

OLIVETTI SPA
Form SC 13D/A
March 28, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO
FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 10)

TELECOM ITALIA S.p.A.

(Name of Issuer)

Ordinary Shares,
Euro 0.55 PAR VALUE

(Title of Class of Securities)

87927W10

(CUSIP Number)

Loris Bisone
Olivetti S.p.A.
General Counsel
Via G. Jervis, 77
10015 Ivrea (TO), Italy
Tel No.: +39 0125 523915

(Name, Address and Telephone Number of
Person Authorized to Receive Notices
and Communications)

February 21, 2003

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box .

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits.

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See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

| | | |
|--|---|--|
| 1 | NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Olivetti S.p.A. | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/> | |
| 3 | SEC USE ONLY | |
| 4 | SOURCE OF FUNDS OO | |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="radio"/> | |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION Italy | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7 | SOLE VOTING POWER |
| | 8 | SHARED VOTING POWER 2,891,656,682 |
| | 9 | SOLE DISPOSITIVE POWER |
| | 10 | SHARED DISPOSITIVE POWER 2,891,656,682 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,891,656,682 | |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="radio"/> | |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 55.0% | |
| 14 | TYPE OF REPORTING PERSON HC, CO | |

General.

This Amendment No. 10 ("Amendment No. 10") amends and supplements the Schedule 13D of Olivetti S.p.A., a company incorporated under the laws of the Republic of Italy ("Olivetti"), and Tecnost S.p.A., a company formerly incorporated under the laws of the Republic of Italy ("Tecnost"), jointly filed with the U.S. Securities and Exchange Commission on June 4, 1999, as amended by Amendment No. 1 thereto filed on October 4, 1999, Amendment No. 2 thereto filed on November 3, 1999, Amendment No. 3 thereto filed on December 28, 1999, Amendment No. 4 thereto filed on November 13, 2000, Amendment No. 5 thereto filed on January 10, 2001, Amendment No. 6 thereto filed on August 10, 2001, Amendment No. 7 thereto filed on October 30, 2001 Amendment No. 8 thereto filed on January 10, 2003 and Amendment No. 9 thereto filed on March 17, 2003 (together, the "Schedule 13D") with respect to the ordinary shares of Telecom Italia S.p.A., a company incorporated under the laws of the Republic of Italy ("Telecom Italia") beneficially owned by Olivetti. Effective December 31, 2000, Tecnost was merged into Olivetti and ceased to exist as an independent entity.

On March 26, 2003, Pirelli S.p.A. ("Pirelli") filed an amendment to Pirelli's schedule 13D with respect to its ownership of ordinary shares of Telecom Italia (the "Pirelli March 26, 2003 Amendment"). The Pirelli March 26, 2003 Amendment is filed as an exhibit hereto.

Item 7. Material to be Filed as Exhibits.

Item 7 is hereby amended by adding the following immediately at the end thereof:

30. Pirelli March 26, 2003 Amendment

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 28, 2003

OLIVETTI S.P.A.

By: /s/ Loris Bisone

Name: Loris Bisone
Title: General Counsel
