



PRESS RELEASE

PIRELLI HAS CONVENED THE MEETINGS OF THE HOLDERS OF THE NOTES DUE IN 2016 AND IN 2019 TO RESOLVE UPON CERTAIN PROPOSED AMENDMENTS TO THE TERMS AND CONDITIONS OF THE NOTES

Milan, 13 August 2015 – Pirelli & C. has convened on 24 September 2015 at 11.00 a.m. CET in Milan (Italy) the meeting of the holders of the notes issued by Pirelli & C. and guaranteed by Pirelli Tyre for a maximum principal amount of Euro 500,000,000 due in 2016 (ISIN: XS0592703382) (the **2016 Notes**) and Pirelli International plc has convened on 10 September 2015 at 12 p.m. GMT in London the first call of the meeting of the holders of the notes issued by Pirelli International plc and guaranteed by Pirelli Tyre for a maximum principal amount of Euro 600,000,000 due in 2019 (ISIN: XS1139287350) (the **2019 Notes**). According to the best international practice, such meetings constitute an active management of market expectations and relations with noteholders and follow the completion of the transfer of approximately 20.34% of the share capital of Pirelli from Camfin to Marco Polo Industrial Holding S.p.A. (a newly constituted company controlled by ChemChina).

The holders of the 2016 Notes will be requested to amend the terms and conditions of the 2016 Notes, in particular relating to the “*change of material shareholding*” which occurred on 11 August 2015. In the event the meeting of the holders of the 2016 Notes does not approve such proposals, the company reserves the right to repay in advance the 2016 Notes exercising the “*call option*” provided in favor of the company by the terms and conditions of the 2016 Notes.

The holders of the 2019 Notes will also be requested to amend the terms and conditions of the 2019 Notes, even though, on the basis of the terms and conditions of the 2019 Notes, a “*change of material shareholding*” has not occurred.

Pirelli & C. and Pirelli International plc will pay a consent fee to holders of both the 2016 Notes and 2019 Notes, according to the best practice and subject to the terms set forth in the relevant documentation, if the proposals to amend the terms and conditions of the 2016 Notes and 2019 Notes are passed at the relevant meetings

The notices of the meetings and other documentation relevant for the meetings are available on the Pirelli website (at www.pirelli.com). An extract from the notice of the meeting of the holders of the 2016 Notes is published as of today on the newspaper *Il Sole 24 Ore* and on the website of the authorised storage mechanism “NIS – Storage” (www.emarketstorage.com).

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