



## Extract of the notice of Ordinary and Extraordinary Shareholders' Meeting

The Ordinary and Extraordinary Shareholders' Meeting of Eni S.p.A. is convened on May 13, 2020, on single call, at 10:00 a.m. (CET), in Rome, Piazzale Enrico Mattei, 1, 00144, to discuss and decide on the following

### Agenda

(ordinary part)

1. Eni S.p.A. financial statements at December 31, 2019. Related resolutions. Eni consolidated financial statements at December 31, 2019. Reports of the Directors, of the Board of Statutory Auditors and of the Audit Firm.
2. Allocation of net profit.
3. Determination of the number of members of the Board of Directors.
4. Determination of the Directors' term of office.
5. Appointment of the Directors.
6. Appointment of the Chairman of the Board of Directors.
7. Determination of the remuneration of the Chairman of the Board of Directors and of the Directors.
8. Appointment of the Statutory Auditors.
9. Appointment of the Chairman of the Board of Statutory Auditors.
10. Determination of the remuneration of the Chairman of the Board of Statutory Auditors and of the standing Statutory Auditors.
11. Long term incentive Plan 2020-2022 and disposal of Eni treasury shares to serve the Plan.
12. Report on remuneration policy and remuneration paid (Section I): policy on remuneration.
13. Report on remuneration policy and remuneration paid (Section II): compensation paid.

(extraordinary part)

14. Cancellation of Eni treasury shares in portfolio, without reduction of the share capital and consequent amendments to article 5.1 of the By-laws; related and consequent resolutions.

In accordance with Article 106, paragraph 4, second sentence, of Decree Law no. 18 of March 17, 2020 containing "Measures to strengthen the National Health Service and provide economic support for families, workers and businesses connected with the COVID-19 epidemiological emergency", participation in the Meeting shall take place solely through the Shareholders' representative designated pursuant to Article 135-undecies of Legislative Decree no. 58 of February 24, 1998 (hereinafter also the "Shareholders' Representative"). The Shareholders' Representative may also be granted proxies or sub-proxies pursuant to Article 135-novies of Legislative Decree no. 58 of February 24, 1998, in derogation from the provisions of Article 135-undecies, paragraph 4, of that decree.

Additional information regarding, in particular, the procedures for holding the Shareholders' Meeting and the procedures for exercising rights of Shareholders and to the appointment of Directors and Statutory Auditors on the basis of slates is provided in the full notice of Shareholders' Meeting available on the Company's website [www.eni.com](http://www.eni.com), section "Shareholders' Meeting", to which reference is made.

With reference to the appointment of the Directors and the Statutory Auditors, the slates must be filed at the Company's registered office by April 18, 2020.

The documentation concerning the Shareholders' Meeting will be available to the public - in accordance with the legal time limits, at the Company's registered office, at Borsa Italiana S.p.A., at the centralized storage service authorised by Consob called "Info" - which can be consulted on the website [www.info.it](http://www.info.it), and on the Company's website indicated above. The documentation may be consulted at the registered office only if so permitted by applicable regulations.

We inform you that the date, place and/or procedures for holding the Shareholders' Meeting indicated in the notice calling the Meeting may be changed or clarified if the current regulations are changed or additional measures are issued by the competent authorities with regard to the current emergency that are in effect on the date of the Shareholders' Meeting. Any changes will be promptly disclosed in the same manner used for the publication of this notice.