



Eni: 2011 Consolidated Financial Statements and Draft Financial Statements of the Parent Company

Convening of the Annual Shareholders' Meeting

- Consolidated net profit for the year: €6.86 billion; net profit of the parent company: €4.21 billion
- Proposed dividend per share of €1.04

San Donato Milanese, March 15, 2012 – Today, the Board of Directors approved Eni's consolidated financial statements and the draft financial statements of the parent company for the year ended December 31, 2011. As announced on February 15, 2012¹, with respect to Eni's preliminary results, consolidated net profit amounted to €6,860 million and net profit of the parent company amounted to €4,213 million.

The Board of Directors intends to submit a proposal for the distribution of a cash dividend of €1.04 per share (€2.08 per ADR) at the Annual Shareholders' Meeting. Included in this annual distribution is €0.52² per share which was paid as an interim dividend in September 2011. The balance of €0.52 per share (€1.04 per ADR) is payable to shareholders on May 24, 2012, the ex-dividend date being May 21, 2012.

The review of sustainability performance in 2011 has been included in the Annual Report to provide a comprehensive insight into the Company's business model by highlighting the connections existing between the financial and sustainability constituents of the Company's strategies and results. The information has been integrated into management's operating and financial review of the 2011 Annual Report and by complementing the financial statements through inclusion of the consolidated sustainability statement. Eni is engaged in the integrated reporting process, through the participation in the Pilot Programme launched by the International Integrated Reporting Committee.

The 2011 Annual Report was submitted to the Board of Statutory Auditors and Eni's independent auditors. In accordance with the provisions of the Legislative Decree No. 58/98 (the Italian comprehensive code for exchanges and securities), the 2011 Annual Report will be made available to the public by April 5, 2012 at the Company's headquarter and on Eni's website eni.com and through modalities provided by the regulation in force, together with statutory and independent auditors' reports.

Enclosed are the 2011 IFRS consolidated statements of Eni's group of companies as included in the approved Annual Report and the statements of the parent company Eni SpA.

The Board of Directors also approved the Report on Corporate Governance and Shareholding Structure and the Remuneration Report which have been prepared in accordance to article No. 123-bis and ter of the Italian comprehensive code for exchanges and securities, respectively. These reports will be filed with the Italian Exchange Authority and published on Eni's website, in the "Corporate Governance" and "Investor Relations" section, together with the 2011 Annual Report.

Convening of the Annual Shareholders' Meeting on April 30 and May 8, 2012 and of extraordinary Shareholders' Meeting on April 30, May 7 and May 8, 2012

The Board of Directors convened the Annual Shareholders' Meeting on April 30 and May 8, 2012, on first and second call respectively, to approve the 2011 financial statements of the parent company and the dividend proposal. The Annual Shareholders' Meeting was also convened to express its consultative vote about the remuneration policy that the Company intends to adopt in 2012 as

[1] The press release on Eni's preliminary results for the year 2011, published on February 15, 2012, is available on Eni's website, eni.com, section Investor Relations.

[2] Dividends are not entitled to tax credit and, depending on the receiver, are subject to a withholding tax on distribution or are partially cumulated to the receiver's taxable income.

disclosed in the first section of the Remuneration Report. Finally, the Board of Directors has called an extraordinary Shareholders' Meeting on April 30, May 7 and May 8, 2012, on first, second and third call respectively, to approve certain changes in Eni's by-laws required to incorporate some of the regulatory changes introduced by Law No. 120 of July 12, 2011 related to gender parity in administration and control bodies of listed companies.

Eni's Chief Financial Officer, Alessandro Bernini, in his capacity as manager responsible for the preparation of the Company's financial reports, certifies pursuant to rule 154-bis paragraph 2 of Legislative Decree No. 58/1998, that the data and information disclosed in this press release correspond to the Company's evidence and accounting books and entries.

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Eni

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Share capital: €4,005,358,876 fully paid

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This press release is also available on the Eni web site eni.com.

Attachment

IFRS Consolidated Financial Statement

PROFIT AND LOSS ACCOUNT

(€ million)

	2010	2011
REVENUES		
Net sales from operations	98,523	109,589
Other income and revenues	956	933
Total revenues	99,479	110,522
OPERATING EXPENSES		
Purchases, services and other	69,135	79,191
- of which non-recurring charge	(246)	69
Payroll and related costs	4,785	4,749
OTHER OPERATING (EXPENSE) INCOME	131	171
DEPRECIATION, DEPLETION, AMORTIZATION AND IMPAIRMENTS	9,579	9,318
OPERATING PROFIT	16,111	17,435
FINANCE INCOME (EXPENSE)		
Finance income	6,117	6,379
Finance expense	(6,713)	(7,396)
Derivative financial instruments	(131)	(112)
	(727)	(1,129)
INCOME (EXPENSE) FROM INVESTMENTS		
Share of profit (loss) of equity-accounted investments	537	544
Other gain (loss) from investments	619	1,627
	1,156	2,171
PROFIT BEFORE INCOME TAXES	16,540	18,477
Income taxes	(9,157)	(10,674)
NET PROFIT	7,383	7,803
Attributable to:		
- Eni's shareholders	6,318	6,860
- Non-controlling interest	1,065	943
	7,383	7,803
Earnings per share attributable to Eni's shareholders (€ per share)		
Basic	1.74	1.89
Diluted	1.74	1.89

BALANCE SHEET

(€ million)

	<u>Dec. 31, 2010</u>	<u>Dec. 31, 2011</u>
ASSETS		
Current assets		
Cash and cash equivalents	1,549	1,500
Other financial assets held for trading or available for sale	382	262
Trade and other receivables	23,636	24,595
Inventories	6,589	7,575
Current tax assets	467	549
Other current tax assets	938	1,388
Other current assets	1,350	2,326
	34,911	38,195
Non-current assets		
Property, plant and equipment	67,404	73,578
Inventory - compulsory stock	2,024	2,433
Intangible assets	11,172	10,950
Equity-accounted investments	5,668	5,843
Other investments	422	399
Other financial assets	1,523	1,578
Deferred tax assets	4,864	5,514
Other non-current receivables	3,355	4,225
	96,432	104,520
Assets held for sale	517	230
TOTAL ASSETS	131,860	142,945
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Short-term debt	6,515	4,459
Current portion of long-term debt	963	2,036
Trade and other payables	22,575	22,912
Income taxes payable	1,515	2,092
Other taxes payable	1,659	1,896
Other current liabilities	1,620	2,237
	34,847	35,632
Non-current liabilities		
Long-term debt	20,305	23,102
Provisions for contingencies	11,792	12,735
Provisions for employee benefits	1,032	1,039
Deferred tax liabilities	5,924	7,120
Other non-current liabilities	2,194	2,900
	41,247	46,896
Liabilities directly associated with assets held for sale	38	24
TOTAL LIABILITIES	76,132	82,552
SHAREHOLDERS' EQUITY		
Non-controlling interest	4,522	4,921
Eni shareholders' equity:		
Share capital	4,005	4,005
Reserve related to cash flow hedge net of tax effect	[174]	49
Other reserves	49,624	53,195
Treasury shares	(6,756)	(6,753)
Interim dividend	(1,811)	(1,884)
Net profit	6,318	6,860
Total Eni shareholders' equity	51,206	55,472
TOTAL SHAREHOLDERS' EQUITY	55,728	60,393
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	131,860	142,945

STATEMENT OF CASH FLOWS

(€ million)

	2010	2011
Net profit of the year	7,383	7,803
<i>Adjustments to reconcile net profit to net cash provided by operating activities:</i>		
Depreciation, depletion and amortization	8,881	8,297
Impairment of tangible and intangible assets, net	698	1,021
Share of loss of equity-accounted investments	(537)	(544)
Gain on disposal of assets, net	(552)	(1,170)
Dividend income	(264)	(659)
Interest income	(96)	(101)
Interest expense	571	737
Income taxes	9,157	10,674
Other changes	(39)	331
Changes in working capital:		
- inventories	(1,150)	(1,422)
- trade receivables	(1,918)	(369)
- trade payables	2,770	161
- provision for contingencies	588	122
- other assets and liabilities	(2,010)	(668)
<i>Cash flow from changes in working capital</i>	<i>(1,720)</i>	<i>(2,176)</i>
Net change in provisions for employee benefits	21	(10)
Dividends received	799	997
Interest received	126	100
Interest paid	(600)	(893)
Income taxes paid, net of tax receivables received	(9,134)	(10,025)
Net cash provided by operating activities	14,694	14,382
Investing activities:		
- tangible assets	(12,308)	(11,658)
- intangible assets	(1,562)	(1,780)
- consolidated subsidiaries and businesses	(143)	(115)
- investments	(267)	(245)
- securities	(50)	(62)
- financing receivables	(866)	(715)
- change in payables and receivables in relation to investments and capitalized depreciation	261	379
<i>Cash flow from investments</i>	<i>(14,935)</i>	<i>(14,196)</i>
Disposals:		
- tangible assets	272	154
- intangible assets	57	41
- consolidated subsidiaries and businesses	215	1,006
- investments	569	711
- securities	14	128
- financing receivables	841	695
- change in payables and receivables in relation to disposals	2	243
<i>Cash flow from disposals</i>	<i>1,970</i>	<i>2,978</i>
Net cash used in investing activities	(12,965)	(11,218)

STATEMENT OF CASH FLOWS (continued)

(€ million)

	2010	2011
Proceeds from long-term debt	2,953	4,474
Repayments of long-term debt	(3,327)	(889)
Increase (decrease) in short-term debt	2,646	(2,481)
	2,272	1,104
Net capital contributions by non-controlling interest		26
Purchase of treasury shares		3
Purchase of treasury shares different from Eni SpA	37	17
Acquisition of additional interests in consolidated subsidiaries		(126)
Dividends paid to Eni's shareholders	(3,622)	(3,695)
Dividends paid by consolidated subsidiaries to non-controlling interest	(514)	(552)
Net cash used in financing activities	(1,827)	(3,223)
Effect of change in consolidation (inclusion/exclusion of significant/insignificant subsidiaries)		(7)
Effect of exchange rate changes on cash and cash equivalents and other changes	39	17
Net cash flow for the period	(59)	(49)
Cash and cash equivalents - beginning of the period	1,608	1,549
Cash and cash equivalents - end of the period	1,549	1,500

Eni SpA Financial Statement

PROFIT AND LOSS ACCOUNT

(€ million)

	2010	2011
REVENUES		
Net sales from operations	35,251	45,492
Other income and revenues	273	278
Total revenues	35,524	45,770
OPERATING EXPENSES		
Purchases, services and other	(32,950)	(43,846)
- of which non-recurring charge	270	
Payroll and related costs	(1,218)	(1,056)
OTHER OPERATING (EXPENSE) INCOME	4	115
DEPRECIATION, DEPLETION, AMORTIZATION AND IMPAIRMENTS	(923)	(1,277)
OPERATING PROFIT	437	(294)
FINANCE INCOME (EXPENSE)		
Finance income	3,548	3,783
Finance expense	(3,739)	(4,247)
Derivative financial instruments	69	208
	(122)	(256)
INCOME (EXPENSE) FROM INVESTMENTS	5,943	4,789
- of which non-recurring charge	(24)	
PROFIT BEFORE INCOME TAXES	6,258	4,239
Income taxes	(79)	(26)
NET PROFIT	6,179	4,213
Basic earnings per share (€ per share)	1.71	1.16

BALANCE SHEET

(€ million)

	<u>Dec. 31, 2010</u>	<u>Dec. 31, 2011</u>
ASSETS		
Current assets		
Cash and cash equivalents	427	354
Trade and other receivables	15,001	19,862
Inventories	1,906	2,324
Current tax assets	244	316
Other current tax assets	224	413
Other current assets	706	1,396
	18,508	24,665
Non-current assets		
Property, plant and equipment	6,161	6,402
Inventory - compulsory stock	1,957	2,441
Intangible assets	994	1,037
Investments	31,924	31,772
Other financial assets	10,795	10,412
Deferred tax assets	2,046	2,315
Other non-current receivables	1,994	2,977
	55,871	57,356
Assets held for sale	6	
TOTAL ASSETS	74,385	82,021
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Short-term debt	5,829	5,874
Current portion of long-term debt	558	2,024
Trade and other payables	6,581	9,844
Income taxes payable	75	
Other taxes payable	1,086	1,213
Other current liabilities	980	1,321
	15,109	20,276
Non-current liabilities		
Long-term debt	18,338	21,016
Provisions for contingencies	3,574	2,776
Provisions for employee benefits	306	285
Other non-current liabilities	2,334	2,413
	24,552	26,490
TOTAL LIABILITIES	39,661	46,766
SHAREHOLDERS' EQUITY		
Share capital	4,005	4,005
Legal reserve	959	959
Other reserves	32,148	34,715
Net profit	6,179	4,213
Interim dividend	(1,811)	(1,884)
Treasury shares	(6,756)	(6,753)
TOTAL SHAREHOLDERS' EQUITY	34,724	35,255
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	74,385	82,021