

Italgas S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

OF 6 MAY 2024

SINGLE CALL

**Report by the Board of Directors on the proposals concerning the items on the agenda of
the Shareholders' Meeting**

Item 1 of the Ordinary session

“Financial statements of Italgas S.p.A. as at 31 December 2023, Integrated Annual Report as at 31 December 2023, Reports by the Directors, the Board of Statutory Auditors and the Independent Auditing Firm. Related and consequent resolutions.”

Dear Shareholders,

the 2023 financial statements of Italgas S.p.A. (hereinafter the “**Company**”), which closed with a profit for the year of 301,433,790.24 euros, and the Consolidated Financial Statements, which closed with a net profit attributable to the Group of 439.568 million euros and an adjusted net profit attributable to the Group of 439.6 million euros (net profit including minority interests of 467.471 million euros and adjusted net profit including minority interests of 467.5 million euros), are shown in the “2023 Integrated Annual Report” (which also includes the consolidated non-financial statement pursuant to Legislative Decree No. 254/2016), which is filed at the Company’s registered office and published on the authorised storage mechanism “eMarket STORAGE” at www.emarketstorage.it and on the Company website: www.italgas.it. This report therefore refers to that document.

“Dear Shareholders,

having acknowledged the Reports of the Directors, of the Board of Statutory Auditors and of the Independent Auditing Firm, as well as the Integrated Annual Report at 31 December 2023, you are invited to approve the financial statements of Italgas S.p.A. for the year ended 31 December 2023 which closed with a profit of 301,433,790.24 euros.”

Milan, 12 March 2024

The Chairperson of the Board of Directors

Ms Benedetta Navarra