

**PRYSMIAN S.P.A.**

**Ordinary Shareholders' Meeting held on June 5<sup>th</sup>, 2019**

**Summary report of the votes upon the items of the Shareholders' Meeting agenda**

1. Financial statements at 31 December 2018; Directors' report; report by the Board of Statutory Auditors; report by the Independent Auditors.

<b>Shares represented at Shareholders' Meeting</b>	164,135,663 (61.212% of the share capital with voting right)
<b>Voting Shares</b>	158,600,169 (96.627% of the voting share capital)
<b>In favor</b>	157,718,472
<b>Against</b>	5,140
<b>Abstained</b>	876,557

2. Allocation of net profit for the year and distribution of dividend.

<b>Shares represented at Shareholders' Meeting</b>	164,135,663 (61.212% of the share capital with voting right)
<b>Voting Shares</b>	158,600,169 (96.627% of the voting share capital)
<b>In favor</b>	156,519,510
<b>Against</b>	1,230,027
<b>Abstained</b>	850,632

3. Appointment of Director; related resolutions.

<b>Shares represented at Shareholders' Meeting</b>	164,135,459 (61.212% of the share capital with voting right)
<b>Voting Shares</b>	157,999,965 (96.262% of the voting share capital)
<b>In favor</b>	156,572,215
<b>Against</b>	577,118
<b>Abstained</b>	850,632

4. Appointment of the Board of Statutory Auditors and of its Chairman for 2019-2021 period.

<b>Shares represented at Shareholders' Meeting</b>	164,133,459 (61.212% of the share capital with voting right)
<b>Voting Shares</b>	164,135,459 (100% of the voting share capital)
<b>In favor of the Slate no.1 – presented by the shareholder Clubtre S.p.A.</b>	119,777,191
<b>In favor of the Slate no.2 – jointly presented by a group of fund management companies and institutional investors</b>	38,855,145
<b>Against to all the Slates</b>	390,197
<b>Abstained</b>	5,110,926

5. Determination of the remuneration of the members of the Board of Statutory Auditors.

<b>Shares represented at Shareholders' Meeting</b>	164,133,459 (61.211% of the share capital with voting right)
<b>Voting Shares</b>	163,129,540 (99.388% of the voting share capital)
<b>In favor</b>	156,881,370
<b>Against</b>	306,820
<b>Abstained</b>	5,941,350

6. Grant of authority to the Board of Directors to buy back and dispose of treasury shares pursuant to articles 2357 and 2357-ter of the Italian Civil Code; revocation of the authorisation to buy back and dispose of treasury shares under the shareholder resolution dated 12 April 2018; related resolutions.

<b>Shares represented at Shareholders' Meeting</b>	164,133,459 (61.211% of the share capital with voting right)
<b>Voting Shares</b>	158,597,965 (96.627% of the voting share capital)
<b>In favor</b>	152,085,837
<b>Against</b>	5,656,356

<b>Abstained</b>	855,772
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7. Consultation on the Prysmian Group's remuneration policies.

<b>Shares represented at Shareholders' Meeting</b>	164,133,460 (61.211% of the share capital with voting right)
<b>Voting Shares</b>	158,597,966 (96.627% of the voting share capital)
<b>In favor</b>	143,844,166
<b>Against</b>	10,220,212
<b>Abstained</b>	4,533,588

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