

Genoa, 15 July 2013

MODEL FORM FOR THE NOTIFICATION OF CHANGES IN SHARE CAPITAL

Notice of change in share capital

We hereby inform you of the new composition of the share capital following the execution on 15 July 2013 of the fourth tranche of the free share capital increase, as resolved by the Company's board of directors on 29 May 2013, pursuant to the powers conferred thereon by the extraordinary shareholders' meeting on 23 April 2010. The statement regarding the execution of the share capital increase pursuant to Article 2444, first paragraph, of the Italian Civil Code has been filed and registered with the Companies' Register of Genoa today.

The issue of new shares implements, for the financial year 2013, the resolution of the aforementioned extraordinary shareholders' meeting, which approved the free share capital increase of EUR 50,000,000.00. Under the resolution, this is to be implemented by converting available reserves to capital and issuing 100,000,000 new ordinary shares of the Company with a nominal value of EUR 0.50 each, to be allocated by 31 December 2014 in five annual tranches of EUR 10,000,000.00 each, represented by 20,000,000 new ordinary shares.

Please note that:

- the first tranche of the free share capital increase, from EUR 50,000,000.00 to EUR 60,000,000.00 via the issue of 20,000,000 ordinary shares, has been carried out on 5 July 2010;

Ansaldo STS, listed on the Italian Stock Exchange, is an international leading technology company that supplies transport solutions and signalling technology in the global Railway & Mass Transit Transportation business with the provision of traffic management, planning, train control and signalling systems and services. It acts as lead contractor and turnkey provider on major project worldwide. Ansaldo STS is headquartered in Genoa, Italy, and employs at about 4,000 people in 28 countries. In 2012, its revenues reached € 1,248 M, with a gross operating margin of € 117 M and net profit of € 76 M.

- the second tranche of the free share capital increase from EUR 60,000,000.00 to 70,000,000.00 via the issue of 20,000,000 ordinary shares, has been carried out on 4 July 2011;

- the third tranche of the free share capital increase from EUR 70,000,000.00 to 80,000,000.00 via the issue of 20,000,000 ordinary shares, has been carried out on 9 July 2012.

The 20,000,000 new shares issued in the fourth tranche on 15 July 2013 were allocated free of charge in the ratio of one new share to eight shares already held. Following execution of this fourth tranche, the Company's share capital is EUR 90,000,000.00, represented by 180,000,000 ordinary shares with a nominal value of EUR 0.50 each. As a result, article 5, paragraph 1 of the Company's articles of association has been amended to reflect the new share capital and the number of shares by which it is represented.

TABLE 1

	CURRENT SHARE CAPITAL			PREVIOUS SHARE CAPITAL		
	EUR	No. of shares	Nom. val. per share	EUR	No. of shares	Nom. val. per share
Total of which:	90,000,000.00	180,000,000	EUR 0.50	80,000,000.00	160,000,000	EUR 0.50
Ordinary shares with full dividend rights: 1 January 2013 current coupon no.: 11	90,000,000.00	180,000,000	EUR 0.50	80,000,000.00	160,000,000	EUR 0.50

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