



Space reserved for the
Company

Eni S.p.A.
Registered Office: Piazzale Enrico Mattei, No. 1, Rome - Italy
Company Share capital euro 4,005,358,876.00 fully paid up
Company Register Tax Identification Number 00484960588
VAT Number 00905811006
R.E.A. Rome No. 756453

Ordinary Shareholders' Meeting to be held on April 13, 2017 on single call

VOTE BY MAIL FORM

PART 1 - Shareholder or person entitled to vote personal information

Individuals

Full name	
Place and date of birth	
Address (city)	at (street name)
Taxpayer identification number	
Identity Papers	N°
Issued by	Termination

Companies, trusts, funds or other legal entities, etc.

Name and type
Registered Office's address
Taxpayer identification number
Legal representative's full name
Legal representative's place and date of birth
Main elements of the deed or of the resolution conferring powers to the legal representative

Number of Shares held

I hereby declare not to be subject to any of the provisions excluding me from the right of vote pursuant to current laws, regulations and Eni S.p.A. By-laws.

For the exercise of the vote by mail, it is necessary for those entitled to vote to give instructions to the intermediary that keeps the related accounts to send the statement certifying the ownership of the related right, by the end of the April 4, 2017 (record date).

Date

Signature of the Shareholder or of the person entitled to vote

.....
The Italian text prevails over the English version

PART 2 – Section relative to the expression of the vote on the items of the Agenda of Ordinary Shareholders' Meeting to be held on April 13, 2017 on single call

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

ITEM 1

Eni S.p.A. financial statements at December 31, 2016. Related resolutions. Eni consolidated financial statements at December 31, 2016. Reports of the Directors, of the Board of Statutory Auditors and of the Audit Firm.

Having examined the Financial Statements, the reports and the proposal of the Board of Directors, I express the following vote ⁽¹⁾:

FOR

AGAINST

ABSTAINED

In case of **amendment** or **integration** of the proposal presented⁽²⁾:

- I CONFIRM THE VOTE PREVIOUSLY CAST**
- I REVOKE THE VOTE PREVIOUSLY CAST** ⁽³⁾
- I CHANGE** the vote already cast
 - FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS**
 - FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)**
.....
- AGAINST ALL PROPOSALS**
- ABSTAINED**

ITEM 2

Allocation of net profit.

Having examined the report and the proposal of the Board of Directors, I express the following vote⁽¹⁾:

FOR

AGAINST

ABSTAINED

In case of **amendment** or **integration** of the proposal presented⁽²⁾:

- I CONFIRM THE VOTE PREVIOUSLY CAST**
- I REVOKE THE VOTE PREVIOUSLY CAST** ⁽³⁾
- I CHANGE** the vote already cast
 - FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS**
 - FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)**
.....
- AGAINST ALL PROPOSALS**
- ABSTAINED**

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

ITEM 3

Determination of the number of members of the Board of Directors.

Having examined the report and the proposal of the Board of Directors to set the number of Directors to be appointed by the Shareholders' Meeting at nine, I express the following vote⁽¹⁾:

FOR

AGAINST

ABSTAINED

In case of **amendment** or **integration** of the proposal presented⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)
.....

AGAINST ALL PROPOSALS

ABSTAINED

ITEM 4

Determination of the Directors' term of office.

Having examined the report and the proposal of the Board of Directors to set the term of the office of the Directors to be appointed to three financial years, this term expiring on the date of the Shareholders' Meeting called to approve Eni's financial statements for the year ended December 31, 2019, I express the following vote⁽¹⁾:

FOR

AGAINST

ABSTAINED

In case of **amendment** or **integration** of the proposal presented⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)
.....

AGAINST ALL PROPOSALS

ABSTAINED

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

ITEM 5

Appointment of the Directors.

Having examined the report and the proposal of the Board of Directors and the list(s) of candidates to be appointed Directors deposited and published pursuant to the By-laws, I express the following vote ⁽¹⁾:

FOR THE LIST PRESENTED BY

AGAINST^(*)

ABSTAINED^(*)

.....

^(*) Against Or Abstained For All The Lists

If the vote by list system is not used, I hereby vote as follows⁽¹⁾:

FOR THE PROPOSAL OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

ITEM 6

Appointment of the Chairman of the Board of Directors.

Having examined the report and the invitation of the Board of Directors to nominate and elect one of the Directors previously nominated pursuant to item 5 on the agenda as Chairman of the Board of Directors, I express the following vote⁽¹⁾:

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

In case of **amendment** or **integration** of the proposal presented by the aforesaid shareholders⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

ITEM 7

Determination of the remuneration of the Chairman of the Board of Directors and of the Directors.

Having examined the report and the invitation of the Board of Directors to submit proposals on this item on the agenda and approve one of them, I express the following vote⁽¹⁾:

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

In case of **amendment** or **integration** of the proposal presented by the aforesaid shareholders ⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

ITEM 8

Appointment of the Statutory Auditors.

Having examined the report and the proposal of the Board of Directors and the list(s) of candidates to be appointed Statutory Auditor deposited and published pursuant to the By-laws, I express the following vote ⁽¹⁾:

FOR THE LIST PRESENTED BY

AGAINST^(*)

ABSTAINED^(*)

.....
(*) Against Or Abstained For All The Lists

If the vote by list system is not used, I hereby vote as follows⁽¹⁾:

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

ITEM 9

Appointment of the Chairman of the Board of Statutory Auditors.

Having examined the report and the invitation of the Board of Directors to appoint as Chairman of the Board of Statutory Auditors one of the standing Auditors elected by the minority, I express the following vote⁽¹⁾:

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

In case of **amendment** or **integration** of the proposal presented by the aforesaid shareholders⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

If no minority lists are presented, or if the Statutory Auditors are elected according to Article 17, third Paragraph, letter d) of the By-laws, I hereby vote as follows⁽¹⁾:

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

ITEM 10

Determination of the remuneration of the Chairman of the Board of Statutory Auditors and of the standing Statutory Auditors.

Having examined the report and the invitation of the Board of Directors to submit proposals on this item on the agenda and approve one of them, I express the following vote⁽¹⁾:

FOR THE PROPOSAL PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

In case of **amendment** or **integration** of the proposal presented by the aforesaid shareholders⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....
 AGAINST ALL PROPOSALS

ABSTAINED

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

ITEM 11

Long term incentive Plan 2017-2019 and disposal of Eni treasury shares to serve the Plan.

Having examined the report and the proposal of the Board of Directors, I express the following vote⁽¹⁾:

FOR

AGAINST

ABSTAINED

In case of **amendment** or **integration** of the proposal presented⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽³⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....

AGAINST ALL PROPOSALS

ABSTAINED

ITEM 12

Remuneration report (Section I): policy on remuneration.

Having examined the Remuneration report, as well as the report on the item 12 and the proposal of the Board of Directors, I express the following advisory vote on the first section of the Remuneration report regarding the company's policy on the remuneration of board directors and other managers with strategic responsibilities and the procedures used to adopt and implement this policy⁽⁴⁾:

FOR

AGAINST

ABSTAINED

In case of **amendment** or **integration** of the proposal presented⁽²⁾:

I CONFIRM THE VOTE PREVIOUSLY CAST

I REVOKE THE VOTE PREVIOUSLY CAST⁽⁵⁾

I CHANGE the vote already cast

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION OF THE BOARD OF DIRECTORS

FOR THE PROPOSAL OF AMENDMENT/INTEGRATION PRESENTED BY (PLEASE WRITE THE NAME OF ONE OR MORE SHAREHOLDERS)

.....

AGAINST ALL PROPOSALS

ABSTAINED

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

VOTE BY MAIL FORM

Full name of the Shareholder or of the person entitled to vote

Where a vote on the liability action proposed pursuant to Art. 2393, subsection 2, of the Italian Civil Code by shareholders upon the approval of the financial statements, I hereby vote as follows ⁽¹⁾:

FOR

AGAINST

ABSTAINED

Date

Signature of the Shareholder or of the person entitled to vote

.....

.....

⁽¹⁾ Pursuant to Article 143, paragraph 2 of the Regulation implementing Italian Legislative Decree No.58 of 24 February 1998, as subsequently amended, in case of failure to give voting instructions on a point, the corresponding shares will be taken into account for the purpose of establishing the due constitution of the Shareholders' Meeting; these shares will not be taken into account for calculating the majority and the share capital required to approve the resolution.

⁽²⁾ Pursuant to Article 143, paragraph 3 of the Regulation implementing Italian Legislative Decree No.58 of 24 February 1998, as subsequently amended, without any evidence of intent the vote already cast is confirmed.

⁽³⁾ Pursuant to Article 143, paragraph 3 of the Regulation implementing Italian Legislative Decree No.58 of 24 February 1998, if the shareholder chooses to revoke the vote already cast, the corresponding shares will be taken into account for the purpose of establishing the due constitution of the Shareholders' Meeting; these shares will not be taken into account for calculating the majority and the share capital required to approve the resolution.

⁽⁴⁾ In case of failure to give voting instructions on the point, the corresponding shares will be taken into account for the purpose of establishing the due constitution of the Shareholders' Meeting.

⁽⁵⁾ Pursuant to Article 143, paragraph 3 of the Regulation implementing Italian Legislative Decree No.58 of 24 February 1998, if the shareholder chooses to revoke the vote already cast, the corresponding shares will be taken into account for the purpose of establishing the due constitution of the Shareholders' Meeting.