

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OR TO ANY U.S. PERSON (AS DEFINED IN REGULATION S UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED) OR IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS DOCUMENT.

PRESS RELEASE

Issue of notes under the EMTN Programme for Euro 500 million

Milan, 4 September 2018 – Today 2i Rete Gas S.p.A. has launched a new series of notes to be issued under its \notin 3,500,000,000 Euro Medium Term Notes programme for an aggregate principal amount of Euro 500 million, placed exclusively with qualified investors.

The net proceeds will be used for general corporate purposes.

The notes will have the following characteristics: Euro 500 million in principal amount due in September 2025, issue price of 100% of the nominal amount, 165 bps spread over the mid-swap rate and coupon of 2.195%.

The settlement date is expected to be on 11 September 2018, subject to the signing of the relevant contractual documentation and the satisfaction of the conditions precedent.

The notes will have a minimum denomination of Euro 100,000, will be listed on the regulated market managed by the Irish Stock Exchange and will be governed by English law.

It is expected that Moody's and Standard & Poor's will assign a rating to the notes.

The placement of the notes is managed by Barclays Bank PLC, BNP Paribas, Goldman Sachs International and UniCredit Bank AG, as joint lead managers.

Legance - Avvocati Associati provided assistance to the Company while the joint lead managers were assisted by Simmons & Simmons.

DISCLAIMER

This announcement does not constitute an offer to buy the notes in the United States. The notes have not been, and will not be, registered in the United States pursuant to the United States Securities Act of 1933, as amended (the "Securities Act") or pursuant to any other financial regulation in each of the United States, Australia, Canada or Japan, as well as in any other jurisdiction where such offer or solicitation is subject to the authorisation of competent authorities or is forbidden by law.

The notes cannot be offered or sold in the United States to, or on behalf or in the interest of, a U.S. person (as defined in Regulation S under the Securities Act) absent registration under, or an exemption from, the registration requirements of the Securities Act.

This announcement does not constitute a public offer of financial instruments in Italy, pursuant to art. 1, paragraph 1, lett. t), of the Legislative Decree No. 58 dated 24 February 1998.

This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities.

No action has been or will be taken in any jurisdiction, including the Republic of Italy, to permit a public offering of the notes. This announcement cannot be published or distributed, directly or indirectly, nor can its content be reproduced in the United States, Australia, Canada and Japan and in any other jurisdiction where it is unlawful to distribute or publish this document.