

FORM 120/D

STATEMENT OF INTENTIONS (ARTICLE 122-TER OF REGULATION NO. 11971/99)

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| Declarant: Asterion Industrial Partners SGEIC, S.A., as management company of Asterion Industrial Infra Fund I, FCR, which indirectly owns 100% of the shares in Marbles S.r.l. | |
| Listed issuer to which the holding refers: : Reti Telematiche Italiane S.p.A., in short Retelit S.p.A. (“Retelit” or the “Issuer”) | |
| Threshold concerned: | 25% |
| Type of holding: | Shares |
| Date of the transaction: 21/1/2021 | |
| CONTENTS OF THE STATEMENT (art. 120, paragraph 4-bis, CLF) | |
| a) the means of financing the acquisition: The acquisition by Marbles of 16,425,000 Retelit shares from Axxion S.A. and 400,000 Retelit shares from Frankfurter SICAV, completed on 21 January 2021 pursuant to share purchase agreements executed on 30 September 2020, was financed through equity capital indirectly provided by Asterion Industrial Infra Fund I, FCR. | |
| b) whether acting alone or in concert: The Declarant is not acting in concert with any third party. | |
| c) whether it intends to stop or continue its purchases and whether it intends to acquire control of the issuer or otherwise have an influence on the management of the company and, in such cases, the strategy it intends to adopt and the transactions to be carried out: Over the next 6 months, Marbles may consider to carry out further purchases of Issuer’s shares (or other financial instruments) on the market or in private transactions in order to further strengthen its position as shareholder of Retelit. At this stage, Marbles does not intend to cross the threshold that would trigger a mandatory tender offer on the remainder of the Issuer shares pursuant to art. 106 of the Consolidated Financial Act (TUF). As stated in the previous statement of intentions dated 2 November 2020, the current intention of Marbles is to have an influence on the management of Retelit by, as indicated in paragraph e) below, submitting to the next shareholders’ meeting of the Issuer called to appoint a new board of directors a proposal for the appointment of a majority slate of candidates. | |
| d) the intentions as to any agreements and shareholders’ agreements to which it is a party: As of the date hereof, the Declarant and its affiliates are not a party to any agreement or shareholders’ agreement concerning Retelit. | |
| e) whether it intends to propose the integration or removal of the issuer’s administrative or control bodies: As of the date hereof, Marbles does not intend to propose the integration or removal of the current board of directors and/or board of statutory auditors (<i>collegio sindacale</i>) of the Issuer. The current intention of Marbles is to submit to the next shareholders’ meeting of the Issuer called to | |

appoint a new board of directors and/or a new board of statutory auditors (*collegio sindacale*) a proposal for the appointment of a majority slate of candidates to the board of directors and/or board of statutory auditors (*collegio sindacale*).

Observations and additional information:

The intentions set forth in this statement do not affect the possibility for Marbles to exercise any of its rights as direct or, through its wholly owned subsidiary Fiber 4.0 S.p.A., indirect shareholder of the Issuer.

Pursuant to art. 119-*bis*, para. 2, of CONSOB's Issuers' Regulation, this form is submitted by Marbles on behalf of Asterion Industrial Partners SGEIC, S.A. in its capacity as management company of the fund Asterion Industrial Infra Fund I, FCR (which, in turn, indirectly owns 100% of the shares in Marbles).

Asterion Industrial Partners SGEIC, S.A. is indirectly controlled by Mr. Jesús Olmos Clavijo.

26 January 2021