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*This is a press release by Prysmian S.p.A., pursuant to the provisions of Article 4, paragraph 3 of the Decree on public offers Wft (Besluit Openbare Biedingen Wft, the **Decree**) in connection with the public offer by Prysmian S.p.A. for all the issued and outstanding ordinary shares in the capital of Draka Holding N.V. (the **Offer**) This announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities in Prysmian and/or Draka. Any offer will be made only by means of the Offer Memorandum. This announcement is not for release, publication or distribution, in whole or in part, in or into directly or indirectly the United States, Canada, Japan and Australia.*

With reference to the joint press release of Prysmian S.p.A. (**Prysmian** or the **Offeror**) and Draka Holding N.V. (**Draka**) of 22 November 2010 and the press releases of Prysmian of 15 December 2010, 5 January 2011 and 7 January 2011, Prysmian hereby announces

Today 24 January 2011, the ordinary and extraordinary Shareholders Meetings of Prysmian S.p.A. have been convened.

The Shareholders Meeting in its extraordinary part, approved the proposal of a capital increase of Prysmian S.p.A., excluding the option right, to be subscribed in whole or in part and to be paid up by way of a contribution in kind. The resolved capital increase is for a maximum nominal amount of Euro 3,270,409.90, with the issue of a maximum number of 32,704,099 new ordinary shares of Prysmian S.p.A. with a nominal value of Euro 0.10 each, and a share premium of Euro 12.94 per share, and therefore for a maximum total amount, inclusive of the share premium, of Euro 426,461,450.96. The Capital Increase is reserved to the shareholders of Draka Holding N.V. to serve the public mixed exchange and cash offer on all the ordinary shares of Draka Holding N.V listed on NYSE Euronext Amsterdam.

It has been also resolved that article 6 of the Company's by-laws will be amended as a consequence of the capital increase.

Offer Memorandum, Position Statement and further information

Prysmian is making the Offer on the terms and subject to the conditions and restrictions contained in the Offer Memorandum, dated 5 January 2011 (the **Offer Memorandum**). In addition, Draka has made available the position statement, containing the information required by Article 18, paragraph 2 and Annex G of the Decree in connection with the Offer (the **Position Statement**).

This announcement contains selected, condensed information regarding the Offer and does not replace the Offer Memorandum and/or the Position Statement. The information in this announcement is not complete and additional information is contained in the Offer Memorandum and the Position Statement. Shareholders of Draka should refer to the Offer Memorandum for all terms, conditions and restrictions to the Offer.

Shareholders of Draka should refer to the Offer Memorandum for all terms, conditions and restrictions to the Offer. Digital copies of the Offer Memorandum, the Position Statement and any documents incorporated by reference therein will be available on the websites of the Offeror (www.prysmian.com) and Draka (www.draka.com).

Prysmian S.p.A.

Sede Legale
Viale Sarca, 222
20126 Milano
Phone +39 02 6449.1

Partita IVA 04866320965
Registro delle Imprese di Milano
e Codice Fiscale 04866320965

R.E.A. di Milano 1777895
Capitale Sociale deliberato: € 18.310.000,00
Capitale Sociale sottoscritto e versato: € 18.202.930,20

Copies of the Offer Memorandum and the Position Statement are also available free of charge at the offices of the Offeror, Draka and the Listing and Exchange Agent and can be obtained by contacting the Offeror, Draka or the Listing and Exchange Agent at the addresses below.

The Offeror

Prysmian S.p.A.
Viale Sarca 222
20126 Milan
Italy

Draka

Draka Holding N.V.
Boelelaan 7
1083 HJ Amsterdam
The Netherlands

Listing and Exchange Agent

ING Bank N.V.
Attention: Sjoukje Hollander/Remko Los
Bijlmerdreef 888
1102 MG Amsterdam
The Netherlands
Telephone: + 31 20 563 6546 / + 31 20 563 6619
Fax: + 31 20 563 6959
E-mail: iss.pas@ing.nl

Restrictions

The Offer is being made with due observance of such statements, conditions and restrictions as are included in the Offer Memorandum. The Offeror reserves the right to accept any tender under the Offer, which is made by or on behalf of a Shareholder, even if it has not been made in the manner set out in the Offer Memorandum.

The Offer is not being made, and the Shares will not be accepted for purchase from or on behalf of any Shareholder, in any jurisdiction in which the making of the Offer or acceptance thereof would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority not expressly contemplated by the terms of the Offer Memorandum. Persons obtaining the Offer Memorandum are required to take due note and observe all such restrictions and obtain any necessary authorisations, approvals or consents (to the extent applicable). Outside of the Netherlands, no actions have been taken (nor will actions be taken) to make the Offer possible in any jurisdiction where such actions would be required. In addition, the Offer Memorandum has not been filed with nor recognised by the authorities of any jurisdiction other than the Netherlands (except that in Italy, the Offer Memorandum has been qualified by Consob as "equivalent" document for the purposes of art 34-*ter*, paragraph 1, lett. j) and art 57, paragraph 1, letter c) of the Consob Regulation n. 11971, 14 May 1999). Neither the Offeror, nor any of its advisers accepts any liability for any violation by any person of any such restriction. Any person (including, without limitation, custodians, nominees and trustees) who forwards or intends to forward the Offer Memorandum or any related document to any jurisdiction outside the Netherlands should

carefully read Sections 2 and 3 of the Offer Memorandum (Restrictions and Important Information) before taking any action. The release, publication or distribution of the Offer Memorandum in jurisdictions other than the Netherlands may be restricted by law and therefore persons into whose possession the Offer Memorandum comes should inform themselves about and observe such restrictions. Any failure to comply with any such restrictions may constitute a violation of the law of any such jurisdiction.

United States, Canada, Australia and Japan

The Offer is not, directly or indirectly, being made in or into, or by use of the mailing systems of, or by any means or instrumentality (including, without limitation, electronic mail, post, telephone, facsimile, telex or electronic transmission) of interstate or foreign commerce of, or of any facility of a securities exchange of the United States of America, Canada, Australia and Japan, and the Offer cannot be accepted by any such use, means, instrumentality or facility or from within the United States of America, Canada, Australia or Japan.

The New Prysmian Shares will not be registered under the US Securities Act of 1933, as amended (the **US Securities Act**) or any other applicable law of the United States and accordingly, the New Prysmian Shares may not be reoffered, resold or transferred, directly or indirectly, in or into the United States or to, or for the account or benefit of, US persons (as defined in Regulation S of the US Securities Act) except pursuant to an exemption from, or a transaction not subject to, the registration requirements of the US Securities Act.

The New Prysmian Shares are being offered outside the United States to non-US persons in reliance on the exemption from registration provided by Regulation S of the US Securities Act. The New Prysmian Shares may not be offered or sold within the United States or to, or for the account or benefit of, US persons (as defined under the US Securities Act), except to persons who (i) are qualified institutional buyers (**QIBs**) as defined in Rule 144A (**Rule 144A**) under the US Securities Act, and (ii) have received a copy of a US Private Placement Memorandum and followed the procedures set forth therein.

Accordingly, the Offer Memorandum and any related documents are not being and must not be mailed or otherwise distributed or sent in or into the United States of America, Canada, Australia or Japan or to such persons in their capacity of custodians, trustees, or nominees holding shares for US, Canadian, Australian and Japanese persons. Persons receiving such documents (including, without limitation, custodians, nominees and trustees) must not distribute or send them into such jurisdictions and doing so will render invalid any relevant purported acceptance of the Offer.

For more information

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Prysmian profile

A leading player in the industry of high-tech cables and systems for energy and telecommunications, the Prysmian Group is a global business with more than €3.7 billion in net sales in 2009 and a strong position in higher value-added market segments. With its two businesses, Energy Cables & Systems (submarine and underground cables for power transmission and distribution, for industrial applications and for the distribution of electricity to residential and commercial buildings) and Telecom Cables & Systems (optical cables and fibers and copper cables for video, data and voice transmission), Prysmian boasts a global presence with subsidiaries in 39 countries, 56 plants in 24 countries, 7 Research & Development Centres in Europe, USA and South America, and around 12,000 employees.

Prysmian is listed on the Milan Stock Exchange in the Blue Chip index. More information on Prysmian can be found at www.prysmian.com.