

To the shareholders of

PRYSMIAN S.p.A.

Viale Sarca n. 222 - 20126 Milan

Milan, 14 March 2012

RE: Ordinary Shareholders Meeting of Prysman S.p.A. of 18 April 2012. Presentation of the list of candidates for appointment as Director of Prysman S.p.A.

Dear Shareholders,

We refer to the Ordinary Shareholders Meeting of Prysman S.p.A. convened for 18 April 2012 in a single meeting and with the following agenda items: *“Appointment of the Board of Directors following determination of the number of members and the duration of office”*.

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

HEREBY SUBMITS

this *list of candidates for appointment as members of the Board of Directors* of Prysman 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 list 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.
- 3) *Curricula vitae* regarding the personal and professional characteristics of each candidate.

Sincerely,

On behalf of the Board of Directors

The Chief Executive Officer

(Valerio Battista)

Attachments: As described above

Attachment 1)

LIST OF THE CANDIDATES FOR DIRECTOR

LIST OF CANDIDATES

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

Ordinary Shareholders Meeting of 18 April 2012

Sequential number	Name and Surname	Place and date of birth	Requirements of Independence	
			Art. 148, par. 3., T.U.F. [Finance Consolidation Act]	Code Of Conduct of Borsa Italiana S.p.A.
1.	Giulio Del Ninno	Milan, 12/06/1940	✓	✓
2.	Claudio De Conto	Milan, 16/09/1962	✓	✓
3.	Massimo Tononi	Trento, 22/08/1964	✓	✓
4.	Valerio Battista	Arezzo, 08/01/1957		
5.	Pier Francesco Facchini	Lugo (Province of Ravenna), 04/08/1967		
6.	Fabio Ignazio Romeo	Rho (Province of Milan), 25/08/1955		
7.	Frank Franciscus Dorjee	Geelong (Australia), 02/08/1960		
8.	Friedrich Wilhelm Froehlich	Olpe (Germany), 19/03/1942	✓	✓
9.	Maria Elena Cappello	Milan, 24/07/1968	✓	✓
10.	Enrico Albizzati	Varese, 24/08/1946	✓	✓
11.	Marco Spadacini	Milan, 22/04/1938	✓	✓

Attachment 2)

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

DECLARATION

The undersigned Giulio Del Ninno, who was born in Milan on 12/06/1940 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Giulio Del Ninno

Attachment
Curriculum vitae

Giulio Del Ninno: *curriculum vitae*

He is a graduate in Mechanical Engineering from Milan's Polytechnic University. After a brief experience as a designer of air conditioning and heating systems, he carried out applied research at Snia Viscosa's Experimental Centre. He joined the Garzanti Group in 1973 as Production Director for Garzanti Editore, a position he held until 1976, when he moved to the Montedison Group where he held numerous positions, first as Technical and Research Director in Montefibre's Polyester Sector, then as Chairman and Chief Executive Officer of the affiliate Linoleum Due Palme (a manufacturer of textile and PVC floor coverings), then as Head of Total Quality at Montefibre. From 1988 to 1996 he was Electrical Sector Director in Edison (then Selm S.p.A.) and was appointed Chief Executive Officer of the Edison Group in 1996, holding this position until April 2005. From December 2003 to June 2008 he was Chief Executive Officer of Edipower (Edison Group), Italy's number three producer of electricity. From February 2008 until October 2011 he was Chairman of SIAP (Sviluppo Italia Aree Produttive). On 30 September 2008 he was appointed Chairman of ICQ Holding S.p.A., a company operating in the sector of electricity generation from renewable sources. On 29 October 2009 he was appointed Deputy Chairman of Italgas S.p.A., the Italcementi group company involved in electricity generation. Since December 2005 he has been a member of the Board of Directors of Prysmian S.p.A.

Main offices held

ICQ Holding S.P.A.	Chairman
Italgas S.P.A.	Vice-Chairman

DECLARATION

The undersigned Claudio De Conto, who was born in Milan on 16/09/1962 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Claudio De Conto

Attachment
Curriculum vitae

Claudio De Conto: *curriculum vitae*

He graduated in Corporate Finance in 1986 from the "Luigi Bocconi" University in Milan. After his studies he joined Ernst & Whinney in the UK. He 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 fact, between 1996 and 2000, he held the position of Chief Financial Officer of Pirelli Neumaticos S.A. (Spain) and then of Chief Financial Officer of Pirelli Deutschland A.G. (Germany). In 2000 he became Director of Administration, Planning and Control of 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 Director Finance at Pirelli Real Estate and from June 2009 to May 2010 Executive Chairman of Pirelli Real Estate Credit Servicing S.p.A..

He has sat on the Board of Directors of RCS MediaGroup S.p.A and been a member of the Management Board of Banca Popolare di Milano S.c.a.r.l..

Currently he is also a Senior Advisor of McKinsey and a Board Director of Artsana S.p.A., Sesto Immobiliare S.p.A. and Star Capital SGR S.p.A. (formerly known as Efibanca Palladio SGR).

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), and is currently a member of the European Financial Reporting Advisory Group (EFRAG).

Since July 2010 he has been a member of the Board of Directors of Prysmian S.p.A.

Main offices held

Artsana S.p.A.	Director
Star Capital SGR S.p.A.	Director
Sesto Immobiliare S.p.A.	Director

DECLARATION

The undersigned Massimo Tononi, who was born in Trento on 22/08/1964 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Massimo Tononi

Attachment
Curriculum vitae

Massimo Tononi: *curriculum vitae*

graduated in Business Economics in 1988 from the "Luigi Bocconi" University in Milan. He worked up until 1993 for the Investment Banking Division of Goldman Sachs in London. From 1993 to 1994 he worked as personal assistant to the Chairman of Istituto per la Ricostruzione Industriale (IRI SpA). In 1994 he returned to Goldman Sachs, where he became Partner Managing Director of the London Investment Banking Division, and also of the Milan Investment Banking Division in 2005.

In May 2006 he was appointed Undersecretary at Italy's Ministry of Economy and Finance, holding this office until May 2008. Upon ending his experience at Italy's Ministry of Economy and Finance, he resumed his position as Partner Managing Director of Goldman Sachs' London Investment Banking Division until July 2010.

He is currently a member of the Board of Directors and Executive Committee of Mittel SpA (since May 2010), a member of the Board of Directors and Executive Committee of Sorin SpA (since June 2010), a Non-Executive Director of the London Stock Exchange Group (since September 2010) and a member of the Board of Directors of Borsa Italiana SpA (since November 2010) and its Chairman (since June 2011).

Since July 2010 he has been a member of the Board of Directors of Prysmian S.p.A.

Main offices held

Mittel S.p.A.	Director and member of the Executive Committee
Sorin S.p.A.	Director and member of the Executive Committee
London Stock Exchange Group	Non-Executive Director
Borsa Italiana S.p.A.	Chairman of the Board of Directors

DECLARATION

The undersigned Valerio Battista, who was born in Arezzo on 08/01/1957 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Valerio Battista

Attachment
Curriculum vitae

Valerio Battista: curriculum vitae

He is the Company's Chief Executive Officer and General Manager at the head of the entire Prysmian Group organisation. He gained over 17 years of experience with the Pirelli Group and headed the Energy Cables and Systems business unit for five years, including over the period 2002-2003 during which the Group successfully completed its reorganisation. He graduated in Mechanical Engineering from Florence University in 1981. He joined Uno A Erre Italia S.p.A. in 1983 as Head of the Technical 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 became Director of the Pirelli Tyre division's Steel Cord business unit, 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. He has been a member of the Board of Directors of Indesit S.p.A. since 2010.

Main offices held

Prysmian Cavi e Sistemi S.r.l. (*)	Chairman of the Board of Directors
Indesit S.p.A.	Director

(*) a Prysmian Group company

DECLARATION

The undersigned Pier Francesco Facchini, who was born in Lugo (Province of Ravenna) on 04/08/1967 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Pier Francesco Facchini

Attachment
Curriculum vitae

Pier Francesco Facchini: *curriculum vitae*

Since 2007 he has been the Chief Financial Officer of the Prysmian Group and a member of the Board of Directors of Prysmian S.p.A. He graduated in Business Economics in 1991 from the "Luigi Bocconi" University in Milan. His first work experience was with Nestlè Italia, where he held different positions in the Administration and Finance department between 1991 and 1995. From 1995 to 2001 he worked in a number of 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 of Fiat Auto's Consumer Services business unit, leaving in 2003 to become CFO of Benetton Group, a post he held until November 2006.

Pier Francesco Facchini: Main offices held

Prysmian Treasury Srl (*)	Chairman of the Board of Directors
Prysmian Treasury (LUX) Sàrl (*)	Chairman
Prysmian Cables et Systemes France S.A.S. (*)	Chairman
Prysmian Cables y Sistemas S.A. (*)	Director
Prysmian Cables and Systems B.V. (*)	Director
P.T. Prysmian Cables Indonesia Ltd (*)	Chairman
Prysmian (China) Investment Company Ltd (*)	Director
Prysmian Cavi e Sistemi Italia S.r.l. (*)	Chairman of the Board of Directors
Prysmian Cavi e Sistemi S.r.l. (*)	Director
Prysmian (Dutch) Holdings B.V. (*)	Director
Prysmian MKM Magyar Kabel Muvek KFT (*)	Chairman of the Supervisory Board
Prysmian Cable Holding B.V. (*)	Director
Draka Holding N.V. (*)	Member of the Supervisory Board
Draka Comteq France S.A.S. (*)	Chairman

(*) a Prysmian Group company

DECLARATION

The undersigned Fabio Ignazio Romeo, who was born in Rho (Province of Milan) on 25/08/1955 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Fabio Ignazio Romeo

Attachment
Curriculum vitae

Fabio Ignazio Romeo: curriculum vitae

He is Senior Vice President Business Energy of the Prysmian Group and has been a member of the Board of Directors of Prysmian S.p.A. since 2007. He graduated in Electronic Engineering from Milan's Polytechnic University in 1979 and obtained an MS and later a Ph.D in Electronic Engineering and Computer Sciences from the University of California, Berkeley, in 1986 and 1989 respectively. He began his career in 1981 with Terna (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 Honeywell's CEO. He moved to Magneti Marelli's Electronics division in 1989 with the position of Innovation Manager. In 1995 he was appointed Managing Director of Magneti Marelli's rearview mirrors division, and in 1998, he took over the same position in the electronic systems division of Magneti Marelli. In 2001 he moved to the Pirelli Group as Director of the Truck division of the Pirelli Tyre business and, a year later, he took up the position of Utilities Director of the Pirelli Cables division. In December 2004 he became Head of the Group's Energy Cables and Systems business unit.

Fabio Ignazio Romeo: Main offices held

Turk Prysmian Kablo ve Sistemleri AS (*)	Director
Prysmian Cables et Systemes France S.A.S. (*)	Director
Prysmian Cables and Systems B.V. (*)	Director
Prysmian Power Cables & Systems New Zealand Ltd (*)	Director
Prysmian Power Cables and Systems Canada Ltd (*)	Director
Prysmian Power Cables and Systems USA Llc (*)	Director
Prysmian Cabluri Si Sisteme S.A. (*)	Director
Prysmian Power Cables & Systems Australia Pty Ltd (*)	Director
P.T. Prysmian Cables Indonesia Ltd (*)	Director
Prysmian (China) Investment Company Ltd (*)	Director
Prysmian Cavi e Sistemi S.r.l. (*)	CEO
Prysmian Kabler Og Systemer AS (*)	Director
Prysmian PowerLink S.r.l. (*)	Chairman of the Board of Directors
Prysmian Kablar OCH System AB (*)	Director
Prysmian MKM Magyar Kabel Muvek KFT (*)	Member of the Supervisory Board
Prysmian Tianjin Cables Co. Ltd (*)	Director
Prysmian Angel Tianjin Cable Co. Ltd (*)	Director
Draka Cableteq Asia Pacific Holding Pte Ltd.(*)	Director
Draka Hoding N.V. (*)	Member of the Supervisory Board
CESI MOTTA S.p.A.	Director

(*) a Prysmian Group company

DECLARATION

The undersigned Frank Franciscus Dorjee, who was born in Geelong (Australia) on 02/08/1960 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Frank Franciscus Dorjee

Attachment
Curriculum vitae

Frank Franciscus Dorjee: *curriculum vitae*

He is the Chief Strategy Officer of the Prysmian Group and has been a member of the Board of Directors of Prysmian S.p.A. since March 2011. He graduated from the University of Amsterdam with a degree in business economics (1983), a degree in tax economics (1984) and a degree in tax law (1985). He has been a certified public accountant since 1986. In 1986 he joined KPMG Audit (KPMG Accountants N.V.) and was appointed partner on 1 January 1995. He is a former Chief Financial Officer and member of the Executive Board of Van der Moolen Holding N.V.. He was first appointed to the Board of Management of Draka Holding N. V. on 1 March 2005 as Chief Financial Officer. Mr. Dorjee was appointed Chairman and Chief Executive Officer of the Board of Management of Draka Holding N.V. with effect from 1 January 2010.

Frank Franciscus Dorjee: Main offices held

Draka Holding N.V. (*)	Chief Executive Officer
Prysmian Cables et Systemes France S.A.S. (*)	Director
Elkat Ltd. (*)	Vice- Chairman
Draka Cableteq Asia Pacific Holding PTE Ltd (*)	Director
Prysmian Cables & Systems Limited (*)	Director
Prysmian Kabel und Systeme GmbH (*)	CEO
Associated Cables Private Ltd (*)	Director
Yangtze Optical Fibre and Cable Co. Ltd. (*)	Vice- Chairman

(*) a Prysmian Group company

DECLARATION

The undersigned Friedrich Wilhelm Froehlich, who was born in Olpe (Germany) on 19/03/1942 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Friedrich Wilhelm Froehlich

Attachment
Curriculum vitae

Friedrich Wilhelm Froehlich: *curriculum vitae*

He graduated in Economics at the University of Cologne (Germany). He has published a number of articles as well as a book on managing multinational companies. He has had a long international career, starting with a post in the administration department of Firestone Tire & Rubber Co. in the United States. In Germany, he was Export Sales Manager with Fichtel & Sachs AG, President of Sachs-Dolmar GmbH, and subsequently became Chairman of Krupp Widia GmbH. In 1991 he joined Akzo, the Dutch chemicals and pharmaceuticals multinational, as Chairman of the Fibers Group in Wuppertal, Germany. In 1993 he became a Member of the Board of Management with responsibility for the Fibers business. In 1998 he was appointed Chief Financial Officer and Deputy Chairman of the Akzo Nobel Board of Management, a position he held until 2004. In 2004 he received the European Award for Financial Management Excellence from Chemical Week Associates. Reuters Institutional Investor Research voted him best CFO in the European chemicals industry in 2003 and 2004 and best Dutch listed company CFO in 2000. In 2004 he was also awarded the Dutch royal honour of "Officer in the Order of Orange-Nassau". Fritz Fröhlich currently sits on the Supervisory Boards of several international companies.

Since March 2011 he has been a member of the Board of Directors of Prysmian S.p.A.

Main offices held

Randstad NV	Chairman
ASML NV	Director
Altana AG	Chairman
Rexel SA	Director

DECLARATION

The undersigned Maria Elena Cappello, who was born in Milan on 24/07/1968 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under her own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that she possesses the requirements set forth by the applicable laws to this end;
- that she possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that she possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that she possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that she is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in her *curriculum vitae*.

Milan, 7 March 2012

signed by Mrs. Maria Elena Cappello

Attachment
Curriculum vitae



Maria Elena Cappello: *curriculum vitae* for the position of Director of Prysmian S.p.A.

In 2007 Maria Elena Cappello joined Nokia Siemens Networks, a joint venture established in 2007 and owned 50% by Siemens and 50% by Nokia included in the scope of consolidated of Nokia, where she also held the position of head of Strategic Marketing at the global level.

She is currently the CEO and General Manager of Nokia Siemens Networks Italia SpA and Nokia Siemens Networks SpA, two companies which have neither commercial relationships nor relations of any other kind with the Prysmian Group.

In over 20 years of career in Italy and abroad, she has gained significant managerial experiences thanks to her continually increasing responsibilities, achieving competitive advantages, market shares, profits and sales increase and cost optimisation for the companies. She is skilled in managing heterogeneous working groups and complex business models, adapting them to local regulations.

In 1991, while she was studying Telecommunications Engineering at the University of Pavia with an Italtel student grant, she joined the company, where she developed long distance transmission networks, working between New Jersey, at the AT&T Bell Laboratories, and Milan. In 1994 she managed and developed the Public Administration sales sector first, and then the Telecom sector for EMC Italia, after working at the production facilities in Cork (Ireland). In 1998 she was hired by Digital/Compaq/HP, where she took various responsibilities at the EMEA level from Munich (Germany), including that of Executive Director Global Services EMEA, growing the business by 35%. Before joining Nokia Siemens Networks, Pirelli Broadband Solutions entrusted her with the role of Senior Vice President for the sales sector at the global level.

As an entrepreneur, she established and developed MetiLinx, a software company operating at the European level, opening branches in London, Milan and Munich in 2002.

Maria Elena Cappello is a member of the executive committee of the Global mobile Supplier Association (GSA), with registered office in Zurich, where she is the Vice-President. She is a member of the Board of Directors of Valore D. She also chairs the Confindustria Group Ricerca e Innovazione of Comitato Investitori Esteri [Foreign Investor's Research and Innovation Committee].

Mrs. Cappello obtained a Master's degree in Strategic Marketing and Sales Techniques at Babson College, MA (USA) financed by EMC and an Executive Master's degree in Marketing Management at SDA Bocconi, financed by Compaq. In addition to a high school diploma in classical studies at Liceo Parini of Milan, she has a High School Graduation at Mount Pleasant High School of Wilmington – DE (USA).

A great fan of art, music and literature, she is also an avid skier and sailor. She is an Italian native speaker and speaks English and German fluently.

DECLARATION

The undersigned Enrico Albizzati, who was born in Varese on 24/08/1946 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Enrico Albizzati

Attachment
Curriculum vitae

Enrico Albizzati: *curriculum vitae*

After receiving his Chemistry diploma, he began his career in 1966 at the Milan Research Centre of Montedison S.p.A. in the group directed by Professor Giulio Natta, who received the Nobel Prize for Chemistry in 1963. While he was working, he received a degree in Biological Sciences in 1972 at the University of Milan. From 1983 to 1988 he was the Director of the "Polymer Synthesis" Department of the Istituto Guido Donegani of Novara (the Montedison Group Corporate Research Centre).

In December 1988 he moved to Himont Italia. In July 1990 he was appointed Director of the Himont Research Centre in Novara. In April 1992 he became the Director of Basic Research at the Himont Inc. "G. Natta" Research Centre of Ferrara. In 1995, he was appointed Director of Basic Research of Montell Polyolefins (J/V between Montedison and Shell) and directly coordinated three research groups in Ferrara, Wilmington (Delaware) and Amsterdam. In October 1995, he became a consultant to the United Nations (in particular for UNIDO and ESCWA). From 1996 to 2001, he was the Chairman of the Scientific Council of the Institute for Macromolecular Studies of Milan CNR. In November 1996 E. Albizzati left Montell to join Pirelli Cavi e Sistemi as Research and Development Director. Furthermore, in January 1999 he was also appointed Director of Advanced Materials Research at Pirelli Pneumatici. From 1997 to 1999 he was Chairman of the A.I.M. (Associazione Italiana di Scienza e Tecnologia delle Macromolecole). Since January 2001 he has been a member of the Editorial Board of the magazine *Polymers for Advanced Technologies*. In July 2001 he was appointed CEO of Pirelli Labs S.p.A, the Corporate Research and Development company of the Pirelli Group. In 2002 he became a member of the Board of Directors of Pirelli Ambiente, Cam Tecnologie S.p.A and University of Milano-Bicocca. In 2002 he was appointed Director of Health, Safety and Environment of Pirelli S.p.A. In 2002 he was appointed Director of CORIMAV (Advanced Materials Research Consortium), a research consortium in which Pirelli and the University of Milano-Bicocca participate. In 2003 he also became a member of the Scientific Commission of FAST (Federation of the Scientific and Technical Associations), the Silvio Tronchetti Provera Foundation and the Coordination Committee of the University of Pavia (Faculty of Engineering). In 2004 he was appointed member of the Coordination Committee of the CNR for Materials and Systems. In 2005 he also became the Chief Materials Officer of Pirelli S.p.A. and a member of the Board of Science and Technology of Milano Ricerche. He has been a member of the Industrial Advisory Panel of the Elettra Laboratory of Sincrotrone Trieste S.C.p.A. since 2006. On 11 December 2006 Enrico Albizzati received by the UGIS (the Italian Science Writers Association) at the Circolo della Stampa of Milan, based on the proposal of Minister Luigi Nicolais, the Eureka Scienza 2006 Prize for dissemination of scientific culture, awarded by the "Culture and Science" Association in collaboration with the Ministry of University and Scientific Research. He was also awarded with the Scanno Prize for Technological Innovation. He was appointed Member of the TTVenture Investment Committee in January 2008 and in February 2008 he was appointed Chairman of the Board of Science and Technology of

Milano Ricerche. In December 2009 he was appointed Member of the “Nucleo di Valutazione dell’Ateneo” of the University of Milano-Bicocca. In 2010 he was appointed member of the B.o.D. of Directa Plus S.r.l. and of Bionsil S.r.l. Mr. Albizzati has published over 70 articles in international magazines and is the author of the chapter on Polyolefins in the Treccani Encyclopaedia and the author of over 250 patents for polymer catalysts, macromolecular chemistry, power cables, tyres and the distributed generation of electricity. He has furthermore held conferences at the Accademia dei Lincei and has been an Invited Speaker at International Congresses. In addition to his positions, he has taught at the International School of Advanced Studies in Polymers Science of Ferrara and at the University of Naples.

DECLARATION

The undersigned Marco Spadacini, who was born in Milan on 22/04/1938 and is a candidate for appointment to the Board of Directors of Prysmian S.p.A. by the Ordinary Shareholders Meeting convened for 18 April 2012 in a single meeting and pursuant to the following applicable provisions,

ACCEPTS

the candidacy for board member of Prysmian S.p.A. and

DECLARES

under his own responsibility:

- that there exist no causes of ineligibility or incompatibility insofar as holding the office of member of the Board of Directors of Prysmian S.p.A. and that he possesses the requirements set forth by the applicable laws to this end;
- that he possesses the requirements of integrity established for members of control bodies with the regulation issued by the Ministry of Justice pursuant to article 148, paragraph four, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence set forth in article 148, paragraph three, of Legislative Decree 58 of 24 February 1998;
- that he possesses the requirements of independence pursuant to the Code of Conduct of Borsa Italiana S.p.A.;
- that he is aware of the consequences ensuing from any deviation from these requirements pursuant to the applicable laws and regulations.

The undersigned will immediately communicate any changes in the information provided with this declaration and authorizes the publication of the information and the data contained in his *curriculum vitae*.

Milan, 7 March 2012

signed by Mr. Marco Spadacini

Attachment
Curriculum vitae

CURRICULUM VITAE

MARCO SPADACINI born in Milan on 22 April 1938.

STUDIES

1958 High School Diploma in Classical Studies - Liceo Gonzaga of Milan

1963 Degree in Economics and Business – Bocconi University of Milan

- Certified public accountant.
Registered in the Registry of Certified Public Accountants of Milan as from 10 June 1969.
- Statutory Auditor pursuant to Ministerial Decree no. 115 of 19/04/1973 Official Journal of 05/05/1973.
- Registered in the Registry of Auditors pursuant to Ministerial Decree no. 31/bis of 12/04/1995 Official Journal of 21/04/1995.
- Court-appointed official receiver, provisional liquidator and trustee in bankruptcy for various insolvency procedures at the Court of Milan.

FOREIGN LANGUAGES

Good knowledge of French and English.

PROFESSIONAL EXPERIENCE

SINCE 1969 associate at the **STUDIO SPADACINI ASSOCIAZIONE PROFESSIONALE** - Via Pietro Mascagni 14 - Milan.

This business mainly provided:

- administration, fiscal and corporate consulting, tax and corporate due diligence
- restructuring of companies and/or corporate groups focusing on indebtedness and group rationalisation.
- judicial cooperation with the Court of Milan
- technical-accounting appraisals
- business assessments and impairment tests

Activities carried out personally:

- tax and corporate issues
- international tax and tax planning issues
- debt restructuring
- corporate restructuring (mergers, demergers and transfers)
- M & A operations
- court official at the Court of Milan
- reports on the appropriateness of business plans

1964-1966	RIZZOLI EDITORE Assistant to the Advertising Manager
1966-1969	Sales Manager of a domestic Company that produces wall-to-wall carpets and rugs.
1978 – 2009	Chairman of the Board of Directors of Tessitura Meccanica Seteria G.Ones S.p.A., a company that produces fabrics for clothing.
SINCE 1982 (today)	Member of the Board of Directors of a trust company that managed approximately euro 2,500,000,000.00.
SINCE 1980-1986	Chief Executive Officer of the Istituto Ortopedico Riccardo Galeazzi hospital
1991-1996	Chairman of the Board of Directors of Cederna S.p.A., a textile manufacturer of linings for clothing. Turnover of approximately 50 billion.
1999-2010	Member of the Board of Directors of FONDAZIONE CARIPLO

LIST OF MAIN OFFICES CURRENTLY HELD

ARNOLDO MONDADORI EDITORE S.P.A.	Director
ATLANTIA S.P.A.	Chairman of the Board of Statutory Auditors
FONDIARIA - SAI S.P.A.	Standing Auditor
METROWEB S.P.A.	Director
GRUPPO APPLE COMPUTER ITALIA	Chairman of the Board of Statutory Auditors
GRUPPO AXA ASSICURAZIONI S.P.A.	Standing Auditor
SOGE EXPO 2015	Standing Auditor
COMPAGNIA FIDUCIARIA NAZIONALE S.P.A.	Director (since1982)
TRANSALPINA DI ENERGIA S.R.L.	Standing Auditor
INTESA SAN PAOLO S.P.A.	Supervisory Director