

**PROXY FORM<sup>1</sup>**

The undersigned

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Name and Surname / Company name

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Tax code

Date of birth

Place of birth (Province)

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Address of residence / registered office

Town/City

Country

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Phone number

E-mail

Entitled to vote with no. \_\_\_\_\_ ordinary shares PRYSMIAN S.p.A. (“**Company**” o “**Prysmian**”) in quality of<sup>2</sup>

- direct owner of the shares**
- legal representative of** \_\_\_\_\_
- representative with power of sub-proxy  secured creditor
- reporter  usufructuary  custodian  manager
- other (specify) \_\_\_\_\_

As per:

- (i) **Copy of the notice issued by an authorized intermediary**
- (ii) **Copy of own identity document**

**DELEGATES**

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Name and Surname / Company name

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Tax code

Date of birth

Place of birth (Province)

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Address of residence / registered office

Town/City

Country

to be represented in respect of all shares for which is/are entitled to vote at the Ordinary and Extraordinary Shareholders’ Meeting of:

**PRYSMIAN**, convened  
in Milan, via Chiese no.6, on 19 April 2023 at 9:00 a.m, in single call,  
granting all the necessary powers to vote on his/her name and behalf, according to the given voting instructions.

Place and date

Signature (readable and in full)

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<sup>1</sup> Each person entitled to participate in the Shareholders’ Meeting must be represented by proxy in writing pursuant to the applicable provisions of law, with the option of using this Proxy Form available on the Company’s website at [www.prysmiangroup.com](http://www.prysmiangroup.com) (under Company/Governance/Shareholders’ Meeting) dedicated to this Shareholders’ Meeting. The proxy, together with the annexes, must be delivered to the Company, by registered mail with proof of delivery, to the registered office (Via Chiese no.6 - 20126 Milan) to the attention of "Prysmian S.p.A. - Corporate Affairs Department" (indicating on the envelope " PROXY for the Shareholders’ Meeting"), or by e-mail to [corporate-pryspa@pec.prysmian.com](mailto:corporate-pryspa@pec.prysmian.com), (indicating in the object "PROXY for the Shareholders’ Meeting"), by 6:00 p.m. on 18 April 2023.

<sup>2</sup> Specify the capacity of the signatory of the proxy and attach, in the case of a legal person, documentation proving signatory powers.

**Voting Instructions:****(Section containing information for the Proxy Holder / Substitutes - Tick the chosen box)**

The undersigned

\_\_\_\_\_  
(Name and Surname of the delegating party)**Alternatively, in case of legal entity**

The company (company name)

expressly authorises the Proxy Holder to vote in accordance with the following voting instructions at the Shareholders' Meeting of PRYSMIAN ISIN code IT0004176001, convened:  
in Milan, via Chiese no. 6  
on 19 April 2023 at 9:00 a.m., in single call,

<i><b>O.1. Approval of the financial statements of Prysmian S.p.A. as of 31 December 2022, accompanied by the Reports of the Board of Directors, of the Board of Statutory Auditors and of the Independent Auditor. Presentation of the Annual Integrated Report which includes the consolidated financial statements as of 31 December 2022 and the consolidated non-financial report for the year 2022</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i><b>O.2. Allocation of net profit for the year and distribution of dividend.</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i><b>O.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 12 April 2022; related resolutions.</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i><b>O.4. Incentive plan: resolutions under article 114-bis of Italian Legislative Decree 58/98.</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i><b>O.5 Approval of the remuneration policy of Prysmian Group</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i><b>O.6. Advisory vote on the compensation paid in 2022.</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained
<i><b>E.1. Proposal for a free share capital increase, to be reserved for the incentive plan submitted to the approval of today's Ordinary Shareholders' Meeting, for a maximum nominal amount of Euro 950,000.00, by means of assignment pursuant to art. 2349 of the Italian Civil Code, of a corresponding amount withdrawn from profits or from profit reserves, with the issuance of no more than no. 9,500,000 ordinary shares with a par value of Euro 0.10 each. Contextual amendment of Article 6 of the Articles of Association. Related resolutions</b></i>	<input type="checkbox"/> In Favor	<input type="checkbox"/> Against	<input type="checkbox"/> Abstained

Place and date

Signature (readable and in full)

## LIABILITY ACTION

In case of vote on the liability action proposed in accordance with Art. 2393, paragraph 2 of the Italian Civil Code by shareholders during the approval of the financial statements, the undersigned delegates the Proxy Holder to vote as follows:

IN FAVOR

AGAINST

ABSTEINED

(place) ..... (date) .....

Signature.....

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### The following documents:

- a) Ordinary Proxy Form;
- b) Voting Instructions;
- c) Copy of the identity document or equivalent of the delegating party;
- d) In the case of a legal entity, a copy of an identity document, currently valid, of the *pro tempore* legal representative, or of another person with appropriate powers, together with appropriate documentation attesting his or her status and powers (copy of a Chamber of Commerce certificate or similar);
- e) Copy of the notice issued by the authorized intermediary;

must be delivered to the Company, by registered mail with proof of delivery, to the registered office (Via Chiese no.6 - 20126 Milan) to the attention of "Prysmian S.p.A. - Corporate Affairs Department" (indicating on the envelope "PROXY for the Shareholders' Meeting"), or by e-mail to [corporate-prvspa@pec.prysmian.com](mailto:corporate-prvspa@pec.prysmian.com), (indicating in the object " PROXY for the Shareholders' Meeting"), by 6:00 p.m. on 19 April 2023.

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