*This announcement is an advertisement pursuant to the Delegated Regulation (EU) 979/2019 and not a prospectus and not an offer of securities for sale in or into the United States of America, the United Kingdom, Canada, Japan or Australia, or any other jurisdiction where it is unlawful to do so. Eni Plenitude S.p.A. Società Benefit has filed an application for the approval of a prospectus in connection with a proposed initial public offering of its securities (the "**Prospectus**"). As of the date hereof, the Prospectus has not been approved yet by the competent regulatory or supervisory authorities and has not been published yet. Once the Prospectus is approved, it will be published and made publicly accessible on a specific portion of the corporate website of Eni Plenitude S.p.A. Società Benefit (www.eniplenitude.com) and potential investors should read it carefully before making an investment decision in order to fully understand the potential risks and rewards associated with the decision to invest in the securities of Eni Plenitude S.p.A. Società Benefit.*

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PRESS RELEASE

Eni announces its intention to proceed with the listing of Plenitude on Euronext Milan

San Donato Milanese (Milan), 9 June 2022 – Eni S.p.A. ("Eni") announces today its intention to launch an initial public offering (the "**IPO**") for Eni Plenitude S.p.A. Società Benefit ("**Plenitude**" or the "**Company**") for the listing of Plenitude's ordinary shares on Euronext Milan, a regulated market which is organized and managed by Borsa Italiana S.p.A..

The IPO is expected to consist of a public offering to the general public in Italy and of a private placement reserved for qualified investors in Italy and the European Economic Area and to foreign institutional investors outside the United States of America pursuant to Regulation S of the United States Securities Act of 1933, as amended (the "**Securities Act**") and in the United States of America only to "qualified institutional buyers" pursuant to Rule 144A of the Securities Act, excluding those countries in which the offer is not permitted without an authorization by the competent authorities, in accordance with applicable laws, or applicable statutory or regulatory exemptions.

The free float required for listing purposes will be reached through the sale of shares by Eni. The listing will attract new capital to Eni, maximizing the value of Plenitude and the stake owned by Eni and unlocking new resources to be allocated for the energy transition path.

The IPO is consistent with the strategic approach developed by Eni that includes the creation of dedicated entities with tailored business models focused on their customers and the capability to independently access the capital markets. Eni will continue to retain a majority stake in the Company, preserving its consolidation. Following the completion of the IPO, Plenitude will continue to benefit from Eni's support, including its R&D, HSE culture, project management and financial strengths.

Claudio Descalzi, Eni CEO, commented: "Plenitude will help millions of customers across Europe switching to sustainable energy. Partially selling the business will unlock significant value and accelerate its growth, helping Eni cut the Scope 3 emissions currently generated by our customers - a key step to achieving our net zero target. We will continue invest in innovation to accelerate the energy transition and ensure our new businesses have the operational and financing models they need to scale quickly".

Plenitude supplies natural gas and energy to around 10 million customers, has a portfolio of around 1.4 GW of installed renewable energy capacity in operation and intends to reach over 6 GW installed by 2025 and over 15 GW by 2030. In the e-mobility sector, as of March 2022 the Company has a network of around 7,300 recharging points and it plans to expand it to about 30,000 recharging points by 2025 and over 35,000 by 2030.

Plenitude was formed in 2017 from the combination of Eni's retail gas & power activities. Today the Company has more than 2,000 employees and operates within the entire electricity value chain with a unique business model, which combines generation of electricity from renewables, sale of energy and energy services to retail customers, and a capillary network of charging points for electric vehicles.

Plenitude is a “Società Benefit”, which aims to have a positive impact on people, communities and the environment, and is part of Eni's broader commitment to create value through the energy transition and achieve carbon neutrality by zeroing net Scope 1, 2 and 3 CO_2 emissions by 2040.

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DISCLAIMER

*This document is an announcement and not a prospectus for the purposes of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”), and as such does not constitute an offer to sell or the solicitation of an offer to purchase securities of Eni Plenitude S.p.A. Società Benefit (the “**Company**”). A prospectus prepared pursuant to the Prospectus Regulation, Commission Delegated Regulation (EU) 2019/980, the Commission Delegated Regulation (EU) 2019/979 (the “**Delegated Regulations**”), Legislative Decree n. 58/1998 of 24 February 1998, as subsequently amended (the “**Consolidated Financial Law**”) and Regulation adopted by Consob with Resolution no. 11971 of 14 May 1999, as subsequently amended (the “**Issuers’ Regulation**”), is expected to be approved by Consob and be made available in accordance with the requirements of the Prospectus Regulation, the Delegated Regulations, the Consolidated Financial Law and the Issuers’ Regulation. Any offer of securities to the public that may be deemed to be made pursuant to this communication in any EU Member State other than Italy is addressed solely to qualified investors (within the meaning of Article 2(1)(e) of the Prospectus Regulation) in that Member State.*

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*The communication is directed only at persons (A) in member states of the European Economic Area (“**EEA**”) who are “qualified investors” (“**Qualified Investors**”) within the meaning of the Prospectus Regulation; (B) in the United Kingdom who (i) are “qualified investors” within the meaning of Article 2(e) of the Prospectus Regulation as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**EUWA**”) (the “**UK Prospectus Regulation**”) who are:(a) investment professionals within the meaning of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “**Order**”) to which communication can be legitimately made; ((b) high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order; or (c) persons that fall within another exemption to the Order (all such persons referred to in (B) being “**Relevant Persons**”); (C) outside the United States, who are “institutional investors” pursuant to Regulation S of the United States Securities Act of 1933, as amended and (D) in the United States, who are “Qualified Institutional Buyers” pursuant to Rule 144A of the United States Securities Act of 1933, as amended.*

The information must not be acted on or relied on (i) in the United Kingdom, by persons who are not Relevant Persons, and (ii) in any member state of the European Economic Area, by persons who are not Qualified Investors, (iii) outside the United States, by persons who are not "institutional investors" pursuant to Regulation S of the United States Securities Act of 1933, as amended and (iv) in the United States, by persons who are not "Qualified Institutional Buyers" pursuant to Rule 144A of the United States Securities Act of 1933, as amended. Any investment or investment activity to which the information relates is available only to or will be engaged in only with, (i) Relevant Persons in the United Kingdom, and (ii) Qualified Investors in any member state of the European Economic Area, (iii) "institutional investors" pursuant to Regulation S of the United States Securities Act of 1933, as amended, outside the United States and (iv) "Qualified Institutional Buyers" pursuant to Rule 144A of the United States Securities Act of 1933, as amended, in the United States. Any investment activity to which this communication relates will only be available to and will only be engaged in with, relevant persons. Any person who is not a relevant person should not act or rely on this document or any of its contents.

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This announcement does not constitute an offer for sale of, or a solicitation of an offer to purchase or subscribe for, any securities in the United States. No securities of the Company have been registered under the United States Securities Act of 1933, as amended, and the Company does not intend to register any of the securities in the United States or to conduct a public offering of the securities in the United States. There will be no public offering of the securities in the United States or elsewhere. Any public offering of securities to be made in the United States will be made by means of an offering memorandum that may be obtained from the Company and will contain detailed information about the company and management, as well as financial statements.

This announcement does not constitute a recommendation concerning the Offering or the shares of the Company. The price and value of securities can go down as well as up. Past performance is not a guide to future performance. Information in this announcement or any of the documents relating to the Offering cannot be relied upon as a guide to future performance. Potential investors should consult, to the extent they deem necessary, a professional investment, business, tax, and/or legal advisor as to the suitability of the offering for the person concerned.
Any purchase of shares of the Company in the proposed offering should be made solely on the basis of the information contained in the offering documents and the prospectus to be approved by Consob for the purposes of the admission to trading on the EXM. The approval of the prospectus by Consob shall not constitute an evaluation of the economic and financial soundness of the transaction and the quality or solvency of the Company. No reliance may or should be placed by any person for any purpose whatsoever on the information contained in this announcement or on its completeness, accuracy or fairness. The information in this announcement is subject to change.

Certain figures contained in this document, including financial information, have been subject to rounding adjustments. Accordingly, in certain instances, the sum or percentage change of the numbers contained in this document may not conform exactly with the total figure given.

*None of the banks acting as joint global coordinators and joint bookrunners in the contest of the potential initial public offering (the "**Managers**") or any of their respective directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith. Nothing contained herein is, or shall be relied upon as, a promise or representation by the Managers or any of their respective directors, officers, employees, advisers or agents in this respect, whether as to the past or future.*

None of the Managers or any of their respective directors, officers, employees, advisers or agents assumes any responsibility for its accuracy, completeness or verification and accordingly the Managers and each of their respective directors, officers, employees, advisers or agents disclaim, to the fullest extent permitted by applicable law, any and *all liability whether arising in tort, contract or otherwise which they might otherwise be found to have in respect of this announcement or any such statement. The Managers are each acting exclusively for the Company and the Selling Shareholder in the transaction referred to in this announcement and for no-one else in connection with any transaction mentioned in this announcement and will not regard any other person (whether or not a recipient of this announcement) as a client in relation to any such transaction and will not be responsible to any other person for providing the protections afforded to their respective clients, or for advising any such person on the contents of this announcement or in connection with any transaction referred to in this announcement.*

*Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("**MiFID II**"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures; and/or (d) (where applicable to UK investors or UK firms) the relevant provisions of the statutory instruments implementing Directive 2014/65/EU and Commission Delegated Directive (EU) 2017/593, Regulation (EU) No 600/2014 of the European Parliament, which is part of UK law by virtue of the EUWA (the "**UK MiFID Laws"** and together with MiFID II, the "**MiFID II Product Governance Requirements**"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Shares have been subject to a product approval process, which has determined that such Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in the UK MiFID Laws and MiFID II (as applicable); and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II and the UK MiFID Laws (as applicable) to such target market (the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Shares may decline, and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the offering.*

Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Managers will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II or the UK MiFID Laws (as applicable); or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Shares and determining appropriate distribution channels.

The information herein contains forward-looking statements. All statements other than statements of historical fact included herein are forward-looking statements. Forward-looking statements give the Company's current expectations, estimates, forecasts, and projections relating to its financial condition, results of operations, plans, objectives, future performance and business as well as the industries in which the Company operates, as well as the beliefs and assumptions of the Company's management. In particular, certain statements with regard to management objectives, trends in results of operations, margins, costs, return on equity, risk management and competition tend to be forward-looking in nature. These statements may include, without limitation, any statements preceded by, followed by or including words such as "target," "believe," "expect," "aim," "intend," "goal," "may," "anticipate," "estimate," "plan," "project," "seek," "will," "can have," "likely," "should," "would," "could" and other words and terms of similar meaning or the negative thereof. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond the Company's control that could cause the Company's actual results, performance or achievements to be materially different from the expected results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which it will operate in the future. Therefore, the Company's actual results may differ materially and adversely from those expressed or implied in any forward-looking statements. They are neither statements of historical fact nor guarantees of future performance. The Company therefore cautions against relying on any of these forward-looking statements.