



Notice of Ordinary Shareholders' Meeting

Shareholders of Snam Rete Gas S.p.A. are hereby invited to attend the Ordinary Shareholders' Meeting, which will be held at the company's head office at Piazza Santa Barbara no. 7, San Donato Milanese (Milan) on 18 April 2008 at 10.00 a.m. (CET) on first call and, if necessary, on 21 April 2008, on second call, at the same location and time, to discuss and decide upon the following

agenda

1. Financial Statements as at 31 December 2007, Consolidated Financial Statements as at 31 December 2007; Directors' Report, Reports of the Board of Statutory Auditors and of the Independent Auditors.
2. Allocation of net income and payment of dividend.
3. D&O Liability Insurance cover for Board Directors and Statutory Auditors.

In order to attend the Meeting, notice issued by an authorized financial intermediary at least two working days before the date of the first call for the Meeting will be required.

The Board of Directors' report on the proposals regarding the items on the agenda and related documentation shall be filed at the company's head office and at Borsa Italiana S.p.A. (www.borsaitaliana.it) by 3 April 2008 and shall be available to the Shareholders until the date set for the Meeting.

Pursuant to article 126 bis of Legislative Decree 58/98, within five days of the publication of the notice of the Meeting, shareholders severally or jointly representing at least one fortieth of share capital can submit a request to add items to the agenda. The proposed items must be set forth within the request. Integration is not allowed on items on which the Meeting resolves, pursuant to the law, upon the proposal of the directors or on the basis of a project or report prepared by the latter. Notification of integrations accepted by the Board of Directors is given at least ten days before the date which is set for the Meeting, via a notice published according to the same procedures as this notice.

In order to simplify controls of powers entitling participation, those who wish to take part in the Meeting as representatives of Shareholders, or other entitled parties, are invited to send Snam Rete Gas S.p.A.'s Corporate Secretary the deeds demonstrating entitlement by mail (a copy is acceptable) or by fax at least two days before the date of the Meeting on first call.

Experts, financial analysts and journalists wishing to attend the Shareholders' Meeting must send a request to Snam Rete Gas S.p.A.'s Corporate Secretary by mail or by fax at least two days before the date of the meeting on first call.

Snam Rete Gas S.p.A.'s Corporate Secretary is available for any further information at the following numbers: Tel. +39 02 52038235; Fax +39 02 52038232 and at the email address: segreteria societaria@snamretegas.it

for THE BOARD OF DIRECTORS

The Chairman

Mr. Alberto Meomartini

In order to facilitate admission procedures, Shareholders are kindly requested to arrive at the Meeting well in advance of the starting time of the Meeting. Registration for the meeting will take place at the same venue as the Meeting starting at 9.00 a.m.

The report of the Board of Directors on the proposals regarding the items on the agenda, the related documentation, as well as this Notice of Call will be available on www.snamretegas.it.

The Shareholders' Meeting is expected to be held on first call.