



TIM S.p.A.
Registered Office in Milan at Via Gaetano Negri, 1
General Administration and Secondary Office in Rome at Corso d'Italia no. 41
PEC (Certified Electronic Mail) box:telecomitalia@pec.telecomitalia.it
Share capital 11,677,002,855.10 euros fully paid up
Tax Code/VAT Registration Number and Milano-Monza Brianza-Lodi Business Register Number
00488410010

NOTICE OF SHAREHOLDERS' MEETING

TIM S.p.A.'s Ordinary Shareholders' Meeting shall be convened on 7 April 2022, at 10:30 am (single call) in Milan, Via Gaetano Negri 1, with the following

AGENDA

Ordinary session

1. Financial statements as at 31 December 2021 - Approval of the documentation on the financial statements - Coverage of the loss for the year
2. Report on the remuneration policy and compensation paid - Approval of the first section (remuneration policy)
3. Report on the remuneration policy and compensation paid - Non-binding vote on the second section (2021 compensation)
4. Determinations following the termination of office of a Director - Appointment of a Director
5. Stock Option Plan - Granting of options to employees, related and consequent resolutions

Extraordinary session

6. Stock Option Plan - Issue of shares to service the initiative, amendment to Article 5 of the Company Bylaws, related and consequent resolutions
7. Use of reserves to cover the loss for the year - Definitive reduction excluding the obligation for subsequent reintegration

Procedures for conducting the Shareholders' Meeting pursuant to Decree Law No. 18 of 17 March 2020

As permitted by Decree-Law No. 18 of 17 March 2020, as amended (the "Decree"), the effect of which was most recently extended by Decree-Law No. 228 of 30 December 2021, without prejudice to the procedures for the prior exercise of voting rights set out below, the Shareholders' Meeting may be attended exclusively through the representative designated by the Company pursuant to Article 135-*undecies* of Legislative Decree No. 58 of 24 February 1998 (Consolidated Law on Finance or "CLF"), identified as Studio Legale Trevisan & Associati law firm in Milan (the "Designated Representative") or its substitutes in the event it is unable to attend. In accordance with Article 106 of the Decree, the Designated Representative may also be granted proxy or sub-delegations powers pursuant to Article 135-*novies* of the CLF.

It should be noted that Directors, Statutory Auditors, the Secretary of the meeting and the Designated Representative may also participate in the proceedings by telecommunication means, without the Chairman and Secretary being required to be at the same place.

Additions to the meeting agenda

Shareholders who altogether represent at least 2.5% of the ordinary share capital, having demonstrated their entitlement in

the manner required by the applicable regulations, may request additions to the agenda for the meeting. This is not permitted for matters on which the Shareholders' Meeting is required by law to pass resolution based on Directors' proposals or based on a plan or report other than those specified in Article 125-*ter*(1) of the CLF.

The request for additions and report illustrating its rationale, together with a copy of an identity document of the requesting party, must be received within 10 days of the publication of this notice (i.e. no later than 14 March 2022), on paper to the following address:

TIM S.p.A.
Corporate Affairs - Ref. Agenda
Via Gaetano Negri, 1
20123 MILAN - Italy,

or by email to the following address

assemblea.azionisti@pec.telecomitalia.it.

After verifying the legitimacy of the exercise of the right, the Company shall give notice of the additions to the Agenda, in the same manner as required for the publication of the call notice, by 23 March 2022.

Shareholders intending to exercise the right are asked to contact the Company Corporate Affairs office in advance to establish all necessary details.

Presentation of individuals proposals for resolution on Agenda items

Given that this Meeting may only be attended through the Designated Representative and that no proposals may be presented during the proceedings (as clarified by Consob), with reference to this meeting, all shareholders entitled to exercise this right in the manner laid down by the applicable regulations shall be able to submit individual proposals for resolution on Agenda items, by sending them before 23 March 2022 (together with a copy of an identity document), on paper to the following address:

TIM S.p.A.
Corporate Affairs - Ref. Agenda
Via Gaetano Negri, 1
20123 MILAN - Italy,

or by email to the following address

assemblea.azionisti@pec.telecomitalia.it.

It is recommended that proposals be formulated in a clear and complete manner, preferably accompanied by a report stating the reasons for the proposal.

After checking the proposals' relevance to the Agenda, as well as their completeness and compliance with the applicable regulations, the Company shall publish all of the proposals received (and any accompanying explanatory reports) on the Company website at www.gruppotim.it/assemblea by 24 March 2022.

Questions

Those entitled to vote, having demonstrated their entitlement in the manner laid down by the applicable regulations, may ask questions on the matters on the Agenda, to be received by 29 March 2022, on paper to the following address:

TIM S.p.A.

Corporate Affairs - Ref. Questions
Via Gaetano Negri, 1
20123 MILAN - Italy,
or by email to the following address
assemblea.azionisti@pec.telecomitalia.it, or through the specific
section of the website www.gruppotim.it/assemblea.
Questions submitted as above which are relevant to the items on
the Agenda, shall be answered and published on the Company
website www.gruppotim.it/assemblea, by 4 April 2022.

Entitlement to voting rights

Persons for whom the intermediary of reference has sent the
Company the appropriate communication attesting that they are
entitled to vote as of 29 March 2022 (the record date) shall be
entitled to vote exclusively in the manner set out below. Those
who become holders of shares after such date will not be entitled
to speak or vote at the Shareholders' Meeting.
Shareholders with shares lodged with the Company must use the
usual channels of communication available to them.

Prior exercise of voting rights

Pursuant to the provisions of the current bylaw provisions,
holders of voting rights may also exercise the vote by submitting
it by 06 April 2022:

- electronically, through the specific section of the website
www.gruppotim.it/assemblea;
- by post, by downloading the form in a printable version from
the website: www.gruppotim.it/assemblea.

Electronic voting and postal voting form shall be available from
25 March 2022.

The envelope containing the ballot card for voting by mail,
completed and signed (to be placed in a further sealed envelope)
with a copy of the ID document of the person signing the form,
any suitable documentation to attest entitlement to sign, must be
delivered to the following address:

TIM S.p.A.
Corporate Affairs - Ref. Vote
Via Gaetano Negri, 1
20123 MILAN - Italy

Representation at Shareholders' Meetings

As specified above, participation in the Shareholders' Meeting is
only permitted by granting proxy or sub-delegation powers to the
Designated Representative, pursuant to:

- Article 135-*undecies* of the CLF, by way of the "Designated
Representative Proxy Form", or
- Article 135-*novies* of the CLF, with the option of using the
special ordinary proxy and/or sub-delegation forms made
available,

in the manner described below.

Proxy pursuant to Article 135-undecies of the CLF

The Designated Representative may be granted a written proxy
pursuant to Article 135-*undecies* of the CLF, at no cost for the
delegating party (except for any postage costs), providing voting
instructions on all or some of the proposals on the Agenda. The
proxy to the Designated Representative pursuant to Article 135-
undecies of the CLF is granted by completing and signing the
specific Designated Representative Proxy Form, which shall be
available from 25 March 2022 in a printable and/or editable
version, in the section of the website
www.gruppotim.it/assemblea dedicated to this Shareholders'
Meeting. The original copy of the Designated Representative
Proxy Form, duly completed, with the respective written voting
instructions, shall be accompanied by a copy of an identity
document of the delegating party (or of the legal representative
or proxy holder with appropriate powers, along with

documentation certifying their status or powers), to be received
by 11:59 pm on 5 April 2022

- for proxies with a handwritten signature, to the following
address:

Studio Legale Trevisan & Associati
Viale Majno, 45
20122 MILAN - Italy;

- for proxies with a qualified electronic or digital signature, by
certified email to: rappresentante-designato@pec.it.

The proxy and voting instructions may be revoked by the same
date and following the same procedure. It should be noted that
the proxy shall not have effect for those proposals for which
voting instructions have not been given.

Proxy pursuant to Article 135-novies of the CLF

The Designated Representative may be granted proxies and/or
sub-delegations pursuant to Article 135-*novies* of the CLF, with
voting instructions on all or some of the proposals on the
Agenda. Without prejudice to the generic proxy form pursuant to
Article 135-*novies* of the CLF (immediately available), the
Designated Representative has reserved the right to make
available specific proxy and sub-proxy forms for this Meeting.
These forms will be published in the specific section of the
website www.gruppotim.it/assemblea in a printable and/or
editable version. The proxies pursuant to Article 135-*novies* of the
CLF, accompanied by a copy of an identity document of the
delegating party (or of the legal representative or proxy holder
with appropriate powers, along with documentation certifying
their qualification or powers), must be delivered, by 12:00 noon
on 6 April 2022, alternatively:

- to Studio Legale Trevisan & Associati, by post, at the
following address:

Studio Legale Trevisan & Associati
Viale Majno, 45
20122 MILAN - Italy,

- or electronically, by certified email: rappresentante-designato@pec.it or email: rappresentante-designato@trevisanlaw.it, or

- to the Company by post, at the following address:

TIM S.p.A.
Corporate Affairs - Ref. Proxy
Via Gaetano Negri, 1
20123 MILAN - Italy,

- or electronically, by email to:
assemblea.azionisti@pec.telecomitalia.it, or by uploading it
to the relevant section of the website:
www.gruppotim.it/assemblea.

As of 25 March 2022, the Designated Representative shall be
available for clarification or information at the above addresses
and/or at the freephone number: 800 134 679 (on business days
and working hours).

Documentation

The reports on the Agenda items and the remaining
documentation for the meeting will be made available on the
"1INFO" storage platform (www.1Info.it), as well as on the
Company website at www.gruppotim.it/assemblea within the
deadlines required by law.

The documents may also be requested by contacting the contact
details provided at the end of this notice.

Total number of shares and right to vote

TIM S.p.A.'s subscribed and fully paid in share capital as at 04
March 2022 is equal to 11,677,002,855.10 euros, divided into
15,329,466,496 ordinary shares (with the right to vote in ordinary
and extraordinary meetings of the shareholders of the Company)

and 6,027,791,699 savings shares (with the right to vote in special savings shareholders' meetings), all without par value.

Further information

Further information on the exercise of shareholders' rights is available on the website: www.gruppotim.it/assemblea.

For enquiries and information, please use the following email address: assemblea.azionisti@pec.telecomitalia.it and, on weekdays, from 10am to 1pm:

- toll-free number 800 020 220 (for calls from inside Italy)
- telephone +39 011 2293603 (for calls from outside Italy)

Due to the COVID-19 situation, shareholders are unable to access the head office premises.

04 March 2022