Q1 2014 Financial Results

Milan - May 8th, 2014







AGENDA

Q1 2014 Highlights

- Group overview
- Results by business
- Outlook

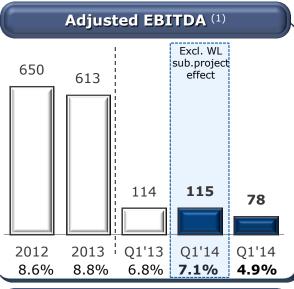
> Financial results

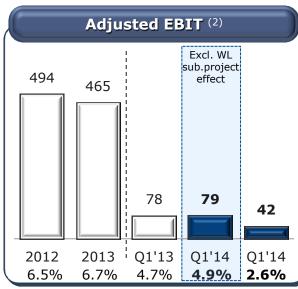
Appendix

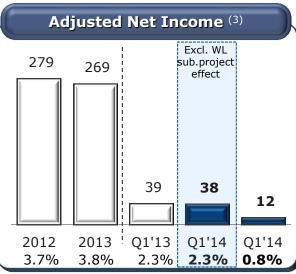
Q1 2014 Key Financials

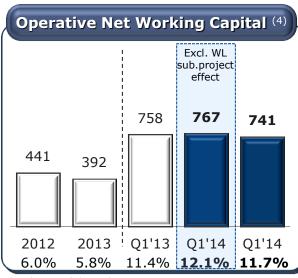
Euro Millions, % on Sales











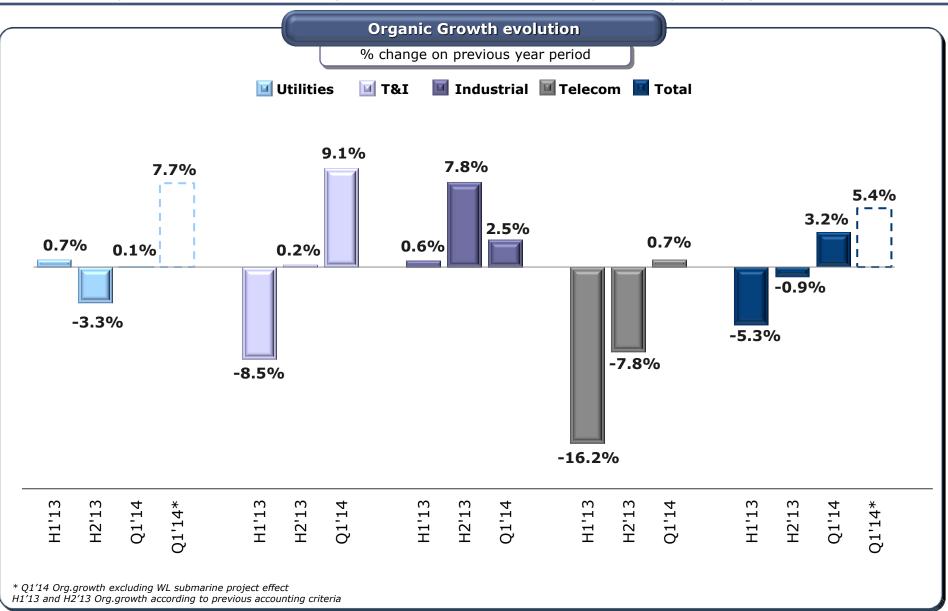


Note: 2012, 2013 and Q1'13 restated in application of IFRS 10-11 and reclassification of share of net income

(1) Adjusted excluding non-recurring income/expenses; (2) Adjusted excluding non-recurring income/(expenses) and the fair value change in metal derivatives and in other fair value items; (3) Adjusted excluding non-recurring income/(expenses), the effect of derivatives and of other fair value items, exchange rate differences, non-monetary interest on the convertible bond and the related tax effects; (4) Defined as NWC excluding derivatives; % of sales is defined as Operative NWC on annualized last quarter sales

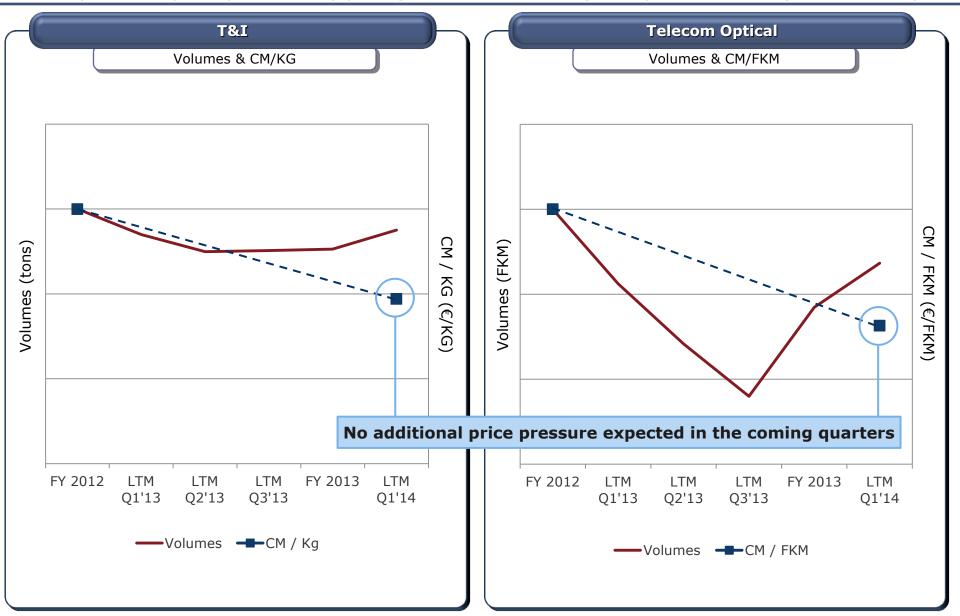
First quarter of positive organic growth after a long downturn

Volume improvement across all segments in Q1'14. Utilities impacted by WL project effect



Volume increase as first step towards profitability recovery

2014 profitability still penalized by pricing deterioration during last quarters and negative currency



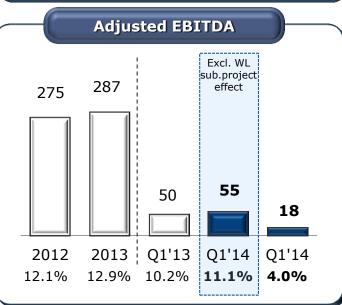
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Highlights

DISTRIBUTION

- Mid single digit organic decrease in Q1, in line with expectations, due to weak demand in Europe and South America. Limited potential recovery in utilities maintenance capex in the next quarters
 - Europe: still low demand partially offset by UK and Nordics. Low production capacity utilization keeping tough competitive environment
 - North America: growing volumes in US to drive profitability increase despite negative currency effect
 - South America & Apac: lower contribution due to worse product mix in Brasil and continuous weak demand in Australia. Selective strategy to preserve profitability
- Minor decrease in profitability despite volume decline and negative exchange rate thanks to strong cost reduction

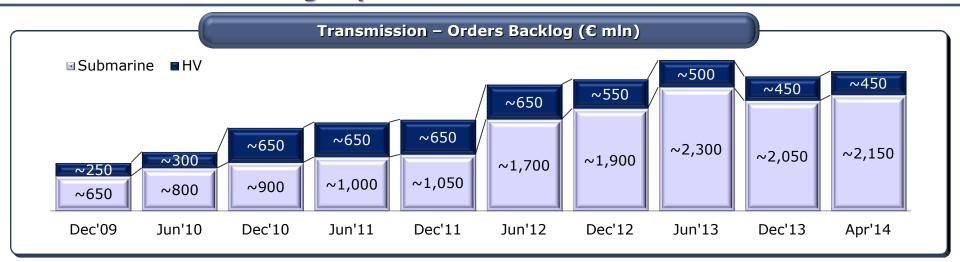
TRANSMISSION - HV

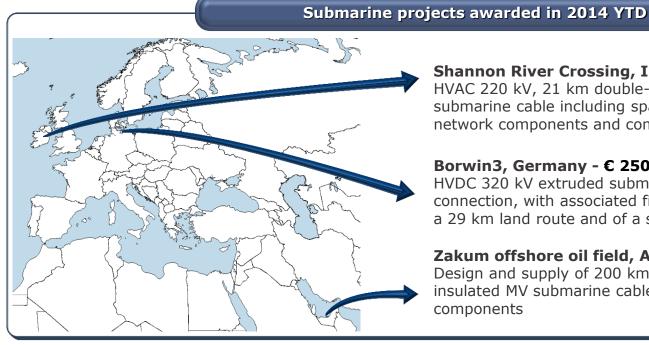
- Q1 stable Vs PY, growing contribution expected during the year based on current order-book
- Keeping high margins through a selective tendering activity
- Leverage on best-in-class production capabilities in Europe and China to benefit from growing demand in Middle East, North Africa and Australia
- Positive performance in North and South America
- Recovering activity in Europe driven by France, UK and Netherlands

TRANSMISSION - Submarine

- € 37m negative sales and profitability effect in Q1 due to production issue related to Western Link (UK) project
- Double digit growth in sales and profitability in Q1 excluding WL negative effect
- High tendering activity in 2014 in Europe to sustain order book at record levels
- Installation capacity increase through Cable Enterprise upgrade to be completed during the year

Utilities – Solid Transmission demand mainly driven by Europe expected to maintain orders backlog at peak levels





Shannon River Crossing, Ireland - € 40 million

HVAC 220 kV, 21 km double-circuit connection, comprising submarine cable including spare lengths and fibre optic connection, network components and commissioning services

Borwin3, Germany - € 250 million

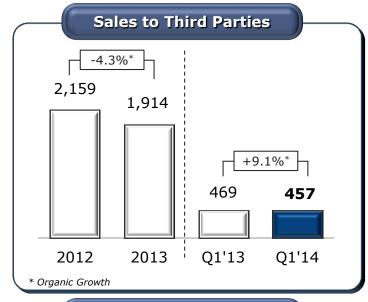
HVDC 320 kV extruded submarine and land power bipole connection, with associated fibre optic cable system, comprising of a 29 km land route and of a subsea route of 130 km.

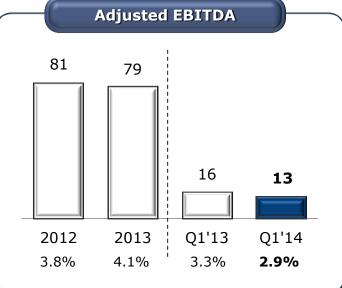
Zakum offshore oil field, Abu Dhabi - € 30 million

Design and supply of 200 km of XLPE (Cross-Linked Polyethylene) insulated MV submarine cables plus accessories and network components

Trade & Installers

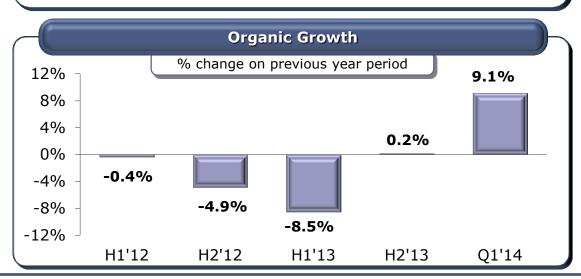
Euro Millions, % on Sales





Highlights

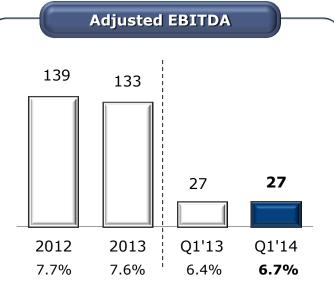
- First Volume pick-up in Q1'14 (Vs a weak Q1'13) after bottom reported in H1'13 and stabilization in H2'13. Europe and North America as main positive drivers.
 - Europe: gradual demand recovery mainly due to non residential in Eastern Europe and Nordics. Positive signs also in UK and Germany
 - North America: growing trend in US and Canada expected to continue in the coming quarters
 - South America: low start of the year in construction. Profitability penalized by negative currency
 - APAC: positive demand in all regions except Australia
- Profitability still under pressure due to price decrease during last quarters and negative currency. No additional price pressure expected in the coming quarters



Industrial

Euro Millions, % on Sales





Highlights

Specialties & OEM 1)

 Low start of the year due to strong decrease in Infrastructure investments in North America (Vs high H1'13) and continuous weak European demand. Lower contribution of Mining, Infrastructure, Nuclear and Marine partially offset by positive trend in Crane (China, North Europe), Railway/Rolling Stock (Eastern Europe, China and North America) and Renewables

OGP

 Demand recovering in on-shore thanks to Europe and Middle East. Still low volumes in off-shore expected to improve during the year thanks to North Europe, China and Brazil.

SURF

- Growing contribution in Umbilicals driven by higher demand from Petrobras expected to continue during the year. Low activity in Flexible pipes, in line with expectations, with first deliveries from Q2; 6.0" qualified in Q1 as new driver for orders intake
- DHT: stable in Q1, sales grow expected from Q2 based on order book.

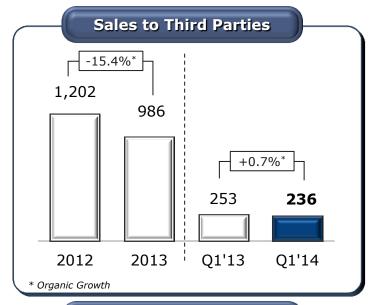
Elevator

 Double digit sales growth also in Q1 outperforming market demand. Strong performance in North America and positive market penetration in Europe and Apac

Automotive

• Declining demand in Europe offset by North America and Apac

1) Includes Renewables business





Highlights

• Limited org.growth despite double digit volume increase in optical (mainly driven by strong European demand) offset by lower average pricing and continuous weakness in Copper. No profitability recovery due to negative currency effect and price decrease reported in last guarters.

Optical / Fiber

- **Europe:** strong volume performance in Q1 expected to continue through the year driven by the start-up of FTTH investments in France and Spain. Positive performance also in UK
- **North America:** gradual volume recovery despite weak demand in US thanks to higher market share with large incumbents. Growing demand in Canada
- **South America:** first signs of demand recovery in Q1 expected to improve during the year thanks to new projects backed by stimulus packages
- **APAC:** Australian demand expected to slow down during the year due to NBN installation bottleneck and postponed investments; NBN project remains a key driver for demand in the coming years. Leverage on Chinese capacity to increase presence in Apac (Singapore, Indonesia, Vietnam)

Multimedia & Specials

 Lower sales in Q1 despite ongoing recovery in data centers investments in Europe due to declining Mobile Network business. Increase in profitability thanks to service improvement and cost reduction



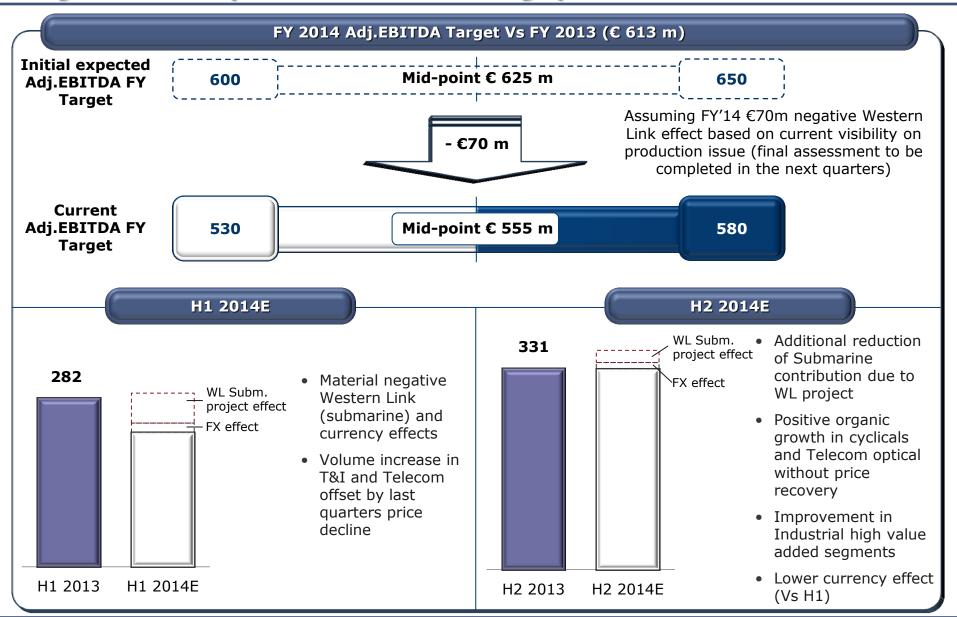
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2014 Outlook - Profitability impacted by Western Link submarine project, negative currency effect and lower average price Vs 2013



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Profit and Loss Statement

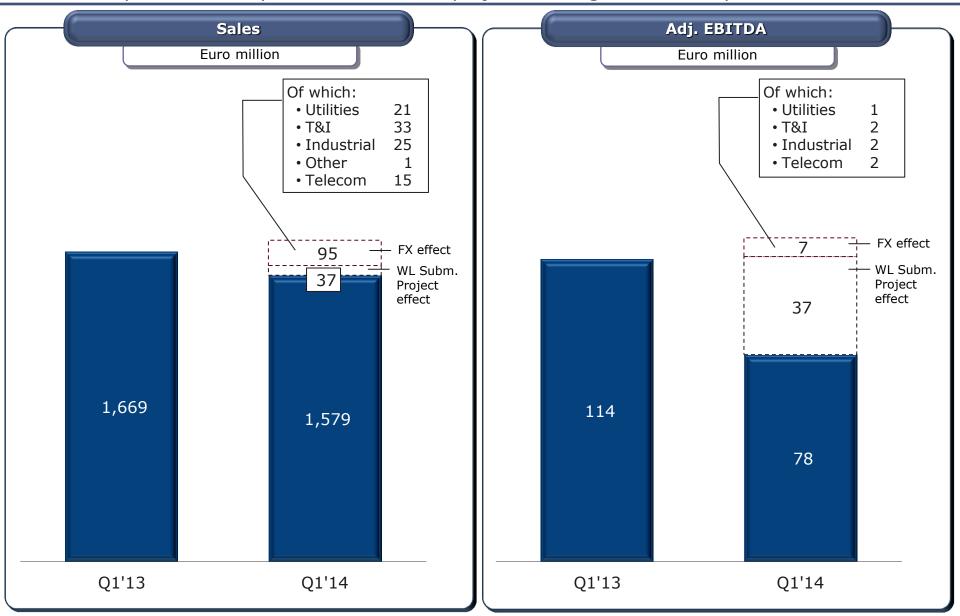
	Q1 2014 excl. WL submarine project effect	WL Submarine project effect	Q1 2014	Q1 2013 1)	FY 2013 1)
Sales YoY total growth YoY organic growth	1,616 (3.2%) 5.4%	(37)	1,579 (5.4%) 3.2%	1,669	6,995
Adj.EBITDA % on sales	115 7.1%	(37)	78 4.9%	114 6.8%	613 8.8%
Non recurring items		-	20	(16)	(50)
EBITDA % on sales	135 8.3%	(37)	98 6.2%	98 5.9%	563 8.1%
Adj.EBIT % on sales	79 4.9%	(37)	42 2.6%	78 4.7%	465 6.7%
Non recurring items Special items	20 (20)		20 (20)	(16) (17)	(50) (47)
EBIT % on sales	79 4.9%	(37)	42 2.6%	45 2.7%	368 5.3%
Financial charges	(35)		(35)	(48)	(150)
EBT % on sales	44 2.7%	(37)	7 0.4%	(3) (0.2%)	218 3.1%
Taxes % on EBT	(13) 	11	(2) n.m.	1 n.m.	(65) 29.9%
Net income	31	(26)	5	(2)	153
Extraordinary items (after tax)	(7)	-	(7)	(41)	(116)
Adj.Net income	38	(26)	12	39	269

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income



Impact of currencies and WL project on Sales and Adj.EBITDA

Profitability decrease fully attributable to WL project and negative currency translation effect



Extraordinary Effects

	Q1 2014	Q1 2013 2)	FY 2013 2)
Antitrust investigation	1	(2)	6
Restructuring	(3)	(10)	(50)
Draka integration costs	-	-	-
Price adjustments	21	-	-
Other	1	(4)	(6)
EBITDA adjustments	20	(16)	(50)
Special items Gain/(loss) on metal derivatives Assets impairment Other	(20) (19) - (1)	(17) (12) - (5)	(47) (8) (25) (14)
EBIT adjustments	-	(33)	(97)
Gain/(Loss) on ex.rates/derivat. ¹⁾ Other extr. financial Income/exp.	(10) (3)	(13) (5)	(35) (13)
EBT adjustments	(13)	(51)	(145)
Tax	6	10	29
Net Income adjustments	(7)	(41)	(116)

¹⁾ Includes currency and interest rate derivatives

²⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

Financial Charges

	Q1 2014	Q1 2013 2)	FY 2013 2)
Net interest expenses	(22)	(27)	(100)
of which non cash Conv.Bond interest exp.	(2)	-	(6)
Bank fees amortization	(2)	(3)	(8)
Gain/(loss) on exchange rates	(2)	-	(27)
Gain/(loss) on derivatives 1)	(8)	(13)	(8)
Non recurring effects	(1)	(5)	(7)
Net financial charges	(35)	(48)	(150)

¹⁾ Includes currency and interest rate derivatives

²⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

Statement of financial position (Balance Sheet)

	31 Mar 2014 excl. WL submarine project effect	WL Submarine project effect	31 Mar 2014	31 Mar 2013 ¹⁾	31 Dec 2013 ¹
Net fixed assets of which: intangible assets of which: property, plants & equipment	2,188 586 1,383	- - -	2,188 586 1,383	2,298 605 1,485	2,207 588 1,390
Net working capital of which: derivatives assets/(liabilities) of which: Operative Net working capital	734 (33) 767	(26) - (26)	708 (33) 741	739 (19) 758	386 (6) 392
Provisions & deferred taxes	(267)	-	(267)	(307)	(297)
Net Capital Employed	2,655	(26)	2,629	2,730	2,296
Employee provisions	307	-	307	346	308
Shareholders' equity of which: attributable to minority interest	1,215 33	(26)	1,189 33	1,223 ₃₄	1,183 36
Net financial position	1,133	-	1,133	1,161	805
Total Financing and Equity	2,655	(26)	2,629	2,730	2,296

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income





	Q1 2014 excl. WL submarine project effect	WL Subm. project effect	Q1 2014	Q1 2013 1)	FY 2013 1)
Adj.EBITDA	115	(37)	78	114	613
Non recurring items	20	-	20	(16)	(50)
EBITDA	135	(37)	98	98	563
Net Change in provisions & others	(35)	-	(35)	(24)	(76)
Share of income from investments in op.activities	(5)	-	(5)	(4)	(35)
Cash flow from operations (before WC changes)	95	(37)	58	70	452
Working Capital changes	(371)	37	(334)	(331)	(6)
Dividends received	8	-	8	7	16
Paid Income Taxes	(13)	-	(13)	(13)	(60)
Cash flow from operations	(281)	-	(281)	(267)	402
Net Operative CAPEX	(22)	-	(22)	(23)	(107)
Free Cash Flow (unlevered)	(303)	-	(303)	(290)	295
Financial charges	(13)	-	(13)	(15)	(124)
Free Cash Flow (levered)	(316)	-	(316)	(305)	171
Free Cash Flow (levered) excl. acquisitions	(316)	-	(316)	(305)	171
Dividends	-	-	-	(1)	(92)
Net Cash Flow	(316)	-	(316)	(306)	79
NFP beginning of the period	(805)	-	(805)	(888)	(888)
Net cash flow	(316)	-	(316)	(306)	79
Other variations	(12)	-	(12)	33	4
NFP end of the period	(1,133)	-	(1,133)	(1,161)	(805)

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income



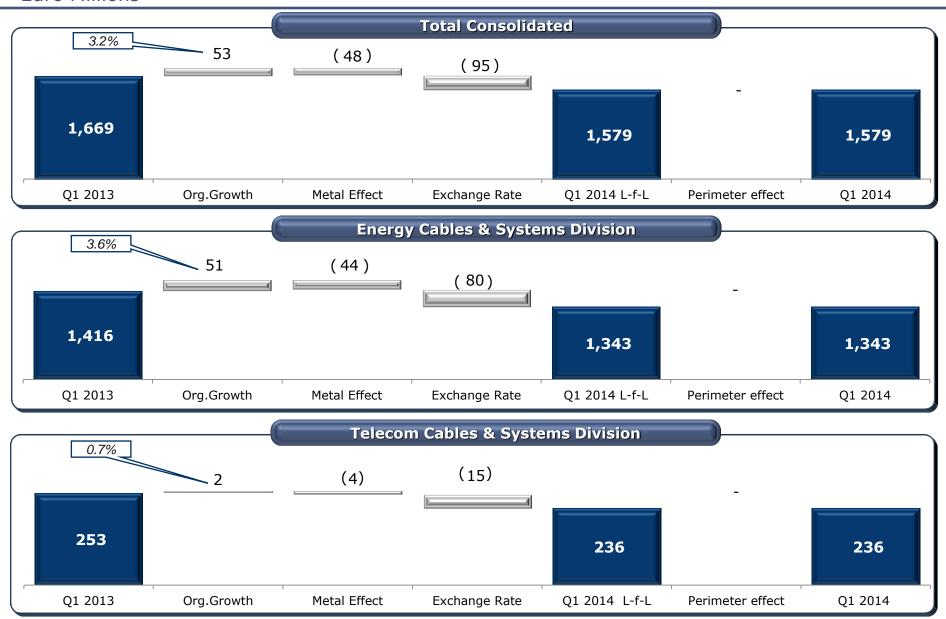
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Bridge Consolidated Sales



P&L Statement – Application of IFRS 10-11 Vs previous accounting Euro Millions

	Q1 2013 Restated ¹⁾	Q1 2013 Reported	FY 2013 Restated ¹⁾	FY 2013 Reported	FY 2012 Restated 1)	FY 2012 Reported
Sales YoY total growth YoY organic growth	1,669	1,711	6,995 (7.7%) (3.3%)	7,273 (7.3%) (3.1%)	7,574	7,848
Adj.EBITDA % on sales of which share of net income	114 6.8% 4	115 6.7%	613 8.8% 35	612 8.4%	650 8.6% 31	647 8.2%
Non recurring items EBITDA	(16) 98	(16) 99	(50) 563	(50) 562	(101) 549	(101) 546
% on sales Adj.EBIT	5.9% 78	5.8% 77	8.1% 465	7.7% 457	7.2% 494	7.0% 483
% on sales Non recurring items Special items	(16) (17)	(16) (17)	(50) (47)	(50) (47)	6.5% (101) (20)	6.2% (101) (20)
EBIT % on sales	45 2.7%	44 2.6%	368 5.3%	360 4.9%	373 4.9%	362 4.6%
Net financial charges Share of net income	(48)	(49) 2	(150)	(153) 15	(134)	(137) 17
EBT % on sales	(3) (0.2%)	(3) (0.2%)	218 3.1%	222 3.1%	239 3.2%	242 3.1%
Taxes % on EBT	1 n.m.	1 <i>n.m.</i>	(65) 29.9%	(68) 30.4%	(71) 29.8%	(73) 30.2%
Net income	(2)	(2)	153	154	168	169
Extraordinary items (after tax) Adj.Net income	(41) 39	(41) 39	(116) 269	(114) 268	<u>(111)</u> 279	(111) 280

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

Stat. of fin. position (BS) – Application of IFRS 10-11 Vs previous accountingEuro Millions

31 Mar '13	31 Mar '13	31 Dec '13	31 Dec '13	31 Dec '12	31 Dec '12
Restated ¹⁾	Reported	Restated ¹⁾	Reported	Restated ¹⁾	Reported
2,298	2,305	2,207	2,190	2,301	2,300
605	652	588	623	608	644
1,485	1,544	1,390	1,441	1,484	1,539
739	807	386	(297)	433	482
(19)	(19)	(6)		(8)	(7)
758	826	392		441	489
(307)	(318)	(297)		(355)	(361)
2,730	2,794	2,296	2,337	2,379	2,421
1,223 34	1,235 46	1,183 36	1,195 48	1,147 35	344 1,159 ₄₇
1,161	1,213	805	834	888	918
2,730	2,794	2,296	2.337	2.379	2,421
	2,298 605 1,485 739 (19) 758 (307) 2,730 346 1,223 34	Restated 1) Reported 2,298 2,305 605 652 1,485 1,544 739 807 (19) (19) 758 826 (307) (318) 2,730 2,794 346 1,223 34 46 1,161 1,213	Restated 1) Reported Restated 1) 2,298 2,305 2,207 605 652 588 1,485 1,544 1,390 739 807 386 (19) (19) (6) 758 826 392 (307) (318) (297) 2,730 2,794 2,296 346 346 308 1,223 1,235 1,183 34 46 36 1,161 1,213 805	Restated 1) Reported Restated 1) Reported 2,298 2,305 2,207 2,190 605 652 588 623 1,485 1,544 1,390 1,441 739 807 386 444 (19) (19) (6) (6) 758 826 392 450 (307) (318) (297) (297) 2,730 2,794 2,296 2,337 346 346 308 308 1,223 1,235 1,183 1,195 34 46 36 48 1,161 1,213 805 834	Restated 1) Reported Restated 1) Reported Restated 1) 2,298 2,305 2,207 2,190 2,301 605 652 588 623 608 1,485 1,544 1,390 1,441 1,484 739 807 386 444 433 (19) (19) (6) (6) (8) 758 826 392 450 441 (307) (318) (297) (297) (355) 2,730 2,794 2,296 2,337 2,379 346 346 308 308 344 1,223 1,235 1,183 1,195 1,147 34 46 36 48 35 1,161 1,213 805 834 888

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

Cash Flow – Application of IFRS 10-11 Vs previous accounting Euro Millions

	Q1 2013 Restated ¹⁾	Q1 2013 Reported	FY 2013 Restated ¹⁾	FY 2013 Reported	FY 2012 Restated ¹⁾	FY 2012 Reported
Adj.EBITDA	114	115	613	612	650	647
Non recurring items	(16)	(16)	(50)	(50)	(101)	(101)
EBITDA	98	99	563	562	549	546
Net Change in provisions & others	(24)	(27)	(76)	(80)	(1)	(1)
Share of income from investments in op.activities	(4)	-	(35)	-	(31)	-
Cash flow from operations (before WC changes)	70	72	452	482	517	545
Working Capital changes	(331)	(351)	(6)	(19)	69	75
Dividends received	7	-	16	-	16	-
Paid Income Taxes	(13)	(13)	(60)	(64)	(72)	(74)
Cash flow from operations	(267)	(292)	402	399	530	546
Acquisitions	-	-	-	-	(86)	(86)
Net Operative CAPEX	(23)	(24)	(107)	(114)	(129)	(141)
Net Financial CAPEX	-	7	-	11	2	8
Free Cash Flow (unlevered)	(290)	(309)	295	296	317	327
Financial charges	(15)	(16)	(124)	(126)	(126)	(129)
Free Cash Flow (levered)	(305)	(325)	171	170	191	198
Free Cash Flow (levered) excl. acquisitions	(305)	(325)	171	170	277	284
Dividends	(1)	(1)	(92)	(92)	(44)	(45)
Other Equity movements	-	-	-	-	1	1
Net Cash Flow	(306)	(326)	79	78	148	154
NFP beginning of the period	(888)	(918)	(888)	(918)	(1,026)	(1,064)
Net cash flow	(306)	(326)	79	78	148	154
Other variations	33	31	4	6	(10)	(8)
NFP end of the period	(1,161)	(1,213)	(805)	(834)	(888)	(918)
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¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

Energy Segment - Profit and Loss Statement

	Q1 2014 excl. WL submarine project effect	WL Submarine project effect	Q1 2014	Q1 2013 1)	FY 2013 1)
Sales to Third Parties	1,380	(37)	1,343	1,416	6,009
YoY total growth YoY organic growth	(2.5%) 6.2%		(5.1%) 3.6%		
Adj. EBITDA	97	(37)	60	94	507
% on sales	7.0%		4.5%	6.6%	8.4%
Adj. EBIT	72	(37)	35	68	402
% on sales	5.2%		2.6%	4.8%	6.7%
_	I	(37)			

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income



Energy Segment – Sales and Profitability by business area

Euro Millions, % on Sales

		Q1 2014	Q1 2013 ₁₎	Total growth		Organic growth
es	Utilities	462	490	(5.8%)		0.1%
Parti	Trade & Installers	457	469	(2.6%)		9.1%
hird	Industrial	401	429	(6.4%)		2.5%
to T	Others	23	28	n.m.		n.m.
Sales to Third Parties	Total Energy	1,343	1,416	(5.1%)		3.6%
S						
				Q1'14 % on Sales		Q1'13 % on Sales
A	Utilities	18	50	4.0%		10.2%
	Trade & Installers	13	16	2.9%		3.3%
E E	Industrial	27	27	6.7%		6.4%
	Others	2	1	n.m.		n.m.
Adj. EBIT	Total Energy	60	94	4.5%	,	6.6%
	Utilities	8	40	1.8%		8.1%
EBI	Trade & Installers	8	9	1.6%		2.0%
ш	Industrial	18	19	4.6%		4.4%
Adj.	Others	1	(0)	n.m.		n.m.
A	Total Energy	35	68	2.6%		4.8%

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

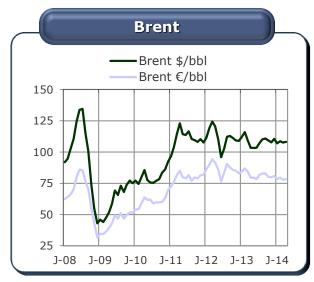
Telecom Segment - Profit and Loss Statement

	Q1 2014	Q1 2013 1)	FY 2013 1)
Sales to Third Parties	236	253	986
YoY total growth	(6.7%)		
YoY organic growth	0.7%		
Adj. EBITDA	18	20	106
% on sales	7.6%	8.0%	10.8%
Adj. EBIT	7	10	63
% on sales	3.0%	3.8%	6.4%

¹⁾ Final restated figures in application of IFRS 10-11 and reclassification of share of net income

Reference Scenario

Commodities & Forex













Based on monthly average data Source: Nasdaq OMX

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 Telecom cables and systems sectors, and its outlook is predominantly based on its interpretation of what it
 considers to be the key economic factors affecting these businesses.
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