



PRIMA INDUSTRIE S.p.A.

Registered Office: Via Antonelli n. 32 – Collegno (Torino)

Share Capital: € 21.609.125 fully paid-up

Company Register and VAT no. 03736080015

ORDINARY SHAREHOLDERS' MEETING

Shareholders are kindly invited to participate to the Ordinary Shareholders' Meeting to be held c/o Blu Hotel, Via Torino 154/156, Collegno (Torino) on April 23, 2013, at 9.30 am (1st call) and, if necessary, on April 24, 2013 (2nd call) at 11.00 am, same place, to resolve on the following

AGENDA

1. 2012 Annual Report and relevant documents: consequent resolutions. Examination of 2012 Group Consolidated Annual Report;
2. Report on the Remuneration ex article 123-ter of T.U.F.
3. Appointment of the Statutory Auditors Board and of its Chairman and determination of relevant fees for the whole mandate 2013-2014-2015;

It is expected, as from now, in consideration of the company shareholding structure, that the Shareholders Meeting may meet and resolve on April 24, 2013.

Qualification for attendance

Qualification to attend the Shareholders meeting is granted to those who will own voting rights at the end of the date of April 12, 2013 and for whom the Company has received relevant communication issued by the authorized intermediaries, according to their accounting records.

Those who will result as Shareholders after the date of April 12, 2013 will not have the right of attending and voting during the meeting. Any shareholder qualified for the attendance may be represented in the meeting according to law with faculty of using for this purpose the proxy form available on the Company website (www.primaindustrie.com, *Investors section, Information to Shareholders*).

Terms and conditions for granting the proxy as above explained are shown on the company website www.primaindustrie.com.

According to article 12 of company by-laws, no representative ex article 135-undecies of Law Decree no. 58/1998 is assigned for this Shareholders meeting.

Appointment of the Statutory Auditors' Committee

It is hereby reminded that the lists for the appointment of the Statutory Auditors' Committee may be deposited at the Company registered office (even through fax to no. +39-011-4117334 or via email to www.primaindustriepecsocio@ui.torino.it) within the 25th day before the date of the Shareholders' Meeting, first call, i.e. by March 29, 2013, by those Shareholders who can prove, through suitable communication issued by intermediaries effective up to March 29, 2013, which must reach the Company by April 2, 2013 to the email address primaindustrie@pecserviziitolitoli.it, to be holder, alone or with other parties, of at least 4.5% of the share capital with voting rights. In case at the date of March 29, 2013 only one list is deposited, or only lists presented by shareholders who appear to be associated among themselves, such information will be disclosed according to current regulations. In such a case other lists may be presented up to April 2, 2013 and the above mentioned share limit necessary for the presentation of lists will be reduced by half.

For their valid presentation, the lists will have show all information and documentation ex article 144-sexies, para. 4 of Consob regulation no. 11971/1999 and following amendments and Shareholders will have to comply with provisions contained in article 28 of Company By-laws. The deposited lists will be available for the public at the Company registered office and on the company website www.primaindustrie.com 21 days before the Shareholders' meeting date.

Other Shareholders' rights

Shareholders, pursuant to article 127-ter of Law Decree nol 58/1998, may ask questions about the agenda of the meeting even before the Shareholders meeting with terms reported on the company website www.primaindustrie.com.

Questions received by April 20, 2013, after checking their suitability and the right of the requesting person, will be given a reply at the latest during the Shareholders meeting.

Shareholders who, even jointly, represent at least 1/40 of the share capital, may require, within 10 days from the issuing of this call, i.e. by March 24, 2013, the integration of the agenda or present further proposals on the items of the agenda.

Terms to exercise such right are reported on the company website www.primaindustrie.com

Documentation

The documentation relevant to the items in agenda, and the relevant annual report on the corporate governance, will be deposited at the company Registered Office and on the company website www.primaindustrie.com within the terms established by current law, with faculty of making copies for those having right.

The Chairman of the Board of Directors
Gianfranco Carbonato