

TELECOM ITALIA S.P.A.**EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING****19 DECEMBER 2019****Summary Report of the votes (art. 125-quater D.Lgs. no. 58/1998)****EXTRAORDINARY PART OF THE MEETING**

1. Approval of the project of merger by incorporation of Vodafone Towers S.R.L. in inwit S.p.A. pursuant to article 49 subsection 1, para. g) of the Consob Issuer's Regulation for the purposes of exemption from the public purchase offer obligation; related and consequent resolutions

	Number of shares	% share capital
Shares represented at the shareholders' meeting	498,375,561	83.06
Shares on which a vote was expressed	498,375,561	83.06
Votes in favour	498,354,958	83.06
Votes against	0	0.00
Abstentions of vote	20,603	0.003

Voting results in respect of the verification of the effectiveness of the approval, applying the whitewash procedure in compliance with the exemption as provided by Article 49, paragraph 1, letter g) of the Consob Issuers' Regulation

	Number of shares	% share capital
Shares represented at the shareholders' meeting	138,175,561	23.03
Shares on which a vote was expressed	138,175,561	23.03
Votes in favour	138,154,958	23.03
Votes against	0	0.00
Abstentions of vote	20,603	0.003

2. Approval of the amendments to articles 5, 11, 13, 16, 18, 22 and 23 of the Articles of Association and subsequent approval of the amended Articles of Association, effective as from the date of the Merger; related and consequent resolutions

	Number of shares	% share capital
Shares represented at the shareholders' meeting	498,375,561	83.06
Shares on which a vote was expressed	498,375,561	83.06
Votes in favour	422,069,488	70.34
Votes against	76,171,633	12.70
Abstentions of vote	134,440	0.02

ORDINARY PART OF THE MEETING

1. Appointment of two members of the board of directors; related and consequent resolutions

	Number of shares	% share capital
Shares represented at the shareholders' meeting	498,375,561	83.06
Shares on which a vote was expressed	498,375,561	83.06
Votes in favour	481,387,278	80.23
Votes against	964,758	0.16
Abstentions of vote	16,023,525	2.67

2. Distribution of an extraordinary dividend conditional upon completion of the Merger; related and consequent resolutions

	Number of shares	% share capital
Shares represented at the shareholders' meeting	498,375,561	83.06
Shares on which a vote was expressed	498,375,561	83.06
Votes in favour	498,375,561	83.06
Votes against	0	0.00
Abstentions of vote	0	0.00