



REPORT OF THE BOARD OF DIRECTORS OF PRYSMIAN S.P.A. (“*PRYSMIAN*” OR THE “*COMPANY*”) TO VOTE, AS ITEM NUMBER TWO OF THE AGENDA OF THE ORDINARY SHAREHOLDERS’ MEETING SCHEDULED ON 18 APRIL 2024 (THE “*SHAREHOLDERS’ MEETING*”), THE PROPOSAL TO ALLOCATE THE RESULT OF THE YEAR, PURSUANT TO ARTICLE 125-TER OF THE ITALIAN LEGISLATIVE DECREE NO. 58/1998, AS AMENDED AND UPDATED.

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

The Board of Directors proposes to resolve, from the profit for the 2023 financial year, the distribution of a gross dividend of Euro 0.70 to each voting ordinary share. Considering the issued ordinary shares, equal to no. 276,534,448, included the no. 3,718,405 treasury shares directly owned as of today which have no right to profits, the total amount to be distributed would be equal to Euro 190,971,230 million.

The number of shares with right to dividends will be calculated with reference to the evidence of the accounts in relation to the end of the accounting day under art. 83-terdecies of Legislative Decree no. 58/1998 (so called "Record Date").

Finally, considering the 2024 calendar year approved by Borsa Italiana S.p.A., it is proposed that the dividend will be payable from 24 April 2024, with Record Date on 23 April 2024 and shares going ex-div on 22 April 2024.

Considering the above, the Board of Directors proposes the following resolution:

*"The Shareholders' Meeting,*

*examined the financial statements as of 31 December 2023, which close with a net profit of Euro 264,265,777,*

**RESOLVES**

*to allocate the net profit for the year as follows:*

- *Euro 167,804 to the "Legal Reserve", thereby reaching one-fifth of share capital as of 31 December 2023, as required by art. 2430 of the Italian Civil Code;*
- *to each voting ordinary share (considering the treasury shares directly owned) a gross dividend of Euro 0.70, equal to Euro 190,971,230;*
- *to the "Retained earnings" reserve, the residual amount equal to Euro 73,126,743.*

*Any change in the number of treasury shares in the Company's portfolio at the time of distribution will not affect the amount of the dividend per unit, as established above, but will increase or decrease the amount allocated to the "Retained earnings" reserve.*

*The dividend will be payable from 24 April 2024, with Record Date on 23 April 2024 and shares going ex-div on 22 April 2024".*

Milan, 5 March 2024

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