

PRYSMIAN S.P.A.

Ordinary and Extraordinary Shareholders' Meeting held on April 28th, 2020
Summary report of the votes upon the items of the Shareholders' Meeting agenda

Ordinary Session

1. Financial statements at 31 December 2019; Directors' report; report by the Board of Statutory Auditors; report by the Independent Auditors.

Shares represented at Shareholders' Meeting	177,230,769 (66.10% of the share capital with voting right)
Voting Shares	177,230,769 (100% of the voting share capital)
In favor	177,204,347
Abstained	26,422
Against	0

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

Shares represented at Shareholders' Meeting	177,230,769 (66.10% of the share capital with voting right)
Voting Shares	177,230,769 (100% of the voting share capital)
In favor	176,711,380
Abstained	10,166
Against	509,223

3. 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 5 June 2019; related resolutions.

(TOPIC NOT DISCUSSED)

4. Incentive plan: resolutions under article 114-bis of Italian Legislative Decree 58/98.

Shares represented at Shareholders' Meeting	177,230,769 (66.10% of the share capital with voting right)
Voting Shares	177,230,769 (100% of the voting share capital)
In favor	170,545,999
Abstained	784,819
Against	5,899,951

5. Report on Prysmian Group's remuneration policy.

Shares represented at Shareholders' Meeting	177,230,769 (66.10% of the share capital with voting right)
Voting Shares	177,230,769 (100% of the voting share capital)
In favor	173,234,020
Abstained	2,333,989
Against	1,662,760

6. Consultation on compensation paid.

Shares represented at Shareholders' Meeting	177,230,769 (66.10% of the share capital with voting right)
Voting Shares	177,230,769 (100% of the voting share capital)
In favor	144,413,485
Abstained	3,596,510
Not in favor	29,220,774

Extraordinary Session

1. Proposal to increase the share capital free of charge, to be reserved to Prysmian Group employees for the implementation of an incentive plan, in a maximum

nominal amount of Euro 1,100,000, through the award, under art. 2349 of the Italian Civil Code, of an equivalent maximum amount either of profit or of profit reserves, with the issue of up to no. 11.000.000 ordinary shares with a nominal value of Euro 0.10 each. Revocation of the authorisation to a similar share capital increase under the shareholder resolution dated 12 April 2018 Amendment of art. 6 of the By-laws. Resolutions related thereto.

Shares represented at Shareholders' Meeting	177,230,769 (66.10% of the share capital with voting right)
Voting Shares	177,230,769 (100% of the voting share capital)
In favor	171,307,181
Abstained	25,166
Against	5,898,422

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