

## **SUCCESSFULLY CLOSE OF PROXIES' SOLICITATION CAMPAIGN TO VOTE FOR THE EXTRAORDINARY SHAREHOLDERS' MEETING HELD ON JANUARY 30, 2015**

**Cagliari, 30 January 2015** - Tiscali, as promoter of the solicitation of proxies for the extraordinary shareholders' meeting held on 30 January 2015, pursuant to art. 137, paragraph 5 of Consob Regulation no. 11971/1999, informs that:

- has received no. 607 proxies valid, effective and provided with instructions to vote for a total of n. 145.076.246 shares, representing 7.793% of the share capital;
- has received further 15 formally invalid proxies for a total of 6.155.440 shares, equal to 0.331% of the share capital; and 107 proxies representing 21.604.650 shares, representing 1.161% of the share capital have not been admitted to voting for lack of communication of the intermediary;
- has not received any proxy valid, effective and provided with voting instructions without voting;
- have exercised in relation to the proposal contained in the solicitation statement published on 27 December 2014 on the basis of powers granted by delegating, the following expressions to vote:

**Proposed resolution relative to the only item on the agenda** (Proposal to give the Board of Directors the power to increase the share capital by payment, in one or more times, divisible, by December 31, 2017, excluding the exemption rights to be reserved to Société Générale by issuing, including in several tranches, of a maximum of. 1,000,000,000 ordinary shares of no par value. Consequential amendments to the. related resolutions.):

- favorable vote for n. 144.448.596 shares, representing 7.76% of the total ordinary shares;
- contrary vote for n. 162.268 shares, equal to 0.009% of the total ordinary shares;
- abstained for n. 465.382 shares, equal to 0.025% of the total ordinary shares.

As for the outcome of the voting on the only item on the agenda, the Extraordinary General Meeting approved the proposed resolution on the allocation to the Board of Directors the power to increase the share capital.

For more details regarding the resolution passed by the Extraordinary Meeting of Shareholders, see the press release issued by the company on January 30, 2015.

### **Investor Relations**

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### **Ufficio Stampa**

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## STATEMENT OF THE APPOINTED EXECUTIVE

*I, the undersigned, Pasquale Lionetti, Executive in charge of drawing up Tiscali S.p.A's corporate accounting documents, hereby declare in pursuance of Article 154 bis, section 2 of Italian Legislative Decree No. 58/98, as amended, that the accounting disclosure contained in this press release is consistent with the documental results, the books and ledgers and the accounting records.*

Pasquale Lionetti



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*Executive in charge of drawing up the Company's accounting documents*

*This press release contains certain forward-looking statements based on current expectations and projections in relation to future events. These forward-looking statements may be affected by known or unknown risks, uncertain events and the assumptions made. This press release also contains unaudited pro forma financial data. Tiscali does not undertake to publish updates or modify any forward-looking statements, either to provide new information or in response to future events or other circumstances. In light of the aforementioned risks, uncertainties and assumptions, the forward-looking statements contained in this press release may not come to fruition. Any statement relating to past performance or activities should not be considered a guarantee of future performance or of such activities continuing in the future.*

### Information on Tiscali

*Tiscali S.p.A. (Borsa Italiana. Milan: TIS) is one of the leading alternative telecommunications companies in Italy. Tiscali provides its private and business customers with a vast range of services: Internet access through dial-up and ADSL, as well as voice, VoIP, media, and added-value services and other technologically advanced products.*

*As at 30 September 2014 Tiscali reported 484 thousand ADSL customers. Of these, 360.7 thousand are Dual Play customers.*

*The Tiscali website may be accessed at [www.tiscali.it](http://www.tiscali.it).*

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