

MAIRE TECNIMONT'S ORDINARY SHAREHOLDERS' MEETING APPROVES:

- The financial statements as at 31 December 2014;
- The adoption of an incentive plan based on *phantom stock*;
- The first section of the Remuneration Report prepared in accordance with art. 123^{ter} of Italian Legislative Decree no. 58/98;

Milan, 28 April 2015 – The **Shareholders' Meeting** of **Maire Tecnimont S.p.A.** met today as an ordinary session, at its first call. Chaired by Fabrizio Di Amato, it approved all items on the agenda.

In detail, the Shareholders' Meeting approved the Financial Statements as at 31 December 2014 of the Parent Company Maire Tecnimont S.p.A., which closed with a negative Net Result of about €2 million, resolving to carry forward the full amount.

The Shareholders' Meeting also approved, in accordance with art. 114-*bis* of Legislative Decree no. 58 of 1998 ("CFA"), the adoption of a long-term incentive plan based on *phantom stocks* ("*Phantom Stock Plan 2015-2017*" or the "Plan") under the terms and conditions of the Plan detailed in the Information Document - prepared pursuant to art. 84-*bis* of Consob Regulation no. 11971 of 14 May 1999 and subsequent amendments - published by law and available on the Company's website, to which reference is expressly made for the detailed information document.

Lastly, the Shareholders' Meeting voted in favour of the first section of the Remuneration Report prepared in accordance with art. 123-*ter* of the CFA.

The minutes of the Shareholders' Meeting of Maire Tecnimont will be made available to the public in accordance with the terms and conditions laid down by current legislation.

*In his capacity as Manager responsible for preparing corporate accounting documents, Dario Michelangeli hereby declares - in accordance with paragraph 2 of art. 154-*bis* of the CFA - that the accounting information given in this press release coincides with the documented results, books and accounting entries.*

Maire Tecnimont S.p.A.

Maire Tecnimont S.p.A. is a company listed with the Milan stock exchange. It heads an industrial group (the Maire Tecnimont Group) that leads the international Engineering & Construction (E&C), Technology & Licensing and Energy Business Development & Ventures markets, with specific competences in plants, particularly in the hydrocarbons segment (Oil & Gas, Petrochemicals and Fertilisers), as well as in Power Generation and Infrastructures. The Maire Tecnimont Group operates in approximately 30 different countries, numbering around 45 operative companies and a workforce of about 4,300 employees, of whom over half work abroad. For more information: www.mairetecnimont.com.

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