



## Ordinary Shareholders' Meeting Resolutions

Eni S.p.A. Ordinary Shareholders' Meeting held on May 5, 2011 resolved to:

- approve Eni Financial Statements at December 31, 2010, which show profits of euro 6,179,319,559.03;
- allocate euro 4,368,071,987.53 of Eni 2010 profit of euro 6,179,319,559.03 left after the payment of an interim dividend of euro 0.50 per share resolved by the Board of Directors on September 9, 2010 and paid out on September 23, 2010, as follows:
  - to pay a dividend of 0.50 euro for each share owned and outstanding on the coupon detachment date, excluding treasury shares in the portfolio on that date. Therefore, in consideration of the payment of the 2010 interim dividend of 0.50 euro per share, the 2010 dividend per share amounts to 1 euro;
  - to the legal Reserve the amount remaining following the distribution of the dividend;
- pay the balance of the 2010 dividend beginning on May 26, 2011, with coupon detachment set for May 23, 2011;
- set at nine the number of the Directors, to be appointed by the Shareholders' Meeting, set the term of the office of the Directors so appointed to three financial years, this term expiring on the date of the Shareholders' Meeting convened to approve Eni S.p.A. 2013 Financial Statements and appoint the Board of Directors. The Directors are:
  - Giuseppe Recchi, Chairman<sup>(1)</sup>;
  - Paolo Scaroni, Director<sup>(1)</sup>;
  - Carlo Cesare Gatto, Director<sup>(1)\*</sup>;
  - Alessandro Lorenzi, Director<sup>(2)\*</sup>;
  - Paolo Marchioni, Director<sup>(1)\*</sup>;
  - Roberto Petri, Director<sup>(1)\*</sup>;
  - Alessandro Profumo, Director<sup>(2)\*</sup>;
  - Mario Resca, Director<sup>(1)\*</sup>;
  - Francesco Taranto, Director<sup>(2)\*</sup>;
- set the annual remuneration of the Chairman of the Board and of the Directors;
- appoint the Statutory Auditors. The term of office of the Board of Statutory Auditors is three financial years, expiring on the date of the Shareholders' Meeting convened to approve Eni S.p.A. 2013 Financial Statements. The Statutory Auditors are:
  - Ugo Marinelli, Chairman<sup>(2)</sup>;
  - Roberto Ferranti, Effective Auditor<sup>(1)</sup>;
  - Paolo Fumagalli, Effective Auditor<sup>(1)</sup>;
  - Renato Righetti, Effective Auditor<sup>(1)</sup>;
  - Giorgio Silva, Effective Auditor<sup>(2)</sup>;
  - Francesco Bilotti, Alternate Auditor<sup>(1)</sup>;
  - Maurizio Lauri, Alternate Auditor<sup>(2)</sup>.

The curriculum of the Directors and Statutory Auditors appointed are available on [www.eni.com](http://www.eni.com);

- set the Chairman of the Board of Statutory Auditors' annual remuneration and of the effective Statutory Auditors;
- confirm the delegation of authority to the Board to determine the compensation of the Court of Auditors' Representative in charge of the financial monitoring of Eni.

### Documents to be distributed

Eni's Annual Report 2010 (Italian Edition) including the financial statements of Eni, approved by the Shareholders' Meeting, the consolidated financial statements, the reports of the Directors, the certification pursuant to Article 154-bis, paragraph 5, of Legislative Decree 58/1998, the report of the statutory auditors, the report of the external auditors, the 2010 sustainability report and the related "Independent Assurance Report" is available at Eni S.p.A. Registered Office and Borsa Italiana S.p.A. (Italian Stock Exchange: [www.borsaitaliana.it](http://www.borsaitaliana.it)).

The minutes of the Meeting will be available under law provisions at Eni S.p.A. Registered Office and Borsa Italiana S.p.A. (Italian Stock Exchange: [www.borsaitaliana.it](http://www.borsaitaliana.it)).

The report on corporate governance and shareholding structure and the document "Sustainability Performance 2010" are also available at Eni S.p.A. Registered Office and Borsa Italiana S.p.A. (Italian Stock Exchange: [www.borsaitaliana.it](http://www.borsaitaliana.it)).

The above-mentioned documents are also available free of charge on the Company website ([www.eni.com](http://www.eni.com)) and may be requested by e-mail at [segreteria.societaria.azionisti@eni.com](mailto:segreteria.societaria.azionisti@eni.com) 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, after dialling the international access code (+).

### Payment of Year 2010 final Dividend

Eni S.p.A. Shareholders' Meeting resolved to pay final dividends as from May 26, 2011, coupon No. 16, being the ex-dividend date May 23, 2011. Therefore, as of this last date, Eni shares will be traded without the right to the payment of 2010 final dividend.

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. (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.

(1) Drawn from the list of candidates presented by the shareholder Ministry of Economy and Finance, owning, directly, the 3.93% of the Eni S.p.A. share capital, voted by the majority of the shareholders who have participated in the Shareholders' Meeting.

(2) Drawn from the list of candidates presented by a group of Institutional Investors, owning, jointly, the 0.9% of the Eni S.p.A. share capital, voted by the minority of the shareholders who have participated in the Shareholders' Meeting.

\* Candidate who declared to possess the qualification of independence pursuant to Article 148, paragraph 3 of the Legislative Decree 58/1998.