

**PRYSMIAN S.P.A.**

**Ordinary Shareholders' Meeting held on April 18<sup>th</sup> 2012**

**Summary report of the votes upon the items of the Shareholders' Meeting agenda**

1. Financial statements at 31 December 2011; Directors' report and proposed allocation of profit for the year; report by the Board of Statutory Auditors; report by the Independent Auditors; related resolutions.

<b>Shares represented at Shareholders' Meeting</b>	120.011.527, equal to 55,967% of the share capital
<b>Voting Shares</b>	119.647.164, equal to 55,797% of the share capital
<b>In favor</b>	119.389.550
<b>Against</b>	2
<b>Abstained</b>	257.612

2. Appointment of the Board of Directors after determining its size and term in office.

First vote – determination of 11 as numbers of Directors and establishing of the term in office as three financial years

<b>Shares represented at Shareholders' Meeting</b>	120.001.413, equal to 55,963% of the share capital
<b>Voting Shares</b>	120.001.411, equal to 55,963% of the share capital
<b>In favor</b>	117.951.350
<b>Against</b>	2.043.265
<b>Abstained</b>	6.796

Second vote – vote of the slates

<b>Shares represented at Shareholders' Meeting</b>	120.001.413, equal to 55,963% of the share capital
<b>Voting Shares</b>	120.001.411, equal to 55,963% of the share capital
<b>In favor of the Slate no.1- presented by the outgoing Board of Directors</b>	99.630.356
<b>In favor of the Slate no.2 – presented by the shareholder Clubtre Srl</b>	14.685.312
<b>In favor of the Slate no.3 – jointly presented by a group of fund management companies and institutional foreign investors</b>	3.635.682
<b>Against to all the Slates</b>	2.043.265
<b>Abstained</b>	6.796

3. Determination of the emoluments of members of the Board of Directors.

<b>Shares represented at Shareholders' Meeting</b>	120.001.411, equal to 55,963% of the share capital
<b>Voting Shares</b>	119.396.448, equal to 55,680% of the share capital
<b>In favor</b>	118.349.141
<b>Against</b>	188.823
<b>Abstained</b>	858.484

4. 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; related resolutions.

<b>Shares represented at Shareholders' Meeting</b>	120.001.411, equal to 55,963% of the share capital
<b>Voting Shares</b>	119.396.448, equal to 55,680% of the share capital
<b>In favor</b>	117.803.616
<b>Against</b>	917.778
<b>Abstained</b>	675.054

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

<b>Shares represented at Shareholders' Meeting</b>	120.001.411, equal to 55,963% of the share capital
<b>Voting Shares</b>	119.396.448, equal to 55,680% of the share capital
<b>In favor</b>	117.033.134
<b>Non in favor</b>	850.771
<b>Abstained</b>	1.512.543