

ORDINARY SHAREHOLDERS' MEETING – APRIL 30, 2015

BOARD OF DIRECTORS REPORT ON THE THIRD ITEM ON THE AGENDA

3. Appointment of independent auditors assignment for the years 2015 – 2023.

Dear Shareholders,

The engagement of PricewaterhouseCoopers S.p.A. as independent auditors granted by the Shareholders of Salini Impregilo S.p.A. at their meeting held on May 3, 2006, expires with the approval of the financial statements (including consolidated) as at December 31, 2014.

This engagement, since it has lasted for a period of nine years, cannot be renewed pursuant to Article 17 of Italian Legislative Decree no. 39 of January 27, 2010. Therefore, a new auditor needs to be appointed as independent auditor of Salini Impregilo for the financial years 2015 to 2023.

Based on the provisions of Article 13 of Italian Legislative Decree no. 39 of January 27, 2010, the Board of Statutory Auditors has prepared a reasoned proposal concerning the appointment of the legal auditor of Salini Impregilo S.p.A. for the years 2015 – 2023, attached as letter A.

You are therefore called on to resolve on the following items.

3.1 Appointment of the independent auditors.

Dear Shareholders,

In the light of the reasoned proposal made by the Board of Statutory Auditors, we kindly invite you to appoint the independent auditor of Salini Impregilo S.p.A. for the years 2015 to 2023.

3.2 Determination of the remuneration of the independent auditor.

Dear Shareholders,

In the light of the reasoned proposal made by the Board of Statutory Auditors, we kindly invite you to determine the remuneration for independent auditor of Salini Impregilo S.p.A. for the years 2015 to 2023.

On behalf of the Board of Directors

The Chairman