

ITALGAS S.p.A.

Ordinary and Extraordinary Shareholders' Meeting
Held on 20 April 2021

A total of 751 shareholders attended the Shareholders' Meeting by proxy representing 624,827,666 ordinary shares amounting to 77.161285% of the ordinary share capital.

SUMMARY REPORT OF THE VOTES ON THE ITEMS ON THE AGENDA

ORDINARY MEETING

1. Financial statements of Italgas S.p.A. as at 31 December 2020, Integrated Annual Report as at 31 December 2020, Reports by the Directors, the Board of Statutory Auditors and the Independent Auditing Firm. Necessary and consequent resolutions.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES REPRESENTED	% OF SHARES ELIGIBLE TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	748	624,409,799	99.933123	99.933123	77.109682
Against	1	45,393	0.007265	0.007265	0.005606
Abstained	2	372,474	0.059612	0.059612	0.045998
Non-Voting	0	0	0.000000	0.000000	0.000000
Total	751	624,827,666	100.000000	100.000000	77.161285

2. Allocation of the profits for the year and distribution of the dividend.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES RAPPRESENTATE	% OF SHARES ELIGIBLE TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	735	618,407,432	98.972479	98.972479	76.368437
Against	15	6,415,322	1.026735	1.026735	0.792242
Abstained	1	4,912	0.000786	0.000786	0.000607
Non-Voting	0	0	0.000000	0.000000	0.000000
Total	751	624,827,666	100.000000	100.000000	77.161285

3. Report on remuneration policy and compensation paid.

3.1 approval of the remuneration policy pursuant to Article 123-ter, subsection 3-bis, of Legislative Decree 58/1998;

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES RAPPRESENTATE	% OF SHARES ELIGIBLE TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	626	602,583,743	96.439991	96.439991	74.414336
Against	78	17,770,735	2.844102	2.844102	2.194546
Abstained	47	4,473,188	0.715907	0.715907	0.552403
Non-Voting	0	0	0.000000	0.000000	0.000000
Total	751	624,827,666	100.000000	100.000000	77.161285

3.2 resolutions on the "second section" of the report, pursuant to Article 123-ter, subsection 6, of Legislative Decree 58/1998.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES RAPPRESENTATE	% OF SHARES ELIGIBLE TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	650	607,942,918	97.297695	97.297695	75.076152
Against	38	9,181,659	1.469471	1.469471	1.133862
Abstained	63	7,703,089	1.232834	1.232834	0.951271
Non-Voting	0	0	0.000000	0.000000	0.000000
Total	751	624,827,666	100.000000	100.000000	77.161285

4. 2021-2023 Co-Investment Plan reserved for employees of Italgas S.p.A. and/or Group companies. Necessary and consequent resolutions.

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES RAPPRESENTATE	% OF SHARES ELIGIBLE TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	711	617,974,708	98.903224	98.903224	76.314999
Against	39	6,807,565	1.089511	1.089511	0.840681
Abstained	1	45,393	0.007265	0.007265	0.005606
Non-Voting	0	0	0.000000	0.000000	0.000000
Total	751	624,827,666	100.000000	100.000000	77.161285

EXTRAORDINARY MEETING

1. Proposal for free share capital increase, to be reserved for employees of Italgas S.p.A and/or companies in the Group, for a nominal maximum amount of 5,580,000 euros, in one or more tranches, through allocation, pursuant to Article 2349 of the Italian Civil Code, of a corresponding amount withdrawn from retained earnings reserves, with the issuance of no more than 4,500,000 ordinary shares. Amendment to article 5 of the company's Bylaws. Necessary and consequent resolutions

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% OF ORDINARY SHARES RAPPRESENTATE	% OF SHARES ELIGIBLE TO VOTE	% OF ORDINARY SHARE CAPITAL
In favour	712	618,756,000	99.028265	99.028265	76.411482
Against	38	6,066,754	0.970948	0.970948	0.749196
Abstained	1	4,912	0.000786	0.000786	0.000607
Non-Voting	0	0	0.000000	0.000000	0.000000
Total	751	624,827,666	100.000000	100.000000	77.161285