TIM S.p.A. Form 6-K April 26, 2019 Table of Contents

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

## FORM 6-K

# REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15D-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934 FOR THE MONTH OF APRIL 2019

TIM S.p.A.

(Translation of registrant s name into English)

Via Gaetano Negri 1

20123 Milan, Italy

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

FORM 20-F

FORM 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

YES NO

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

## ANNUAL FINANCIAL REPORT

2018

## **CONTENTS**

# REPORT ON OPERATIONS

TIM Group	
Key Operating and Financial Data - TIM Group	6
Financial and Operating Highlights of the Business Units of the TIM Group	18
Main Commercial Developments	29
Main changes in the regulatory framework	32
<u>Competition</u>	37
Consolidated Financial Position and Cash Flows Performance	40
Consolidated Data Tables of detail	47
Social and environmental impact of operations and their economic aspects	55
Research and development	59
Consolidated Non-Financial Statement	65
Events subsequent to December 31, 2018	66
Business Outlook for the Year 2019	66
Main risks and uncertainties	68
Information for Investors	72
Related party transactions and direction and coordination activity	75
Alternative Performance Measures	76
TIM S.p.A.	
Review of Key Operating and Financial Data - TIM S.p.A.	78
Financial Statements TIM S.p.A.	9(
Reconciliation of Consolidated Equity	96
Corporate Boards at December 31, 2018	97
Macro-Organization Chart	99
TIM GROUP CONSOLIDATED FINANCIAL STATEMENTS	101
Contents	104
Consolidated Statements of Financial Position	105
Separate Consolidated Income Statements	107
Consolidated Statements of Comprehensive Income	108
Consolidated Statements of Changes in Equity	109
Consolidated Statements of Cash Flows	110
Notes to the Consolidated Financial Statements	112
Certification of the Consolidated Financial Statements pursuant to Article 81-ter of Consob Regulation 11971	
dated May 14, 1999, with Amendments and Additions	268
Independent Auditors Report	200
TIM S.p.A. SEPARATE FINANCIAL STATEMENTS	282
Contents	284
Statements of Financial Position	285
Separate Income Statements	287
Statements of Comprehensive Income	288
Statements of Comprehensive income Statements of Changes in Equity	289
Statements of Changes in Equity Statements of Cash Flows	290
Statements of Casil Flows	<i>29</i> (

Notes to the Separate Financial Statements of TIM S.p.A.	292
Certification of the Separate Financial Statements Pursuant to Article 81-ter of Consob Regulation 11971	
dated May 14, 1999, with Amendments and Additions	433
Independent Auditors Report	
OTHER INFORMATION	445
Report of the Board of Statutory Auditors	448
Proposed Resolutions	471
Glossary	472
<u>Useful Information</u>	490
This document has been translated into English for the convenience of the readers.	

In the event of discrepancy, the Italian language version prevails.

# **Table of Contents** Report on Operations TIM Group THE TIM GROUP THE BUSINESS UNITS **DOMESTIC** The Domestic Business Unit operates as the consolidated market leader in the CORE DOMESTIC sphere of voice and data services on fixed and mobile networks for final retail customers and other wholesale operators. Consumer Olivetti, which is part of the Core Domestic Business segment, operates in the area of products and services for Information Technology, covering the traditional areas of the office and retail world, as well as the innovative world **Business** of IoT, M2M and Big Data. Wholesale INWIT S.p.A. operates in the electronic communications infrastructure sector, specifically in relation to infrastructure for housing radio transmission equipment for mobile telephone networks, both for TIM and other operators. Other (INWIT S.p.A. and support structures) The Telecom Italia Sparkle group operates In the international field in the **INTERNATIONAL** development of fiber optic networks for wholesale customers (in Europe, in the WHOLESALE Mediterranean and in South America). Telecom Italia Sparkle Group Telecom Italia Sparkle S.p.A. South American subsidiaries

North American subsidiaries

European subsidiaries

#### **BRAZIL**

The Brazil Business Unit (Tim Brasil group) provides mobile telephone services using UMTS, GSM and LTE technologies. Moreover, the Tim Brasil group offers fiber optic data transmission using full IP technology, such as DWDM and MPLS and residential broadband services.

Tim Brasil Serviços e Participações S.A.

Tim Participações S.A.

TIM S.A.

Annual Financial Report The TIM Group

as at December 31, 2018

## **BOARD OF DIRECTORS**

Chairman Fulvio Conti (independent)

Chief Executive Officer and

General Manager

Luigi Gubitosi

Directors Alfredo Altavilla (independent)

Paola Bonomo (independent)

Giuseppina Capaldo (independent)

Maria Elena Cappello (independent)

Massimo Ferrari (independent)

Amos Genish

Paola Giannotti de Ponti (independent)

Marella Moretti (independent)

Lucia Morselli (independent)

Dante Roscini (Lead Independent Director)

Arnaud Roy de Puyfontaine

Rocco Sabelli (independent)

Michele Valensise (independent)

Secretary to the Board Agostino Nuzzolo

**BOARD OF STATUTORY AUDITORS** 

Chairman Roberto Capone

Acting Auditors Giulia De Martino

Anna Doro Marco Fazzini

Francesco Schiavone Panni

Table of Contents

8

Alternate Auditors Andrea Balelli

Antonia Coppola Franco Dalla Sega Laura Fiordelisi

Independent Auditors PwC S.p.A.

Annual Financial Report Board of Directors and Board of Statutory Auditors 5

as at December 31, 2018 of TIM S.p.A.

## KEY OPERATING AND FINANCIAL DATA - TIM GROUP

Consolidated operating and financial data (\*)

(millions of euros)		2018	2017	2016	2015	2014
Revenues		18,940	19,828	19,025	19,719	21,574
EBITDA	(1)	7,403	7,790	8,002	7,006	8,785
EBIT before goodwill impairment loss		3,151	3,291	3,722	3,203	4,529
Goodwill impairment loss		(2,590)			(240)	
EBIT	(1)	561	3,291	3,722	2,963	4,529
Profit (loss) before tax from continuing operations		(777)	1,777	2,799	453	2,350
Profit (loss) from continuing operations		(1,152)	1,287	1,919	50	1,420
Profit (loss) from Discontinued operations/Non-current assets held for sale				47	611	541
Profit (loss) for the year		(1,152)	1,287	1,966	661	1,961
Profit (loss) for the year attributable to Owners of the Parent		(1,411)	1,121	1,808	(70)	1,351
Spectrum & capital expenditures		6,408	5,701	4,876	5,197	4,984

Consolidated financial position data(\*)

(millions of euros)	12/31/2018	12/31/2017	12/31/2016	12/31/2015	12/31/2014
Total Assets	65,619	68,783	70,446	71,268	71,596
Total Equity	21,747	23,783	23,553	21,249	21,584
- attributable to Owners of the Parent	19,528	21,557	21,207	17,554	18,068
- attributable to non-controlling interests	2,219	2,226	2,346	3,695	3,516

Edgar Filing: TIM S.p.A. - Form 6-K

Total Liabilities		43,872	45,000	46,893	50,019	50,012
Total Equity and Liabilities		65,619	68,783	70,446	71,268	71,596
Share capital		11,587	11,587	11,587	10,650	10,634
Net financial debt carrying amount	(1)	25,995	26,091	25,955	28,475	28,021
Adjusted net financial debt	(1)	25,270	25,308	25,119	27,278	26,651
Adjusted net invested capital	(2)	47,017	49,091	48,672	48,527	48,235
Debt Ratio (Adjusted net financial debt/Adjusted net invested capital)		53.7%	51.6%	51.6%	56.2%	55.3%

Consolidated profit ratios(\*)

		2018	2017	2016	2015	2014
EBITDA/Revenues	(1)	39.1%	39.3%	42.1%	35.5%	40.7%
EBIT/Revenues (ROS)	(1)	3.0%	16.6%	19.6%	15.0%	21.0%
Adjusted Net Financial Debt/EBITDA	(1)	3.4	3.2	3.1	3.9	3.0

- (\*) Since January 1, 2018, the TIM Group has adopted: the IFRS 9 accounting standard (Financial Instruments) retrospectively using the specific exemptions in the standard and without restating comparative figures of previous periods and the IFRS 15 accounting standard (Revenue from contracts with customers), using the modified retrospective method. Consequently, operating and financial data of previous years have not been restated. In addition, as allowed by IFRS 9, the TIM Group decided to continue to apply the hedge accounting provisions contained in IAS 39 instead of those of IFRS 9. Further details are provided in the Note Accounting Policies to the Consolidated Financial Statements at December 31, 2018 of the TIM Group.
- (1) Details are provided under Alternative Performance Measures .
- (2) Adjusted net invested capital = Total equity + Adjusted net financial debt.

Report on Operations of the

Key Operating and Financial Data TIM Group 6

TIM Group

Headcount, number in the Group at year end (1)

(number)	12/31/2018	12/31/2017	12/31/2016 12/31/2015 2/31/2014
Headcount (excluding headcount relating to Discontinued			
operations/Non-current assets held for sale)	57,901	59,429	61,229