



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 10, 2023, on single call, at 10:00 a.m. (CEST), 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, 2022. Related resolutions. Presentation of consolidated financial statements at December 31, 2022. Reports of the Directors, the Board of Statutory Auditors and 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 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 standing Statutory Auditors.
11. Long term incentive Plan 2023-2025 and disposal of Eni treasury shares to serve the Plan.
12. Report on remuneration policy and remuneration paid (Section I): 2023-2026 remuneration policy.
13. Report on remuneration policy and remuneration paid (Section II): remuneration paid in 2022.
14. Authorisation for the purchase and disposal of treasury shares; related and consequent resolutions.
15. Use of available reserves for and in place of the 2023 dividend.

(extraordinary part)

16. Reduction and use of the reserve pursuant to Law 342/2000 for and in place of the 2023 dividend.
17. Cancellation of Eni treasury shares, without reduction of the share capital and consequent amendments to Article 5.1 of the By-laws; related and consequent resolutions.
18. Cancellation of any treasury shares to be purchased under the terms of the authorisation pursuant to item 14 on the agenda of the ordinary part, without reduction of the share capital, and consequent amendments to Article 5 of the By-laws; related and consequent resolutions.

As allowed by Decree Law no. 198 of December 29, 2022, ratified by Law no. 14 of February 24, 2023, participation in the Shareholders' Meeting shall take place solely through the Shareholders' Representative designated pursuant to Article 135-undecies of Legislative Decree no. 58 of February 24, 1998. 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 the appointment of the Directors and the 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, 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 17, 2023.

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.linfo.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.