

ITALGAS S.P.A.

ORDINARY SHAREHOLDERS' MEETING
4TH OF APRIL 2019

Attendance to the meeting n. 790 Shareholders in person or by proxy
representing n. 633.218.631 ordinary shares corresponding to 78,258664% of the ordinary share capital.

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

Approval of the 2018 financial statements at 31 December 2018

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	780	630.892.824	99,632701	99,632701	77,971220
Against	3	269.155	0,042506	0,042506	0,033265
Abstentions	2	933.799	0,147469	0,147469	0,115407
Not Voting	5	1.122.853	0,177325	0,177325	0,138772
Total	790	633.218.631	100,000000	100,000000	78,258664

Allocation of the period profits and dividend distribution

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	780	631.500.540	99,728673	99,728673	78,046327
Against	1	267.115	0,042184	0,042184	0,033012
Abstentions	1	204.000	0,032216	0,032216	0,025212
Not Voting	8	1.246.976	0,196927	0,196927	0,154112
Total	790	633.218.631	100,000000	100,000000	78,258664

Policy on remuneration pursuant to article 123-ter of Legislative Decree no. 58 of 24 February 1998

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	716	620.415.015	97,978010	97,978010	76,676281
Against	64	11.349.640	1,792373	1,792373	1,402687
Abstentions	2	207.000	0,032690	0,032690	0,025583
Not Voting	8	1.246.976	0,196927	0,196927	0,154112
Total	790	633.218.631	100,000000	100,000000	78,258664

Determination of the term of office of Directors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	773	629.226.748	99,369589	99,369589	77,765312
Against	11	2.665.030	0,420870	0,420870	0,329368
Abstentions	1	204.000	0,032216	0,032216	0,025212
Not Voting	5	1.122.853	0,177325	0,177325	0,138772
Total	790	633.218.631	100,000000	100,000000	78,258664

Appointment of the members of the Board of Directors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
LISTA 1 – CDP RETI e SNAM	20	363.125.421	57,345979	57,345979	44,878197
LISTA 2 - FONDI	756	267.808.773	42,293255	42,293255	33,098137
Against	4	1.275.104	0,201369	0,201369	0,157588
Abstentions	3	6.000	0,000948	0,000948	0,000742
Not Voting	7	1.003.333	0,158450	0,158450	0,124001
Total	790	633.218.631	100,000000	100,000000	78,258664

Appointment of the Chairman of the Board of Directors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	776	629.607.962	99,429791	99,429791	77,812426
Against	3	1.078.693	0,170351	0,170351	0,133314
Abstentions	2	205.000	0,032374	0,032374	0,025336
Not Voting	9	2.326.976	0,367484	0,367484	0,287588
Total	790	633.218.631	100,000000	100,000000	78,258664

Determination of the remuneration of the members of the Board of Directors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	777	631.482.934	99,725893	99,725893	78,044151
Against	4	284.721	0,044964	0,044964	0,035188
Abstentions	1	204.000	0,032216	0,032216	0,025212
Not Voting	8	1.246.976	0,196927	0,196927	0,154112
Total	790	633.218.631	100,000000	100,000000	78,258664

Appointment of the members of the Board of Statutory Auditors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
LISTA 1 – CDP RETI	176	457.609.092	72,267155	72,267155	56,555310
LISTA 2 - FONDI	601	166.139.910	26,237369	26,237369	20,533015
Against	2	1.078.553	0,170329	0,170329	0,133297
Abstentions	3	11.342	0,001791	0,001791	0,001402
Not Voting	8	8.379.734	1,323356	1,323356	1,035640
Total	790	633.218.631	100,000000	100,000000	78,258664

Determination of the remuneration of the members of the Board of Statutory Auditors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	777	631.758.272	99,769375	99,769375	78,078180
Against	2	2.040	0,000322	0,000322	0,000252
Abstentions	3	211.343	0,033376	0,033376	0,026120
Not Voting	8	1.246.976	0,196927	0,196927	0,154112
Total	790	633.218.631	100,000000	100,000000	78,258664