ASTALDI S.P.A. ANNUNCIA L'AVVIO DELL'OFFERTA DI OBBLIGAZIONI *SENIOR* PER EURO 400 MILIONI

Roma, 22 novembre 2013 – Astaldi S.p.A. (l'"**Emittente**" o "**Astaldi**") annuncia l'offerta di obbligazioni *senior* per un importo di Euro 400 milioni, con scadenza stimata nel 2020 (le "**Obbligazioni**"). L'emissione e l'offerta delle Obbligazioni sono state deliberate in data odierna dal Consiglio di Amministrazione di Astaldi. Le Obbligazioni costituiscono obbligazioni *senior* e non garantite dell'Emittente.

Astaldi determinerà e comunicherà le condizioni e i termini definitivi delle Obbligazioni al momento del *pricing* all'esito dell'attività di *bookbuilding*. Le Obbligazioni saranno riservate ad investitori qualificati al di fuori dagli Stati Uniti d'America ai sensi della *Regulation S* promulgata ai sensi dello *US Securities Act* del 1933, come modificato (*US Securities Act*), e a *qualified institutional buyers,* come definiti ai sensi della *Rule* 144A promulgata ai sensi del medesimo *US Securities Act.* È altresì previsto che le Obbligazioni siano ammesse alla quotazione sul Listino ufficiale della Borsa del Lussemburgo e siano ammesse alle negoziazioni presso il mercato Euro MTF della Borsa del Lussemburgo.

In linea con quanto previsto dal piano industriale 2012-2017, i proventi derivanti dall'offerta e dal collocamento delle Obbligazioni saranno utilizzati per rimborsare parte del debito del Gruppo, al fine di diversificare le proprie fonti di finanziamento, e ad allungare la durata media del debito.

* * * * * *

Important Regulatory Notice

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy any Notes, nor will there be any sale of Notes referred to in this announcement, in any jurisdiction, including the United States, in which such offer, solicitation or sale is not permitted. The Notes have not been registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**"), and may not be offered or sold in the United States absent registration under the U.S. Securities Act or an applicable exemption from the registration requirements of the U.S. Securities Act. The Notes are being offered only to qualified institutional buyers in accordance with Rule 144A under the U.S. Securities Act and outside the United States in accordance with Regulation S under the U.S. Securities Act.*

*This announcement is being distributed only to, and is directed at (i) persons who are outside the United Kingdom, (ii) persons in the United Kingdom falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Financial Promotion Order**")), (iii) persons who are within Article 43 of the Financial Promotion Order or (iv) any other persons to whom it may otherwise lawfully be made under the Financial Promotion Order (all such persons together being referred to as "**relevant persons**"). The investments to which this announcement relates are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such investments will be available only to or will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on* *this document or any of its contents. This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons.*

*This announcement has been prepared on the basis that any offer of the Notes in any Member State of the European Economic Area ("**EEA**") which has implemented the Prospectus Directive (2003/71/EC), as amended by Directive 2010/73/EU (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of Notes. Accordingly any person making or intending to make any offer in that Relevant Member State of the Notes which are the subject of the placement contemplated in this announcement may only do so in circumstances in which no obligation arises for the issuer or any of the initial purchasers of such Notes to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the issuer nor the initial purchasers of such Notes have authorized, nor do they authorize, the making of any offer of Notes in circumstances in which an obligation arises for the issuer or any initial purchasers of such Notes to publish or supplement a prospectus for such offer.*

*This press release does not constitute an offer to the public in Italy of financial products, as defined under article 1, paragraph 1, letter (t) of legislative decree no. 58 of 24 February 1998, as amended (the "**Securities Act**"). The Notes will be offered in Italy only to (a) qualified investors (investitori qualificati) as defined by Article 26, first paragraph, letter d) of the CONSOB Regulation No. 16190 October 29, 2007, as amended, pursuant to Article 100 of the Securities Act and Article 34-ter, first paragraph, letter b) of CONSOB Regulation No. 11971 of May 14, 1999, as amended ("**CONSOB Regulation on Issuers**") or (b) in other circumstances which are exempted from the rules on offerings of securities to the Italian Securities Act and/or CONSOB Regulation on Issuers. The Notes will not be listed on an Italian regulated market, therefore no documents or materials relating to the Notes have been or will be submitted to the clearance procedure of the Competent Authority.*

Neither the content of Astaldi S.p.A.'s website nor any website accessible by hyperlinks on Astaldi S.p.A.'s website is incorporated in, or forms part of, this announcement. The distribution of this announcement into certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement contains forward-looking statements and information that is necessarily subject to risks, uncertainties, and assumptions. No assurance can be given that the transactions described herein will be consummated or as to the terms of any such transactions. Astaldi S.p.A. assumes no obligation to update or correct the information contained in this announcement.

°°°

Il GRUPPO ASTALDI è il primo General Contractor in Italia, attivo nel campo della progettazione, realizzazione e gestione di infrastrutture pubbliche e grandi opere di ingegneria civile, prevalentemente nei comparti delle infrastrutture di trasporto, degli impianti di produzione energetica, dell'edilizia civile ed industriale e dell'impiantistica. È quotato in Borsa dal 2002 e si colloca al 92° posto nelle classifiche dei Contractor a livello mondiale. Ha chiuso l'esercizio 2012 con un portafoglio ordini di oltre 10 miliardi di euro, un fatturato di oltre 2,4 miliardi, un EBITDA di 264 milioni, un EBIT di 212 milioni, un utile netto di oltre 74 milioni; l'indebitamento finanziario netto dell'esercizio, al netto delle azioni proprie, è risultato pari a 623 milioni di euro. Attualmente, il GRUPPO ASTALDI è attivo in 6 macro-aree nel mondo: Italia, Europa Centrale (Polonia, Romania, Russia) e Turchia, Middle East (Arabia Saudita), Africa (Algeria), America Latina (Venezuela, Perù, Cile, America Centrale) e America del Nord (Canada, USA).

Per ulteriori informazioni:

Astaldi S.p.A.
Tel. 06/41766389
Alessandra Onorati
Responsabile Relazioni Esterne e Investor Relations
a.onorati@astaldi.com www.astaldi.com