

Italgas' Shareholders' Meeting approves 2020 financial statements and dividend proposal

- Approved 2020 Financial Statements
- Dividend of €0.277 per share (+8.2% compared to 2020)
- Positive resolution on the remuneration and compensation policy 2021
- Approved the 2021-2023 Co-Investment Plan and the related free share capital increase

Milan, 20 April 2021 – Italgas's Ordinary and Extraordinary Shareholders' Meeting was held today in Milan chaired by Alberto Dell'Acqua, recording an attendance figure of 77.16% of the share capital.

*"In this particular historical period characterised by the continuing health emergency – **affirmed Italgas President Alberto Dell'Acqua** - our company has represented and continues to represent a cornerstone for all its stakeholders, whether shareholders, investors, employees, suppliers or customers. The results approved by this Shareholders' Meeting are a further confirmation of the effectiveness both of the strategic choices made in past years and of the actions taken to tackle the pandemic crisis. These actions have allowed us, on one hand to continue to grow even in difficult conditions and, on the other hand, to guarantee service to almost 8 million customers while operating in complete safety".*

Paolo Gallo, CEO of Italgas, commented as follows:

"Today's Shareholders' Meeting marks the end of a very difficult year: Italgas has demonstrated - once again in its century-long history - an incredible ability to react and operate in an unprecedented context. Despite the difficulties, we wanted to present the year just ended in the Integrated Report with the aim of providing an overall view of our activities and the related creation of value over time. I would therefore like to express my satisfaction and that of the Board of Directors, as well as to thank all Italgas shareholders for sharing our objectives by voting in favour of the proposals presented. Among them the approval of the dividend of 0.277 euro per share, an increase of 8.2% compared to the previous year, which is further proof of the Group's economic and financial solidity and its growth perspectives".

Considering the continuation of the emergency situation and in accordance with the regulations issued to contain its effects, the Shareholders' Meeting was attended exclusively by the Designated Representative pursuant to Article 135-undecies of Legislative Decree 58/1998 ("TUF").

The Shareholders' Meeting:

- examined the Italgas Group's consolidated financial statements for the year ended 31 December 2020, closed with a net profit attributable to the Group of €383.0 million (€417.2 million as at 31 December 2019) and an adjusted net profit attributable to the Group of €345.4 million (€345.2 million as at 31 December 2019);

- approved Italgas S.p.A. financial statements for the year ended 31 December 2020, closed with a net profit of €214.8 million (€223.6 million as at 31 December 2019);

- resolved to distribute €0.277 per share (+8.2% compared to the previous year) in proportion to the shares outstanding on the ex-dividend date, using the profit for the year and, for the remainder, retained earnings. The dividend will be payable from 26 May 2021, against detachment of coupon no. 5, being the ex-dividend date 24 May 2021 and the record date 25 May 2021.

With the aim of providing an effective and transparent representation of its ability to create value sustainably over time, from this year the Company has chosen to represent its financial and non-financial results in an Integrated Report, illustrating in a single document also the effects of its activities on the social, environmental and economic context in which it operates. Therefore, the 2020 financial statements and the 2020 consolidated financial statements are illustrated in the "2020 Integrated Annual Report".

With reference to the 2021 remuneration policy and compensation paid, the Shareholders' Meeting approved, with a binding vote pursuant to Article 123-ter, paragraph 3-ter, of the TUF, Section I containing the "2021 Remuneration Policy", and, pursuant to paragraph 6 of the aforementioned article, expressed a favourable opinion with an advisory and non-binding vote on Section II relating to compensation paid in 2020.

The 2021-2023 Co-investment Plan was also approved, in accordance with the terms and conditions described in the Information Document prepared pursuant to Article 84-bis of the Issuers' Regulations and made available to the public in accordance with the law, to which reference should be made for further information. In particular, the Plan is aimed at ensuring a high degree of alignment in the medium-long term of the interests of the management with those of the shareholders, supporting the retention of key resources and activating a medium-long term incentive system capable of creating a strong link with the business results achieved and the creation of long-term value for shareholders, promoting the sustainable success of the Company and the Group.

Finally, in extraordinary session, the Shareholders' Meeting approved the proposal, in service of the 2021-2023 Co-investment Plan, to increase the share capital, in one or more tranches, for a maximum nominal amount of €5,580,000.00, through the issue of a maximum of 4,500,000 new ordinary shares to be assigned free of charge, pursuant to Article 2349 of the Italian Civil Code, for a corresponding maximum amount taken from retained earnings, exclusively to the beneficiaries of the Plan, i.e. employees of the Company and/or Group companies.