



PRIMA INDUSTRIE S.p.A.

Registered Office: Via Antonelli 32 – Collegno (TO)

Share Capital: Euro 26.208.185 fully paid-up

Company Register and VAT no 03736080015

ORDINARY SHAREHOLDERS' MEETING

The shareholders' meeting is convened in ordinary session at Studio Notarile Associato Nardello Stefani Marcoz, Corso Duca degli Abruzzi n.18, Torino on April 10th, 2017, at 9.30 am (1st call) and, if necessary, on April 11th, 2017 (2nd call) at 10.00 am, c/o the Company new offices in Strada Torino-Pianezza n. 36, Collegno (TO), to resolve on the following

Agenda

1. 2016 Annual Report and relevant documents: consequent resolutions. Examination of 2016 Group Consolidated Annual Report. Destination of net income and dividend distribution.
2. Report on the Remuneration ex Article 123-ter of T.U.F.;
3. Appointment of the Audit firm for the financial years 2017-2025 and determination of their fees; consequent resolutions;
4. Appointment of the Board of Directors and of its Chairman, after determining the number of its members and the term of their office. Determination of the remuneration of the Directors; consequent resolutions;
5. Resolutions concerning the authorization to purchase and dispose of treasury stock pursuant to articles 2357 and 2357 ter of the Civil Code, subject to the revocation of the shareholders' resolution of April 21st 2016.

It is expected, as from now, in consideration of the company

shareholding structure, that the Shareholders' Meeting will likely meet and resolve on April 11th, 2017.

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 March 30th, 2017 (record date) 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 March 30th, 2017 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 through a proxy which form is available on the Company website www.primaindustrie.com.

The proxy may be sent through certified mail, at primaindustrie@pecsoci.ui.torino.it following the instructions on the form.

If, for technical reasons, the proxy form cannot be made available through electronic form, the same may be sent upon simple request to be made by phone to no. ++39-011-0923200.

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

APPOINTMENT OF THE BOARD OF DIRECTORS

It is hereby reminded that the lists for the appointment of the Board Directors may be deposited at the Company registered office (even through fax to no. ++39-011-4117334 or through the certified email

primaindustrie@pecsoci.ui.torino.it) within the 25th day before the date of the Shareholders' Meeting, first call, i.e. by March 16th, 2017, by those Shareholders who can prove - through suitable communication issued by intermediaries by March 16th, 2017, which must reach the Company, if not available on the day in which the lists are filed, by March 20th, 2017 to the certified email address primaindustrie@pecserviziotitoli.it - to be holder, alone or with other shareholders, of at least 4.5% of the share capital with voting rights. To be valid, the lists will have to include all information and documentation ex article 144-octies, para. 1, letter b) of Consob regulation no. 11971/1999 and following amendments and Shareholders will have to comply with provisions contained in article 16 of Company By-Laws. The lists or the single candidacy not complying with relevant by-laws provisions will be considered as not presented.

The deposited lists will be made available for the public at the Company registered office, on the company website www.primaindustrie.com and on the authorized storage site lInfo (www.linfo.it), at least 21 days before the Shareholders' meeting date.

RIGHT TO ASK QUESTIONS BEFORE SHAREHOLDERS' MEETING

Shareholders, according to article 127-ter of TUF, may ask questions about the items in agenda also before the Shareholders' meeting by sending a registered letter with return receipt addressed to Prima Industrie S.p.A., Via Antonelli 32, 10093 Collegno (TO), or to fax nr. ++39-011-4117334.

The questions must include the personal data of the applicant Shareholder (name and surname or company name in the case of company, place and date of birth and tax code number).

The Shareholders proving ownership of their shares at the date of March 30th, 2017 (record date) have the right to receive an answer. For this purpose, a communication with effect up to this date must be produced, even after the questions' filing, by intermediaries attesting the ownership of the shares by the applicant himself. This communication must be addressed to primaindustrie@pecserviziotitoli.it.

If the Shareholder has already requested to his intermediary ownership communication for attending the meeting, it will be sufficient to include in the request the references of such notice issued by the intermediary or, at least, the intermediary's name.

Questions received by April 7th, 2017, upon verification of their relevance to the meeting agenda and the qualification of the applicant, will be answered at the latest during the Shareholders' Meeting.

INTEGRATION OF THE AGENDA

Shareholders, according to article 126-bis of TUF, representing, even jointly, one fortieth of the share capital, may request, by March 11th, 2017 (10 days after the publication of the Shareholders' Meeting call), the integration of the items to be discussed or submit additional proposals on matters already in agenda. The integration is not allowed for matters on which the Meeting resolves on the basis of a proposal submitted by Directors or on the basis of a project or a report prepared by same, other than those prepared in accordance with article 125-ter, paragraph 1 of TUF.

Requests must be submitted in writing by registered letter with return receipt addressed to Prima Industrie SpA, Via Antonelli 32, 10093 Collegno (TO), provided they are received by the Company within the

above terms and are accompanied by a report on the items proposed for discussion or on additional proposals.

The certificate of ownership of the shares by the applicants as well as the shareholding threshold required to request integrations to the agenda must result from a specific communication produced by the intermediary and must be effective on the date of the request, addressed to primaindustrie@pecserviziotitoli.it.

In this case, the integrated list of items to be discussed during the meeting will be published by March 26th, 2017, through same modality of the Meeting call.

DOCUMENTATION AND OTHER INFORMATION

The documentation relevant to the items in agenda and the annual corporate governance report will be made available c/o the Company Registered Office and on the company web-site www.primaindustrie.com, as well as the authorized storage site lInfo (www.linfo.it) within the terms stated by current rulings, with the faculty, for those holding the right, to obtain copy.

The share capital amounts to euro 26,208,185.00 and it is splitted into 10,483,274 ordinary shares with face value euro 2.50 each, all with voting rights.

Collegno, March 1th 2017