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Societa' : FINCANTIERI

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Informazione
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Diffusione presunta

Oggetto : FINCANTIERI Publication of the Annual
report 2020 and other documents for the
2021 Shareholders' Meeting

Testo del comunicato

Vedi allegato.

NOTICE OF PUBLICATION OF THE ANNUAL REPORT 2020, CONSOLIDATED NON-FINANCIAL STATEMENT AND OTHER DOCUMENTS FOR THE SHAREHOLDERS' MEETING ON APRIL 8, 2021

Trieste, March 16, 2021 – FINCANTIERI S.p.A. ("Fincantieri" or the "Company") informs that the Annual Report, containing Fincantieri Group Consolidated Financial Statements as at December 31, 2020, draft Financial Statements of Fincantieri as at December 31, 2020, Report on operations and the certifications pursuant to article 154-bis, paragraph 5 of the Legislative Decree No. 58 of February 24, 1998, as well as the Reports prepared by the external auditors and the Board of Statutory Auditors, are made available to the public at the Company's registered office, on the Company's website (www.fincantieri.com) in the sections "Investor Relations – Financial Statements" and "Ethics & Governance – Shareholders' Meeting – Shareholders' Meeting 2021" and on the website of the authorized storage mechanism "eMarket STORAGE" (www.emarketstorage.com).

The Statement of Non-Financial Information as at December 31, 2020, drafted in accordance with Legislative Decree No. 254 of December 30, 2016, the Report on Corporate Governance and Ownership Structure, drafted in accordance with article 123-bis of Legislative Decree No. 58 of February 24, 1998, the Report on the policy regarding remuneration and fees paid, drafted pursuant to article 123-ter of Legislative Decree No. 58 of February 24, 1998, are also made available to the public at the Company's registered office, on the Company's website (www.fincantieri.com) in the section "Ethics & Governance – Shareholders' Meeting – Shareholders' Meeting 2021" and on the website of the authorized storage mechanism "eMarket STORAGE" (www.emarketstorage.com).

The Company also informs that the Financial Statements and/or summary accounts of Fincantieri's subsidiaries and associates, as provided for by article 2429, paragraph 3 and 4, of the Italian Civil Code, and the accounting reports of the main Extra-UE subsidiaries drafted pursuant to article 15 of Consob "Market Regulation" No. 20249/2017 will be made available to the public, in accordance with laws and regulations in force.

The Company informs that, according to article 84-bis of Consob Regulation No.11971/1999 (the Issuers' Regulations), the tables containing information on the implementation status of the Performance Share Plan 2016-2018, approved by the Shareholders' Meeting of May 19, 2017, and the Performance Share Plan 2019-2021, approved by the Shareholders' Meeting of May 11, 2018, are published in the annex to this press release, drafted in accordance with diagram 7 of Annex 3A of the Issuers' Regulations. For information on the characteristics of the assigned instruments and

on the Performance Share Plans as a whole, please refer to the relevant informative documents available on the Company's website (www.fincantieri.com) in the sections "Ethics & Governance – Shareholders' Meeting archive – Shareholders' Meeting 2017" and "Ethics & Governance – Shareholders' Meeting archive – Shareholders' Meeting 2018"

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Fincantieri is one of the world's largest shipbuilding groups, global Italian leader in cruise ship design, reference player in all high-tech shipbuilding industry sectors, from naval to offshore vessels, from high-complexity ferries to mega yachts, as well as production of systems and component equipment for mechanical and electrical segments, from cruise ship interiors solutions, electronic and software systems, to infrastructures and maritime constructions, as well as after-sales services. With over 230 years of history and more than 7,000 ships built, Fincantieri maintains its know-how, expertise and management centres in Italy, here employing 10,000 workers and creating around 90,000 jobs, which double worldwide thanks to a production network of 18 shipyards operating in four continents and with over 20,000 employees. The Group's clients include the biggest cruise operators, being exclusive supplier for the Italian Navy and reference partner for the US Navy, as well as numerous foreign navies. Fincantieri also plays a key role in some of the main European defence companies within supranational programs. Fincantieri's main strategic leverage is expanding its competences and skills. This key element allows the company to successfully operate in its core business, as well as in different high value-added sectors and markets in terms of organizational structure, management of complexity, innovation, and sustainability.

www.fincantieri.com

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Name and surname or category	Office	CHART 1							
		Plan for the granting of shares free of charge – “Performance Share Plan 2016-2018” (1 st three-year Cycle 2016-2018, 2 nd three-year Cycle 2017-2019 and 3 rd three-year Cycle 2018-2020)							
		Section 1							
Shares relating to the plans, valid and approved on the basis of previous shareholders' meetings' resolutions									
		Date of the Shareholders' resolution ⁽¹⁾	Type of financial instrument	Number of shares held at the end of the previous financial year	Maximum number of Granted Shares	Grant Date	Share purchase price if applicable	Market price on Grant Date	Vesting Period
Giuseppe Bono	Chief Executive Officer FINCANTIERI S.p.A.	19 May 2017	FINCANTIERI S.p.A. shares	2,572,497	2,909,305 1 st CYCLE (2016-2018)	15 December 2016	0.928	0.4245	- (2)
				1,111,586	1,190,132 2 nd CYCLE (2017-2019)	25 July 2017	0.6175	1.0377	- (2)
				0	919,788 3 rd CYCLE (2018-2020)	22 June 2018	N.A.	1.3427	- (2)
Alberto Maestrini	General Manager FINCANTIERI S.p.A.	19 May 2017	FINCANTIERI S.p.A. shares	497,719	562,884 1 st CYCLE (2016-2018)	15 December 2016	0.928	0.4245	- (2)
				267,720	286,638 2 nd CYCLE (2017-2019)	25 July 2017	0.6175	1.0377	- (2)
				0	266,314 3 rd CYCLE (2018-2020)	22 June 2018	N.A.	1.3427	- (2)
5 Executives with Strategic Responsibilities in FINCANTIERI S.p.A.	19 May 2017	FINCANTIERI S.p.A. shares	1,632,453	1,340,007 1 st CYCLE (2016-2018)	15 December 2016	0.928	0.4245	- (2)	
8 Executives with Strategic Responsibilities in FINCANTIERI S.p.A.			351,057	1,078,520 2 nd CYCLE (2017-2019)	25 July 2017	0.6175	1.0377	- (2)	
8 Executives with Strategic Responsibilities in FINCANTIERI S.p.A.			0	978,784 3 rd CYCLE (2018-2020)	22 June 2018	N.A.	1.3427	- (2)	
7 Key Executives in FINCANTIERI S.p.A.	19 May 2017	FINCANTIERI S.p.A. shares	2,061,848	1,818,359 1 st CYCLE (2016-2018)	15 December 2016	0.928	0.4245	- (2)	
14 Key Executives in FINCANTIERI S.p.A.			785,057	1,313,867 2 nd CYCLE (2017-2019)	25 July 2017	0.6175	1.0377	- (2)	
14 Key Executives in FINCANTIERI S.p.A.			0	1,154,068 3 rd CYCLE (2018-2020)	22 June 2018	N.A.	1.3427	- (2)	
33 Other key resources in FINCANTIERI S.p.A.	19 May 2017	FINCANTIERI S.p.A. shares	3,340,270	5,201,453 1 st CYCLE (2016-2018)	15 December 2016	0.928	0.4245	- (2)	
26 Other key resources in FINCANTIERI S.p.A.			2,306,930	1,552,761 2 nd CYCLE (2017-2019)	25 July 2017	0.6175	1.0377	- (2)	
26 Other key resources in FINCANTIERI S.p.A.			0	1,375,132 3 rd CYCLE (2018-2020)	22 June 2018	N.A.	1.3427	- (2)	

⁽¹⁾ The date refers to the Shareholders' Meeting called to approve the Plan.

⁽²⁾ Pursuant to the Plan, the Vesting Period is the period that runs between the Entitlements Grant Date and the Date of Allotment of Shares to the Beneficiaries. That period is approximately three years but can be longer depending on the actual Allotment Date and Grant of the Shares with reference to each Plan Cycle.

		CHART 1							
		Plan for the granting of shares free of charge – “Performance Share Plan 2019-2021” (1st three-year Cycle 2019-2021 and 2nd three-year Cycle 2020-2022) ⁽¹⁾							
		Section 2							
		Shares relating to the plans, valid and approved on the basis of previous shareholders' meetings' resolutions							
Name and surname or category	Office	Date of the Shareholders' resolution ⁽²⁾	Type of financial instrument	Number of shares held at the end of the previous financial year	Maximum number of Granted Shares	Grant Date ⁽³⁾	Share purchase price if applicable	Market price on Grant Date	Vesting Period
<u>Giuseppe Bono</u>	<u>Chief Executive Officer</u> <u>FINCANTIERI S.p.A.</u>	11 May 2018	FINCANTIERI S.p.A. shares	0 ⁽⁴⁾	1,623,328 1 st cycle (2019-2021)	24 July 2019	N.A.	1.0095	- ⁽⁵⁾
				0 ⁽⁴⁾	2,742,973 2 nd cycle (2020-2022)	by 31 July 2020	N.A.	0.6119	- ⁽⁵⁾
<u>Alberto Maestrini</u>	<u>General Manager</u> <u>FINCANTIERI S.p.A.</u>	11 May 2018	FINCANTIERI S.p.A. shares	0 ⁽⁴⁾	602,395 1 st cycle (2019-2021)	24 July 2019	N.A.	1.0095	- ⁽⁵⁾
<u>8 Executives with Strategic Responsibilities</u> <u>in FINCANTIERI S.p.A.</u>		11 May 2018	FINCANTIERI S.p.A. shares	0 ⁽⁴⁾	1,614,351 1 st cycle (2019-2021)	24 July 2019	N.A.	1.0095	- ⁽⁵⁾
<u>8 Executives with Strategic Responsibilities</u> <u>in FINCANTIERI S.p.A.</u>				0 ⁽⁴⁾	4,257,038 2 nd cycle (2020-2022)	by 31 July 2020	N.A.	0.6119	- ⁽⁵⁾
<u>14 Key Executives</u> <u>in FINCANTIERI S.p.A.</u>		11 May 2018	FINCANTIERI S.p.A. shares	0 ⁽⁴⁾	2,613,969 1 st cycle (2019-2021)	24 July 2019	N.A.	1.0095	- ⁽⁵⁾
<u>12 Key Executives</u> <u>in FINCANTIERI S.p.A.</u>				0 ⁽⁴⁾	3,614,269 2 nd cycle (2020-2022)	by 31 July 2020	N.A.	0.6119	- ⁽⁵⁾
<u>41 Other key resources</u> <u>in FINCANTIERI S.p.A.</u>		11 May 2018	FINCANTIERI S.p.A. shares	0 ⁽⁴⁾	3,810,367 1 st cycle (2019-2021)	24 July 2019	N.A.	1.0095	- ⁽⁵⁾
<u>44 Other key resources</u> <u>in FINCANTIERI S.p.A.</u>				0 ⁽⁴⁾	6,086,463 2 nd cycle (2020-2022)	by 31 July 2020	N.A.	0.6119	- ⁽⁵⁾

⁽¹⁾ The information on the 3rd Plan Cycle will be provided in compliance with the procedures and within the period specified in Article 84-bis (5)(A) of the Issuers' Regulations and, in any event, in the regulations from time to time in force.

⁽²⁾ The date refers to the Shareholders' Meeting called to approve the Plan.

⁽³⁾ With reference to the and 3rd cycle of the Plan, the Grant is envisaged to take place by 31 July 2021.

⁽⁴⁾ No valid shares, related to the plans approved on the basis of the 11 May 2018 Shareholders' Meetings resolutions, are held. For the other shareholdings see the Table in Section III of the Remuneration on the policy regarding remuneration and fees paid.

⁽⁵⁾ Pursuant to the Plan, the Vesting Period is the period that runs between the Entitlements Grant Date and the Date of Allotment of Shares to the Beneficiaries. That period is approximately three years but can be longer depending on the actual Allotment Date and Grant of the Shares with reference to each Plan Cycle.

Fine Comunicato n.1616-12

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