

Report of the Board of Directors on the proposals
Concerning items placed on the agenda for the Shareholders' meeting

SNAM S.p.A.

ORDINARY SHAREHOLDERS' MEETING OF 24 APRIL 2018

ON SINGLE CALL

Report of the Board of Directors on the proposals relating to items on the agenda of the

Shareholders' Meeting

ORDINARY SESSION

Item 1

**Snam S.p.A financial statement as at December 31, 2017. Reports of the Directors, the
Board of Statutory Auditors and the Independent Auditors. Related and consequent
resolutions.**

Dear Shareholders,

The 2017 financial statements of Snam S.p.A. closed with a profit of 677,325,425.97 euros and the consolidated financial statements closed with a profit of 897 million euros as shown in the document "2017 Annual Report", filed at the registered offices of the Company, Borsa Italiana S.p.A. and on the Company website. Therefore, this report refers to that document.

Dear Shareholders,

you are invited to approve the financial statements of Snam S.p.A. as at December 31, 2017, which show a profit of 677.325.425,97 euros.

The Chairman of the Board of Directors

Mr Carlo Malacarne