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Testo del comunicato

Vedi allegato.

Genoa, 13 May 2016

THE SHAREHOLDERS' MEETING APPROVES 2015 FINANCIAL STATEMENTS AND THE DIVIDEND DISTRIBUTION

APPOINTED THE NEW BOARD OF DIRECTORS

ALISTAIR DORMER CONFIRMED AS CHAIRMAN OF ANSALDO STS S.P.A.

- **Financial statements as at 31 December 2015 approved**
- **Distribution of dividend at EUR 0.18 per share approved**
- **First section of the Report on Remuneration, in accordance with art. 123-ter, of the TUF approved**
- **New Board of Directors appointed: Alistair Dormer confirmed as Chairman of the Board**

The ordinary Shareholders' Meeting of Ansaldo STS S.p.A. (STS.MI), held in Genoa today approved the Company's financial statements for the 2015, and also approved the Board of Directors' proposal to distribute a dividend of EUR 0.18 per share.

KEY ECONOMIC FIGURES FOR 2015

The order backlog is EUR **6,410.4** million compared to EUR 6,120.8 million in the previous financial year (**+4.7%**).

New orders in 2015 amount to EUR **1,336.0** million, compared to EUR 1,825.0 million in 2014 (**-26.8%**).

Revenue is EUR **1,383.8** million, compared to of EUR 1,303.5 million in the previous year (**+6.2%**).

Operating Income (EBIT) is EUR **135.8** million, an increase of **9.1%** compared to the value of EUR 124.5 million in 2014.

Return on sales (ROS) is **9.8%**, increased compared to 9.6% in the previous financial year.

Net profit is EUR **93.0** million, compared to EUR 80.7 million recorded in 2014, with an increase of **15.3%**.

The **net financial position (cash surplus)** at 31 December 2015 amounts to EUR **(338.7)** million, an increase of EUR **45.3** million (**+15.4%**), compared to EUR (293.4) million (cash surplus) recorded in 2014.

As regards the Parent Company Ansaldo STS S.p.A., has a net profit for 2015 of EUR **35.9** million (**5.0% of revenue**), compared to EUR 32.7 million in 2014 (4.7% of revenue).

ALLOCATION OF THE 2015 PROFIT

The ordinary Shareholders' Meeting approved the Board of Directors' proposal relating to the allocation of profit for the year, providing for the payment of a dividend of EUR 0.18, before taxes, on each outstanding share with dividend rights (i.e. on each share in circulation at the coupon date, excluding own shares held on that date). The total sum of dividend to be distributed – considering that, as of today, the Company doesn't hold own shares – is therefore EUR **36,000,000** which represents **36%** of the share capital, the entire net profit for the 2015 of Ansaldo STS S.p.A and Euro 99,113.38 as retained earnings for approximately 39% of the Group's consolidated profit for the 2015.

The dividend will be paid from 25 May 2016 (*payment date*), with 23 May 2016 being the ex-dividend date (coupon no. 14). In accordance with Article 83-*terdecies* of Legislative Decree no. 58 of 24 February 1998, the entitlement to the dividend payment is determined by referring to financial intermediary's accounts under Article 83-*quater*, paragraph 3 of Legislative Decree no. 58/98, at the close of business on 24 May 2016 (*record date*). No portion of the profits will be allocated to the Legal Reserve, as the current balance thereof amounts to EUR **20,000,000.00** equal to **20%** of the share capital, an amount representing the maximum amount allowed by Article 2430 of the Italian Civil Code.

The dividend per share value for 2015 is EUR **0.18**, compared with EUR 0.15 in the previous period.

REMUNERATION REPORT PURSUANT TO ARTICLE 123-TER, PARAGRAPH 6 OF LEGISLATIVE DECREE NO. 58/98

The ordinary Shareholders' Meeting resolved in favour of the first section of the Remuneration Report pursuant to Article 123-*ter*, paragraph 3 of Legislative Decree no. 58/98, which sets out the Company's policy on the remuneration of the directors, of the general manager and of the managers with strategic responsibilities, as well as the procedures used to adopt and implement such policy.

APPOINTMENT OF THE BOARD OF DIRECTORS

The ordinary Shareholders' Meeting appointed the Board of Directors that will remain in office until the Meeting to approve the 2018 financial statements.

The following members were appointed: Katharine Rosalind Painter, Alistair John Dormer, Andrew Thomas Barr, Katherine Jane Mingay, Mario Garraffo and Alberto de Benedictis (taken from the list submitted by the majority shareholder Hitachi Rail Italy Investment S.r.l.), Giuseppe Bivona, Rosa Cipriotti e Fabio Labruna (taken from the list jointly submitted by the minority shareholders Elliott Associates L.P., Elliot International L.P. and The Liverpool Limited Partnership). Mr. Alistair Dormer was confirmed as Chairman of the Board of Directors.

The Directors Katharine Rosalind Painter, Mario Garraffo, Alberto de Benedictis, Giuseppe Bivona, Rosa Cipriotti and Fabio Labruna have all certified that they meet the independence requirements under Article 148, paragraph 3, of the TUF (applicable in accordance with Article 147-ter, paragraph 4, of the TUF), the Corporate Governance Code adopted by Borsa Italiana S.p.A. and other applicable laws.

The Directors' *curriculum vitae* are available on the company's website at www.ansaldosts.com.

The summary report of all the votes will be made available on the Company's website at www.ansaldo-sts.com, pursuant to Article 125-quater of TUF, within the term of five days from the Shareholders' Meeting.

Roberto Carassai, the director responsible for drawing up the company's accounting statements, hereby declares, pursuant to article 154-bis, paragraph 2 of the Testo Unico della Finanza law, that the information contained in this press release accurately represents the figures contained in the Group's accounting records.

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