



## EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING 26 March 2013

### Summary report of the votes

as of art. 125-quater, par. 2, Legislative Decree February 24, 1998, n. 58

#### Extraordinary Part

Item 1 of the agenda:

##### Amendments of Articles 2, 5, 6 and 17 of the Bylaws

Shares represented at the Shareholder's Meeting	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed:	1,705,997,327	50.45% of the Share Capital

	Votes in favour	Votes against	Abstentions
Number of Shares	1,695,319,784	0	10,677,543
% Share Capital	50.13%	0.00%	0.32%

Item 2 of the agenda:

##### Amendments of Articles 9 and 12 of the Bylaws

Shares represented at the Shareholder's Meeting	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed:	1,705,997,327	50.45% of the Share Capital

	Votes in favour	Votes against	Abstentions
Number of Shares	1,695,319,784	0	10,677,543
% Share Capital	50.13%	0.00%	0.32%



Item 3 of the agenda:

**Amendments of Articles 13,16 and 20 of the Bylaws**

Shares represented at the Shareholder's Meeting	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed:	1,705,997,327	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,688,188,032	7,088,272	10,721,023
% Share Capital	49.92%	0.21%	0.32%

**Ordinary Part**

Item 1 of the agenda:

**Separate financial statements of Snam S.p.A. as at 31 December 2012. Consolidated financial statements as at 31 December 2012. Reports from the Directors, the Board of Statutory Auditors and the External Auditors. Related resolutions.**

Shares represented at the Shareholder's Meeting	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed:	1,709,645,327	50.56% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,707,669,406	465,036	1,510,885
% Share Capital	50.50%	0.01%	0.04%



Item 2 of the agenda:

**Allocation of the period profits and dividend distribution.**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed:	1,705,997,327	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,703,346,265	1,144,390	1,506,672
% Share Capital	50.37%	0.03%	0.04%

Item 3 of the agenda:

**Compensation policy pursuant to Article 123-ter of Legislative Decree No. 58 of 24 February 1998.**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,997,327	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,653,059,029	40,203,031	12,735,267
% Share Capital	48.88%	1.19%	0.38%



Item 4 of the agenda:

**Determination of the number of members of the Board of Directors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,957,347	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,700,083,986	860,179	5,013,182
% Share Capital	50.27%	0.03%	0.15%

Item 5 of the agenda:

**Determination of the term of office of the Directors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,997,327	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,694,453,846	4,213	11,539,268
% Share Capital	50.11%	0.00%	0.34%



Item 6 of the agenda:

**Appointment of the Directors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,713,655,327	50.68% of the Share Capital

	<b>List 1</b>	<b>List 2</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,053,934,822	646,917,278	7,291,828	5,511,399
% Share Capital	31.17%	19.13%	0.22%	0.16%

Item 7 of the agenda:

**Appointment of the Chairman of the Board of Directors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,953,237	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,694,933,059	465,036	10,555,142
% Share Capital	50.12%	0.01%	0.31%



Item 8 of the agenda:

**Determination of the remuneration of the Directors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,957,337	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,695,116,286	163,508	10,677,543
% Share Capital	50.13%	0.00%	0.32%

Item 9 of the agenda:

**Appointment of the Statutory Auditors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,713,655,327	50.68% of the Share Capital

	<b>List 1</b>	<b>List 2</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,024,943,994	678,725,340	4,896,148	5,089,845
% Share Capital	30.31%	20.07%	0.14%	0.15%



Item 10 of the agenda:

**Appointment of the Chairman of the Board of Statutory Auditors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,957,347	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,702,343,519	2,096,433	1,517,395
% Share Capital	50.34%	0.06%	0.04%

Item 11 of the agenda:

**Determination of the remuneration of the Chairman of the Board of Statutory Auditors and of the effective auditors**

Shares represented at the Shareholder's Meeting:	1,713,655,327	50.68% of the Share Capital
Shares for which a vote was expressed	1,705,997,327	50.45% of the Share Capital

	<b>Votes in favour</b>	<b>Votes against</b>	<b>Abstentions</b>
Number of Shares	1,688,160,809	7,112,495	10,724,023
% Share Capital	49.92%	0.21%	0.32%