

CLUBTRE S.P.A.

PRYSMIAN S.P.A.
VIALE SARCA 222
20126 MILANO

Milan, March 19, 2015

SUBJECT: PRESENTATION OF A SLATE OF CANDIDATES FOR THE APPOINTMENT OF THE BOARD OF DIRECTORS OF PRYSMIAN S.P.A.

Dear Sir/Madam,

we refer to the Shareholders' Meeting of Prysmian S.p.A. called in single call for April 16, 2015, whose Agenda, among other matters, will consider the "Appointment of Directors".

In accordance with Article 14 of the By-Laws of Prysmian S.p.A., the undersigned Clubtre S.p.A., with registered office in Milan, via Pontaccio 10, share capital Euro 120,000.00, Milan Company Registration Office and Tax Number 07032080967, holder of 12,690,312 ordinary shares with voting rights at the Shareholders' Meeting, representing 5.856% of the share capital of the Company

files

the present slate, comprising 2 candidates for the Board of Directors of the Company, to be submitted to the Shareholders' Meeting, called in single call for April 16, 2015,

proposing the following persons, listed by a progressive numbering, as candidates for the office of Director of Prysmian S.p.A.:

Progressive number	Name	Surname	Place and date of birth	Independent (1) & (2)
1	Giovanni	Tamburi	Rome, April 21, 1954	(1) & (2)
2	Alberto	Capponi	Milan, July 31, 1954	(1) & (2)

(1) Candidate declared independent in accordance with Article 148, paragraph 3 of Legislative Decree No. 58 of February 24, 1998.

(2) Candidate declared independent in accordance with the Self-Governance Code of listed companies.

In compliance with the previously mentioned Article 14 of the By-Laws, the present slate was filed at the company, together with the following documents:

- certification declaring ownership by Clubtre S.p.A. of the number of shares of Prysmian S.p.A. stated above;
- declaration of each candidate stating: the inexistence of any causes of ineligibility or incompatibility; the possession of the requirements established by law and the By-

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- Laws to hold the office of Director and possession of the independence requirements; availability to accept the candidature;
- curriculum vitae concerning the personal and professional characteristics of each candidate.

Faithfully.

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ATTACHMENTS: PR

DECLARATION

The undersigned Giovanni Tamburi, born in Rome on April 21, 1954, in relation to his candidature for the office of Director of Prysmian S.p.A. (the “Company”), as belonging to the slate which will be presented by Clubtre S.p.A. to the Shareholders’ Meeting called for April 16, 2015, in single call, in accordance with the applicable provisions,

accepts

the candidature for the position of Director of Prysmian S.p.A. and

declares

under his own responsibility:

- the inexistence of reasons for his ineligibility, forfeiture and incompatibility to hold the office of Director of the Company and the holding, for the same purposes, of the requirements established by the By-Laws of the Company and the applicable regulation;
- to fulfill the standing requirements established for members of the Corporate Boards by the regulation issued by the Ministry for Justice in accordance with Article 148, paragraph four of Legislative Decree of February 24, 1998 No. 58 (Consolidated Finance Act);
- that the conditions at Article 2390 of the Civil Code are not applicable;
- that the conditions at Article 38 of Legislative Decree of April 12, 2006 No. 163 (Contractors’ Code) are not applicable;
- to be independent in accordance with Article 148, paragraph three of Legislative Decree No. 58 of February 24, 1998;
- to be independent in accordance with the “Self-Governance Code for Listed Companies” (July 2014 version), issued by the Corporate Governance Committee of Borsa Italiana S.p.A., with which the Company complies;
- to be aware of the consequences from any non-fulfilment of these requirements and/or conditions, in accordance with the applicable regulatory provisions.

The undersigned commits to communicate in a timely manner to the Board of Directors of the Company any changes to the information presented with the present declaration and authorises, in accordance with Legislative Decree of June 30, 2003 No. 196, the publication of the data and information contained in the present declaration and in the attached documents.

Milan, March 18, 2015

Faithfully
Giovanni Tamburi

GIOVANNI TAMBURI

Born in Rome on April 21, 1954.

Graduated in Economics and Commerce at the La Sapienza University of Rome (110 and honours).

January 1992 – present

Tamburi Investment Partners S.p.A.

Founder, Chairman and CEO of T.I.P. – Tamburi Investment Partners S.p.A. - previously Tamburi & Associati Finanza e Privatizzazioni S.p.A., an independent and diversified investment/merchant bank focused on the development and support of business combinations, acquisitions and strategic investments by excellent medium-sized Italian companies listed on the STAR segment of the Italian Stock Exchange with a capitalisation of approx. Euro 450 million. Over the years TIP has made investments – directly and/or through “club deals” involving families and shareholder organisations – of approx. Euro 1.5 billion.

A significant portion of TIP’s share capital is currently held by a number of the main Italian business families.

The annual “aggregated” revenues of the TIP investee companies is approx. Euro 13 billion, with employees numbering approx. 50,000.

October 1980 – December 1991

Euromobiliare (Midland Bank Group)

In the final years of the period considered:

Director and Vice Director General of Euromobiliare S.p.A., Director of Banca Euromobiliare S.p.A. and many other group companies.

Director General of Euromobiliare Montagu S.p.A., a company in which all of the merchant and investment banking activities of the group were concentrated.

September 1977 - September 1980

Cogefar - Bastogi Group

Assistant to the General Manager

February 1975 - July 1977

S.O.M.E.A. S.p.A. – Società per la Matematica e l'Economia Applicata

Analyst

Other offices currently held:
(only principal companies)

Director of (among others and excluding T.I.P.):

- Amplifon S.p.A. (listed on the Italian Stock Exchange)
- Data Holding 2007 (Be)
- Eataly S.r.l.,
- Interpump S.p.A (listed on the Italian Stock Exchange)
- Prysmian S.p.A. (listed on the Italian Stock Exchange)
- Ruffini partecipazioni S.r.l. (Moncler)
- Zignago Vetro S.p.A. (listed on the Italian Stock Exchange)

Member of the Oversight Board of Roche Bobois Group.

Institutional roles: (previous)

Member of the Commission for Law 35/92 created by the Accounts Minister (“Cappugi” Commission for Privatisation).
Member of the “Advisory Board” for the Privatisation of the Milan Municipality.

Academic roles: (previous
before the listing of TIP)

Professor of Business Finance at LIUC – Libera Università di Castellanza, for normal university courses and master degrees between 1992 and 2004.

Professor of Corporate Finance Operations for the master course of LUISS – Libera Università Studio Sociali in Rome between 1993 and 2003.

Author of "Comprare un'azienda, come e perché"; co-author of "Privatizzare, scelte, implicazioni e miraggi", of "Metodi e Tecniche di Privatizzazione", of "Privatizzazione e Disoccupazione, i Poli di Sviluppo Locale", of "Privatizzare con il Project Financing", of "Azionariato dei dipendenti e Stock Option"; of “Finanza d’impresa” of “Corporate Governance” and of “Asset Italia – Proprietà, Valori e Prezzi (pagati e non) delle Aziende Italiane”. Columnist for a number of national daily newspapers and magazines on the issues of finance, economics and related matters.

DECLARATION

The undersigned Alberto Capponi, born in Milan on July 31, 1954, in relation to his candidature for the office of Director of Prysmian S.p.A. (the “Company”), as belonging to the slate which will be presented by Clubtre S.p.A. to the Shareholders’ Meeting called for April 16, 2015, in single call, in accordance with the applicable provisions,

accepts

the candidature for the position of Director of Prysmian S.p.A. and

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- that the conditions at Article 2390 of the Civil Code are not applicable;
- that the conditions at Article 38 of Legislative Decree of April 12, 2006 No. 163 (Contractors’ Code) are not applicable;
- to be independent in accordance with Article 148, paragraph three of Legislative Decree No. 58 of February 24, 1998;
- to be independent in accordance with the “Self-Governance Code for Listed Companies” (July 2014 version), issued by the Corporate Governance Committee of Borsa Italiana S.p.A., with which the Company complies;
- to be aware of the consequences from any non-fulfilment of these requirements and/or conditions, in accordance with the applicable regulatory provisions.

The undersigned commits to communicate in a timely manner to the Board of Directors of the Company any changes to the information presented with the present declaration and authorises, in accordance with Legislative Decree of June 30, 2003 No. 196, the publication of the data and information contained in the present declaration and in the attached documents.

Rome, March 18, 2015

Faithfully
Alberto Capponi

ATTACHMENTS: CURRICULUM VITAE

ALBERTO CAPPONI

Born in Milan on July 31, 1954

Graduated in Monetary & Credit Economics at the Economics and Commerce University of Rome. Enrolled in the register of Financial Promoters.

June 2000 - present	Finaf S.p.A. (Holding Angelini Group) Chairman of the Board of Directors CEO Finance Area CEO Angelini Partecipazioni Finanziarie S.r.l.
1994 – 2000	Citibank, N.A. in the Private Banking Group Vice Chairman, Italy Head of Private Banking Group CEO Cititrust S.p.A.
1988 – 1994	Cominvest Gestioni S.p.A. (Asset management services) CEO (Cassa di Risparmio di Roma Group)
1984 – 1994	Compagnia Internazionale di Investimenti S.p.A. (Cassa di Risparmio Group, Rome)
1979 – 1984	Banca Nazionale dell'Agricoltura (Head Office Marketing and Branch Oversight)
1979	Procter & Gamble Italy (Advertising and Budget Control Dept.)
1978 – 1979	Studio Boccolini (Fiscal and Tax Consultancy)