

**List for appointment as members of the**  
**Board of Directors of Tiscali S.p.A.**

**Presented pursuant to article 11 (Board of Directors)**  
**of the Articles of Association**

Reference is made to the fourth item on the agenda of the Ordinary and Extraordinary Shareholders' Meeting of Tiscali S.p.A. to be held on 20 December 2009 and, in second calling, on 21 December 2009 and, in third calling, on 22 December 2009.

**Renato Soru**, shareholder of Tiscali S.p.A. holding, directly and indirectly through Cuccureddus S.r.l., Monteverdi Srl, Andalus Ltd, no. 331,133,617 shares with right to vote in the Ordinary and Extraordinary Shareholders' Meeting of the aforementioned company, equal to 17.79% of the outstanding share capital, pursuant to article 11 (Board of Directors) of the Articles of Association, hereby submits the following list of candidates for appointment as members of the Board of Directors.

- Renato Soru born in Sanluri on 6 August 1957;
- Gabriele Racugno born in Cagliari on 27 September 1944;
- Luca Scano born in Cagliari on 31 January 1971;
- Victor Uckmar born in Genoa on 1 June 1925;
- Franco Grimaldi born in Rome on 16 June 1955.

It is furthermore stated:

- that Victor Uckmar and Franco Grimaldi have the requisites established by applicable legislation to hold the office as independent Director,
- that the candidates have accepted their candidature and have declared the inexistence of causes of ineligibility and incompatibility as well as the existence of the requisites of respectability and professionalism prescribed for the office by applicable legislation.

Furthermore, the following proposals are made:

- the Board of Directors will remain in office for three years, thus the mandate will expire on the date of the Shareholders' Meeting called for approval of the financial statements at 31 December 2011;

- gross yearly remuneration for each Director is EUR 25,000 (twenty five thousand).

The Curricula Vitae of the candidates and the above mentioned declarations are enclosed herewith.

5 December 2009

In witness whereof,

Renato Soru

Cagliari, 5 December 2009

Messrs.  
Tiscali SpA  
Località Sa Illetta  
S.S. 195, Km. 2,3  
09122 CAGLIARI

**DECLARATION OF ELIGIBILITY  
AND OF ACCEPTANCE OF THE OFFICE AS DIRECTOR**

The undersigned Renato Soru, born in Sanluri (Cagliari) on 6 August 1957, Tax Code SRORNT57M06H974L, indicated as candidate for the office of Director of Tiscali SpA (the "Company"), with offices in Località Sa Illetta, S.S. 195, Km. 2,3, Cagliari, tax code 02375280928, under his own responsibility, in accordance with and pursuant to law and in compliance with article 11 of the Articles of Association

**HEREBY DECLARES AND INFORMS THE COMPANY AND THE SHAREHOLDERS**

- that he accepts candidature to cover the office of Company Director;
- that he confirms the inexistence of causes of ineligibility or incompatibility prescribed by legislation in force and by the Articles of Association;
- that he meets the requisites of respectability and professionalism prescribed for the office by legislation in force and by the Articles of Association;
- that he undertakes to promptly inform the Company and the Shareholders on any variation regarding the contents of this declaration.

In witness whereof

## **CV – Renato Soru**

**Renato Soru** has been Chairman and CEO of Tiscali Italia since May 2009. Graduated in Economics and Social Sciences at the Bocconi University in Milan, from 1985 to 1990 he worked in Milan for CBI Merchant as a broker in stocks and financial by-products. In 1990 he left work as an employee and he focused his attention on expanding the business he had set up previously in retail development. In 1995, he launched Czech On Line, one of the first Internet companies, which rapidly established itself as the leading Internet service provider in the Czech Republic. In 1998, following the liberalization of the Italian telecommunications market, he set up Tiscali. In 2004 he started a career as politician and won the election for the Governorship of Sardinia, role he had till December 2008.

Cagliari, 5 December 2009

Messrs.  
Tiscali SpA  
Località Sa Illetta  
S.S. 195, Km. 2,3  
09122 CAGLIARI

**DECLARATION OF ELIGIBILITY  
AND OF ACCEPTANCE OF THE OFFICE AS DIRECTOR**

The undersigned Gabriele Racugno, born in Cagliari on 27 September 1944, Tax Code RCGGRL44P27B354D, indicated as candidate for the office of Director of Tiscali SpA (the "Company"), with offices in Località Sa Illetta, S.S. 195, Km. 2,3, Cagliari, tax code 02375280928, under his own responsibility, in accordance with and pursuant to law and in compliance with article 11 of the Articles of Association

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- that he undertakes to promptly inform the Company and the Shareholders on any variation regarding the contents of this declaration.

In witness whereof

**Gabriele Racugno.** Address: Viale Trento 86, 09123 Cagliari. Tel: 070 271553, fax: 070 290943, e-mail: racugno@tin.it  
Full professor of Commercial Law at Cagliari University – Lawyer

### Curriculum Vitae

- Born in Cagliari on 27 September 1944. He graduated with Honours in Law at Cagliari University on 27 June 1967 and achieved a diploma in German language and literature at Heidelberg University (1968). He has collaborated with the following reviews: *Giurisprudenza Italiana*, *Giurisprudenza di Merito*, *Rivista del Diritto Commerciale*, *Rivista delle Società*, *Rivista del Diritto dell'Impresa*, *Rivista Giuridica Sarda*. He is co-director of the review *Giurisprudenza Commerciale*. He is President of the Sardinian Section of AIDA (International Association of Insurance Law). He has presented speeches and papers during national and international Conferences and Congresses. He is the author of a large number of scientific publications.
- He is a lawyer and consultant in the commercial, banking and bankruptcy sector. He has been appointed as receiver of bankruptcy proceedings. He has acted as Arbitrator and Chairman of Board of Arbitrators in internal and international arbitrations. He has held the office of Member of the Board, Chairman of the Board of Auditors and company Auditor. He has also been: Member of the Board of the publishing company L'Unione Sarda, Vice President of Sardaleasing and President of the Additional pension fund of the employees of Banco di Sardegna, Director of Banca d'Italia (Cagliari Branch). He currently holds the office of Member of the Board of Banco di Sardegna spa and Advisor of the Chamber of Commerce of Cagliari.

Cagliari, 5 December 2009

Messrs.  
Tiscali SpA  
Località Sa Illetta  
S.S. 195, Km. 2,3  
09122 CAGLIARI

**DECLARATION OF ELIGIBILITY  
AND OF ACCEPTANCE OF THE OFFICE AS DIRECTOR**

The undersigned Luca Scano, born in Cagliari on 30 January 1971, Tax Code SCNLCU71A30B354L, indicated as candidate for the office of Director of Tiscali SpA (the "Company"), with offices in Località Sa Illetta, S.S. 195, Km. 2,3, Cagliari, tax code 02375280928, under his own responsibility, in accordance with and pursuant to law and in compliance with article 11 of the Articles of Association

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In witness whereof

## **CV – Luca Scano**

**Luca Scano** graduated in Economy and Commerce and is General Manager of Tiscali Italia. He joined the Tiscali Group as Head of Corporate Finance and Investor Relations in 2000, dealing with the expansion of the Group. In 2003 he was appointed as the Chairman's Executive Assistant and was involved in diverse strategic M&A operations for the development of the Group strategy. In 2005 he was appointed Chief Executive Officer of Tiscali Netherlands. He covered this role up to disposal of the Dutch branch in 2007. He is currently General Manager of Tiscali Italia. Before joining Tiscali, Luca Scano worked for Banca IMI and Istituto San Paolo di Torino.

Genoa, 5 December 2009

Messrs.  
Tiscali SpA  
Località Sa Illetta  
S.S. 195, Km. 2,3  
09122 CAGLIARI

**DECLARATION OF ELIGIBILITY  
AND OF ACCEPTANCE OF THE OFFICE AS DIRECTOR**

The undersigned Victor Uckmar, born in Genoa on 1 June 1925; Tax Code CKM VTR 25H01 D969H, indicated as candidate for the office of Director of Tiscali SpA (the "Company"), with offices in Località Sa Illetta, S.S. 195, Km. 2,3, Cagliari, tax code 02375280928, under his own responsibility, in accordance with and pursuant to law and in compliance with article 11 of the Articles of Association

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- that he meets the requisites of respectability and professionalism prescribed for the office by legislation in force and by the Articles of Association;
- that he possess the requisites of independence prescribed by legislation in force;
- that he undertakes to promptly inform the Company and the Shareholders on any variation regarding the contents of this declaration.

In witness whereof

## CURRICULUM VITAE

updated September 2009

### Prof. Victor Uckmar

**Place/date of Birth** Genoa, 1 June 1925

**Degree** in Law from Genoa University, with publication recommended

**Academic Career** Emeritus professor at Genoa University  
Temporary professor at Bologna University (International Tax Law)  
Temporary professor at Rome University – LUISS (EC Tax Law)  
President of CERTI (Centre of Business Tax Research) at Bocconi University  
Director of the Instituto de derecho tributario of Salta University  
*Honoris causa* degree at Buenos Aires University

### Lawyer

**Director** Reviews: *Diritto e Pratica Tributaria*, *Diritto e Pratica Tributaria Internazionale*.

*Strumenti finanziari e fiscalità*

### Member

*Accademia Europea*.

*Miembro correspondiente de la Academia Nacional de Derecho y Ciencias Sociales de Cordoba*.

*Consejo de direction de la Maestria en derecho tributario* (Buenos Aires University)

### President

Italian Association for Latin-American tax law.

Class Editori Spa

Liguria Committee of the Italian Cancer Research Association (AIRC).

Italia-Argentina Society

Make a Wish Society – Italian Section

### Vice President

Italian Section of International Chamber of Commerce (CCI Italia);

### Member of the Board

Egea Spa

Merck Serono Spa

Scientific Seminars International Foundation

Serono Symposia Educational Foundation

Xerox Spa

Fondazione Gerolamo Gaslini

Rome, 5 December 2009

Messrs.  
Tiscali SpA  
Località Sa Illetta  
S.S. 195, Km. 2,3  
09122 CAGLIARI

**DECLARATION OF ELIGIBILITY  
AND OF ACCEPTANCE OF THE OFFICE AS DIRECTOR**

The undersigned Franco Grimaldi, born in Rome on 16 June 1955; tax code GRMFNC55H16H501S, indicated as candidate for the office of Director of Tiscali SpA (the "Company"), with offices in Località Sa Illetta, S.S. 195, Km. 2,3, Cagliari, tax code 02375280928, under his own responsibility, in accordance with and pursuant to law and in compliance with article 11 of the Articles of Association

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- that he possess the requisites of independence prescribed by legislation in force;
- that he undertakes to promptly inform the Company and the Shareholders on any variation regarding the contents of this declaration.

In witness whereof

**Name and surname: Franco Grimaldi**

**Educational background and various information:**

Born in Rome on 16 June 1955  
Married to Stefania De Santis. One daughter.

Secondary school diploma (60/60)  
Honours degree in Electronic Engineering from “**La Sapienza**” Roma University (110 summa cum laude)  
Master’s degree in Telecommunications and Telephony Systems from **Scuola Superiore G. Reis Romoli**, L’Aquila

Author of various articles and of congress presentations  
Co-author together with V. Zingarelli of a book on cellular radio mobile systems published by **Scuola Superiore G. Reis Romoli**, L’Aquila.  
Consulting and teaching in Italy and abroad, for important Public Bodies (P.T.T., European Community, UIT, etc.) and Universities.  
**EUCIP** (European Certification for Informatics Professionals) **Champion 2009** awarded by AICA (Italian Association of Computer Science) for the considerable professional success achieved.

From January 1999 to February 2006, Member of the Board of Directors of **Fondazione Ugo Bordonni (FUB)**.  
Since 2000, Fellow of the **Scuola di Formazione Superiore ELIS**  
Since May 2005, President of **Quadrato della Radio**

**Professional Experience:**

After finishing university he worked for a year for **Elettronica S.p.A.** designing Antenna Systems for military applications in the field of electronic countermeasures.

From 1982 to 1994 he worked for **SIP** (now **Telecom Italia**) where he dealt with the specifications, testing, development, design, implementation and management of various radio mobile systems operated by SIP. During this period he actively took part in and contributed to the international standardisation works of the GSM system and of many other wireless systems (e.g. TACS, DECT, etc.).

From 1994 to 1996 he worked for **OMNITEL** (now **Vodafone**) where, as Deputy CTO and R&D Manager, he was in charge of the project and development of network infrastructures and services, as well as of all technical problems of interconnection contracts and of national and international roaming.

From 1997 to 2006, initially in **ENEL**, he contributed to the creation and development of **WIND** where, as CTO, he was globally in charge of all the Networks developed and operated (Fixed, Mobile and Internet). From 2004 to 2006, he was Sole Director of **Enel.Net S.r.l.**, a company entirely held by Wind whose main assets are the national fibre backbone (around 13,000 km) developed on Enel’s long-distance power lines and used by Wind for its own transmission backbone and over 2000 locations provided with radio centres and TLC pylons. He was also Member of the Board of Directors of **Consorzio Janna**, founded with Interoute, TISCALI and Regione Sardegna, developing and managing the under-sea cables between Civitavecchia and Olbia and between Cagliari and Mazzara del Vallo.

From 2006 to 2008 he was CEO of **RAIN** and **Orascom Telecom WiMAX Limited**, two companies of the ORASCOM group which, at international level, followed and supervised the development of business models based on the use of innovative technologies (e.g. IP, WiMAX, Wi-Fi mesh, etc.).

From 2008 to April 2009, initially as Advisor and then as General Manager, he provided his professional expertise to **ARIA S.p.A.**, the company that purchased the WiMAX licenses over the entire Italian territory.

He currently works as Advisor for several important national and international TLC Groups.

Rome, October 2009