



## **PRESS RELEASE**

### ***Shareholders' Meeting***

- **APPROVED AMENDMENTS TO BY-LAW FOR “SAVINGS PROTECTION ACT”**
- **APPROVED THE SHARE-BASED INCENTIVE PLAN**

*Rome, May 27, 2007* – The Shareholders' Meeting of Astaldi S.p.A., chaired by Mr. Ernesto Monti, has today , approved the amendments to the Company's By-Laws for compliance with “Savings Protection Act” (Italian Law No. 262 of December 28, 2005) and subsequent Italian Legislative Decree No. 303 of December 29, 2006. In particular, the By-Laws have been supplemented with provisions concerning: the list vote for the appointment of directors (articles 16-17); the manner of appointment and the requirements of professionalism for the manager in charge of drawing up the corporate accounting documents (new article 23-bis); and the appointment of the Board of Auditors (art. 25).

Furthermore, the Shareholders approved the general criteria of the Share-Based Incentive Plan for the three-year period 2007-2009, as worked out by the Board of Directors upon the Remuneration Committee's proposal. The Plan, based on a stock grant system, provides for the attribution of Astaldi shares to executive Board Members fulfilling operating duties. Additionally, the Shareholders instructed the Board of Directors to define the manner of implementation of this Plan, by drawing up a proper Regulation taking account of the approved guidelines.

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*Listed on the STAR segment of the Italian stock exchange, Astaldi Group has been active for more than 80 years, in Italy and abroad, in designing and constructing large-scale civil engineering works.*

*The Group operates in the following areas of activity:*

- *transportation infrastructure (railways, undergrounds, roads, motorways, ports, and airports);*
- *hydraulic works and power plants (dams, hydroelectric plants, water systems, oil pipelines, gas pipelines, and water treatment plants);*
- *civil and industrial construction (hospitals, universities, airports, law courts, car parks);*
- *operation under concession of works such as health structures, urban transport infrastructure, car parks.*

*The Group is currently a General Contractor capable of promoting financial aspects and coordinating all resources and skills for the optimal development and management of complex and high-value public works.*

#### **For further information:**

**Astaldi S.p.A.**

tel. 06/41766389

*Alessandra Onorati*

IR and Corporate Communications Manager

*a.onorati@astaldi.com*

*www.astaldi.it*

**PMS Corporate Communications**

tel. 06/48905000

*Giancarlo Frè Torelli*

*Andrea Lijoi*