



## Press Release

### **INWIT: BOARD OF DIRECTORS APPROVES THREE-YEAR PLAN 2019-2021 START OF THE NEGOTIATIONS FOR INTEGRATION WITH VODAFONE'S TOWERS IN ITALY**

MAJOR INCREASE IN NUMBER OF MANAGED TOWERS AND SMALL CELLS

INVESTMENT PLAN, IN PARTICULAR FOR BACKHAULING, TO FURTHER DEVELOP  
EXISTING TOWERS TOWARDS FULL DIGITALISATION

250-300 MILLION EURO CUMULATIVE CAPEX AND  
OVER 200 MILLION EURO RECURRING FREE CASH FLOW IN 2021

CEO ENTRUSTED WITH THE POWERS TO START NEGOTIATIONS FOR INTEGRATION  
WITH VODAFONE TOWERS IN ITALY

*Rome, February 21, 2019*

The Board of Directors of Infrastrutture Wireless Italiane S.p.A. (INWIT), met today under the chairmanship of Stefano Siragusa, and examined and approved the Three-Year Plan 2019-2021. The Board of Directors has further acknowledged the communication from TIM with respect to the Memorandum of Understanding signed with Vodafone Italia regarding mobile network sharing partnership, entrusting the CEO with the powers to negotiate the integration with the Vodafone towers in Italy on behalf of INWIT.

#### **Infrastrutture Wireless Italiane S.p.A.**

Telecom Italia Group - Managed and coordinated by Telecom Italia S.p.A.

Registered Office: Milan, Via G. Vasari 19 - 20135 Milan - Tax code/VAT Registration Number and Milan Companies Register number 08936640963

Share capital €600,000,000.00 - Certified email address (PEC) [adminpec@inwit.telecompost.it](mailto:adminpec@inwit.telecompost.it)



### THREE-YEAR PLAN 2019-2021

INWIT intends to keep on working in line with the industrial guidelines it has successfully pursued in recent years, seizing and exploiting organic growth opportunities that can help it develop its business.

In particular, over the three years period 2019-2021 the Company will continue to increase the number of clients per site (co-tenancies), also taking advantage of the introduction of 5G technology.

Infrastructure will be developed in line with the 'densification' of transmission sites required by new technologies, particularly with reference to new sites, small cells for indoor coverage and Distributed Antenna Systems (DAS).

The Company is expected to complete the development of fiber backhauling, integrating and optimizing the services offered to the operators.

Specifically, the three-year plan sets out:

- cumulative investments of 250-300 million euro
- a target recurring free cash flow in 2021 in excess of 200 million euro

The Plan approved by the Board does not incorporate any effect or assumption regarding the potential integration with Vodafone towers in Italy. Anyway, the Company's current expectation is that the potential integration with Vodafone towers in Italy will not have material impacts on 2019 results.

### MOU BETWEEN TIM AND VODAFONE

INWIT Board of Directors acknowledged the communication from TIM with respect to the non-binding Memorandum of Understanding signed with Vodafone, welcoming the opportunity to explore the potential integration of Inwit with approximately 11,000 Vodafone towers in Italy. The initiatives announced today are subject to legally binding agreements to be subscribed between the interested parties as well as to the necessary regulatory approvals; the aim is to finalise one or more agreements by 2019.

The Company will start working on the project and intends to exercise its best endeavours to pursue final agreements accretive for all the stakeholders. To this end the Board of Directors entrusted the CEO with the powers to start examining and evaluating the feasibility and merits of the envisaged transaction as well as to start negotiations and all the necessary preparatory work streams to pursue the transaction. The Company will be supported by Mediobanca as Financial Advisor and Pedersoli Studio Legale as Legal Counsel.

The CEO, Giovanni Ferigo, commented on the transaction: *"I happened to say already in the past that Vodafone Italian towers could represent the best option for kick-starting the non-organic growth of INWIT, representing an appealing consolidation opportunity and industrial development."*

*We will now go and check scope and merits but in principle I see the opportunity for significant synergies and the possibility of becoming the partner of reference of two prominent operators for the development of new sites, small cells and backhauling.*

*The announced RAN sharing opportunity between TIM and Vodafone would see INWIT become even more pivotal for 5G development.*

*The transaction sets the premise for a more solid and diversified business, thanks to long term contracts with two primary Italian anchor tenants, as well as provide the opportunity to optimize leverage."*



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