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Societa' : POSTE ITALIANE

Utenza - referente : POSTEN03 - Ciammaglichella abio

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Oggetto : Poste Italiane: the BoD exercises the delegation to increase the share capital for the public tender offer on the shares of TIM

Testo del comunicato

Vedi allegato

Posteitaliane

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VOLUNTARY TOTALITARIAN PUBLIC TENDER AND EXCHANGE OFFER LAUNCHED BY POSTE ITALIANE S.P.A. ON THE ORDINARY SHARES OF TELECOM ITALIA S.P.A.

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PRESS RELEASE

THE BOARD OF DIRECTORS OF POSTE ITALIANE S.P.A. RESOLVES TO EXERCISE THE DELEGATION TO INCREASE THE SHARE CAPITAL FOR THE PURPOSES OF THE VOLUNTARY TOTALITARIAN PUBLIC TENDER AND EXCHANGE OFFER ON THE SHARES OF TELECOM ITALIA S.P.A.

Rome, 7 July 2026 – The Board of Directors of Poste Italiane S.p.A. (“**Poste**” or the “**Company**”), having met today under the chairmanship of Silvia Maria Rovere, has resolved, in execution of the delegation granted by the extraordinary Shareholders’ Meeting of 18 June 2026, to increase the share capital for cash consideration for an aggregate amount of Euro 371,986,879, plus share premium, with the issuance of 371,986,879 ordinary shares, in one or more tranches and in divisible form, with the exclusion of the option rights pursuant to Article 2441, paragraph 4, first sentence, of the Italian Civil Code, to serve the voluntary totalitarian public tender and exchange offer (the “**Offer**”) launched by Poste on the shares of Telecom Italia S.p.A. (“**TIM**”), pursuant to and for the purposes of Articles 102 and 106, paragraph 4, of Legislative Decree No. 58 of 24 February 1998, as subsequently amended (the “**Consolidated Financial Act**”).

In the context of the share capital increase resolution, the Board of Directors of Poste has also provided the information required pursuant to Article 2343-*quater*, paragraph 3, letters a), b), c) and e), of the Italian Civil Code. In accordance with applicable law, Poste hereby gives notice that, as of today, the following documentation is being made available to the public at the registered office of Poste, on the authorised storage mechanism “eMarket STORAGE” (www.emarketstorage.it), as well as on the Company’s website:

- the explanatory report of the Board of Directors of Poste prepared pursuant to Article 2441, paragraph 6, of the Italian Civil Code and Article 70, paragraph 7, letter a), of Issuers’ Regulation No. 11971/1999;

- the opinion of the auditing firm Deloitte & Touche S.p.A. on the fairness of the issue price of the Poste shares to be offered in exchange in the context of the Offer, pursuant to Article 2441, paragraph 6, of the Italian Civil Code and Article 158 of the Consolidated Financial Act;
- the minutes of the Board of Directors of Poste, including the relevant annexes, filed today with the Companies Register of Rome, which will be registered within the timeframe prescribed by applicable law.

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Fine Comunicato n.1130-104-2026

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