

SHAREHOLDERS' MEETING
13 APRIL 2018 – 11.00AM (SINGLE CALL)
ROZZANO (MILAN), VIALE TOSCANA 3

PROPOSED RESOLUTIONS

**ALLOCATION OF THE PROFITS FOR THE YEAR - RELATED AND
CONSEQUENT RESOLUTIONS**

Dear Shareholders,

as pointed out in the explanatory report on the proposed approval of the 2017 draft financial statements, this shows a net profit for the year of 126,740,774 euros.

In the meeting of 2 March 2018 the Company's Board of Directors resolved to propose the distribution of a sum amounting to 114,000,000 euros to shareholders.

In view of the above, considering that the legal reserve already amounts to a fifth of the share capital (according to the provisions of article 2430, subsection 1, of the Italian Civil Code), we submit the following for your approval

Proposed Resolution

The Shareholders' Meeting of Infrastrutture Wireless Italiane S.p.A.,

- having examined the annual financial report of Infrastrutture Wireless Italiane S.p.A.;
- having taken account of the current amount of the legal reserve;

resolved

1. to use the net profits for the 2017 financial year of Infrastrutture Wireless Italiane S.p.A., amounting to 126,740,774 euros, as follows:
 - distribution to Shareholders, as a dividend, of 0.1900 euros, gross of any withholdings prescribed by law, for each of the ordinary 600,000,000 ordinary shares outstanding on 21 May 2018, the scheduled "coupon date", for the total sum of 114,000,000 euros;

- to carry forward the remaining part, amounting to 12,740,774 euros;

2. to pay the dividend on 23 May 2018, with “coupon date” for coupon no. 3 coinciding with 21 May 2018 and “record date” (namely the date of entitlement to the payment of the dividend itself, pursuant to art. 83-*terdecies* of the Consolidated Law on Finance) coinciding with 22 May 2018.

