

Pricing Supplement dated 22 April 2002

OLIVETTI FINANCE N.V.

**Issue of Yen 20,000,000,000 3.55 per cent. Notes due 2032
Guaranteed by OLIVETTI S.p.A.
under the EUR 10,000,000,000**

Euro Medium Term Note Programme

This document constitutes the Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Offering Circular dated 8 June 2001. This Pricing Supplement must be read in conjunction with such Offering Circular.

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| 1. | (i) | Issuer: | Olivetti Finance N.V. |
| | (ii) | Guarantor: | Olivetti S.p.A. |
| 2. | (i) | Series Number: | 6 |
| | (ii) | Tranche: | 1 |
| 3. | | Specified Currency or Currencies: | Japanese Yen ("Yen") |
| 4. | | Aggregate Principal Amount: | |
| | | Series: | Yen 20,000,000,000 |
| 5. | | Issue Price: | 99.25 per cent. of the Aggregate
Principal Amount |
| 6. | | Specified Denominations: | Yen 1,000,000,000 |
| 7. | (i) | Issue Date: | 22 April 2002 |
| | (ii) | Interest Commencement Date (if different
from the Issue Date): | Not Applicable |
| 8. | | Maturity Date: | 14 May 2032 |
| 9. | | Interest Basis: | 3.55 per cent. Fixed Rate |
| 10. | | Redemption/Payment Basis: | Redemption at par |
| 11. | | Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 12. | | Put/Call Options: | Issuer Call
(further particulars specified
below) |
| 13. | | Listing: | None |
| 14. | | Method of distribution: | Non-syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	3.55 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date(s):	14 May and 14 November in each year, the first Interest Payment Date being 14 May 2002 and the amount of interest payable on the first Interest Payment Date in respect of each Yen 1,000,000,000 in Principal Amount being the Broken Amount.
	(iii) Fixed Coupon Amount:	Yen 17,750,000 per Yen 1,000,000,000 in Principal Amount
	(iv) Broken Amount(s):	Yen 2,169,444 per Yen 1,000,000,000 in Principal Amount
	(v) Day Count Fraction:	30/360
	(vi) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	Floating Rate Note Provisions	Not Applicable
17.	Zero Coupon Note Provisions	Not Applicable
18.	Index-Linked Interest Note Provisions	Not Applicable
19.	Dual Currency Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

20.	Call Option	Applicable
	(i) Optional Redemption Date(s) (Call):	14 May 2012 and on each Interest Payment Date falling in May thereafter to, but excluding, the Maturity Date.
	(ii) Optional Redemption Amount(s) (Call) and method, if any, of calculation of such amount(s):	Principal Amount
	(iii) If redeemable in part:	
	(a) Minimum Redemption Amount:	Not Applicable
	(b) Maximum Redemption Amount:	Not Applicable

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|-----|---|------------------------------|
| | (iv) Notice period (if other than as set out in the Conditions): | Not less than 14 days |
| 21. | Put Option | Not Applicable |
| 22. | Final Redemption Amount | Outstanding Principal Amount |
| 23. | Early Redemption Amount
Early Redemption Amount (Tax) payable on redemption for taxation reasons and/or Early Termination Amount payable on event of default and/or the method of calculating the same (if required or if different from that set out in the Conditions): | As per Conditions |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 24. | Form of Notes: | Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note. |
| 25. | Additional Financial Centre(s) or other special provisions relating to Payment Dates: | Tokyo |
| 26. | Talons for future Coupons to be attached to Definitive Notes: | Yes, the Talon shall be exchanged, after the Interest Payment Date falling on 14 May 2014, for the sheet of future Coupons still due and payable. |
| 27. | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the relevant Issuer to forfeit the Notes and interest due on late payment: | Not Applicable |
| 28. | Redenomination, Renominalisation and Reconventioning provisions: | Not Applicable |
| 29. | Consolidation provisions: | Not Applicable |
| 30. | Other terms or special conditions: | Fees as agreed separately between the Issuer and the Dealer. |

DISTRIBUTION

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| 31. | (i) If syndicated, names of Managers (including the Lead Manager(s)) | Not Applicable |
| | (ii) Stabilising Manager (if any): | Not Applicable |

32. If non-syndicated, name of Dealer: Salomon Brothers International Limited
33. TEFRA: The D Rules are applicable
34. Netherlands Selling Restrictions: High denomination Notes: selling restriction I(iii) applies
35. Additional selling restrictions: Not Applicable

OPERATIONAL INFORMATION

36. ISIN Code: XS0146483051
37. Common Code: 014648305
38. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
39. Delivery: Delivery against payment
40. Additional Paying Agent(s) (if any): Not Applicable

RESPONSIBILITY

Each of the Issuer and the Guarantor accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of Olivetti S.p.A.:

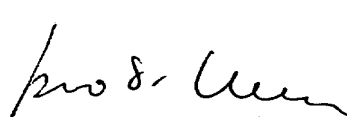
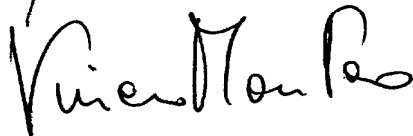
By: Antonio Tesone
(The Chairman)

Signed on behalf of Olivetti Finance N.V.:

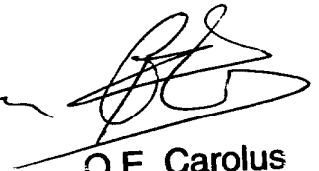
By: Vincent Mahieu
(a Director)

By: Vincenzo Montano
(a Director)

By: MeesPierson Trust B.V.
(a Director)



P. Oosthoek



O.E. Carolus