TELECOM ITALIA S P A Form 6-K September 29, 2011

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 SEPTEMBER 2011

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

Piazza degli Affari 2 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 [X] 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 [X]

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

#### PRESS RELEASE

TELECOM ITALIA BOARD OF DIRECTORS MEETS
MERGER OF TI AUDIT IN TELECOM ITALIA APPROVED
LUCIA CALVOSA APPOINTED TO THE INTERNAL CONTROL AND CORPORATE GOVERNANCE COMMITTEE
AGREEMENT ON TERMINATION OF CONTENT COMPETENCE CENTRE CONTRACT WITH TI MEDIA
Milan, 29 September 2011
The Telecom Italia Board of Directors, chaired by Franco Bernabè, today approved the merger by incorporation of Telecom Italia Audit and Compliance Services S.c.a r.l. within Telecom Italia S.p.A. The operation will involve the prior acquisition of the entire capital of the company, currently held for 18.18% by Telecom Italia Media S.p.A. The merger is expected to close within the end of the year.
The Board accepted the resignation of Francesco Profumo from the Internal Control and Corporate Governance Committee, appointing Lucia Calvosa in his place. The Committee therefore continues to be composed of five directors, all independent.
Lastly, the Board has decided to terminate the Content Competence Centre contract with Telecom Italia Media in force since 2007. The contract concerns the supply by TI Media of editorial activities concerning the conceiving, the

planning of programming, the research and acquisition of media content for distribution over Telecom Italia s various TV platforms (IPTV and the Cubovision suite).

The decision to terminate the contract, with payment of an indemnity to TI Media, follows the adoption of a new business model reflecting the shift from conventional Broadband TV to a content-on-demand platform. The size of the indemnity (agreed at €20.5 million) was confirmed by the opinion of an independent external evaluator identified jointly by the two parties.

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Cautionary Statement for Purposes of the "Safe Harbor" Provisions 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. Forward-looking statements are statements that are not historical facts and can be identified by the use of forward-looking terminology such as "believes," "may," "is expected to," "will," "will continue," "should," "seeks" or "anticipates" or similar expressions or the negative thereof or other comparable terminology, or by the forward-looking nature of discussions of strategy, plans or intentions.

Actual results may differ materially from those projected or implied in the forward-looking statements. Such forward-looking information is based on certain key assumptions which we believe to be reasonable but forward-looking information by its nature involves risks and uncertainties, which are outside our control, that could significantly affect expected results.

The following important factors could cause our actual results to differ materially from those projected or implied in any forward-looking statements:

- 1. the continuing impact of increased competition in a liberalized market, including competition from established domestic competitors and global and regional alliances formed by other telecommunications operators in our core Italian domestic fixed-line and wireless markets;
- 2. our ability to restructure our organizational model from one based on technology (fixed and mobile) to one based on customer segments (consumers, SOHOs, SMEs, Corporates) in order to focus on customers and their needs in utilizing our products and services;
- 3. our ability to utilize our relationship with Telefónica to attain synergies primarily in areas such as network, IT, purchasing, sales activities in Germany and international mobile roaming;
- 4. our ability to introduce new services to stimulate increased usage of our fixed and wireless networks to offset declines in the traditional fixed-line voice business due to the continuing impact of regulatory required price reductions, market share loss, pricing pressures generally and shifts in usage patterns;
- 5. our ability to successfully implement our internet and broadband strategy both in Italy and abroad;
- 6. our ability to successfully achieve our debt reduction targets;
- 7. the impact of regulatory decisions and changes in the regulatory environment in Italy and other countries in which we operate;
- 8. the impact of economic development generally on our international business and on our foreign investments and capital expenditures;
- 9. our services are technology-intensive and the development of new technologies could render such services non-competitive;
- 10. the impact of political and economic developments in Italy and other countries in which we operate;
- 11. the impact of fluctuations in currency exchange and interest rates;
- 12. our ability to successfully implement our strategy over the 2011-2013 period;
- 13. our ability to build up our business in adjacent markets (pay-TV and IT services) and in international markets (particularly Brazil in mobile telecommunications and Europe-Germany-in BroadBand), due to our specialist and technical resources;
- 14. our ability to achieve the expected return on the investments and capital expenditures we have made and continue to make in Brazil on mobile and in Europe on BroadBand;
- 15. the amount and timing of any future impairment charges for our licenses, goodwill or other assets; and 16. the outcome of litigation, disputes and investigations in which we are involved or may become involved.

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. We undertake no obligation to release publicly the result of any revisions to these forward-looking statements which may be made to reflect events or circumstances after the date hereof, including, without limitation, changes in our business or acquisition strategy or planned capital expenditures, or to reflect the occurrence of unanticipated events.

#### 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: September 29th, 2011

TELECOM ITALIA S.p.A.

BY: /s/ Riccardo Amerigo Pettazzi

Riccardo Amerigo Pettazzi Company Manager