

PRYSMIAN S.P.A.

**Ordinary and Extraordinary Shareholders' Meeting held on April 28th, 2021
Summary report of the votes upon the items of the Shareholders' Meeting agenda**

Ordinary Session

1. Financial statements at 31 December 2020; Directors' report; report by the Board of Statutory Auditors; report by the Independent Auditors

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	175,250,737
Abstained	220,366
Against	25,414

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

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	172,551,856
Abstained	135,004
Against	2,809,657

3. Determination of the number of members of the Board of Directors,

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,852,523 (99.77% of the voting share capital)
In favor	175,047,215
Abstained	135,004
Against	670,304

4. Determination of the term of office of the Directors,

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,852,523 (99.77% of the voting share capital)
In favor	174,909,462
Abstained	135,004
Against	808,057

5. Appointment of the Directors

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	176,271,743 (99.98% of the voting share capital)
In favor of the Slate no,1- presented by the outgoing Board of Directors	150,688,909
In favor of the Slate no,2 – jointly presented by a group of fund management companies and institutional investors	21,723,204
Against to all the Slates	0
Abstained	3,859,630

6. Determination of the remuneration of the Directors

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	171,407,434
Abstained	926,851
Against	3,162,232

7. 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; related resolutions

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	171,818,502
Abstained	135,004
Against	3,543,011

8. Extension of the share participation plan in favour of Prysmian Group's employees

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	171,859,324
Abstained	913,572
Against	2,723,621

9. Approval of the 2021 remuneration policy

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	153,205,734
Abstained	2,727,406
Against	19,563,377

10. Advisory vote on the compensation paid in 2020

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	155,368,215
Abstained	3,541,422
Not in favor	16,586,880

Extraordinary Session

1. Authorization to convert, under art.2420-bis, par.1 of the Italian Civil Code, of the equity-linked bond, resolved by the Board of Directors on 26 January 2021, reserved to Institutional Investors and with nominal value equal to Euro 750,000,000.00. Consequent increase in share capital under art, 2420-bis, par.2 of the Italian Civil Code, in a divisible form, with the exclusion of pre-emptive rights under art. 2441, par. 5 of the Italian Civil Code, serving the abovementioned convertible bond by a maximum nominal amount of Euro 1,864,025.50, by issuing up to 18,640,255 ordinary shares of the Company with a nominal value of Euro 0.10 each. Amendment of art.6 of the By-laws. Resolutions related thereto. Granting of powers in relation to the above transaction

Shares represented at Shareholders' Meeting	176,315,523 (65.75% of the share capital)
Voting Shares	175,496,517 (99.54% of the voting share capital)
In favor	170,602,223
Abstained	181,057
Against	4,713,237