

Marchetti Notary Office
Via Agnello no. 18
20121, Milan- tel. 0272021846

Reference no. 5097

Folder no. 2641

**Minutes of the Extraordinary Shareholders' Assembly
of a listed company
ITALIAN REPUBLIC**

The year 2009 (two-thousand nine)

the day 17 (seventeen)

of the month of March

at 9:45 AM (nine forty-five)

in San Donato Milanese, in the building of piazza Santa Barbara no. 7.

Before me, **Carlo Marchetti**, notary in Milan, registered in the Board of Notaries of Milan, appeared Mr: - **Meomartini, Dr. Alberto**, born in Milan on 6 July 1947, a legal resident in San Donato Milanese, piazza Santa Barbara no. 7, of whose personal identity I, the notary, am certain, who in his role as President of the Board of directors and, as such, in the interest of the listed company:

"Snam Rete Gas S.p.A."

or, in abbreviated form **"Snam RG S.p.A.,"** headquartered in San Donato Milanese, piazza Santa Barbara no. 7, share capital subscribed and fully paid up EUR 1,956,445,600, tax ID number and register number in the Registry of Companies of Milan no. 13271390158, registered in the Economic and Administrative Index of Milan at no. 1633443,

asks me to enter in the records of the extraordinary shareholders' assembly of the company itself, which met here in the duly advised first convocation included herein to discuss and resolve on the agenda also reproduced herein.

Adhering to this request, I acknowledge that the shareholders' assembly was carried out as follows.

In accordance with article 14 of the corporate statute, the Appearing Party assumes the presidency of the shareholders' assembly, and first of all informs that also on the occasion of today's Shareholders' Assembly a system of electronic voting has been adopted, aimed at reducing the length of vote counting operations; he supplies, therefore, those present with the information necessary for the correct use of the remote control given to them when they registered, specifying that, if there should be any technical problems regarding the activity of voting by way of remote control, the vote shall be carried out by the raising of hands.

At the end of the projection of a short explanatory film about the methods of voting via remote control, the President informs and communicates that:

- In respect of the provisions in force, the notice of convocation of the Shareholders' Assembly was published on 14 February 2009 on the newspapers: Il Sole 24 Ore, Corriere della Sera, La Repubblica, Milano Finanza, and Finanza & Mercati as well as in the English language version, in the Financial Times;
- The agenda is the following
 1. *the attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment the share capital by a maximum amount of EUR 3,500,000,000.00.*
- other than this Appearing Party, also present are the advisors Carlo Malacarne (Chief Executive Officer), Giuseppe Airoidi, Davide Croff, and Roberto Lonzar, and the president of the Board of Statutory Auditors, Pierumberto Spanò;
- personal information (name, surname, birth place, residence and professional qualifications) of the Shareholders' Assembly participants was requested and will be requested in the methods and within the conditions linked to the obligations, tasks and aims provided for by the regulation in force; said information shall be inserted into the minutes of the Shareholders' Assembly, following manual and automatic processing, and could be the subject of communication and distribution, also abroad, and even beyond the European Union, in the methods and within the conditions linked to the obligations, tasks and aims provided by the regulation in force;
- the share capital is EUR 1,956,476,100.00, divided into 1,956,476,100 shares with a par value of EUR 1 each;
- those present currently prove to be 433 for a total of 1,164,583,876 shares representing 59.53% of the share capital with voting rights;
- the named list of the participating shareholders, here in person or by proxy, with the indication of the number of shares that each possesses and any proxy shareholder, is available to those present and this list shall be attached to the minutes of the shareholders' assembly, complete with the names of the shareholders who may attend successively or who depart before each vote, with the indication of the shares possessed by each, shall be attached to the shareholders' assembly minutes;
- before each vote, the number of participants in the vote, personally, or by proxy, shall be communicated; after each vote the secretary shall see to declaring its result;
- as recommended by CONSOB, financial analysts, journalists and qualified experts are able to observe the work of the shareholders' assembly;
- a device for recording the events is working in the room, with the sole purpose of facilitating the taking of minutes;

- informs that, in accordance with article 5.2 of the Regulation of the shareholders' assemblies of Snam Rete Gas S.p.A., he has constituted the office of the Presidency, with Daniela Ziglioli presiding;
- in accordance with article 7 of the Regulation of the shareholders' assemblies of Snam Rete Gas S.p.A.:
 - Requests to speak can be presented to the Office of the presidency from the moment that the Shareholders' Assembly begins until when the discussion has been opened regarding the relative point of the agenda;
 - Each shareholder can speak only once on each issue of the agenda;
 - Replies are not allowed;
 - After the closure of the discussion, only short voting statements are allowed;
- in accordance with article 7 of the Regulation of the shareholders' assemblies of Snam Rete Gas S.p.A., in the locations where the Shareholders' Assembly is carried out, recording instruments of any type are not allowed to be used, except for those cited, nor photographic devices or similar. A simultaneous translation service is also provided from Italian into English (transmitters for the translation and the headphones are available at the reception);
- regarding today's Shareholders' Assembly, duties provided by civil regulation and regulated market provisions have been carried out.

The President therefore states that the Extraordinary Shareholders' Assembly is validly constituted in its first convocation and is ready for the deliberation of the issues registered in the agenda and proceeding:

- informs that no request of addition to the agenda has been received in accordance with article 126 *bis* of the legislative decree no. 58/98;
- informs that situations of exclusion from the vote do not exist, and requests those present to communicate, in accordance with the provisions of the law, the regulations in force, and the statute, the existence of any situations of lack of legitimacy to the vote or exclusion from the vote as well as the existence of any shareholders' agreements;
- communicates that:
 - at 16 March 2009, the Company is the owner of 195,429,850 treasury shares, which is equal to 9.99% of the share capital;
 - according to the results of the shareholders' register at 176 March 2009 and from the information received, shareholders who possess shares with the right of representative vote of more than 2% of the total of shares issued are:

Eni S.p.A.: 50.032%

Pictet Asset Management SA 4.15%

- the company is not aware of shareholders' agreements between shareholders or of said agreements which are published in accordance with the law;
- notes, regarding the methods of expressing the vote, what follows:
 - the shareholders present shall be requested to express their vote utilising the appropriate remote vote instruments given to them when they registered. Said remote controls shall be activated at the moment of the start of voting operations on the agenda point of today's Shareholders' Assembly. The display shall indicate the personal information of the shareholder himself or by proxy and the number of shares for which these have the right to vote;
 - when the President requests to proceed to the vote, the shareholder or proxy shall express his vote pressing only one of the buttons on the remote control, labelled respectively with "IN FAVOUR," "NOT IN FAVOUR," or "ABSTAIN" and immediately after pressing the "OK" button. Until this last button is pressed, the voting intention can be modified by the interested party; the vote expressed in this way shall be indicated on the display until the end the vote;
 - the vote can be expressed within 1 minute from the start of the vote; after this time period has lapsed, the closure of voting shall be declared;
 - in the case that the shareholders present, themselves or by proxy, and for holders of more than one proxy, on the display of the device in their possession the indications relative to the single proxies or groups of proxies for which they are called to vote shall appear. In the case of a relevant number of proxies, two or more remote controls are given in order to allow for the completion of the right to vote for all represented shares. For further information, the shareholders and their proxies may make use of the technical personnel present in the room;
 - if, for technical reasons, it is not possible to make use of the remote control, it shall be communicated that the vote shall be carried out by the raising of hands. Votes expressed in the room with methods different from those indicated shall be null and void;
 - the shareholders who need to definitively depart from the room before the end of the shareholders' assembly work are asked to return to the staff present at the exit the remote control as well as the badge given to them when they entered;
 - those who, instead, intend on leaving the room temporarily, are asked to give the remote control as well as the badge given to them for identification and to take the appropriate ticket from the staff present at the exit. At re-entry, the material deposited shall be given back upon presentation of the ticket.

Moving on, the President informs and states that:

- the answers to the questions formulated shall be given after the conclusion of all of the statements on the point of the agenda of today's Shareholders' Assembly and possibly after a brief pause necessary to allow for the natural organisation of the response. At the end, the proposal on the point of the agenda of today's Shareholders' Assembly shall be put to a vote;
- the Board of Directors' Report containing the resolution proposals was deposited at the headquarters of the company and Borsa Italiana S.p.A. under the conditions of law and was sent to those who requested it; the hardcopy packet containing the cited Report was moreover given out at the entrance of the assembly room to those present.

* * *

We pass, then to the treatment of the only point of the agenda (attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment the share capital by a maximum amount of EUR 3,500,000,000.00.) and the President first of all proposes to omit the reading of the relative report.

The shareholders' assembly unanimously approves, and the President proceeds, however, with an illustration of the contents of the same. A copy of the aforesaid Report is attached to these minutes under "A."

At the invitation of the President, I the notary, proceed then to illustrate the proposal to be resolved, transcribed herein.

The President then declares the discussion to be open, reminding us, as already specified, that the responses to the questions which are posed shall be given at the end of the discussion on the point of the agenda.

Borlenghi observes how the shareholders' assembly was called today to approve a readjustment, desired by ENI, which allows for the acquisition of Italgas and Stogit by Snam Rete Gas. Following the operation, besides the transport and dispatch of natural gas on a national scale, Snam Rete Gas shall also be involved in the storage activities of Stogit and the methane distribution activities of Italgas: the Company shall become in this way the first group in Italy and one of the first in Europe in the sector of activities subject to public regulation.

The shareholder observes how ENI shall subscribe its own share of the assumed capital increase, and retains that the other shareholders will do the same, as this is a good operation. The increase, he proceeds, shall take place however after the collection of the dividend, which also for the current year

shall be particularly favourable despite the long turbulence on the financial market and the drop in consumption.

The **President** thanks the shareholder who spoke, and reminds us that naturally the operation was decided upon and desired not only by ENI but also by Snam Rete Gas.

The **Chief Executive Officer** informs that the times for carrying out the capital increase shall be as short as possible, in any case in regard for the technical times imposed also by the CONSOB regulation. He wishes, however, to be able to complete the execution of the capital increase in the first part of the month of June, and in any case, he notes, following the payment of the dividend relative to the 2008 period.

Gola asks if he can have some information on the sales, on the share capital and on the equity of the two companies that Snam Rete Gas intends to acquire from ENI. Furthermore, he asks if it is possible to have information on the total sales of the Group after the acquisitions, and so also the gain that could be assumed after the same.

Once the capital increase is carried out, the shareholder continues, the total amount of Snam Rete Gas's share capital shall be particularly elevated: he asks if nevertheless it will be possible to maintain the dividend policy followed today.

He demonstrates, finally, his appreciation for the compensation level of the directors, which in his judgment seems to be adequate for the nature of that role.

Reale expresses his agreement with the proposed operation, revealing also to have had some difficulty in accessing shareholders' assembly, despite the recommendations of the CONSOB regarding the participation in the shareholders' assembly by journalists and financial analysts.

The **President** observes that it is the responsibility of the company to have the most involvement possible by the shareholders and by the journalists and financial analysts: any problems at the entrance location must be justified with the attention and caution with which the assembly event is regulated by all personnel.

After a brief pause in work, (from 10:20 AM-10:25 AM), the **Chief Executive Officer** completes the replies to those who spoke, informing that, according to the latest information available, Italgas has sales of EUR 648 million, a share capital of EUR 252.3, and a net equity of EUR 1,931 million. Stogit instead has sales of EUR 305 million, a share capital of EUR 152.2 million and a net equity of EUR 936 million.

Regarding the information of EBITDA referring to Gruppo Snam Rete Gas, Mr. Malacarne specifies that according to more current information, the EBITDA attests at EUR 1,511 million, and following the proposed acquisitions, it would grow to EUR 2,200 million. Finally, the RAB today is equal to EUR 12.8 billion and would become EUR 19.8 billion following these same acquisitions.

The proposed operations, concludes the Chief Executive Officer, will therefore render Snam Rete Gas the largest active company in the regulated sectors of continental Europe. Moreover, the Company's objective has always been to create value and adequately compensate the shareholders: said principles will be fully confirmed following the acquisition of Stogit and Italgas, being confirmed then the will to maintain the dividend policy at elevated levels compared with the European environment.

With no one else asking to speak, the President:

- declares the discussion closed;
- invites those present to not depart during the vote;
- asks for those present to communicate, in accordance with the provisions of the law, the regulations in force, and the statute, the existence of any situations of lack of legitimacy to the vote or exclusion from the vote as well as the existence of any shareholders' agreements;
- communicates that there are now 430 present, for 1,164,485,142 shares, equal to 59.52% of the share capital;
- puts to the vote (at 10:35 AM), by way of utilising the remote control provided, the resolution proposal on the point of the agenda of the extraordinary assembly which was previously read and is transcribed here below (with an indication only of the text proposed by the only article subject to modification):

"Dear Shareholders,

You are invited to:

- *attribute to the Board of Directors, in accordance with article 2443 of the civil code, the ability to increase by way of payment, in one or more times, and through splitting shares, the share capital by and not after 31 (thirty-one) December 2010 (two thousand ten) for a maximum amount, including any price above par, of EUR 3,500,000,000 (three billion five hundred million point zero zero), by way of issuing of ordinary shares with the par value of EUR 1.00 (one point zero zero) each, of regular entitlement, to be offered in option, in accordance with article 2441 1st paragraph civil code, to those having right, with every broader ability for the Board of Directors to establish, in the respect*

of the limits indicated above, the methods, terms and conditions of the operation, including those of setting the price of subscribing the shares, the extent of price above par, the number of shares of the new issuing and the relative ratio of option, as well as to fulfil the duties indicated in the current provision in this regard;

- *consequently amend article 5 (five) of the corporate statute as follows:*

ARTICLE 5 (FIVE)

The share capital is EUR 1,956,445,600.00 (one billion nine hundred fifty-six million four hundred forty-five thousand six hundred point zero zero), divided into 1,956,445,600 (one billion nine hundred fifty-six million four hundred forty-five thousand six hundred) shares of EUR 1.00 (one point zero zero) each.

The Extraordinary Shareholders' Assembly of 17 (seventeen) March 2009 attributed to the Board of Directors, in accordance with article 2443 of the civil code, the ability to increase by way of payment, in one or more times, and through splitting shares, the share capital by and not after 31 (thirty-one) December 2010 (two thousand ten) for a maximum amount, including any price above par, of EUR 3,500,000,000 (three billion five hundred million point zero zero), by way of issuing of ordinary shares with the par value of EUR 1.00 (one point zero zero) each, of regular entitlement, to be offered in option, in accordance with article 2441 1st paragraph civil code, to those having right, with every broader ability for the Board of Directors to establish, in the respect of the limits indicated above, the methods, terms and conditions of the operation, including those of setting the price of subscribing the shares, the extent of price above par, the number of shares of the new issuing and the relative ratio of option, as well as to fulfil the duties indicated in the current provision in this regard.

The capital can be increased also with contribution in kind and in credit.

The Company can issue shares, also in special categories, to be assigned freely in accordance with article 2349 of the civil code.

- *confer immediately to the President pro tempore and the Chief Executive Officer pro tempore, separately between them, the right to carry out the formalities requested by the law to include in the assembly resolutions any formal amendments/additions requested by the competent authorities, other than any amendments requested also at the time of registration and, in general, to carry out everything that is needed for the complete execution of the resolutions themselves, with each and every necessary and expedient power to this end, none being excluded or excepted;*

- *Confer to the President pro tempore and to the Chief Executive Officer pro tempore, separately between them, all of the powers necessary to amend the numeric expressions of the Statute over time as the Board carries out the resolution as well as eliminate the new paragraph 2 of article 5 at the expiry of its effectiveness period."*

The shareholders' assembly approves by a majority.

Not in favour: 450,574 shares

Abstaining: 648,500 shares

In favour: the remaining 1,163,386,068 shares

Complete details in the attached.

The President declares the result.

* * *

The treatment of the agenda being therefore completed, the President states that the shareholders' assembly has closed at 10:36 AM (ten thirty-six).

* * *

The President hands to me, notary:

- The named list of those present in the shareholders' assembly, which is attached to these minutes under "**B.**"
- The corporate statute updated as a consequence of the resolutions as summarised above which is attached to these minutes under "**C.**"

I have read these minutes to the appearing party who approves them and with me signs, the reading of the attachments omitted by his exemption.

It consists of nine pages written mechanically by a person that I trust and completed in my hand for eighteen pages and of the nineteenth until here.

Signed Alberto Meomartini

Signed Carlo Marchetti notary

SNAM RETE GAS S.p.A. [Attachment "A" at ref. no. 5097/ folder no. 2641]

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY OF 17-18 MARCH 2009 IN THE FIRST AND SECOND CONVOCATION, RESPECTIVELY

Board of Directors' Report on the proposals concerning the subject of the agenda of the Shareholders' Assembly

Point 1

the attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment through splitting shares the share capital by a maximum amount of EUR 3,500,000,000.00.

Dear Shareholders,

Since the IPO of 2001, Snam Rete Gas has pursued a strategy of concentration on its own core business, through a natural growth of the activity of natural gas transport, confirmed also by the current four-year plan which indicates technical investments of about EUR 4.3 billion. Furthermore, it has continued to monitor any opportunities for growth into other areas of regulated business of the gas sector in Italy, consistent with the objective of not modifying in a substantial way the typical risk/profit of the activity of natural gas transport.

Snam Rete Gas has always been valued by financial markets for the stability of its own business, for the visibility of the generation of cash flows, for the attractiveness of the dividends policy as well as for the significant growth of margins, thanks to a maximisation of operating efficiency and to the development of infrastructures for gas transport.

Today, after eight years of exercise in regulated activity, the Company has reached an efficient level of operating efficiency which is recognised by the market, but has limited space for further improvements. Consequently, the margins growth in the medium term is particularly supported by incentives for new investments that, however, do not succeed in guaranteeing a growth rate in line with that of some of the principal comparable companies at the European level.

Acknowledging this, in the context of a strategy shared with Eni S.p.A. with the aim of rationalising in Italy the business subject to regulation that, other than the business of Snam Rete Gas, also involves Italgas S.p.A. and Stoccaggi Gas Italia S.p.A. (Stogit S.p.A.), Eni and Snam Rete Gas have evaluated, in the context of the autonomy which reflects the respective industrial activities, the opportunity to proceed with the disposal of the entire holding of Eni (100% of the capital) in the two companies to Snam Rete Gas S.p.A.

Italgas, together with the subsidiary Napoletana Gas and the affiliates (Toscana Energia, AES Torino, ACAM Gas, Umbria Distribution Gas, Metano Sant'Angelo Lodigiano, Metano Arcore, Metano Borgomanero, and Metano

Casalpusterlengo) is the principal operator in natural gas distribution in Italy, with over 1,200 active concessions and about 40,000 km of ducts.

The Authority for Electric Energy and Gas (AEEG) recently renewed the gas distribution regulatory framework for the third regulatory period (1 January 2009- 31 December 2012), confirming a remuneration rate of invested capital of 7.6% in real terms before taxes.

Stogit is the principal operator in natural gas storage in Italy. It manages in concession eight storage fields in Lombardy, Emilia-Romagna, and Abruzzo, with a total capacity of about 8.5 billion cubic metres available for the service of seasonal adjustments. Other than the quantity of gas instrumental in the functioning of the storage fields, Stogit is the owner of about 5.1 billion cubic metres of natural gas stored as a strategic reserve. The current regulation period for storage, begun in April 2006, shall finish on 31 March 2010. The regulatory framework presents many points in common with that of transport: the RAB is defined with the method of revaluated historic value and is remunerated at a real rate before taxes at 7.1%; furthermore, there is an incentive system in place for investments with an aim at development of storage capacity, which indicates a reward of 4% on the base remuneration rate, for a period of 8 or 16 years based on the type of investment.

Based on the framework outlined above, the Board of Administrators of Snam Rete Gas S.p.A. has approved the acquisition from Eni of the shares representing the entire share capital of the companies Italgas S.p.A. and Stogit S.p.A., under its ownership.

The fundamental reason for this operation is summarised here:

1. creation of a single integrated operator in regulated activities in the gas sector in Italy, in the first place in Europe for the dimensions of invested capital for regulatory ends (RAB);
2. consistency with the strategy announced by Snam Rete Gas, concentrated, among other items, on the maintenance of its current business risk profile in consideration of the characteristics of the distribution and storage regulatory framework, which present points in common with that of transport;
3. potential of improvement of the growth profile of regulated assets;
4. mitigation of regulatory risk felt by the market, related to the periodic revision of the regulatory framework by the AEEG: the presence of Snam Rete Gas in regulated business, today limited to transport and LNG re-gasification activities, would expand to storage and distribution;
5. integration of the transport, distribution and storage of natural gas allows Snam Rete Gas to pursue the objective of creating value for shareholders thanks to the generation of a significant level of synergies;
6. operation which positions Snam Rete Gas, as the only contact company at the centre of an integrated system of gas in Italy with benefits for all of the stakeholders involved, final customers and shippers, suppliers, authorities and institutions, organisations and associations, communities and the country as well as shareholders and investors.

The acquisition price of the entire share capital of Italgas and Stogit is EUR 3,070 million and EUR 1,650 million, respectively, for a total value of the operation of EUR 4,720 million to be paid at the closing of the acquisition by cash.

Mediobanca, as the financial advisor of Snam Rete Gas, issued a Fairness Opinion in which it confirmed that the fee of EUR 3,070 million for Italgas and EUR 1,650 million for Stogit is consistent under the economic-financial profile.

The Company intends on financing this operation, partly through a capital increase by way of payment reserved in option to the shareholders and for the remaining part through financing, which is consistent with the centralised finance plan of the group and after deeper benchmarking analyses, shall be issued by Eni for a money amount of a maximum of EUR 1,300 million. The conditions of financing proposed by Eni are in line with those of the market for companies with credit comparable to that of Snam Rete Gas S.p.A.

In order to carry out the operation, the Board of Directors intends on submitting for Your approval the proposal of attributing to the Board of Administration, in accordance with article 2443 of the civil code, the ability to increase capital by payment, in one or more times, and through splitting shares, the share capital by and not after 31 December 2010 for a maximum amount (including any price above par) of EUR 3,500,000,000.00 (three billion five hundred million point zero zero), by way of issuing of ordinary actions with a par value of EUR 1.00 (one point zero zero) each, regular entitlement to be offered in option, in accordance with article 2441 1st paragraph civil code, to those having right, with every broader ability for the Board of Directors to establish, in the respect of the limits indicated above, methods, terms and conditions of the operation, including those of setting the price of subscribing the shares, the extent of price above par, the number of shares of the new issuing and the relative ratio of option.

Recourse to proxy in accordance with article 2443 of the civil code is based on wanting to ensure for the Board of Directors the necessary flexibility and timeliness of execution of an operation on capital, for the aims noted above, in a market characterised by uncertainty and volatility.

In this regard, it is currently expected that the Board of Directors will shortly use the aforesaid proxy- if given- to carry out the offer in option presumably by the month of July 2009, subject to market conditions and the obtaining of the necessary regulatory authorisations and, however, in a period after the payment to the shareholders of the dividend balance for the 2008 period.

The shareholder Eni S.p.A. has committed irrevocably to subscribe for the entire amount of capital increase of its own competence.

For the remaining part other than the share subject to the Eni commitment, the offer in option shall be assisted by a guarantee consortium promoted, coordinated and directed by Mediobanca- Banca di Credito Finanziario, which shall act as Global Coordinator and Bookrunner of the capital increase and which has already assumed the commitment of guaranteeing the subscription of any unassigned. The guarantee commitment of Mediobanca- Banca di Credito Finanziario S.p.A. contains conditions of use for this type of operation.

Dear Shareholders,

You are invited to:

- attribute to the Board of Directors, in accordance with article 2443 of the civil code, the ability to increase by way of payment, in one or more times, and through splitting shares, the share capital by and not after 31 (thirty-one) December 2010 (two thousand ten) for a maximum amount, including any price above par, of EUR 3,500,000,000 (three billion five hundred million point zero zero), by way of issuing of ordinary shares with the par value of EUR 1.00 (one point zero zero) each, of regular entitlement, to be offered in option, in accordance with article 2441 1st paragraph civil code, to those having right, with every broader ability for the Board of Directors to establish, in the respect of the limits indicated above, methods, terms and conditions of the operation, including those of setting the price of subscribing the shares, the extent of price above par, the number of shares of the new issuing and the relative ratio of option, as well as to carry out the duties indicated in the current provision in this regard;
- consequently amend article 5 (five) of the corporate statute as follows:

CURRENT TEXT	PROPOSED TEXT
ARTICLE 5	ARTICLE 5
<p>The share capital is EUR 1,956,445,600.00 (one billion nine hundred fifty-six million four hundred forty-five thousand six hundred point zero zero), divided into 1,956,445,600 (one billion nine hundred fifty-six million four hundred forty-five thousand six hundred) shares of EUR 1.00 (one point zero zero) each.</p> <p>The capital can be increased also with compensation in kind and in credits.</p> <p>The Company can issue shares, also in special categories, to be assigned freely in accordance with article 2349 of the civil code.</p>	<p>The share capital is EUR 1,956,445,600.00 (one billion nine hundred fifty-six million four hundred forty-five thousand six hundred point zero zero), divided into 1,956,445,600 (one billion nine hundred fifty-six million four hundred forty-five thousand six hundred) shares of EUR 1.00 (one point zero zero) each.</p> <p>The Extraordinary Shareholders' Assembly of 17 (seventeen) March 2009 (two thousand nine) attributed to the Board of Directors, in accordance with article 2443 of the civil code, the ability to increase by way of payment, in one or more times, and through splitting shares, the share capital by and not after 31 (thirty-one) December 2010 (two thousand ten) for a maximum amount, including any price above par, of EUR 3,500,000,000 (three billion five hundred million point zero zero), by way of issuing of ordinary shares with the par value of EUR 1.00 (one point zero zero) each, of regular entitlement, to be offered in option, in accordance with article 2441 1st paragraph civil code,</p>

to those having right, with every broader ability for the Board of Directors to establish, in the respect of the limits indicated above, the methods, terms and conditions of the operation, including those of setting the price of subscribing the shares, the extent of price above par, the number of shares of the new issuing and the relative ratio of option, as well as to fulfil the duties indicated in the current provision in this regard.

The capital can be increased also with contribution in kind and in credit.

The Company can issue shares, also in special categories, to be assigned freely in accordance with article 2349 of the civil code.

- Immediately confer to the President *pro tempore* and the Chief Executive Officer *pro tempore*, separately between them, the right to carry out the formalities requested by the law to include in the assembly resolutions any formal amendments/additions requested by the competent authorities, other than any amendments requested also at the time of registration and, in general, to carry out everything that is needed for the complete execution of the resolutions themselves, with each and every necessary and expedient power to this end, none being excluded or excepted;
- Confer to the President *pro tempore* and to the Chief Executive Officer *pro tempore*, separately between them, all of the powers necessary to amend the numeric expressions of the Statute over time as the Board carries out the resolution as well as eliminate the new paragraph 2 of article 5 at the expiry of its effectiveness period.

The President of the Board of Directors

Dr. Alberto Meomartini

[illegible signature]

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY**17 MARCH 2009**

snam rete gas

Hardcopy of the Participant list

Name	PROXY	TOTAL N. OF SHARES
BONOLDI ALDO		700
BORLENGHI FRANCO		3.500
CARADONNA GIANFRANCO MARIA		1
COMPAGNIE EMILIO		2.200
FRANCESCATO FRANCO		30.000
GOLA GIORGIO		500
ROSCIO EUGENIO		4.000
A I DUPONT TESTAMENTARY TRUST	BIAGI ROBERTA	37.723
ABU DHABI RETIREMENT PENSIONS FUND	BIAGI ROBERTA	10.904
ABU DHABI RETIREMENT PENSIONS FUND	BIAGI ROBERTA	25.589
AIG RETIREMENT CO I-GLOBAL SOCIAL AWARENESS FUND	BIAGI ROBERTA	83.173
ALASKA ELECTRICAL PENSION PLAN	BIAGI ROBERTA	2.321
ALPHA ADVANTAGE EUROPE FUND B	BIAGI ROBERTA	3.935
ALPHA ADVANTAGE EUROPE FUND LTD BARCLAYS GLOBAL INVESTORS NA	BIAGI ROBERTA	38.962
AMONIS NV	BIAGI ROBERTA	94.141
AMP CAPITAL GLOBAL LISTED INFRASTRUCTURE SECURITIES FUND	BIAGI ROBERTA	72.811
ANDRA AP-FONDEN (AP2)	BIAGI ROBERTA	385.567
ARKWRIGHT, LLC	BIAGI ROBERTA	2.894
ASIAN DEVELOPMENT BANK	BIAGI ROBERTA	30.397
BAERUM KOMMUNE	BIAGI ROBERTA	5.820
BARCLAYS GLOBAL INVESTORS N.A. TRUSST	BIAGI ROBERTA	1.147.563
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	13.952
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	20.896
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	39.079
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	74.743
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	75.638
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	98.987
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	112.408
BARCLAYS GLOBAL INVESTORS, NA INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS	BIAGI ROBERTA	496.363
BGICL DAILY EAFE EQUITY INDEX FUND	BIAGI ROBERTA	112.607
BOY SCOUTS OF AMERICA MASTER PENSION TRUST	BIAGI ROBERTA	81.998
BP PENSION FUND	BIAGI ROBERTA	19.700
BRITISH AIRWAYS PENSIONS TRUSTEES LIMITED	BIAGI ROBERTA	22.600
BRITISH AIRWAYS PENSIONS TRUSTEES LIMITED	BIAGI ROBERTA	283.700
BRITISH AIRWAYS PENSIONS TRUSTEES LIMITED	BIAGI ROBERTA	1.347.950
BROWN BROTHERS HARRIMAN AND CO	BIAGI ROBERTA	8.451
BROWN BROTHERS HARRIMAN AND CO	BIAGI ROBERTA	219.842
BRUNEI INVESTMENT AGENCY	BIAGI ROBERTA	558.053
Barclays Global Investors, NA Investment Funds for Employee Benefit Trusts	BIAGI ROBERTA	101.217

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Barclays Global Investors, NA Investement Funds for EmployeeBenefit Trusts	BIAGI ROBERTA	105.642
Barclays Global Investors, NA Investement Funds for EmployeeBenefit Trusts	BIAGI ROBERTA	1.410.368
CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	BIAGI ROBERTA	9.128
CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	BIAGI ROBERTA	168.046
CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	BIAGI ROBERTA	567.309
CAISSE DE PREVOYANCE C.E.H	BIAGI ROBERTA	66.500
CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	52.700
CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	67.901
CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	179.637
CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	2.049.592
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	391.357
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	221.143
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	1.100.545
CELANESE AMERICAS RETIREMENT PENSION PLAN	BIAGI ROBERTA	257.340
CITY OF AUSTIN EMPLOYEES RETIR SYSTE	BIAGI ROBERTA	140.580
COHEN & STEERS GLOBAL INCOME BUILDER, INC.	BIAGI ROBERTA	250.000
COHEN & STEERS UTILITY FUND, INC	BIAGI ROBERTA	87.000
COLONIAL FIRST STATE INVESTEMENT LIMITED	BIAGI ROBERTA	41.200
COMMERCIAL UNION LIFE ASSURANCE COMPANY LIMITED	BIAGI ROBERTA	4.080
CONNECTICUT GENERAL LIFE INSURANCE COMPANY	BIAGI ROBERTA	6.595
CONSOLIDATED EDISON RETIREMENT PLAN	BIAGI ROBERTA	32.605
CUMBRIA LOCAL GOVERNMENT PENSION SCHEME	BIAGI ROBERTA	41.327
E TRADE INTERNATIONAL INDEX FUND	BIAGI ROBERTA	6.766
EAFE INDEX PLUS SECURITIES LENDING COMMON TRUST FUND	BIAGI ROBERTA	30.959
ENERGY INSURANCE MUTUAL LIMITED	BIAGI ROBERTA	10.266
EUROPE INDEX PLUS COMMON TRUST FUND	BIAGI ROBERTA	286.862
FIRST AMERICAN INVESTMENT FUNDS, INC.-GLOBAL INFRASTRUCTURE FU 11.216	BIAGI ROBERTA	
FIRST AMERICAN INVESTMENT FUNDS, INC.-INTERNATIONAL FUND	BIAGI ROBERTA	9.521
FORD MOTOR COMPANY DEFINED BENEFIT	BIAGI ROBERTA	128.825
FORD OF CANADA MASTER TRUST FUND	BIAGI ROBERTA	12.844
FORD UAW HOLDING LLC	BIAGI ROBERTA	7.248
FUTURE FUND FOR BOARD OF GUARDIANS	BIAGI ROBERTA	64.316
FUTURE FUND FOR BOARD OF GUARDIANS	BIAGI ROBERTA	66.165
GENERAL MOTORS WELFARE BENEFIT TRUST	BIAGI ROBERTA	3.885
GMO FUNDS PLC	BIAGI ROBERTA	5.812
GMO TAX-MANAGED GLOBAL BALANCED PORTFOLIO	BIAGI ROBERTA	8.984
GMO TAX-MANAGED INTERNATIONAL EQUITIES F	BIAGI ROBERTA	19.778
GOVERNMENT OF THE REPUBLIC OF SINGAPORE	BIAGI ROBERTA	5.163
HONEYWELL INT INC MASTER RETIR TRUST	BIAGI ROBERTA	31.874
HONG KONG BANK EUROPEAN FUND	BIAGI ROBERTA	93.471
HONG KONG HOUSING AUTHORITY	BIAGI ROBERTA	23.767
HONG KONG SPECIAL ADMIN EXCHANGE FD	BIAGI ROBERTA	113.026

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Hardcopy of the Participant list

HOSPITALS ONTARIO PENSION PLAN FUND	BIAGI ROBERTA	493.490
HOUGLASS INDEXED INTERNATIONAL SHARE SECTOR TRUST	BIAGI ROBERTA	13.760
Highbridge International LLC	BIAGI ROBERTA	626.226
Highbridge International LLC	BIAGI ROBERTA	626.226
IAM NATIONAL PENSION FUND	BIAGI ROBERTA	305.020
IBM PENSION PLAN	BIAGI ROBERTA	85.212
IBM SAVINGS PLAN	BIAGI ROBERTA	146.363
ILLINOIS TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	5.033
ILLINOIS TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	6.953
INDIANA STATE TEACHERS RETIREMENT FD	BIAGI ROBERTA	6.484
INDIANA STATE TEACHERS RETIREMENT FD	BIAGI ROBERTA	11.019
ING DIRECT STREETWISE BALANCED FUND	BIAGI ROBERTA	2.214
ING DIRECT STREETWISE BALANCED INCOME FUND	BIAGI ROBERTA	360
INTERNATIONAL EQUITY INDEX PLUS FUND B	BIAGI ROBERTA	22.183
INTERNATIONAL PAPER COMPANY COMMINGLED INVESTMENT GROUP TRUST 39.589	BIAGI ROBERTA	
INTERNATIONAL STOCK MARKET PORTFOLIO	BIAGI ROBERTA	1.616
ISHARES MSCI ACWI INDEX FUND	BIAGI ROBERTA	37.819
ISHARES MSCI EAFE GROWTH INDEX FUND	BIAGI ROBERTA	112.896
ISHARES MSCI EAFE INDEX FUND	BIAGI ROBERTA	4.627.866
ISHARES MSCI EAFE VALUE INDEX FUND	BIAGI ROBERTA	138.180
ISHARES MSCI EMU INDEX FUND	BIAGI ROBERTA	209.746
ISHARES MSCI KOKUSAI INDEX FUND	BIAGI ROBERTA	8.568
ISHARES S&P EUROPE 350 INDEX FUND	BIAGI ROBERTA	197.400
ISHARES S&P GLOBAL UTILITIES SECTOR INDEX FUND	BIAGI ROBERTA	160.992
JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND	BIAGI ROBERTA	29.485
JOHN HANCOCK FUNDS III INTERNATIONAL CORE FUND	BIAGI ROBERTA	303.162
JOHN HANCOCK TRUST INTERNATIONAL CORE TRUST	BIAGI ROBERTA	209.963
JOHN HANCOCK TRUST INTERNATIONAL EQUITY INDEX TRUST A	BIAGI ROBERTA	52.172
JOHN HANCOCK TRUST INTERNATIONAL EQUITY INDEX TRUST B	BIAGI ROBERTA	30.199
JOHNSON & JOHNSON PENSION & SAVINGS PLANS MASTER TRUST	BIAGI ROBERTA	30.900
LANDROVER PENSION SCHEME	BIAGI ROBERTA	10.173
LEGAL & GENERAL ASSURANCE (PENSIONS MANAGEMENT) LTD	BIAGI ROBERTA	56.398
LOMBARD ODIER DARIER HFM SA INSTITUTIONNEL-3D	BIAGI ROBERTA	119.000
LOS ANGELES CITY EMPLOYEES RETIREM.	BIAGI ROBERTA	25.299
MANAGED PENSION FUNDS LIMITED	BIAGI ROBERTA	440.078
MANAGED PENSION FUNDS LIMITED	BIAGI ROBERTA	828.875
MARCH LIMITED	BIAGI ROBERTA	7.123
MERSEYSIDE PENSION FUND	BIAGI ROBERTA	111.132
MINISTRY OF STRATEGY AND FINANCE	BIAGI ROBERTA	21.472
MIZUHO TRUST BKG-LUX	BIAGI ROBERTA	4.420
MONETARY AUTHORITY OF SINGAPORE	BIAGI ROBERTA	23.571
MORGAN STANLEY UTILITIES FUND	BIAGI ROBERTA	338.724

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY**17 MARCH 2009**

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Hardcopy of the Participant list

MULTI CURRENCY ALPHA TILTS SOCIAL SCREEN FUND B	BIAGI ROBERTA	9.138
Macquarie Global Infrastructure Total Return Fund Inc	BIAGI ROBERTA	1.873.924
NATIONAL PENSION SERVICE	BIAGI ROBERTA	1.568
NEXGEN INFRASTRUCTURE LIMITED PARTNERSHIP	BIAGI ROBERTA	223.848
NIPSCO MASTER TRUST	BIAGI ROBERTA	24.560
NORTH SLOPE BOROUGH	BIAGI ROBERTA	26.780
NORWICH UNION INVESTMENT FUND ICVC	BIAGI ROBERTA	21.500
ODDO ASSET MANAGEMENT	BIAGI ROBERTA	142.644
ODDO ASSET MANAGEMENT	BIAGI ROBERTA	430.024
OFI INSTITUTIONAL INTERNATIONAL INDEX FU	BIAGI ROBERTA	2.500
OMERS ADMINISTRATION CORPORATION	BIAGI ROBERTA	956.550
PENSION FUND ASSOCIATION FOR LOCAL GOVERNMENT OFFICIALS	BIAGI ROBERTA	35.610
PENSION FUND OF SUMITOMO MITSUI BANKING CORPORATION	BIAGI ROBERTA	5.283
PEPSICO MASTER RETIREMENT TRUST	BIAGI ROBERTA	18.300
PF (LUX) EUR. SUSTAINABLE EQ PO L PICTET & CIE (EUROPE) S.A.	BIAGI ROBERTA	13.200
PGGM(STICHTING PENSIOENFONDS VOOR DE GEZONDHELD GEESTELIJKE EN MAATSCHAPPELIJKE BELANGEN ZEIST 7.000	BIAGI ROBERTA	
PGSF GLOBAL HIGH YIELD UTILITIES EQ PICTET & CIE (EUROPE) S.A	BIAGI ROBERTA	776.232
PGSF GLOBAL INCOME STOCK PICTET & CIE (EUROPE) S.	BIAGI ROBERTA	2.656.000
PGSF GLOBAL UTILITIES EQUITY FUND PICTET & CIE (EUROPE) S.A.	BIAGI ROBERTA	77.488.258
PIONEER ASSET MANAGEMENT SA	BIAGI ROBERTA	457.936
PIONEER ASSET MANAGEMENT SA	BIAGI ROBERTA	2.497.379
PIONEER ASSET MANAGEMENT SA	BIAGI ROBERTA	4.275.160
PNC/PFPC TRUST	BIAGI ROBERTA	927.300
PUBL EEMPL RET ASSOCIAT OF NEW MEXICO	BIAGI ROBERTA	11.470
PUBLIC SCHOOL RETIREMENT SYSTEM OF MISSOURI	BIAGI ROBERTA	197.850
PYRFORD INTERNATIONAL TRUST	BIAGI ROBERTA	110.000
SAN FRANCISCO CITY & COUN.RET.SYSTEM	BIAGI ROBERTA	13.269
SEASONS SERIES TRUST INTERNATIONAL EQUITY PORTFOLIO	BIAGI ROBERTA	10.489
SEASONS SERIES TRUST INTERNATIONAL EQUITY PORTFOLIO	BIAGI ROBERTA	193.438
SELECT INDEX SERIES	BIAGI ROBERTA	41.007
SGAM	BIAGI ROBERTA	33.243
SNS RESPONSIBLE INDEX FUND EQUITY EUROPE (INVESTMENT FUND)	BIAGI ROBERTA	40.000
SPDR FTSE/MACQUARIE GLOBAL INFRASTRUCTURE 100 ETF	BIAGI ROBERTA	65.766
SPDR S+P INTERNATIONAL UTILITIES SECTOR ETF	BIAGI ROBERTA	7.082
SSGA EMU INDEX EQUITY FUND	BIAGI ROBERTA	565.400
SSGA EUROPE INDEX EQUITY FUND	BIAGI ROBERTA	45.689
SSGA GLOBAL INDEX PLUS TRUST	BIAGI ROBERTA	496.000
SSGA INTERNATIONAL EQUITIES INDEX TRUST	BIAGI ROBERTA	41.679
SSGA ITALY INDEX EQUITY FUND	BIAGI ROBERTA	489.290
SSGA ITALY INDEX FUND	BIAGI ROBERTA	66.056
SSGA MSCI EAFE INDEX FUND	BIAGI ROBERTA	42.992
SSGA UTILITIES INDEX EQUITY FUND	BIAGI ROBERTA	12.512

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Hardcopy of the Participant list

SSGA WORLD INDEX EQUITY FUND	BIAGI ROBERTA	61.023
STATE OF CONNECTICUT RETIREMENT PLANS & TRUST FUNDS	BIAGI ROBERTA	51.920
STATE OF CONNECTICUT RETIREMENT PLANS & TRUST FUNDS	BIAGI ROBERTA	156.729
STATE OF MINNESOTA	BIAGI ROBERTA	10.889
STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS 2.031	BIAGI ROBERTA	
STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS 34.640	BIAGI ROBERTA	
STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS 224.066	BIAGI ROBERTA	
STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS 701.100	BIAGI ROBERTA	
STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS 1.066.762	BIAGI ROBERTA	
STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS 1.161.052	BIAGI ROBERTA	
STATE STREET EUROPE ENHANCED	BIAGI ROBERTA	322.998
STATE STREET GLOBAL ADVISORS INC	BIAGI ROBERTA	3.807
STATE STREET SRI WORLD INDEX	BIAGI ROBERTA	5.882
STICHTING INSTITUUT GAK	BIAGI ROBERTA	5.218
STICHTING PENSIOENFONDS VAN DEABN AMRO BANK N.V.	BIAGI ROBERTA	106.100
STREETTRACKS MSCI EUROPE ETF	BIAGI ROBERTA	63.660
STREETTRACKS SM MSCI EUROPE UTILITIES SM ETF	BIAGI ROBERTA	75.502
SUBVENIMUS INSTITUTIONAL FUND	BIAGI ROBERTA	5.583
SUMMIT PINNACLE SERIES - EAFE INTERNATIONAL INDEX PORTFOLIO	BIAGI ROBERTA	6.818
SUNAMERICA EQUITY FUNDS SUNAMERICA INTERNATIONAL EQUITY FUND 399.359	BIAGI ROBERTA	
State Farm Variable Product Trust International Equity IndexFund	BIAGI ROBERTA	18.381
TEXAS MUTUAL INSURANCE COMPANY	BIAGI ROBERTA	357.340
THE JOHNS HOPKINS UNIVERSITY	BIAGI ROBERTA	39.810
THE MASTER TRUST BANK OF JAPAN LTD (RE NESTLE JAPAN HOLDI NG LIMITED) 3.485	BIAGI ROBERTA	
THE MASTER TRUST BANK OF JAPAN LTD RE: HITACHI FOREIGN EQUITY INDEX MOTHER FUND 9.569	BIAGI ROBERTA	
THE PUBLIC EDUCATION EMPLOYEE RETIREMENT SYSTEM OF MISSOURI 38.101	BIAGI ROBERTA	
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	BIAGI ROBERTA	81.707
TRINITY COLLEGE	BIAGI ROBERTA	33.139
UBS AG-OMNIBUS NON RESIDENT	BIAGI ROBERTA	133.940
UNITED NATIONS RELIEF AND WORKS FOR PALESTINIAN REFUGEES IN THE NEAR EAST 3.960	BIAGI ROBERTA	
UNIVERSAL SHIPOWNERS MARINE INSURANCE ASSOCIATION LTD EQUITYCLASS 3 8.008	BIAGI ROBERTA	
VALIC COMPANY I - ULTRA FUND	BIAGI ROBERTA	82.960
VALIC COMPANY I-INTERNATIONAL EQUITIES FUND	BIAGI ROBERTA	3.958
VALIC COMPANY I-INTERNATIONAL GROWTH I FUND	BIAGI ROBERTA	67.500
VAN KAMPEN GLOBAL TACTICAL ASSET ALLOCATION FUND	BIAGI ROBERTA	626

VAN KAMPEN LIFE INVESTMENT TRUST GLOBAL TACTICAL ASSET ALLOCAT 699		BIAGI ROBERTA	
VAN KAMPEN UTILITY FUND		BIAGI ROBERTA	106.906
WEST YORKSHIRE PENSION FUND		BIAGI ROBERTA	300.000
WESTPAC INTERNATIONAL SHARE INDEX TRUST		BIAGI ROBERTA	56.277
WHEELS COMMON INVESTMENT FUND		BIAGI ROBERTA	25.972
WORLD INDEX OLUSS SECURITIES LENDING COMMON TRUST FUND		BIAGI ROBERTA	83.204
ADVANTAGE FUNDS INC - GLOBAL ALPHA FUND		CASTAGNA ENRICA	1.076

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Hardcopy of the Participant list

AIR CANADA PENSION MASTER TRUST FUND	CASTAGNA ENRICA	154.900	
AIR CANADA PENSION MASTER TRUST FUND	CASTAGNA ENRICA	423.430	
ALASKA PERMANENT FUND CORP.	CASTAGNA ENRICA	26.969	
ALASKA PERMANENT FUND CORP.	CASTAGNA ENRICA	30.601	
ARVINMERITOR INC. RETIREMENT PLAN	CASTAGNA ENRICA	49.400	
AUS-RARE SERIES VALUE - RIRSVL	CASTAGNA ENRICA	750	
AVIVA INVESTORS MANAGED FUNDS 2.400	ICVC MORLEY DIVERSIFIED STRATEGY FUND	CASTAGNA ENRICA	
AXA PREMIER VIP TRUST 91.995	MULTIMANAGER INTERNATIONAL EQUITY	CASTAGNA ENRICA	
BARCLAYS GI/LOT/I FRR061	CASTAGNA ENRICA	715.079	
BARCLAYS GI/LOT25/FRR049	CASTAGNA ENRICA	222.306	
BARCLAYS GLOBAL INVESTORS	PENSIONS MANAGEMENT LTD	CASTAGNA ENRICA	76.066
BARCLAYS GLOBAL INVESTORS	PENSIONS MANAGEMENT LTD	CASTAGNA ENRICA	1.249.249
BARCLAYS LIFE ASSURANCE COMPANY LTD	CASTAGNA ENRICA	120.986	
BBH TRUST COMPANY SUCCESSOR TRUSTEE OF THE GMO ERISA POOL TR. 343.200		CASTAGNA ENRICA	
BELL ATLANTIC MASTER TRUST	CASTAGNA ENRICA	12.926	
BELLSOUTH CORP REP EMPLOYEES HEALTH 10.842	CARE TRUST-RETIREEES	CASTAGNA ENRICA	
BGI AUSTRALIA LTD AS RESPONS IBLE ENTITYFOR BARCLAYS EUR OPEEX-UK EQUITY INDEX 60.050		CASTAGNA ENRICA	
BGI INDEX SELECTION FUND	CASTAGNA ENRICA	36.134	
BJC GROUP PENSION TRUST .	CASTAGNA ENRICA	3.000	
BJC HEALTH SYSTEM .	CASTAGNA ENRICA	7.444	
BMO HARRIS INTERNATIONAL EQUITY PORTFOLIO	CASTAGNA ENRICA	141.000	
BMO INTERNATIONAL VALUE CLASS	CASTAGNA ENRICA	1.500	
BOMBARDIER TRUST US MASTER	CASTAGNA ENRICA	43.235	
BOMBARDIER TRUST(CANADA)GLOBAL EQUIT	CASTAGNA ENRICA	223.674	
BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	125.009	
BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	131.726	
BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	219.094	
BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	309.500	
BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	763.853	
CARGILL INC. & ASSOCIATED COMPANIES MASTER PEN	CASTAGNA ENRICA	2.400	
CATHOLIC HEALTH EAST	CASTAGNA ENRICA	1.898	
CF INTERNATIONAL STOCK INDEX FUND	CASTAGNA ENRICA	57.589	
CF MACQUARIE GLOBAL INFRASTRUCTURE SECURITIES FUND	CASTAGNA ENRICA	370.116	
CIBC EUROPEAN INDEX FUND .	CASTAGNA ENRICA	7.775	
CIBC INTERNATIONAL INDEX FUND .	CASTAGNA ENRICA	15.814	
CITY OF NEW YORK GROUP TRUST	CASTAGNA ENRICA	201.676	
CITY OF NEW YORK GROUP TRUST	CASTAGNA ENRICA	239.723	
CITY OF NEW YORK GROUP TRUST	CASTAGNA ENRICA	587.794	
COMERICA BK FOR SDA INTERNATIONAL EQUITY INDEX FUND	CASTAGNA ENRICA	13.883	

COUNTY EMPLOYEES ANNUITY AND BENEFIT FUND OF COOK COUNTY
16.180

CASTAGNA ENRICA

CRITERION GLOBAL CLEAN ENERGY FUND

CASTAGNA ENRICA

16.600

DANSKE BANK A/S CLI.NET INVESTOR

CASTAGNA ENRICA

674.566

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY**17 MARCH 2009**

snam rete gas

Hardcopy of the Participant list

DBV FONDS IV		CASTAGNA ENRICA	422.800
DREYFUS INDEX FUNDS INC DREYFUS	INTERNATIONAL STC	CASTAGNA ENRICA	38.806
DT INTERNATIONAL STOCK INDEX FUND		CASTAGNA ENRICA	29.113
EMPLOYEES RETIREMENT SYSTEM OF TEXAS.		CASTAGNA ENRICA	512.055
EPWORTH INVESTMENT FUND		CASTAGNA ENRICA	10.049
EQ ADVISORS TRUST-MARKETPLUS 125.620	INTERNATIONAL COR PORTFOLIO	CASTAGNA ENRICA	
EQUIPSUPER		CASTAGNA ENRICA	19.402
ERAFP ACTIONS EUROS4 BTF PICTET		CASTAGNA ENRICA	220.900
EUROPE MID-CAP		CASTAGNA ENRICA	25.379
EUROSOCIETALE		CASTAGNA ENRICA	260.000
FACTUM AG		CASTAGNA ENRICA	4.400
FCP BNP ACTION EUROPE		CASTAGNA ENRICA	3.500
FCP EASY ETF DJ EU		CASTAGNA ENRICA	4.500
FCP ERAFP ACTIONS EUROS1 EDEAM		CASTAGNA ENRICA	82.000
FCP SARASIN EURO EXPANSION DURABLE		CASTAGNA ENRICA	85.000
FCP STRONTIUM		CASTAGNA ENRICA	49.504
FCP VILLIERS DIVERSIFIE SGAM		CASTAGNA ENRICA	394.144
FDT ETHOS		CASTAGNA ENRICA	5.000
FDT ETHOS		CASTAGNA ENRICA	11.700
FDT ETHOS		CASTAGNA ENRICA	12.400
FONDATION J.A. BOMBARDIER		CASTAGNA ENRICA	25.610
FORTIS B EQUITY UTILIT EUROPE		CASTAGNA ENRICA	154.246
FORTIS L FUND EQUITY UTILITIES		CASTAGNA ENRICA	47.466
FORTIS L. EQ. UTILIT. EUROPE		CASTAGNA ENRICA	155.028
G.A.FD B EQ. BROAD EURO P		CASTAGNA ENRICA	92.641
GARTMORE NVIT GLOBAL UTILITIES		CASTAGNA ENRICA	13.875
GENERAL MOTORS CANADA DOMESTIC TRUST		CASTAGNA ENRICA	5.586
GMO FOREIGN FUND		CASTAGNA ENRICA	431.600
GMO INTERNATIONAL INTRINSIC VALUE FUND		CASTAGNA ENRICA	1.539.591
GMO TAX-MANAGED INTERNATIONAL EQUITIES F		CASTAGNA ENRICA	52.713
GOLDMAN SACHS GMS INTERNATIONAL EQUITY PORTFOLIO		CASTAGNA ENRICA	99.340
H.E.S.T. AUSTRALIA LIMITED		CASTAGNA ENRICA	6.407
HAMELIN DIVERSIFIE II		CASTAGNA ENRICA	40.000
HEALTH SUPER FUND		CASTAGNA ENRICA	865.808
HEALTHCARE EMPLOYEES' PENSION PLAN - MANIT		CASTAGNA ENRICA	54.799
HSBC EUROPEAN INDEX FUND		CASTAGNA ENRICA	35.450
HSBC INVESOTRS (UK) LIMITED CLIENT ACC		CASTAGNA ENRICA	133.937
IDEAM		CASTAGNA ENRICA	18.600
IMPERIAL INTERNATIONAL EQUITY POOL		CASTAGNA ENRICA	23.044
ING BEWAAR MAATSCHAPPIJ 1 BV		CASTAGNA ENRICA	28.818
ING BEWAAR MAATSCHAPPIJ 1 BV		CASTAGNA ENRICA	94.746
ING BEWAAR MAATSCHAPPIJ 1 BV		CASTAGNA ENRICA	113.730

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Hardcopy of the Participant list

ING BEWAAR MAATSCHAPPIJ 1 BV	CASTAGNA ENRICA	113.730
ING RENDEMENT EUROPE	CASTAGNA ENRICA	360.000
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT	CASTAGNA ENRICA	16.000
INTERPOLIS & VAN SPAENDONCK AANDELEN EUROPA POOL	CASTAGNA ENRICA	10.224
IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	CASTAGNA ENRICA	1.350.403
JACKSON PERSPECTIVE EUROPEAN 30 FUND	CASTAGNA ENRICA	11.608
JACKSON PERSPECTIVE INDEX 5 FUND	CASTAGNA ENRICA	955
JEFFREY COMPANY	CASTAGNA ENRICA	32.500
JNL/MELLON CAPITAL MANAGEMENT INTERNATIONAL INDEX FUND 10.884	CASTAGNA ENRICA	
KAS DEPOSITARY TRUST COMPANY	CASTAGNA ENRICA	126.710
LA C C D COM D REGIME DE CADRES	CASTAGNA ENRICA	123.310
LEGAL GENERAL WORLDWIDE TRUST THE ROYAL BANK OF SCOTLAND TRUSTEE DEPOSITARY SERV 6.535	CASTAGNA ENRICA	
LOUISIANA STATE EMPLOYEES' RETIREMENT SYSTEM	CASTAGNA ENRICA	1.600
LUCENT TECHNOLOGIES INC. MASTER PENSION TRUST	CASTAGNA ENRICA	7.289
LVIP SSGA INTERNATIONAL INDEX FUND	CASTAGNA ENRICA	9.178
MARS GMBH .	CASTAGNA ENRICA	228.861
MASTER TRUST BANK OF JAPAN FOR GOVERNMENT PENSION INVESTMENTFUND 85.873	CASTAGNA ENRICA	
MBC INVESTMENTS-MEA SYSTEMATIC GLOBAL EQ	CASTAGNA ENRICA	2.100
MELLON BANK EMPLOYEE BENEFIT COLLECTIVE INVESTMEN	CASTAGNA ENRICA	63.650
MELLON BANK N.A.	CASTAGNA ENRICA	8.867
MELLON BANK NA EMP BENEF COL INV PLN - EB SYS INT	CASTAGNA ENRICA	9.400
MELLON BANK NA EMPLOYEE BENE FIT COLLECTIVE INVES	CASTAGNA ENRICA	17.628
MELLON BANK NA EMPLOYEE BENE FIT COLLECTIVE INVES	CASTAGNA ENRICA	59.711
MELLON EURO ETHICAL INDEX TRAC.	CASTAGNA ENRICA	2.896
MONTPENSIER FINANCE	CASTAGNA ENRICA	450.574
MTAA SUPERANNUATION FUND	CASTAGNA ENRICA	40.607
MUNICIPAL FIRE AND POLICE RETIREMENT SYSTEM OF	CASTAGNA ENRICA	3.747
NATIONAL PENSIONS RESERVE FUND COMMISSION	CASTAGNA ENRICA	789.368
NBIMC EUROPEAN EQUITY INDEX FD	CASTAGNA ENRICA	79.267
NORWICH UNION LIFE AUSTRALIA LIMITED	CASTAGNA ENRICA	3.000
NORWICH UNION LIFE AUSTRALIA LIMITED	CASTAGNA ENRICA	5.100
NUCLEAR LIABILITIES FUND LIMITED	CASTAGNA ENRICA	21.518
ODDO ET CIE ENTERPRISE D'INVEISS.	CASTAGNA ENRICA	788.526
ONTARIO POWER GENERATION INC .	CASTAGNA ENRICA	55.286
ONTARIO POWER GENERATION INC .	CASTAGNA ENRICA	60.172
PARVEST	CASTAGNA ENRICA	11.000
PARVEST	CASTAGNA ENRICA	12.500
PARVEST	CASTAGNA ENRICA	70.608
PARWORLD	CASTAGNA ENRICA	21.000
PENN SERIES DEVELOPED INTERNATIONAL INDEX FUND	CASTAGNA ENRICA	786
PICTET AM ISR FRR044	CASTAGNA ENRICA	19.600

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY**17 MARCH 2009**

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Hardcopy of the Participant list

PREMIUM INVESTORS LTD	CASTAGNA ENRICA	132.527
PRINCIPAL VARIABLE CONTRACTS FUND 1.089	INC ASSET ALLOCATIONACCOUNT CASTAGNA ENRICA	
PSEG NUCLEAR LLC MASTER DECOMMISSIONING TRUS	CASTAGNA ENRICA	39.399
PUBLIC EMPLOYEE RETIREMENT SYSTEM OF IDAHO	CASTAGNA ENRICA	43.829
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF MISSISSIPI	CASTAGNA ENRICA	14.452
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF NEVADA	CASTAGNA ENRICA	192.906
PYRFORD INTERNATIONAL EQUITY FUND	CASTAGNA ENRICA	188.600
QUEENSLAND INVESTMENT CORPORATION	CASTAGNA ENRICA	22.390
RARE INFRASTRUCTURE VALUE FUND	CASTAGNA ENRICA	491.429
RENAISSANCE GLOBAL INFRASTRUCTURE FUND	CASTAGNA ENRICA	385.272
ROBERT WOOD JOHNSON FOUNDATION	CASTAGNA ENRICA	2.117
ROCKEFELLER CO. INC	CASTAGNA ENRICA	64.991
ROGERSCASEY TARGET SOLUTIONS LLC.	CASTAGNA ENRICA	9.877
SAN DIEGO GAS&ELEC CO NUCLEAR FACILITIES QUAL DEC	CASTAGNA ENRICA	4.023
SAS TRUSTEE CORPORATION	CASTAGNA ENRICA	1.940
SAS TRUSTEE CORPORATION	CASTAGNA ENRICA	27.478
SAS TRUSTEE CORPORATION	CASTAGNA ENRICA	100.172
SCHOOL EMPLOYEES RETIREMENT SYSTEM OF OHIO	CASTAGNA ENRICA	7.130
SEI INSTITUTIONAL MANAGED TRUST GLOBAL MANAGED VOLATILITY - 115.907	ANALYTIC INVESTORS CASTAGNA ENRICA	
SEMPRA ENERGY PENSION MASTER TRUST	CASTAGNA ENRICA	24.128
SPRUCEGROVE GROUP TRUST	CASTAGNA ENRICA	396.010
SPRUCEGROVE INTL POOLED FUND	CASTAGNA ENRICA	4.174.910
SPRUCEGROVE NON-US EQUITY LLC	CASTAGNA ENRICA	78.920
SPRUCEGROVE SPECIAL GLOBAL POOLED F.	CASTAGNA ENRICA	143.231
SPRUCEGROVE SPECIAL GLOBAL POOLED F.	CASTAGNA ENRICA	525.939
SSGA LOT24/FRR048	CASTAGNA ENRICA	493.598
STATE OF INDIANA PUBLIC EMPLOYEES' RETIREMENT FUND	CASTAGNA ENRICA	30.169
STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CASTAGNA ENRICA	230.790
STG. TOT BEW. CORDARES SUBFDS AANDELEN EUROPA ACTI	CASTAGNA ENRICA	315.000
STG. TOT BEW. CORDARES SUBFDS AANDELEN EUROPA ACTI	CASTAGNA ENRICA	1.260.146
STG. TOT BEW. CORDARES SUBFDS.AAND. EUROPA ENHANCE	CASTAGNA ENRICA	24.976
STICHTING PENSIOENFONDS VOOR DIERENARTSEN	CASTAGNA ENRICA	6.376
STICHTING SHELL PENSIOENFONDS	CASTAGNA ENRICA	30.000
STICHTING TOT BEWARING CORDARES SUBFONDSAANDELEN EUROPA PASSIEF BEHEER 10	CASTAGNA ENRICA	
STRATEGIC FUNDS INC 4.535	SYSTEMATIC INTERNATIONAL EQUITY FUND CASTAGNA ENRICA	
TD EMERALD GLOBAL EQUITY POOLEFUND TRUST	CASTAGNA ENRICA	8.564
TD EMERALD INTERNATIONAL EQUITY INDEX FUND	CASTAGNA ENRICA	69.375
TD EUROPEAN INDEX FUND .	CASTAGNA ENRICA	5.933
TD INTERNATIONAL INDEX FUND .	CASTAGNA ENRICA	13.567
TEACHERS' RETIREMENT SYSTEM OF LOUISIANA	CASTAGNA ENRICA	500

TELSTRA SUPERANNUATION SCHEME
THE BANK OF KOREA

CASTAGNA ENRICA
CASTAGNA ENRICA

356.573
11.528

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY**17 MARCH 2009**

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THE BANK OF KOREA	CASTAGNA ENRICA	26.923
THE BANK OF NEW YORK MELLON	CASTAGNA ENRICA	44.829
THE BOMBARDIER TRUST (UK)	CASTAGNA ENRICA	209.406
THE BOSTON COMMON INTNL SOCIAL INDEX FUND L	CASTAGNA ENRICA	14.947
THE MASTER TRUST BANK OF JAPAN LTD AS TRUSTEE FOR GOVERNMENT PENSION INVESTMENT FUND 268.106	CASTAGNA ENRICA	
THE MASTER TRUST BANK OF JAPAN LTD AS TRUSTEE FOR GOVERNMENT PENSION INVESTMENT FUND 705.083	CASTAGNA ENRICA	
THE NORANDA PENSION FUNDS TRUST INTERNATIONAL EQUITYFD 236.366	CASTAGNA ENRICA	
THE ONTARIO PUB SER EMPL UNI PEN T F	CASTAGNA ENRICA	135.156
THE SALVATION ARMY OFFICERS' RETIREMENT TRUST FUN	CASTAGNA ENRICA	12.690
THE SALVATION ARMY TERRITORIAL HEADQUAR	CASTAGNA ENRICA	67.920
THE SPRUCEGROVE DELAWARE TRUST	CASTAGNA ENRICA	212.760
THREADNEEDLE SPECIALIST INVESTMENT FUNDS ICVC SICAV	CASTAGNA ENRICA	18.580
TOTAL PENSIONS BELGIUM	CASTAGNA ENRICA	4.331.936
TREASURER STATE OF MISSISSIPPI.	CASTAGNA ENRICA	37.700
UBS GAM/LOT1/FRR036	CASTAGNA ENRICA	748.562
UNITED CHURCH OF CANADA PENSION PLAN	CASTAGNA ENRICA	86.240
VANGUARD IE-LOT 1/FRR063	CASTAGNA ENRICA	480.296
VANTAGEPOINT OVERSEAS EQUITY INDEX FUND	CASTAGNA ENRICA	14.205
VEBA PARTNERSHIP N LP .	CASTAGNA ENRICA	26.326
VISION POOLED SUPERANNUATION TRUST	CASTAGNA ENRICA	33.571
WIN FONDS III	CASTAGNA ENRICA	1.072.378
WISDOM TREE INTERNATIONAL UTILITIES SECTOR	CASTAGNA ENRICA	131.742
WISDOMTREE DIEFA	CASTAGNA ENRICA	141.391
WISDOMTREE DIEFA HIGH YIELDING EQUITY	CASTAGNA ENRICA	76.291
WISDOMTREE EUROPE HIGH-YIELDING EQUITY	CASTAGNA ENRICA	23.120
WISDOMTREE EUROPE TOTAL DIVIDEND FUND	CASTAGNA ENRICA	11.668
WISDOMTREE INTERNATIONAL DIVIDEND TOP 100	CASTAGNA ENRICA	416.651
WISDOMTREE INTERNATIONAL LARGE CAP DIVIDEND	CASTAGNA ENRICA	25.405
BECCHETTI LILIANA	COMP A' EMILIO	1.000
COMP A' FABIO GIANCARLO	COMP A' EMILIO	1.100
ALLIANZ GLOBAL INVESTORS ITALIA SGR SPA	PIEMONTESE GIAMPAOLO	1.500.000
CARADONNA MARCELLA	REALE DAVIDE	1
AACHENER UND MUENCHNER LEBENSVERSICHERUNG	RUISI IVANO	546.800
ALLEANZA ASSICURAZIONI	RUISI IVANO	125.000
ALLEANZA ASSICURAZIONI	RUISI IVANO	1.146.649
ALLEANZA ASSICURAZIONI	RUISI IVANO	7.425.182
ASSICURAZIONI GENERALI - SOCIETA' PER AZIONI	RUISI IVANO	46.301
ASSICURAZIONI GENERALI - SOCIETA' PER AZIONI	RUISI IVANO	590.000
ASSICURAZIONI GENERALI - SOCIETA' PER AZIONI	RUISI IVANO	767.950
COSMOS LEBENSVERSICHERUNG	RUISI IVANO	200.000
GENERALI LEBENSVERSICHERUNG	RUISI IVANO	589.100

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Hardcopy of the list of Exited Shareholders

Televote	Name	TOTAL N. OF SHARES
4505	CARADONNA GIANFR	1
4757	ROSCIO EUGENIO	4,000
TOTAL	n° 2 Shareholders, for a total number of shares of	4,001

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Result of the vote on point **1**
of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

Shareholders Present

In person	n°	5	for n°	36,900 shares	0.00 % of the share capital
By Proxy	n°	425	for n°	1,164,448,242 shares	59.52 % of the share capital
TOTAL PRESENT	n°	430	for n°	1,164,485,142 shares	59.52 % of the share capital

Quorum for approval

n° 873,363,856 Votes in favour
(Equal to 3/4 +1 of the shares present)

Vote Result

IN FAVOUR	n°	423	shareholders for n°	1,163,386,068 shares	59.46 % of the share capital
NOT IN FAVOUR	n°	1	shareholders for n°	450,574 shares	0.02 % of the share capital
ABSTAINING	n°	6	shareholders for n°	648,500 shares	0.03 % of the share capital
TOTAL VOTING	n°	430	shareholders for n°	1,164,485,142 shares	59.52 % of the share capital
TOTAL NOT VOTING	n°	0	shareholders for n°	0 shares	0.00 % of the share capital
TOTAL PRESENT	n°	430	shareholders for n°	1,164,485,142 shares	59.52 % of the share capital

The proposal is approved

Present in the room

Shareholders in person	5
Proxies	10
Total televoters distributed	14
Total physical persons	12

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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List of those not in favour

VOTE OF SHARES WITH VOTING RIGHTS	SHAREHOLDER NAMES	PROXY TOTAL	N.
398 MONTPENSIER FINANCE	CASTAGNA ENRICA	450,574	450,574

List of those not in favour

TOTAL	n°	1 shareholders for n°	450,574 shares
of which			0.02 % of the share capital
IN PERSON	n°	0 shareholders for n°	0 shares
			0.00 % of the share capital
BY PROXY	n°	1 shareholders for n°	450,574 shares
			0.02 % of the share capital

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Result of the vote on point **1**
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Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

List of those abstaining

VOTE	SHAREHOLDER NAMES	PROXY	N. OF SHARES WITH VOTING RIGHTS TOTAL	
359	ALASKA ELECTRICAL PENSION PLAN	BIAGI ROBERTA	2,321	2,321
400	BROWN BROTHERS HARRIMAN AND CO	BIAGI ROBERTA	8,451	8,451
399	BROWN BROTHERS HARRIMAN AND CO	BIAGI ROBERTA	219,842	219,842
181	E TRADE INTERNATIONAL INDEX FUND	BIAGI ROBERTA	6,766	6,766
274	IAM NATIONAL PENSION FUND	BIAGI ROBERTA	305,020	305,020
217	STICHTING PENSIOENFONDS VAN DEABN AMRO BANK N.V.	BIAGI ROBERTA	106,100	106,100

Summary of those abstaining

TOTAL	n°	6 shareholders for n°	648,500 shares
			0.03 % of the share capital
Of which			
IN PERSON	n°	0 shareholders for n°	0 shares
			0.00 % of the share capital
BY PROXY	n°	6 shareholders for n°	648,500 shares
			0.03 % of the share capital

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Result of the vote on point **1**
of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

List Not Voting

Summary Not Voting

TOTAL NOT VOTING

n° **0** shareholders for n° **0** shares

0,00 % of the share capital

of which

IN PERSON

n° **0** shareholders for n° **0** shares

0,00 % of the share capital

BY PROXY

n° **0** shareholders for n° **0** shares

0,00 % of the share capital

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Result of the vote on point **1**
of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

List in favour

VOTE	SHAREHOLDER NAMES	PROXY	N. OF SHARES WITH VOTING RIGHTS TOTAL	
68	BONOLDI ALDO		700	700
36	BORLENGHI FRANCO		3.500	3.500
156	COMPAGNIA EMILIO		2.200	2.200
39	FRANCESCATO FRANCO		30.000	30.000
157	GOLA GIORGIO		500	500
83	ALLIANZ GLOBAL INVESTORS ITALIA SGR SPA	PIEMONTESE GIAMPAOLO	1.500.000	1.500.000
186	AACHENER UND MUENCHNER LEBENSVERSICHERUNG	RUISI IVANO	546.800	546.800
169	ALLEANZA ASSICURAZIONI	RUISI IVANO	125.000	125.000
171	ALLEANZA ASSICURAZIONI	RUISI IVANO	1.146.649	1.146.649
170	ALLEANZA ASSICURAZIONI	RUISI IVANO	7.425.182	7.425.182
174	ASSICURAZIONI GENERALI - SOCIETA' PER AZIONI	RUISI IVANO	46.301	46.301
172	ASSICURAZIONI GENERALI - SOCIETA' PER AZIONI	RUISI IVANO	590.000	590.000
173	ASSICURAZIONI GENERALI - SOCIETA' PER AZIONI	RUISI IVANO	767.950	767.950
189	COSMOS LEBENSVERSICHERUNG	RUISI IVANO	200.000	200.000
187	GENERALI LEBENSVERSICHERUNG	RUISI IVANO	589.100	589.100
188	GENERALI VERSICHERUNG AG	RUISI IVANO	282.300	282.300
166	GENERTELLIFE	RUISI IVANO	20.361	20.361
165	GENERTELLIFE	RUISI IVANO	36.527	36.527
164	INTESA VITA	RUISI IVANO	905.101	905.101
155	BECCHETTI LILIANA	COMPAGNIA EMILIO	1.000	1.000
86	COMPAGNIA FABIO GIANCARLO	COMPAGNIA EMILIO	1.100	1.100
42	CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	VINCENT TANGE	1.771.463	1.771.463
48	CANADA PENSION PLAN INVESTMENT BOARD	VINCENT TANGE	639.482	639.482
46	KNIGHT VINKE INSTITUTIONAL PARTNERS I, L.P.	VINCENT TANGE	257.668	257.668
41	KNIGHT VINKE INSTITUTIONAL PARTNERS II, L.P.	VINCENT TANGE	83.513	83.513
43	KNIGHT VINKE INSTITUTIONAL PARTNERS II, L.P.	VINCENT TANGE	380.752	380.752
40	KNIGHT VINKE INSTITUTIONAL PARTNERS II, L.P.	VINCENT TANGE	453.380	453.380
44	KNIGHT VINKE INSTITUTIONAL PARTNERS II, L.P.	VINCENT TANGE	455.701	455.701
45	KNIGHT VINKE INSTITUTIONAL PARTNERS III, L.P.	VINCENT TANGE	962.920	962.920
445	KV Special Situations Partners (International) L.P.	VINCENT TANGE	574.134	574.134
444	KV Special Situations Partners LP	VINCENT TANGE	66.726	66.726
47	ONTARIO TEACHERS PENSION PLAN	VINCENT TANGE	641.984	641.984
5	QUEENSLAND INVESTMENT CORPORATION	VINCENT TANGE	653.475	653.475
51	CARADONNA MARCELLA	REALE DAVIDE	1	1
232	ADVANTAGE FUNDS INC - GLOBAL ALPHA FUND	CASTAGNA ENRICA	1.076	1.076
212	AIR CANADA PENSION MASTER TRUST FUND	CASTAGNA ENRICA	154.900	154.900
209	AIR CANADA PENSION MASTER TRUST FUND	CASTAGNA ENRICA	423.430	423.430

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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11	ALASKA PERMANENT FUND CORP.	CASTAGNA ENRICA	26.969	26.969
32	ALASKA PERMANENT FUND CORP.	CASTAGNA ENRICA	30.601	30.601
28	ARVINMERITOR INC. RETIREMENT PLAN	CASTAGNA ENRICA	49.400	49.400
446	AUS-RARE SERIES VALUE - RIRSVL	CASTAGNA ENRICA	750	750
124	AVIVA INVESTORS MANAGED FUNDS	ICVC MORLEY DIVERSIFIED STRATEGY FUND	CASTAGNA ENRICA	2.400
2.400				
134	BARCLAYS GI/LOT/I FRR061	CASTAGNA ENRICA	715.079	715.079
135	BARCLAYS GI/LOT25/FRR049	CASTAGNA ENRICA	222.306	222.306
115	BARCLAYS GLOBAL INVESTORS	PENSIONS MANAGEMENT LTD	CASTAGNA ENRICA	76.066
114	BARCLAYS GLOBAL INVESTORS	PENSIONS MANAGEMENT LTD	CASTAGNA ENRICA	1.249.249
117	BARCLAYS LIFE ASSURANCE COMPANY LTD	CASTAGNA ENRICA	120.986	120.986
409	BBH TRUST COMPANY SUCCESSOR TRUSTEE OF THE GMO ERISA POOL TR.	CASTAGNA ENRICA		343.200
343.200				
250	BELL ATLANTIC MASTER TRUST	CASTAGNA ENRICA	12.926	12.926
237	BELLSOUTH CORP REP EMPLOYEES HEALTH	CARE TRUST-RETIREES	CASTAGNA ENRICA	10.842
10.842				
130	BGI AUSTRALIA LTD AS RESPONS	IBLE ENTITYFOR BARCLAYS EUR OPEEX-UK EQUITY INDEX	CASTAGNA ENRICA	60.050
60.050				
102	BGI INDEX SELECTION FUND	CASTAGNA ENRICA	36.134	36.134
222	BJC GROUP PENSION TRUST .	CASTAGNA ENRICA	3.000	3.000
219	BJC HEALTH SYSTEM .	CASTAGNA ENRICA	7.444	7.444
35	BMO HARRIS INTERNATIONAL EQUITY	PORTFOLIO	CASTAGNA ENRICA	141.000
252	BMO INTERNATIONAL VALUE CLASS	CASTAGNA ENRICA	1.500	1.500
437	BOMBARDIER TRUST US MASTER	CASTAGNA ENRICA	43.235	43.235
436	BOMBARDIER TRUST(CANADA)GLOBAL EQUIT	CASTAGNA ENRICA	223.674	223.674
429	BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	125.009	125.009
426	BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	131.726	131.726
428	BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	219.094	219.094
435	BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	309.500	309.500
427	BRITISH COLUMBIA INV.MAN.CORPORATION	CASTAGNA ENRICA	763.853	763.853
223	CARGILL INC. & ASSOCIATED COMPANIES	MASTER PEN	CASTAGNA ENRICA	2.400
218	CATHOLIC HEALTH EAST	CASTAGNA ENRICA	1.898	1.898
226	CF INTERNATIONAL STOCK INDEX FUND	CASTAGNA ENRICA	57.589	57.589
29	CF MACQUARIE GLOBAL INFRASTRUCTURE SECURITIES FUND	CASTAGNA ENRICA	370.116	370.116
249	CIBC EUROPEAN INDEX FUND .	CASTAGNA ENRICA	7.775	7.775
248	CIBC INTERNATIONAL INDEX FUND .	CASTAGNA ENRICA	15.814	15.814
15	CITY OF NEW YORK GROUP TRUST	CASTAGNA ENRICA	201.676	201.676
30	CITY OF NEW YORK GROUP TRUST	CASTAGNA ENRICA	239.723	239.723
31	CITY OF NEW YORK GROUP TRUST	CASTAGNA ENRICA	587.794	587.794
411	COMERICA BK FOR SDA INTERNATIONAL EQUITY INDEX FUND	CASTAGNA ENRICA	13.883	13.883
214	COUNTY EMPLOYEES ANNUITY AND BENEFIT	FUND OF COOK COUNTY	CASTAGNA ENRICA	16.180
16.180				
244	CRITERION GLOBAL CLEAN ENERGY FUND	CASTAGNA ENRICA	16.600	16.600
405	DANSKE BANK A/S CLI.NET INVESTOR	CASTAGNA ENRICA	674.566	674.566

167	DBV FONDS IV		CASTAGNA ENRICA	422.800	422.800
235	DREYFUS INDEX FUNDS INC DREYFUS	INTERNATIONAL STC	CASTAGNA ENRICA	38.806	38.806

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Result of the vote on point 1 of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

236	DT INTERNATIONAL STOCK INDEX FUND	CASTAGNA ENRICA	29.113	29.113
163	EMPLOYEES RETIREMENT SYSTEM OF TEXAS.	CASTAGNA ENRICA	512.055	512.055
442	EPWORTH INVESTMENT FUND	CASTAGNA ENRICA	10.049	10.049
103 125.620	EQ ADVISORS TRUST-MARKETPLUS INTERNATIONAL COR PORTFOLIO	CASTAGNA ENRICA		125.620
148	EQUIPSUPER	CASTAGNA ENRICA	19.402	19.402
152	ERAFP ACTIONS EUROS4 BTF PICTET	CASTAGNA ENRICA	220.900	220.900
419	EUROPE MID-CAP	CASTAGNA ENRICA	25.379	25.379
143	EUROSOCIETALE	CASTAGNA ENRICA	260.000	260.000
496	FACTUM AG	CASTAGNA ENRICA	4.400	4.400
416	FCP BNP ACTION EUROPE	CASTAGNA ENRICA	3.500	3.500
418	FCP EASY ETF DJ EU	CASTAGNA ENRICA	4.500	4.500
138	FCP ERAFP ACTIONS EUROS1 EDEAM	CASTAGNA ENRICA	82.000	82.000
146	FCP SARASIN EURO EXPANSION DURABLE	CASTAGNA ENRICA	85.000	85.000
417	FCP STRONTIUM	CASTAGNA ENRICA	49.504	49.504
177	FCP VILLIERS DIVERSIFIE SGAM	CASTAGNA ENRICA	394.144	394.144
499	FDT ETHOS	CASTAGNA ENRICA	5.000	5.000
498	FDT ETHOS	CASTAGNA ENRICA	11.700	11.700
497	FDT ETHOS	CASTAGNA ENRICA	12.400	12.400
439	FONDATION J.A. BOMBARDIER	CASTAGNA ENRICA	25.610	25.610
141	FORTIS B EQUITY UTILIT EUROPE	CASTAGNA ENRICA	154.246	154.246
161	FORTIS L FUND EQUITY UTILITIES	CASTAGNA ENRICA	47.466	47.466
139	FORTIS L. EQ. UTILIT. EUROPE	CASTAGNA ENRICA	155.028	155.028
140	G.A.FD B EQ. BROAD EURO P	CASTAGNA ENRICA	92.641	92.641
118	GARTMORE NVIT GLOBAL UTILITIES	CASTAGNA ENRICA	13.875	13.875
434	GENERAL MOTORS CANADA DOMESTIC TRUST	CASTAGNA ENRICA	5.586	5.586
447	GMO FOREIGN FUND	CASTAGNA ENRICA	431.600	431.600
408	GMO INTERNATIONAL INTRINSIC VALUE FUND	CASTAGNA ENRICA	1.539.591	1.539.591
410	GMO TAX-MANAGED INTERNATIONAL EQUITIES F	CASTAGNA ENRICA	52.713	52.713
19	GOLDMAN SACHS GMS INTERNATIONAL EQUITY PORTFOLIO	CASTAGNA ENRICA	99.340	99.340
127	H.E.S.T. AUSTRALIA LIMITED	CASTAGNA ENRICA	6.407	6.407
142	HAMELIN DIVERSIFIE II	CASTAGNA ENRICA	40.000	40.000
119	HEALTH SUPER FUND	CASTAGNA ENRICA	865.808	865.808
220	HEALTHCARE EMPLOYEES' PENSION PLAN - MANIT	CASTAGNA ENRICA	54.799	54.799
440	HSBC EUROPEAN INDEX FUND	CASTAGNA ENRICA	35.450	35.450
443	HSBC INVESOTRS (UK) LIMITED CLIENT ACC	CASTAGNA ENRICA	133.937	133.937
144	IDEAM	CASTAGNA ENRICA	18.600	18.600
211	IMPERIAL INTERNATIONAL EQUITY POOL	CASTAGNA ENRICA	23.044	23.044
98	ING BEWAAR MAATSCHAPPIJ 1 BV	CASTAGNA ENRICA	28.818	28.818
97	ING BEWAAR MAATSCHAPPIJ 1 BV	CASTAGNA ENRICA	94.746	94.746
13	ING BEWAAR MAATSCHAPPIJ 1 BV	CASTAGNA ENRICA	113.730	113.730
100	ING BEWAAR MAATSCHAPPIJ 1 BV	CASTAGNA ENRICA	113.730	113.730

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



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Result of the vote on point 1 of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

145	ING RENDEMENT EUROPE	CASTAGNA ENRICA	360.000	360.000
8	INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT	CASTAGNA ENRICA	16.000	16.000
192	INTERPOLIS & VAN SPAENDONCK AANDELEN EUROPA POOL	CASTAGNA ENRICA	10.224	10.224
16	IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	CASTAGNA ENRICA	1.350.403	1.350.403
253	JACKSON PERSPECTIVE EUROPEAN 30 FUND	CASTAGNA ENRICA	11.608	11.608
224	JACKSON PERSPECTIVE INDEX 5 FUND	CASTAGNA ENRICA	955	955
112	JEFFREY COMPANY	CASTAGNA ENRICA	32.500	32.500
221 10.884	JNL/MELLON CAPITAL MANAGEMENT INTERNATIONAL INDEX FUND	CASTAGNA ENRICA		10.884
9	KAS DEPOSITARY TRUST COMPANY	CASTAGNA ENRICA	126.710	126.710
422	LA C C D COM D REGIME DE CADRES	CASTAGNA ENRICA	123.310	123.310
123 6.535	LEGAL GENERAL WORLDWIDE TRUST THE ROYAL BANK OF SCOTLAND TRUSTEE DEPOSITARY SERV	CASTAGNA ENRICA		6.535
231	LOUISIANA STATE EMPLOYEES' RETIREMENT SYSTEM	CASTAGNA ENRICA	1.600	1.600
225	LUCENT TECHNOLOGIES INC. MASTER PENSION TRUST	CASTAGNA ENRICA	7.289	7.289
230	LVIP SSGA INTERNATIONAL INDEX FUND	CASTAGNA ENRICA	9.178	9.178
240	MARS GMBH .	CASTAGNA ENRICA	228.861	228.861
153 85.873	MASTER TRUST BANK OF JAPAN FOR GOVERNMENT PENSION INVESTMENTFUND	CASTAGNA ENRICA		85.873
234	MBC INVESTMENTS-MEA SYSTEMATIC GLOBAL EQ	CASTAGNA ENRICA	2.100	2.100
229	MELLON BANK EMPLOYEE BENEFIT COLLECTIVE INVESTMEN	CASTAGNA ENRICA	63.650	63.650
6	MELLON BANK N.A.	CASTAGNA ENRICA	8.867	8.867
210	MELLON BANK NA EMP BENEF COL INV PLN - EB SYS INT	CASTAGNA ENRICA	9.400	9.400
251	MELLON BANK NA EMPLOYEE BENE FIT COLLECTIVE INVES	CASTAGNA ENRICA	17.628	17.628
228	MELLON BANK NA EMPLOYEE BENE FIT COLLECTIVE INVES	CASTAGNA ENRICA	59.711	59.711
238	MELLON EURO ETHICAL INDEX TRAC.	CASTAGNA ENRICA	2.896	2.896
184	MTAA SUPERANNUATION FUND	CASTAGNA ENRICA	40.607	40.607
239	MUNICIPAL FIRE AND POLICE RETIREMENT SYSTEM OF	CASTAGNA ENRICA	3.747	3.747
193	NATIONAL PENSIONS RESERVE FUND COMMISSION	CASTAGNA ENRICA	789.368	789.368
431	NBIMC EUROPEAN EQUITY INDEX FD	CASTAGNA ENRICA	79.267	79.267
121	NORWICH UNION LIFE AUSTRALIA LIMITED	CASTAGNA ENRICA	3.000	3.000
120	NORWICH UNION LIFE AUSTRALIA LIMITED	CASTAGNA ENRICA	5.100	5.100
441	NUCLEAR LIABILITIES FUND LIMITED	CASTAGNA ENRICA	21.518	21.518
406	ODDO ET CIE ENTERPRISE D'INVESTISS.	CASTAGNA ENRICA	788.526	788.526
243	ONTARIO POWER GENERATION INC .	CASTAGNA ENRICA	55.286	55.286
227	ONTARIO POWER GENERATION INC .	CASTAGNA ENRICA	60.172	60.172
412	PARVEST	CASTAGNA ENRICA	11.000	11.000
413	PARVEST	CASTAGNA ENRICA	12.500	12.500
415	PARVEST	CASTAGNA ENRICA	70.608	70.608
414	PARWORLD	CASTAGNA ENRICA	21.000	21.000
111	PENN SERIES DEVELOPED INTERNATIONAL INDEX FUND	CASTAGNA ENRICA	786	786
133	PICTET AM ISR FRR044	CASTAGNA ENRICA	19.600	19.600
12	PRECISION CASTPARTS CORP RETIREMENT PLAN	CASTAGNA ENRICA	46.200	46.200

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

Result of the vote on point 1 of the extraordinary agenda

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17 1.089	PRINCIPAL VARIABLE CONTRACTS FUND INC ASSET ALLOCATIONACCOUNT		CASTAGNA ENRICA	1.089
195	PSEG NUCLEAR LLC MASTER DECOMMISSIONING TRUS	CASTAGNA ENRICA	39.399	39.399
196	PUBLIC EMPLOYEE RETIREMENT SYSTEM OF IDAHO	CASTAGNA ENRICA	43.829	43.829
242	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF MISSISSIPI	CASTAGNA ENRICA	14.452	14.452
194	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF NEVADA	CASTAGNA ENRICA	192.906	192.906
425	PYRFORD INTERNATIONAL EQUITY FUND	CASTAGNA ENRICA	188.600	188.600
182	QUEENSLAND INVESTMENT CORPORATION	CASTAGNA ENRICA	22.390	22.390
432	RARE INFRASTRUCTURE VALUE FUND	CASTAGNA ENRICA	491.429	491.429
197	RENAISSANCE GLOBAL INFRASTRUCTURE FUND	CASTAGNA ENRICA	385.272	385.272
198	ROBERT WOOD JOHNSON FOUNDATION	CASTAGNA ENRICA	2.117	2.117
125	ROCKEFELLER CO. INC	CASTAGNA ENRICA	64.991	64.991
241	ROGERSCASEY TARGET SOLUTIONS LLC.	CASTAGNA ENRICA	9.877	9.877
203	SAN DIEGO GAS&ELEC CO NUCLEAR FACILITIES QUAL DEC	CASTAGNA ENRICA	4.023	4.023
160	SAS TRUSTEE CORPORATION	CASTAGNA ENRICA	1.940	1.940
126	SAS TRUSTEE CORPORATION	CASTAGNA ENRICA	27.478	27.478
128	SAS TRUSTEE CORPORATION	CASTAGNA ENRICA	100.172	100.172
208	SCHOOL EMPLOYEES RETIREMENT SYSTEM OF OHIO	CASTAGNA ENRICA	7.130	7.130
407 115.907	SEI INSTITUTIONAL MANAGED TRUST GLOBAL MANAGED VOLATILITY - ANALYTIC INVESTORSCASTAGNA ENRICA			115.907
202	SEMPRA ENERGY PENSION MASTER TRUST	CASTAGNA ENRICA	24.128	24.128
106	SPRUCEGROVE GROUP TRUST	CASTAGNA ENRICA	396.010	396.010
424	SPRUCEGROVE INTL POOLED FUND	CASTAGNA ENRICA	4.174.910	4.174.910
18	SPRUCEGROVE NON-US EQUITY LLC	CASTAGNA ENRICA	78.920	78.920
423	SPRUCEGROVE SPECIAL GLOBAL POOLED F.	CASTAGNA ENRICA	143.231	143.231
421	SPRUCEGROVE SPECIAL GLOBAL POOLED F.	CASTAGNA ENRICA	525.939	525.939
137	SSGA LOT24/FRR048	CASTAGNA ENRICA	493.598	493.598
105	STATE OF INDIANA PUBLIC EMPLOYEES' RETIREMENT FUND	CASTAGNA ENRICA	30.169	30.169
10	STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CASTAGNA ENRICA	230.790	230.790
213	STG. TOT BEW. CORDARES SUBFDS AANDELEN EUROPA ACTI	CASTAGNA ENRICA	315.000	315.000
215	STG. TOT BEW. CORDARES SUBFDS AANDELEN EUROPA ACTI	CASTAGNA ENRICA	1.260.146	1.260.146
216	STG. TOT BEW. CORDARES SUBFDS.AAND. EUROPA ENHANCE	CASTAGNA ENRICA	24.976	24.976
246	STICHTING PENSIOENFONDS VOOR DIERENARTSEN	CASTAGNA ENRICA	3.638	3.638
116	STICHTING SHELL PENSIOENFONDS	CASTAGNA ENRICA	30.000	30.000
147 10	STICHTING TOT BEWARING CORDARES SUBFONDSAANDELEN EUROPA PASSIEF BEHEER	CASTAGNA ENRICA		10
27 4.535	STRATEGIC FUNDS INC SYSTEMATIC INTERNATIONAL EQUITY FUND		CASTAGNA ENRICA	4.535
205	TD EMERALD GLOBAL EQUITY POOLEFUND TRUST	CASTAGNA ENRICA	8.564	8.564
204	TD EMERALD INTERNATIONAL EQUITY INDEX FUND	CASTAGNA ENRICA	69.375	69.375
207	TD EUROPEAN INDEX FUND .	CASTAGNA ENRICA	5.933	5.933
206	TD INTERNATIONAL INDEX FUND .	CASTAGNA ENRICA	13.567	13.567
233	TEACHERS' RETIREMENT SYSTEM OF LOUISIANA	CASTAGNA ENRICA	500	500

200 TELSTRA SUPERANNUATION SCHEME
34 THE BANK OF KOREA

CASTAGNA ENRICA
CASTAGNA ENRICA

356.573
11.528

356.573
11.528

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

Result of the vote on point 1 of the extraordinary agenda

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33	THE BANK OF KOREA	CASTAGNA ENRICA	26.923	26.923
96	THE BANK OF NEW YORK MELLON	CASTAGNA ENRICA	44.829	44.829
438	THE BOMBARDIER TRUST (UK)	CASTAGNA ENRICA	209.406	209.406
247	THE BOSTON COMMON INTNL SOCIAL INDEX FUND L	CASTAGNA ENRICA	14.947	14.947
110	THE MASTER TRUST BANK OF JAPAN LTD AS TRUSTEE FOR GOVERNMENT PENSION	INVESTMENT FUNDCASTAGNA ENRICA		
268.106	268.106			
113	THE MASTER TRUST BANK OF JAPAN LTD AS TRUSTEE FOR GOVERNMENT PENSION	INVESTMENT FUNDCASTAGNA ENRICA		
705.083	705.083			
257	THE NORANDA PENSION FUNDS TRUST INTERNATIONAL EQUITYFND	CASTAGNA ENRICA		236.366
236.366				
430	THE ONTARIO PUB SER EMPL UNI PEN T F	CASTAGNA ENRICA	135.156	135.156
201	THE SALVATION ARMY OFFICERS' RETIREMENT TRUST FUN	CASTAGNA ENRICA	12.690	12.690
199	THE SALVATION ARMY TERRITORIAL HEADQUAR	CASTAGNA ENRICA	67.920	67.920
109	THE SPRUCEGROVE DELAWARE TRUST	CASTAGNA ENRICA	212.760	212.760
122	THREADNEEDLE SPECIALIST INVESTMENT FUNDS ICVC SICAV	CASTAGNA ENRICA	18.580	18.580
99	TOTAL PENSIONS BELGIUM	CASTAGNA ENRICA	4.331.936	4.331.936
191	TREASURER STATE OF MISSISSIPPI.	CASTAGNA ENRICA	37.700	37.700
136	UBS GAM/LOT1/FRR036	CASTAGNA ENRICA	748.562	748.562
420	UNITED CHURCH OF CANADA PENSION PLAN	CASTAGNA ENRICA	86.240	86.240
132	VANGUARD IE-LOT 1/FRR063	CASTAGNA ENRICA	480.296	480.296
108	VANTAGEPOINT OVERSEAS EQUITY INDEX FUND	CASTAGNA ENRICA	14.205	14.205
245	VEBA PARTNERSHIP N LP .	CASTAGNA ENRICA	26.326	26.326
183	VISION POOLED SUPERANNUATION TRUST	CASTAGNA ENRICA	33.571	33.571
168	WIN FONDS III	CASTAGNA ENRICA	1.072.378	1.072.378
26	WISDOM TREE INTERNATIONAL UTILITIES SECTOR	CASTAGNA ENRICA	131.742	131.742
20	WISDOMTREE DIEFA	CASTAGNA ENRICA	141.391	141.391
21	WISDOMTREE DIEFA HIGH YIELDING EQUITY	CASTAGNA ENRICA	76.291	76.291
23	WISDOMTREE EUROPE HIGH-YIELDING EQUITY	CASTAGNA ENRICA	23.120	23.120
22	WISDOMTREE EUROPE TOTAL DIVIDEND FUND	CASTAGNA ENRICA	11.668	11.668
25	WISDOMTREE INTERNATIONAL DIVIDEND TOP 100	CASTAGNA ENRICA	416.651	416.651
24	WISDOMTREE INTERNATIONAL LARGE CAP DIVIDEND	CASTAGNA ENRICA	25.405	25.405
37	ENI SPA	TONNARELLI STEFANIA	978.843.070	978.843.070
476	A I DUPONT TESTAMENTARY TRUST	BIAGI ROBERTA	37.723	37.723
472	ABU DHABI RETIREMENT PENSIONS FUND	BIAGI ROBERTA	10.904	10.904
471	ABU DHABI RETIREMENT PENSIONS FUND	BIAGI ROBERTA	25.589	25.589
283	AIG RETIREMENT CO I-GLOBAL SOCIAL AWARENESS FUND	BIAGI ROBERTA	83.173	83.173
94	ALPHA ADVANTAGE EUROPE FUND B	BIAGI ROBERTA	3.935	3.935
178	ALPHA ADVANTAGE EUROPE FUND LTD BARCLAYS GLOBAL INVESTORS NA	BIAGI ROBERTA		38.962
38.962				
288	AMONIS NV	BIAGI ROBERTA	94.141	94.141
179	AMP CAPITAL GLOBAL LISTED INFRASTRUCTURE SECURITIES FUND	BIAGI ROBERTA	72.811	72.811
387	ANDRA AP-FONDEN (AP2)	BIAGI ROBERTA	385.567	385.567
260	ARKWRIGHT, LLC	BIAGI ROBERTA	2.894	2.894

314	ASIAN DEVELOPMENT BANK	BIAGI ROBERTA	30.397	30.397
313	BAERUM KOMMUNE	BIAGI ROBERTA	5.820	5.820

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

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345	BARCLAYS GLOBAL INVESTORS N.A.TRUSST	BIAGI ROBERTA	1.147.563	1.147.563
338 13.952	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		13.952
340 20.896	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		20.896
339 39.079	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		39.079
337 74.743	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		74.743
341 75.638	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		75.638
336 98.987	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		98.987
334 112.408	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		112.408
344 496.363	BARCLAYS GLOBAL INVESTORS, NA INVESTEMENT FUNDS FOR EMPLOYEEB	BIAGI ROBERTA		496.363
332	BGICL DAILY EAFE EQUITY INDEX FUND	BIAGI ROBERTA	112.607	112.607
348	BOY SCOUTS OF AMERICA MASTER PENSION TRUST	BIAGI ROBERTA	81.998	81.998
350	BP PENSION FUND	BIAGI ROBERTA	19.700	19.700
352	BRITISH AIRWAYS PENSIONS TRUSTEES LIMITED	BIAGI ROBERTA	22.600	22.600
351	BRITISH AIRWAYS PENSIONS TRUSTEES LIMITED	BIAGI ROBERTA	283.700	283.700
353	BRITISH AIRWAYS PENSIONS TRUSTEES LIMITED	BIAGI ROBERTA	1.347.950	1.347.950
370	BRUNEI INVESTMENT AGENCY	BIAGI ROBERTA	558.053	558.053
335	Barclays Global Investors, NA Investement Funds for EmployeeBenefit Trusts	BIAGI ROBERTA	101.217	101.217
342	Barclays Global Investors, NA Investement Funds for EmployeeBenefit Trusts	BIAGI ROBERTA	105.642	105.642
333	Barclays Global Investors, NA Investement Funds for EmployeeBenefit Trusts	BIAGI ROBERTA	1.410.368	1.410.368
281	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	BIAGI ROBERTA	9.128	9.128
280	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	BIAGI ROBERTA	168.046	168.046
282	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	BIAGI ROBERTA	567.309	567.309
452	CAISSE DE PREVOYANCE C.E.H	BIAGI ROBERTA	66.500	66.500
309	CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	52.700	52.700
311	CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	67.901	67.901
308	CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	179.637	179.637
511	CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM	BIAGI ROBERTA	2.049.592	2.049.592
377	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	221.143	221.143
312	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	391.357	391.357
376	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	1.100.545	1.100.545
349	CELANESE AMERICAS RETIREMENT PENSION PLAN	BIAGI ROBERTA	257.340	257.340
463	CITY OF AUSTIN EMPLOYEES RETIR SYSTE	BIAGI ROBERTA	140.580	140.580
505	COHEN & STEERS GLOBAL INCOME BUILDER, INC.	BIAGI ROBERTA	250.000	250.000
503	COHEN & STEERS UTILITY FUND, INC	BIAGI ROBERTA	87.000	87.000
89	COLONIAL FIRST STATE INVESTEMENT LIMITED	BIAGI ROBERTA	41.200	41.200
87	COMMERCIAL UNION LIFE ASSURANCE COMPANY LIMITED	BIAGI ROBERTA	4.080	4.080
343	CONNECTICUT GENERAL LIFE INSURANCE COMPANY	BIAGI ROBERTA	6.595	6.595

297	CONSOLIDATED EDISON RETIREMENT PLAN	BIAGI ROBERTA	32.605	32.605
513	CUMBRIA LOCAL GOVERNMENT PENSION SCHEME	BIAGI ROBERTA	41.327	41.327
316	EAFE INDEX PLUS SECURITIES LENDING COMMON TRUST FUND	BIAGI ROBERTA	30.959	30.959
277	ENERGY INSURANCE MUTUAL LIMITED	BIAGI ROBERTA	10.266	10.266

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

Result of the vote on point 1 of the extraordinary agenda

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391	EUROPE INDEX PLUS COMMON TRUST FUND	BIAGI ROBERTA	286.862	286.862
302	FIRST AMERICAN INVESTMENT FUNDS, INC.-GLOBAL INFRASTRUCTURE FU	BIAGI ROBERTA		11.216
11.216				
301	FIRST AMERICAN INVESTMENT FUNDS, INC.-INTERNATIONAL FUND	BIAGI ROBERTA	9.521	9.521
455	FORD MOTOR COMPANY DEFINED BENEFIT	BIAGI ROBERTA	128.825	128.825
453	FORD OF CANADA MASTER TRUST FUND	BIAGI ROBERTA	12.844	12.844
474	FORD UAW HOLDING LLC	BIAGI ROBERTA	7.248	7.248
481	FUTURE FUND FOR BOARD OF GUARDIANS	BIAGI ROBERTA	64.316	64.316
482	FUTURE FUND FOR BOARD OF GUARDIANS	BIAGI ROBERTA	66.165	66.165
285	GENERAL MOTORS WELFARE BENEFIT TRUST	BIAGI ROBERTA	3.885	3.885
479	GMO FUNDS PLC	BIAGI ROBERTA	5.812	5.812
289	GMO TAX-MANAGED GLOBAL BALANCED PORTFOLIO	BIAGI ROBERTA	8.984	8.984
501	GMO TAX-MANAGED INTERNATIONAL EQUITIES F	BIAGI ROBERTA	19.778	19.778
272	GOVERNMENT OF THE REPUBLIC OF SINGAPORE	BIAGI ROBERTA	5.163	5.163
462	HONEYWELL INT INC MASTER RETIR TRUST	BIAGI ROBERTA	31.874	31.874
478	HONG KONG BANK EUROPEAN FUND	BIAGI ROBERTA	93.471	93.471
509	HONG KONG HOUSING AUTHORITY	BIAGI ROBERTA	23.767	23.767
469	HONG KONG SPECIAL ADMIN EXCHANGE FD	BIAGI ROBERTA	113.026	113.026
454	HOSPITALS ONTARIO PENSION PLAN FUND	BIAGI ROBERTA	493.490	493.490
180	HOUGLASS INDEXED INTERNATIONAL SHARE SECTOR TRUST	BIAGI ROBERTA	13.760	13.760
489	Highbridge International LLC	BIAGI ROBERTA	626.226	626.226
490	Highbridge International LLC	BIAGI ROBERTA	626.226	626.226
467	IBM PENSION PLAN	BIAGI ROBERTA	85.212	85.212
356	IBM SAVINGS PLAN	BIAGI ROBERTA	146.363	146.363
457	ILLINOIS TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	5.033	5.033
458	ILLINOIS TEACHERS RETIREMENT SYSTEM	BIAGI ROBERTA	6.953	6.953
460	INDIANA STATE TEACHERS RETIREMENT FD	BIAGI ROBERTA	6.484	6.484
459	INDIANA STATE TEACHERS RETIREMENT FD	BIAGI ROBERTA	11.019	11.019
287	ING DIRECT STREETWISE BALANCED FUND	BIAGI ROBERTA	2.214	2.214
286	ING DIRECT STREETWISE BALANCED INCOME FUND	BIAGI ROBERTA	360	360
347	INTERNATIONAL EQUITY INDEX PLUS FUND B	BIAGI ROBERTA	22.183	22.183
355	INTERNATIONAL PAPER COMPANY COMMINGLED INVESTMENT GROUP TRUST	BIAGI ROBERTA		39.589
39.589				
304	INTERNATIONAL STOCK MARKET PORTFOLIO	BIAGI ROBERTA	1.616	1.616
324	ISHARES MSCI ACWI INDEX FUND	BIAGI ROBERTA	37.819	37.819
327	ISHARES MSCI EAFE GROWTH INDEX FUND	BIAGI ROBERTA	112.896	112.896
328	ISHARES MSCI EAFE INDEX FUND	BIAGI ROBERTA	4.627.866	4.627.866
329	ISHARES MSCI EAFE VALUE INDEX FUND	BIAGI ROBERTA	138.180	138.180
331	ISHARES MSCI EMU INDEX FUND	BIAGI ROBERTA	209.746	209.746
325	ISHARES MSCI KOKUSAI INDEX FUND	BIAGI ROBERTA	8.568	8.568
326	ISHARES S&P EUROPE 350 INDEX FUND	BIAGI ROBERTA	197.400	197.400
330	ISHARES S&P GLOBAL UTILITIES SECTOR INDEX FUND	BIAGI ROBERTA	160.992	160.992
265	JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND	BIAGI ROBERTA	29.485	29.485

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

Result of the vote on point 1 of the extraordinary agenda

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264	JOHN HANCOCK FUNDS III INTERNATIONAL CORE FUND	BIAGI ROBERTA	303.162	303.162
261	JOHN HANCOCK TRUST INTERNATIONAL CORE TRUST	BIAGI ROBERTA	209.963	209.963
263	JOHN HANCOCK TRUST INTERNATIONAL EQUITY INDEX TRUST A	BIAGI ROBERTA	52.172	52.172
262	JOHN HANCOCK TRUST INTERNATIONAL EQUITY INDEX TRUST B	BIAGI ROBERTA	30.199	30.199
292	JOHNSON & JOHNSON PENSION & SAVINGS PLANS MASTER TRUST	BIAGI ROBERTA	30.900	30.900
475	LANDROVER PENSION SCHEME	BIAGI ROBERTA	10.173	10.173
90	LEGAL & GENERAL ASSURANCE (PENSIONS MANAGEMENT) LTD	BIAGI ROBERTA	56.398	56.398
451	LOMBARD ODIER DARIER HFM SA INSTITUTIONNEL-3D	BIAGI ROBERTA	119.000	119.000
461	LOS ANGELES CITY EMPLOYEES RETIREM.	BIAGI ROBERTA	25.299	25.299
366	MANAGED PENSION FUNDS LIMITED	BIAGI ROBERTA	440.078	440.078
365	MANAGED PENSION FUNDS LIMITED	BIAGI ROBERTA	828.875	828.875
371	MARCH LIMITED	BIAGI ROBERTA	7.123	7.123
369	MERSEYSIDE PENSION FUND	BIAGI ROBERTA	111.132	111.132
307	MINISTRY OF STRATEGY AND FINANCE	BIAGI ROBERTA	21.472	21.472
449	MIZUHO TRUST BKG-LUX	BIAGI ROBERTA	4.420	4.420
322	MONETARY AUTHORITY OF SINGAPORE	BIAGI ROBERTA	23.571	23.571
300	MORGAN STANLEY UTILITIES FUND	BIAGI ROBERTA	338.724	338.724
346	MULTI CURRENCY ALPHA TILTS SOCIAL SCREEN FUND B	BIAGI ROBERTA	9.138	9.138
487	Macquarie Global Infrastructure Total Return Fund Inc	BIAGI ROBERTA	1.873.924	1.873.924
278	NATIONAL PENSION SERVICE	BIAGI ROBERTA	1.568	1.568
315	NEXGEN INFRASTRUCTURE LIMITED PARTNERSHIP	BIAGI ROBERTA	223.848	223.848
477	NIPSCO MASTER TRUST	BIAGI ROBERTA	24.560	24.560
276	NORTH SLOPE BOROUGH	BIAGI ROBERTA	26.780	26.780
88	NORWICH UNION INVESTMENT FUND ICVC	BIAGI ROBERTA	21.500	21.500
395	ODDO ASSET MANAGEMENT	BIAGI ROBERTA	142.644	142.644
396	ODDO ASSET MANAGEMENT	BIAGI ROBERTA	430.024	430.024
488	OFI INSTITUTIONAL INTERNATIONAL INDEX FU	BIAGI ROBERTA	2.500	2.500
305	OMERS ADMINISTRATION CORPORATION	BIAGI ROBERTA	956.550	956.550
357	PENSION FUND ASSOCIATION FOR LOCAL GOVERNMENT OFFICIALS	BIAGI ROBERTA	35.610	35.610
273	PENSION FUND OF SUMITOMO MITSUI BANKING CORPORATION	BIAGI ROBERTA	5.283	5.283
466	PEPSICO MASTER RETIREMENT TRUST	BIAGI ROBERTA	18.300	18.300
486	PF (LUX) EUR. SUSTAINABLE EQ PO L PICTET & CIE (EUROPE) S.A.	BIAGI ROBERTA	13.200	13.200
92	PGGM(STICHTING PENSIOENFONDS VOOR DE GEZONDHEID GEESTELIJKE EN MAATSCHAPPELIJKE BELANGEN ZEIST	BIAGI		
ROBERTA 7.000		ROBERTA 7.000		
484	PGSF GLOBAL HIGH YIELD UTILITIES EQ PICTET & CIE (EUROPE) S.A	BIAGI ROBERTA	776.232	776.232
485	PGSF GLOBAL INCOME STOCK PICTET & CIE (EUROPE) S.	BIAGI ROBERTA	2.656.000	2.656.000
483	PGSF GLOBAL UTILITIES EQUITY FUND PICTET & CIE (EUROPE) S.A.	BIAGI ROBERTA	77.488.258	77.488.258
403	PIONEER ASSET MANAGEMENT SA	BIAGI ROBERTA	457.936	457.936
402	PIONEER ASSET MANAGEMENT SA	BIAGI ROBERTA	2.497.379	2.497.379
404	PIONEER ASSET MANAGEMENT SA	BIAGI ROBERTA	4.275.160	4.275.160
91	PNC/PFPC TRUST	BIAGI ROBERTA	927.300	927.300
473	PUBL EMPL RET ASSOCIAT OF NEW MEXICO	BIAGI ROBERTA	11.470	11.470

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

Result of the vote on point 1 of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

367	PUBLIC SCHOOL RETIREMENT SYSTEM OF MISSOURI	BIAGI ROBERTA	197.850	197.850
275	PYRFORD INTERNATIONAL TRUST	BIAGI ROBERTA	110.000	110.000
468	SAN FRANCISCO CITY & COUN.RET.SYSTEM	BIAGI ROBERTA	13.269	13.269
295	SEASONS SERIES TRUST INTERNATIONAL EQUITY PORTFOLIO	BIAGI ROBERTA	10.489	10.489
296	SEASONS SERIES TRUST INTERNATIONAL EQUITY PORTFOLIO	BIAGI ROBERTA	193.438	193.438
321	SELECT INDEX SERIES	BIAGI ROBERTA	41.007	41.007
397	SGAM	BIAGI ROBERTA	33.243	33.243
93 40.000	SNS RESPONSIBLE INDEX FUND EQUITY EUROPE (INVESTMENT FUND)	BIAGI ROBERTA		40.000
290	SPDR FTSE/MACQUARIE GLOBAL INFRASTRUCTURE 100 ETF	BIAGI ROBERTA	65.766	65.766
291	SPDR S+P INTERNATIONAL UTILITIES SECTOR ETF	BIAGI ROBERTA	7.082	7.082
380	SSGA EMU INDEX EQUITY FUND	BIAGI ROBERTA	565.400	565.400
385	SSGA EUROPE INDEX EQUITY FUND	BIAGI ROBERTA	45.689	45.689
358	SSGA GLOBAL INDEX PLUS TRUST	BIAGI ROBERTA	496.000	496.000
368	SSGA INTERNATIONAL EQUITIES INDEX TRUST	BIAGI ROBERTA	41.679	41.679
379	SSGA ITALY INDEX EQUITY FUND	BIAGI ROBERTA	489.290	489.290
372	SSGA ITALY INDEX FUND	BIAGI ROBERTA	66.056	66.056
373	SSGA MSCI EAFE INDEX FUND	BIAGI ROBERTA	42.992	42.992
381	SSGA UTILITIES INDEX EQUITY FUND	BIAGI ROBERTA	12.512	12.512
378	SSGA WORLD INDEX EQUITY FUND	BIAGI ROBERTA	61.023	61.023
375	STATE OF CONNECTICUT RETIREMENT PLANS & TRUST FUNDS	BIAGI ROBERTA	51.920	51.920
374	STATE OF CONNECTICUT RETIREMENT PLANS & TRUST FUNDS	BIAGI ROBERTA	156.729	156.729
364	STATE OF MINNESOTA	BIAGI ROBERTA	10.889	10.889
319 2.031	STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS	BIAGI ROBERTA		2.031
394 34.640	STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS	BIAGI ROBERTA		34.640
318 224.066	STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS	BIAGI ROBERTA		224.066
389 701.100	STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS	BIAGI ROBERTA		701.100
390 1.066.762	STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS	BIAGI ROBERTA		1.066.762
388 1.161.052	STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAXEXEMPT RETIREMENT PLANS	BIAGI ROBERTA		1.161.052
384	STATE STREET EUROPE ENHANCED	BIAGI ROBERTA	322.998	322.998
317	STATE STREET GLOBAL ADVISORS INC	BIAGI ROBERTA	3.807	3.807
386	STATE STREET SRI WORLD INDEX	BIAGI ROBERTA	5.882	5.882
456	STICHTING INSTITUUT GAK	BIAGI ROBERTA	5.218	5.218
382	STREETTRACKS MSCI EUROPE ETF	BIAGI ROBERTA	63.660	63.660
383	STREETTRACKS SM MSCI EUROPE UTILITIES SM ETF	BIAGI ROBERTA	75.502	75.502
500	SUBVENIMUS INSTITUTIONAL FUND	BIAGI ROBERTA	5.583	5.583
279	SUMMIT PINNACLE SERIES - EAFE INTERNATIONAL INDEX PORTFOLIO	BIAGI ROBERTA	6.818	6.818
294 399.359	SUNAMERICA EQUITY FUNDS SUNAMERICA INTERNATIONAL EQUITY FUND	BIAGI ROBERTA		399.359

323	State Farm Variable Product Trust International Equity IndexFund	BIAGI ROBERTA	18.381	18.381
464	TEXAS MUTUAL INSURANCE COMPANY	BIAGI ROBERTA	357.340	357.340
259	THE JOHNS HOPKINS UNIVERSITY	BIAGI ROBERTA	39.810	39.810
266	THE MASTER TRUST BANK OF JAPAN LTD (RE NESTLE JAPAN HOLDI NG LIMITED)	BIAGI ROBERTA		3.485
3.485				

EXTRAORDINARY SHAREHOLDERS' ASSEMBLY

17 MARCH 2009



snam rete gas

Result of the vote on point 1
of the extraordinary agenda

Attribution to the Board of Directors, in accordance with article 2443 of the civil code, of the ability to increase by way of payment, by splitting shares, the share capital by a maximum amount of EUR 3,500,000,000.

271 9.569	THE MASTER TRUST BANK OF JAPAN LTD RE: HITACHI FOREIGN EQUITY INDEX MOTHER FUND	BIAGI ROBERTA		9.569
363 38.101	THE PUBLIC EDUCATION EMPLOYEE RETIREMENT SYSTEM OF MISSOURI	BIAGI ROBERTA		38.101
360	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA	BIAGI ROBERTA	81.707	81.707
480	TRINITY COLLEGE	BIAGI ROBERTA	33.139	33.139
450	UBS AG-OMNIBUS NON RESIDENT	BIAGI ROBERTA	133.940	133.940
470 3.960	UNITED NATIONS RELIEF AND WORKS FOR PALESTINIAN REFUGEES IN THE NEAR EAST	BIAGI ROBERTA		3.960
320 8.008	UNIVERSAL SHIPOWNERS MARINE INSURANCE ASSOCIATION LTD EQUITYCLASS 3	BIAGI ROBERTA		8.008
284	VALIC COMPANY I - ULTRA FUND	BIAGI ROBERTA	82.960	82.960
361	VALIC COMPANY I-INTERNATIONAL EQUITIES FUND	BIAGI ROBERTA	3.958	3.958
362	VALIC COMPANY I-INTERNATIONAL GROWTH I FUND	BIAGI ROBERTA	67.500	67.500
269	VAN KAMPEN GLOBAL TACTICAL ASSET ALLOCATION FUND	BIAGI ROBERTA	626	626
270 699	VAN KAMPEN LIFE INVESTMENT TRUST GLOBAL TACTICAL ASSET ALLOCAT	BIAGI ROBERTA		699
293	VAN KAMPEN UTILITY FUND	BIAGI ROBERTA	106.906	106.906
448	WEST YORKSHIRE PENSION FUND	BIAGI ROBERTA	300.000	300.000
303	WESTPAC INTERNATIONAL SHARE INDEX TRUST	BIAGI ROBERTA	56.277	56.277
465	WHEELS COMMON INVESTMENT FUND	BIAGI ROBERTA	25.972	25.972
393	WORLD INDEX OLUS SECURITIES LENDING COMMON TRUST FUND	BIAGI ROBERTA	83.204	83.204

Summary in favour

TOTAL IN FAVOUR

n° 423 shareholders for n° 1,163,386,068 shares

59.46 % of the share capital

of which

IN PERSON

n° 5 shareholders for n° 36,900 shares

0.00 % of the share capital

BY PROXY

n° 418 shareholders for n° 1,163,349,168 shares

59.46 % of the share capital

BY-LAWS
SNAM RETE GAS S.P.A

COMPANY NAME - CORPORATE PURPOSE - HEAD OFFICE -
DURATION OF THE COMPANY - SHARE CAPITAL - OBLIGATIONS

ARTICLE 1

The company "Snam Rete Gas S.p.A." or abbreviated as "Snam RG S.p.A." is governed by these by-laws. The name may be written in any font in either upper or lower case letters.

ARTICLE 2

The Company's purpose is:

- 1) the construction and operation of any means for the compression, transport, dispatch and regasifying of hydrocarbons, industrial gases and other gaseous, liquid and solid products;
- 2) research and scientific and technical laboratory work in the field of physics and chemistry especially as regards the hydrocarbon sector and energy sources;
- 3) the acquisition of patents regarding energy sources and transportation thereof;
- 4) the study, design, building, acquisition, management and operation of complex transportation systems, transportation infrastructure, information technology and telecommunications;
- 5) the manufacture, purchase and sale of machines, equipment, materials and products related to the corporate purpose;
- 6) the construction, purchase and sale, exchange, development, management and renting of property considered necessary or useful in achieving the corporate purpose;
- 7) activities to protect, restore and safeguard the environment.

In pursuing the corporate purpose the Company may either directly or indirectly take shareholdings in other companies or businesses with similar, complementary, related or connected purposes and may carry out any industrial, commercial, property and financial operations, including the issue of guarantees linked to, used for or complementary to even indirectly achieving the corporate purpose, with the exception of the collection of public savings and activities governed by regulations on financial intermediation.

Activities restricted by law to specific professional categories are excluded.

The Company may operate both in Italy and abroad.

In its operations the Company will treat shippers equally, act openly and impartially in transporting and dispatching, and operate in compliance with legal and electricity and gas Regulatory Authority requirements and regulations.

In particular, the Company, in accordance with the principles of cost-effectiveness, profitability and maximisation of shareholders' investment, and without prejudice to the requirements of confidentiality of company data, carries out its corporate purpose with the intention of promoting competition, efficiency and the appropriate levels of quality in providing services. To this end, it:

- guarantees impartiality in the management of essential infrastructures for the development of a free energy market;
- prevents discrimination in the access to commercially sensitive information;
- prevents the exchange of resources between segments of the supply chains.

ARTICLE 3

The Company's head office is in San Donato Milanese, Milan, Piazza Santa Barbara 7. Additional offices, branches and agencies may be established or wound up in Italy and abroad.

ARTICLE 4

The duration of the Company is until 31 December 2100 and may be extended.

ARTICLE 5

The company's share capital is 1,956,445,600.00 (one billion, nine hundred fifty-six million, four hundred and forty-five thousand, six hundred point zero zero) euro divided into 1,956,445,600 (one billion, nine hundred fifty-six million, four hundred and forty-five thousand, six hundred) shares, nominal value 1.00 (one point zero zero) euro each.

The Extraordinary Shareholders' Meeting of 17 March 2009 assigned the Board of Directors, pursuant to article 2443 of the Italian Civil Code, the right to increase the share capital in cash, in one or more times and in a divisible manner, on or before 31 December 2010 for a maximum amount, including any share premium, of 3,500,000,000.00 (three billion five hundred million point zero zero) euro, through the issue of ordinary shares with a nominal value of 1.00 (one point zero zero) euro each, bearing regular dividend rights. Said shares shall be offered, pursuant to article 2441, paragraph 1 of the Italian Civil Code, to the entitled parties, with the widest powers for the Board of Directors to establish, in compliance with the limits set forth above, the terms and conditions of the operation, including the power to set the subscription price for the shares, the amount of the share premium, the number of the shares to be issued and the related exchange ratio, as well as to carry out the fulfilments required by the current legislation in force on the matter.

Share capital increases in kind and through assignment of credits are allowed.

The Company may issue shares, including special categories, to allocate for free as per Article 2349 of the Civil Code.

ARTICLE 6

The shares are registered and may not be split. Each share carries the right to one vote. Where a share is jointly owned, the shareholders' rights are exercised by a single representative. The provisions regarding representation, legitimation and circulation of the shares envisaged for shares traded on regulated markets are confirmed.

The Board of Directors will set the terms and procedures for the increase in share capital, in the event of the Shareholder's Meeting not having done so.

Default interest on late payments shall be charged at the legal rate of interest and Article 2344 of the Civil Code applies.

Withdrawal is allowed only in those cases envisaged in compulsory provisions of law and in any case, shall not be permitted in the case of extension of the duration, as well introduction, modification or removal of constraints regarding the circulation of shares.

ARTICLE 7

Until the expiry of regulatory period on tariffs for natural gas transport and dispatch the regulatory period immediately following the period terminating on 30 September 2005, which term will be set by the competent Authority, the exercise of voting rights and of any other non – economic right connected to shares exceeding more than 15% of the share capital represented by shares with voting rights in the ordinary Shareholders' Meeting which were acquired, following the Company's listing on the Stock Exchange, by a Government or public authorities or by persons directly or indirectly controlled by them, or by persons who directly or indirectly, through companies controlled by them or connected to them or by bodies controlling them in the import and/or export of natural gas to Italy is subject to the written approval of the Company's Board of Directors.

Control under the terms of Article 2359, par. 1 and 2, of the Civil Code applies to non-corporate bodies as well.

In calculating this percentage, account is taken of the voting rights belonging as a whole to single bodies and to the group to which they belong, considered as being the body (even if not incorporated as a company) which exercises control, subsidiaries and those subject to joint control, as well as related companies and their subsidiaries. In calculating the figure, account is also taken of the rights deriving from shares held by trustees and/or proxies and in general by nominees, as well as shares held by entities

other than those indicated above which are bound by agreements with the bodies indicated above, in any event relative to the use of the right to vote regarding the Company.

The purchase of shares exceeding the 15% threshold as defined above must be communicated in writing to the Company to obtain approval by the Board of Directors.

Approval will be communicated within sixty days of receipt by the Company of the communication described above in writing to the shareholder and is irrevocable. Approval may be withheld only in the interests of the Company.

In the absence of approval or prior to the expiry of the sixty day period indicated above, or in the absence of the communication by the shareholder as indicated in the fourth paragraph of this article, voting rights, or those rights other than those deriving from voting stocks, for shares exceeding the 15% of the share capital may not be exercised.

The provisions of this article will lapse in the event of issue of ministerial decrees in respect of the Company regarding the exercise of special powers envisaged under Article 2, paragraphs 1 and 1bis, of Law no. 474 of 30 July 1994.

ARTICLE 8

Shareholders shall unconditionally adhere to the by-laws.

The domicile of shareholders, other parties with voting rights, directors, auditors and the body tasked with auditing, as regards their relationship with the company, is the one indicated in the corporate books or in subsequent notifications sent to the company by said persons.

ARTICLE 9

The Company may issue bonds, including convertible bonds or warrant bonds and other certificates of indebtedness in the correct legal forms.

SHAREHOLDERS' MEETINGS

ARTICLE 10

Shareholders' meetings are either ordinary or extraordinary.

The ordinary shareholders' meeting is called to approve the financial statements at least once a year, within 120 days of the closing of the financial year.

Shareholders' meetings are held in Italy.

ARTICLE 11

The shareholders' meeting is convened by a notice containing information on the date, time, location and agenda to be published in the Official Gazette or in at least one of the following daily newspapers: "Il Sole 24 Ore", "Corriere della Sera", "La Repubblica" as required by law.

Shareholders who separately or jointly represent at least one fortieth of the share capital may request, within five days of the publication of the notice convening the Meeting, additions to the agenda, specifying in the request the additional items they propose. Additions to the agenda may not be made for matters on which the shareholders' meeting is required by law to resolve on proposals put forward by the directors or on the basis of a plan or report they have prepared. Notice of items added to the agenda upon the approval of the Board of Directors shall be given at least ten days before the date set for the meeting in a notice to be published as described above.

The notice may also indicate the date, time and location of the second and third call.

ARTICLE 12

Participation in the Shareholders' Meeting is governed by provisions of law, by the by-laws and by the provisions contained in the notice convening the Meeting.

Persons who have been issued a notification pursuant to Civil Code Article 2370, paragraph 2 by an

authorised financial intermediary at least two working days prior to the date set for the first call are entitled to participate in Shareholders' Meetings.

Entitled persons may delegate in writing another person to represent them as a proxy, according to law.

The Company shall provide space to enable associations of shareholders who fulfil the relevant legal requirements under the terms and procedures agreed with their legal representatives from time to time to post notices and to collect proxies on behalf of shareholders who are employees of the Company or its subsidiaries.

It is the duty of the shareholders' meeting Chairman to ensure the validity of proxies and the right to participation in the Meeting.

The conduct of shareholders' meetings is governed by meeting regulations approved by the ordinary shareholders' meeting.

ARTICLE 13

The Shareholders' Meeting, legally convened and constituted, represents all the shareholders. Its decisions are binding on all the shareholders even if they did not participate in the Meetings, or abstained or voted against them.

ARTICLE 14

The shareholders' meeting is chaired by the Chairman of the Board of Directors or, in the event of his absence or impediment, by the Director appointed by the Board or, in the event of his absence or impediment, by the oldest Director, or in the event of his absence or impediment, by the person appointed by a majority of the shareholders present.

The shareholders' meeting appoints a Secretary, who need not be a shareholder.

The minutes of the shareholders' meeting are written by the Secretary and signed by the Secretary and the Chairman; the minutes of the extraordinary shareholders' meetings are written by a notary and signed by the Chairman.

The copies of the minutes certified as correct by their writer and the Chairman constitute the legal record.

ARTICLE 15

The validity of the formation of shareholders' meetings is established by law.

Ordinary shareholders' meetings authorise resolutions regarding sell-offs, assignments, rent, use and any other provisions, including those pertaining to joint ventures, which may limit the free disposability of the assets of the Company or its branches with strategic relevance related to gas transport and dispatch activities, without prejudice, pursuant to article 2364 no. 5 of the Civil Code, to the directors' responsibility for actions taken. Resolutions regarding these matters shall be adopted, even in second call, with the approval of shareholders representing at least three quarters of the share capital present at the meeting.

For other matters within its powers, the ordinary shareholders' meeting decides with the majorities set by law.

The extraordinary shareholders' meeting resolves, at the first, second and third call, with a majority of at least three quarters of the capital represented at the meeting.

The Board of Directors is responsible for passing resolution on the following issues:

- mergers in the cases envisaged in articles 2505 and 2505 bis of the Civil Code, also in the case of demergers in the cases referred to in these clauses;
- opening, modification and wind-up of branches;
- reduction of the share capital in the case of withdrawal of shareholders;
- amendments of by-laws to comply with legislative provisions;
- transfer of the company's registered office within the domestic territory.

BOARD OF DIRECTORS

ARTICLE 16

The Company's management is entrusted to a Board of Directors consisting of not less than five members and

no more than nine; their number and term of office are established by the shareholders' meeting at the time of their appointment.

The directors can be appointed for a period of no longer than three financial years. Their term of office expires on the date set for the shareholders' meeting to approve the financial statements of the last financial year of their term of office and they may be re-elected.

The Board of Directors is appointed by the shareholders' meeting based on lists showing the candidates in numerical order.

The lists are presented by the shareholders and filed with the Company's head office, at least fifteen days before the date of the shareholders' meeting in first call, and must be published, according to the procedures prescribed by the law and regulations issued by Consob for the election of the members of the administrative and internal control bodies.

All shareholders are entitled to present or jointly present only one list and to vote for only one list, in accordance with the above-mentioned legislative and regulatory provisions.

A candidate may appear on one list only or he shall be ineligible.

Only shareholders who individually or jointly hold at least 2% of shares with the right to vote in the Ordinary Shareholders' Meeting, or a different percentage fixed or referred to by legislative or regulatory provisions, are entitled to present lists. In order to prove ownership of the number of shares required to present lists, shareholders shall present or have delivered to the Head Office a copy of the notification issued by the financial intermediaries who are authorised depositories of the shares together with the lists.

At least one member, if the Board of Directors is composed of not more than seven members, or at least three members, if the Board of Directors is composed of more than seven members, shall satisfy the independence requirements established for members of the Board of Statutory Auditors of listed companies.

The lists shall expressly identify the candidates who satisfy the above-mentioned independence requirements.

All candidates shall further fulfil the integrity requirements established by current regulations.

The professional curriculum vitae of each candidate and statements by each candidate accepting the nomination and certifying under their own responsibility that there are no causes of ineligibility or incompatibility and that they satisfy the integrity requirement and the independence requirement must be filed at the same time as the list. Failure to comply will result in the candidate's inadmissibility.

Appointed directors shall inform the company in the event that they no longer satisfy the independence and integrity requirements, or should unexpected occurrences result in ineligibility or incompatibility.

The Board of Directors shall periodically evaluate the independence and integrity of the members as well as ensure that there are no causes for ineligibility or incompatibility. In the event that a director does not satisfy or fails to fulfil the independence or integrity requirements declared and set down by law, or if there should be any reasons for ineligibility or incompatibility, the Board of Directors shall declare the suspension of the director's office and see to his replacement or invite him to remedy the reasons for incompatibility within a set term. Failure shall result in disqualification from the position.

Members of the board shall be elected as follows:

- a) seven-tenths of the members to be elected, rounded down to the next lower integer number in the case of fractions, shall be taken from the list that received the majority of shareholder votes in the numerical order they were listed;
- b) the rest of the members shall be taken from the other lists that are in no way connected, even indirectly, to the shareholders who presented or voted for the list that had the largest number of votes; to this end, the votes obtained from these lists are subsequently divided by one, two or three according to the number of members to be appointed. The quotients thus obtained are progressively assigned to the candidates on each of these lists, according to the order given in the lists themselves. The quotients assigned in this way are then set out in descending order. Those with the highest quotients are accordingly elected. In the event of candidates having the same quotient, the candidate is elected from a list which has so far not had any members elected or which has had the lowest number of members elected. In the case that none of these lists has elected a member or all of them have elected the same number of members, the candidate who has received the largest number of votes shall be elected from these lists. Should there be an equal number of list votes, and all with the same quotient, a new vote shall be taken by the entire shareholders' meeting, and the candidate who receives the simple majority of votes shall be elected;
- c) in the event that the minimum number of independent members pursuant to statutory regulations are not elected, the quotient of votes to be assigned to each candidate on the various lists shall be calculated following the system described in letter b); the number of candidates required to ensure compliance with the statutory provisions shall be elected from those candidates who have not yet been taken from the lists

as per letters a) and b), who satisfy the independence requirements, and who have received the highest quotients. These members shall take the place of the non-independent members who were assigned the lowest quotients. In the event that there are not enough candidates to fulfil the minimum required number of independent members, the shareholders' meeting shall resolve, according to the legally prescribed majorities, to replace the candidates who do not satisfy the independence requirements and who received the lowest quotients;

d) to appoint members who for any other reason are not appointed following the above procedure, the shareholders' meeting shall pass resolutions, in accordance with the legally prescribed majorities, so as to ensure that the membership of the Board of Directors complies with the law and the by-laws.

Other mandatory provisions of current law, including regulations, are not affected and remain in force.

The list voting procedure is applicable only in the case that the entire Board of Directors is being renewed.

The Shareholders' Meeting can change the number of members of the Board of Directors, even while it is in office, within the limit specified in the first paragraph of this article, seeing to the relative appointments. Appointments of members who are elected in this manner shall expire at the same time as that of those who are in office.

If one or more members leave the Board during the term, action will be taken in compliance with Article 2386 of the Civil Code. If a majority of members leaves the Board, the entire Board of Directors shall be considered lapsed and the Board of Directors shall promptly convene the Shareholders' Meeting in order to appoint a new Board.

The Board of Directors may form internal committees charged with consulting and proposal-making roles on specific matters.

ARTICLE 17

The Board of Directors may appoint the Chairman from among its members if the Shareholders' Meeting has not already done so, as well as the Secretary, who need not be a Board member.

The Chairman:

- represents the Company;
- chairs Shareholders' meetings, exercising the functions envisaged in law and in the shareholders' meeting regulation;
- calls and chairs Board of Directors' meetings, prepares the agenda and coordinates its tasks;
- arranges for adequate information about the topics on the agenda to be provided to the directors;
- exercises the powers granted by the Board of Directors.

ARTICLE 18

The Board of Directors is convened by the Chairman – or, in his absence or impediment, by a managing director, or, finally, in his absence or impediment, by the eldest board member– whenever he thinks it appropriate or when at least two Board members request a meeting of the Board in writing. The request must indicate the reasons for convening the Board.

The Board of Directors meets in the location indicated in the notice of the meeting. The notice is usually sent at least five days before the meeting; the Board of Directors will define any other terms and procedures for the convening of its meetings.

The Board of Directors' meetings may be held via conference call or video conference on condition that all participants are identifiable and can follow the discussion, examine, receive and transmit documents and participate in real time in the discussions. The meeting is considered as having taken place where the Chairman of the meeting and Secretary are located.

The meetings of the Board of Directors are chaired by the Chairman; in the event of his absence or impediment, by the oldest managing director present will chair the meeting, or in the event of his absence or impediment, by the oldest board member present.

ARTICLE 19

The Board of Directors, pursuant to Article 2381 of the Civil Code, may delegate powers to one or more of its members, defining the limits of this delegation and establishing Committees, determining their powers and the number of components.

The Board of Directors may appoint, as proposed by the eldest managing director, upon agreement with the Chairman, one or more General Managers, defining their powers, subject to verification that they satisfy the legally prescribed integrity requirements. The Board of Directors shall periodically evaluate the integrity of the General Managers. Failure to satisfy the requirements shall result in removal from the position.

The Board of Directors may also delegate powers for single acts or categories of acts to Company employees and third parties.

On the occasion of meetings and at least once every three months, the Chairman or any directors granted powers pursuant to this article shall inform the Board of Directors and the Board of Auditors on the general trend of operations, including those of subsidiaries, on foreseeable developments, on operations with the most significant economic, financial and patrimonial impact, with special reference to operations in which directors have a personal or indirect interest and those which are affected by any party exercising management or coordination activities.

The Board of Directors, as proposed by the eldest managing director and upon agreement with the Chairman, subject to prior approval by the Board of Statutory Auditors, shall appoint the manager charged with preparing the company's financial reports from among those who satisfy the requirements of professionalism specified below.

The Manager responsible for preparing the company's financial reports shall be chosen from among those who have worked in the following roles for at least three years:

- a) administrative or internal control or management responsibilities at a listed company in Italian or European Union regulated markets, or markets in countries who are members of the OECD that have a share capital no less than two million Euros, or
- b) legal auditing of the accounts of companies described in letter a), or
- c) professional practice or university professorship in the subject, either financial or accounting, or
- d) managerial functions with public or private organisations with responsibilities in the financial, accounting, or auditing sectors.

The Board of Directors shall ensure that the manager responsible for preparing the company's financial reports is endowed with adequate powers and means to perform his duties and shall ascertain that the company's administrative and accounting procedures are effectively applied.

ARTICLE 20

A Board of Directors meeting is valid if a majority of members is present.

The decisions are agreed by a simple majority of members present and, in the event of a tie, by the meeting chairman's casting vote.

The minutes of the board meetings are written by the Secretary of the Board of Directors and signed by the Chairman of the meeting and the Secretary. Copies of minutes certified by the Chairman of the meeting and the Secretary of the Board of Directors are valid for legal purposes.

ARTICLE 21

Board members are entitled to remuneration on an annual basis and for the duration of their office as set by the ordinary shareholders' meeting when they were appointed; the remuneration so defined is valid until such time as the Shareholders' Meeting decides otherwise. Board members also receive reimbursement for expenses arising from their duties.

Board members with specific duties receive remuneration set by the Board of Directors following the opinion of the Board of Auditors.

BOARD OF STATUTORY AUDITORS

ARTICLE 22

The Board of Statutory Auditors consists of three statutory auditors; two alternate auditors shall also be appointed. The shareholders' meeting shall appoint the auditors and determine their compensation. Auditors shall be chosen from among those who satisfy the integrity and professionalism requirements established by the applicable

laws, particularly Ministry of Justice Decree no. 162 of 30 March 2000.

According to the provisions of this decree, the matters strictly connected to the Company's activities are: commercial law, business economics, corporate finance.

For this purpose, a sector strictly connected to the Company's business is engineering.

Auditors may hold positions as members of administrative and control bodies in other companies, within the limits established by Consob regulations.

Until these regulations come into force, auditors may not be appointed, or if appointed, will cease to be so, who are already statutory auditors in at least five companies that are not controlled by Eni S.p.A. issuing shares listed in regulated markets.

The Board of Statutory Auditors shall be appointed by the shareholders' meeting based on lists presented by shareholders of the candidates in numerical order.

Legal provisions and regulations issued by Consob regarding the election of members of administrative and internal control bodies shall be applied to matters concerning the filing, presentation, and publication of the lists.

Each shareholder may singly or jointly present only one list and vote for only one list, in accordance with the procedures prescribed by the above-mentioned legislative and regulatory provisions.

Shareholders who at the time of the presentation of lists have the right to vote and who alone or jointly with other shareholders hold at least 2% of shares with the right to vote in the ordinary meeting, or a different percentage fixed or referred to by legislative or regulatory provisions, are entitled to present lists.

In order to prove ownership of the number of shares required to present lists, shareholders shall present or have delivered to the Head Office, along with the lists, a copy of the notification issued by the financial intermediaries who are authorised depositories of the shares.

A candidate who appears on more than one list shall be ineligible.

The lists are divided into two sections: the first regards candidates for the post of statutory auditor, the second is for that of alternate auditor. At least the first candidate for each section must be enrolled in the auditors' register and have carried out legal audits of accounts for at least three years.

The two statutory and one alternate auditors shall be taken from the list that receives the majority of votes. The other statutory and alternate auditors shall be appointed according to the procedures set forth in Article 16, letter b), to be applied individually to each of the sections in which the other lists are divided.

The shareholders' meeting shall appoint the statutory auditor who was elected according to the procedures set forth in Article 16, letter b) as Chairman of the Board of Statutory Auditors.

In the event that an auditor taken from the list that received the majority of votes is replaced, the alternate auditor from the same list shall take his or her place; in the event an auditor taken from the other lists is replaced, the alternate auditor from these lists shall be appointed.

The list voting procedure is applicable only in the event that the entire Board of Statutory Auditors is being renewed.

Other mandatory provisions of current law, including regulations, are not affected and remain in force.

Outgoing auditors are eligible for re-election.

The Board of Statutory Auditors may meet via conference call or video conference providing that all participants are identifiable and can follow the discussion, examine, receive and transmit documents and participate in real time in the discussions.

The meeting is considered as having taken place where the Chairman of the Board of Statutory Auditors and Secretary, if appointed, are located.

The right to convene the Board of Directors may be exercised individually by each member of the Board of Statutory Auditors; the right to convene the Shareholders' Meeting may be exercised by no less than two members of the Board of Statutory Auditors.

REPRESENTATION AND POWERS OF SIGNATURE

ARTICLE 23

Legal Representation of the Company in relation to third parties and in court is the individual responsibility of the Chairman and those Board members who have been delegated powers under Article 19 of these by-laws.

BALANCE SHEET, PROFITS AND DIVIDENDS

ARTICLE 24

The Company's financial year runs from 1st January to 31st December of each year. At the end of each financial year the Board of Directors prepares the financial statements as required by law. The net profit shown in the financial statements and properly approved will be distributed:

- up to 5% to legal reserves until this reaches the limit set by law;
- the remainder will be distributed to shares, except as otherwise decided by the Shareholders' Meeting.

Dividends not collected within five years of the date on which they became payable revert to the Company. The Board of Directors may agree a dividend payment on account in the course of financial year.

LIQUIDATION AND WIND-UP

ARTICLE 25

The liquidation and wind-up of the Company is governed by the relevant laws.

GENERAL PROVISIONS

ARTICLE 26

All matters not expressly covered or not otherwise regulated by the by-laws are governed by provisions of law.