

The Shareholders' Ordinary Meeting of Tiscali has approved all items in the agenda, in particular:

- Approval of the financial statements at 31 December 2011;
- Opinion of the Shareholders' Meeting on the Remuneration Report;
- Appointment of the Members of the Board of Directors
- Appointment of the President and Members of the Board of the Statutory Auditors

The Board of Directors of Tiscali S.p.A.:

- Confirmed Renato Soru as Chairman and CEO;
- Appointed the Internal Committee to Board of Directors and other roles.

Cagliari, 15 May 2012

The Ordinary Shareholders' Meeting of Tiscali S.p.A., which met today in unique call in Cagliari, has approved all items in the agenda.

Approval of the financial statements at 31 December 2011

Approved the financial statements at 31 December 2011, which closed with consolidated revenues at EUR 267.6 million.

Confirmed the figures of the draft financial statements, approved by the Board of Directors' Meeting on 30 March 2011, as summarised in the following primary results:

- Consolidated revenues at EUR 267.6 million; Media revenues up 28.9% YoY to EUR 20.9 million (FY 2010 EUR 16.2 million); VoIP revenues up 4.9% to EUR 76.3 million YoY (FY 2010 EUR 72.7 million);
- Gross Operating Result up slightly to EUR 71.7 million;
- Negative Group EBIT totalling EUR 21.3 million;
- Negative Group net result totalling EUR 38.1 million;
- Active broadband customers 494 thousand; mobile customers up 65.4%;
- Improvement in the net financial position, EUR 200 million, compared with EUR 204.3 million in the same period in 2010;
- Free cash flow at EUR 18 million, strong growth compared with 2010.

Group Revenues during 2011 came to EUR 267.6 million, down by 3.8% with respect to the balance of EUR 278.2 million recorded in 2010.

The Group's gross profitability, with a **Gross Operating Result** before provisions of EUR 71.7 million, was up slightly by 1.8% with respect to the Gross operating result of EUR 70.5 million reported in 2010.

The operating result (EBIT) for 2011, net of provisions, write-downs and restructuring costs, was a loss of EUR 21.3 million with respect to the loss for 2010, equating to EUR 1.8 million. The differential with respect to the previous year is due to the additional impact of the receivable write-down provision made during the year.

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The 2011 Group **net result** presented a negative balance of EUR 38.1 million, compared with a net loss of EUR 24.3 million in 2010, and reflects the additional impact of the receivable write-down provision made during the year.

At the end of 2011, active **ADSL users** in Italy amounted to around 494 thousand, of which 344 thousand were direct customers (LLU) and 349 thousand dual play customers. The decreasing compared to the equivalent figure in 2010 largely reflects the impact of the cancellation during 2011 of ADSL lines relating to defaulting or silent customers, a process started in the second half of 2010 and completed in 2011. This, as already shown in the past, allowed to reach important savings. Total mobile customers amounted to more than 139 thousand, up 65.4% YoY.

Investments relating to the maintenance of network infrastructure and IT, as well as the activation of new customers, totalled around EUR 28.2 million, including EUR 24 million for investments in intangible assets and around EUR 4.2 million for investments in tangible fixed assets. The investments relate entirely to Tiscali Italia S.p.A..

At 31 December 2011, the Tiscali Group held cash and cash equivalents totalling EUR 6.6 million. As of the same date, the net financial position presented a loss of EUR 200 million, an improvement with respect to the negative balance of EUR 204.3 million as at 31 December 2010, thanks to the cash generating in the year.

The Company declares, that in compliance with applicable laws and regulations, the Annual Financial Statements – including the annual report as at 31st December 2011, both for the Parent company Tiscali S.p.A. and for the Group and the respective audit reports - is made available to the public at the Company's head office and Tiscali's official website, investors' area (www.tiscali.it) and Borsa Italiana.

Opinion of the Shareholders' Meeting on the Remuneration Report

Under Article. 123 ter of the Consolidated Law on Finance, the Assembly expressed its positive opinion on the Remuneration Report prepared by the Company.

Appointment of the Members of the Board of Directors

The Ordinary Meeting, having fixed in 5 the number of members of the Board of Directors, has appointed the candidates of the only list deposited by the Shareholder Renato Soru, under Article 11 of the Articles of Association.

The new Board of Directors of Tiscali S.p.A. is composed by: Renato Soru, Gabriele Racugno, Luca Scano, Victor Uckmar (independent Director), Franco Grimaldi (independent Director).

The Ordinary Meeting has also decided that the Directors of the Company will remain in charge for three years, until the date of the Shareholders' Meeting called to approve the financial statements relating to financial year 2014, and has approved the gross annual remuneration of each Director.

The curriculum of the Directors are available on the Company's website www.tiscali.com, *Investors* section.

Appointment of the President and Members of the Board of the Statutory Auditors

Tiscali shareholders' meeting has appointed the Statutory Board of Auditors, which will be in charge until the AGM called to approve the financial statements as at 31 December 2014, and has resolved upon their remuneration.

On the basis of the list presented by the Shareholders Renato Soru, have been appointed the following Statutory Auditors: Paolo Tamponi (as President), Piero Maccioni (effective auditor), Andrea Zini (effective auditor) , Rita Casu (alternate auditor), Giuseppe Biondo (alternate auditor). The curriculum of the Auditors are available on the Company's website www.tiscali.com, *Investors* section.

The minutes of the Annual Shareholders' meeting will be made available in compliance with Italian law.

Decisions of the new Board of Directors

The new Board of Directors, which met today just after the Shareholders' Ordinary Meeting, has confirmed Renato Soru Chairman and CEO of Tiscali S.p.A.

Furthermore have been appointed the following committees internal to the Board:

- **Internal Audit Committee**, it comprises Victor Uckmar, Franco Grimaldi and Luca Scano
- **Appointing and Remuneration Committee**, it comprises Victor Uckmar, Franco Grimaldi and Gabriele Racugno

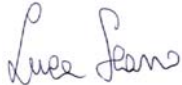
Furthermore, the following members will all be in charge until the AGM called to approve the financial statements as at 31 December 2014:

- Franco Grimaldi Lead Independent Director;
- Pasquale Lionetti, Manager of the Company, Executive in charge of drawing up the Company's accounting documents;
- Luca Scano, Director in charge of the Internal Audit.

STATEMENT OF THE APPOINTED MANAGER

I, the undersigned, Luca Scano, manager in charge of drawing up the corporate accounting documents of Tiscali S.p.A, declare – pursuant to paragraph 2, Article 154-bis of the Italian Finance Consolidation Act – that the annual results contained in this press release correspond to the documentary results, books and accounting records of the parent company and to the information provided by the companies included in the consolidation area

Luca Scano



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 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 31 March 2012 Tiscali reported around 479 thousand ADSL customers in Italy. Of these, around 339 thousand are Dual Play customers.

The Tiscali website may be accessed at www.tiscali.it.