

## PERSONAL ATTENDANCE

Pursuant to law, persons for whom the intermediary of reference has transmitted to the Company the specific communication attesting that they are entitled to do so on **3 April 2019** (the *record date*) are entitled to speak in and vote at the Shareholders' Meeting.

Persons who only acquired ownership of shares after this date will not be entitled to attend the Meeting and vote. Any transfer of shares after the *record date* shall have no effect on the right of the shareholder to participate in the shareholders' meeting.

The intermediary of the person who holds this right is responsible for informing the Company. Those persons entitled to attend are asked to instruct their intermediary to transmit the aforementioned communication to Inwit. Any requests for prior notice or expense for fulfilment of the duties of the intermediary may not be charged to the Company.

To participate in the meeting, shareholders are invited to present themselves before the time scheduled for the start of the meeting, with an identity document; accreditation activities will start at **1.30 p.m. on 12 April 2019**.

To facilitate the ascertainment of their entitlement to participate, the entitled persons are invited to exhibit their copy of the communication to the Company that the intermediary is required to make available to them on the day of the meeting.

A free shuttle service will be offered to those participating in the meeting, departing at **1.00 p.m. on 12 April 2019**, from Piazza degli Affari (in front of Borsa Italiana) to the meeting venue. A shuttle will return to Piazza degli Affari following the meeting.

In order to use the shuttle service all reservations must be made **by 11 April 2019**, using the toll-free number 800899389 or by sending an email to [navette.assemblee@telecomitalia.it](mailto:navette.assemblee@telecomitalia.it).

For any further requests or information, contact:

- toll-free number: 800020220 (for calls in Italy)
- telephone number: +39 011 2293603 (for calls from abroad)
- e-mail address: [assemblea@pec.inwit.it](mailto:assemblea@pec.inwit.it)

## REFERENCE PROVISIONS OF LAW

*The provisions of law regarding attendance at the Shareholders' Meeting are set out in art. 2370 of the Italian Civil Code and in art. 83-sexies of Legislative Decree n. 58 of 24 February 1998 (Consolidated Law on Finance) which herein follow:*

### **Art. 2370 (Italian Civil Code)**

#### **Entitlement to attend shareholders' meeting and exercise of vote**

1. All those persons entitled to vote may attend the shareholders' meeting.
2. The bylaws of companies, the shares of which are not in held in a centralized management system, may require deposit beforehand of the shares at the company's registered office or at the intermediary indicated in the call notice, establishing the term within which such shares are to be deposited and eventually establishing that they cannot be freed before the shareholders' meeting has taken place. If the shares issued by the companies indicated above are circulated extensively amongst the public such term may not exceed two non working days.
3. If the shares are in registered form, the companies as per paragraph two, will register in the shareholders' register the names of such persons who attended the shareholders' meeting.
4. The by-laws of the company may permit attendance at the shareholders' meeting via telecommunication means or voting by mail ballot or electronically. Those persons who exercise their vote by mail ballot or electronically will be considered present at the meeting.
5. The provisions of special laws regarding entitlement to attend and vote in the shareholders' meeting as well as registration in the shareholders' register for companies with shares in a centralized management system will in any case apply.

#### **Article 83-sexies – Consolidated Law on Finance (Right to attend shareholders' meetings and the exercise of voting rights)**

1. The legitimate attendance of shareholders' meetings and the exercise of voting rights is confirmed by a statement to the issuer from the intermediary, in compliance with intermediary accounting records, on behalf of the person with the right to vote.
2. For meetings of holders of financial instruments admitted for trading with the issuer's consent on regulated markets or in the Italian multilateral trading systems or those of other European Union countries, the communication contemplated by subsection 1 is made by the intermediary on the basis of the evidence of the accounts contemplated by article 83-quater, subsection 3, relative to the term of the accounting day of the seventh market business day prior to the date established for the meeting. Credit and debit entries made on accounts after these terms are not relevant in terms of assuring the legitimate exercise of voting rights at the shareholders' meeting. For the purposes of this ruling, the date of the first convocation is considered providing the dates of any successive convocations are indicated in the convocation notice; otherwise the date of each convocation shall be considered.
3. For meetings other than those indicated in subsection 2, the articles of association may require the financial instruments referred to in the communication to be entered in the accounts of the party with voting rights as from a

pre-established date, potentially establishing that they may not be transferred until the end of the shareholders' meeting. In the case of shareholders' meetings of companies whose shares are widely distributed to a relevant extent, the term may not exceed two working days. Should the Articles of Association not prevent the transfer of shares, any transfer of such shall entail the obligation bearing on the intermediary to rectify the communication sent previously .

4. Communications indicated in subsection 1 must reach the issuer by the third trading day prior to the date indicated in subsection 2, last sentence, or within an alternative term established, in concert with the Bank of Italy, by a Consob regulation, or within a successive term established in the Articles of Association pursuant to subsections 3 and 5. This is without prejudice to legitimate attendance and voting if communication has reached the issuer beyond the terms specified in this subsection, providing it has been received before the start of the works of the meeting works held pursuant to single convocation.

5. Subsections 1, 3 and 4 apply to the meetings of holders of financial instruments issued by cooperative companies. With reference to meetings of holders of financial instruments admitted for trading, with the consent of the issuer, on regulated markets or Italian multilateral trading systems or those of other countries of the European Union, the terms pursuant to subsection 3 cannot exceed two working days.