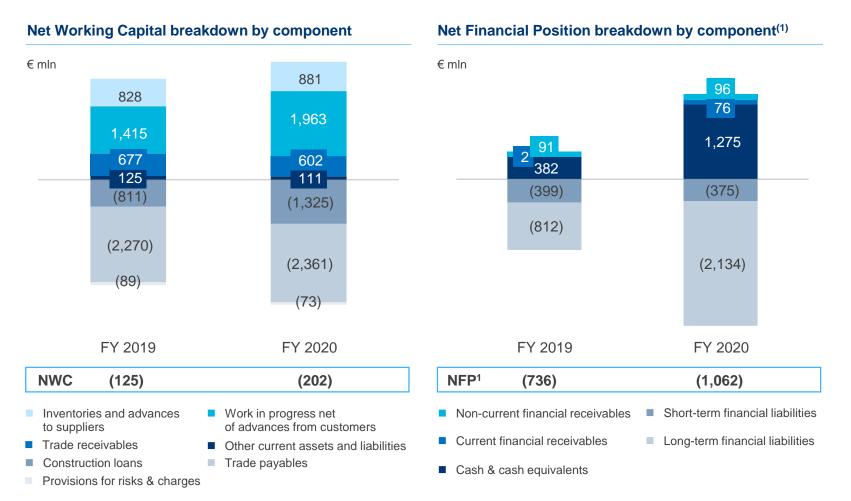


- Adjusting production capacity at Italian yards
- Improving general safety and environmental conditions
- Improving efficiency at Romanian shipyards
- Scale up of US operations for the FFG(X) program



Net working capital and net financial position

Improved quality of total debt q/q with greater reliance on construction loans

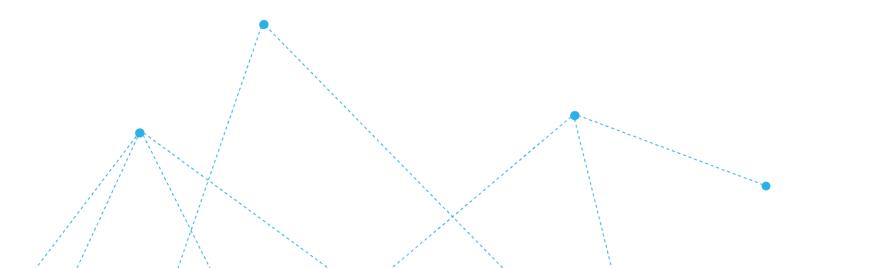


- Net financial position impacted by the postponed cash-in of cruise ship installments agreed with the shipowners (~ €450 mln)
- ~€360 mln q/q improvement of net financial position with greater reliance on construction loans
- Adequate liquidy position thanks to 2 cruise ships delivered in 4Q and €1.15 bn loan guaranteed by SACE
- No financial covenants

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



OUTLOOK







Focus on cruise

More efficient and eco-friendly fleets will make shipbuilding demand thrive

UPDATE ON OPERATIONS

- EU operations partially resumed, while US operations still voluntarily suspended
- The success of vaccination programs is key to industry recovery, with a phased-in return expected from 2H 2021
- All the major shipowners have confirmed that 2021 bookings remain within the historical range despite minimal advertising campaigns

CRUISE SENTIMENT⁽¹⁾

- 74% of cruisers are likely to cruise in the next few years
- 2 out of 3 cruisers are willing to cruise within a year
- 58% of international vacationers who have never cruised are likely to cruise in the next few years
- ~40-45%⁽²⁾ of customers have opted for future cruise credits as opposed to cash refunds
- Secular growth trend is still intact with expected strong pent-up demand in the aftermath of the pandemic

ENVISAGING AN INDUSTRY POST-PANDEMIC SCENARIO

- Disposal of older and less efficient vessels to capitalize on pent-up demand and compliance with stricter environmental regulations will drive demand for new orders in the medium-term
- Technological innovation may thrive in response to enhanced health and safety protocols and medical facilities required onboard

CLIA-Qualtrics Survey December 2020-4,000 International vacationers each, eight countries, U.S, Canada, Australia, UK, Germany, France, Italy and Spain
 Public sources from major shipowners



2021 Company outlook (1/2)

SHIPBUILDING

- Programmed production ramp-up in order to catch-up with the revenue shortfall in 2020
- Cruise: 5 ships to be delivered from Italy and 2 from Norway
- Naval: 5 vessels to be delivered from Italy and 3 from the US. Kick-off of the preliminary operations for the FFG(X) program

OFFSHORE & SPECIALIZED VESSELS

- Orders in line with 2020, with significant intake expected from wind offshore and fishery
- 4 vessels to be delivered in 2021, while pursuing margin recovery also through the diversification strategy

EQUIPMENT, SYSTEMS, AND SERVICES

Execution of the backlog, with strong focus on after-sale services (contracts for the Italian and the Qatari Navy); complete accommodation (cabins, bathrooms, and public halls); electronics, systems, and software (naval defence systems; monitoring and safety of critical infrastructures); and infrastructures (steel infrastructures, ports, and healthcare facilities)



2021 Company outlook (2/2)

Revenues ⁽¹⁾	€bn		
+25/3 5.2	30% 6.5 – 6.8	REVENUES	 Significant ramp-up expected with acceleration in production programmes and strong focus on the execution of the backlog, in view of the substantial program of deliveries
2020A <u>EBITDA margin⁽¹⁾</u>	2021E ~7.0%	EBITDA	 Return to profitability and margins embedded in the current backlog, thanks to fully preserved order portfolio and strong focus on execution
6.1% 2020A Net financial posit	2021E	NFP	 NFP was impacted by the rescheduling of installments of cruise clients The gap is expected to close starting from the end of 2021/beginning of 2022
~1.1 2020A	~1.1 2021E	SUSTAINABLE GROWTH AND SHAREHOLDER REMUNERATION	 Return to profit may lead to a resumption of a sustainable dividend distribution starting from 2022

(1) Excluding the effect of pass-through activities



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APPENDIX

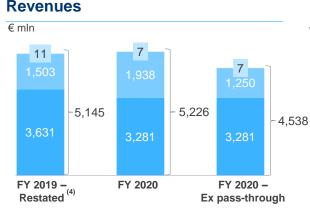




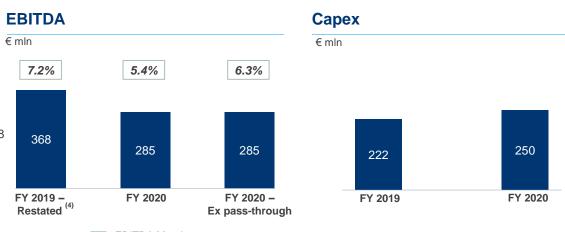
Financial overview – Shipbuilding

Orders, backlog and deliveries

- Orders: €3,716 mln (€8,098 mln in FY 2019 - Restated)
 - 1 guided-missile frigate⁽¹⁾
 - 2 FREMM frigates
 - 2 submarines
 - Design and engineering for the LUSV project
 - Lengthening project⁽²⁾ on 4 cruise ships
- Backlog: €26,088 mln (€26,833) mln in FY 2019 - Restated)
- Deliveries⁽³⁾:
 - 5 cruise ships
 - 1 Littoral Combat ship
 - 2 expedition cruise vessels -
 - 1 fishing vessel
 - 1 ferry and 1 barge
 - 1 FREMM frigate



- Naval Other Shipbuilding Cruise
- Revenues: ~€690 mln pass-through activities are included in FY 2020 Naval revenues.
- Covid-19 related revenue shortfall amounts to €909 mln. in consequence of the halt Italian operations



EBITDA Margin

- EBITDA: €285 mln
- EBITDA Margin (including passthough activities): 5.4%
- EBITDA Margin (excluding passthough activities): 6.3%
- Estimated shortfall in Shipbuilding EBITDA of €58 mln due to the slowdown of production activities
- VARD Cruise at break even

Capex: €250 mln

(1) First-in-class guided missile frigate of the "FFG(X)" program for the US Navy

(2) Lengthening project for Norwegian Cruise Line

(3) "Seven Seas Splendor" for Regent Seven Seas Cruises; "Scarlet Lady" for Virgin Voyages; "Enchanted Princess" for Princess Cruises; LCS 19 "St. Louis" for the US Navy; "Le Bellot" and "Le Jacques Cartier" for Ponant; fishing vessel for Finnmark Havfiske; ferry for Washington Island; 1 FREMM frigate for a foreign Navy

(4) Restated following the reallocation of VARD Electro from Offshore to Shipbuilding



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The sea ahead

Financial overview – Offshore & Specialized Vessels

Orders, backlog and deliveries

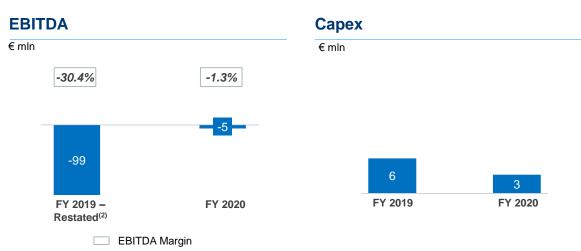
<u>Orders</u>: €487 mln (€165 mln in FY 2019 - Restated) including:

- 3 fishing vessels
- 1 SOV
- 1 cable-laying vessel
- 8 robotic vessels
- <u>Backlog</u>: €874 mln (€883 mln in FY 2019 – Restated)
- Deliveries⁽¹⁾:
 - 2 fishing vessel
 - 1 OSCV
 - 1 Aqua
 - 2 ferries
 - 1 open-hatch container feeder



Revenues

- <u>Revenues</u>: €389 mln, up 19% versus FY 2019, despite negative EUR/NOK conversion (€26 mln)
- Offshore & Specialized Vessels revenues represent 5.9% of total revenues (excluding pass-though activities)



■ <u>EBITDA</u>: €(5) mln with margin

<u>Capex</u>: €3 mln

(1) 1 fishing vessel for Nergard Havfiske and 1 for Australian Longline Vessel; 1 OSCV for Island Offshore XII Ship; 1 aqua for Remøbuyen; 2 ferries for Boreal Sjø

(2) Restated following the disposal of small fishery and aquaculture support vessels business and the closure of the Aukra yard, as well as the reallocation of VARD Electro from Offshore to Shipbuilding



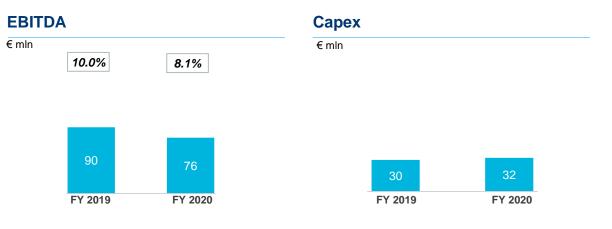
Financial overview – Equipment, Systems & Services

Orders, backlog and deliveries

- <u>Orders:</u> €649 mln vs €842 mln in FY 2019
- <u>Backlog</u>: €1,839 mln vs €1,736 mln in FY 2019

Revenues				
€mln				
			007	
	899		937	
	EV 2040		EV 2020	
	FY 2019		FY 2020	

- <u>Revenues</u>: €937 mln vs €899 mln in FY 2019
- ESS revenues represent 15.9% of total revenues
- Confirmed growth trend despite the negative impact of the production downtime, with estimated revenue shortfall of €22 mln



EBITDA: €76 mln with margin at

10.0%

EBITDA Margin

Capex: €32 mln



Financial overview – Profit & Loss and Cash flow statement

€ mln

	FY 2019	FY 2020	FY 2020 ⁽¹⁾
Revenues	5,849	5,879	5,191
Materials, services and other costs	(4.497)	(4,613)	(3,925)
Personnel costs	(996)	(917)	(917)
Provisions ⁽¹⁾	(36)	(35)	(35)
EBITDA	320	314	314
Depreciation, amortization and impairment	(167)	(166)	(166)
EBIT	153	148	148
Finance income / (expense)	(134)	(131)	-
Income / (expense) from investments	(3)	(13)	-
Income taxes ⁽²⁾	(87)	(46)	-
Adjusted Net result ⁽³⁾	(71)	(42)	-
Attributable to owners of the parent	(64)	(37)	-
Extraordinary and non recurring items ⁽⁴⁾	(67)	(258)	-
Tax effect on extraordinary and non recurring items	14	55	-
Net result from continued operations	(124)	(245)	-
Attributable to owners of the parent	(117)	(240)	-
Net result from discontinued operations	(24)	-	-
Net result for the period	(148)	(245)	-
Attributable to owners of the parent	(141)	(240)	-
	FY 2019	FY 2020	FY 2020
Beginning cash balance	677	382	-
Cash flow from operating activities	209	(14)	-
Cash flow from discontinued activities	(22)	-	-
Cash flow from investing activities	(322)	(376)	-
Cash flow from financing activities	(161)	1,291	-
Net cash flow for the period	(296)	901	-
Exchange rate differences on beginning cash balance	1	(8)	-
Ending cash balance	382	1,275	-



Financial overview – Balance sheet

€mln

	FY 2019	FY 2020
Intangible assets	654	629
Right-of-use asset	90	85
Property, plant and equipment	1,225	1,301
Investments	75	105
Other non-current assets and liabilities	(79)	(25)
Employee benefits	(60)	(60)
Net fixed assets	1,905	2,035
Inventories and advances	828	881
Construction contracts and advances from customers	1,415	1,963
Construction loans	(811)	(1,325)
Trade receivables	677	602
Trade payables	(2,270)	(2,361)
Provisions for risks and charges	(89)	(73)
Other current assets and liabilities	125	111
Net working capital	(125)	(202)
Assets held for sale including related liabilities	6	6
Net invested capital	1,786	1,839
Equity attributable to Group	1,019	762
Non-controlling interests in equity	31	15
Equity	1,050	777
Cash and cash equivalents	(382)	(1,276)
Current financial receivables	(2)	(75)
Non-current financial receivables	(91)	(96)
Short term financial liabilities	399	375
Long term financial liabilities	812	2,134
Net debt / (Net cash)	736	1,062
Sources of financing	1,786	1,839

