

To the Shareholders of
PRYSMIAN S.p.A.
Via Chiese n. 6 - 20126 Milan

Milan, 28 February 2018

RE: Ordinary Shareholders Meeting of Prysmian S.p.A. of 12 April 2018. Presentation of the slate of candidates for appointment as Director of Prysmian S.p.A.

Dear Shareholders,

We refer to the Ordinary Shareholders Meeting of Prysmian S.p.A. convened on 12 April 2018 in a sole call and with the following agenda items: "*Appointment of the Board of Directors*".

Pursuant to article 14 of the Bylaws of Prysmian S.p.A., the Board of Directors

HEREBY SUBMITS

this *slate of candidates for appointment as members of the Board of Directors* of Prysmian S.p.A. to be submitted to the Ordinary Shareholders Meeting.

Pursuant to the requirements of the aforementioned article 14 of the Bylaws, the following supporting documentation is attached:

- 1) A slate in sequential order of the candidates that we propose to appoint as Directors.
- 2) Declaration of each candidate regarding:
 - the non-existence of any causes of ineligibility or incompatibility,
 - possession of the requirements as set forth by the law and the bylaws for holding the office of director and, where required, possession of the requirements of independence,
 - their availability to accept the candidacy.

And the relevant *curricula vitae* regarding the personal and professional characteristics of each candidate.

Sincerely,

On behalf of the Board of Directors
The Chairman
(*Massimo Tononi*)

Attachments: As described above

English translation for convenience purpose only

Attachment 1)

LIST OF THE CANDIDATES FOR DIRECTOR

LIST OF CANDIDATES

for appointment as members of the Board of Directors of Prysmian S.p.A.

Ordinary Shareholders Meeting of 12 April 2018

Sequential number	Name and Surname	Place and date of birth	Requirements of Independence	
			Art. 148, par. 3., T.U.F. (Unified Financial Act)	Self-Regulatory Code of Borsa Italiana S.p.A.
1.	Maria Elena Cappello	Milan, 24/07/1968	✓	✓
2.	Monica de Virgiliis	Torino, 20/07/1967	✓	✓
3.	Massimo Battaini	Varese, 01/08/1960		
4.	Valerio Battista	Arezzo, 08/01/1957		
5.	Pier Francesco Facchini	Lugo (Ravenna - Italy), 04/08/1967		
6.	Fabio Ignazio Romeo	Rho (Milan - Italy), 25/08/1955		
7.	Claudio De Conto	Milan, 16/09/1962	✓	✓
8.	Maria Letizia Mariani	Rome, 18/07/1960	✓	✓
9.	Massimo Tononi	Trento, 22/08/1964	✓	
10.	Joyce Victoria Bigio	Norfolk, Virginia (USA), 23/11/1954	✓	✓

Attachment 2)

DECLARATIONS PROVIDED BY THE CANDIDATES FOR THE OFFICE OF DIRECTOR AND
THEIR CURRICULA VITAE

DECLARATION

The undersigned **Maria Elena Cappello**, born in Milan (Italy) on 24/07/1968, in reference to own **candidacy for the role of Member of the Board of Director** of **di Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that she possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that she possesses independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that she possesses the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania,

Assogestioni, Assonime and Confindustria, to which the Company has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 0
 - non-executive positions: no. 4
- Prysmian S.p.A. - Director
- Banca Monte dei Paschi di Siena - Director
- Saipem S.p.A. - Director
- Italiaonline S.p.A. - Director
- that she is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Maria Elena Cappello

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Maria Elena Cappello
Milan (Italy) on 24/07/1968

Education and Training

In addition to a high school diploma in classical studies from Liceo Parini in Milan, she has Degree in Telecommunications Engineering at the University of Pavia and a High School Graduation diploma from Mount Pleasant High School in Wilmington, DE, USA. She has earned an Executive Master's degree in Strategic Marketing and Sales Techniques from Babson College, MA, USA, financed by EMC, and an Executive Master's degree in Marketing Management from SDA Bocconi, financed by Compaq/Hewlett Packard.

Work Experience

In over 20 years of her career in Italy and abroad, she has gained significant management experience thanks to steadily increasing responsibilities, achieved by securing competitive advantages, market share, profits, sales growth and cost optimization for the businesses in which she has worked. She is skilled in managing mixed teams and complex business models, adapting them rigorously to local regulatory environments. Whilst studying Telecommunications Engineering at the University of Pavia with an Italtel scholarship, where she began work in 1991, she developed long distance transmission networks, moving between the AT&T Bell Laboratories in New Jersey and Milan. In 1994, she moved to EMC Italy. After an initial experience at the production facilities in Cork (Ireland), she initially managed and developed the Public Administration sales area, and then the Telecom area. In 1998, she was hired by Digital/Compaq/HP based in Munich, Germany, where she took on various responsibilities at the EMEA (Europe Middle East & Africa) level, including that of Executive Director EMEA Global Services. In an entrepreneurial capacity, she started up and developed MetiLinx, a software company operating in Europe, opening branches in London, Milan and Munich in 2002. In 2004, Pirelli Broadband Solutions appointed her as Senior Vice President for global sales. She then joined Nokia Siemens Networks in 2007 as Global Head of Strategic

Marketing. From 2010 to 2013, she was Deputy Chairwoman and Chief Executive Officer of Nokia Siemens Networks Italia S.p.A. and of Nokia Siemens Networks S.p.A., as well as Head of European Strategy and Business Development. She has served as Vice Chair of the Executive Committee of the Global Mobile Supplier Association (GSA), and as a member of the Governing Council of Valore D. She has also chaired the Research and Innovation Group of the Foreign Investors' Committee in Confindustria (General Confederation of Italian Industry).

Main Offices

From June 2012 until June 2014, she was a member of the Management Board of A2A S.p.A. and a Member of the Board of Directors until May 2017 and, from July 2013 to April 2015, she held the office of independent Director at Sace S.p.A. and Chaired the Remuneration Committee.

She is currently a Director at Saipem S.p.A., Banca Monte dei Paschi S.p.A., Italiaonline S.p.A. and FEEM (Fondazione Eni Enrico Mattei).

She is also member of Fortune World's Most Powerful Woman. She has been a member of Prysmian Board of Directors since April 2012. She was elected to her current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Monica de Virgiliis**, born in Torino (Italy) on 20/07/1967, in reference to own **candidacy for the role of Member of the Board of Director** of **di Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that she possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that she possesses independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that she possesses the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania,

Assogestioni, Assonime and Confindustria, to which the Company has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 0
 - non-executive positions: no. 1
- SNAM S.p.A. - Director
- that she is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Monica de Virgiliis

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Monica de Virgiliis

Torino (Italy) on 20/07/1967

Education and Training

He has a degree in Electronic Engineering from the Polytechnic University of Turin

Work Experience

In more than twenty years of international career, she has accumulated various executive experiences across some key high technology sectors, combining operational and strategic leadership roles, and leading business model and value chain turnarounds in industries impacted by digitalization.

She started her career in 1993 with Magneti Marelli as Production Engineer in the Electronics Division, based in Pavia. In 1996, she joined the French Alternative Energies and Atomic Energy Commission (CEA) with the mission to develop collaborations with Italian companies. Following a highly successful partnership with ST Microelectronics, she joined STM in 2001 as Business Development Manager in the Telecom Wireline Division based in Agrate Brianza (Italy). In 2003, she became the Strategic Alliances Director for the Advanced Technologies Group and moved to their headquarters in Geneva. In 2004, she became Group Vice President in charge of System and Business Development for the Wireless Group.

In 2006, she became General Manager of the Home Video Division and in 2007, in conjunction with the changing business model for wireless customers and the advent of smartphones, she became General Manager of the Wireless Multimedia Division (with a turnover of over one billion dollars) and successfully brought about a transformation of the product portfolio and business model. She played a key role in both the acquisition of NXP-Wireless and the establishment of a Joint Venture with Ericsson.

In 2010, she left ST-Ericsson and returned to STM, placing her business experience at the disposal of the corporate programmes – first as Group Vice President Organizational Development and then in the Corporate Strategy and Development Division.

In 2015, she joined Infineon Technologies as Vice President

Industrial Microcontrollers at their offices in Munich and was able to turnaround the product line which she managed. During 2017, she leads for Octo Telematics the integration of the newly acquired Mobility Solutions, operating services at that intersection of the sharing economy and the automotive technologies. She is currently Chief Strategy Officer of French national research institute Atomic Energy and Alternative Energies Commission (CEA) and she is driving a mission along the digital and energy transition. She is based in Paris.

Main Offices

She served on the Board of Directors of several start-ups during the years 2010-2014.

She has been on the Board of Directors for the Stevanato Group since February 2016, and that of SNAM S.p.A. since April 2016. She was elected to her current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Massimo Battaini**, born in Varese (Italy) on 01/08/1961, in reference to own **candidacy for the role of Member of the Board of Director** of **Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that he possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that he doesn't possess independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that he doesn't possess the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania, Assogestioni, Assonime and Confindustria, to which the Company

has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 1
 - Prysmian S.p.A. - Director
 - non-executive positions: no. 0
- that he is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Massimo Battaini

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Massimo Battaini

Varese (Italy) on 01/08/1961

Education and Training

He has a degree in Mechanical Engineering from the Polytechnic University of Milan and an MBA from SDA Bocconi.

Work Experience

He started his career in the Pirelli Group in 1987 and held various positions in R&D and Operations over an 18-year period. After running the Business Development department between 2000 and 2002 covering the three Business Divisions of Tyres, Energy Cables and Telecom Cables, he was appointed as Operations Director of Energy Cables and Telecom Cables at Pirelli. In 2005 he was appointed as CEO of Prysmian UK and in January 2011 Chief Operating Officer of the Group, a post he held until 2014, when he became Senior Vice President Business Energy Projects and Chairman and CEO of Prysmian PowerLink S.r.l., where he is currently employed.

Main Offices

He has been a member of Prysmian Board of Directors since February 2014. He was elected to his current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Valerio Battista**, born in Arezzo (Italy) on 08/01/1957, in reference to own **candidacy for the role of Member of the Board of Director** of di **Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that he possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that he doesn't possess independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that he doesn't possess the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania, Assogestioni, Assonime and Confindustria, to which the Company

has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 1
 - Prysmian S.p.A. - Director and CEO
 - non-executive positions: no. 1
 - Brembo S.p.A. - Director
- that he is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Valerio Battista

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Valerio Battista

Arezzo (Italy) on 08/01/1957

Education and Training

He has a degree in Mechanical Engineering at Florence University in 1981.

Work Experience

For five of over 17 years at Pirelli & C. S.p.A., he ran the Energy Cables and Systems business unit, including the 2002-2003 period when the Group went through a successful reorganization. In 1983, he began working at Uno A Erre Italia S.p.A. as Head of the Engineering Office. In September 1987, he joined the Operations Department in the Steel Cord business unit of the Pirelli Group in Figline Valdarno. In 1997, he was appointed Director of the Steel Cord business unit of the Pirelli Tyre Division, becoming divisional Purchasing Director in 2001. He became CEO of the Group's Energy Cables and Systems business unit in February 2002 and CEO of the Telecom Cables and Systems business unit in December 2004.

Main Offices

Since June 2014 he has also been the Chairman of Europacable and since April 2017 he is Member of the Board of Directors and Lead Independent Director of Brembo S.p.A.

He has been a member of the Prysmian Board of Directors since December 2005. He was elected to his current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Pier Francesco Facchini**, born in Lugo (Ravenna - Italy) on 04/08/1967, in reference to own **candidacy for the role of Member of the Board of Director** of di **Prysmian S.p.A.** (the "**Company**"), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders' Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that he possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that he doesn't possess independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that he doesn't possess the independence requirements indicated by the "Corporate Governance Code for Listed Companies", approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania, Assogestioni, Assonime and Confindustria, to which the Company

has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 1
 - Prysmian S.p.A. - Director and CFO
 - non-executive positions: no. 1
 - Yangtze Optical Fibre and Cable Joint Stock Ltd Co. - Director
- that he is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Pier Francesco Facchini

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Pier Francesco Facchini
Lugo (Ravenna - Italy) on 04/08/1967

Education and Training

He has a degree in Business Economics in 1991 from the "Luigi Bocconi" University in Milan.

Work Experience

His initial work experience was at Nestlè Italia, where from 1991 to 1995, he held different posts in the Administration and Finance area. From 1995 to 2001, he worked in several companies in the Panalpina Group, holding the position of Regional Financial Controller for Asia and the South Pacific and Head of Accounting, Finance and Control for Panalpina Korea (Seoul) and Panalpina Italia Trasporti Internazionali S.p.A. In April 2001, he was appointed Finance Director at Fiat Auto Consumer Services business unit, leaving in 2003 to become CFO at the Benetton Group, a post he held until November 2006.

Main Offices

He has been a member of the Prysmian Board of Directors since February 2007. He was elected to his current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Fabio Ignazio Romeo**, born in Rho (Milan - Italy) on 25/08/1955, in reference to own **candidacy for the role of Member of the Board of Director** of di **Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that he possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that he doesn't possess independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that he doesn't possess the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania, Assogestioni, Assonime and Confindustria, to which the Company

has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 1
 - Prysmian S.p.A. - Director and CSO
 - non-executive positions: no. 2
 - Turk Prysmian Kablo Ve Sistemleri A.S. - Director
 - Oman Cables Industry S.A.O.G. - Chairman
- that he is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Fabio Ignazio Romeo

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Fabio Ignazio Romeo

Rho (Milan - Italy) on 25/08/1955

Education and Training

He earned his degree in Electronic Engineering at Milan Polytechnic University in 1979 and then an MS and later a Ph.D. in Electronic Engineering and Computer Sciences from the University of California, Berkeley, in 1986 and 1989 respectively.

Work Experience

He began his career in 1981 at Tema (part of the ENI Group) as a designer of control systems for chemical plants. He moved to Honeywell in 1982 as a Member of Technical Staff and later Technical Advisor to the Honeywell CEO. He became Innovation Manager at Magneti Marelli's Electronics Division in 1989. In 1995, he was appointed Managing Director at Magneti Marelli's Rear-view Mirrors Division, where in 1998, he took over the same position at the Electronic Systems Division. In 2001, he moved to the Pirelli Group as Director of the Truck Division at the Pirelli Tyre business unit. A year later, he took up the post of Utilities Director at the Pirelli Cables Division. In December 2004, he became Head of the Group's Power Cables and Systems Business Unit, a position he held until December 2013 when he assumed the role of Head of Corporate Strategy and Development.

Main Offices

He has been a member of Prysmian Board of Directors since February 2007. He was elected to his current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Claudio De Conto**, born in Milan (Italy) on 16/09/1962, in reference to own **candidacy for the role of Member of the Board of Director** of **Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that he possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that he possesses independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that he possesses the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania,

Assogestioni, Assonime and Confindustria, to which the Company has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 0
 - non-executive positions: no. 1
- Prysmian S.p.A. - Director
- that he is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Claudio De Conto

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Claudio De Conto

Milan (Italy) on 16/09/1962

Education and Training

He has a Degree in Corporate Finance at the Luigi Bocconi University in Milan in 1986.

Work Experience

He began his career at Ernst & Whinney in the UK. He then joined the Pirelli Group in 1988. After five years in the Group's Treasury department, in 1993 he embarked on a long period of international experience in the Administration, Finance and Control areas of the Pirelli Group's tyre subsidiaries in Brazil, Spain and Germany. In particular, between 1996 and 2000, he held the position of Chief Financial Officer of Pirelli Neumaticos S.A. in Spain and then of Chief Financial Officer of Pirelli Deutschland A.G. in Germany. In 2000, he became Director of Administration, Planning and Control at Pirelli S.p.A. In 2001, he was appointed General Manager of Administration and Control at Pirelli S.p.A., a role he has maintained in the holding company Pirelli & C. S.p.A. since its merger with Pirelli S.p.A. in August 2003. From November 2006 until September 2009, he was General Manager and Chief Operating Officer of Pirelli & C. S.p.A. and was also a member of the Board of Directors of Pirelli Tyre S.p.A. and Chairman of Pirelli Broadband Solutions S.p.A. In addition, from December 2008 to May 2010, he was Managing Finance Director at Pirelli Real Estate and from June 2009 to May 2010 Executive Chairman of Pirelli Real Estate Credit Servicing S.p.A.

Main Offices

He has sat on the Boards of Directors of RCS MediaGroup S.p.A. and Assicurazioni Generali S.p.A. He has also been a member of the Management Board of Banca Popolare di Milano S.c.a.r.l. and a Senior Advisor to McKinsey.

Currently he is CEO of Artsana Group, Chairman of the Board of Directors of Star Capital SGR S.p.A. (formerly Efibanca Palladio SGR) and Chairman of Prénatal Retail Group S.p.A.

Between 2002 and June 2008, he was a member of the International Financial Reporting Interpretations Committee

(IFRIC), set up by the International Accounting Standards Board (IASB). He has also been a member of the European Financial Reporting Advisory Group (EFRAG).

He has been a member of the Prysmian Board of Directors since July 2010. He was elected to his current mandate by the Shareholders' Meeting on 16 April 2015 from the slate presented by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Maria Letizia Mariani**, born in Rome (Italy) on 18/07/1960, in reference to own **candidacy for the role of Member of the Board of Director** of **di Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

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under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that she possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that she possesses independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that she possesses the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania,

Assogestioni, Assonime and Confindustria, to which the Company has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 0
 - non-executive positions: no. 0
- that she is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Maria Letizia Mariani

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Maria Letizia Mariani
Rome (Italy) on 18/07/1960

Education and Training

She graduated magna cum laude in Natural Sciences in 1984 at the University "La Sapienza" of Rome.

Work Experience

After a first experience in research, she joins Rank Xerox where, from 1986 al 1989, she held technical and commercial roles. In 1989 she became marketing manager at Apollo Computer, until October 1989 when, as result of an acquisition, she joins Hewlett Packard, where she remains until December 2010. In Hewlett Packard she diversifies her experience, both in Italy and abroad, holding roles of increasing responsibilities in sales, marketing, services, software, general management. In January 2011, she joins Philips as Vice President & General Manager Lighting Italy, Greece and Israel. She is currently Executive Vice President & General Manager Lighting Europe. From 2011 till 2015 she is President of Luceplan and President of Iltiluce. From 2013 to 2015 she is also CEO of Iltiluce

Main Offices

She was elected to her current position by the Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Massimo Tononi**, born in Trento (Italy) on 22/08/1964, in reference to own **candidacy for the role of Member of the Board of Director** of **Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that he possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that he possesses independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that he doesn't possess the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania, Assogestioni, Assonime and Confindustria, to which the Company

has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 0
 - non-executive positions: no. 4
- Prysmian S.p.A. - Chairman
- Italmobiliare S.p.A. - Director
- Il Sole 24 Ore S.p.A. - Director
- Mediobanca Banca di Credito Finanziario S.p.A. - Director
- that he is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Massimo Tononi

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Massimo Tononi

Trento (Italy) on 22/08/1964

Education and Training

He has a Degree in Business Economics in 1988 from the "Luigi Bocconi" University in Milan.

Work Experience

He worked until 1993 in the Investment Banking Division at Goldman Sachs London. From 1993 to 1994, he was personal assistant to the Chairman of the Istituto per la Ricostruzione Industriale [Institute for Industrial Reconstruction] (IRI S.p.A.). In 1994, he returned to Goldman Sachs, where he became Partner Managing Director of the London Investment Banking Division and, from 2005, of the Milan Investment Banking Division. Between May 2006 and May 2008, he served as Undersecretary at Italy's Ministry of Economy and Finance. Having ended his service with the Ministry, he resumed his position as Partner Managing Director at Goldman Sachs London Investment Banking Division until July 2010.

Main Offices

He is currently the Chairman of ISA - Istituto Atesino di Sviluppo S.p.A. (since June 2012) and member of the Boards of Directors of Italmobiliare S.p.A. (since June 2014), Il Sole 24 Ore S.p.A. (since November 2016) and Mediobanca Banca di Credito Finanziario S.p.A. (since October 2017). Among the main offices he held in the past, there are those of member of the Board of Directors of Sorin S.p.A. (from June 2010 to August 2015), Non-Executive Director of the London Stock Exchange Group (from September 2010 to August 2015), member of the Board of Directors then appointed as Chairman of Borsa Italiana S.p.A. (from November 2010 to August 2015), Chairman of Cassa di Compensazione e Garanzia S.p.A. (from September 2013 to August 2015) and Chairman of Banca Monte Paschi di Siena S.p.A. (from September 2015 to November 2016).

He has been a member of Prysmian Board of Directors since July 2010 and Chairman of the Board of Directors since April 2012. He was elected to his current position by the

Shareholders' Meeting on 16 April 2015 from the slate submitted by the Board of Directors, which obtained the majority of votes.

DECLARATION

The undersigned **Joyce Victoria Bigio**, born in Norfolk, Virginia (USA) on 23/11/1954, in reference to own **candidacy for the role of Member of the Board of Director** of di **Prysmian S.p.A.** (the “**Company**”), as belonging to the slate to be presented by the same Board of Directors at the **Shareholders’ Meeting called on 12 April 2018**, in single call, pursuant to the applicable Law,

ACCEPTS

the candidacy as Member of the Board of Director of di Prysmian S.p.A. and

STATES

under own responsibility:

- the non-existence of grounds for ineligibility, forfeiture and incompatibility to fill the role of Director of the Company and the possession, for the same end, of the requirements prescribed by the Company By-laws and by the law in force;
- that she possesses the good repute requirements established for members of control bodies with a regulation issued by the Minister of Justice pursuant to article 148, para. 4, of Leg. Decree no. 58 of 24 February 1998 (T.U.F.);
- NOT to fall in the circumstances as set out in art. 2390 Civil Code;
- NOT to fall within the grounds for exclusion envisaged for participation in tender or concession procedures by bodies or public administrations (art.80 of Leg. Decree no. 50/2016 - Public Procurement Code);
- there are not in own regard the grounds for banning them from the wholesaling of products in the non-food sector (art.71, Leg. Decree no. 59/2010);
- that she possesses independence requirements envisaged by art. 148, para. 3, of the T.U.F.;
- that she possesses the independence requirements indicated by the “Corporate Governance Code for Listed Companies”, approved by the Committee for the Corporate Governance and promoted by Borsa Italiana S.p.A., ABI, Ania,

Assogestioni, Assonime and Confindustria, to which the Company has adhered;

- that the positions currently held by the undersigned in companies listed on regulated markets, are the following:
 - executive positions: no. 0
 - non-executive positions: no. 1
- Rai Way S.p.A. - Director
- that she is aware of the consequences arising from any defect in these requirements and/or conditions pursuant to the legal and regulatory provisions applicable.

The undersigned undertakes to promptly inform the Board of Directors of the Company of all subsequent changes in the information provided in this declaration and authorizes the conservation and publication of the data and information contained in this declaration and in the attached documents.

Milan, 28 February 2018

(signed by)

Joyce Victoria Bigio

Attachment:

- *Curriculum vitae*

Curriculum Vitae

Personal Information

Joyce Victoria Bigio

Norfolk, Virginia (USA) on 23/11/1954

Education and Training

She is an American-Italian citizen and she has a Degree in Economics from the University of Virginia.

Work Experience

She gained a wide international accounting and finance expertise through a 40 years career in various roles across sectors and geographies including the US, UK and Italy. She qualified as a Certified Public Accountant in the US and has also been certified by the Institute of Internal Auditors as a Quality Assurance Auditor. She started with Arthur Andersen in Washington D.C., spending 10 years in the audit divisions in USA and Milan. She then joined Euromobiliare as controller of this investment bank. In the early 90's, she worked in London with Waste Management, first as head of European reporting and then in their merger and acquisition department. In 1998, she was appointed CFO for Sotheby's Italy and served on the boards of directors in Italy and Switzerland. In 2002 she founded International Accounting Solutions S.r.l., a company specializing in accounting, financial reporting and outsourcing services.

Main Offices

She has served on various board of directors and as member/chair of control and risks committees. She serves on the board of directors of Rai Way S.p.A. since 2014. Since 2012 to 2014 she was member of the board of directors and member of control, risks & remuneration committee of Fiat Chrysler Automobiles S.p.A.; since 2008 to 2014 she was member of the board of directors of Simmel Difesa S.p.A.; since 2012 to 2014 she was member of the board of directors and member of risk & control committee of Gentium S.p.A.; since 2015 to 2017 she was member of the board of directors and chair of audit committee of Fiera Milano S.p.A.; since 2016 to 2017 she was member of the board of directors and member of control and risks committee of Veneto Banca. Currently she is Managing Partner of International Accounting Solutions S.r.l.; since 2015

| to 2017 she was member of the board of directors of Borbonese
| S.p.A.