

RESOLUTIONS OF MAIRE TECNIMONT'S BOARD

- **Powers granted to Chairman Fabrizio Di Amato**
- **Pierroberto Folgiero confirmed as Chief Executive Officer and General Manager and relevant powers granted**
- **The Board's internal Committees and the new Supervisory Body have been appointed**

Milan, 27 April 2016 - The Board of Directors of Maire Tecnimont SpA met today at the end of the Shareholders' Meeting and took note of the confirmation of **Fabrizio Di Amato** as **Chairman of the Board of Directors**, conferring upon him, in addition to the powers under the law and the Articles of Association, certain powers including, among others, institutional and external relations and the supervision of the implementation of the strategic plans approved by the Board of Directors. The Board of Directors confirmed **Pierroberto Folgiero** as **CEO and General Manager**, granting him the executive powers of attorney in order to manage and coordinate the Group's activities, in his capacity as the officer responsible for the Company's management. Pierroberto Folgiero was also confirmed as Director in charge of the internal audit and risk management system.

The Board of Directors has also determined, on the basis of available information and the statements made by those involved, and confirmed the existence of the requirements for independence under the law and the Code of Corporate Governance for listed companies (the "Code"), for the following Directors: Gabriella Chersicla, Vittoria Giustiniani, Andrea Pellegrini, Patrizia Riva and Maurizia Squinzi. The Board of Statutory Auditors also met today following the Shareholders' Meeting that appointed it, and has verified that its members Francesco Fallacara, Giorgio Loli and Antonia Di Bella meet the independence requirements laid down by the law and the Code.

The Board of Directors has also confirmed Independent Director **Gabriella Chersicla** as the **Lead Independent Director**.

Therefore, the Board of Directors of Maire Tecnimont S.p.A., which will remain in office until the approval of the financial statements as at 31 December 2018 is composed by the following members:

- **Fabrizio Di Amato** *Chairman of the Board of Directors*
- **Pierroberto Folgiero** *Chief Executive Officer*
- **Luigi Alfieri** *Director*
- **Gabriella Chersicla** *Independent Director*
- **Stefano Fiorini** *Director*

- **Vittoria Giustiniani** *Independent Director*
- **Andrea Pellegrini** *Independent Director*
- **Patrizia Riva** *Independent Director*
- **Maurizia Squinzi** *Independent Director*

The Board of Directors has also established the following:

- (i) the **Audit and Risk Committee**, consisting of Independent Directors **Gabriella Chersicla** (Chairman) and **Andrea Pellegrini** and non-independent Director **Stefano Fiorini**, who all have adequate experience in accounting and finance or risk management;
- (ii) the **Remunerations Committee**, consisting of Independent Directors **Andrea Pellegrini** (Chairman) and **Vittoria Giustiniani** and non-independent Director **Luigi Alfieri**, who all have adequate knowledge and experience in financial matters and remuneration policies;
- (iii) the **Related-Party Committee**, consisting of the following Independent Directors, **Gabriella Chersicla** (Chairman), **Andrea Pellegrini** and **Patrizia Riva**.

The Board of Directors, having consulted the Board of Statutory Auditors, also confirmed **Dario Michelangeli**, as the **Director in charge of preparing the corporate accounting documents**, granting him the powers provided under the applicable provisions in the Articles of Association.

Finally, following the expiration of the Company's Supervisory Body mandate, pursuant to Italian Legislative Decree no. 231/2001, the Board of Directors has appointed a new Supervisory Body which includes, **Luciana Sara Rovelli** as Chairwoman, and **Iole Savini** and **Valerio Actis Grosso** as members. The Supervisory Body will remain in office until the approval of the financial statements as at 31 December 2018.

Maire Tecnimont S.p.A.

Maire Tecnimont S.p.A, listed on the Milan Stock Exchange, is the parent company of a leading global industrial group (Maire Tecnimont Group) operating in the sectors of Engineering & Construction (E&C), Technology & Licensing and Energy Business Development & Ventures, with specific expertise in plant engineering particularly in the hydrocarbon industry (oil & gas, petrochemicals, fertilizers), as well as in power generation and infrastructure. The Maire Tecnimont Group operates in approximately 30 countries, has about 45 operating companies and employs roughly 4,600 people, more than half abroad. For more information: www.mairetecnimont.com.

Public Affairs and Communication

Carlo Nicolais
public.affairs@mairetecnimont.it

Media Relations

Image Building
Simona Raffaelli, A. Mele, A. Salerni
Tel. +39 02 89011300
mairetecnimont@imagebuilding.it

Investor Relations

Riccardo Guglielmetti
Tel. +39026313-7823
investor-relations@mairetecnimont.it