



Ansaldo STS S.p.A.

Via P. Mantovani, 3 – 5 Genoa – Italy

Issued Capital 70.000.000 € fully paid up

R.E.A. n 421689

Company Registration number Genoa Chamber of Commerce

Fiscal Code and Value Added Tax n. 01371160662

Direction and coordination of Finmeccanica S.p.A.

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Genoa, 28 June 2012

**FREE SHARE CAPITAL INCREASE THROUGH CONVERSION
OF RESERVES PURSUANT TO ART. 2442 OF THE ITALIAN
CIVIL CODE**

Issue of the third tranche set for 9 July 2012

The third tranche of the free share capital increase approved by the extraordinary shareholders' meeting on 23 April 2010 will be implemented on 9 July 2012, after which the company's share capital will be increased from the current EUR 70,000,000.00 to EUR 80,000,000.00 via the issue of 20,000,000 ordinary shares with a nominal value of EUR 0.50 each.

The issue of new shares will implement, for the financial year 2012, 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 in 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, and 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.

PRESS RELEASE

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 over 4,100 people in 28 different countries. In 2011, its revenues reached € 1,212 M, with a gross operating margin of € 116 M and net profit of € 73 M.

The 20,000,000 new shares issued in the third tranche will be allocated free of charge in the ratio of one new share to seven shares already held. The new shares will carry full dividend rights and will be made available to shareholders through the authorised intermediaries belonging to Monte Titoli SpA's centralised securities management system on 12 July 2012, with an ex-date of 9 July 2012 (coupon no. 8). From that date, ordinary Ansaldo STS shares will therefore trade "ex-allocation right". The company has assigned Mediobanca – Banca di Credito Finanziario SpA, an authorised financial intermediary, the task of managing any fractional amounts that might result from the allocation of the shares of the new issue.

For further information on the free share capital increase, please refer to the explanatory report to the shareholders' meeting and the information document made available in 2010 on the company's website (www.ansaldo-sts.com), at website of Borsa Italiana SpA, and at the company's headquarters.

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