

INTERIM FINANCIAL STATEMENTS

at 30. June 2015

Telecom Italia Deutschland Holding GmbH

Wilhelm-Leuschner-Str. 23

60329 Frankfurt am Main

Telecom Italia Deutschland Holding GmbH
Frankfurt am Main

30. June 2015

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Commercial law

PROFIT AND LOSS ACCOUNT from 01.01.15 to 30.06.15

Telecom Italia Deutschland Holding GmbH
Frankfurt am Main

	EUR	Financial year EUR	31.12.2014 EUR
1. Other operating income			
a) Income from reversal of accruals	15,00		1.505.318,59
b) Other extraordinary income in connection with ordinary business activities	<u>0,00</u>	15,00	9.520,00
2. Other operating expense			
a) Ordinary operating loss			
aa) Insurance premiums, contributions and dues	290,00		440,00
ab) Various operating costs	105.230,72		332.424,60
b) Other extraordinary operating expense in connection with ordinary business activities	<u>51.673,52</u>	157.194,24	0,00
3. Other interest and similar income		18.377,05	11.624,48
- thereof from related companies EUR 2.378,05 (EUR 11.391,00)			
4. Interest and similar items		<u>0,00</u>	<u>921,00</u>
5. Profit (loss) from ordinary activities		138.802,19-	1.192.677,47
6. Loss for the year		<u>138.802,19</u>	<u>1.192.677,47-</u>



Commercial law

Accounts making up balance sheet at 30.06.15

**Telecom Italia Deutschland Holding GmbH
Frankfurt am Main**

ASSETS

Account	Description	EUR	Financial year EUR	31.12.2014 EUR
Amounts due from related companies				
1261	Forderungen gegenüber Telecom Italia SPA	4.118.296,82		4.118.296,82
1262	Forderungen gegenüber TI Finance S.A., LU	<u>16.480.449,65</u>	20.598.746,47	16.522.071,60
Other assets				
1450	Körperschaftsteuerrückforderung		65,05	177.337,29
Cheques, cash on hand, federal bank and postal giro accounts, cash at banks				
1800	Deutsche Bank #6591457 00	991.639,40		73.827,16
1810	BNP Paribas #92 23529 018	<u>0,00</u>	991.639,40	849.198,07
Total			<u>21.590.450,92</u>	<u>21.740.730,94</u>



Commercial law

Accounts making up balance sheet at 30.06.15

Telecom Italia Deutschland Holding GmbH
Frankfurt am Main

LIABILITIES AND EQUITY

Account	Description	EUR	Financial year EUR	31.12.2014 EUR
	Subscribed capital			
2900	Gezeichnetes Kapital		25.000,00	25.000,00
	Capital reserve			
2920	Kapitalrücklage		528.188.833,39	528.188.833,39
	Accumulated Deficit brought forward			
2978	Verlustvortrag vor Verwendung		506.555.322,02-	507.747.999,49-
	Loss for the year			
	Loss for the year		138.802,19-	1.192.677,47
	Other accruals			
3070	Sonstige Rückstellungen	6.888,19		8.750,00
3092	Rückstellungen f. drohende Verluste	30.000,00		30.000,00
3095	Rückstellungen für Abschluss u. Prüfung	<u>8.500,00</u>	45.388,19	12.080,00
	Trade creditors			
3300	Verbindl. aus Lieferungen u. Leistungen		25.353,55	31.389,57
	thereof with a remaining term of up to one year			
	EUR 25.353,55 (EUR 31.389,57)			
3300	Verbindl. aus Lieferungen u. Leistungen			
	Total		<u>21.590.450,92</u>	<u>21.740.730,94</u>



Commercial law

Accounts making up profit and loss account from 01.01.15 to 30.06.15

Telecom Italia Deutschland Holding GmbH
Frankfurt am Main

Account	Description	EUR	Financial year EUR	31.12.2014 EUR
	Income from reversal of accruals			
4930	Erträge Auflösung von Rückstellungen		15,00	1.505.318,59
	Other extraordinary income in connection with ordinary business activities			
4830	Sonstige betriebliche Erträge		0,00	9.520,00
	Insurance premiums, contributions and dues			
6420	Beiträge	180,00-		180,00-
6430	Sonstige Abgaben	<u>110,00-</u>	290,00-	260,00-
	Various operating costs			
6300	Sonstige betriebliche Aufwendungen	0,00		112.589,13-
6825	Rechts- und Beratungskosten	87.906,36-		188.299,47-
6827	Abschluss- und Prüfungskosten	15.899,71-		29.884,55-
6855	Nebenkosten des Geldverkehrs	<u>1.424,65-</u>	105.230,72-	1.651,45-
	Other extraordinary operating expense in connection with ordinary business activities			
6960	Periodenfremde Aufwendungen		51.673,52-	0,00
	Other interest and similar income			
7100	Sonstige Zinsen und ähnliche Erträge	0,00		233,48
7105	Zinserträge § 233a AO, steuerpflichtig	15.999,00		0,00
7109	Sonst. Zinsen u.ä. Erträge aus verb.UN	<u>2.378,05</u>	18.377,05	11.391,00
	thereof from related companies EUR 2.378,05 (EUR 11.391,00)			
7109	Sonst. Zinsen u.ä. Erträge aus verb.UN			
	Interest and similar items			
7300	Weitergabe Zinsen Escrow Account		0,00	921,00-
	Loss for the year			
	Loss for the year		138.802,19-	1.192.677,47

CURRENT ACCOUNT for the balance sheet at 30.06.2015

Telecom Italia Deutschland Holding GmbH
Frankfurt am Main

LIST OF CREDITORS

Creditors with credit balances

Account Description	EUR	Financial year EUR	31.12.2014 EUR
71001 KPMG AG Wirtschaftsprüfungsgesellschaft	25.353,55		19.489,57
71501 PricewaterhouseCoopers AG WPG	<u>0,00</u>	25.353,55	11.900,00
		<u>25.353,55</u>	<u>31.389,57</u>



**Telecom Italia Deutschland Holding GmbH,
Frankfurt
Notes to the financial statements as of June 30, 2015**

General information to the financial statements

The financial statements have been prepared in accordance with the legal requirements of the German Commercial Code ("GCC") as well as of the German law for limited liability companies (LLCC). Regulations for minimal limited liability companies have been considered.

The balance sheet as well as the profit and loss statement were prepared in accordance with the classification regulations of §§ 266 and 275 GCC, whereby the profit and loss statement was prepared in accordance with the nature of the total cost accounting method ("Gesamtkostenverfahren"). The size-depending relief for minimal limited liability companies according to §§ 274a and 288 GCC in conjunction with § 267a Para 2 GCC have been considered partially.

Principal accounting policies

By preparing the financial statements, the following accounting and valuation policies have been considered.

Account receivables and other assets are valued at nominal amount. All risk carrying positions are provided for the constitution of specific valuation allowances.

The cash in banks are generally capitalized at the nominal amount.

The accruals consider all uncertain liabilities and contingent losses from pending contracts. The accruals are set-up with the amounts, which are necessary according to a reasonable business judgement.

Accruals and liabilities are set-up at the settlement amount.

Equity is entered in the balance sheet at nominal amount.

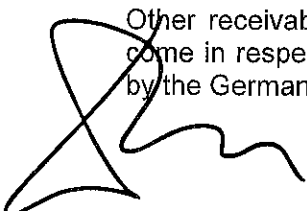
Balance sheet

Receivables against affiliated companies

Receivables against affiliated companies amounting to k€ 20.599 basically include receivables against TI Finance S.A., LU in the amount of k€ 16.480 (previous year: k€ 16.522) and result from a short run cash deposit at TI Finance S.A., LU, which operates as internal financial institute within the TI group. The receivables against Telecom Italia SpA amounting to k€ 4.118 (previous year: k€ 4.118) basically result from late share purchase price adjustments in connection with the sale of HanseNet Telekommunikation GmbH.

Other receivables

Other receivables (previous year k€ 177) basically included withheld taxes on interest income in respect of the account with BNP Paribas S.A., but have been completely refunded by the German tax authorities.



Cash in banks

Due to the fact that all relating issues have been closed, the escrow account resulting from the sale of the participation in the shares of HanseNet Telekommunikation GmbH in 2010 is currently supposed to be closed. Consequently, all related amounts have been cashed out of the escrow account (previous year k€ 849).

Equity

The capital reserves amount to k€ 528.189 (previous year: k€ 528.189).

Accruals

The accruals basically include accruals for other risks deriving from the sale of HanseNet Telekommunikation GmbH in the amount of k€ 30 (previous year: k€ 30). As the pending law suits in this regard have basically been settled, the residual amounts have been dissolved (except an amount of k€ 30). The further other accruals amounting to k€ 15 (previous year: k€ 21) include administrative costs, costs related to the preparation of the financial statements and the income tax returns 2015 as well as further costs for tax advice.

Liabilities

Liabilities in the amount of k€ 25 (previous year k€ 31) basically include costs for external audit and consultant companies and have a residual term of less than a year.

Others

Directors

Luca Pulcinelli, CEO, Rome/Italy


Dr. Rodolfo Dolce, Frankfurt am Main/Germany

Group information

The financial statements of Telecom Italia Deutschland Holding GmbH, Frankfurt are considered in the consolidated financial statements of Telecom Italia S.p.A., Milan/Italy.

Frankfurt, August 5, 2015

Luca Pulcinelli



Dr. Rodolfo Dolce

