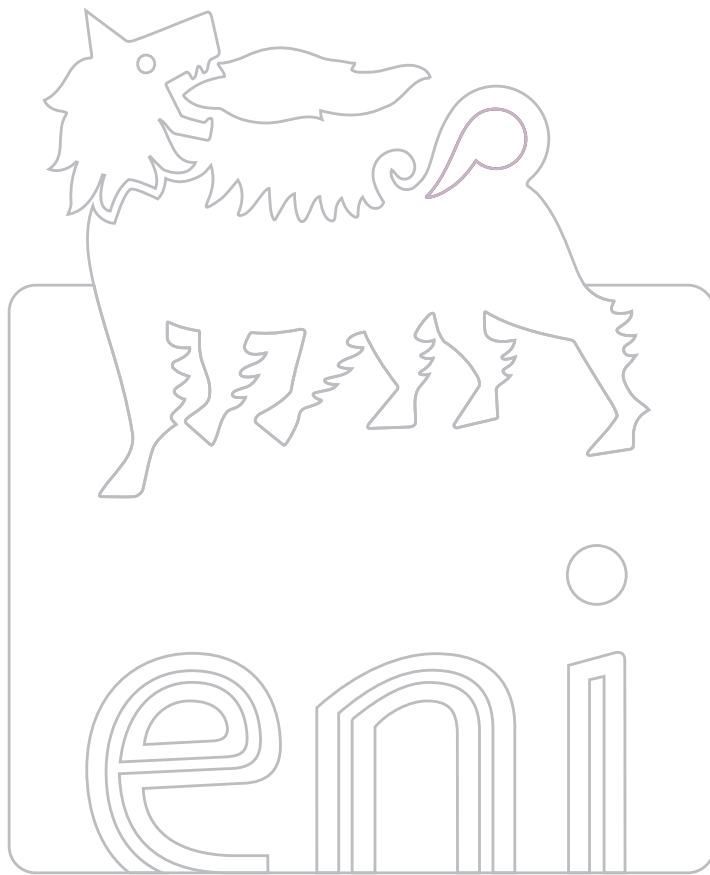

Board Secretary and Corporate
Governance Counsel
(Company Secretary) Charter



The Italian text prevails over the English translation.

Board Secretary and Corporate Governance Counsel (Company Secretary) Charter

The Secretary assists the Chairman in the preparation of Board meetings and shareholders' meetings, in the preparation of their resolutions, in ensuring the adequacy, completeness and clarity of the information flows directed to the Board, in the communication with the Directors, in the organization of the Board induction and Board review, coordinates the secretaries of the Board Committees and handles the minutes of the Board meetings. He also assists the Chief Executive Officer in his dealings with the Board.

He also lends assistance and independent legal advice (regarding the management) to the Board and the Directors in matters of corporate governance and on their powers, rights, duties and obligations, to ensure the proper exercise of their powers, protect them from any liability and ensure that the interests are taken into account of all shareholders and other stakeholders considered by the system of corporate governance of the company.

The Secretary may carry out other functions within the company provided they do not impair his independence of judgment towards the Board or the regular performance of his duties. In particular, on behalf of the Chief Executive Officer, he may carry out or supervise the functions of the Corporate Affairs and Governance Department and assume its helm.

The Chairman ensures that the Secretary has the authority, tools, organizational structure and personnel appropriate for the exercise of his functions, monitors the independence of the Secretary (also ensured by the inclusion of the Secretary and of his staff in the special section of the lawyers register when in possession of subjective qualifications) and determines the pay treatment (specific to the function and distinct from that due to other possible functions performed within the Company) in line with the Company's policies for senior management.

The Board, following the proposal of the Chairman, establishes the annual budget allocated to the Secretary, separate from that relating to any other duties, for which the Secretary has autonomous spending power. The Secretary reports annually to the Board on the use of the budget and periodically on the functioning of the corporate governance system.



Eni SpA

Headquarters: Rome, Piazzale Enrico Mattei, 1

Capital Stock as of December 31, 2016:

€4,005,358,876 fully paid

Tax identification number: 00484960588

Branches:

San Donato Milanese (Milan) - Via Emilia, 1

San Donato Milanese (Milan) - Piazza Ezio Vanoni, 1