



Ordinary and Extraordinary Shareholders' Meeting Resolutions

Eni S.p.A. Ordinary and Extraordinary Shareholders' Meeting held on May 25, 2006 resolved to:

- approve Eni S.p.A. Financial Statements at December 31, 2005 which discloses the net income of euro 5,287,660,333.55;
- allocate euro 3,601,962,335.60 of Eni 2005 net income of euro 5,287,660,333.55 left after the payment of an interim dividend of euro 0.45 per share resolved by the Board of Directors on September 21, 2005 and paid as of October 27, 2005, as follows:
 - to the Legal Reserve 179,800.00 euro so that it totals one fifth of Eni share capital;
 - to pay a dividend of 0.65 euro for each share outstanding on the ex-dividend date, Eni treasury shares on that date excluded. In consideration of the payment of the 2005 interim dividend of 0.45 euro per share, the 2005 dividend per share proposed amounts at 1.10 euro;
 - to the Distributable Reserve the amount left after the previous allotments;
- pay said dividends as from June 22, 2006, being the ex-dividend date June 19, 2006;
- authorise the Board of Directors to extend the duration of the Eni treasury shares program and to purchase up to 400,000,000 Eni ordinary shares, equal about to 10% of company capital, within eighteen months as of the Shareholders' Meeting date. The purchase price will not be lower than Eni shares nominal value and not higher than the reference price recorded on the electronic stock market, organised and managed by the Borsa Italiana S.p.A. (the Italian Stock Exchange) on the day preceding each purchase increased of 5% of its amount. The total amount will not exceed however 7.4 billion euro;
- approve the 2006-2008 stock option plan;
- insure Eni Directors and Statutory Auditors by means of a Directors' and Officers' Liability Policy – D&O;
- approve the following changes in Eni's by-laws: (i) right to convene shareholders' meetings through a notice to be published in national daily newspapers; (ii) right for shareholders representing at least one fortieth (1/40) of Eni's share capital to request an integration in the agenda of shareholders' meetings (art. 13.1); (iii) declaration of compliance to the legal requirements of honorability and independence to be provided by the candidates to the office of director; periodical evaluation by the Board of Directors of the persistence of such requirements in at least one or three directors depending on whether the Board is composed of up to or more than five directors and depending on their participation to different Board Committees; (iv) clear indication of the duty of the Board of Directors to ascertain the honorability of General Managers (art. 24.1); (v) definition of the procedure for appointing the manager responsible for the preparation of financial reporting documents (art. 24.1); (vi) election of the Chairman of the Board of Statutory Auditors among the candidates of the minority list (art. 28.2); (vii) power to convene the Board of Directors by at least one statutory auditor and power to convene the shareholders' meeting by at least two statutory auditors (art. 28.4).

Eni 2005 Financial Statements

Eni S.p.A. Financial Statements at December 31, 2005 approved by the Shareholders' Meeting and Eni consolidated Financial Statements at December 31, 2005 are available at Eni S.p.A. Registered Office and the Borsa Italiana S.p.A. (the Italian Stock Exchange: www.borsaitaliana.it).

The minutes of the Meeting will be available within June 9, 2006 at Eni S.p.A. Registered Office and the Borsa Italiana S.p.A. (the Italian Stock Exchange: www.borsaitaliana.it).

The above-mentioned documents are available also on www.eni.it and may be requested by e-mail at segreteria societaria.azionisti@eni.it or by calling the Toll-Free number 800 940 924 for calls from Italy and 800 11 22 34 56 for calls from outside Italy.

Payment of Year 2005 Final Dividend

Eni S.p.A. Shareholders' Meeting resolved to pay final dividends as from June 22, 2006, coupon No. 6, being the ex-dividend date June 19, 2006.

In order to exercise the rights incorporated in the shares owned, Shareholders whose shares are not yet in uncertificated form shall previously deliver said shares to a financial intermediary for their deposit with Monte Titoli S.p.A. (the Italian Securities Register Centre) and their subsequent dematerialisation.

The payment of dividends to Beneficial Owners of ADRs, each of them representing two Eni shares, listed on the New York Stock Exchange, will be executed through JPMorgan Chase Bank, N.A..