

PRYSMIAN S.P.A.

**Ordinary and Extraordinary Shareholders' Meeting held on April 16th 2014
Summary report of the votes upon the items of the Shareholders' Meeting agenda**

Ordinary Session

1. Financial statements at 31 December 2013; Directors' report and proposed allocation of profit for the year; report by the Board of Statutory Auditors; report by the Independent Auditors; related resolutions.

Shares represented at Shareholders' Meeting	126,962,503, equal to the 59.165% of the share capital
Voting Shares	126,962,503, equal to the 59.165% of the share capital
In favor	126,838,897
Against	18,713
Abstained	104,893

2. Appointment of Director; related resolutions.

Shares represented at Shareholders' Meeting	126,962,503, equal to the 59.165% of the share capital
Voting Shares	126,962,503, equal to the 59.165% of the share capital
In favor	126,454,049
Against	404,748
Abstained	103,706

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 16 April 2013; related resolutions.

Shares represented at Shareholders' Meeting	126,962,503, equal to the 59.165% of the share capital
Voting Shares	126,962,503, equal to the 59.165% of the share capital
In favor	124,883,168
Against	1,868,151
Abstained	211,184

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

Shares represented at Shareholders'	126,962,503, equal to the
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Meeting	59.165% of the share capital
Voting Shares	126,962,503, equal to the 59.165% of the share capital
In favor	124,144,854
Against	1,152,412
Abstained	1,665,237

5. Consultation on the Prysmian Group's remuneration policies.

Shares represented at Shareholders' Meeting	126,962,503, equal to the 59.165% of the share capital
Voting Shares	126,962,503, equal to the 59.165% of the share capital
In favor	121,229,635
Non in favor	3,882,113
Abstained	1,850,755

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 536,480, 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. 5,364,800 ordinary shares with a nominal value of Euro 0.10 each. Amendment of art. 6 of the By-laws. Resolutions related thereto.

Shares represented at Shareholders' Meeting	126,962,503, equal to the 59.165% of the share capital
Voting Shares	126,962,503, equal to the 59.165% of the share capital
In favor	125,410,157
Against	1,448,640
Abstained	103,706