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PRESS RELEASE

Astaldi S.p.A. -The Board of Directors calls the Extraordinary General Meeting of Shareholders to approve the increase in the share capital for the purpose of servicing equity-linked bonds.

Rome, February 1, 2013 – The Board of Directors of Astaldi S.p.A (the “**Company**”) has resolved to submit for consideration of the Extraordinary General Meeting of Shareholders of the Company the proposal to increase the Company's share capital payable in tranches, with exclusion of the shareholders' pre-emptive rights pursuant to paragraph 5 of Article 2441 of the Italian Civil Code, for the total nominal amount of Euro 35,137,034 issued through a single or multiple issuance up to the maximum of 17,598,517 of ordinary shares of Astaldi and offered with the exclusive purpose of servicing the issue of equity linked bonds, approved by the Board of Directors on January 23, 2013 and fully placed with qualified investors on January 24, 2013.

The Board of Directors of the Company has, therefore, resolved to call the General Shareholders' Meeting to be held on April 24, 2013, same date set for the approval of Astaldi's financial statements as of December 31, 2012, for the purpose of approving the proposed capital increase.

The documentation relating to the capital increase proposal will be made available to the public according to the terms and timing prescribed by law.

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Astaldi Group is the leading General Contractor in Italy whose activities include the design, construction and management of public infrastructures and major civil engineering works, mainly in the segments of transport infrastructure, energy production plants, civil and industrial engineering and plant building. Listed on the Italian Stock Exchange since 2002, it is on the 89th position in the list of the Top Global Contractors. It ended 2011 financial year with an order backlog of more than EUR 10 billion and a turnover of EUR 2.4 billion, an EBITDA of EUR 259 million, an EBIT of EUR 201 million, and a net profit of EUR 71 million; the net debt of 2011 financial year is of an amount of EUR 479,7 million, net of treasury shares.

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Currently Astaldi Group works in 6 regions worldwide, including Italy, Middle Europe (Poland, Romania, Russia) and Turkey, Middle East (Saudi Arabia, Oman), Maghreb (Algeria), Latin America (Venezuela, Peru, Chile, Central America) and North America (Canada, USA).

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