

POSTE ITALIANE: THE SHAREHOLDERS' MEETING APPROVES THE 2015 FINANCIAL STATEMENTS, THE INCREASE IN THE NUMBER OF MEMBERS OF THE BOARD OF DIRECTORS AND APPOINTS THE NEW BOARD OF STATUTORY AUDITORS

- *Approved the Financial Statements as of December 31st, 2015 with the resolution to pay a dividend of 0.34 euros per share;*
- *Increased the number of members of the Board of Directors;*
- *Appointed a new Board of Statutory Auditors for the 2016-2018 period;*
- *Approved the 2016-2018 long term incentive plan for Poste Italiane Group executives ;*
- *Approved the Remuneration report;*
- *Resolved the granting of additional fees to the external auditor assignment for the years 2015-2019.*

Rome, May 24th, 2016 – Poste Italiane (“Poste Italiane”) S.p.A.’s Ordinary Shareholders’ Meeting , chaired by Luisa Todini, was held today in Rome. The shareholders first approved Poste Italiane’s financial statements as of December 31st, 2015, while the consolidated financial statements were also presented. Acting on the Board of Directors’ proposal, the shareholders then approved a dividend of 0.34 euros per share. The dividend will be paid – before withholding tax, if any – from June 22nd, 2016, with the ex-dividend date of coupon no. 1 falling on June 20th, 2016 and the record date (the date which determines the shareholders who are entitled to the dividend) falling on June 21st, 2016.

The shareholders also increased from seven to nine the number of members of the Board of Directors, carrying out the commitments stated during the listing of its shares by Poste Italiane and by the Shareholder, The Ministry of Economy and Finance as for their respective responsibilities. The shareholders also appointed, as new Directors to the existing Board, Giovanni Azzone and Mimi Kung, whose candidacies were submitted by a group of 14 institutional investors. The complete professional profile of the new Directors, who will stay in office until the expiry of the current Board of Directors’ mandate, is available on the Company’s website (www.posteitaliane.it). They have declared that they meet the independence requirements set forth in the Unified Financial Act and the Corporate Governance Code.

The Shareholders’ Meeting has also appointed a new Board of Statutory Auditors, composed of Mauro Lonardo (as Chairman and drawn from the minority slate presented by a group of 14 institutional investors), Alessia Bastiani and Maurizio Bastoni as regular Auditors (the latter confirmed in office and both drawn from the slate presented by the Company controlling shareholder, the Ministry of Economy and Finance), and, as alternate Auditors, Marina Coletta, Ermanno Sgaravato (both drawn from the slate presented by the Ministry of Economy and Finance) and Andrea Bonechi (drawn from the slate presented by a group of 14 institutional investors). The above mentioned Board of Statutory Auditors will remain in office until the approval of the 2018 financial statements. The slates from which the members of the new Board of Statutory Auditors have been drawn and the biographies of the latter are available on Poste Italiane’s website (www.posteitaliane.it).

The Shareholders’ Meeting also:

- approved the 2016-2018 Long-Term Incentive Plan addressed to Poste Italiane and its subsidiaries' executives pursuant to Article 2359 of the Italian Civil Code;
- voted in favour of the section of the Remuneration Report that illustrates the remuneration policy for the Directors, the General Manager and the Executives with strategic responsibilities adopted by the company for the financial year 2016, also approving the specific part of the Remuneration Report related to BancoPosta's Ring-fenced Capital.

The Shareholders' Meeting also resolved, upon proposal of the Board of Statutory Auditors, to pay additional fees to the external auditor for the years 2015-2019, following the increase of audit activities deriving from Poste Italiane's IPO executed during 2015.

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