



Ordinary and Extraordinary Shareholders' Meeting of Eni SpA, 8 May 2012
Responses to the questions received prior to the Shareholders' Meeting, pursuant to art. 127-ter of Italian
Legislative Decree no.58/1998¹

Questions received from the shareholder **Fondazione Culturale Responsabilità Etica** (holder of 80
shares)

1. ENI IN CONGO-B

In an attempt to be transparent and to provide shareholders and other stakeholders with accurate information, we ask the Board of Directors and ENI's CEO to:

1.1. Update the shareholders on the request sent by ENI to the Congolese authorities to allow the publication of all the data regarding "gas flaring" at the M'Boundi field.

Answer: eni Congo sent two official letters to the Oil Ministry requesting authorisation on the matter. The issue was also raised verbally with representatives from the Republic in various meetings and, to date, eni Congo is still awaiting authorisation relevant Authority.

1.2 Publish all the data on emissions from the M'Boundi field with details on the level of gas flaring and on the concentrations of VOCs (volatile organic compounds, such as BTEX amongst others), fine particulates, PAH (polycyclic aromatic hydrocarbons) and acidic gas generated by gas flaring. Information is also requested on the impact of gas flaring on the chemical quality of rainwater, surface water and soil quality. Furthermore, we ask ENI to provide a Health Impact Assessment (HIA) for the M'Boundi area together with epidemiological data. We ask that all data from point 1.2 is published in a format that the local communities can access.

Answer: As already mentioned in the 2011 Meeting, you will recall that the "Health Impact Assessment for the M'Boundi area" is an ex ante project document. The document is produced in compliance with eni's HSE integrated management system requirements and consists of a general health analysis, carried out using public bibliographic sources in the area affected by operations. Under no circumstances is it an investigation and/or assessment of the ex post impacts on health with regard to specific activities.

The M'Boundi HIA document is one of the impact assessment documents regarding the production activity and should be read together with the related ESIA (Environmental Social Impact Assessment). The data in the M'Boundi HIA is mainly epidemiological in nature. The information is based on health conditions in the area of operations and comes from public sources as well as local and international institutions. The information, therefore, is already readily available to the communities.

As part of the project's health protection and promotion activities, eni has collected samples

¹ As indicated in the notice calling the Shareholders' Meeting, shareholders may ask questions before the Meeting sending them to the company within April 27, 2012. The company cannot guarantee that questions received after this date will be answered.



and performed analyses of chemical, physical and biological elements in the environment, monitoring those aspects that could have an impact on health. These activities are carried out with a view to preventing risk to workers and to ensuring the health of the area's inhabitants. The analyses show that the gas associated to M'Boundi does not contain hydrogen sulphide (H₂S) nor other potentially toxic substances such as cyclopentane or isopentane. Surface water monitoring has not highlighted any issues for people health.

1.3 Publish an action plan with precise timing for reducing gas flaring at the M'Boundi field.

Answer: When the M'Boundi field was acquired, eni immediately started to reduce gas flaring and significantly modified the way in which the field was exploited.

Then, eni initiated an integrated project to produce electricity for civil and industrial purposes through the use of the gas associated with the M'Boundi field. In the first phase of this project, a 300 MW electricity production plant was built which started operating in March 2010. It supplies the town of Punta Nera with a user catchment area of 700,000 people. At the end of 2011, the high voltage electricity line between Punta Nera and Brazzaville was put into operation. This too was part of eni's integrated project which, to date, has helped distribute electricity produced by the plant to a large part of the country.

A second 50 MW electricity production plant, again built by eni, is also supplied by the M'Boundi gas.

Under the scope of a programme to develop the gas, eni has, moreover, signed an agreement to supply gas for the potassium sector.

Finally at the M'Boundi field, a project to recompress and inject gas has reached an advanced stage. This will allow excess gas to be re-injected into the field, driving gas flaring close to zero at the M'Boundi field. This project will be completed by the end of 2012. It should be noted that the use of associated gas saves the country over US\$ 50 million a year on oil imports.

The integrated project at M'Boundi is part of eni's strategic objectives to reduce gas flaring worldwide by 80% by 2015 (a 2014 objective) with respect to 2007 levels.

The postponement of the achievement to 2015 was caused by the slippage of the flaring down programme in Libya as a result of the political and operational delays in the execution of some projects.

2. Eni in Nigeria

We also ask Eni to:

2.1 Publish data on the quantity and composition of "flared gas" in the area of the Kwale and Okpai communities (Delta State, Nigeria) as well as data on the impact that gas flaring has on the chemical quality of rainwater, surface water and soil quality.

Answer: In 2011, approximately 3% of the gas produced was flared at the Flow Station in Kwale. Eni regularly monitors the composition of the gas recovered at the FS in Kwale. From the most recent data, the gas recovered at Kwale – equivalent to the flared gas – is mainly methane (range 82%-88% mol). The remainder is mainly ethane (C₂) and propane (C₃), with a small percentage being CO₂ (approximately 5% mol).

Rainwater monitoring performed in 2011 did not highlight any issues connected to flaring operations.



2.2. Publish the same data mentioned in point 2.1 for all the NAOC (Nigerian Agip Oil Company) fields, including treatment and transformation plants, together with a plan of action with precise timing for reducing gas flaring in Nigeria and in particular how Eni will achieve its goal to reduce gas flaring by 80% by 2014 (baseline 2007).

Answer: As noted, since the 1970s, NAOC, an eni subsidiary in Nigeria, and operator with 20% of the joint venture formed by the state-owned company NNPC with 60% and Conoco Phillips with the remaining 20%, has the task of using the associated gas through re-injection into the field. Later in the 1990s, the "Zero Gas Flaring" project was started in the Delta Region aimed at using and developing gas associated with the production of oil and, therefore, in reducing flaring and the corresponding CO2 emissions.

In 2011, the flared gas at NAOC Nigerian sites was about 15% of the gas produced, meaning that 85% was used towards generating electricity, supplying the petrol-chemical plant at Eleme, supplying the Bonny liquefaction plant, and in injection into the field.

The composition data from the gas collected in the Nigerian Flow Station – similar to the flared gas – shows mainly methane (in the range 73%-96% mol). The remainder is mainly ethane (C2) and propane (C3) with a small percentage being CO2 (in the range 0.1-5.4% mol).

Rainwater monitoring did not highlight any issues.

To further reduce the percentage of gas sent for flaring, various projects have been included in eni's 2012-2015 Strategic Plan. The projects include the recovery and use of associated gas from the Flow Station in Idu, Ogbainbiri (by 2012) and Akri and Obama in the following years.

2.3 Publicly recognise and support the results and recommendations made in the UNEP (United Nations Environment Programme) report, "Environmental Assessment of Ogoniland", regarding the impact of oil pollution in the Niger delta, where Eni is mentioned as a shareholder (with 5%, through Agip) of the SPDC (Shell Petroleum Development Company) joint venture.

Answer: eni agrees with UNEP that all the current sources of pollution, including the theft of oil and illegal refining, must cease before widespread reclamation work can begin. Efforts aimed at bringing about significant and definitive changes must also deal with the numerous social and economic problems in the Delta. Violence and sabotage that affects all those working and living in this area must be brought to an end.

The activities of SPDC JV, in which NAOC holds a 5% stake, have been interrupted in the area mentioned above since 1993.

NAOC remains committed, however, to working with other stakeholders to resolve the problems and issues raised.

2.4 What contribution will be made to cleaning up the Ogoniland region, as recommended by UNEP?

Answer: NAOC will provide all the support needed to Shell to define and implement an effective reclamation plan.

2.1 KALABA COMMUNITY, YENAGOA LOCAL GOVERNMENT, BAYELSA STATE

The Kalaba community in the Yenagoa territory in the Nigerian state of Bayelsa hosts the NAOC (Nigerian Agip Oil Company) pipeline that transports oil from the Taylor Creek A field to the Oshie 11 field. In September 2011, an international NGO delegation (CEE Bankwatch, Crbm, Les Amis de la



Terre, The Corner House and Platform) visited the Kalaba community and documented four oil spills that month. In January 2012, the Nigerian organisation "Environmental Rights Action" reported another oil spill that occurred in December 2011. Throughout 2011, the Kalaba community experienced ten oil spills with serious consequences to the ecosystem, fishing and agriculture.

Given this, we would like to ask Eni:

2.1.1 To supply more information on the condition of the NAOC pipeline in the region where the Kalaba community lives (when was it built? What is its state of maintenance?)

Answer: As far as the integrity of the two lines that cross the Kalaba community are concerned (opened in 1989 and 2010 respectively), no leaks have been recorded between 2011 and 2012 that can be attributed to corrosion or breakage. There was only one episode relating to a spill which was due to repair work performed after sabotage. As is standard operating practice, the lines are continually monitored for any internal or external corrosion. The latest analysis performed in 2011 showed that the fluid is non corrosive.

2.1.2 What assessment does Eni make of the frequent oil spills in the region where the Kalaba community lives? What measures have been taken to repair the damage caused by the oil spills? Is there a compensation plan for local communities for the damage caused by the oil spills?

Answer: Between 2011 and 2012, 13 oil spills were recorded with a subsequent impact on the Kalaba community. Of these spills, 12 were the result of sabotages. Only one can be attributed to a leak resulting from repair work performed on a line after being damaged by sabotage. All the areas involved are part of the process that covers cleaning up the area and analysing the land for any future reclamation/restoration work.

A compensation plan exists that includes compensation payment for oil spills that are not as a result of sabotages.

2.1.3 We ask that you provide shareholders with a detailed assessment of the oil spills that occurred in all the NAOC pipelines from the start of operations and a cost estimate of the compensation to local communities for the damage caused by the NAOC infrastructure.

Answer: NAOC has been present in the Niger Delta since 1962, as operator with a 20% stake in the joint venture formed by the state-owned company NNPC with 60% and Conoco Phillips with the remaining 20%. Today, the Joint Venture has a 3000km network of pipelines and flowlines. The issue of spills has developed from the 2000s and today the number of incidents has grown approximately 6 times over, thanks to sabotage and oil theft operations.

Looking at 2011, over 90% of the volumes spilled have been caused by sabotages. The remainder has been caused by technical/operating issues.

NAOC, as operator in the joint venture, works systematically by inspecting sites with the Authorities and representatives from the community, clearing areas and restoring the integrity of the lines.

A compensation plan exists that includes compensation payment for oil spills that are not as a result of sabotages. On this point, by 2011, NAOC had paid compensation to the sum of 200 million Naira (US\$ 1.3 million).



2.2 GAS FLARING IN EBOCHA

In 2010, Eni confirmed the completion of flaring down (elimination of gas flaring) in the Ebocha (Nigeria) area, as mentioned in the Ebocha Early Gas Recovery project. In "The reality behind EU energy security" report. "The case of Nigeria" published in November 2011 by CEE Bankwatch, Crbm, The Corner House, Platform, Les Amis de la Terre France and Environmental Rights Action, (see: <http://bankwatch.org/publications/reality-behind-eu-energy-security-case-nigeria>), reported that, in September 2011, there was still gas flaring in the Ebocha area. This was confirmed by an inspection carried out in the area by the NGOs mentioned above and documented with videos and interviews with local communities.

We, therefore, ask Eni:

2.2.1 To update shareholders with a detailed report on the actual state of the *Ebocha Early Gas Recovery Facility*. Can the company confirm the completion of the *flaring down*? Can data be provided on the cost of building the plant, the finances obtained for its construction (including those from the Nigerian government and public and private financial institutions), the plant's operations, and the quality and quantity of gas that has been recovered?

Answer: The Ebocha Early Gas Recovery project is part of the work supported by the Nigerian Federal Government and defined in line with the obligations made by international oil companies regarding internal gas supply. The project, completed in 2010, cost US\$ 177.6 million (eni's share of 20% is equivalent to US\$ 35.5 million) and achieved its aim of a significant reduction in gas flaring thanks to the recovery and compression of associated gas (previously flared) through a compression station that includes a special electricity production plant.

The installation of a compression station reduced atmospheric emissions as well as heat and pollution caused by flaring and increased the use of local manpower. Once recovered, the compressed gas is transported, via the existing gas pipeline, to the Ob/Ob treatment plant where it is made available to current and future users, including the planned electricity production plants.

In 2011, in the Ebocha Flowstation, around 6% of the gas produced by the Flowstation was flared. The irregular continuation of flaring at Ebocha is not NAOC's responsibility since the problem is linked to operating problems in the gas distribution chain downstream (such as the Bonny liquefaction plant).

Eni periodically monitors the gas composition recovered from the Flowstation at Ebocha. The analysis shows that the gas collected at Ebocha – with similar characteristics to the flared gas – is mainly methane (in the range 80%-86% mol). The remainder is mainly ethane (C2) and propane (C3) with a small percentage being CO2 (in the range 0.5%-2.7% mol).

Furthermore we ask:

2.2.2 That shareholders be updated on the measures taken in 2011 to meet the objective of "Zero gas flaring" at the Kwale plant. During the 2011 meeting, Eni stated that the objective would be achieved by June 2011.

Answer: At the Kwale site, the start up of the compressor for additional Flaring Down of very low-pressure gas can be confirmed, in line with the time schedule.

However, residual volumes continue to be flared due to technical-operating issues. The



more serious issues include stability problems in the national electricity network that receives power from the Okpai Station and operating problems in the gas distribution chain downstream from the site.

2.2.3 That shareholders be updated on the project to supply 50 MW of electricity to the Ndokwa community and on the action taken in 2011 to implement this.

Answer: The NAOC guest communities in Ndokwa are: Beneku, Okpai, Aboh, Ase-Omuku and Abalagada in Ndokwa EAST and Umusadege-Ogbe Community in Ndokwa West (transit community); the agreements signed commit NAOC to the electrification of the abovementioned communities, as well as certain specific supply references associated with generation and transformation plants.

The electrification project of the communities linked to the IPP in Okpai started in 2006 but, as a result of poor safety conditions, was stopped and only restarted in March 2010. Work is currently underway and should be completed in 2013. For some communities in the area (such as Beneku), another 20 planned electrification projects are being constructed or tested. It is expected that, on average, 70% of the work will be completed by the end of 2012. When the work is finished, around 20,000 people will benefit from it.

In general we ask Eni to:

2.2.4 Present a report with the results achieved in reducing gas flaring in each Nigerian project in view of meeting the aim to reduce gas flaring by 70% by 2012 (and by 80% by 2014)

Answer: During 2010 and 2011, NAOC completed 3 projects at the Ebocha, Ob/ob and Kwale sites with a subsequent reduction in flared gas. The Nigerian projects which have just been completed, together with those scheduled in the 2012-2015 four year plan, will contribute significantly to meeting eni's goal of reducing flaring worldwide (approximately half the 2015 target). It should also be noted that, as far as Nigeria is concerned, the specific objective is to use over 95% of the gas produced by the end of 2014.

3. Eni in Kazakhstan

During 2011, safety (and working conditions in general) of workers at the Eni plants in Kazakhstan was at the centre of a series of controversies covered by the local press. ERSAI Caspian Contractor, 50% controlled by Eni through Saipem International BV, was involved in controversies in at least two cases:

- in July 2011, when more than 700 Ersai workers were laid off in Kuryk after taking part in a general strike organised in May by workers in the oil industry

- in December 2011, when hundreds of ERSAI workers were subjected to abuse and violence by the Kazak authorities during a demonstration in Zhanaozen which ended with sixteen people being killed and at least 500 injured. On 7 March 2012 a resolution proposal was presented to the European Parliament on the matter (see:

<http://www.europarl.europa.eu/sides/getDoc.do?type=MOTION&reference=B7-2012-0144&language=EN>)

Furthermore, we ask Eni to:

3.1 To inform shareholders of the events involving Ersai workers in 2011 and on any countermeasures



taken by Eni as a significant shareholder in Ersai

Answer: In July 2011 Ersai was involved in a general strike. The workers, most of whom live in the village of Kuryk, involved the inhabitants of the village in the protest and initiated a series of actions aimed at blocking access to the base.

Ersai managed the conflict in a rational way through dialogue reaching an agreement without the intervention of the police.

The workers who decided to keep working voluntarily did so unimpeded.

The strike was declared illegal by the local authorities.

The illegality of the strike placed the company in a serious state of embarrassment since the by illegally abstaining from work, paying wages became illegitimate too with the consequent prospect of termination of the employment relationship.

In line with the existing principles of industrial relations, Ersai decided to communicate this situation formally to the workers several times.

The protests ended peacefully after a few weeks with no violent actions on the part of the police.

Only after the continual and reiterated refusal of the workers to put an end to the illegal suspension, was Ersai forced to proceed with resolution of the existing contracts for 172 employees who, in practice were continuing their protest.

As regards the events of December 2011, Ersai must stress that the company and its employees were not involved at all in these events. Besides, the events of December occurred in the area of Zhanaouzen, at a distance of more than 150km from the village of Kuryk (where Ersai works).

3.2 To inform shareholders on the terms of the contracts adopted by Eni and Ersai for oil industry workers in Kazakhstan and in particular on the measures adopted to ensure workers' health and safety.

Answer: Ersai considers it important to point out that, as regards the contractual terms of its employees (from the economic value of wages to shifts, from medical cover to insurance cover), they are in line with the company's market positioning, taking account of the necessary level of competitiveness required by the market.

Ersai's wages are higher than the average in terms existing in the country. As regards the measures adopted to guarantee workers' Health and Safety, Ersai is at a level of absolute excellence. This is not only due to the amount of monetary investment made to provide adequate structures, but also, and above all, due to a continual and effective training campaign which involves every worker.

On this point it must be stressed that Ersai uses a Safety Management System integrated with the Quality Management System and the Environmental Management System. In order to be in line with this corporate orientation, Ersai is ISO 9001/14001 and OHSAS 18001 certified.

Analysing specifically the indicators of results relating to safety aspects, it should be noted that during the last 5 years (2007- 2011) Ersai recorded, respectively, the following LTIfr (Lost Time Injury frequency rate), TRfr (Total Recordable frequency rate) and Severity Rate indices:

- 2007: 0.71; 1.25; 0.09;

- 2008: 0.62; 1.25; 0.04;



- 2009: 0.65; 1.71; 0.02;
- 2010: 0.9; 1.79; 0.06;
- 2011: 0.48; 0.97; 0.01;

As can be noted, these indices are considerably lower than the average recorded internationally in the business sector in which Ersai operates. On the other hand, Ersai organised and held a notable number of internal courses aimed at Safety training of its personnel. Specifically, 26 internal courses, on different kinds of subjects, ranging from teaching issues relating to working at height to those in confined spaces, from the careful use of personal protection equipment to the danger of suspended loads etc.

Respectively, in the years 2007 - 2011 the following numbers of hours of safety courses were provided:

- 2007: 2188 hours;
- 2008: 4651 hours;
- 2009: 12717 hours;
- 2010: 11108 hours;
- 2011: 12751 hours.

Other courses held in Ersai and managed by external specialised companies, or courses in which Ersai employees took part travelling abroad were:

- ICertOHS;
- Marine Vessels Safety Courses;
- Advanced Scaffolding Course;
- COSHH;
- Radiation Protection Awareness;
- BBS;
- LiHS.

In particular, as regards the problem of road safety, Ersai also developed an in-depth information campaign and fitted a satellite monitoring system, designed to verify general data on the conduct of the vehicle, its speed and other aspects relating to safe driving, to all of its vehicles, including those on hire.

3.3 To inform shareholders in relation to the possibility for Ersai and Eni's workers in Kazakhstan to freely join trade unions. To present in detail the presence of trade unions in the Eni plants in Kazakhstan.

Answer: As regards Ersai it should be noted that, back in 2003, Saipem began collective negotiations which ended in 2004 with the achievement of a collective agreement. This is still in place and is regularly reviewed in agreement with the workers' representatives, in line with the plans to increase wages and improve the workers' contractual conditions.

In line with the group's industrial relations policies, Ersai privileges negotiations at the collective level and promotes them in line also with the industrial model exported all over the world and for this reason we can affirm that in Ersai, as in the entire group, the establishment of associations, if legal, has never been forbidden and the same have been duly recorded and recognised both by the local authorities and by the company itself.

At the moment there is only one trade union in Ersai. It must be noted that elections of trade union representatives are in progress in a climate of complete transparency. It should



be pointed out that for various periods, during the last few years, and in particular during the period of the above events of July 2011, there were two trade unions in Ersai.

Right from the start of Ersai's business the workers and their trade union representatives have always been constantly involved, in a climate of collaboration, as amply demonstrated by the negotiations of 2003, the year in which operating activities began, which led to the signing, together with the workers' representatives, of the Collective Agreement in 2004; this Collective Agreement has also been reviewed periodically in agreement with the workers' representatives in line with the plans to increase wages and improve the workers' contractual conditions.

As regards Agip KCO the workers can freely and spontaneously join trade unions. There is a minimum legal requirement which states that at least 10 people must express the intention to join; at the moment there are no trade union representatives.

On the Karachaganak project front there are two trade union representatives in the KPO company; out of a total of 2,750 employees, approximately 52% are members of one or the other; discussions with the company are frequent and regular; in particular meetings become more intense on the occasions when the Collective Agreement is signed (every 2 years).

3.4 To explain the role that Ersai and Eni had (if they had one) in the aforementioned events of July and December 2011.

Answer: As regards the events of July 2011, Ersai, as clarified above, became involved only insofar as a number of the Company's workers took part in demonstrations managing the protests in complete compliance with the current applicable laws and the events did not lead to any violence.

As regards instead the events of December, Ersai and its employees had no role and were in no way involved, as clarified above.

Given that it was not involved in the events at all, it should also be noted that Ersai had no part, and could not even have had any part or any interest in the consequent evolution of the December events, including the outcome relating to proposals to the European Parliament. On this point, it must also be noted that the contents of the above European parliamentary proposal are fully in line with what Ersai has already implemented and with the features already present in the Company in terms of full trade union guarantees and freedoms in compliance with the applicable local laws and fair contractual conditions of the workers, which are above the local averages of reference, as already stressed.

3.5 To inform shareholders on the activities of Ersai Caspian Contractor and on the progress of the Kuryk port expansion project

Answer: The Kuryk Port expansion project has been completed. Only maintenance work, both ordinary and extraordinary, is being done there.

3.6 Inform shareholders of the state of operations in the Kashagan field where operations are due to start at the end of 2012.

Answer:

- At the end of March, the actual progress of the executive phase of Kashagan phase 1



- (the so called Experimental Program) was 91%
- Tranches 1 and 2 (needed to start up production or “Kashagan Commercial Production” – KCP) were 99% complete
 - The consortium maintains that the target for production to start by the end of 2012 or in the early months of 2013, is still technically feasible. Progress to date is on schedule.

3.7 To update shareholders on the economic and financial budget for phase one of the Kashagan operations, showing the most recent estimates for the project's overall costs.

Answer: At 31 December 2011, the capitalised costs in the assets of eni relative to the Kashagan project amounted to US\$ 6.7 billion of which 5.1 billion is for development investments sustained by that date and 1.6 billion for financial dues and outlay for purchases of shares in previous years by other partners.

4. Eni in Libya

In June 2008, Eni and the National Oil Corporation, the Libyan national oil company approved six EPSA (Exploration and Production Sharing Agreements) that transformed the original agreements governing Eni's activities in Libya. Eni extended these agreements to 2042 for oil drilling and to 2047 for gas extraction.

We ask Eni to:

4.1 Publish the terms of the six EPSA III and EPSA IV contracts, including any amendments, that came into existence on 1 January 2008, converting the original agreements governing Eni operations in Libya.

Answer: The EPSA III AND EPSA IV contracts were issued by the Libyan NAC (National Oil Corporation) as part of the international exploratory Bids of 2004, 2005 and thereafter. The NOC subsequently required all the oil companies working in the country to convert their contracts to a pre-existing format for consistency. As in the case in other countries, in Libya too, contracts state that all the data and information regarding the contracts themselves are the property of the Libyan National Oil Company (NOC) and should be handled confidentially by eni. Eni is, therefore, bound to respect the NOC confidentiality clauses.

4.2 Publish the agreement (and any amendments) reached between Eni North Africa and the National Oil Corporation on 16 October 2007 that ratifies the grouping together of ENI Oil and Mellitah Gas assets and activities as of 1 January 2008.

Answer: The integration of two companies (NOC and eni), Eni Oil and Mellitah Gas that have been operating in Libya for years into a single company, Mellitah Oil and Gas, is part of the normal operations of industrial consolidated that aims to improve efficiency and developed operating synergy. The agreement referred to is covered by confidentiality clauses, similar to those stated in the EPSA IV. Once again in this case, therefore, eni is bound to respect the NOC clauses.



4.3 Publish the sustainable development projects foreseen in the memorandum (memorandum of understanding) between Eni and Libya that will be updated and reviewed as declared by the Libyan prime minister Abdel Rahim al-Kib (see: http://rigzone.com/news/article.asp?a_id=113829). Why has the Libyan government decided to review the sustainable development projects?

Answer: Eni signed a Memorandum of Understanding (MoU) in 2006 and another in 2010 to manage various sustainability projects in Libya. All the projects are in a social field: education with the restructuring of schools and training programmes, health with the construction of clinics and training, culture with archaeological projects, are all amply described and publically available at eni's website and in eni's Sustainability Report and the Eni North Africa report. Following the events in Libya in 2011, the National Transition Council expressed the need to modify the list of sustainability projects and is proposing the implementation of new projects distributed across the country. The document referred to in the question therefore needs to be updated given the changing sustainability needs after the fighting. The MoU and its terms, as in other agreements between the NOC and eni, are confidential and cannot be made public to third parties without the prior written agreement of the Libyan partner.

4.5 Inform shareholders whether, during the negotiations (for the six EPSA IV contracts) or immediately prior to negotiations starting, any changes were made to the tax and/or legal consultancy firms that assisted Eni.

Answer: No foreign legal firm was entrusted to provide tax and/or legal guidance to Eni during negotiations for the extension of the EPSA contracts.

4.6 Inform shareholders of whether Eni benefited from tax exemptions given by the Libyan government following the extension of the six contracts with the National Oil Company that came into effect on 1 January 2008. What is the total amount of these possible exemptions?

Answer: Eni has not benefited from tax exemptions. The EPSA IV contracts state that all the data and information regarding the contracts themselves are the property of the Libyan National Oil Company (NOC) and should be handled confidentially by eni. Eni is therefore bound by these NOC confidentiality clauses.

4.7 Inform shareholders of the role (if any) played by the current Oil Minister, Abdulrahman Ben Yezza, in the negotiations between Eni and the National Oil Company to extend the six EPSA IV contracts and for the grouping together of the Eni Oil and Mellitah Gas assets.

Answer: Mr. Ben Yezza played no role in the negotiations nor the integration of the assets.

4.8 Specify if and when Abdulrahman Ben Yezza resigned from the companies that were part of the Eni group or controlled by them. Did Ben Yezza receive and/or does he continue to receive payment for positions held within the Eni group? If he has resigned, is it expected that he will hold no future position within the Eni group?

Answer: Mr. Ben Yezza resigned from eni in November, before being appointed Minister; from that point onwards, he has held no position within the eni group and receives no



payments.

4.9 Confirm the Cable WikiLeaks 07TRIPOLI912 where it says “Eni will invest 14 billion US dollars in infrastructure” regarding the extension of the six EPSA IV contracts.

Answer: Simultaneous to signing the EPSA IV contracts, eni formulated a review of their long-term exploration and development plan in Libya. The development initiatives identified, and looking ahead several decades, involve investments in the order of the magnitude indicated.

4.10 Confirm the Cable WikiLeaks 07TRIPOLI912 where it says “Eni will spend at least 800 million US dollars on additional exploration activities” regarding the extension of the six EPSA IV contracts.

Answer: Simultaneous to signing the EPSA IV contracts, eni formulated a review of their long-term exploration and development plan in Libya. The exploration initiatives identified involve investments in the order of the magnitude indicated.

4.11 Confirm the Cable WikiLeaks 07TRIPOLI912 where it says “Eni will pay a bonus of 1 billion US dollars to the NOC and, as part of the agreement, will cancel 500 million US dollars of debt towards the NOC by the end of the year” regarding the extension of the six EPSA IV contracts.

Answer: The payment of bonuses for extending the contracts for exploration and production is one of the standard practices in international oil companies and is associated with access to higher reserves.

Being a contractual term of the EPSA IV contracts, as mentioned previously, it is part of the data and information which belongs to the Libyan National Oil Company (NOC) that must be treated as confidential by eni. We are, therefore, not in a position to reveal the terms of the contracts as we have no authorisation from NOC to do so. As part of the EPSA agreements, none of eni’s debts towards NOC were cancelled.

Questions submitted by the shareholder **Marco Bava** (holder of 1 share)

1) Is Eni under investigation by the Sec for suspected irregularities in the contracts signed with Gaddafi?

Answer: As is clear from the financial statements report (pag. 185), the SEC is carrying out an information-gathering investigation regarding the activities in Libya of the major western oil companies, prior to the new recent political set-up. Eni received a request for



information this and has provided the relevant information.

2) Why does the South Stream Ag., 50% owned by Gazprom and 50% by Eni International Bv. have its headquarters in Zug?

Answer: The company, South Stream AG, was established in Zug to benefit from organisational synergies: the consortium Nord Stream AG, made up of Gazprom (51.00%), Wintershall (15.50%), E-ON Ruhrgas (15.50%), Gasuine (9.00%) and GDF Suez (9.00%), is based in the same place. As is well known, this consortium owns and runs the gas pipeline - already operating - that links Russia to Germany.

South Stream AG, following the expansion of the project's shareholding structure to Wintershall and EDF, never became operative and will be put into liquidation. Furthermore, as highlighted on page 354 of the Annual Report 2010, the company does not benefit from any privileged tax regime in Switzerland. Last April eni, Wintershall and EDF respectively purchased 20%, 15% and 15% of the company, South Stream Transport AG, a company previously owned 100% by Gazprom and whose role it is to develop the offshore part of the South Stream project. This company does not benefit from any privileged tax regime in Switzerland, either.

The company has yet to finalise the Final Investment Decision with regard to investment in the project.

3) What does the Donegani Institute in Novara do? Can shareholders visit it? And if so, how?

Answer: In 2008, the Donegani Institute was renamed the "Research Center for Non Conventional Energy – Donegani Institute". The institute's new mission is the research and development of new product processes to exploit solar power, the transformation of biomass into energetic carriers and the monitoring and protection of the environment. For reasons of safety and privacy as well as the Center's operational activities, visits are necessarily limited. You can, however, find a detailed description of the Center's work and the main results achieved at the eni website, including some multimedia content. You can also to ask questions about the Center and the research it does through the traditional channels reserved for eni shareholders.

4) Why did the memorandum of understanding between Eni and Fiat in 1998 on the extension of the methane gas platform network across a large part of the Agip distributors never go ahead?

Answer: The eni-Fiat agreement was signed in April 1997 and this ensured, over the following three years, an increase in methane-powered vehicles available on the market and an expansion of the methane distribution network. Subsequently, in 2001 the programme agreement was signed by the Ministry for the Environment, Fiat and the Unione Petrolifera that envisaged accelerated growth of methane for automotives in large urban and metropolitan areas of the country.

This agreement was, however, not fully implemented due, in part, to the difficulty in building methane plants in urban areas: Italian regulations, being far more restrictive than in other European countries, hindered the project.

5) Does Eni plan to restart the Romiti-Bernabe project? If yes how and when? Means? Financing? If



none why not?

Answer: Among the "Oil Companies", eni already has the largest methane network in Europe and, in 2010, signed a memorandum of understanding with the Lombardy Region for sustainable mobility and the development of the methane distribution network.

Furthermore, it initiated a programme of further development of the methane network in Italy that, over the next few years, will double the distribution network and will see the experimentation of liquid methane (LNG) for heavy transport.

6) Considering the high cost of advertising fuel and the large number of promotional gadgets, wouldn't it be better to have the lowest market price for fuel as happened at the time of Mattei, murdered for his social vision on energy?

Answer: Eni's mission on the Italian network – as market leader – foresees the need to meet the requirements of all clientele segments: there are price sensitive clients, constantly in search of a better price on the road, that eni satisfy with discounted refuelling methods (faidate and iperself, and now with the Iperself H24 method that allows for maximum saving throughout the entire day and no longer just at closing time); similarly there are clients who are not interested in the price but in a better service and in participating in a points collection programme.

In the case of the loyalty programme (you&eni) the client receives prizes (free petrol or actual prizes) by using the accumulated points; in this case the theoretical transfer of this cost in terms of price reduction at the pump would be around 5 thousandths/litre. In the case, on the other hand, of the short term promotions it is more a case of combined sales that cost eni nothing in so much as the gadgets are purchased by the client (at a highly competitive price) because they are associated with a minimum refuelling. The real problem of high prices at the pump today lies in the high level of taxation, on the recent trend in the continuous increase in international shares of products (Platt's) and the Euro/Dollar exchange rate.

7) to what extent is sistri used?

Answer: The SISTRI, pursuant to current legislation, will become obligatory from 30 June 2012. Eni s.p.a and the eni companies subject to enrolment requirement are regularly enrolled. The SISTRI is currently not in use, because the software and rules for its use (both the manuals and the regulation itself) are under review. Nevertheless eni has taken part in different system operating tests (so called - click day) and has tried to contribute constructively to the system's evolution. Furthermore, eni has updated its software for refuse management to provide them with consistency and ensure they can communicate with SISTRI (so called "inter-operability").

8) Are the directors under investigation for environmental or other crimes? what could the possible damage be to the company?

Answer: There are no investigations involving eni directors for environmental crimes with the exception of minor disputes involving fuel distributors.



9) Who produces evaluations of the properties? For how many years do they perform this task?

Answer: Using a competitive process, 3 main service suppliers were selected relative to the property included in the assessment. The roles assigned are at the most two-yearly and foresee an optional annual renewal.

10) Is there D&O insurance (supply guarantees amounts and claims covered, those currently covered, when was it decided and by which body, associate fringe-benefit component, with which broker was it stipulated and who are the underwriters, expiry date and spin-off effect on the policy)?

Answer: It was decided during the assembly on 25 May 2006, that the company would stipulate a D&O insurance cover. The aim of the policy is to provide cover for the company, its Directors and Officers, should they be asked to respond directly, against compensation requests for errors committed by them when carrying out their job. It is aimed at all the Directors and Officers at eni s.p.a. and companies holding at least 50% of the capital (with the exclusion of the Snam group). The cover is for Directors and Officers, Administrators and those holding a managerial position. The leader company of the insurance programme is la Chartis (former AIG) followed by a panel of international companies with high rating. The policy runs for a year and starts on the 1 August of each year. The terms and conditions are standard in line with market practices.

11) Have guarantee policies of information schedules been stipulated (regarding the repayment of bonds)?

Answer: No, no guarantee policy of information schedules was stipulated.

12) What are the amounts for non-financial and social security insurance (split into macro-areas and divided up by industrial facility, which internal structure decides on and handles the policies, broker used and companies)?

Answer: The answer is shown on pages 103 and 104 (Operations risk) of the Annual Report 2011. In addition to what is shown, it is highlighted that eni uses all the main Lloyd's insurance brokers around the world just as it uses the main international insurance/re-insurance companies with an adequate rating.

13) i would like to know How is liquidity used (monthly breakdown and evolution, asset rates, instrument type, counterpart risks, financial earnings obtained, management policy, incompressibility reasons, amount set aside for TFR and what operational, legal restrictions exist on liquidity)

Answer: The eni group works in a centralised financial context where the financial function collects financial profits generated in the group and reallocates them, together with the funds collected from third parties, to companies in need.

Liquidity is generated mainly from earnings received from geographical areas with a time difference that does not allow for their immediate re-use in the group as well as everyday commercial management; this liquidity has a very fast turnover and is invested. Further liquidity is created in foreign companies by non-convertible currency availability or with a poor market in the banks in the countries where they are operating, used to support



outgoings to be paid in local currency.

Over the last few years the liquidity has settled in a range of €1.6-2.0 billion; on the 31/12/2011 it amounted to approx. €1.6 billion, 96% of which was made up of available liquidity and equivalents and 4% of shares and credits that were not fundamental to operating activities. The average deposit during 2011 was €1.9 billion; the financial revenue correlated to use of the liquidity was 21.6 billion Euro and the average rate was 1.14%.

14) i would like to know what investments are planned for renewable energies, how will they be financed and how long will it take to recover these investments.

Answer: Investments in renewable energies set out in the 2012-15 strategic plan are equal to around 250 million Euro and regard:

1) the construction of a biomass plant at the Porto Torres site (approx. 200 million Euro), that is an integral part of a re-qualification project of the site that will see the involvement of Versalis. With the information and current regulations, it is estimated that the investment will be repaid within 9 years.

This estimate does not take into consideration the avoidable losses within the eni site; 2) the construction of photovoltaic plants in Italy (around 50 billion Euro); it is expected that investments will be recovered in 7-12 years based on the kind of plant and when it is created because the regulations are continually changing with a considerable drop in incentives. In addition, it is worth pointing out eni's involvement in the research and development project on renewable energies of around 170 billion Euro over the next four years, focusing on the following technologies: new generation photovoltaic solar power, concentration solar power, conversion of biomasses into power and bio-fuel. Approximately 80% will be dedicated to laboratory research work and the remaining 20% will be set aside for the development on a pilot scale of the most outstanding results obtained so far.

15) In what way is the law against child labour being respected?

Answer: eni operates in line with what current legislation. Both in Italy and abroad, as foreseen by the eni guidelines for the Protection and Promotion of Human Rights of 17 April 2007, while carrying out its work, eni is committed to protecting the right of children to be protected against economic exploitation, abstain from using forced or obligatory labour and ensuring a safe, healthy working environment in compliance with the relevant ILO conventions and local legislation.

Respect for human rights is reinforced in the "Our people" policy.

Furthermore, the agreement on "Industrial Relations at International level and on the Company's Social responsibility" of 2 March 2009, confirmed eni's commitment to respect the guideline principles in the United Nation's "Universal Declaration of Human Rights", the ILO's fundamental Conventions and the OECD Guidelines for Multinationals. In particular, eni tends to assess and apply the principles of "respect for human rights and work" and to recognise the protection of the rights of children (ILO Conventions 138 and 182) Furthermore, in an procurement light, between the standard clauses of the supply contracts with eni, not only is the respect for the Ethic Code required but also respect for human rights, with particular reference to the abovementioned eni Guidelines. With this in mind, a specific consultation link to the Guidelines is inserted in the contracts.

16) Do we finance the arms industry?



Answer: No.

17) I would like to learn the group's net financial position as of the date of the meeting with past average payable and receivable interest rates.

Answer: The group's net financial position, as indicated in the Consolidated Interim report on 31/03/2012, published on the 27 April, is € 27.426 million (€ 28.032 million on 31 December 2011).

The average borrowing rate for the 1st three months in 2012 was 3.45% (3.2% average in 2011).

The average lending rate for the 1st three months in 2012 was 0.6% (1.1% average in 2011).

18) How much were the Consob, Borsa etc. fines and what were they for?

Answer: In 2011 no fines were imposed by the Stock Exchange Authorities and Consob. In 2011 the main liabilities regarding proceedings with anti-trust Authorities and regulators in general was the provision of 69 million Euro to bring into line the existing fund following a European anti-trust proceeding in the tyre industry based on a recent sentence from the European Court of Justice.

19) I would like information about: the variations in holdings with regard to the report being discussed.

Answer: The following are the variations made in the Group's consolidation area with regard to the situation on 31 December 2011.

Incoming companies

PURCHASE

Nuon Belgium NV; Nuon Power Generation Walloon NV; Nuon Wind Belgium NV.

FOR VALUE

Eni JPDA 11-106 BV.

Outgoing companies

DUE TO MERGER

Saipem Energy Services SpA.

FOR IRRELEVANCE

BOS Investment Ltd (in liquidation); BOS-UIE Ltd (in liquidation); Burren Energy (Egypt) Ltd; Eni Yemen Ltd.

The consolidation area on 31 March 2012 includes, as well as eni Spa, 264 companies, 47 of them in Italy and 217 abroad. 74 subsidiary companies, 16 of them in Italy and 58 abroad



are excluded from the consolidation area for irrelevance or because the consolidation produces no significant effects.

The corresponding data on 31 December 2011 are, as well as eni spa: 264 consolidated companies, 47 of them in Italy and 217 abroad. The subsidiary companies excluded from the consolidation area are 72, 20 of them in Italy and 52 abroad.

20) I would like information to date about losses and gains on shares quoted on the stock market at the last stock market payment

Answer: Bearing in mind the stock exchange quotations available on the 30 April 2012 the gains relative to eni subsidiary company shares quoted on the stock exchange amount to around 11.5 billion Euro and can be analysed as follows:

	NBV consolidated budget on 31.12.2011 - % consolidated attributable Eni (mil €)	no. of shares held	Quotation on 30 April 2012 (€)	Market value on 30.04.2012 - Eni Share (mil €) (*)	Plus/Minus Consolidated Eni (mil €)
Company with quoted stocks					
Snam SpA (***)	2.465	1.876.115.875	3,59	6.735	4.270
Saipem	2.068	189.423.307	37,32	7.069	5.001
Galp	1.103	276.472.161	11,89	3.287	2.184
Distribuidora de Gas Cuyana (**)	38	13.840.828	0,38	35	-3
Hindustan Oil	110	61.569.134	1,75	108	-2
					11.450

(*) The market values of the companies Distribuidora de Gas Cuyana and Hindustan Oil, respectively quoted in Argentinean pesos and Indian rupees, were converted using the exchange rate with the Euro on the 30.04.2012

(**) The market value is determined by considering the Eni interest (45,6%) on the market capitalisation

(***) The assembly on 5 December 2011 authorised the change in the company name from Snam Rete Gas SpA to Snam SpA as of the 1st January 2012

21) I would like information from the start of the year to date about the revenue trend per sector.

Answer: The information requested can be found in the Consolidated Interim Report on 31 March 2012 which we invite you to consult (revenue from the characteristic management pag. 25).

22) I Would like information to date about trading on treasury shares and those of the group carried out through the company or an individual pursuant to art. 18 of the italian presidential decree 30/86.



in particular if this was done on shares in other companies, held in foreign banks that are not bound to reveal to consob the name of the owner, with repurchase agreements on securities in portfolio for a symbolic value, with shares acquired on behalf of third parties.

Answer: The deadline for the authorisation of the shareholders Assembly for the purchase of personal shares was on the 29 October 2009 (last day of purchase: 3 October 2008). From that point onwards, no personal share purchase activity has been recorded as there was no assembly decision made on the matter.

With reference to trading on the Group's company shares or those of other companies, no operations like those described in the question have taken place.

23) I would like information about the treasury share purchase price and date of each batch, and % variance from the stock market price

Answer: The deadline for the authorisation of the shareholders Assembly for the purchase of personal shares was on the 29 October 2009 (last day of purchase: 3 October 2008). During the Programme (1st September 2000 – 29 October 2009) 398,466,853 personal shares were purchased overall, an equivalent of 9.95% of the share capital, for a corresponding amount of 6, 971, 17 million Euro. The average buying price was 17.495 Euro and is approx. 9% lower than the average quotation of the official Stock Market prices calculate with the volumes of the period (Euro 19.204).

24) I would like to learn the names of the largest ten shareholders at the meeting with the relative % they hold, the representatives with specific type of power of attorney or proxy.

An answer will be given at the Shareholders' Meeting.

25) I would *especially like to know what the shareholders' pension funds are and for what share.*

An answer will be given at the Shareholders' Meeting.

26) I would like the names of the journalists present at or following the meeting via closed circuit tv, the mastheads they represent and if, among them, there are those with direct or indirect consulting relations with companies in the group, even controlled *and if they have received money or benefits directly or indirectly from controlled, linked or parent companies.*

An answer will be given at the Shareholders' Meeting.

27) I would like to know how the advertising costs are split, by editorial group to assess the equity ratio has money been paid to newspapers or newspaper and internet mastheads for research and consultancy work?

Answer: Advertising spending on the main editorial groups is divided as follows:



	Concessionaire	2011 Investments in millions of €	sh%
1	Publitalia 80	31.7	26%
2	Sipra Società Italiana Pubblicità S.p.A.	24.1	20%
3	A.Manzoni & C. S.p.A.	6.1	5%
4	RCS Pubblicità S.p.A.	3.5	3%
5	PK-Publikompass S.p.A.	3.4	3%
	total	69	57%

There were no payments to print media or websites for studies or consultancy.

28) I would like to know the number of shareholders recorded in the shareholders book, and how they are subdivided according to significant bracket of share possession, and whether they are resident in Italy or abroad

Answer: The Shareholders' Register is completely updated when dividends are paid. On the basis of the latest update, there are 348,668 shareholders.

As regards significant shareholding bands, on the basis of the communications received, as of today the shareholdings of more than 2% are: Ministry of the Economy and Finance, which directly holds 3.93% of the share capital and, indirectly through Cassa Depositi e Prestiti S.p.A. (which is 70% controlled by the said Ministry), 26.37% of the share capital indirectly; BNP Paribas Group, with a 2.29% stake. Moreover, Blackrock Inc. has communicated that indirectly, through an asset management company, it holds a 2.68% interest in the share capital. On the basis of the advance dividend payment of financial year 2011, furthermore, 6 shareholders hold a stake of 1-2%, 9 shareholders have an interest of 0.5-1%, 10 shareholders of 0.3-0.5%, 40 shareholders of 0.1-0.3% and 348,599 shareholders hold less than 0.1% of the share capital.

As regards, finally, the division between residents in Italy and abroad, on the basis of the advance dividend payment for financial year 2011, 49.26% of the share capital is in Italian hands, 41% is foreign-held, 9.55% is treasury shares, while for the remaining 0.19% no names were provided. All the information is available at the eni website.

29) I would like to know if there have ever been either direct or indirect consultancy relations within the group and parent and/or linked companies with the board of auditors and independent auditors or their parent company how much did the expenses for both amount to?

Answer: In order to safeguard the profiles of independence of its external auditors, the eni group has decided not to entrust to the auditing firm appointed, or to companies in its network, tasks other than those associated with external auditing, except in rare and well-grounded cases for tasks relating to activities not forbidden by Italian regulations or by the Sarbanes-Oxley Act.

On this basis, in financial year 2011 the Group entrusted to the Ernst & Young network exclusively admissible tax advice for €26 thousand euro, representing 0.1% of total fees paid to the Group auditing firm (see page 386 of the Annual Report where fees for independent auditing of the accounts and services other than auditing are presented).

Transport, board and lodging expenses incurred by the supplier in performing its services



are refundable, on presenting the relevant supporting documentation, up to a maximum of 7% of the fee paid.

As regards the Board of Statutory Auditors and the individual statutory auditors, the eni Group conferred no consultancy contracts. Expenses refunded during 2011, on the basis of adequate documentation amounted to approximately € 16,000 euro, plus expenses incurred directly by eni for hotels and transport of approximately €26,000.

30) I would like to know if there were direct or indirect funding relations to trade unions, political parties or movements, consumer groups and/or national or international shareholders within the group even through the funding of directly requested specific initiatives.

Answer: There is a sponsorship agreement with a consumers' association; Unione Nazionale dei Consumatori €8,000

Besides this activity we have no financing relationships with the bodies to which the question refers.

31) I would like to know if kickbacks were paid to suppliers. and how does the retrocession at year end in the purchasing office work?

Answer: With reference to the first part of the question, we can note that eni has, as its guiding principle of conduct, confirmed in its Code of Ethics, the observance of laws and regulations, and ethical integrity and correctness, which represent the constant commitment and duty of every eni person. Eni has in fact adopted a "zero tolerance" approach to public and private corruption, forbidden without exception, and developed an anti-corruption compliance program in line with international best practices, international conventions on combating corruption as well as Italian Legislative Decree 231, the US Foreign Corrupt Practices Act and the UK Bribery Act. The internal foundations of eni's anti-corruption compliance programme lie in the above Code of Ethics, in eni's Model 231 and in the Anti-Corruption Management System Guidelines published on eni's website at the address www.eni.com in the Corporate Governance section (Governance and Controls System and Rules).

With reference to the second part of the question, with the term "retrocession", in the context of management of procurement contracts, we mean repayment to eni by suppliers of a part of the price agreed, for example against discounts for order volumes or payment of penalties.

The retrocession mechanisms, when provided for, are managed by a plurality of corporate units and not only by the competent procurement unit.

In particular, these mechanisms are negotiated by the latter, which regulates them in the individual agreements. On occurrence of the contractual conditions, they are activated by the operational units that manage the agreements, which are procedurally obliged to verify the applicability or otherwise of penalties and of any volume discounts contractually provided for, if necessary with the procurement unit, and, in the case of total/partial applicability, informing the competent administrative unit. Collection of the amounts deriving from retrocessions by eni therefore actively involves the competent administrative unit, which verifies the correctness of invoices and/or credit notes received with respect to the contractual provisions certified by the unit managing the contract.



32) I would like to know if kickbacks were paid to access emerging countries especially CHINA, Russia and India.

33) I would like to know if THEY WERE PAID CASH IN HAND.

34) I would like to know whether insider trading have been done.

Answer: with reference to the compliance and fraud risks mentioned in the above questions, eni has in place an internal control system in line with international best practices, the auditing principles and standards of which are incorporated into the Code of Ethics, Model 231, the Financial Disclosure Control System, Procedures on the subject of Market Abuse and, lastly, into the Anti-Corruption Compliance Program approved by the BoD on 15 December April 2011. The latter, updating the previous corporate procedures, contains the anti-corruption principles on the basis of which eni's business must be carried out, in particular with reference to contacts both with customers, and with possible suppliers and sub-contractors.

In keeping with the above principles, moreover, it is eni's policy that all payments and transactions must be accounted for accurately in the company's relevant books and registers, so that eni's books, registers and accounts reflect in detail and correctly the purchases and sales of goods and services in adequate detail. In addition, on the basis of a top-down and risk-based approach, eni has put in place and regularly monitors the controls aimed at providing reasonable guarantees as to the reliability of accounting disclosures and the preparation of the financial statements, in accordance with accounting standards, with laws and with internal and external regulations, that is controls that reduce to a remote possibility the risk of significant error or fraud occurring. Finally on the subject of Market Abuse, eni has adopted a Procedure for Communicating Privileged Information to the Market, a Procedure relating to keeping the Register of persons with access to privileged information and a Procedure relating to insider dealing. The latter, among other things, provides for specific periods of the year during which the top management may not carry out transactions in eni shares, in controlled listed companies or in other financial instruments linked to shares.

35) I would like to know whether there are managers and/or directors with interests in supplier companies. do directors or managers directly or indirectly hold shares in supplier companies?

Answer: The notes to the consolidated financial statements, from page 209, detail the transactions carried out with eni's related parties. The notes also state that the Cosmi group companies, previously related to eni through a director and mentioned in the financial statements, are today considered subjects of interest of a director in application of the Consob Regulation on the matter, transposed into the corporate regulations. Any transaction carried out by eni with such companies are in any case subject to analogous specific obligations regarding procedures, conduct and transparency, in order to ensure their substantial and procedural correctness. The procedure is published on the company's website.

In 2011, commercial relationships with the Cosmi group settled at market terms amounted to €7 million for purchases of engineering, construction and maintenance services.

36) I would like to know the total donations of the group and for what and to whom?

Answer: In 2011, the total group amount for free contributions related to initiatives in favour of the community for social purposes was approximately €1.1 million.



The actions taken were linked to the social needs of the communities in which operating activities are performed, giving priority to those in favour of the weakest organisational subjects less supported at the public and private level and to projects rather than generic support to associations.

The breakdown by type of action is as follows:

Type of action	€/000
Health	80
Professional training & coaching	66
Instruction-education	103
Environment	180
Culture	53
Infrastructure development	286
Social actions	314
Total	1,081

37) I would like to know if there are any judges among the group's direct and indirect consultants, which judges sat on arbitration boards and how much they earned and what their names are.

Answer: eni has not appointed judges either as advisers, or as its arbitrators.

38) I would like to know if there are any legal cases in progress with any antitrust group.

Answer: See the "Litigation" section of the directors' report on operations which contains – among other things - a description of the antitrust litigation (see page 185).

39) I would like to know if there are any criminal cases in progress concerning members of the Board of Directors and / or Board of Statutory Auditors.

Answer: As far as eni is aware and with the exception of the cases mentioned in answer to question 8, there are no criminal investigations involving eni's directors and/or statutory auditors.

40) I would like to know how much the bonds issued amount to and with which bank (credit suisse first boston, goldman sachs, morgan stanley and citigroup, jp morgan, merrill lynch, bank of america, lehman brothers, deutsche bank, barclays bank, canadian imperial bank of commerce –cibc-)

Answer: As of today, eni spa has issued bonds worth approx. €13.9 billion (€10 billion as part of the EMTN Programme, €3.3 billion to the general public in Italy and US\$ 800 million in the US).

These bonds were issued using the major banks present in the various reference markets and in particular:

For bonds devoted to institutional investors (EMTN and US):

1. Banca IMI, Bank of America, Barclays, BBVA, BNP Paribas, Credit Agricole, Citi, Deutsche Bank, Goldman Sachs, HSBC, ING, JP Morgan, Mediobanca, Mitsubishi, Morgan Stanley, MPS,



Nomura, RBS, Santander, Societe Gènèrale, UBS and Unicredit;

For retail bonds issued to the general public in Italy:

2. Banca IMI and Unicredit as Coordinators of the Offer for both retail issues of 2009 and 2011; BNP Paribas, Centrobanca and MPS as banking members of the Management Group for the 2009 retail bond (the Management Group was not set up for the 2011 retail bond); all the major banks present in Italy as placers of the offer.

41) I would like to know details of the cost of sales for each sector.

Answer: The cost of product sold for the eni group in 2011 was €87.5 billion. The figure is consolidated and therefore includes eliminations of intra-group items.

In relative terms, the cost of product sold (before eliminations of intra-group items) is attributable for 10% to the e&p sector, 29% to the g&p sector as a whole (including regulated businesses), 46% to the r&m sector, 6% to the petrochemical sector and 9% to the e&c sector.

The trend in the cost of product sold, 2011 v 2010, showed an increase of 13.9%, mainly as a result of higher procurement costs of supplies of petroleum and petrochemical feedstocks and gas procured in relation to the trend in the energy scenario.

42) I would like information about how much did the following costs amount to:

- purchase and sale of holdings
- environmental redevelopment
- what kind of investments have been made towards environmental protection and for what?

Answer:

A1) Details of expenses for acquisitions of consolidated and non-consolidated equity investments:

In 2011 Eni made investments in controlling and minority equity interests and business units for a total amount of €360 million.

The investments in controlling interests and in business units and the related acquisition investment were:

mIn €	Purchase price	- cash acquired	Investment from cash flow statement	Financial payables acquired
Terminal Portuàrio do Guarujá SA	93	0	93	
Business unit acquired by E&P	22	0	22	
	115	0	115	0

- Terminal Portuàrio do Guarujá SA is the acquisition in Brazil of an area of 35 hectares to develop a manufacturing facility to exploit offshore fields by a foreign subsidiary of Saipem;
- The business unit acquired by the E&P Division refers to the acquisition of a further equity interest in the "Annamaria" field (Eni 100%) in Italy, from Ligestra SpA (Fintecna Group). The minority interests acquired which include operations on the capital of entities carried at equity involved in the creation of investment projects in the Group's



interest were:

mIn €	Investment from cash flow statement
Angola LNG Ltd	129
Zagoryanska Petroleum BV and Pokrovskoe Petroleum BV	56
Other investments	60
	245

In particular Angola LNG Ltd is a joint venture involved in the creation of an LNG project in Angola to exploit eni's gas reserves in the country destined for the US market. Zagoryanska Petroleum BV and Pokrovskoe Petroleum BV are two acquisitions of interests in joint ventures holding exploration and development licences for areas in the Dniepr-Donetz basin in the Ukraine.

A2) Details of disinvestments of consolidated and minority equity interests:

Disinvestments and sales of controlling and minority equity interests amounted to €1,717 million (to which must be added €195 million relating to technical disinvestments for a total of €1,912 million of disposals during the year) net of the cash sold of €65 million. The controlling equity interests disinvested and the related amounts collected were:

mIn €	<i>Selling price</i>	<i>Cash sold</i>	<i>Collection from cash flow statement</i>
Eni Gas Transport International SA	809		809
Gas Brasiliano Distribuidora SA	190	23)	167
Eni Gas Transport Deutschland SpA	32		32
Eni Gas Transport GmbH	28		28
Acqua Campania SpA	11	42)	31)
Other	1		1
	1,071	65)	1,006

- The company Gas Brasiliano Distribuidora SA works in the distribution and sale of natural gas in an area of the State of San Paulo in Brazil to Petróleo Brasileiro SA ("Petrobras"), through its subsidiary Petrobras Gas SA ("Gaspetro"). The sale involved 100% of the share capital;
- The following subsidiaries were sold to Fluxys G: i) Eni Gas Transport International SA, the company holding the transport rights of the Swiss gas pipeline Transitgas, ii) Eni Gas Transport Deutschland SpA the company holding the transport rights of the Tenp system and iii) Eni Gas Transport GmbH, which in turn holds 49% of Trans Europa Naturgas Pipeline KG and 50% of the shares of Trans Europa Naturgas Pipeline GmbH ("TENP system"), the pipeline connecting the production areas of Northern Europe to consumer



markets. These disposals resulted from the commitments agreed on 29 September 2010 with the European Commission to close without assessment of the offence and, therefore, without sanctions, an anti trust case involving alleged unfair conduct in the European gas market by Eni;

- The company Acqua Campania SpA manages water pipelines in a number of provinces in Campania.

Other sales relating to minority interests including any capital reimbursements were:

mln €	<i>Collection from cash flow statement</i>
Trans Austria Gasleitung GmbH (TAG)	533
Transitgas AG	61
Other disinvestments and capital reimbursements	117
	711

- Sale of the 89% equity interest, corresponding to 94% of the economic rights, held in Trans Austria Gasleitung GmbH ("TAG"), the company holding the transport rights relating to the Austrian stretch of the gas pipeline connecting Russia to Italy to Cassa Depositi e Prestiti (CDP) which was part of the commitments made to the European Commission;

- Sale to Fluxys G of the 46% equity interest in Transitgas AG ("Transitgas system") the company that owns the gas pipeline of the same name crossing Switzerland and connecting the Tenp transport system to the national network at Passo Gries. This disposal was also a result of the undertakings made to the European Commission;

b) eni's current spending in 2011 for environmental regeneration amounted to approximately €572 million, of which 47% relates to reclaiming contaminated sites, 20% relates to management expenses, 15% relates to waste management and finally 8% relates to water resources.

c) Environmental investments in 2011 amounted to €435 million of which more than 44% is devoted to reclaiming polluted sites (above all Groundwater Treatment Plants), to preventing polluting events (spills) and to protecting the landscape and conserving ecosystems and biodiversity and more than 27% is devoted to energy efficiency; approximately 14% was equally divided between protection of the air and of water resources.

Overall eni's total environmental spending last year (current spending and investments) was approximately one billion euro, of which 33% relates to reclaiming contaminated sites. Most of total environmental spending (75%) is done in Italy, as are almost all reclamation expenses. In the last 2 years reclamation expenses have declined in relation to completion of the largest regeneration projects; however in 2012-2013 there should be a new increase in relation to the recent approvals of important projects for significant industrial sites.

43) I would like information about

- non-monetary benefits, bonuses and incentives and how they are calculated.



- how much, on average, have managers, office workers and employee wages varied over the last year?
- I would like to know the relationship between the average cost of managers and non-managers.
- I would like to know the number of employees divided by category. have legal action been taken for mobbing, suicide instigation, accidents in the work place and what was the outcome? personally i cannot accept the dogma of the absolute reduction in personnel
- How many employees have been placed in pre-retirement mobility and what was their average age

Answer

a)

- Non-monetary benefits are shown in table 1 on page 17 of the Remuneration Report according to the criterion of taxability required by CONSOB described on page 15 of the Report, and mainly regard pension and welfare benefits and company cars for general use.
- Variable incentives are divided into a short-term and a long-term component, the features of which are described: i) as regards the 2012 policy guidelines on page 10 for Directors and on pages 11 and 12 for Managers with Strategic Responsibilities and ii) as regards the implementation of the 2011 policies on pages 13 and 14 of the Report and in Table 3 on page 20 of the said Report.

b) the average changes were:

Executives +3%
Middle Managers +2.57%
Clerical Staff +2.77%
Manual Workers +2.84%

c) the ratio between the average cost of executives and non-executives is 4.3

d) the distribution by grade is:

	ITALY	ABROAD	TOTAL
Executives	1,095	491	1,586
Middle managers	8,248	5,050	13,298
Clerical staff	17,036	22,260	39,296
Manual workers	6,791	17,715	24,506
Total	33,170	45,516	78,686

There are 5 employees who have taken legal action for alleged mobbing conduct and the proceedings are still in progress. In relation to instigation to suicide and injuries there are no cases pending.

e) personnel placed in mobility were:

number 961
average age 55.8

44) I'd like to know whether works of art have been purchased?

Answer: No works of art were purchased. We only restored existing ones.



45) I would like to know: In which sectors have costs been reduced the most, with the exception of your salaries which are in continual growth.

Answer: Starting in 2006 eni has pursued an efficiency programme which enabled it to achieve benefits of €3.1 billion, in the period 2006-2011. In 2011, savings of €0.6 billion were made, relating both to business areas (mainly e&p, r&m and petrochemicals), and to business support services. In particular work was carried out to optimise procurement and rationalise manufacturing and commercial processes, benefiting also from applying technological innovations.

46) I would like to know. are there in fact parent companies (pursuant to the civil code) that are not indicated in the consolidated financial statements?

Answer: eni does not own subsidiaries not reported in the financial statements. The list of eni's equity investments is presented in the annexes to the consolidated financial statements from page 338 to page 376.

47) I would like to know: who supplies the group with gas and what is the average price

Answer: The origin of the gas sold by the g&p division is presented in the financial statements on page 44.

The top eight companies from which eni purchases gas are:

Gazexport
Sonatrach
GasTerra
StatoilHydro
Rasgas
Shell
Total
Eon

The purchase price is commercially sensitive information, especially in a period of generalised renegotiation of long-term contracts such as the present one.

48) I would like to know how much was paid for the consultancy work to companies headed by Mr. Bragiotti, Mr. Guido Rossi and Berger.

Answer: During 2011 for consultancy services provided by Mr Guido Rossi payments were ordered of approximately €185,000. Banca Leonardo, as referable to Mr Bragiotti, was paid €105,000 for assistance provided on an M&A project. The company Roland Berger Strategy was paid approximately €660 thousand for business consultancy services.



49) I would like to know: How much is the Italian percentage share in R&D investments?

Answer: The Italian share of R&D spending - that is the expenses incurred by Italian companies - in 2011 is 94% (€166 million out of total eni R&D expenditure of €176 million net of Saipem). The total cost of the work and the external costs paid to Italian suppliers is 85%.

50) I would like to know what the margin is from 1 to 5 & from the franchise relative to art. 2622 c.

Answer: For financial year 2011:

- with reference to the separate financial statements of eni spa, the allowance referred to in the economic result before tax was approximately €212 million, that referred to shareholders' equity was approximately €353 million;
- with reference to the eni group, the allowance referred to in the economic result before tax was approximately €924 million, that referred to shareholders' equity was approximately €555 million.

51) I would like to know how much the meetings cost

Answer: The average cost of a shareholders' meeting is approximately €250,000.

52) I would like to know how much revenue stamps cost

Answer: In 2011, the costs for duty stamps amounted to €6.4 million.

53) I would like information on the traceability of toxic waste.

Answer: The legislative provisions aimed at ensuring traceability are observed; these currently require the use of a loading/unloading register and of a standard transport form. Once it has been returned to the producer, the fourth copy of the latter document proves that the addressee has received the waste and is normally binding for payment of the service. If the destination plant is an intermediate storage facility, specific documentation is required to certify traceability on leaving the said plant, in order to be sure of the final destination of the waste and of the entire process's compliance with the legislative provisions.

Use is made of suppliers in possession of the requisites provided for by law, approved in advance.

In future, from 30 June 2012 according to current legislation, traceability will make use in Italy of the SISTRI (Computerised Waste Traceability System), which will replace the paper system. In foreign operations similar procedures have been adopted, in compliance with the locally applicable legislations; the E&P Division's HSE management system, moreover, includes a waste management procedure, used also by the associates, which makes it mandatory to conserve the documentation needed to enable traceability at every waste management stage also when not required by the local legislation.

54) Detail of the user costs for company helicopters and aircraft. How many helicopters are there,



what make are they and how much do they cost per hour?

Answer: The company Servizi Aerei spa is the eni group company (100% owned by eni spa) which makes aeroplanes from its fleet available to make flights to national and international destinations. The company does not own helicopters. The aircraft in the Servizi Aerei fleet number 4; the fourth aircraft was purchased in 2011.

In 2011, Servizi Aerei Spa carried out a total of 3,178 flying hours with its 4 company-owned aircraft and with the plane, F900 I-TLCM, in operational management for the first 7 months of the year.

The flying activity performed mainly involved flights for eni and its companies and for the client Telecom.

Specifically: total flying hours were 3,178 of which 253 or approximately 8% flown on behalf of third parties, the remainder of 2,925 or 92% flown for eni.

55) How much do the overdue debts amount to?

Answer: The comment on Item 9 – Trade and other receivables on pages 141-142 of the notes to the consolidated financial statements states as follows:

- impaired receivables net of provisions for impairment amounted to €1,198 million (977 trade; 221 other receivables); the figure was 1,193 million at 31 December 2010 (1,142 trade; 51 other receivables);

- provisions for impairment amounted to €1,651 million, 1,067 referring to trade receivables, 6 to financial receivables, 578 to other receivables. At 31 December 2010 provisions for impairment amounted to €1,524 million, 962 referring to trade receivables, 6 to financial receivables, 556 to other receivables.

In addition, the assets include past-due and unadjusted receivables of €3,172 million, of which €1,081 million past-due by more than 12 months; these receivables mainly concern relationships with public administrations and other counterparties with high credit standing for supplies of petroleum products, natural gas and petrochemical products.

Further information is provided in Note 9 of the Consolidated Financial Statements "Trade and other receivables" on pages 141-2.

In the separate financial statements, the amount of bad debts net of provisions was €758 million.

In addition, the assets include past-due and unadjusted receivables of €695 million, of which €200 million past-due by more than 12 months. Further information is provided in Note 7 of the Separate Financial Statements "Trade and other receivables" on page 272.

56) Have fees been paid to trade unions and/or trade unionists and if yes, for how much?

Answer: No contributions were paid either to trade unions or to trade unionists

57) Is there and how much does the advance on the sale of loans cost %?

Answer: During 2011, agreements rolling without-recourse non-notification trade receivable sale agreements were concluded with certain leading counterparties.

The amount of sales in being at 31 December 2011 of trade receivables with maturities in



2012 was €1,779 million. The average amount of the sales during the year was €1,105 million.

The sale agreements provide for a flat fee of a few basis points on the face value of the receivable sold; the discount rate applied between the date of sale of the receivables and that of the weighted average maturity of the receivables themselves is variable, linked to the Euribor plus a spread in line with eni's credit standing.