

Edgar Filing: TELECOM ITALIA S P A - Form 6-K

TELECOM ITALIA S P A
Form 6-K
January 13, 2004

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 JANUARY 2004

TELECOM ITALIA S.p.A.
(Translation of registrant's name into English)

CORSO D'ITALIA 41
ROME, ITALY 00198
(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- _____

PRESS RELEASE

*The new bond offering aimed at professional investors met
with full appreciation by the market*

**TELECOM ITALIA: EURO BENCHMARK BOND OFFERING SUCCESSFULLY PRICED FOR A TOTAL
AMOUNT OF EURO 3 BILLIONS**

Registered demand for approximately 5 billion Euros

Milan, 13 January 2004 - Telecom Italia announces that the Euro multi-tranche benchmark bond offering announced yesterday was today finalized with full success.

On the basis of a total order book, equal to approximately 5 billion Euros, the total amount of the issue has been set at **3 billion** Euros, split in three tranches: a 3 years and 9 months floating rate note, and a seven and fifteen year fixed rate notes.

The transaction is the first public Eurobond offering by Telecom Italia after the merger with Olivetti, and allows refinancing of maturing debt at low interest rates and spreads; it also allows to call an outstanding Telecom Italia 1.5 billion Euros floating rate note bearing a less favourable interest margin.

The main features of the issue are as follows:

First tranche

Issuer: Telecom Italia S.p.a

Amount: 1 billion Euros

Issue date: 29 January 2004

Maturity: 29 October 2007

Tenor:

3 years and 9 months, callable at each coupon date starting on 29 January 2006

Coupon: Euribor 3 months +0,33% per year, paid on a quarterly basis

Issue price: 99,927

Discount margin: Euribor 3 mesi + 0,35% per year

Second tranche

Issuer: Telecom Italia S.p.a

Amount: 750 million Euros

Issue date: 29 January 2004

Maturity: 28 January 2011

Tenor: 7 years

Coupon: 4,50% per year, paid every 28 January

Issue price: 99,56

Yield to maturity: 4,575% per year, which is equivalent to a yield of **+70 basis points** over *mid-swap*

Third tranche

Issuer: Telecom Italia S.p.a

Amount: 1 billion 250 million Euros

Issue date: 29 January 2004

Maturity: 29 January 2019

Tenor: 15 years

Coupon: 5,375% per year, paid every 29 January

Issue price: 99,07

Yield to maturity:5,4675% per year, which is equivalent to a yield of **+85 basis points** over *mid-swap*

The issue is part of Telecom Italia Euro 10,000,000,000 Euro Medium Term Note (EMTN) Programme and has been jointly arranged by Barclays Capital, BNP Paribas, Caboto, Deutsche Bank, JP Morgan, MCC, Mediobanca and UBM as *Lead Arrangers* and *Book Runners*.

The notes are to be listed on the Luxembourg Stock Exchange. They are also expected to be listed on Mercato Obbligazionario Telematico, the Italian electronic exchange by Borsa Italiana S.p.a.

The securities referred to in this press release have not been and will not be registered under the U.S. Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

Telecom Italia

Media Relations

Corporate e Wireline Press Office

+3906.3688.2610

Cautionary Statement for Purposes of the "Safe Harbor" Provision of the United States Private Securities Litigation Reform Act of 1995.

The Private Securities Litigation reform Act of 1995 provides a "safe harbor" for forward-looking statements. The Press Release included in this Form 6-K contains certain forward looking statements and forecasts reflecting management's current views with respect to certain future events. The ability of the Telecom Italia Group to achieve its projected results is dependant on many factors which are outside of management's control. Actual results may differ materially from those projected or implied in the forward-looking statements. Such forward-looking information involves risks and uncertainties that could significantly affect expected results and are based on certain key assumptions.

The following important factors could cause the Telecom Italia Group's actual results to differ materially from those projected or implied in any forward-looking statements:

- the continuing impact of increased competition in a liberalized market, including competition from global and regional alliances formed by other telecommunications operators in the core domestic fixed-line and wireless markets of the Telecom Italia Group;
- the ability of the Telecom Italia Group to introduce new services to stimulate increased usage of its fixed and wireless networks to offset declines in its fixed-line business due to the continuing impact of regulatory required price reductions, market share loss and pricing pressures generally;
- the ability of the Telecom Italia Group to achieve cost-reduction targets in the time frame established or to continue the process of rationalizing its non-core assets;
- the impact of regulatory decisions and changes in the regulatory environment;
- the impact of the slowdown in Latin American economies and the slow recovery of economies generally on the international business of the Telecom Italia Group focused on Latin America and on its foreign investments and capital expenditures;
- the continuing impact of rapid changes in technologies;
- the impact of political and economic developments in Italy and other countries in which the Telecom Italia Group operates;
- the impact of fluctuations in currency exchange and interest rates;
- Telecom Italia's ability to continue the implementation of its 2002-2004 Industrial Plan, including the rationalization of its corporate structure and

Edgar Filing: TELECOM ITALIA S P A - Form 6-K

the disposition of Telecom Italia's interests in various companies;

- the ability of the Telecom Italia Group to successfully achieve its debt reduction targets;
- Telecom Italia's ability to successfully roll out its UMTS networks and services and to realize the benefits of its investment in UMTS licenses and related capital expenditures;
- Telecom Italia's ability to successfully implement its internet strategy;
- the ability of the Telecom Italia Group to achieve the expected return on the significant investments and capital expenditures it has made in Latin America and in Europe;
- the amount and timing of any future impairment charges for Telecom Italia's licences, goodwill or other assets; and
- the impact of litigation or decreased mobile communications usage arising from actual or perceived health risks or other problems relating to mobile handsets or transmission masts.

The foregoing factors should not be construed as exhaustive. Due to such uncertainties and risks, readers are cautioned not to place undue reliance on such forward-looking statements, which speak only as of the date hereof. Accordingly, there can be no assurance that the group will achieve its projected results.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: January 13th, 2004

TELECOM ITALIA S.p.A.

BY: /s/ Carlo De Gennaro

Carlo De Gennaro
Company Manager