ENI SPA
Form 6-K
May 06, 2010
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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K

REPORT OF FOREIGN ISSUER
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of April 2010

Eni S.p.A.
(Exact name of Registrant as specified in its charter)

Piazzale Enrico Mattei 1 - 00144 Rome, Italy
(Address of principal executive offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F x Form 40-F o

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2b under the Securities Exchange Act of 1934.)

Yes o No x

(If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): _______)

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Annual Report 2009 (*including the opinion of the external Auditors*)

Press Release dated April 12, 2010

Press Release dated April 12, 2010

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Press Release dated April 23, 2010

Press Release dated April 26, 2010

Press Release dated April 29, 2010

Fact Book 2009

Notice of Shareholders Meeting Resolutions

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorised.

Eni S.p.A.

Name: Antonio Cristodoro
Title: Deputy Corporate Secretary

Date: April 30, 2010

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Ordinary Shareholders Meeting of April 27 and 29, 2010

The notice convening the meeting was published on the
Gazzetta Ufficiale of the Republic of Italy
No. 35, section II of March 23, 2010 page 1

This annual report includes the report of Eni s Board of Directors and Eni s consolidated financial statements for the year ended December 31, 2009, which have been prepared under the International Financial Reporting Standards (IFRS), as adopted by the European Union.

Disclaimer

This annual report contains certain forward-looking statements in particular under the section Outlook regarding capital expenditures, development and management of oil and gas resources, dividends, share repurchases, allocation of future cash flow from operations, future operating performance, gearing, targets of production and sale growth, new markets, and the progress and timing of projects. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that will or may occur in the future. Actual results may differ from those expressed in such statements, depending on a variety of factors, including the timing of bringing new fields on stream; management s ability in carrying out industrial plans and in succeeding in commercial transactions; future levels of industry product supply; demand and pricing; operational problems; general economic conditions; political stability and economic growth in relevant areas of the world; changes in laws and governmental regulations; development and use of new technology; changes in public expectations and other changes in business conditions; the actions of competitors and other factors discussed elsewhere in this document.

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Eni means the parent company Eni SpA and its consolidated subsidiaries

Results

Eni reported net profit of euro 4.37 billion for the full year 2009. Adjusted basis net profit was euro 5.21 billion, down 48.8% from a year ago. The reduction reflected lower results mainly reported by the Exploration & Production division due to an unfavorable trading environment for oil prices in the first nine months of the year and by the Refining & Marketing division driven by sharply lower refining margins. The Gas & Power division and the Engineering & Construction business segment showed a resilient performance.

Cash inflows for the year mainly comprised cash flow from operations of euro 11.14 billion, proceeds of euro 3.6 billion from divesting certain interests and non strategic assets, and euro 1.54 billion from a share capital increase subscribed by minorities following the restructuring of Eni s regulated gas businesses in Italy. These inflows enabled the Company to partially fund capital expenditures of euro 13.69 billion to support organic growth and exploration activities, the completion of the Distrigas acquisition of euro 2.04 billion and the payment of dividends to Eni shareholders amounting to euro dividend in September 2009. Management reaffirms its commitment to create value for Eni s investors.

Oil and natural gas production

In 2009 oil and natural gas production amounted to 1,769 kboe/d, down 1.6% from 2008. When excluding OPEC cuts amounting to approximately 28 kbbl/d, it was substantially unchanged.
Continuing production ramp-up and the start-up of new fields helped make for lower production uplifts associated with weak European gas demand, the impact of unplanned facility downtime in Nigeria and mature field declines.
The company targets a production level in excess of 2 mmboe/d by 2013, with an average annual growth rate higher than 2.5%, based on a 65 $/bbl price scenario.

Proved oil and natural gas reserves

Eni s estimated net proved reserves at December 31, 2009 amounted to 6.57 bboe, at a reference Brent price of 59.9 $/bbl. The all-sources reserve replacement ratio was 96%, corresponding to an average reserve life index of 10.2 years. Excluding price effects on PSAs entitlements, the replacement

4.17 billion. Ratio of net borrowings to total equity was 0.46 (0.38 at December 31, 2008).

Dividends

Based on 2009 results and taking into account the Company s sound fundamentals, a dividend of euro 1.00 per share (euro 1.30 in 2008) will be distributed to shareholders. Included in this annual payment is euro 0.50 per share already distributed as interim

ratio was 109%.

Natural gas sales

Worldwide natural gas sales were 103.72 bcm, representing a small decline from 2008 (down 0.5%). Sharply lower volumes were recorded on the Italian market (down 24.3%) as a result of the economic downturn and rising competitive pressures. This negative trend was partly offset by full contribution of the Distrigas

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acquisition (up 12.02 bcm) and organic growth achieved in a number of European markets.
In a challenging outlook for the gas market, Eni expects to achieve gas sales of 118 bcm by 2013, implying an annual growth rate higher than 3%. To achieve this target, Eni will leverage on extracting synergies from integrating Distrigas commercial operations and its excellent strategic positioning in the European gas market.

Distrigas
In 2009 Eni completed the acquisition of Distrigas by means of a tender offer on Distrigas minorities. After the completion of the acquisition, Distrigas shares were delisted from Euronext Brussels. This transaction represented a milestone in strengthening Eni s leadership in the European gas market as a result of relevant integration synergies.

Reorganization of the regulated businesses in the Italian gas sector
In 2009 Eni reorganized its regulated businesses in Italy through the sale of its natural gas distribution and storage activities performed by Italgas and Stoccaggi Gas Italia to Eni s subsidiary Snam Rete Gas. This transaction allowed Eni to unlock value by achieving significant structural synergies in the regulated business segment and to strengthen its consolidated balance sheet.

Strategic partnership between Eni and Gazprom
In 2009 the strategic partnership between Eni and Gazprom, the world-leading gas producer, celebrated its 40th anniversary. Both partners intend to continue pursuing the joint development of projects in upstream and gas markets. In 2009 the following transactions were completed: (i) Eni divested its 20% stake in OAO Gazprom Neft to Gazprom upon exercise of a call option at the contractual price of euro 3.07 billion; (ii) Eni and its Italian partner Enel in the 60-40% owned joint-venture OOO SeverEnergia divested a 51% stake in the venture to Gazprom following exercise of a call option by the Russian company. Eni s share of this transaction is worth $940 million (25% of which had been collected at the balance sheet date and the remaining 75% collected on March 31, 2010); (iii) Eni and Missan Oil Company to redevelop the Zubair giant oil field. The development plan of the field targets a production of 1.2 bbbl/d to be achieved in the next six years.

In January 2010, Eni and the Venezuelan national company PDVSA signed a preliminary agreement for the joint development of the Junin 5 giant heavy oil field, located in the Orinoco Faja, which has 35 bbbl of certified oil in place.

In June 2009, Eni purchased from Quicksilver Resources Inc a 27.5% interest in the Alliance area, in Northern Texas, with gas shale reserves. The price of the transaction was $280 million. In 2009 production from the acquired assets amounted to 4,000 boe/d, and is expected to ramp up to approximately 10,000 boe/d by 2011.

In November 2009, Eni has been awarded a 37.8% stake in the Sanga Sanga license for the production of coal-bed methane in Indonesia. Preliminary studies in the block show a resource potential of about 4 trillion cubic feet (111 bcm) of gas to be better defined through an appraisal program that will commence in 2010.

In May 2009, Eni and the Egypt s Ministry of Petroleum signed a cooperation agreement to extend by 10 years the concession on the Belayim giant field. Eni plans to invest $1.5 billion over the next 5 years in developing expenditures, operating costs and interventions aimed at optimizing production.

In January 2010, Eni signed an agreement to acquire oil downstream activities in Austria. This includes a retail network with 135 service stations, wholesale activities and commercial assets in the aviation business as well as logistics and storage activities.

In October 2009, Eni and its Turkish and Russian partners in the construction of the Samsun-Ceyhan pipeline signed a Memorandum of Understanding whereby parties will define certain economic and contractual conditions in order to enable Russian companies to participate in the project. This will ensure the necessary volumes of crude in order to

Gazprom agreed to widen the original scope of work of the project for building the South Stream pipeline by increasing its transport capacity from 31 to 63 bcm/y.

Portfolio developments

In January 2010, Eni leading with a 32.8% stake a consortium of international companies signed a contract with Iraq s state-owned South Oil Company (SOC) and

support the project profitability. The project is designed to build a by-pass for oil incoming from the East, avoiding transport by sea through the Dardanelles and Bosporus, thus enhancing safety and environmental protection.

As part of the optimization process of its upstream portfolio, management approved a plan for rationalizing

Eni mineral activities in Italy that entails the sale of three Newcos, entirely controlled by Eni. The assets are divided into three groups, depending on their geographical location, which will each be transferred into a single newco: the first lies in northern Italy (Po Valley and Emilia Romagna), the second in central Italy (Marche, Abruzzo, Molise) and the third in southern Italy (Crotone area). Negotiations are well underway for the sale of two companies, Società Padana Energia SpA and Società Adriatica Idrocarburi SpA, holding the assets located in northern and central Italy.

Partnership agreements

In 2009, leveraging its established co-operation model with oil host countries, Eni finalized a number of strategic partnerships pursuing new ventures. The framework of these ventures provides integration between the traditional oil business and sustainable development initiatives designed to support the host countries population in achieving high social and economic standards. These agreements concerned mainly Angola, Egypt, Kazakhstan and Turkmenistan and represent opportunities to access new reserves.

Exploration activities

In 2009 exploration activities (euro 1,228 million) achieved a number of successes, in particular with the giant Perla discovery (Eni 50%) in Venezuela and with the high potential Cabaça Norte discovery (Eni operator with a 35% interest) in Angola. Further exploration success was achieved in Ghana, the Gulf of Mexico, Indonesia, the North Sea and Pakistan.
In 2009, 69 net exploration wells were completed, in addition to 10 wells in progress at year end with a success rate of 43.6% net to Eni.
The exploration portfolio was strengthened through acquisitions in Angola, China, Ghana, the Gulf of Mexico and Norway in line with Eni s strategy of consolidating its presence in selected areas.

Financial highlights		2007	2008	**2009**
(euro million)				
Net sales from operations		87,204	108,082	**83,227**
Operating profit		18,739	18,517	**12,055**
Adjusted operating profit [(a)]		19,004	21,608	**13,122**
Net profit [(b)]		10,011	8,825	**4,367**
Adjusted net profit [(a) (b)]		9,569	10,164	**5,207**
Net cash provided by operating activities		15,517	21,801	**11,136**
Capital expenditures		10,593	14,562	**13,695**
Acquisition of investments and businesses [(c)]		9,909	4,305	**2,323**
Dividends pertaining to the period [(d)]		4,750	4,714	**3,622**
Cash dividends		4,583	4,910	**4,166**
R&D expenditures		208	217	**207**
Total assets at period end		101,460	116,673	**117,529**
Debts and bonds at period end		19,830	20,837	**24,800**
Shareholders' equity including minority interests at period end		42,867	48,510	**50,051**
Net borrowings at period end		16,327	18,376	**23,055**
Net capital employed at period end		59,194	66,886	**73,106**
Shares price at period end	(euro)	25.05	16.74	**17.80**
Number of shares outstanding at period end	(million)	3,656.8	3,622.4	**3,622.4**
Market capitalization [(e)]	(euro billion)	91.6	60.6	**64.5**

(a) For a detailed explanation of adjusted profits (net and operating), that do not include inventory gain/loss and special items, see paragraph "Reconciliation of reported operating profit and reported net profit to results on an adjusted basis".
(b) Profit attributable to Eni shareholders.
(c) Net of acquired cash.
(d) 2009 amount (relating to dividend s payment) is estimated.
(e) Number of outstanding shares by reference price at period end.

Summary financial data		2007	2008	**2009**
Net profit:				
- per ordinary share [(a)]	(euro)	2.73	2.43	**1.21**
- per ADR [(a) (b)]	(USD)	7.49	7.15	**3.36**
Adjusted net profit:				
- per ordinary share [(a)]	(euro)	2.61	2.79	**1.44**
- per ADR [(a) (b)]	(USD)	7.16	8.21	**4.01**
Return On Average Capital Employed (ROACE):				
- reported	(%)	20.5	15.7	**8.0**
- adjusted	(%)	19.4	17.6	**9.2**
Leverage		0.38	0.38	**0.46**
Dividends pertaining to the year	(euro per share)	1.30	1.30	**1.00**
Pay-out [(c)]	(%)	47	53	**83**
Total Shareholder Return (TSR)	(%)	3.2	(29.1)	**13.7**
Dividend yield [(d)]	(%)	5.3	7.6	**5.8**

(a) Fully diluted. Ratio of net profit and average number of shares outstanding in the period. Dollar amounts are converted on the basis of the average EUR/USD exchange rate quoted by ECB for the period presented.
(b) One American Depositary Receipt (ADR) is equal to two Eni ordinary shares.
(c) 2009 pay-out ratio is estimated with reference to the amounts due on the payment of the dividend balance of 2009.
(d) Ratio of dividend for the period and average price of Eni shares in December.

Key market indicators		2007	2008	**2009**
Average price of Brent dated crude oil [(a)]		72.52	96.99	**61.51**
Average EUR/USD exchange rate [(b)]		1.371	1.471	**1.393**
Average price in euro of Brent dated crude oil		52.90	65.93	**44.16**
Average European refining margin [(c)]		4.52	6.49	**3.13**
Average European refining margin Brent/Ural [(c)]		6.45	8.85	**3.56**
Average Europe refining margin in euro		3.30	4.41	**2.25**
Euribor - three-month euro rate	(%)	4.3	4.6	**1.2**
Libor - three-month dollar rate	(%)	5.3	2.9	**0.7**

(a) In USD per barrel. Source: Platt s Oilgram.
(b) Source: ECB.
(c) In USD per barrel FOB Mediterranean Brent dated crude oil. Source: Eni calculations based on Platt s Oilgram data.

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Summary operating data

		2007	2008	**2009**
Exploration & Production				
Estimated net proved reserves of hydrocarbons (at period end)	(mmboe)	6,370	6,600	**6,571**
- Liquids	(mmbbl)	3,219	3,335	**3,463**
- Natural gas	(bcf)	18,090	18,748	**17,850**
Average reserve life index	(year)	10.0	10.0	**10.2**
Production of hydrocarbons	(kboe/d)	1,736	1,797	**1,769**
- Liquids	(kbbl/d)	1,020	1,026	**1,007**
- Natural gas	(mmcf/d)	4,114	4,424	**4,374**
Gas & Power				
Worldwide gas sales [(a)]	(bcm)	98.96	104.23	**103.72**
LNG sales [(b)]	(bcm)	11.7	12.0	**12.9**
Customers in Italy	(million)	6.61	6.63	**6.88**
Gas volumes transported in Italy	(bcm)	83.28	85.64	**76.90**
Electricity sold	(TWh)	33.19	29.93	**33.96**
Refining & Marketing				
Refining throughputs on own account	(mmtonnes)	37.15	35.84	**34.55**
Retail sales of petroleum products in Europe	(mmtonnes)	11.80	12.03	**12.02**
Service stations in Europe at period end [(c)]	(units)	6,440	5,956	**5,986**
Average throughput of service stations in Europe [(c)]	(kliters)	2,486	2,502	**2,477**
Petrochemicals				
Production	(ktonnes)	8,795	7,372	**6,521**
Sales of petrochemical products	(ktonnes)	5,513	4,684	**4,265**
Engineering & Construction				
Orders acquired	(euro million)	11,845	13,860	**9,917**
Order backlog at period end	(euro million)	15,390	19,105	**18,730**
Employees at period end	(units)	75,862	78,880	**78,417**

(a) Include E&P sales volumes of 6.17 bcm (5.39 and 6.00 bcm in 2007 and 2008, respectively) marketed by the Exploration & Production division in Europe (3.59, 3.36 and 2.57 bcm for 2007, 2008 and 2009, respectively) and in the Gulf of Mexico (1.80, 2.64 and 3.60 bcm for 2007, 2008 and 2009, respectively).

(b) Refer to LNG sales of G&P division (included in worldwide gas sales) and E&P division.

(c) Full year 2007 data include downstream activities in the Iberian Peninsula divested to Galp in October 2008.

To our shareholders

In 2009, Eni delivered better results than expected, amongst the best in our industry, against the backdrop of the worst economic recessions over the past 60 years. Our integrated business portfolio has again proved its resilience, and we managed to mitigate the impact of the downturn on the company.

We delivered on our targets, positioning the Company for future growth. In E&P, we are strategically focusing on giant projects in the world s fastest-growing oil-producing areas, namely Iraq and Venezuela. We entered new, high-potential areas like Ghana, and signed a number of framework agreements in our core regions of Russia, the Caspian Sea (Kazakhstan and Turkmenistan) and Africa. In G&P, we completed the acquisition of Distrigas and the reorganization of our regulated businesses in Italy.
We strengthened our long-standing strategic partnership with Gazprom, celebrating its 40th year of activity in 2009. We plan to continue developing joint projects in the sectors of upstream and natural gas markets.
On January 22, 2010, we signed a Technical Service Contract for the development of the Zubair field in Iraq, under a 20-year term with an option for a further 5 years, targeting a production plateau of 1.2 mmboe/d by 2016.
On January 26, 2010 we signed an agreement with the Venezuelan state-owned company PDVSA for the joint development of the giant field Junin 5, with 35 bbbls of certified heavy oil in place.

We have continued to focus on improving efficiency in all our businesses. The cost reduction program we launched in 2006 has delivered euro 0.4 billion of savings in 2009 and euro 1.3 billion to date.

Despite an ongoing recovery in oil prices, the outlook for 2010 points to significant challenges. However, our strategy remains unchanged. We continue to target superior production growth over the long-term and to strengthen our leadership position in the European gas market, while maintaining a strong financial position and creating value for our shareholders.

Financial performance

Eni s 2009 net profit was euro 4.37 billion.
Adjusted net profit was euro 5.21 billion, a decrease of 49% compared to 2008, driven by the sharp decline in oil prices recorded in the first nine months of the year. The result was also affected by weak refining margins and a higher adjusted tax rate. On the positive side, the Gas & Power and Engineering & Construction segments both reported improved results.
Adjusted return on average capital employed was 9.2%. Net cash generated by operating activities amounted to euro 11.1 billion. Proceeds from disposals were euro 3.6 billion and further a euro 1.5 billion was provided by a share capital increase that was subscribed by Snam Rete Gas minorities as part of the restructuring plan of Eni s regulated gas businesses in Italy. These inflows were used to fund part of the financing requirements associated with organic capital expenditures and exploration projects amounting to euro 13.7 billion, the completion of the Distrigas acquisition for euro 2.04

In 2009, Eni has been acknowledged as one of the best oil and gas companies in the Dow Jones Sustainability Index.

billion, and the payment of euro 4.17 billion to Eni s shareholders via dividends.

Our net debt to equity ratio at year end was 0.46.
The results achieved in 2009 enable us to propose at the Annual General Shareholders Meeting a dividend of euro 1.00 per share, of which euro 0.50 was paid as an interim dividend in September 2009.

Sustaining growth and shareholder returns

Our strategic direction has remained unchanged. Our strong pipeline of capital projects and investment opportunities will enable us to deliver on our growth targets.
Over the next four years, we plan to invest euro 52.8 billion to fuel continuing organic growth, including the strategic projects in Iraq and Venezuela. This is an increase of approximately 8% from the previous plan. The projected cash flows and planned divestments will enable us to service the financing requirements associated with capital expenditures and shareholders remuneration.

In **EXPLORATION & PRODUCTION**, we achieved adjusted net profit of euro 3.9 billion, down 50.9% compared to 2008, driven by an unfavorable trading environment for oil prices in the first nine months (Brent prices were down 37%), lower sales volumes and a higher tax rate.
Oil and gas production was 1,769 kboe/d, down 1.6% from 2008. When excluding OPEC restrictions amounting to approximately 28 kbbl/d, production remained substantially unchanged from a year ago.
Our all-sources reserve replacement ratio was 96%, resulting in a reserve life index of 10.2 years at December 31, 2009 (10 years in 2008).
Over the course of the year we increased our resource exploration activities in Venezuela, with the giant Perla discovery, Angola, Ghana and the Gulf of Mexico. This was achieved amid a 30% reduction in exploration expenses year on year.
In 2009 a total of 27 new fields have been put into production, which will add 190 kboe/d to our production at plateau.
In addition to the above-mentioned agreements in Iraq and Venezuela, our upstream portfolio has been further strengthened by continuing exploration success in Angola, acquisition of new licenses in Ghana, the Barents Sea and Pakistan.

We entered the unconventional gas sector in the USA with the purchase of a stake in the Alliance Area containing shale gas, from Quicksilver Resources Inc, and in Indonesia by purchasing a 37.8% interest in the Sanga Sanga license for the production of coal bed methane.

We target an average annual production increase higher than 2.5% in the 2010-2013 plan. By 2013, our hydrocarbon production will hit 2.00 million bbl/d, based on our $65 per barrel Brent price scenario. Most of our projects are in the final investment decision stage or have already been sanctioned.
Three quarters of our 2013 production will come from fields already operating in 2009, and the rest from new start-ups, particularly the Zubair project in Iraq, Kashagan in the Caspian Region and Algeria with the fields acquired from First Calgary. Overall, new start-ups will add approximately 560 kbbl/d by 2013.

In **GAS & POWER**, we reported adjusted net profit of euro 2.92 billion, an increase of 10% from 2008, despite very weak market conditions, with gas consumption down base by more than 1 billion boe thanks to successful

by 7.4% in Europe and 10% in Italy. This result was largely due to stable performances in the regulated businesses, excellent results achieved by Distrigas and integration synergies. Sales volumes were stable at 104 bcm, as a result of expansion in European markets that made for declining sales in Italy (down 24%).
Leveraging on our strategic partnership with Gazprom, we renegotiated terms and conditions of our main long-term supply contracts, improving our operating flexibility.

Our strategy will focus on strengthening our leadership in the European gas market, as well as margins and market share in Italy, relying upon our commercial strength, long-term relationships with producing countries and access to international transport infrastructures.

This access will not be impaired by the possible divestment of our interests in three gas import pipelines from Russia and Northern Europe, which we have proposed to the relevant European authorities in order to settle an antitrust procedure.

In 2010 we expect a weak recovery in gas demand, particularly in Italy. Commercial integration with Distrigas and the advantages granted to us by renegotiating supply contracts with international suppliers will enable us to make for any declines in domestic markets, targeting sales volumes at the same level as in 2009. By 2013, we expect to grow our gas sales by an average growth rate higher than 3% a year, targeting a volume of 118 bcm.
Our regulated businesses in Italy are expected to deliver stable returns, independent of trends in the gas market. They will be supported by guaranteed returns on planned capital expenditures and the cost synergies deriving from integrating gas transport, distribution and storage activities.

In **REFINING & MARKETING** we reported adjusted net loss of euro 197 million due to an extremely weak refining scenario (down by 52% the TRC Brent margin). Refining throughputs were reduced by one million tonnes. These impacts were partly offset by the good performance in marketing as a result of effective marketing initiatives.
In 2010, we expect a challenging refining environment and we will react accordingly by selectively strengthening our refineries, improving conversion capacity and increasing energy efficiency.
In marketing, we aim to reinforce our leadership in the Italian market through continuing improvements in quality standards, loyalty programs and enhanced non-oil services, along with the re-branding of our service stations to the Eni brand. Abroad, we will focus on growth in three countries: Germany, Switzerland and Austria. On January 21, 2010 we purchased 135 service stations, wholesale activities and logistics and storage assets from Exxon in Austria.

In **ENGINEERING & CONSTRUCTION**, we reported an improved adjusted net profit of euro 892 million (14% higher than in 2008) thanks to a better operating performance driven by a strong order backlog and increased efficiency. Saipem is completing the expansion of its world-class fleet of construction and drilling vessels, consolidating its leading position in the project management, engineering and construction activities within the oilfield services industry.

In **PETROCHEMICALS** we reported adjusted losses at both operating and net profit levels (down euro 426 million

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and euro 340 million, respectively) due to an unfavorable market environment that was dragged down by weak demand, excess capacity and strong competitive pressures on commodity products.
Our target is to improve efficiency, shifting our product mix to higher value added products and selectively investing in areas where we can count on competitive advantages (styrenics and elastomers), also leveraging on our proprietary technologies.

Sustainable development

We intend to maintain our position: an oil and gas company with one of the highest sustainability ratings in the world.

We will strive to improve the sustainability of our activities through our commitment to research and innovation, the development of local communities, the protection of the environment, the endorsement of higher health and safety standards and people empowerment. In conducting operations and in our relations with partners we uphold the protection and promotion of human rights.
Eni reaffirms its commitment to Research and Innovation over the next four years by starting a new phase where our strategic priorities will be developing technologies for finding and producing hydrocarbons, the sustainable use of renewable energy and environmental restoration and clean-up of divested sites. We will pursue these objectives by forging strategic alliances with poles of international excellence and constant commitment of dedicated Eni resources.
Key to the Company s success is our strong attention to our people. In managing human resources, we are committed to implementing programs to improve leadership skills, increase knowledge and promote international development.
We continue to strengthen important relationships with our local partners as part of a cooperation model that aims at developing host countries, through the valorization of local resources, exploitation of specific skills, as well as the realization of projects and the definition of cooperation agreements.
In conclusion, in spite of an unfavorable energy and market environment, Eni delivered a good year. 2010 will pose further challenges but Eni s strategic positioning will enable it to continue to deliver industry-leading results and create sustainable value for its shareholders in both the short and the long-term.

March 11, 2010

In representation of the Board of Directors

Chairman

Chief Executive Officer and General Manager

BOARD OF DIRECTORS (1)
Chairman
Roberto Poli (2)
Chief Executive Officer and General Manager
Paolo Scaroni (3)
Directors
Alberto Clô, Paolo Andrea Colombo,
Paolo Marchioni, Marco Reboa, Mario Resca,
Pierluigi Scibetta, Francesco Taranto

CHIEF OPERATING OFFICERS
Exploration & Production Division

BOARD OF STATUTORY AUDITORS (7)
Chairman
Ugo Marinelli
Statutory Auditors
Roberto Ferranti, Luigi Mandolesi,
Tiziano Onesti, Giorgio Silva
Alternate Auditors
Francesco Bilotti, Pietro Alberico Mazzola

MAGISTRATE OF THE COURT OF AUDITORS
DELEGATED TO THE FINANCIAL CONTROL OF ENI SpA
Raffaele Squitieri (8)

Claudio Descalzi [4]

Gas & Power Division

Domenico Dispenza [5]

Refining & Marketing Division

Angelo Caridi [6]

Alternate

Amedeo Federici [9]

External Auditors [10]

PricewaterhouseCoopers SpA

(1) Appointed by the Shareholders Meeting held on June 10, 2008 for a three year period. The Board of Directors expires at the date of approval of the financial statements for the 2010 financial year.
(2) Appointed by the Shareholders Meeting held on June 10, 2008.
(3) Powers conferred by the Board of Directors on June 11, 2008.
(4) Appointed by the Board of Directors on July 30, 2008.
(5) Appointed by the Board of Directors on December 14, 2005, effective from January 1, 2006.
(6) Appointed by the Board of Directors on August 3, 2007.
(7) Appointed by the Shareholders Meeting held on June 10, 2008 for a three year period, expiring at the date of the approval of the financial statements for the 2010 financial year.
(8) Duties conferred by the Governing Council of the Court of Auditors on October 28, 2009.
(9) Duties conferred by the Governing Council of the Court of Auditors on December 3-4, 2008.
(10) Appointment extended by the Shareholders Meeting held on May 24, 2007 for the 2007-2009 three year term.

Key performance indicators [a]		2007	2008	**2009**
Net sales from operations [b]	(euro million)	26,920	33,042	**23,801**
Operating profit		13,433	16,239	**9,120**
Adjusted operating profit		13,770	17,222	**9,484**
Adjusted net profit		6,328	7,900	**3,878**
Capital expenditures		6,480	9,281	**9,486**
of which: *exploratory expenditures* [c]		*1,659*	*1,918*	***1,228***
Adjusted capital employed, net at year end [d]		23,826	30,362	**32,455**
Adjusted ROACE	(%)	30.4	29.2	**12.3**
Average realizations				
- Liquids	($/bbl)	67.70	84.05	**56.95**
- Natural gas	($/mmcf)	5.42	8.01	**5.62**
- Total hydrocarbons	($/boe)	53.17	68.13	**46.90**
Production [e]				
- Liquids	(kbbl/d)	1,020	1,026	**1,007**
- Natural gas	(mmcf/d)	4,114	4,424	**4,374**
- Total hydrocarbons	(kboe/d)	1,736	1,797	**1,769**
Estimated net proved reserves [e] [f] [g]				
- Liquids	(mmbbl)	3,219	3,335	**3,463**
- Natural gas	(bcf)	18,090	18,748	**17,850**
- Total hydrocarbons	(mmboe)	6,370	6,600	**6,571**
Reserve life index	(years)	10.0	10.0	**10.2**
All sources reserve replacement ration [e] [g]	(%)	90	135	**96**
Employees at year end	(units)	9,023	10,891	**10,870**

(a) From January 1, 2009, results of the gas storage business are reported within the Gas & Power segment reporting unit following restructuring of Eni's regulated gas businesses in Italy. Prior period results have been restated accordingly.

(b) Before elimination of intragroup sales.

(c) Includes exploration bonuses.

(d) For a detailed explanation of adjusted capital employed and adjusted ROACE, see paragraph "Return On Average Capital Employed (ROACE)".

(e) Includes Eni's share of equity-accounted entities.

(f) The new US SEC rule has changed the pricing mechanism for oil&gas reserves estimation in 2009. It specifies that, in calculating economic producibility, a company must use a 12-month average price, calculated as the unweighted arithmetic average of the first-day-of-the-month price for each month within the 12-month period prior to the end of the reporting period. Prior period results use the one day price measured on the last day of the company s fiscal year.

(g) Includes a 29.4% stake of the reserves of the three equity-accounted Russian companies participated by joint-venture OOO SeverEnergia, owned by Eni (60%) and its Italian partner Enel (40%) which on September 23, 2009 completed the divestment of the 51% stake in the venture to Gazprom in line with the call option arrangement.

Portfolio

Signed a technical service contract, under a 20-year term with an option for further 5 years, with Iraqi National Oil Companies to develop the Zubair oil field (Eni s interest 32.8%). The partners of the project expect to gradually increase production to a target plateau level of 1.2 mmbbl/d over the next six years.

Signed an agreement with the Venezuelan National Oil Company PDVSA for the joint development of the Junin 5 giant field with 35 billion barrels of certified heavy oil in place, located in the Orinoco oil belt. Production start-up is planned for 2013 at an initial level of 75 kbbl/d and a long term production plateau of 240 kbbl/d is targeted.

Acquired from Quicksilver Resources Inc a 27.5% interest in the Alliance area, in Northern Texas with gas shale reserves. Quicksilver has retained the 72.5% of the property and operatorship. The cash consideration for the transaction amounted to $280 million. Production from the acquired assets amounted to 4 kboe/d net to Eni for the full year 2009, ramping up to approximately 10 kboe/d by 2011.

Awarded a 37.8% stake in the Indonesian Sanga Sanga license for the production of coal bed methane. Recent preliminary studies in the block showed a resource potential of about 3,920 bcf of gas to be verified through an appraisal program that will commence in 2010.

As part of the optimization process of its upstream portfolio, management approved a plan for rationalizing Eni mineral activities in Italy that entails the sale of three Newcos, entirely controlled by Eni. The assets are divided into three groups, depending on their geographical location, which will each be transferred into a single newco: the first lies in northern Italy (Pianura Padana and Emilia Romagna), the second in central Italy (Marche, Abruzzo, Molise) and the third in southern Italy (Crotone area). Negotiations are well underway for the sale of two companies, Società Padana Energia SpA and Società Adriatica Idrocarburi SpA, holding the assets located in northern and central Italy.

Awarded new exploration leases in Angola, China, Ghana, the Gulf of Mexico, India, Norway and Yemen.

Divestment of Russian assets

On April 7, 2009 Gazprom exercised its call option to purchase a 20% interest in OAO Gazprom Neft held by Eni, based on the existing agreements between the two partners. The exercise price of the call option collected by Eni on April 24, 2009 amounting to euro 3,070 million is equal to the price ($3.7 billion) outlined in the bid procedure for the assets of bankrupt Russian company Yukos as adjusted by subtracting dividends distributed and adding the contractual yearly remuneration of 9.4% on the capital employed and financing collateral expenses. At the same time, Eni and Gazprom signed new cooperation agreements targeting certain development projects to be conducted jointly in Russia and other countries of interest.

On September 23, 2009, Eni and its Italian partner Enel in the 60-40% owned joint-venture OOO SeverEnergia completed the divestment of the 51% stake in the venture to Gazprom based on the call option exercised by the Russian company. The total cash consideration amounted to $940 million net to Eni. The three partners are committed to producing first gas from the Samburskoye field by June 2011, targeting a production plateau of 150 kboe/d within two years from the start of production.

Partnership Agreements

In 2009, leveraging its established co-operation model with oil host countries, Eni finalized a number of strategic partnerships pursuing new ventures. The framework of these ventures provides for integration between the traditional oil business and sustainable development initiatives designed to support the host countries population in achieving high social and economic standards:

In February 2009 three agreements were finalized as part of the Memorandum of Understanding signed in August 2008 with Angola s national oil company Sonangol, providing for: (i) a feasibility study to assess the economics of the utilization of associated gas in feeding a grass-root onshore power plant; (ii) a joint study to evaluate and collect data on certain Angolan onshore basins in view of identifying upstream opportunities; (iii) the design of a number of educational and training projects targeting Angolan professionals in the development of energy resources.

In March 2009 signed a Protocol for Cooperation with the government of Pakistan to develop a number of important upstream, midstream and downstream projects in the Country. Eni will provide its expertise as well as new technologies developed in the field of exploring for and developing hydrocarbon fields.

In May 2009 signed a cooperation agreement with Egypt s Ministry for Oil to increase and widen cooperation in development activities. The agreement provides for: (i) an extension of the concession of the giant Belayim field (Eni s interest 100%) in the Gulf of Suez till 2030, with Eni s commitment to spending $1.5 billion over the next five years to execute development expenditures, upgrading actions and operating costs; (ii) a joint study to evaluate a number of industrial initiatives to monetize the natural gas reserves at high depth; (iii) training and knowledge management.

In August 2009 signed a strategic partnership with the Oil Ministry of the Democratic Republic of Congo to start cooperation in developing the host country s conventional and unconventional oil reserves, upgrading industrial facilities and training projects.

In November 2009 signed a co-operation agreement as part of the Memorandum of Understanding signed in July 2009 with the Kazakh National Oil Company KazMunaiGas. The agreement provides for: (i) joint exploration activities in the Isatay and Shangala areas located in the Caspian Sea; (ii) studies of initiatives to optimize gas usage in Kazakhstan; (iii) the evaluation of a number of industrial initiatives including the upgrading of the Pavlodar refinery, in which KMG holds a majority interest.

In December 2009 signed a memorandum of understanding with Turkmenistan aimed at promoting and reinforcing the partnership in the development of the oil industry of the Country. Eni will co-operate with state bodies and the Agency for Hydrocarbons to carry out studies to ascertain the oil and gas potential of the country. Eni will contribute its expertise in technology and the sustainability field.

Financial results

Adjusted net profit for the full year was euro 3,878 million, a decrease of euro 4,022 million from 2008 (down 50.9%) driven by lower oil realizations as a result of the negative price environment recorded in the first nine months of the year, lower gas realizations and lower sales volumes. These negatives were partly offset by the depreciation of the euro against the dollar.

Return on average capital employed calculated on an adjusted basis was 12.3% in 2009 (29.2% in 2008).

Full-year liquids and gas realizations in dollar terms declined by 31.2% on average reflecting market conditions (Brent dated was down 36.6%).

Production

Oil and natural gas production for the full year 2009 amounted to 1,769 kboe/d, representing a decrease of 28 kboe/d from 2008 (down 1.6%). Excluding OPEC cuts (down 28 kboe/d) production was barely unchanged. Lower production uplifts associated with weak European gas demand, the impact of unplanned facility downtime, continuing security issues in Nigeria and mature field declines were partly offset by continuing production ramp-ups and field start-ups as well as positive price impacts in the Company s PSAs and similar contractual schemes (up 35 kbbl/d).

Leveraging on organic growth in Africa and Central Asia, Eni expects to deliver more than 2.5% compound average growth rate over the next four-year period, targeting a production level in excess of 2 mmboe/d by 2013 under Brent scenario at $65 per barrel.

Estimated net proved reserves

Estimated net proved reserves at December 31, 2009 were 6.57 bboe (down 0.4% from 2008) based on a 12-month average Brent price of $59.9 per barrel. All sources reserve replacement ratio was 96%, with an average reserve life index of 10.2 years (10 years at December 31, 2008). Excluding the price effect resulting from higher liquids prices from a year ago (the Brent crude price was $36.5 per barrel in 2008) the replacement ratio would be 109%.

Exploration and development expenditures

In 2009, capital expenditures amounted to euro 9,486 million to enhance assets in well established areas of Africa, the Gulf of Mexico and Central Asia. Exploration activities (euro 1,228 million) achieved a number of successes such as the large Perla gas discovery in the Venezuelan offshore and the Cabaça Norte oil discovery in the Angolan offshore basin. Further discoveries were made in Ghana, the North Sea, the Gulf of Mexico and the Indonesian offshore.

A total of 69 new exploratory wells were drilled (37.6 of which represented Eni s share), in addition to 10 exploratory wells in progress at year end (4.2 net to Eni). The overall commercial success rate was 41.9% (43.6% net to Eni).

Development expenditures were euro 7,478 million (up 16.3% from 2008) to fuel the growth of major projects in Kazakhstan, the United States, Egypt, Congo, Italy and Angola.

Reserves

Overview

The Company has adopted comprehensive classification criteria for the estimate of proved, proved developed and proved undeveloped oil and gas reserves in accordance with applicable U.S. Securities and Exchange Commission (SEC) regulations, as provided for in Regulation S-X, Rule 4-10. Proved oil and gas reserves are those quantities of liquids (including condensates and natural gas liquids) and natural gas which, by analysis of geoscience and engineering data, can be estimated with reasonable certainty to be economically producible form a given date forward, from know reservoirs, under existing economic conditions, operating methods, and government regulations prior to the time at which contracts providing the right to operate expire.

Oil and natural gas prices used in the estimate of proved reserves are obtained from the official survey published by Platt s Marketwire, except when their calculation derives from existing contractual conditions. Prices[1] are calculated as the unweighted arithmetic average of the first-day-of-the-month price for each month within the 12-month period prior to the end of the reporting period. Prices include consideration of changes in existing prices provided only by contractual arrangements.

Engineering estimates of the Company s oil and gas reserves are inherently uncertain. Although authoritative guidelines exist regarding engineering criteria that have to be met before estimated oil and gas reserves can be designated as proved , the accuracy of any reserve estimate is a function of the quality of available data and engineering and geological interpretation and judgment. Consequently, the estimated proved reserves of oil and natural gas may be subject to future revision and upward and downward revisions may be made to the initial booking of reserves due to analysis of new information.

Proved reserves to which Eni is entitled under concession contracts are determined by applying Eni s share of production to total proved reserves of the contractual area, in respect of the duration of the relevant mineral right. Proved reserves to which Eni is entitled under Production Sharing Agreements are calculated so that the sale of production entitlements should cover expenses incurred by the Group to develop a field (cost oil) and on the profit oil set contractually

Reserves Governance

Eni has always exercised centralized rigorous control over the process of booking proved reserves.

The Reserves Department of the Exploration & Production Division is entrusted with the task of: (i) assuring the periodic certification process of proved reserves; (ii) continuously updating the Company s guidelines on reserves evaluation and classification and the internal procedures; and (iii) to provide training of staff involved in the process of reserves estimation.

Company guidelines have been reviewed by DeGolyer and MacNaughton (D&M), an independent petroleum engineering company, which has affirmed their compliance with the SEC rules[2]; D&M has also stated that the company formal guidelines whenever SEC rules may be less precise, provide a reasonable interpretation in line with the generally accepted practices in the industry. When participating in exploration and production activities operated by others entities, Eni also estimates its proved reserves on the basis of the above guidelines.

The process for evaluating reserves, as described in the internal procedure, involves: (i) business unit manager (geographic units) and Local Reserves Evaluators (LRE), who perform the evaluation and classification of reserves including estimates of production profiles, capital expenditures, operating costs and costs related to asset retirement obligations; (ii) geographic area managers at head offices checking evaluation carried out by business unit managers; (iii) the Planning and Control Department which provides the economic evaluation of reserves; (iv) the Reserve Department which, through Division Reserves Evaluators (DRE), provides independent reviews of the fairness and correctness of classifications carried out by the above mentioned units and aggregates worldwide reserve data.

The Head of the Reserve Department attended the Politecnico di Torino and received a Master of Science degree in Mining Engineering in 1985. She has more than 20 years of experience in the oil and gas industry and more than 10 years of experience directly in evaluating reserves.

Staff involved in the reserves evaluation process fulfils the professional qualifications requested and maintains (profit oil). A similar scheme applies to buy-back and service contracts.

the highest level of independence, objectivity and

(1) In prior periods, year-end liquids and natural gas prices were used in the estimate of proved reserves.

(2) The reports of independent engineers are available on Eni website www.eni.com section Documentation/Annual Report 2009.

confidentiality respecting professional ethics. Reserves Evaluators qualifications comply with international standards defined by the Society of Petroleum Engineers.

Reserves independent evaluation
Since 1991, Eni has requested qualified independent oil engineering companies to carry out an independent audit[3] of its proved reserves on a rolling basis. The description of qualifications of the persons primarily responsible of the reserve audit is included in the third party audit report[4]. In the preparation of their reports, those independent evaluators rely, without independent verification, upon information furnished by Eni with respect to property interests, production, current costs of operations and development, sale agreements, prices and other factual information and data that were accepted as represented by the independent evaluators. These data, equally used by Eni in its internal process, include logs, directional surveys, core and PVT (Pressure Volume Temperature) analysis, maps, oil/gas/water production/injection data of wells, reservoir studies; technical analysis relevant to field performance, reservoir performance, long-term development plans, future capital and operating costs.

In order to calculate the economic value of Eni equity reserves, actual prices applicable to hydrocarbon sales, price adjustments required by applicable contractual arrangements and other pertinent information are provided. In 2009 Ryder Scott Company and DeGolyer and MacNaughton provided an independent evaluation of 28% of Eni s total proved reserves at December 31, 2009[5], confirming, as in previous years, the reasonableness of Eni internal evaluations[4].

In the 2007-2009 three year period, 86% of Eni total proved reserves were subject to independent evaluation. As at December 31, 2009 among the most important Eni properties, the only one was not subject to an independent review is Barbara (Italy).

Movements in estimated net proved reserves
Eni s estimated proved reserves were determined taking into account Eni s share of proved reserves of equity-accounted entities[6]. Movements in Eni s 2009 estimated proved reserves were as follows:

(mmboe)		Consolidated Subsidiaries	Equity-accounted entities	Total
Estimated net proved reserves at December 31, 2008		**6,242**	**358**	**6,600**
Extensions, discoveries and other additions, revisions of previous estimates, improved recovery and other factors, excluding price effect		680	15	695
Price effect		(100)	(3)	(103)
Reserve additions, total		580	12	592
Proved property acquisitions		26		26
Sales of mineral-in-place		(1)		(1)
Production of the year		(638)	(8)	(646)
Estimated net proved reserves pro-forma at December 31, 2009		**6,209**	**362**	**6,571**
Reserve replacement ratio, all sources	(%)	95	150	96
	(%)	109	187	109

Reserve replacement ratio, all sources and excluding price effect		

Additions to proved reserves booked in 2009 were 592 mmboe and derived from: (i) revisions of previous estimates were 361 mmboe mainly reported in Egypt, Italy, Congo, the United Kingdom and the United States partly offset by the unfavorable effect of higher oil prices on reserve entitlements in certain PSAs and buy-back contracts (down 103 mmboe) resulting from higher oil prices from a year ago (the Brent price used in the reserve estimation process was $59.9 per barrel in 2009 compared to $36.6 per barrel

(3) From 1991 to 2002, DeGolyer and MacNaughton; from 2003, also Ryder Scott.
(4) The reports of independent engineers are available on Eni website www.eni.com section Documentation/Annual Report 2009.
(5) Includes Eni s share of proved reserves of equity-accounted entities.
(6) Proved reserves included a 29.4% stake of proved reserves owned by the three equity-accounted Russian companies participated by the joint-venture OOO SeverEnergia following the divestment of a 51% stake in the venture to Gazprom on September 23, 2009, in line with the call option arrangement.

in 2008). Higher oil prices also resulted in upward revisions associated with improved economics of marginal productions; (ii) extensions, discoveries and other factors were 297 mmboe, with major increases booked in Norway, Algeria, Iraq and Libya; (iii) improved recovery were 37 mmboe mainly reported in Angola, Norway and Libya.
The largest additions were related to following fields/projects: Goliat in Norway, Belayim in Egypt, M Boundi in Congo, Bahr Essalam in Libya, CAFC and MLE in Algeria and Zubair in Iraq.
Acquisitions related mainly to a 27.5% stake purchased from Quicksilver Resources Inc in the Alliance area, in Texas.
In 2009 Eni achieved an all sources reserve replacement ratio[7] of 96% with a reserve life index of 10.2 years (10 years at December 31, 2008). Excluding the price effect, the replacement ratio would be 109%.

Estimated net proved hydrocarbon reserves

(mmboe)	Italy	Rest of Europe	North Africa	West Africa	Kazakhstan (b)	Rest of Asia	America	Australia and Oceania	Total consolidated subsidiaries	Equity-accounted entities	Total
Year ended December 31, 2007 (a)	**747**	**638**	**1,879**	**1,095**	**1,061**	**198**	**259**	**133**	**6,010**	**360**	**6,370**
Developed	*534*	*537*	*1,183*	*766*	*494*	*127*	*158*	*63*	*3,862*	*63*	*3,925*
Undeveloped	*213*	*101*	*696*	*329*	*567*	*71*	*101*	*70*	*2,148*	*297*	*2,445*
Year ended December 31, 2008 (a)	**681**	**525**	**1,922**	**1,146**	**1,336**	**265**	**235**	**132**	**6,242**	**358**	**6,600**
Developed	*465*	*417*	*1,229*	*827*	*647*	*168*	*133*	*62*	*3,948*	*68*	*4,016*
Undeveloped	*216*	*108*	*693*	*319*	*689*	*97*	*102*	*70*	*2,294*	*290*	*2,584*
Year ended December 31, 2009 (a)	**703**	**590**	**1,922**	**1,141**	**1,221**	**236**	**263**	**133**	**6,209**	**362**	**6,571**
Developed	*490*	*432*	*1,266*	*799*	*614*	*139*	*168*	*122*	*4,030*	*74*	*4,104*
Undeveloped	*213*	*158*	*656*	*342*	*607*	*97*	*95*	*11*	*2,179*	*288*	*2,467*

Estimated net proved liquids reserves

(mmbbl)	Italy	Rest of Europe	North Africa	West Africa	Kazakhstan (b)	Rest of Asia	America	Australia and Oceania	Total consolidated subsidiaries	Equity-accounted entities	Total
Year ended December 31, 2007 (a)	**215**	**345**	**878**	**725**	**753**	**44**	**138**	**29**	**3,127**	**92**	**3,219**
Developed	*133*	*299*	*649*	*511*	*219*	*35*	*81*	*26*	*1,953*	*21*	*1,974*
Undeveloped	*82*	*46*	*229*	*214*	*534*	*9*	*57*	*3*	*1,174*	*71*	*1,245*
Year ended December 31, 2008 (a)	**186**	**277**	**823**	**783**	**911**	**106**	**131**	**26**	**3,243**	**92**	**3,335**
Developed	*111*	*222*	*613*	*576*	*298*	*92*	*74*	*23*	*2,009*	*27*	*2,036*
Undeveloped	*75*	*55*	*210*	*207*	*613*	*14*	*57*	*3*	*1,234*	*65*	*1,299*

Year ended December 31, 2009 [(a)]	**233**	**351**	**895**	**770**	**849**	**94**	**153**	**32**	**3,377**	**86**	**3,463**
Developed	*141*	*218*	*659*	*544*	*291*	*45*	*80*	*23*	*2,001*	*34*	*2,035*
Undeveloped	*92*	*133*	*236*	*226*	*558*	*49*	*73*	*9*	*1,376*	*52*	*1,428*

(a) Includes a 29.4% stake of the reserves of the three equity-accounted Russian companies participated by joint-venture OOO SeverEnergia, owned by Eni (60%) and its Italian partner Enel (40%) which on September 23, 2009 completed the divestment of the 51% stake in the venture to Gazprom in line with the call option arrangement.

(b) As of December 31, 2009 and 2008 Eni s proved reserves of the Kashagan field were determined based on Eni working interest of 16.81% and 18.52% as of December 31, 2007.

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(7) Ratio of changes in proved reserves for the year resulting from revisions of previously reported reserves, improved recovery, extensions, discoveries and sales or purchases of minerals in place, to production for the year. A ratio higher than 100% indicates that more proved reserves were added than produced in a year. The Reserve Replacement Ratio is not an indicator of future production because the ultimate development and production of reserves is subject to a number of risks and uncertainties. These include the risks associated with the successful completion of large-scale projects, including addressing ongoing regulatory issues and completion of infrastructure, as well as changes in oil and gas prices, political risks and geological and other environmental risks.

Estimated net proved natural gas reserves

(bcf)	Italy	Rest of Europe	North Africa	West Africa	Kazakhstan (b)	Rest of Asia	America	Australia and Oceania	Total consolidated subsidiaries	Equity-accounted entities	Total
Year ended December 31, 2007 (a)	**3,057**	**1,675**	**5,751**	**2,122**	**1,770**	**880**	**696**	**598**	**16,549**	**1,541**	**18,090**
Developed	*2,304*	*1,364*	*3,065*	*1,469*	*1,580*	*530*	*442*	*213*	*10,967*	*237*	*11,204*
Undeveloped	*753*	*311*	*2,686*	*653*	*190*	*350*	*254*	*385*	*5,582*	*1,304*	*6,886*
Year ended December 31, 2008 (a)	**2,844**	**1,421**	**6,311**	**2,084**	**2,437**	**911**	**600**	**606**	**17,214**	**1,534**	**18,748**
Developed	*2,031*	*1,122*	*3,537*	*1,443*	*2,005*	*439*	*340*	*221*	*11,138*	*230*	*11,368*
Undeveloped	*813*	*299*	*2,774*	*641*	*432*	*472*	*260*	*385*	*6,076*	*1,304*	*7,380*
Year ended December 31, 2009 (a)	**2,704**	**1,380**	**5,894**	**2,127**	**2,139**	**814**	**629**	**575**	**16,262**	**1,588**	**17,850**
Developed	*2,001*	*1,231*	*3,486*	*1,463*	*1,859*	*539*	*506*	*565*	*11,650*	*234*	*11,884*
Undeveloped	*703*	*149*	*2,408*	*664*	*280*	*275*	*123*	*10*	*4,612*	*1,354*	*5,966*

The conversion rate of natural gas from cubic feet to boe is 1,000 cubic feet = 0.1742 barrels of oil.

(a) Includes a 29.4% stake of the reserves of the three equity-accounted Russian companies participated by joint-venture OOO SeverEnergia, owned by Eni (60%) and its Italian partner Enel (40%) which on September 23, 2009 completed the divestment of the 51% stake in the venture to Gazprom in line with the call option arrangement.

(b) As of December 31, 2009 and 2008 Eni s proved reserves of the Kashagan field were determined based on Eni working interest of 16.81% and 18.52% as of December 31, 2007.

Oil and gas production

Liquids and gas production for the full year 2009 was 1,769 kboe/d, representing a decline of 28 kboe/d from 2008, or 1.6%. Excluding OPEC cuts (down 28 kboe/d) production was barely unchanged. Lower production uplifts associated with weak European gas demand, unplanned facility downtime, continuing security issues in Nigeria and mature field declines negatively affected full-year performance. Production increases were driven by continuing production ramp-ups/start-ups in Angola, Congo, Egypt, Kazakhstan, Venezuela and the Gulf of Mexico as well as the positive price impact reported in the Company s PSAs and similar contractual schemes (up 35 kbbl/d). The share of oil and natural gas produced outside Italy was 90% (89% in 2008).

Liquids production (1,007 kbbl/d) declined by 19 kbbl/d from 2008 (down 1.9%) due to OPEC cuts. Excluding OPEC cuts, the unplanned facility downtime in Libya

Natural gas production (4,374 mmcf/d) slightly declined from 2008 (down 0.8%). Main increases were registered in the Gulf of Mexico, Congo due to the contribution of M Boundi gas project (Eni s interest 83%), and Croatia due to the start-up of Annamaria field (Eni s interest 50%). Production decreased in Libya due to lower gas demand on the European market and the mentioned technical reasons, and for mature field declines, mainly in Italy.

Oil and gas production sold amounted to 622.8 mmboe. The 22.9 mmboe difference over production (645.7 mmboe) reflected volumes of natural gas consumed in operations (19.1 mmboe).
Approximately 60% of liquids production sold (365.2 mmbbl) was destined to Eni s Refining & Marketing division (of which 17% was processed in Eni s refinery); about 30% of natural gas production sold (1,479 bcf) was destined to Eni s Gas & Power division.

and mature field declines, mainly in Italy and the North Sea were offset by production increases achieved in: (i) Angola due to the start-up of the Tombua-Landana project (Eni s interest 20%) and improved performance in Block 0 (Eni s interest 9.8%); (ii) Congo due to the ramp-up of the Awa Paloukou project (Eni s interest 90%); (iii) Kazakhstan due to a better performance; (iv) the Gulf of Mexico due to the start-up of the Thunderhawk (Eni s interest 25%), Pegasus (Eni s interest 58%) and Longhorn (Eni s interest 75%) projects; (v) Venezuela due to the ramp-up of the Corocoro field (Eni s interest 26%).

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Production of oil and natural gas [(a) (b)]

	Liquids (kbbl/d)	**Natural gas** (mmcf/d)	**Hydrocarbons** (kboe/d)	**Liquids** (kbbl/d)	**Natural gas** (mmcf/d)	**Hydrocarbons** (kboe/d)	**Liquids** (kbbl/d)	**Natural gas** (mmcf/d)	**Hydrocarbons** (kboe/d)	**Change** Ch.	%
	2007			2008			**2009**			**2009 vs 2008**	
Italy	**75**	**789.7**	**212**	**68**	**749.9**	**199**	**56**	**652.6**	**169**	**(30)**	**(15.1)**
Rest of Europe	**157**	**647.2**	**270**	**140**	**626.7**	**249**	**133**	**655.5**	**247**	**(2)**	**(0.8)**
Croatia		52.5	9		68.7	12		95.5	17	5	41.7
Norway	90	271.1	137	83	264.8	129	78	273.7	126	(3)	(2.3)
United Kingdom	67	323.6	124	57	293.2	108	55	286.3	104	(4)	(3.7)
North Africa	**337**	**1,474.2**	**594**	**338**	**1,761.6**	**645**	**292**	**1,614.2**	**573**	**(72)**	**(11.2)**
Algeria	85	18.8	88	80	18.5	83	80	19.7	83		
Egypt	97	811.2	238	98	818.4	240	91	793.7	230	(10)	(4.2)
Libya	142	629.6	252	147	907.6	306	108	780.4	244	(62)	(20.3)
Tunisia	13	14.6	16	13	17.1	16	13	20.4	16		
West Africa	**280**	**274.2**	**327**	**289**	**260.7**	**335**	**312**	**274.3**	**360**	**25**	**7.5**
Angola	132	25.1	136	121	28.1	126	125	29.3	130	4	3.2
Congo	67	11.4	69	84	12.7	87	97	27.3	102	15	17.2
Nigeria	81	237.7	122	84	219.9	122	90	217.7	128	6	4.9
Kazakhstan	**70**	**237.9**	**112**	**69**	**244.7**	**111**	**70**	**259.0**	**115**	**4**	**3.6**
Rest of Asia	**37**	**408.9**	**108**	**49**	**426.2**	**124**	**57**	**444.8**	**135**	**11**	**8.9**
China	6	11.0	8	6	10.9	8	7	8.2	8		
India								3.7	1	1	
Indonesia	2	105.4	20	2	99.7	20	2	104.8	21	1	5.0
Iran	26		26	28		28	35		35	7	25.0
Pakistan	1	292.5	52	1	315.6	56	1	328.1	58	2	3.6
Russia	2		2								
Turkmenistan				12		12	12		12		
America	**53**	**240.3**	**95**	**63**	**311.5**	**117**	**79**	**424.7**	**153**	**36**	**30.8**
Ecuador	16		16	16		16	14		14	(2)	(12.5)
Trinidad & Tobago		58.9	10		54.6	9		67.0	12	3	33.3
United States	37	181.4	69	42	256.9	87	57	357.7	119	32	36.8
Venezuela				5		5	8		8	3	60.0
Australia and Oceania	**11**	**41.5**	**18**	**10**	**42.2**	**17**	**8**	**48.6**	**17**		
Australia	11	41.5	18	10	42.2	17	8	48.6	17		
Total	**1,020**	**4,113.9**	**1,736**	**1,026**	**4,423.5**	**1,797**	**1,007**	**4,373.7**	**1,769**	**(28)**	**(1.6)**

(a) Includes volumes of gas consumed in operations (300, 281 and 296 mmcf/d in 2009, 2008 and 2007, respectively).
(b) Includes Eni's share of production of equity-accounted entities.

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Drilling and other exploratory and development activities

Exploration

In 2009, a total of 69 new exploratory wells[8] were drilled (37.6 of which represented Eni s share), as compared to 111 exploratory wells drilled in 2008 (58.4 of which represented Eni s share) and 81 exploratory wells drilled in 2007 (43.5 of which represented Eni s share).
The following tables show the number of net productive, dry and in progress exploratory wells in the years indicated by the Group and its equity-accounted entities in accordance with the requirements of the FASB Extractive-Oil & Gas (Topic 932).

Overall commercial success rate was 41.9% (43.6% net to Eni) as compared to 36.5% (43.4% net to Eni) and 40% (38% net to Eni) in 2008 and 2007, respectively.

Development

In 2009 a total of 418 development wells were drilled (175.1 of which represented Eni s share) as compared to 366 development wells drilled in 2008 (155.1 of which represented Eni s share) and 349 development wells drilled in 2007 (156.7 of which represented Eni s share). The drilling of 116 development wells (41.2 of which represented Eni s share) is currently underway. Oil and natural gas producing wells are 7,181 (2,417.2 of which represent Eni s share).

The following tables show the number of net productive, dry and in progress development wells as well as productive wells in the years indicated by the Group and its equity-accounted entities in accordance with the requirements of the FASB Extractive-Oil & Gas (Topic 932).

Net exploration and development drilling activity

(units)	Italy	Rest of Europe	North Africa	West Africa	Kazakhstan	Rest of Asia	America	Australia and Oceania	Total
2007									
Exploratory	**4.0**	**1.4**	**15.3**	**1.7**	**0.2**	**0.2**	**9.6**	**0.6**	**33.0**
Productive	*0.5*		*7.7*	*0.5*		*0.2*	*3.6*		*12.5*
Dry (a)	*3.5*	*1.4*	*7.6*	*1.2*	*0.2*		*6.0*	*0.6*	*20.5*
Development	**17.0**	**27.3**	**45.8**	**18.5**	*1.3*	**37.8**	**8.4**	**0.6**	**156.7**
Productive	*17.0*	*27.2*	*45.8*	*18.5*	*1.3*	*34.1*	*5.9*	*0.6*	*150.4*
Dry (a)		*0.1*				*3.7*	*2.5*		*6.3*
2008									
Exploratory	**0.7**	**3.7**	**22.9**	**7.4**		**16.2**	**3.4**	**1.4**	**55.7**
Productive		*0.7*	*8.7*	*4.0*		*9.4*	*1.4*		*24.2*
Dry (a)	*0.7*	*3.0*	*14.2*	*3.4*		*6.8*	*2.0*	*1.4*	*31.5*
Development	**12.9**	**5.5**	**47.6**	**37.2**	*2.6*	**43.0**	**6.3**		**155.1**
Productive	*11.3*	*5.5*	*46.4*	*36.4*	*2.6*	*36.5*	*6.3*		*145.0*
Dry	*1.6*		*1.2*	*0.8*		*6.5*			*10.1*
2009									
Exploratory	**1.0**	**4.3**	**8.6**	**2.7**		**6.2**	**4.8**	**2.2**	**29.8**
Productive		*4.1*	*4.8*			*2.3*	*1.0*	*0.8*	*13.0*
Dry (a)	*1.0*	*0.2*	*3.8*	*2.7*		*3.9*	*3.8*	*1.4*	*16.8*
Development	**18.3**	**12.5**	**41.1**	**37.7**	*3.8*	**42.9**	**16.6**	**2.2**	**175.1**
Productive	*18.3*	*12.5*	*40.7*	*35.8*	*3.8*	*38.6*	*15.6*	*2.2*	*167.5*

Dry [(a)]	*0.4*	*1.9*	*4.3*	*1.0*	*7.6*

(a) A dry well is an exploratory, development, or extension well that proves to be incapable of producing either oil or gas sufficient quantities to justify completion as an oil or gas well.

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(8) Including drilled exploratory wells that have been suspended pending further evaluation.

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Present activities

Drilling activity in progress

(units)	Italy	Rest of Europe	North Africa	West Africa	Kazakhstan	Rest of Asia	America	Australia and Oceania	Total
2009									
Exploratory [(a)]									
gross	6.0	25.0	26.0	60.0	13.0	19.0	22.0	1.0	**172.0**
net	4.4	6.6	18.6	15.4	2.3	8.8	8.4	1.0	**65.5**
Development									
gross	6.0	8.0	16.0	23.0	2.0	13.0	47.0	1.0	**116.0**
net	5.8	1.2	6.9	8.2	0.7	6.2	12.1	0.1	**41.2**

(a) Includes temporary suspended wells pending further evaluation.

Oil and gas properties, wells, operations and acreage

Productive oil and gas wells [(a)]

(units)	Italy	Rest of Europe	North Africa	West Africa	Kazakhstan	Rest of Asia	America	Australia and Oceania	Total
2009									
Oil wells									
gross	185.0	384.0	1,103.0	2,764.0	85.0	355.0	125.0	4.0	**5,005.0**
net	145.7	64.5	469.2	474.3	27.6	255.1	56.3	2.6	**1,495.3**
Gas wells									
gross	481.0	198.0	120.0	501.0		658.0	207.0	11.0	**2,176.0**
net	421.1	75.2	49.1	36.6		264.3	72.6	3.0	**921.9**

(a) Productive wells are producing wells and wells capable of production. One or more completions in the same bore hole are counted as one well.

Acreage

As of December 31, 2009, Eni s mineral right portfolio consisted of 1,246 exclusive or shared rights for exploration and development in 40 countries on five continents for a total acreage of 347,862 square kilometers net to Eni of which developed acreage of 41,794 square kilometers and undeveloped acreage of 306,068 square kilometers.

In 2009 total net acreage increased mainly due to: (i) the acquisition of a 27.5% interest in the Alliance area, in Northern Texas from Quicksilver Resources Inc and of a 37.8% interest in the Sanga Sanga license in Indonesia, both in the development of non-conventional gas resources; (ii) the signing of the technical service contract to develop the giant Zubair oil field (Eni 32.8%); (iii) new leases in Angola, China, Ghana, the Gulf of Mexico, India, Norway and Yemen for a total acreage of approximately 40,000 square kilometers net to Eni.

Main decreases were in Mali due to the release of exploration licenses covering an undeveloped acreage of 100,000 square kilometers. Other exploration licenses were released in Congo, Egypt, Italy, Morocco, Norway, Russia, the United Kingdom and the United States mainly related to undeveloped areas.

Oil and natural gas interests

	Dec. 31, 2008	December 31, 2009						
	Total net acreage [a]	Number of interest	Gross developed acreage [a] [b]	Gross undeveloped acreage [a]	Total gross acreage [a]	Net developed acreage [a] [b]	Net undeveloped acreage [a]	Total net acreage [a]
EUROPE	**30,511**	**315**	**17,918**	**33,643**	**51,561**	**11,794**	**19,813**	**31,607**
Italy	**20,409**	**167**	**11,641**	**15,537**	**27,178**	**9,692**	**12,346**	**22,038**
Rest of Europe	**10,102**	**148**	**6,277**	**18,106**	**24,383**	**2,102**	**7,467**	**9,569**
Croatia	988	2	1,975		1,975	987		987
Norway	3,861	51	2,277	8,907	11,184	338	3,074	3,412
United Kingdom	1,450	89	2,025	3,140	5,165	777	692	1,469
Other countries	3,803	6		6,059	6,059		3,701	3,701
AFRICA	**249,672**	**276**	**70,121**	**230,549**	**300,670**	**19,865**	**138,884**	**158,749**
North Africa	**31,088**	**119**	**30,820**	**54,725**	**85,545**	**13,431**	**32,580**	**46,011**
Algeria	909	38	2,152	17,458	19,610	727	16,517	17,244
Egypt	9,741	57	4,445	18,652	23,097	1,571	6,757	8,328
Libya	18,164	13	17,947	18,427	36,374	8,951	9,214	18,165
Tunisia	2,274	11	6,276	188	6,464	2,182	92	2,274
West Africa	**156,557**	**151**	**39,301**	**98,600**	**137,901**	**6,434**	**54,090**	**60,524**
Angola	3,323	67	4,532	16,317	20,849	590	2,803	3,393
Congo	8,244	25	1,865	13,724	15,589	991	7,197	8,188
Gabon	7,615	6		7,615	7,615		7,615	7,615
Ghana		2		2,300	2,300		1,086	1,086
Mali	128,801	1		47,500	47,500		31,668	31,668
Nigeria	8,574	50	32,904	11,144	44,048	4,853	3,721	8,574
Other countries	**62,027**	**6**		**77,224**	**77,224**		**52,214**	**52,214**
ASIA	**93,710**	**80**	**18,924**	**204,274**	**223,198**	**6,369**	**119,272**	**125,641**
Kazakhstan	**880**	**6**	**324**	**4,609**	**4,933**	**105**	**775**	**880**
Rest of Asia	**92,830**	**74**	**18,600**	**199,665**	**218,265**	**6,264**	**118,497**	**124,761**
China	192	7	237	18,461	18,698	39	18,283	18,322
East Timor	9,779	5		9,999	9,999		7,999	7,999
India	9,091	14	303	27,861	28,164	143	9,946	10,089
Indonesia	17,316	12	1,735	25,940	27,675	656	15,863	16,519
Iraq		1	1,950		1,950	640		640
Iran	820	4	1,456		1,456	820		820
Pakistan	18,855	21	9,122	24,782	33,904	2,708	15,493	18,201
Russia	3,891	5	3,597	3,039	6,636	1,058	1,265	2,323
Saudi Arabia	25,844	1		51,687	51,687		25,844	25,844
Turkmenistan	200	1	200		200	200		200
Yemen	3,598	2		23,296	23,296		20,560	20,560
Other countries	3,244	1		14,600	14,600		3,244	3,244
AMERICA	**12,043**	**558**	**4,737**	**17,234**	**21,971**	**3,090**	**8,433**	**11,523**
Brazil	1,389	2		1,389	1,389		1,067	1,067
Ecuador	2,000	1	2,000		2,000	2,000		2,000

Trinidad & Tobago	66	1	382		382	66		66
United States	6,648	543	1,977	9,120	11,097	926	5,524	6,450
Venezuela	614	3	378	1,178	1,556	98	516	614
Other countries	1,326	8		5,547	5,547		1,326	1,326
AUSTRALIA AND OCEANIA	**29,558**	**17**	**1,057**	**48,216**	**49,273**	**676**	**19,666**	**20,342**
Australia	29,520	16	1,057	47,452	48,509	676	19,628	20,304
Other countries	38	1		764	764		38	38
Total	**415,494**	**1,246**	**112,757**	**533,916**	**646,673**	**41,794**	**306,068**	**347,862**

(a) Square kilometers.

(b) Developed acreage refers to those leases in which at least a portion of the area is in production or encompasses proved developed reserves.

Main exploration and development projects

ITALY

Full year development activities concerned mainly: (i) the completion of the first development phase in the Val d Agri concession (Eni s interest 60.77%) through the linkage to the oil treatment plant of the first wells located in the Cerro Falcone, with a production of 6 kboe/d;
(ii) the start-up of Tresauro oil field and the installation of the Annamaria B production platform; (iii) optimization of producing fields by means of sidetrack and work over activities (Annalisa, Antares, Barbara, Cervia, Giovanna, Gela, Luna and Trecate fields).
Offshore activities concerned the finalization of the joint development of three recent gas discoveries (Panda, Argo and Cassiopea), offshore Sicily. Start-up is expected in 2013.

REST OF EUROPE

Croatia Exploration activities yielded positive results with the Ika SW 2 appraisal well which confirmed the mineral potential of the area.
Full year production start-up was achieved in: (i) the Annamaria field (Eni s interest 50%), with a production of approximately 13 mmcf/d net to Eni; (ii) the Irina

In May 2009 following an international bid procedure Eni was awarded the operatorship of exploration licenses PL 533 (Eni s interest 40%) and PL 529 (Eni s interest 40%) in addition to a 30% stake in PL 532 in the Barents Sea.
Full year production start-up was achieved in: (i) the Yttergryta (Eni s interest 9.8%) field, with a production of approximately 71 mmcf/d; (ii) the Tyrihans (Eni s interest 6.23%) field, with a production of approximately 3 kbbl/d.
Development activities progressed on recent oil and gas discoveries near the Aasgard field (Eni s interest 14.82%). In particular the development plan of the Morvin discovery (Eni s interest 30%) provides linkage to existing production facilities that will be upgraded. Production start-up is expected in 2010 with peak production at 12 kboe/d net to Eni in 2014.
Other ongoing projects aim at maintaining and optimizing production at the Ekofisk field by means of infilling wells, the development of the South Area, upgrading of existing facilities and optimization of water injection.
During the year the final investment decision of the Goliat project (Eni s interest 65%) was sanctioned. Start-up is expected in 2013 with a production plateau at 100 kbbl/d.

United Kingdom Exploration activities yielded positive results in Block 22/25a (Eni s interest 16.95%) with the Culzean gas discovery near the Elgin/Franklin producing field (Eni s interest 21.87%). Study of development activities is underway.
Development activities concerned infilling actions at the Elgin/Franklin, Mac-Culloch (Eni s interest 40%) and Jade (Eni s interest 7%) fields to maintain production levels as well as upgrading the facilities in the Liverpool Bay area (Eni s interest 53.9%).
Pre-development activities are underway at the following discoveries: (i) the Burghley field (Eni s interest 21.92%) with expected start-up in 2010; (ii) the Kinnoul oil and gas field (Eni s interest 16.67%) to be developed in synergy with the production facilities of the Andrew field (Eni s interest 16.21%) and expected start-up in 2012; (iii) the Jasmine gas field (Eni s interest 33%) with expected start-up in 2012; (iv) the Mariner field (Eni s interest 8.89%) with expected start-up in 2015.

(Eni s interest 50%) and Vesna (Eni s interest 50%) fields, with an overall production at approximately 3 mmcf/d net to Eni.

Norway Exploration activities yielded positive results in the Prospecting License 128 (Eni s interest 11.5%) with the Dompap gas discovery. Appraisal activities are underway.

NORTH AFRICA

Algeria Relevant authorities confirmed the acquisition of the operatorship of the Kerzaz exploration area (Blocks 319a, 321a and 316b) covering a total acreage of 16,000 square kilometers. Exploration activities are underway.

Activities of the year regarded mainly: (i) the development of the Rom and satellites reserves

(Zea, Zek and Rec) following the mineral potential revaluation. Current production is collected at the Rom Central Production Facility (CPF) and delivered to the treatment plant in Bir Rebaa North. Drilling and work over activities were started in 2009. An export pipeline and a new multiphase pumping system are underway in compliance with applicable Country law to reduce gas flaring; (ii) the MLE and CAFC integrated project (Eni s interest 75%) purchased in 2008 from Canadian company First Calgary. The project regards the construction of a treatment plant with a capacity of 350 mmcf/d of NGL and 35 kbbl/d of oil. Production start-up is expected in 2011 with a production plateau of approximately 33 kboe/d net to Eni by 2012. Drilling activities are underway. In 2009 the EPC contract for the construction of a gas treatment plant, gathering and exporting facilities has been awarded. The 11% of the project was completed at year-end.
In 2009 the final investment decision of El Merk was sanctioned. During the year all EPC contracts for the development of facilities were awarded. Drilling activity started. The 24% of the project was completed. Start-up is expected in 2012.

Egypt In 2009, in the offshore area of the Nile Delta, the North Bardawil (Eni operator with a 60% interest) and Thekah fields (Eni operator with a 50% interest) started-up by linking to El Gamil facilities with an overall production plateau at approximately 212 mmcf/d.
The basic engineering is ongoing at the Belayim field for the upgrading of water injection facilities to recover residual reserves.
Other development activities concerned the Tuna project, the second phase at the Denise field and upgrading of the El Gamil compression plant by adding new capacity to support production.
Through its affiliate Unión Fenosa Gas, Eni has an indirect interest in the Damietta natural gas liquefaction plant with a producing capacity of 5.1 mmtonnes/y of LNG corresponding to approximately 268 bcf/y of feed gas. Eni is currently supplying 35 bcf/y for a twenty-year period. Natural gas supplies derived from the Taurt and Denise fields with 17 kboe/d net to Eni of feed gas.

Libya Main development activities underway concerned structure A, an upgrading of the Mellitah plant and of the GreenStream compression capacity; further 106 bcf/y will be achieved by means of another offshore field development; (iii) maintaining gas production profiles at the Wafa and Bahr Essalam fields is underway through increasing compression capacity at Wafa field and joint drilling additional wells.
In 2009 volumes delivered through the GreenStream pipeline were 309 bcf. In addition, 43 bcf were sold on the Libyan market for power generation and to fuel the GreenStream pipeline compression plant.

Other projects underway regarded: (i) a plan to monetize flaring gas and associated condensates from the Bouri oil field (Eni s interest 50%) that will be pre-treated in the area and then delivered at the Mellitah plant for the final treatment; (ii) ongoing activities aimed at maintaining the El Feel field (Eni s interest 33.3%) production plateau through water injection.

Tunisia Exploration activities yielded positive results with four discovery wells among five drilled. In 2009 gas production was started in one well, while two more wells are expected to start-up in 2010.
The ongoing development projects mainly regarded the optimization of production at the Adam (Eni operator with a 25% interest), Djebel Grouz (Eni s interest 50%), Oued Zar (Eni s interest 50%) and El Borma (Eni s interest 50%) fields.
The development plan of Maamoura concession (Eni s

the Western Libyan Gas project (Eni s interest 50%) for the monetization of gas reserves ratified in the strategic agreements between Eni and NOC. In particular: (i) upgrading of plants and facilities in order to increase sale gas by 49 bcf/y was completed; (ii) additional 71 bcf/y will be on stream by 2015 through the installation of a new platform on interest 49%) has been almost completed: early production started-up in late 2009. The Baraka (Eni s interest 49%) development project is in final stage: peaking production at 11 kboe/d is expected in 2010.

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WEST AFRICA

Angola Exploration activities yielded positive results in: (i) Block 3 (Eni s interest 12%), the Punja-4 appraisal well showed the presence of liquids and natural gas; (ii) the Development Areas of former Block 14 (Eni s interest 20%) whit the Malange-2 appraisal well containing oil; (iii) the Development Areas of former Block 15 (Eni s interest 20%) with the Mondo-4 appraisal well containing oil; (iv) Block 15/06 (Eni operator with a 35% interest) where the Cabaça Norte and Nzanza discoveries showed the presence of oil and yielded 6.5 kbbl/d and 1.5 kbbl/d in test production, respectively.

In 2009 production started-up at the Mafumeira field in Block 0 in the Cabinda-A area (Eni s interest 9.8%) and the Landana-Tombua fields in the Development Areas of the former Block 14. Peak production at 33 kboe/d and 136 kboe/d is expected in 2010 and 2011, respectively.

Within the activities for reducing gas flaring, projects progressed at the Nemba field in Block 0. Start-up is expected in 2013 reducing flared gas by approximately 85%. In 2009 the development activity of Takula field was completed. Gas flared is re-injected in the field; condensates will be shipped to the Malongo treatment plant, nearing completion.

Main projects underway in the Development Areas of former Block 15 regarded: (i) the development activities started-up at the satellites of Kizomba project-phase 1. The project provides for the drilling of 18 producing wells linked to the FPSO vessels existing in the area. Associated gas will be initially re-injected in the reservoirs in the Kizomba area, and thereafter delivered to the A-LNG liquefaction plant. Start-up is expected in 2012. Peak production at 100 kboe/d (21 net to Eni) is expected in 2013. The second phase provides for production from nearby discoveries; (ii) the Gas Gathering project, entailing the construction of a pipeline collecting all gas from the Kizomba, Mondo and Saxi/Batuque areas, is underway. Completion is expected in 2011.

Eni holds a 13.6% interest in the Angola LNG Limited (A-LNG) consortium responsible for the construction of an LNG plant in Soyo, 300 kilometers north of Luanda. It will be designed with a processing capacity of 1 bcf/d of natural gas and to produce 5.2 mmtonnes/y of LNG. The project has been sanctioned by relevant Angolan be part of a second gas consortium which will explore further potential gas discoveries to support the feasibility of a second LNG train. Eni is technical advisor with a 20% interest.

Congo Exploration activities yielded positive results in: (i) the Marine XII permit (Eni operator with a 90% interest) with two discoveries wells which confirmed the mineral potential of the area. The related PSA was signed; (ii) the Le Kouilou permit (Eni s interest 85%) with the Zingali field, confirmed by subsequently long production test.

In 2009 the development plan of Awa-Paloukou field (Eni s interest 90%) was completed. Production started-up at 12 kbbl/d.

Activities on the M Boundi operated field (Eni s interest 83%) moved forward with the revision of the production schemes and layout to plan application of advanced recovery techniques and a design to monetize associated gas. In 2009, Eni signed a long term agreement to supply associated gas from the M Boundi field to feed three facilities in the Pointe Noire area: (i) the Koilou potassium plant, owned by Canadian Company MAG Industries and under construction; (ii) the CED (Centrale Electrique du Djeno) existing power plant; (iii) the new built CEC (Centrale Electrique du Congo - Eni s interest 20%). These facilities will also receive gas in the future from the offshore discoveries of the Marine XII permit. The development activities to build the CEC power plant moved forward in 2009 as scheduled in the Cooperation Agreement signed by Eni and the Republic of Congo in 2007, and the start-up of the first turbo-generator occurred by the end of march 2010.

Also the studies related to the possible exploitation of unconventional oil reserves from the Tchikatanga and Tchikatanga-Makola areas have progressed, according to the cooperation agreement signed in 2008, with the particular aim to identify areas where it would be possible to withstand the stringent Eni s environmental and sustainability requirements for development.

Ghana On September 28, 2009, Eni acquired operatorship of the offshore exploration permits Cape Three Point South and Cape Three Point (Eni s interest 47.2%). Exploration activities yielded positive results in the latter with the Sankofa discovery containing oil and natural gas.

authorities. It envisages the development of 10,594 bcf of associated gas reserves in 30 years. Start-up is expected in the first quarter of 2012. The LNG will be delivered to the United States market at the re-gasification plant in Pascagoula under construction (Eni s capacity 45%, amounting to approximately 205 bcf/y), in Louisiana. Start-up is expected in late 2011. In addition, Eni finalized with the national Angolan company and other partners another agreement to

Nigeria In 2009 production of the Oyo offshore field in Blocks OML 120/121 (Eni s interest 40%) started-up at 25 kbbl/d.
In Blocks OML 60, 61, 62 and 63 (Eni operator

with a 20% interest), within the activities aimed at guaranteeing production to feed gas to the Bonny liquefaction plant (Eni s interest 10.4%), the development of gas reserves continued for increasing capacity at the Obiafu/Obrikom plant as well as the installation of a new treatment plant and transport facilities for carrying 155 mmcf/d net to Eni of feed gas for 20 years. To the same end the development plan of the Tuomo gas field has been progressing along with its linkage to the Ogbainbiri treatment plant.
An integrated oil and gas project is underway in the Gbaran-Ubie area. The development plan provides for the construction of a Central Processing Facility (CPF) with treatment capacity of about 1 bcf/d of gas and 120 kbbl/d of liquids, the drilling of producing wells and the construction of a pipeline to carry the gas to the Bonny liquefaction plant. First gas is expected in the third quarter of 2010.
Eni holds a 10.4% interest in Nigeria LNG Ltd responsible for the management of the Bonny liquefaction plant, located in the Eastern Niger Delta. The plant has a design treatment capacity of approximately 1,236 bcf/y of feed gas corresponding to a production of 22 mmtonnes/y of LNG on 6 trains. The seventh unit is being engineered as it is in the pre-fid phase. When fully operational, total capacity will amount to approximately 30 mmtonnes/y of LNG, corresponding to a feedstock of approximately 1,624 bcf/y. Natural gas supplies to the plant are provided under gas supply agreements with a 20-year term from the SPDC joint venture (Eni s interest 5%) and the NAOC JV, the latter operating the OMLs 60, 61, 62 and 63 (Eni s interest 20%). In 2009, total supplies were 1,798 mmcf/d (130 mmcf/d net to Eni corresponding to 23 kboe/d). LNG production is sold under long-term contracts and exported to European and American markets by the Bonny Gas Transport fleet, wholly-owned by Nigeria LNG Co.
Eni holds a 17% interest of the Brass LNG Ltd Company for the construction of a natural gas liquefaction plant to be built near the existing Brass terminal, 100 kilometers west of Bonny. This plant is expected to start operating in 2015 with a production capacity of 10 mmtonnes/y of LNG corresponding to 590 bcf/y (approximately 60 net to Eni) of feed gas on 2 trains for twenty years. Supplies to this plant will derive from the collection of associated gas from nearby re-gasification plant in Cameron, in Louisiana, USA. Eni s capacity amounts to approximately 201 bcf/y. Front end engineering activities progressed. The final investment decision is expected at the end of 2010.

KAZAKHSTAN

Kashagan Eni holds a 16.81% working interest in the North Caspian Sea Production Sharing Agreement (NCSPSA). The NCSPSA defines terms and conditions for the exploration and development of the Kashagan field which was discovered in the Northern section of the contractual area in the year 2000 over an undeveloped area extending for 4,600 square kilometers. Kashagan is believed to be one of the most important oil discoveries in the world in the past thirtyfive years. Management estimates that the gross recoverable reserves of the field amount to 7-9 bbbl, extendible to 13 bbbl through partial gas re-injection.
A change in the working interest was effective as of January 1, 2008 according to the final agreement signed in 2008 with the Kazakh authorities following which the stake held by the partner KazMunaiGas increased to 16.81%. The other partners of this initiative are the international oil companies Total, Shell and ExxonMobil, each with a participating interest currently of 16.81%, ConocoPhillips with 8.40%, and Inpex with 7.56%.
The exploration and development activities of the Kashagan field and of the other discoveries made in the contractual area are executed through an operating model which entails an increased role of the Kazakh partner and defines the international parties responsibilities in the execution of the subsequent development phases of the project. The new North Caspian Operating Company (NCOC) BV participated by the seven partners of the consortium has taken over the operatorship of the project. Subsequently development, drilling and production activities have been delegated by NCOC BV to the main partners of the Consortium: Eni is confirmed to be the operator of phase-one of the project (the so-called Experimental Program) and in addition will retain operatorship of the onshore operations of phase 2 of the development plan. The phased development plan of the Kashagan field provides for the drilling of about 240 wells and the construction of production plants located on artificial islands which will collect production from other satellite

producing fields and from the development of gas reserves in the onshore OMLs 60 and 61. The venture signed preliminary long-term contracts to sell the whole LNG production capacity. Eni acquired 1.67 mmtonnes/y of LNG capacity (corresponding to approximately 81 bcf/y). The LNG will be delivered to the United States market mainly at the

artificial islands. Oil production will be marketed. Natural gas will be mostly used (80%) for re-injection into the reservoir for maintaining pressure levels. The natural gas not re-injected will be treated for the removal of hydrogen sulphide and will be used

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as fuel in power generation for the production plants. The remaining amounts will be marketed.
In consideration of the magnitude of the reserve base, the results of the well tests conducted and the findings of subsurface studies completed so far support expectations for a full field production plateau of 1.5 mmbbl/d.
In conjunction with the final agreement signed in 2008, the Kazakh authorities reached a final approval of the revised expenditure budget of phase-one, amounting to $32.2 billion (excluding general and administrative expenses) of which $25.4 billion related to the original scope of work of phase 1 (including tranches 1 and 2), with the remaining part planned to be spent to execute tranche 3 and build certain exporting facilities. Eni will fund those investments in proportion to its participating interest of 16.81%.
On the basis of progress to completion (70% of phase 1 of the project) and expertise developed, Eni management expects to achieve first oil by the end of 2012. In the following 12-15 months the treatment and compression plant for gas re-injection will be completed reaching an installed production capacity of 370 kbbl/d in 2014. Subsequently, production capacity of phase-one is expected to step up to 450 kbbl/d, leveraging on availability of further compressor capacity for gas re-injection associated with the start-up of phase-two offshore facilities.
Phase 2 is actually in the stage of Front End Engineering Design (FEED).
However, taking into account that future development expenditures will be incurred over a long time horizon and subsequently to the production start-up, management does not expect any material impact on the Company s liquidity or its ability to fund these capital expenditures.
In addition to the expenditures for developing the field, further capital expenditures will be required to build the infrastructures needed for exporting the production to international markets.
As of December 31, 2009, the aggregate costs incurred by Eni for the Kashagan project capitalized in the financial statements amounted to $4.5 billion (euro 3.1 billion at the EUR/USD exchange rate of December 31, 2009). This capitalized amount included: (i) $3.4 billion relating to expenditures incurred by Eni for the development of the oilfield; and (ii) $1.1 billion relating primarily to accrued finance charges and expenditures

As of December 31, 2009, Eni s proved reserves booked for the Kashagan field amounted to 588 mmboe, recording a decrease of 6 mmboe with respect 2008.

Karachaganak In 2009 production of the Karachaganak field averaged 238 kbbl/d of liquids (70 net to Eni) and 883 mmcf/d of natural gas (259 net to Eni).
The fourth treatment unit has been progressing to completion and will enable to increase export of oil volumes to European markets. Currently non-stabilized oil production is delivered to the Orenburg terminal. The development activities of the Uralsk Gas Pipeline are ongoing. This new infrastructure, with a length of 150 kilometers, will link the Karachaganak field to the Kazakhstan gas network. Start-up is expected in 2010.
The engineering activities of Phase 3 of the Karachaganak project identified a new design to complete development activities in multiple phases. The project provides for the installation of gas producing and re-injection facilities to increase gas sales at the Orenburg plant up to 565 bcf/y, according to the General Supply Agreement signed in 2007, and the liquids production up to approximately 14 mmtonnes/y.
The sanction of relevant Authority to start-up with Phase 3 is currently in the phase of technical and marketing discussion.
As of December 31, 2009, Eni s proved reserves booked for the Karachaganak field amounted to 633 mmboe, recording a decrease of 107 mmboe with respect to 2008 and derived from downward revisions due to lower prices and from production of the year.

REST OF ASIA

China In 2009 Eni signed the PSAs related to exploration Blocks 3/27 and 28/20 located in the South China Sea covering a total net acreage of 18,194 square kilometers. Eni was awarded a 100% stake in the exploration stage.

India In 2009 production started-up at the PY-1 gas field, part of the purchased assets from Hindustan Oil Exploration Company Ltd (Eni s interest 47.18%), acquired in 2008 as part of Burren deal. Gas production is sold to the local national oil company.

Indonesia Exploration activity yielded positive results with the Jangkrik discovery located in the Muara Bakau for the acquisition of interests in the North Caspian Sea PSA consortium from exiting partners upon exercise of pre-emption rights in previous years.

Block (Eni s interest 55%) offshore Borneo.
Eni is also involved in the ongoing joint development of the oil and gas discoveries in the Bukat permit

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(Eni operator with a 66.25% interest) and the five discoveries in the Kutei Deep Water Basin area (Eni s interest 20%).
In 2009 the development plan of the Jau field in the Krueng Mane Block (Eni s interest 75%) located offshore Sumatra was completed. The project is subject to approval by the relevant Authority.
In November 2009, Eni was awarded a 37.8% stake in the Indonesian Sanga Sanga PSC for the production of coal bed methane. The contract refers to exploration, development and production of gas from superficial levels of coal from a contractual area that coincides with the one regulated by the Sanga Sanga PSC for the production of conventional oil. Exploration activity start-up is expected in 2010. In case of commercial discovery, the project will also benefit from synergies with existing production and treatment plants in addition to feeding the LNG plants of Bontang and Sanga Sanga.

Iraq On January 22, 2010, Eni leading a consortium of international companies and the Iraqi National Oil Companies, South Oil and Missan Oil signed a technical service contract, under a 20-year term with an option for further 5 years, to develop the Zubair oil field (Eni 32.8%). The field was awarded to the Eni-led consortium following a successful first bid round and was offered under a competitive bid starting on June 30, 2009. The partners of the project plan to gradually increase production to a target plateau level of 1.2 mmbbl/d over the next six years. The contract provides that the consortium will earn a remuneration fee on the incremental oil production once production has been raised by 10% from its current level of approximately 180 kbbl/d and will recover its expenditures through a cost recovery mechanism based on the revenues from the field s production.

Iran In 2009 activities were executed at the Darquain project which related to plant commissioning and start-up in view of making formal hand over of operations to local partners. Darquain was the sole Eni-operated project in the Country.

Pakistan Exploration activity yielded positive results with discoveries in the Badhra (Eni operator with a 40% interest), Kadanwari (Eni operator with an 18% interest) and Miano (Eni s interest 15%) areas. The production current production plateau; (ii) the Sawan field (Eni s interest 23.68%) with the ongoing construction activity of a compressor plant; (iii) the Zamzama permit (Eni s interest 17.75%) with the construction of the third treatment plant for the production of HVC gas aimed at optimizing current production.
During the year other activities were targeted to optimize production from the Bhit, Sawan and Kadanwari fields by means of the drilling additional wells.

Russia In September 2009, Eni and its Italian partner Enel in the 60-40% owned joint-venture OOO SeverEnergia completed the divestment of the 51% stake in the venture to Gazprom based on the call option exercised by the Russian company. Eni collected the total cash consideration ($940 million), 25% of which had been collected at the transaction date and the remaining 75% on March 31, 2010.
A gain amounting to euro 100 million was recognized in the profit for the year. The gain was associated with interest income at an annual rate of 9.4% accruing on the initial investment in the venture when it was acquired on April 4, 2007 based on the contractual arrangements between Eni and Gazprom. The three partners are committed to producing first gas from the Samburskoye field by June 2011, targeting a production plateau of 150 kboe/d within two years from the start of production.
In April 2009, Gazprom exercised its call option to purchase a 20% interest in OAO Gazprom Neft held by Eni based on the existing agreements between the two partners. The exercise price of the call option collected by Eni on April 24, 2009 amounting to euro 3,070 million is equal to the price ($3.7 billion) outlined in the bid procedure for the assets of bankrupt Russian company Yukos as adjusted by subtracting dividends distributed and adding the contractual yearly remuneration of 9.4% on the capital employed and financing collateral expenses. Eni and Gazprom signed new cooperation agreements targeting certain development projects to be conducted jointly in Russia and other countries of interest.

AMERICA

Trinidad & Tobago The main development project concerns the Poinsettia, Bougainvillea and Heliconia fields in the North Coast Marine Area 1 (Eni s interest start-up of the recent discoveries benefited from the existing facilities.

Development activities concerned: (i) the Bhit field (Eni operator with a 40% interest) with the ongoing installation of a compressor plant aimed at maintaining

17.4%). The project provides for the installation of a production platform on the Poinsettia field and the linkage to the Hibiscus treatment facility which was already upgraded. The drilling program on Heliconia and Bougainvillea fields is underway. Start-up is expected in 2010. In 2009 production started-up at the Poinsettia field.

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United States Offshore exploration activities yielded positive results in the following blocks: (i) Green Canyon 859 (Eni s interest 12.5%) with the oil and gas Heidelberg-1 discovery; (ii) Keathley Canyon 919 (Eni s interest 25%) with the oil and gas Hadrian West discovery.
In May 2009, Eni signed a strategic alliance with Quicksilver Resources Inc, an independent US natural gas producer, to acquire a 27.5% interest in the Alliance area, in the Fort Worth basin, in Texas. The acquisition for cash consideration amounting to $280 million includes gas shale[9] production assets with 40 mmbbl of resources base. Production plateau at 10 kboe/d net to Eni is expected in 2011.

In 2009 production start-up was achieved in: (i) the Thunderhawk field (Eni s interest 25%) through the drilling of underwater wells and linkage to a semi submersible production unit with a treatment capacity of 45 kbbl/d of oil and about 71 mmcf/d of natural gas; (ii) the Longhorn field (Eni s interest 75%) through the drilling of underwater wells and installation of production platform with a treatment capacity of approximately 247 mmcf/d; (iii) the Leo field (Eni s interest 75%) by means of the linkage to the Longhorn production facilities.

The development plan of the Appaloosa discovery (Eni s interest 100%) was sanctioned. The discovery is planned to be developed in synergy with the Longhorn production facilities. Start-up is expected in 2010 with production peaking at 1.5 kboe/d.
Other ongoing activities concerned the phased development plan of the Nikaitchuq operated field (Eni s interest 100%), located in North Slope basins in Alaska. First oil is expected in 2011 with peaking production at 28 kbbl/d.

Venezuela A large gas discovery was made in the Perla field, located in the Cardon IV block (Eni 50%) in the Gulf of Venezuela, yielding 21 mmcf/d (approximately 3.7 kboe/d) during flow tests. The field has been estimated to contain a reserve potential of more than 5,650 bcf of gas (1 bboe).
On January 26, 2010 Eni and the Venezuelan National Oil Company PDVSA signed an agreement for the joint development of the giant field Junin 5 with 35 bbbl of certified heavy oil in place, located in the Orinoco oil belt. Production start-up is planned for 2013 at an initial level of 75 kbbl/d and a long term production plateau of 240 kboe/d is targeted. Development will be conducted through an "Empresa Mixta" (Eni 40%, PDVSA 60%). At the time of the establishment of the "Empresa Mixta", Eni will disburse a bonus of $300 million, and further $346 million will be paid upon the achievement of certain project milestones. The agreement also includes an option to deploy Eni s proprietary technology in hydrogenation for the conversion of heavy oils. Finally, Eni will present a project for the construction of a power plant in the Guiria peninsula.

AUSTRALIA AND OCEANIA

Australia In 2009 production start-up was achieved at the Blacktip gas field (Eni s interest 100%) located in the north western offshore in the South Bonaparte basin by means of a production platform and linkage to onshore treatment plant. Natural gas extracted from this field is sold under a 25-year contract signed with Power & Water Utility Co to fuel a power plant. Peak production at 26 bcf/y is expected in 2010.
Ongoing further development phase (phase 2) of Bayu Undan field (Eni s interest 10.99%) is underway aimed at increasing liquids production and maintaining the field s production profile.

(9) Shale gas is a continuous natural gas reservoir contained within fine grained rocks, dominated by shale.

Capital expenditures

Capital expenditures of the Exploration & Production division (euro 9,486 million) concerned development of oil and gas reserves (euro 7,478 million) directed mainly outside Italy, in particular Kazakhstan, United States, Egypt, Congo and Angola. Development expenditures in Italy concerned the well drilling program and facility upgrading in Val d Agri as well as sidetrack and infilling activities in mature fields. About 97% of exploration expenditures that amounted to euro 1,228 million were directed outside Italy in particular to the United States, Libya, Egypt, Norway and Angola. In Italy, exploration activities were directed mainly to the offshore of Sicily.

Acquisition of proved and unproved property concerned mainly the acquisition from Quicksilver Resources Inc of a 27.5% interest in the Alliance area, in Northern Texas and the extension of Eni s mineral rights in Egypt, following the agreement signed in May 2009.

As compared to 2008, capital expenditures increased by euro 205 million, up 2.2%, due to higher development expenditures mainly in Congo, Algeria, Nigeria, Kazakhstan, Italy, Australia and India.

Capital expenditures	(euro million)	2007	2008	**2009**	Change	% Ch.
Acquisition of proved and unproved properties		**96**	**836**	**697**	**(139)**	**(16.6)**
North Africa		11	626	**351**		
West Africa			210	**73**		
Rest of Asia				**94**		
America		85		**179**		
Exploration		**1,659**	**1,918**	**1,228**	**(690)**	**(36.0)**
Italy		104	135	**40**	(95)	(70.4)
Rest of Europe		195	227	**113**	(114)	(50.2)
North Africa		373	379	**317**	(62)	(16.4)
West Africa		246	485	**284**	(201)	(41.4)
Kazakhstan		36	16	**20**	4	25.0
Rest of Asia		162	187	**159**	(28)	(15.0)
America		505	441	**243**	(198)	(44.9)
Australia and Oceania		38	48	**52**	4	8.3
Development		**4,643**	**6,429**	**7,478**	**1,049**	**16.3**
Italy		461	570	**689**	119	20.9
Rest of Europe		429	598	**673**	75	12.5
North Africa		948	1,246	**1,381**	135	10.8
West Africa		1,343	1,717	**2,105**	388	22.6
Kazakhstan		733	968	**1,083**	115	11.9
Rest of Asia		238	355	**406**	51	14.4
America		345	655	**706**	51	7.8
Australia and Oceania		146	320	**435**	115	35.9
Other expenditures		**82**	**98**	**83**	**(15)**	**(15.3)**
		6,480	**9,281**	**9,486**	**205**	**2.2**

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Key performance indicators [a]		2007	2008	**2009**
Net sales from operations [b]	(euro million)	27,793	37,062	**30,447**
Operating profit		4,465	4,030	**3,687**
Adjusted operating profit		4,414	3,564	**3,901**
Market		*2,284*	*1,309*	***1,721***
Regulated businesses in Italy		*1,685*	*1,732*	***1,796***
International transport		*445*	*523*	***384***
Adjusted net profit		3,127	2,648	**2,916**
EBITDA pro-forma adjusted [b]		5,029	4,310	**4,403**
Market		*3,061*	*2,271*	***2,392***
Regulated businesses in Italy		*1,248*	*1,284*	***1,345***
International transport		*720*	*755*	***666***
Capital expenditures		1,511	2,058	**1,686**
Adjusted capital employed, net at year end [c]		21,364	22,273	**25,024**
Adjusted ROACE [c]	(%)	15.2	12.2	**12.3**
Worldwide gas sales [d]	(bcm)	98.96	104.23	**103.72**
LNG sales [e]		11.7	12.0	**12.9**
Customers in Italy	(million)	6.61	6.63	**6.88**
Gas volumes transported in Italy	(bcm)	83.28	85.64	**76.90**
Electricity sold	(TWh)	33.19	29.93	**33.96**
Employees at year end	(units)	11,893	11,692	**11,404**

(a) From January 1, 2009, results of the gas storage business are reported within the Gas & Power segment reporting unit, within the regulated businesses results, following restructuring of Eni regulated gas businesses in Italy. As of that date, the results of the regulated businesses in Italy therefore include results of the Transport, Distribution, Regasification and Storage activities in Italy. Results of the power generation activity are reported within the marketing business as it is ancillary to the latter. Prior period results have been restated accordingly.

(b) Before the elimination of intragroup sales.

(c) For a detailed explanation of adjusted capital employed and adjusted ROACE, see paragraph "Return On Average Capital Employed (ROACE)".

(d) Include volumes marketed by the Exploration & Production division of 6.17 bcm (5.39 and 6.00 bcm in 2007 and 2008, respectively), of which 2.57 bcm in Europe (3.59 and 3.36 bcm in 2007 and 2008, respectively) and in the Gulf of Mexico (1.80 bcm and 2.84 bcm in 2007 and 2008, respectively).

(e) Refer to LNG sales of the G&P division (included in worldwide gas sales) and the E&P division.

Presentation to the European Commission of a set of structural remedies related to some international gas pipelines

On February 4, 2010, Eni has formally presented to the European Commission a set of structural remedies relating to certain international gas pipelines. With prior agreement from its partners, Eni has committed to dispose of its interests in the German TENP, in the Swiss Transitgas and in the Austrian TAG gas pipelines. The European Commission intends to submit these remedies to a market test. In case the Commission approves those remedies upon conclusion of the market test, Eni will be in the position to resolve an inquiry started in May 2006 for alleged infringements of the European antitrust regulations in the gas sector, which involved the main players in the European gas market. Eni received a statement of objections from the European Commission which alleged that during the 2000-2005 period Eni was responsible for limiting the access of third parties to the gas pipelines TAG, TENP and Transitgas, thus restricting gas availability in Italy. Given the strategic importance of the Austrian TAG pipeline, which transports gas from Russia to Italy, Eni has negotiated a solution with the Commission which calls for the transfer of its stake to an entity controlled by the Italian State. The remedies negotiated with the Commission do not affect Eni s contractual gas transport rights. For further details on this topic see note "Guarantees, commitments and risks" to the Consolidated Financial Statements.

European gas market

In 2009, the mandatory tender offer on the minorities of Distrigas was finalized and Distrigas shares have been delisted from Euronext Brussels. Thanks to the achievement of synergies on integration, the Distrigas acquisition represented for Eni a remarkable result in strengthening its leadership in the European gas market.

Notwithstanding the unfavorable trends in natural gas demand, in 2009 Eni achieved organic growth outside Italy, increasing market shares in a number of European gas markets. This increase, coupled with the full contribution of Distrigas sales, determined a change in natural gas sales portfolio with international sales at 63.68 bcm representing 61% of total sales (49% in 2008).

Reorganization of regulated businesses in the Italian gas sector

In 2009 the reorganization of gas infrastructures was concluded through the sale of Italgas SpA and Stoccaggi Gas Italia SpA (Stogit) to Snam Rete Gas. The transaction is expected to create significant synergies in the segment of regulated businesses allowing Eni to maximize the value of both gas distribution and storage activities and to strengthen the financial soundness of the Group s capital structure.

Strategic partnership with Gazprom

The strategic partnership between Eni and Gazprom, leading world natural gas producer, celebrated its 40th year of activity in 2009. The partners plan to proceed with the joint development of projects in the sectors of upstream and natural gas markets. In particular, concerning the gas business, Eni and Gazprom have agreed upon a new scope of work in the development project of the South Stream pipeline, aimed at increasing its transport capacity from an original amount of 31 bcm/y to 63 bcm/y.

Projects in the Hewett area

In order to strengthen its European leadership in the storage business, Eni continued pre-development activities for a project to build an offshore storage facility in the Hewett area, near the Bacton terminal (North Sea basin). Eni targets to develop storage capacity in order to support the seasonal swings of gas demand in the United Kingdom. The project sanction is expected at some point in 2010, with start up in 2015.

Financial results

In 2009 adjusted net profit was euro 2,916 million, increasing by euro 268 million from 2008 (up 10.1%) due to the positive performance recorded by the Marketing business. An improved scenario for energy parameters, the full contribution of the acquisition of Distrigas in terms of integration synergies and improved performance, as well as the impact of the renegotiation of long-term supply contracts, were the main positive drivers of the year. These positives were partly offset by lower sales volumes, mainly on the Italian market. Regulated Businesses in Italy recorded steady results. The International transport business reported weaker results.

In 2010 natural gas sales are expected to remain flat compared to 2009. Increasing competitive pressures, mainly in Italy, will be offset by an expected recovery in European gas demand. Other positive trends include a benefit associated with integrating Distrigas operations and the optimization of supply portfolio, including re-negotiation of long-term supply contracts.

Eni expects to achieve gas sales of approximately 118 bcm by 2013 with an average annual growth rate higher than 3%.

Return on average capital employed (ROACE) on an adjusted basis was 12.3% (12.2% in 2008).

Capital expenditures totaled euro 1,686 million and mainly related to the development and upgrading of Eni s transport and distribution networks in Italy, the upgrading of storage capacity and the ongoing plan for improving power generation efficiency standards.

Operating results

In 2009 Eni s natural gas sales (103.72 bcm) were slightly down as a result of offsetting trends. On the negative side, volumes supplied to the Italian market were materially lower from a year ago against the backdrop of the economic downturn and stronger competitive pressures (down 12.83 bcm, or 24.3%). On the plus side, volumes gains were associated with the full contribution of the Distrigas acquisition (up 12.02 bcm for the full year) and organic growth achieved in a number of European markets.

Electricity volumes sold were 33.96 TWh, increasing by 4.03 TWh, or 13.5%, from 2008.

Natural gas volumes transported on the Italian network were 76.90 bcm, down 10.2% from 2008.

NATURAL GAS

Supply of natural gas

In 2009 Eni s consolidated subsidiaries, including the Distrigas share amounting to 16.91 bcm, supplied 88.65 bcm of natural gas with a 1 bcm decrease from 2008, down 1.1%.
Gas volumes supplied outside Italy (81.79 bcm from consolidated companies), imported in Italy or sold outside Italy, represented 91% of total supplies with an increase of 0.14 bcm from 2008, or 0.2%, mainly due to the growth registered on European markets in particular due to Distrigas full contribution, with higher volumes purchased from: (i) Norway (up 5.68 bcm); (ii) Qatar (up 2.20 bcm) due to the coming on stream of LNG long-term supply contracts; and (iii) the Netherlands (up 1.90 bcm).
Lower volumes were purchased from: (i) Algeria (down 5.40 bcm) due to the damage occurred to the TMPC pipeline in late December 2008; (ii) Libya (down 0.73 bcm); (iii) Russia mainly to Italy (down 2.75 bcm) in line with the implementation of agreements with Gazprom providing for Gazprom s entrance in the market of supplies to Italian importers.
Supplies in Italy (6.86 bcm) declined by 1.14 bcm from 2008, or 14.3%, due to lower domestic production.
In 2009, main gas volumes from equity production derived from: (i) Italian gas fields (6.5 bcm); (ii) the Wafa and Bahr Essalam fields in Libya linked to Italy through the GreenStream pipeline. In 2009 these two fields supplied 2.5 bcm net to Eni; (iii) certain Eni fields located in the British and Norwegian sections of the North Sea (2.9 bcm); and (iv) other European areas (in particular Croatia with 0.8 bcm). Considering also the direct sales of the Exploration & Production division in Europe and in the Gulf of Mexico and LNG supplied from the Bonny liquefaction plant in Nigeria, supplied gas volumes from equity production were approximately 20.1 bcm representing 19% of total volumes available for sale.

Supply of natural gas (bcm)	2007	2008	**2009**	Change	% Ch.
ITALY	**8.65**	**8.00**	**6.86**	**(1.14)**	**(14.3)**
Russia	23.44	22.91	**22.02**	(0.89)	(3.9)
Algeria (including LNG)	18.41	19.22	**13.82**	(5.40)	(28.1)
Libya	9.24	9.87	**9.14**	(0.73)	(7.4)
Netherlands	7.74	9.83	**11.73**	1.90	19.3
Norway	5.78	6.97	**12.65**	5.68	81.5
United Kingdom	3.15	3.12	**3.06**	(0.06)	(1.9)
Hungary	2.87	2.84	**0.63**	(2.21)	(77.8)
Qatar (LNG)	-	0.71	**2.91**	2.20	..
Other supplies of natural gas	2.20	4.07	**4.49**	0.42	10.3
Other supplies of LNG	2.32	2.11	**1.34**	(0.77)	(36.5)
OUTSIDE ITALY	**75.15**	**81.65**	**81.79**	**0.14**	**0.2**
Total supplies of Eni's consolidated subsidiaries	**83.80**	**89.65**	**88.65**	**(1.00)**	**(1.1)**
Offtake from (input to) storage	1.49	(0.08)	**1.25**	1.33	..
Network losses, measurement differences and other changes	(0.46)	(0.25)	**(0.30)**	(0.05)	20.0
AVAILABLE FOR SALE BY ENI'S CONSOLIDATED SUBSIDIARIES	**84.83**	**89.32**	**89.60**	**0.28**	**0.3**
Available for sale by Eni's affiliates	**8.74**	**8.91**	**7.95**	**(0.96)**	**(10.8)**
E&P volumes	**5.39**	**6.00**	**6.17**	**0.17**	**2.8**
GAS VOLUMES AVAILABLE FOR SALE	**98.96**	**104.23**	**103.72**	**(0.51)**	**(0.5)**

Sales of natural gas

In 2009 natural gas sales were 103.72 bcm, declining slightly from 2008 (down 0.51 bcm, or 0.5%). Sales included own consumption, Eni s share of sales made by equity-accounted entities and upstream sales in Europe and the Gulf of Mexico. The contribution of the Distrigas acquisition (up 12.02 bcm) partly offset the

In Italy, sales volumes decreased by 12.83 bcm, or 24.3%, to 40.04 bcm reflecting sharply lower supplies to power generation utilities (down 8.01 bcm), industrial customers (down 2.01 bcm) and wholesalers (down 1.60 bcm) dragged down by a decline in industrial production following the economic downturn and competitive pressures, especially in the last part of the year which was affected by new gas availability. Volumes sold to the residential sector increased slightly due to higher weather-related sales, particularly in the first and fourth quarter of 2009 as well as volumes destined to Eni s power generation business.

International sales were up 12.32 bcm, or 24%, to 63.68 bcm, benefiting from the contribution of Distrigas (up 12.02 bcm). Organic sales increases were achieved in France (up 1.27 bcm) and in Northern Europe (up 1.10 bcm). These increases were offset in part by lower volumes reported in supplies to importers to Italy (down 0.77 bcm), in the Iberian Peninsula (down 0.63 bcm) and Hungary (down 0.24 bcm) mainly due to declining demand.

negative effects of sharply lower gas demand in Italy (down 10%) and Europe (down 7.4%, both percentages net of seasonal swings).

Sales to markets outside Europe (2.06 bcm) declined by 0.27 bcm from 2008.

E&P sales in Europe and in the United States (6.17 bcm) increased by 0.17 bcm, up 2.8%.

Gas sales by market (bcm)	2007	2008	**2009**	Change	% Ch.
ITALY	**56.13**	**52.87**	**40.04**	**(12.83)**	**(24.3)**
Wholesalers	10.01	7.52	**5.92**	(1.60)	(21.3)
Gas release	2.37	3.28	**1.30**	(1.98)	(60.4)
Italian gas exchange and spot markets	1.90	1.89	**2.37**	0.48	25.4
Industries	11.77	9.59	**7.58**	(2.01)	(21.0)
Medium-sized enterprises and services	1.00	1.05	**1.08**	0.03	2.9
Power generation	17.21	17.69	**9.68**	(8.01)	(45.3)
Residential	5.79	6.22	**6.30**	0.08	1.3
Own consumption	6.08	5.63	**5.81**	0.18	3.2
INTERNATIONAL SALES	**42.83**	**51.36**	**63.68**	**12.32**	**24.0**
Rest of Europe	**35.02**	**43.03**	**55.45**	**12.42**	**28.9**
Importers in Italy	10.67	11.25	**10.48**	(0.77)	(6.8)
European markets	24.35	31.78	**44.97**	13.19	41.5
Iberian Peninsula	*6.91*	*7.44*	***6.81***	*(0.63)*	*(8.5)*
Germany-Austria	*5.03*	*5.29*	***5.36***	*0.07*	*1.3*
Belgium	-	*4.57*	***14.86***	*10.29*	..
Hungary	*2.74*	*2.82*	***2.58***	*(0.24)*	*(8.5)*
Northern Europe	*3.15*	*3.21*	***4.31***	*1.10*	*34.3*
Turkey	*4.62*	*4.93*	***4.79***	*(0.14)*	*(2.8)*
France	*1.62*	*2.66*	***4.91***	*2.25*	*84.6*
Other	*0.28*	*0.86*	***1.35***	*0.49*	*57.0*
Outside Europe	**2.42**	**2.33**	**2.06**	**(0.27)**	**(11.6)**
E&P in Europe and in the Gulf of Mexico	**5.39**	**6.00**	**6.17**	**0.17**	**2.8**
WORLDWIDE GAS SALES	**98.96**	**104.23**	**103.72**	**(0.51)**	**(0.5)**

Gas sales by entity (bcm)	2007	2008	**2009**	Change	% Ch.
Sales of consolidated companies	**84.83**	**89.32**	**89.60**	**0.28**	**0.3**
Italy (including own consumption)	56.08	52.82	**40.04**	(12.78)	(24.2)
Rest of Europe	27.86	35.61	**48.65**	13.04	36.6
Outside Europe	0.89	0.89	**0.91**	0.02	2.2
Sales of Eni's affiliates (net to Eni)	**8.74**	**8.91**	**7.95**	**(0.96)**	**(10.8)**
Italy	0.05	0.05	**-**	(0.05)	(100.0)
Rest of Europe	7.16	7.42	**6.80**	(0.62)	(8.4)
Outside Europe	1.53	1.44	**1.15**	(0.29)	(20.1)
E&P in Europe and in the Gulf of Mexico	**5.39**	**6.00**	**6.17**	**0.17**	**2.8**
Worldwide gas sales	**98.96**	**104.23**	**103.72**	**(0.51)**	**(0.5)**

Risk factors related to the natural gas market

Risks and uncertainties associated with the current outlook for gas demand and supply in Europe and Italy

facilities to import gas to Europe via LNG. Particularly, Eni has finalized plans to upgrade the import capacity of its two main pipelines from Russia and Algeria by 13

In 2009 European gas demand was severely impacted by the economic downturn (down 7.4% from 2008, assuming normal average temperatures). As a result of that trend, both producing activities and request for electricity reduced. The Italian market was particularly hit by the downturn as demand fell by approximately 9 bcm from 2008, down 10%, and almost 10 bcm from the pre-crisis levels seen in 2007, down 12%, assuming normal average temperatures. In the meantime, new gas supplies entered the market as several operators, including Eni, completed plans to upgrade gas import pipelines from gas producing Countries or to build new bcm/y (the gas pipelines TAG and TTPC), with new capacity entirely sold to third parties. A new LNG terminal with a capacity of 8 bcm/y commenced operations late in 2009, operated by a consortium of competitors. As a result, gas availability on the Italian market increased at a time when demand actually shrunk, resulting in a situation of oversupply. In this context, Eni s results of the gas marketing business, sales volumes and average gas selling margins were driven down by rising competition and weak demand both in Italy and Europe. Large gas availability on European markets also prevented the

Company from disposing of part of its gas availability by selling it on European markets.
The outlook for gas supply and demand both in Europe and Italy is challenging as GDP growth in the 27 EU Countries will remain weak over the next few years and gas demand is expected to recover only gradually to pre-crisis levels. In addition, ongoing patterns towards energy preservation and rising competition from renewable or alternative sources of energy will further dampen recovery perspectives of gas demand. Specifically, at the March 2007 European Council, the European Heads of Government decided to adopt their Climate Action and Renewable Energy Package. This legislation was voted by the European Parliament in December 2008. The package includes a commitment to reduce greenhouse gas (GHG) emissions by 20% by 2020 compared to emission levels recorded in 1990 (the target being 30% if an international agreement is reached), as well as an improved energy efficiency within the EU Member States of 20% by 2020 and a 20% renewable energy target by 2020. To factor in those trends, management has revised down its long-term projections of European gas demand growth from a previous compound average growth rate (c.a.g.r.) of 2% till 2020 to a revised 1.5% c.a.g.r. These assumptions imply an overall consumption of approximately 600 bcm by 2020 compared to a previous forecast of 720 bcm. Management also expects the Italian market to grow less than anticipated at an annual rate that will be slightly lower than 2%, implying a level of consumption amounting to 94 bcm versus a previous forecast of 107 bcm at 2020. These demand trends of sluggish growth associated with ample gas availability on the marketplace might adversely affect the Company s results of operations and cash flow in its gas marketing business over the next few years.

Current negative trends in gas demand and supply may impair the Company s ability to fulfill its minimum off-take obligations in connection with its take-or-pay, long-term gas supply contracts
In order to secure long-term access to gas availability, particularly in view of supplying the Italian gas market, the Company has signed a number of long-term gas supply contracts with key producing Countries that supply European gas markets. These contracts will ensure approximately 62.4 bcm of gas availability in to collect pre-paid volumes of gas in later years during the period of contract execution. Amounts of cash pre-payments and time schedules for collecting pre-paid gas vary from contract to contract. Generally speaking, cash pre-payments are calculated on the basis of the energy prices current in the year of non-fulfillment with the balance due in the year when the gas is actually collected. Amounts of pre-payments range from 10 to 100 percent of the full price. The right to collect pre-paid gas expires within a ten-year term in some contracts or remains in place until contract expiration in other arrangements.
In addition, rights to collect pre-paid gas in future years can be exercised provided that the Company has fulfilled its minimum take obligation in a given year and within the limit of the maximum annual quantity that can be collected in each contractual year. In this case, Eni will pay the residual price calculating it as the percentage that complements 100, based on the arithmetical average of monthly base prices in place in the year of the off-take. Similar considerations apply to ship-or-pay contractual obligations.
Management believes that the current outlook for gas demand and large gas availability on the marketplace, as well as the possible evolution of sector-specific regulation, represent risks factors to the Company s ability to fulfill its minimum take obligations associated with its long-term supply contracts.
Under current contractual terms, in 2009 Eni collected lower volumes than its minimum take and recognized a trade payables corresponding to the amount of gas that the Company was contractually required to collect. Management believes that over the next three years the Company will experience failure to fulfill its take-or-pay obligations associated with significant volumes of gas, unless demand fundamentals improve substantially and a better balance between demand and supply is achieved on the marketplace. Currently, the Company is unable to forecast the timing of such a recovery.
In addition, there also exist both a pricing risk as a portion of the gas purchase price is based on the prices of the energy parameters recorded in the year of non-fulfillment, and a volume risk in case the Company is actually unable to dispose of pre-paid volumes. In this context, the Company s selling margins, results of operations and cash flow may be negatively affected. Based on management s projections for sales volumes

2010 (excluding the contribution of other subsidiaries and associates) with a residual life of approximately 20 years, and provide take-or-pay clauses whereby the Company is required to collect minimum predetermined volumes of gas in each year of the contractual term or, in case of failure, to pay the whole price, or a fraction of it, of uncollected volumes up to the minimum contractual quantity. The take-or-pay clause entitles the Company

and prices for the four-year plan and subsequent years, volumes for which an obligation to pay cash advances might arise due to take or pay clauses will be off-taken within contractual terms, thus recovering cash advances. Even if financing associated with cash advances is factored in, the net present value associated with those long-term contracts discounted at the weighted average cost of capital for the Gas & Power

segment still remains a positive and consequently those contracts do not fall within the category of the onerous contract provided by IAS 37.
In the medium term Eni intends to preserve the profitability and cash flow generation of its gas marketing operations. A number of initiatives have been identified, including:
- Maximization of gas sales volumes leveraging on the multiple presence in a number of markets; market knowledge, the integration with Distrigas commercial operations and supply portfolio (which is not expected to have take-or-pay obligations in future years) and marketing policies aimed at increasing Eni s market share in Europe;
- Renegotiations of the main long-term supply contracts through the exercise of the contractual right to amend terms and conditions of the contracts as provided by specific contractual clauses in case of significant changes in the market environment, as those that have been occurring from the second half of 2008. These renegotiations were finalized early in 2010 with a positive impact both on 2009 results and on future commercial plans giving Eni more flexibility in its marketing operations;
- Launching of innovative pricing formulas and improving the quality of services on the core Italian market;
- Reduction in the cost-to-serve;
- Monitoring and controlling working capital requirements.

Risks associated with sector-specific regulations in Italy

Legislative Decree No. 164/2000 opened the Italian natural gas market to competition, impacting on Eni s activities, as the company is engaged in all the phases of the natural gas chain. The opening to competition was achieved through the enactment of certain antitrust thresholds on volumes input into the national transport network and on volumes sold to final customers. These enabled new competitors to enter the Italian gas market, resulting in declining selling margins on gas. Other material aspects regarding the Italian gas sector regulations are the regulated access to natural gas infrastructure (transport backbones, storage fields, distribution networks and LNG terminals), the provision that activities relating to infrastructures are mandatory and in establishing tariffs for the use of natural gas infrastructures. Specifically, the Authority for Electricity and Gas holds a general surveillance power on pricing in the natural gas market in Italy and the power to establish selling tariffs for the supply of natural gas to residential and commercial users consuming less than 200,000 cm/y (qualified as non eligible customers at December 31, 2002 as defined by Legislative Decree No. 164/2000) taking into account the public goal of containing the inflationary pressure due to rising energy costs. Accordingly, decisions of the Authority on these matters may limit the ability of Eni to pass an increase in the cost of fuels onto final consumers of natural gas.
Following a complex and lengthy administrative procedure started in 2004 and finalized in March 2007 with Resolution No. 79/2007, the Authority finally established a new indexation mechanism for updating the raw material cost component in supplies to residential and commercial users consuming less than 200,000 cm/y, establishing, among other things that Italian natural gas importers including Eni must renegotiate wholesale supply contracts in order to take account a new indexation mechanism of the raw material cost component. This indexation mechanism has been recently updated based on Resolution No. 64/2009 of the Authority, which provides that changes in a preset basket of hydrocarbons are transferred to the cost of the supply to those customers. Also a floor has been established in the form of a fixed amount that applies only at certain low level of international prices of hydrocarbons.
Also certain provisions of law may limit the Company s ability to set commercial margins. Specifically, Law Decree No. 112 enacted in June 2008 forbids energy companies like Eni to pass to prices to final customers the higher income taxes incurred in connection with a supplemental tax rate of 6.5 percentage points introduced by the same decree on energy companies with a yearly turnover in excess of euro 25 million. The Authority for Electricity and Gas is in charge of monitoring compliance with this rule. The Authority has subsequently established with a set of deliberations that energy companies have to adopt effective operational and monitoring systems in order to prevent unlawful increases in final prices of gas.
Other risk factors and uncertainties deriving from the regulatory framework are associated with the regulation

charged to separate companies; the Code adopted by the Authority for Electricity and Gas on the issue of unbundling which forbids a controlling entity from interfering in the decision-making process of its subsidiaries running gas transport and distribution and other infrastructures and the circumstance that the Authority for Electricity and Gas is entrusted with certain powers in the matters of natural gas pricing of the access to the Italian gas transport network that is currently set by Decision No. 137/2002 of the Authority for Electricity and Gas. The decision is fully incorporated into the network code presently in force as prepared by the system s operator. The decision sets priority criteria for transport capacity entitlements at points where the Italian transport network connects with international

import pipelines (the so-called entry points to the Italian transport system). Specifically, operators that are holders of take-or-pay contracts, as in the case of Eni, are entitled to a priority in allocating available transport capacity within the limit of average daily contractual volumes. Gas volumes exceeding average daily contractual volumes are not entitled to any priority and, in case of congestion at any entry points, they are entitled available capacity on a proportionate basis together with all pending requests for capacity assignments. The ability of Eni to collect gas volumes exceeding average daily volumes as provided by its take-or-pay supply contracts represents an important operational flexibility that the Company uses to satisfy demand peaks. In planning its commercial flows, the Company normally assumes to make full use of its contractual flexibility and to obtain the necessary capacity entitlements at the entry points to the national transport network. Those assumptions may be inconsistent with rules set by Decision No. 137/2002 specifically with regard to priority criteria governing capacity entitlements. Eni considers Decision No. 137/2002 to be illegitimate as it is supposedly in contrast with the rationale of the European regulatory framework on the gas market as provided in European Directive 55/03/CE. Based on that belief the Company has opened an administrative procedure to repeal Decision No. 137/2002 before an administrative court which recently confirmed in part Eni s position. An upper grade court also confirmed the Company s position. Specifically, the Court stated that the purchase of contractual flexibility is an obligation on part of the importer, which responds to a collective interest. According to the Court, there is no reasonable motivation whereby volumes corresponding to such contractual flexibility should not be granted priority in the access to the network, also in case congestion occurs. At the moment, however, no case of congestion occurred at entry points to the Italian transport infrastructure such to impair Eni s marketing plans.
Further uncertainty factors related to the regulatory framework are the so called gas release measures that are intended to increase flexibility and liquidity in the gas market. This measure strongly affected Eni s marketing activity in Italy. In 2004, based on certain agreements with the Antitrust Authority, Eni released in a four-year period a total amount of 9.2 bcm (2.3 bcm per year between October 1, 2004 and September 30, 2008) and the related transport capacity. In addition, in 2007 Eni agreed to adhere to a new gas release program involving 4 bcm which were disposed of at the virtual exchange point (PSV) in a two-year period (from October 1, 2007 and September 30, 2009).
For thermal year 2009-2010 Italian Law No. 99/2009 introduced a new obligation for Eni to make additional sales at the virtual exchange point for a total of 5 bcm of gas in yearly and half-yearly amounts. Although the allotment procedure (bid) was based on a minimum price set by the Ministry for Economic Development as proposed by the Authority (Eni considering this point discriminatory, filed a claim to the competent authority), only a 1.1 bcm portion of the gas release was awarded out of the 5 bcm which had been planned.
For the next few years, based on indications of the Authority (in a report to the Parliament on the situation of the gas and electricity market in Italy as provided in Resolution PAS 3/2010), Eni cannot exclude the possibility that new gas release programs will be imposed on it.

LNG

In 2009, LNG sales (12.9 bcm) increased by 0.9 bcm from 2008, up 7.5%, mainly reflecting higher volumes sold by the Gas & Power segment (9.8 bcm, included in worldwide gas sales) that increased by 1.4 bcm, up 16.7%, from 2008, due to the Distrigas contribution related to the coming on stream of a long-term supply contract from Qatar (up 2.2 bcm).

LNG sales (bcm)	2007	2008	**2009**	Change	% Ch.
G&P sales	**8.0**	**8.4**	**9.8**	**1.4**	**16.7**
Italy	1.2	0.3	**0.1**	(0.2)	(66.7)

Rest of Europe	5.6	7.0	**8.9**	1.9	27.1
Outside Europe	1.2	1.1	**0.8**	(0.3)	(27.3)
E&P sales	**3.7**	**3.6**	**3.1**	**(0.5)**	**(13.9)**
Terminals:					
- Bontang (Indonesia)	0.7	0.7	**0.8**	0.1	14.3
- Point Fortin (Trinidad & Tobago)	0.6	0.5	**0.5**		
- Bonny (Nigeria)	2.0	2.0	**1.4**	(0.6)	(30.0)
- Darwin (Australia)	0.4	0.4	**0.4**		
	11.7	**12.0**	**12.9**	**0.9**	**7.5**

POWER

Availability of electricity

Eni s power generation sites are located in Ferrera Erbognone, Ravenna, Livorno, Taranto, Mantova, Brindisi and Ferrara. In 2009, power generation was 24.09 TWh, up 0.76 TWh or 3.3% from 2008, due mainly to higher production at the Ferrara plant (Eni s interest 51%), in connection with the coming on line of two new 390 megawatt combined cycle units.
At December 31, 2009, installed capacity was 5.3 GW (4.9 GW in 2008).
Power availability in 2009 was supported by the growth in electricity trading activity (up 3.27 TWh from 2008, or 49.5%) as a consequence of higher volumes traded on the Italian power exchange benefiting from lower purchase prices.
By 2013 Eni intends to complete its plan for expanding its power generation capacity, targeting an installed capacity of 5.4 GW[1]. The development plan is underway at Taranto (Eni 100%) and Ferrara (Eni 51%), as well as at the recently acquired Bolgiano plant (Eni 100%).

Electricity sales

In 2009 electricity sales (33.96 TWh) were directed to the free market (73%), the Italian power exchange (14%), industrial sites (9%) and others (4%).
Notwithstanding weaker domestic demand, Eni s sales (up 4.03 TWh, or 13.5%) were driven by: (i) higher sales on open markets, in particular the retail market, with an increased number of clients served following intensive marketing campaigns, and to wholesalers due to the start of VPP (Virtual Power Plant) supply agreements signed at the end of 2008. Sales to large clients, on the other hand declined due to a reduction in the customer base and the impact of the economic downturn; (ii) higher volumes traded on the Italian power exchange (up 0.88 TWh, or 23%).

		2007	2008	**2009**	Change	% Ch.
Purchases of natural gas	(mmcm)	4,860	4,530	**4,790**	260	5.7
Purchases of other fuels	(ktoe)	720	560	**569**	9	1.6
Power generation	(TWh)	25.49	23.33	**24.09**	0.76	3.3
Steam	(ktonnes)	10,849	10,584	**10,048**	(536)	(5.1)

Availability of electricity	(TWh)	2007	2008	**2009**	Change	% Ch.
Power generation		25.49	23.33	**24.09**	0.76	3.3
Trading of electricity [(a)]		7.70	6.60	**9.87**	3.27	49.5
		33.19	**29.93**	**33.96**	**4.03**	**13.5**
Free market		20.73	22.89	**24.74**	1.85	8.1
Italian power exchange		8.66	3.82	**4.70**	0.88	23.0
Industrial plants		2.81	2.71	**2.92**	0.21	7.7
Other [(a)]		0.99	0.51	**1.60**	1.09	..
Electricity sales		**33.19**	**29.93**	**33.96**	**4.03**	**13.5**

(a) Include positive and negative unbalances.

Transport and regasification of natural gas

Volumes of gas transported in Italy in 2009 were 76.90 bcm decreasing by 8.74 bcm, or 10.2%, from 2008 due to lower gas deliveries due to a weaker demand. Natural gas volumes transported on behalf of third parties (37.27 bcm) increased by 0.09 bcm, or 10.1%. In 2009, the LNG terminal in Panigaglia (La Spezia) regasified 1.32 bcm of natural gas (1.52 bcm in 2008).

(1) Capacity available after completion of dismantling of obsolete plants.

Gas volumes transported [(a)]	(bcm)	2007	2008	**2009**	Change	% Ch.
Eni		52.39	51.80	**39.63**	(12.17)	(23.5)
On behalf of third parties		30.89	33.84	**37.27**	3.43	10.1
		83.28	**85.64**	**76.90**	**(8.74)**	**(10.2)**

(a) Include amounts destined to domestic storage.

Storage

In 2009, 8.71 bcm of gas were supplied (up 3.44 bcm from 2008) while 7.81 bcm were input to the Company s storage deposits, an increase of 1.51 bcm compared to 2008.

In 2009 storage capacity amounted to 13.9 bcm, of which 5 were destined to strategic storage.
The share of storage capacity used by third parties was 70% (61% in 2008).

		2007	2008	**2009**	Change	% Ch.
Total storage capacity:	(bcm)	13.6	13.7	**13.9**	0.2	1.5
- of which strategic storage		*5.1*	*5.1*	***5***	*(0.1)*	*(2.0)*
- of which available storage		*8.5*	*8.6*	***8.9***	*0.3*	*3.5*
Available capacity: share utilized by Eni	(%)	44	39	**30**	(9)	(23.1)
Total offtake from (input to) storage:	(bcm)	9.27	11.57	**16.52**	4.95	42.8
- input to storage		*4.00*	*6.30*	***7.81***	*1.51*	*24.0*
- offtake from storage		*5.27*	*5.27*	***8.71***	*3.44*	*65.3*
Total customers	(No.)	44	48	**56**	8	16.7

Main development projects for 2009

MARKETING

Natural gas

Finalization of the acquisition of Distrigas

Following the acquisition of the 57.24% majority stake in Distrigas NV from French company Suez-Gaz de France, Eni made an unconditional mandatory public takeover bid on the minorities of Distrigas (42.76% stake), at the same price proposed to Suez (euro 6,809.64 per share)[2].

On March 19, 2009, the mandatory tender offer on the minorities of Distrigas was finalized. Shareholders representing 41.61% of the share capital of Distrigas, including the second largest shareholder, Publigaz SCRL with a 31.25% interest, tendered their shares. The squeeze-out of the residual 1.14% of the share capital a significant expansion of Eni s supply portfolio with an addition of long-term supplies of approximately 14.7 bcm (from the Netherlands, Norway and Qatar) having a maximum residual life of 18 years. In 2009 Distrigas sales amounted to 17.25 bcm.

Projects in the Hewett area

Following the recent acquisition of an interest in the Hewett Unit, pre-development activities progressed for building an offshore storage facility in the Hewett area (Eni s interest 89%) located in the Southern Gas Basin in the North Sea, near the Bacton terminal. Peak working

was finalized on May 4, 2009. After this, Distrigas shares have been delisted from Euronext Brussels. The total cash consideration amounted to euro 2,045 million. As of December 31, 2009, Eni owns the entire share capital of Distrigas, except for one share with special powers owned by the Belgian State.
The purchase of Belgian company Distrigas has entailed

gas is estimated at 5.6 bcm with a production of approximately 60 mmcm/d. An appraisal well is planned to be drilled shortly, whose outcome will provide further data to confirm those estimates.
The project sanction is expected in 2010 with start up in 2015.

(2) Eni recognized to minority shareholders a certificate granting the right to receive an additional consideration to the bid price for a pro-rata amount of any price revision set as a part of the sale agreement pursuant to which Distrigas sold its subsidiary Distrigas & Co to Belgian operators Fluxys SA and Huberator SA.

Contents

LNG

USA

Cameron In the third quarter of 2009 operations started at the Cameron re-gasification plant located on the banks of the Calcasieu River, approximately 15 miles south of Lake Charles in Louisiana, USA.
In consideration of a changed demand outlook, on March 1, 2010, Eni renegotiated certain terms of the contract with US company Cameron LNG, relating to the farming out of a share of the regasification capacity. The new agreement provides that Eni will be entitled to a daily send-out of 572,000 mmbtu (approximately 5.7 bcm/y) and a dedicated storage capacity of 160 kcm, giving Eni more flexibility in managing seasonal swings in gas demand.
Taking into account the oversupply characterizing at the moment the US gas market, Eni rescheduled the Brass project (West Africa) for developing gas reserves to fuel the Cameron plant. The start-up is now expected in 2015.

Pascagoula This project is part of an upstream development related to the construction of an LNG plant in Angola designed to produce 5.2 mmtonnes of LNG (approximately 7.3 bcm/y) for the North American market in order to market part of the Company s gas reserves. As part of the downstream leg of the project, Eni signed with Gulf LNG a 20-year contract to buy 5.8 bcm/y of the regasification capacity of the plant under construction near Pascagoula in Mississippi, with expected start up by end of 2012 in line with the start-up of the upstream project in Angola.
At the same time Eni Usa Gas Marketing Llc entered a 20-year contract for the purchase of approximately 0.9 bcm/y of regasified gas downstream the terminal owned by Angola Supply Services, a company whose partners also own Angola LNG.

REGULATED BUSINESSES IN ITALY

Reorganization of the regulated business in the Italian gas sector

On June 30, 2009 the parent company Eni SpA concluded the sale of the entire share capital of its fully-owned subsidiaries Italgas SpA and Stoccaggi Gas Italia SpA to its subsidiary Snam Rete Gas. The transaction, which was approved by Eni s Board of Directors in February 2009, included cash consideration and Eni for their respective shares; and (ii) arranging medium and long-term financing. The main impact expected on Eni s consolidated financial statements are: (i) as of December 31, 2009 a decrease of euro 1.54 billion was reported in the Group consolidated net borrowings and a corresponding increase in total equity as a consequence of the pro-quota subscription of the Snam Rete Gas capital increase by minorities; (ii) a decrease in Eni s net profit equal to 45% of the aggregate net profit of Italgas and Stogit reported in the consolidated profit and loss for the second half of 2009, with a corresponding increase in net profit pertaining to minorities.
As of December 31, 2009 Eni s interest in Snam Rete Gas is equal to 52.54%.

SOUTH STREAM PROJECT

New agreement with Gazprom

Based on the agreements signed between Italy and Russia on May 15, 2009, the original scope of work of the project to build the South Stream pipeline has been enlarged, providing for an increase in transport capacity from 31 to 63 bcm/y.
Following the project, the South Stream pipeline is expected to be composed by two sections: (i) an offshore section crossing the Black Sea from the Russian coast at Beregovaya (the same starting point of the Blue Stream pipeline) to the Bulgarian coast at Varna; (ii) an onshore section crossing Bulgaria for which two options are currently being evaluated: one pointing North West and another one pointing South West. The second option envisages crossing Greece and the Adriatic Sea before linking to the Italian network.
In December 2009, Eni and Gazprom signed an agreement for the entrance of French company Edf in the project. The conditions of the agreement will be defined in the coming months.

INTERNATIONAL TRANSPORT

Accident at the TMPC pipeline

In 2009, the operation of TMPC gas pipeline was fully restored. One of the five lines of the import pipeline from Algeria was damaged by an oil tanker anchor crossing the Sicily channel on December 19, 2008. Transport continued on the remaining lines.

amounting to euro 4,509 million (euro 2,922 million and euro 1,587 million, respectively). Snam Rete Gas funded the transaction by means of: (i) a share capital increase amounting to euro 3.5 billion, which was entirely subscribed to by minorities

TAG - Russia

In 2009 the upgrading of the TAG pipeline has been finalized increasing the total capacity to the current 37.4 bcm/y. The second 3.3 bcm/y portion of the upgrade started-up in the fourth quarter of 2009 and was entirely awarded to third parties.

Regulatory framework

Legislative Decree No. 164/2000
Legislative Decree No. 164/2000 imposed thresholds to operators until December 31, 2010 calculated as a share of domestic consumption as follows: (i) operators are forbidden from importing into the national transport network imported or domestically produced gas volumes higher than a preset share of Italian final consumption. This share is 61% in the 2009-2010 period; and (ii) operators are forbidden from marketing gas volumes to final customers in excess of 50% of overall volumes marketed to final customers. Compliance with these ceilings is verified yearly by comparing the allowed average share computed on a three-year period for both volumes input and volumes marketed to the actual average share achieved by each operator in the same three-year period. Allowed shares are calculated net of losses (in the case of sales) and volumes of natural gas consumed in own operations. In particular, 2009 closes the sixth three-year regulated period for natural gas volumes input in the domestic transport network, and the fifth three-year regulated period for sales volumes to the Italian market. Eni s presence on the Italian market complied with said limits.

Resolution ARG/gas 64/2009: Approval of the code for the retail sale of natural gas and gas other than natural gas distributed through urban pipeline networks
With resolution ARG 64/2009, the Authority for Electricity and Gas approved the code for the retail sale of natural gas and gas other than natural gas distributed through urban pipeline networks.
Main changes introduced by the Authority refer to the definition of a unique national value for sale price to retail customers, including a new calculation mechanism of distribution tariffs aimed to favor domestic customers with a low consumption profile, and, since October 1, 2009, the review of the formula for calculating the components to cover the wholesale marketing costs.

Resolution ARG/gas 159/2008: Tariff criteria for the 2009-2012 regulated period for the service of gas distribution and measurement and transitional rules for 2009
With resolution ARG 159/2008, the Authority for tariffs and defined as total revenue cap, representing the maximum remuneration recognized by the Authority to each operator for covering costs borne. In previous years, revenues were determined by applying tariffs set by the Authority to volumes actually distributed to selling companies in the relevant year. The resolution also provides for any positive or negative difference between the total revenue cap and revenues resulting from invoices for actually distributed volumes to be regulated through an equalization device making use of credit/debit cards lodged with the Electricity Equalization Exchange. As a result of the new mechanism, revenues are no longer related to the seasonality of volumes distributed. The introduction of this new mechanism does not cause a decline in total revenues on a yearly basis.

Law No. 99 July 23, 2009 converting the "Anti-crisis Decree"
Within the framework of measures approved to counter the economic downturn, on June 26, 2009, the Italian Council of Ministers approved the so called "Anti-crisis Decree" whose Article 3 concerns measures for reducing the cost of energy for companies and households and introduces the obligation for Eni to make new sales at the virtual exchange point for a total of 5 bcm of gas (so called gas release) in the period October 2009-September 2010. In particular the decree provides for these sales to be made under non discriminatory competitive procedures (bids) at the terms and conditions decided with proposal of the Authority for Electricity and Gas. The price paid to Eni is determined with a decree of the Ministry for Economic Development, as recommended by the Authority, taking into account the average prices on the most relevant European markets and the structure of supply costs borne by Eni. Any positive difference between the sale price determined by the procedure of volume allocation and that determined by the Ministry and the Authority will be destined to industrial final customers that showed a high use rate of gas withdrawals in the past three years according to criteria determined by the Ministry. The decree provides also that the Authority within 90 days from the entry into force of the same decree: (i) introduces degressive elements in transport tariffs for the 2010-2013 regulatory period; (ii) reforms the balancing methods by adopting flexibility

Electricity and Gas approved a new methodology for determining revenues to natural gas distributing companies that operate through local low pressure networks and serve final customers in the residential and tertiary sector. Starting from July 1, 2009 and for the duration of the three-year regulated period, i.e. until 2012, the resolution provides for the recognition of total revenues for each regulated year amounting to a value that the Authority will set at the time of approving the operators requests for distribution

mechanisms providing advantages to all final customers, including industrial customers; (iii) promotes the supply of peak services and storage for industrial and power generation customers.

Resolution ARG/gas 184/2009 - Quality and tariff code for the natural gas transport and dispatching services and tariff regulations for the metering service of natural gas transport for the 2010-2013 regulatory period

With resolution ARG/gas 184/2009, published on

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December 2, 2009, the Authority set the criteria regulating the tariffs for natural gas transportation on the national and regional gas pipeline network for the third regulatory period (January 1, 2010 - December 31, 2013).
The Authority also recognized Snam Rete Gas a total amount of euro 33.6 million as settlement of additional costs incurred during the 2007-2008 thermal year and referring to the purchase of fuel gas for compression stations. The Regulatory Asset Base (RAB) is calculated with the re-valuated historical cost methodology.
The allowed rate of return (WACC) on the RAB has been set equal to 6.4% in real terms pre tax.
The new tariff structure confirms the recognition in tariffs of expenditures incurred for network upgrading, providing for a higher remuneration than WACC, changing in a 1-3% range in relation to the nature of expenditures and for a period of 5 to 15 years.
Depreciation costs of gas transport infrastructures (gas pipelines) are determined on a 50-year useful technical life and are excluded from the price cap mechanism.
Operating costs are defined with reference to operating costs incurred during 2008 and increased by a 50% rate to recognize productivity gains achieved in the second regulatory period. Fuel gas is excluded from the price cap mechanism. The revenue component related to volumes transported is determined referring to operating costs recognized in tariffs and amounts to 15% of the revenue cap.

Third Energy Package: 2009 European Directive No. 2009/73/CE
As a part of the so-called "Third Energy Package" published in 2009, European Directive No. 73 regulates the internal market for natural gas requesting that member states choose one of two options for ensuring carriers independence in case transport systems belong to vertically integrated companies.
The two options provided are:
(i) Separation of ownership under two alternative modes:
- Ownership Unbundling (OU): the company that owns the networks and manages transport activities is unbundled from its integrated parent company that will retain supply/production and sale activities;
- Independent System Operator (ISO): the vertically integrated company retains ownership of the networks but confers their management to a third independent party.
(ii) Strengthened functional separation:
- Independent Transmission Operator (ITO): the vertically integrated company retains control of the company that manages transport activities and owns transport networks, provided the vertically integrated company refrains from interfering in the decision-making process of the controlled carrier company.

Capital expenditures

In 2009, capital expenditures totaled euro 1,686 million and mainly related to: (i) developing and upgrading Eni s transport network in Italy (euro 1,479 million); (ii) developing and upgrading Eni s storage capacity in Italy (euro 282 million); (iii) developing and upgrading Eni s distribution network in Italy (euro 278 million); (iv) completion of construction of combined cycle power plants (euro 73 million), in particular at the Ferrara site; (v) the upgrading plan of international pipelines (euro 32 million).

Capital expenditures	(euro million)	2007	2008	**2009**	Change	% Ch.
Italy		1,219	1,750	**1,564**	(186)	(10.6)
Outside Italy		292	308	**122**	(186)	(60.4)
		1,511	**2,058**	**1,686**	**(372)**	**(18.1)**
Marketing		**238**	**198**	**175**	**(23)**	**(11.6)**
Marketing		63	91	**102**	11	12.1
Italy		*13*	*16*	***12***	*(4)*	*(25.0)*

Outside Italy	*50*	*75*	***90***	*15*	*20.0*
Power generation	175	107	**73**	(34)	(31.8)
Regulated businesses in Italy	**1,031**	**1,627**	**1,479**	**(148)**	**(9.1)**
Transport	691	1,130	**919**	(211)	(18.7)
Distribution	195	233	**278**	45	19.3
Storage	145	264	**282**	18	6.8
International transport	**242**	**233**	**32**	**(201)**	**(86.3)**
	1,511	**2,058**	**1,686**	**(372)**	**(18.1)**

Key performance indicators		2007	2008	2009
Net sales from operations [a] [b]	(euro million)	36,349	45,017	**31,769**
Operating profit		686	(988)	**(102)**
Adjusted operating profit		292	580	**(357)**
Adjusted net profit		294	521	**(197)**
Capital expenditures		979	965	**635**
Adjusted capital employed, net at year end [c]		7,149	8,260	**7,560**
Adjusted ROACE [c]	(%)	4.6	6.5	**(2.6)**
Refinery throughputs on own account	(mmtonnes)	37.15	35.84	**34.55**
Conversion index	(%)	56	58	**60**
Balanced capacity of refineries	(kbbl/d)	748	737	**747**
Retail sales of petroleum products in Europe	(mmtonnes)	11.80	12.03	**12.02**
Service stations in Europe at year end [d]	(units)	6,440	5,956	**5,986**
Average throughput per service station in Europe [d]	(kliters)	2,486	2,502	**2,477**
Employees at year end	(units)	9,428	8,327	**8,166**

(a) From January 1, 2009 Eni adopted IFRIC 13 "Customer Loyalty Programmes" that requires that the award points granted to clients within the related loyalty programmes be accounted as a separate component of the basic transaction, evaluated at their fair value and recognized as revenues when effectively used. Prior period results have been restated accordingly.

(b) Before elimination of intragroup sales.

(c) For a detailed explanation of adjusted capital employed and adjusted ROACE, see paragraph "Return On Average Capital Employed (ROACE)".

(d) 2007 data include downstream activities in the Iberian Peninsula divested to Galp in October 2008.

Portfolio development and main projects

On January 21, 2010 Eni signed an agreement for the acquisition of downstream activities in Austria, including a retail network of 135 service stations, wholesale activities (with 36 additional Esso retail service stations owned by third parties) as well as commercial assets in the aviation business and related logistic and storage activities. The finalization of the transaction is subject to the approval of the relevant antitrust authorities.

The upgrading process of Eni s retail network of service stations continued aimed at improving service and quality standards. In 2010 the re-branding to "eni" brand of all downstream activities was launched.

Financial results

In 2009 the Refining & Marketing division reported an adjusted net loss of euro 197 million (down euro 718 million, reversing a prior year profit of euro 521 million) mainly driven by a lower operating performance, reflecting lower refining margins as a result of an unfavorable trading scenario, as well as decreased earnings reported by equity-accounted subsidiaries.

Return on average capital employed on an adjusted basis was a negative 2.6% declining from 2008 (6.5%).

Capital expenditures totaled euro 635 million and related mainly to projects designed to improve the conversion rate and flexibility of refineries, logistic assets, the upgrade the refined product retail network in Italy and in the rest of Europe.

In the medium term, management plans to recovery profitability by improving the refining system and reinforcing Eni s leadership in the Italian retail market and increasing market shares in core European countries.

Operating results

Eni s refining throughputs for 2009 were 34.55 mmtonnes, down 3.6% from 2008. Lower volumes were recorded in Italy (down 3.3%) as refinery operations were rescheduled at certain plants to take account of weak demand for products. Volumes processed outside Italy declined in particular in the Czech Republic due to lower utilization of plant capacity in response to weak market conditions.

In 2009 Eni s retail market share in Italy averaged 31.5%, up 0.9 percentage points from 2008 driven by the "You&Agip" promotional campaign, marketing pricing initiatives (in particular the success of the Iperself program), and the opening of new service stations. While Italian consumption was barely unchanged (down 0.6%), retail sales in Italy were 9.03 mmtonnes (up 2.5%) driven by higher volumes of gasoil and LPG sales.

Retail sales in the rest of Europe (approximately 2.99 mmtonnes) decreased by approximately 230 ktonnes, or 7.1%, mainly reflecting a decline in fuel demand, particularly in Eastern Europe.

In 2009 Eni opened/restructured 53 stores for the sale of convenience items and car services at its service stations in Italy. Excluding the impact of the divestment of marketing activities in the Iberian Peninsula in October 2008, non oil revenues were euro 147 million, up 2.4% from 2008.

Supply and trading

In 2009, a total of 67.40 mmtonnes of crude were purchased by the Refining & Marketing division (57.91 mmtonnes in 2008), of which 32.75 mmtonnes from Eni s Exploration & Production division. Volumes amounting to 19.71 mmtonnes were purchased under long-term supply contracts with producing countries, while 14.94 mmtonnes were purchased on the spot market. Approximately 25% of crude purchased in 2009 came from West Africa, 19% from European and Asian Russia, 15% from the Middle East, 13% from North Africa, 11% from the North Sea, 4% from Italy, and 13% from other areas.

Purchases (mmtonnes)	2007	2008	**2009**	Change	% Ch.
Equity crude oil					
Eni production outside Italy	27.47	26.14	**29.84**	3.70	14.2
Eni production in Italy	4.10	3.57	**2.91**	(0.66)	(18.5)
	31.57	**29.71**	**32.75**	**3.04**	**10.2**
Other crude oil					
Purchases on spot markets	11.34	12.09	**14.94**	2.85	23.6
Purchases under long-term contracts	16.65	16.11	**19.71**	3.60	22.3

	27.99	**28.20**	**34.65**	**6.45**	**22.9**
Total crude oil purchases	**59.56**	**57.91**	**67.40**	**9.49**	**16.4**
Purchases of intermediate products	3.59	3.39	**2.92**	(0.47)	(13.9)
Purchases of products	16.14	17.42	**13.98**	(3.44)	(19.7)
TOTAL PURCHASES	**79.29**	**78.72**	**84.30**	**5.58**	**7.1**
Consumption for power generation	(1.13)	(1.00)	**(0.96)**	0.04	(4.0)
Other changes [(a)]	(2.19)	(1.04)	**(1.64)**	(0.60)	(57.7)
	75.97	**76.68**	**81.70**	**5.02**	**6.5**

(a) Include change in inventories, decrease in transportation, consumption and losses.

In 2009 some 36.11 mmtonnes of crude purchased were marketed, up 38.9% from 2008, mainly driven by higher trading activities. In addition, 2.92 mmtonnes of intermediate products were purchased (3.39 mmtonnes in the 2008) to be used as feedstock in conversion plants and 13.98 mmtonnes of refined products (17.42 mmtonnes in the 2008) were purchased to be sold on markets outside Italy (10.10 mmtonnes) and on the domestic market (3.88 mmtonnes) as a complement to available production.

Refining

In 2009, refining throughputs on own account in Italy and outside Italy were 34.55 mmtonnes, down 1.29 mmtonnes from 2008, or 3.6%. Volumes processed in Italy decreased by approximately 990 ktonnes, down 3.3%, mainly at the Gela plant due to the extension of planned refinery downtime, and at the Livorno and Taranto plants as refinery operations were rescheduled to take account of a weak demand for products. Volumes processed outside Italy declined by approximately 330 ktonnes in particular in the Czech Republic and in Germany due to lower utilization of plant capacity in response to weak market conditions and the restructuring of the Ingolstadt facility in Germany.

Total throughputs in wholly-owned refineries (24.02 mmtonnes) decreased by 1.57 mmtonnes, down 6.1%, from 2008, due to lower refining throughputs for third parties in the Venezia and Sannazzaro plants for the termination of the agreement with Tamoil at the end of 2008.

Approximately 16.3% of volumes of processed crude was supplied by Eni s Exploration & Production segment (21.5% in 2008) representing a 5.2 percentage point decrease from 2008, corresponding to a lower volume of 1.87 mmtonnes.

Availability of refined products (mmtonnes)	2007	2008	**2009**	Change	% Ch.
ITALY					
At wholly-owned refineries	27.79	25.59	**24.02**	(1.57)	(6.1)
Less input on account of third parties	(1.76)	(1.37)	**(0.49)**	0.88	64.2
At affiliated refineries	6.42	6.17	**5.87**	(0.30)	(4.9)
Refinery throughputs on own account	**32.45**	**30.39**	**29.40**	**(0.99)**	**(3.3)**
Consumption and losses	(1.63)	(1.61)	**(1.60)**	0.01	0.6
Products available for sale	**30.82**	**28.78**	**27.80**	**(0.98)**	**(3.4)**
Purchases of refined products and change in inventories	2.16	2.56	**3.73**	1.17	45.7
Products transferred to operations outside Italy	(3.80)	(1.42)	**(3.89)**	(2.47)	..
Consumption for power generation	(1.13)	(1.00)	**(0.96)**	0.04	4.0
Sales of products	**28.05**	**28.92**	**26.68**	**(2.24)**	**(7.7)**
OUTSIDE ITALY					
Refinery throughputs on own account	**4.70**	**5.45**	**5.15**	**(0.30)**	**(5.5)**
Consumption and losses	(0.31)	(0.25)	**(0.25)**		
Products available for sale	**4.39**	**5.20**	**4.90**	**(0.30)**	**(5.8)**
Purchases of refined products and change in inventories	13.91	15.14	**10.12**	(5.02)	(33.2)
Products transferred from Italian operations	3.80	1.42	**3.89**	2.47	..
Sales of products	**22.10**	**21.76**	**18.91**	**(2.85)**	**(13.1)**
Refinery throughputs on own account	**37.15**	**35.84**	**34.55**	**(1.29)**	**(3.6)**
of which: refinery throughputs of equity crude on own account	*9.29*	*6.98*	***5.11***	*(1.87)*	*(26.8)*
Total sales of refined products	**50.15**	**50.68**	**45.59**	**(5.09)**	**(10.0)**
Crude oil sales	**25.82**	**26.00**	**36.11**	**10.11**	**38.9**
TOTAL SALES	**75.97**	**76.68**	**81.70**	**5.02**	**6.5**

Marketing of refined products

In 2009, excluding the impact of the divestment of marketing activities in the Iberian Peninsula in 2008 (down 1.52 mmtonnes), sales volumes of refined products (45.59 mmtonnes) were down 3.57 mmtonnes from 2008, or 7.3%, mainly due to lower wholesale sales on the domestic and foreign market.

Product sales in Italy and outside Italy by market (mmtonnes)	2007	2008	**2009**	Change	% Ch.
Retail	8.62	8.81	**9.03**	0.22	2.5
Wholesale	11.09	11.15	**9.56**	(1.59)	(14.3)
Petrochemicals	1.93	1.70	**1.33**	(0.37)	(21.8)
Other sales	6.41	7.26	**6.76**	(0.50)	(6.9)
Sales in Italy	**28.05**	**28.92**	**26.68**	**(2.24)**	**(7.7)**
Retail rest of Europe	3.18	3.22	**2.99**	(0.23)	(7.1)
Wholesale rest of Europe	3.20	3.94	**3.66**	(0.28)	(7.1)
Wholesale outside Italy	0.57	0.56	**0.41**	(0.15)	(26.8)
Other sales	13.11	12.52	**11.85**	(0.67)	(5.4)
Sales outside Italy	**20.06**	**20.24**	**18.91**	**(1.33)**	**(6.6)**
	48.11	**49.16**	**45.59**	**(3.57)**	**(7.3)**
Iberian Peninsula	2.04	1.52	**-**	(1.52)	..
of which:					
- Retail	*0.85*	*0.64*		*(0.64)*	..
- Wholesale	*1.19*	*0.88*		*(0.88)*	..
TOTAL SALES	**50.15**	**50.68**	**45.59**	**(5.09)**	**(10.0)**

Retail sales in Italy
In 2009, while domestic consumption was barely unchanged, retail sales on the Italian network (9.03

At December 31, 2009, Eni s retail network in Italy consisted of 4,474 service stations, 65 more than at December 31, 2008 (4,409 service stations), resulting mmtonnes) were up approximately 220 ktonnes from 2008, or 2.5%, mainly due to fidelity programs, marketing and pricing initiatives, in particular "Iperself" sales, and the opening of new services stations that sustained a 0.9 percentage point growth in market share from 30.6% at December 31, 2008 to 31.5% at December 31,2009. Higher sales mainly regarded gasoil and LPG sales, while gasoline sales declined slightly.

from the positive balance of acquisitions/releases of lease concessions (90 units), the opening of new service stations (7 units), partly offset by the closing of service stations with low throughput (24 units) and the release of 9 service stations under highway concession. Average throughput related to gasoline and gasoil (2,482 kliters) registered an increase of 13 kliters from 2008.

Retail and wholesale sales of refined products (mmtonnes)	2007	2008	2009	Change	% Ch.
Italy	**19.71**	**19.96**	**18.59**	**(1.37)**	**(6.9)**
Retail sales	**8.62**	**8.81**	**9.03**	**0.22**	**2.5**
Gasoline	3.19	3.11	**3.05**	(0.06)	(1.9)
Gasoil	5.25	5.50	**5.74**	0.24	4.4
LPG	0.17	0.19	**0.22**	0.03	15.8
Lubricants	0.01	0.01	**0.02**	0.01	..
Wholesale sales	**11.09**	**11.15**	**9.56**	**(1.59)**	**(14.3)**
Gasoil	4.42	4.52	**4.30**	(0.22)	(4.9)
Fuel Oil	0.95	0.85	**0.72**	(0.13)	(15.3)
LPG	0.37	0.38	**0.35**	(0.03)	(7.9)
Gasoline	0.15	0.15	**0.12**	(0.03)	(20.0)
Lubricants	0.13	0.12	**0.09**	(0.03)	(25.0)
Bunker	1.58	1.70	**1.38**	(0.32)	(18.8)
Other	3.49	3.43	**2.60**	(0.83)	(24.2)
Outside Italy (retail+wholesale)	**8.99**	**7.72**	**7.06**	**(0.66)**	**(8.5)**
Gasoline	2.29	2.12	**1.89**	(0.23)	(10.8)
Gasoil	5.16	3.80	**3.54**	(0.26)	(6.8)
Jet fuel	0.38	0.47	**0.35**	(0.12)	(25.5)
Fuel Oil	0.25	0.23	**0.28**	0.05	21.7
Lubricants	0.09	0.11	**0.10**	(0.01)	(9.1)
LPG	0.49	0.52	**0.50**	(0.02)	(3.8)
Other	0.33	0.47	**0.40**	(0.07)	(14.9)
	28.70	**27.68**	**25.65**	**(2.03)**	**(7.3)**
Iberian Peninsula	2.04	1.52	**-**	(1.52)	..
TOTAL SALES	**30.74**	**29.20**	**25.65**	**(3.55)**	**(12.2)**

In 2009, fuel sales of the Blu line high performance and low environmental impact fuel recorded lower prices from 2008 with the stability of sales due to marketing initiatives and fidelity programs during the year. Sales of BluDiesel and its reformulated version BluDieselTech amounted approximately to 600 ktonnes (720 mmliters), and represented 10.5% of gasoil sales on Eni s retail network. At December 31, 2009, service stations marketing BluDiesel totaled 4,104 units (4,095 at 2008 year end) covering approximately 92% of Eni s network. Retail sales of BluSuper amounted to 82 ktonnes (110 mmliters), in line with 2008 and covered 2.6% of gasoline sales on Eni s retail network. At December 31, 2009, service stations marketing BluSuper totaled 2,679 units (2,631 at December 31, 2008), covering approximately 60% of Eni s network.
"You&Agip", the promotional campaign, launched in the program, and 44% of overall volumes marketed on Eni s network. In February 2010 Eni launched the new promotional campaign "you&eni" lasting 3 years until January 31, 2013.

March 2007 and lasting 3 years finished in 2009. As of December 31, 2009, the number of customers that actively used the card in the year amounted to approximately 5.4 million. The average number of cards active each month was over 3.1 million. Volumes of fuel marketed under this initiative represented over 45% of total volumes marketed on Eni s service stations joining

Retail sales in the Rest of Europe

Excluding the impact of the divestment of marketing activities in the Iberian Peninsula to Galp (down 0.64 mmtonnes), in 2009 retail sales of refined products marketed in the rest of Europe (2.99 mmtonnes) were down approximately 230 ktonnes from 2008, or 7.1%, mainly in Germany and Eastern Europe due to a decrease in fuel demand. At December 31, 2009, Eni s retail network in the rest of Europe consisted of 1,512 units, a decrease of 35 units from December 31, 2008 (1,547 service stations). The network evolution was as follows: (i) 32 low throughput service stations were closed; (ii) negative balance of acquisitions/releases of lease concessions (32 units) with negative changes in Germany and positive changes in Hungary; (iii) purchased 21 service stations, in particular in Romania; (iv) opened 8 new outlets.
Average throughput (2,461 kliters) decreased by 116 kliters from 2008.

Wholesale and other sales

In 2009, sales volumes on wholesale markets in Italy (9.56 mmtonnes) were down 1.59 mmtonnes from 2008, or 14.3%, reflecting mainly a decrease in demand for jet fuel, the bunkering market and fuel oil for power generation, as well as in gasoil sales due to lower industrial consumption reflecting the economic downturn. Sales on wholesale markets in the rest of Europe (3.66 mmtonnes) decreased by approximately 280 ktonnes, or 7.1% (excluding the impact of asset divestments in the Iberian Peninsula), mainly in Germany, in the Czech Republic and Switzerland due to declining consumption in particular of gasoil for heating.
Supplies of feedstock to the petrochemical industry (1.33 mmtonnes) decreased by approximately 370 ktonnes due to declining demand. Other sales (18.61 mmtonnes) decreased by approximately 1.17 mmtonnes, or 5.9%, mainly due to lower sales volumes to trader and oil companies, as well as the reduction of volumes sold to the cargo market, also due to lower refining throughputs.

Capital expenditures

In 2009, capital expenditures in the Refining & Marketing segment amounted to euro 635 million and regarded mainly: (i) refining, supply and logistics in Italy (euro 436 million), with projects designed to improve the conversion rate and flexibility of refineries, including the construction of an industrial plant employing the Eni s proprietary Est technology, a new hydrocracker at the Sannazzaro refinery (operating from July) and at the Taranto refinery (start up scheduled in 2010) as well as expenditures on health, safety and environmental upgrades; (ii) upgrade of the retail network in Italy, wholesale and LPG activities (euro 118 million); (iii) upgrade of the retail network and purchase of service stations in the rest of Europe (euro 54 million). Expenditures on health, safety and the environment amounted to euro 78 million.

Capital expenditures	(euro million)	2007	2008	**2009**	Change	% Ch.
Italy		873	850	**581**	(269)	(31.6)
Outside Italy		106	115	**54**	(61)	(53.0)
		979	**965**	**635**	**(330)**	**(34.2)**
Refinery, supply and logistic		**675**	**630**	**436**	**(194)**	**(30.8)**
Italy		675	630	**436**	(194)	(30.8)
Marketing		**282**	**298**	**172**	**(126)**	**(42.3)**
Italy		176	183	**118**	(65)	(35.5)
Outside Italy		106	115	**54**	(61)	(53.0)
Other		**22**	**37**	**27**	**(10)**	**(27.0)**
		979	**965**	**635**	**(330)**	**(34.2)**

Key performance indicators		2007	2008	**2009**
Net sales from operations [a]	(euro million)	6,934	6,303	**4,203**
Basic petrochemicals		*3,582*	*3,060*	***1,832***
Polymers		*3,109*	*2,961*	***2,185***
Other sales		*243*	*282*	***186***
Operating profit		100	(845)	**(675)**
Adjusted operating profit		116	(398)	**(426)**
Adjusted net profit		74	(323)	**(340)**
Capital expenditures		145	212	**145**
Production	(ktonnes)	8,795	7,372	**6,521**
Sales of petrochemical products		5,513	4,684	**4,265**
Average plant utilization rate	(%)	80.6	68.6	**65.4**
Employees at period end	(units)	6,534	6,274	**6,068**

(a) Before elimination of intragroup sales.

In 2009, the Petrochemical segment incurred an adjusted net loss of euro 340 million, a decrease of euro 17 million from 2008, due to a prolonged weakness in industry fundamentals reflecting lower end-market demand and high competitive pressure.

Sales of petrochemical products were 4,265 ktonnes, down 419 ktonnes from last year, or 8.9%, due to a context of economic downturn, especially in the automotive sector, that negatively influenced demand for petrochemical products.

Petrochemical production volumes were 6,521 ktonnes, down 851 ktonnes, or 11.5%, due to a steep decline in demand for petrochemical products in all business.

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Sales - production - prices

In 2009 sales of petrochemical products (4,265 ktonnes) decreased by 419 ktonnes from 2008 (or 8.9%) due to a general weakness of end-markets in the first nine months of 2009 with a slight recovery in demand for polymers in the last quarter.

Petrochemical production (6,521 ktonnes) decreased by 851 ktonnes from 2008 (or 11.5%) affecting all business areas. The general demand decrease in the chemical industry, in particular for commodities, required unexpected outages in a number of plants in order to avoid excess stocks. Relevant production decreases were registered at the Porto Torres plant (down 51%), as result of the shutdown of the phenol plant at the beginning of the year and of reduced production for commercial reasons.
Nominal production capacity decreased by 3.3% from 2008, due to the shutdown of the Gela cracker and the Porto Torres phenol plant. The average plant utilization rate, calculated on nominal capacity decreased from 68.6% to 65.4% due to reduced production.

Average unit sale prices decreased by 26%. The steeper decreases affected the prices of the main petrochemical products (olefins were down 35%), due to the negative impact of the oil price scenario (virgin naphtha was down 32.3% from 2008). Average unit prices of polymers, in particular elastomers (down 17%) decreased less, due to a slower adjustment to the oil scenario and to expected price increases in 2010.

Product availability	(ktonnes)	2007	2008	**2009**	Change	% Ch.
Basic petrochemicals		6,274	5,110	**4,350**	(760)	(14.9)
Polymers		2,521	2,262	**2,171**	(91)	(4.0)
Production		**8,795**	**7,372**	**6,521**	**(851)**	**(11.5)**
Consumption and losses		(4,099)	(3,539)	**(2,701)**	838	(23.7)
Purchases and change in inventories		816	851	**445**	(406)	(47.7)
		5,513	**4,684**	**4,265**	**(419)**	**(8.9)**

Business trends

Basic petrochemicals
Basic petrochemical revenues (euro 1,832 million) decreased by euro 1,228 million from 2008 (or 40.1%) in all the main business segments due to the steep reduction in average unit prices (ranging from 25% to 35%) related to the prices of main petrochemical products, and to a lower extent to the decrease in sales volumes. In particular olefins and aromatics sales volumes decreased by 8% and 10.5%, respectively, with a slight increase in the last quarter of 2009.
Intermediates sales volumes continued to report a negative performance (down 34%) as a result of lower product availability due to the shutdown of the Porto Torres plant as a result of the unfavorable scenario.
Basic petrochemicals production (4,350 ktonnes) decreased by 760 ktonnes from 2008 (or 14.9%), in line months of the year. Styrene sales achieved a stable performance and compact polystyrene sales increased by 2.5% from 2008. Sales decreases were registered mainly in elastomers (down 7%) due to a greater impact of industrial sectors affected by the economic downturn (mainly automotive).
Polymers production (2,171 ktonnes) decreased by 91 ktonnes from 2008 (or 4%), in line with sales trends.
Production volumes of styrene and elastomers decreased by 3% mainly due to the shutdown of the Porto Torres plant. Elastomers production decreased by 8.8% as a result of plants outages, mainly in the first months of 2009 due to lower demand from industries, in particular the automotive sector.

Capital expenditures

with lower demand of monomers.

Polymers

Polymer revenues (euro 2,185 million) decreased by euro 776 million, or 26.2%, from 2008, mainly due to price reductions.

Sales volumes of polyethylene decreased by 1.3% in spite of a slight demand increase registered in the last

In 2009, capital expenditures in the Petrochemicals segment amounted to euro 145 million (euro 212 million in 2008) and regarded mainly plant upgrades (euro 58 million), extraordinary maintenance (euro 28 million), environmental protection, safety and environmental regulation compliance (euro 28 million), upkeeping and rationalization (euro 20 million).

Key performance indicators		2007	2008	**2009**
Net sales from operations [(a)]	(euro million)	8,678	9,176	**9,664**
Operating profit		837	1,045	**881**
Adjusted operating profit		840	1,041	**1,120**
Adjusted net profit		658	784	**892**
Capital expenditures		1,410	2,027	**1,630**
Adjusted ROACE [(b)]	(%)	17.1	16.8	**15.4**
Orders acquired	(euro million)	11,845	13,860	**9,917**
Order backlog	(euro million)	15,390	19,105	**18,730**
Employees at period end	(units)	33,111	35,629	**35,969**

(a) Before elimination of intragroup sales.

(b) For a detailed explanation of adjusted capital employed and adjusted ROACE, see paragraph "Return On Average Capital Employed (ROACE)".

Adjusted net profit was euro 892 million, up euro 108 million from a year ago, or 13.8%, driven by steady revenue flows and profitability as a result of the large number of oil & gas projects that were started during the upward phase of the oil cycle.

Operating profit decreased to euro 881 million, down euro 164 million from 2008, or 15.7%, as a result of a non-recurring charge amounting to euro 250 million reflecting the estimated cost of a possible resolution of the investigation related to the TSKJ consortium based on the current status of the ongoing discussions with US Authorities. The matter is fully disclosed under the section "Legal Proceedings" in the notes to the consolidated statements. Notwithstanding the charge is recognized in the segment results of the Engineering & Construction business as it relates to a project to build gas liquefaction plants, it will be fully incurred by Eni and Saipem s minorities will be left unaffected due to the contractual obligations assumed by Eni to indemnify Saipem as part of the divestiture of Snamprogetti SpA, whose subsidiary Snamprogetti Netherlands BV participated to the TSKJ venture.

Return on average capital employed calculated on an adjusted basis was 15.4% in 2009, lower than in 2008 (16.8%).

Orders acquired amounted to euro 9,917 million, down euro 3,943 million from 2008 (down 28.4%), in particular in onshore construction and drilling onshore activities.

Order backlog was euro 18,730 million at December 31, 2009 (euro 19,105 million at December 31, 2008), related in particular to projects in North Africa (30%), West Africa (15%) and the Rest of Europe (13%).

Capital expenditures amounted to euro 1,630 million, down euro 397 million from 2008, or 19.6%. The main projects related to the upgrade of the construction and drilling fleet.

Activity for the year

Among the main orders acquired in 2009 were:
- an EPC contract on behalf of the joint venture between Eni and Sonatrach for the construction of facilities for the treatment of natural gas extracted from the Menzel Ledjmet East field and from the future developments of the CAFC (Central Area Field Complex) in Algeria;
- an EPC contract on behalf of Agip KCO as part of the development program of the Kashagan field related to the hook-up and commissioning of offshore facilities, as well as activities to be executed in the Kuryk construction yard in Kazakhstan;
- a contract on behalf of Eni for the conversion of a tanker into an FPSO (Floating Production Storage and Offloading) vessel that will have a storage and production capacity of 700 kbbl/d and 12 kbbl/d, respectively;
- an EPC contract on behalf of Sonatrach for the construction of the GK3-lot 3 gas pipeline that will connect various cities situated in the north-eastern region of Algeria for a total length of approximately 350 kilometers;
- an EPC contract on behalf of Esso Exploration Angola for the development of Kizomba Satellites Project offshore Angola. The project is related to the connection of the Mavacola and Clochas fields to the existing FPSO units;
- an EPC contract on behalf of Qafco for the construction of a new urea plant in the city of Mesaieed, in Qatar;
- a contract on behalf of Esso Highlands Ltd, for the installation of the gas sealine PNG LNG EPC2 for a total length of 407 kilometers, in Papua New Guinea;
- an EPIC contract on behalf of Premier Oil Natuna Sea BV for the construction of two platforms and related infrastructures in the Gajah Baru offshore field in Indonesia;
- an EPC contract on behalf of Sonatrach for the construction of a marine export terminal for the future urea/ammonia plant to be built near Arzew, in Algeria.

Orders acquired amounted to euro 9,917 million, of these projects to be carried out outside Italy represented 79%, while orders from Eni companies amounted to 32% of the total. Eni s order backlog was euro 18,730 million at December 31, 2008 (euro 19,105 million at December 31, 2008). Projects to be carried out outside Italy represented 93% of the total order backlog, while orders from Eni companies amounted to 22% of the total.

Orders acquired (euro million)	2007	2008	**2009**	Change	% Ch.
Orders acquired	**11,845**	**13,860**	**9,917**	**(3,943)**	**(28.4)**
Offshore construction	3,496	4,381	**5,089**	708	16.2
Onshore construction	6,070 [(a)]	7,522	**3,665**	(3,857)	(51.3)
Offshore drilling	1,644	760	**585**	(175)	(23.0)
Onshore drilling	635	1,197	**578**	(619)	(51.7)
of which:					
- Eni	1,923	540	**3,147**	2,607	..
- Third parties	9,922	13,320	**6,770**	(6,550)	(49.2)
of which:					
- Italy	574	831	**2,081**	1,250	..
- Outside Italy	11,271	13,029	**7,836**	(5,193)	(39.9)

(a) Net of the backlog of divested companies (Haldor Topsøe and Camom Group) for euro 181 million.

Order backlog (euro million)	Change	% Ch.

	Dec. 31, 2007	Dec. 31, 2008	**Dec. 31, 2009**		
Order backlog	**15,390**	**19,105**	**18,730**	**(375)**	**(2.0)**
Offshore construction	4,215	4,682	**5,430**	748	16.0
Onshore construction	7,003 [(a)]	9,201	**8,035**	(1,166)	(12.7)
Offshore drilling	3,471	3,759	**3,778**	19	0.5
Onshore drilling	701	1,463	**1,487**	24	1.6
of which:					
- Eni	3,399	2,547	**4,103**	1,556	61.1
- Third parties	11,991	16,558	**14,627**	(1,931)	(11.7)
of which:					
- Italy	799	435	**1,341**	906	..
- Outside Italy	14,591	18,670	**17,839**	(831)	(4.5)

(a) Net of the backlog of divested companies (Haldor Topsøe and Camom Group) for euro 181 million.

Capital expenditures

In 2009 capital expenditures in the Engineering & Construction segment (euro 1,630 million) mainly regarded:
(i) Offshore: purchase of the lay barge Acergy Piper renamed Castoro Sette, construction of a new pipelayer and the ultra-deep water Field Development Ship FDS2, construction of a new fabrication yard in Indonesia and the activities for the conversion of a tanker into an FPSO;
(ii) Offshore drilling: construction of the two semisubmersible rigs Scarabeo 8 and 9, the new ultra deep water drillship Saipem 12000 and the jack up Perro Negro 6;
(iii) Onshore drilling: construction/development of operating structures;
(iv) Onshore: maintenance and upgrading of the existing asset base.

Capital expenditures (euro million)	2007	2008	**2009**	Change	% Ch.
Offshore construction	566	741	**691**	(50)	(6.7)
Onshore construction	76	48	**19**	(29)	(60.4)
Offshore drilling	478	785	**706**	(79)	(10.1)
Onshore drilling	266	424	**188**	(236)	(55.7)
Other expenditures	24	29	**26**	(3)	(10.3)
	1,410	**2,027**	**1,630**	**(397)**	**(19.6)**

Financial review

PROFIT AND LOSS ACCOUNT

2007	(euro million)	2008	**2009**	Change	% Ch.
87,204	Net sales from operations [a]	108,082	**83,227**	(24,855)	(23.0)
833	Other income and revenues	728	**1,118**	390	53.6
(61,933)	Operating expenses	(80,354)	**(62,532)**	17,822	22.2
(8)	*of which non recurring items*	*21*	***(250)***	*(271)*	
(129)	Operating income (expense) [b]	(124)	**55**	179	..
(7,236)	Depreciation, depletion, amortization and impairments	(9,815)	**(9,813)**	2	..
18,739	**Operating profit**	**18,517**	**12,055**	**(6,462)**	**(34.9)**
46	Finance (expense) income	(640)	**(551)**	89	13.9
1,243	Net income from investments	1,373	**569**	(804)	(58.6)
20,028	**Profit before income taxes**	**19,250**	**12,073**	**(7,177)**	**(37.3)**
(9,219)	Income taxes	(9,692)	**(6,756)**	2,936	30.3
46.0	*Tax rate (%)*	*50.3*	***56.0***	*5.7*	
10,809	Net profit	9,558	**5,317**	(4,241)	(44.4)
	Attributable to:				
10,011	**- Eni**	**8,825**	**4,367**	**(4,458)**	**(50.5)**
798	- minority interest	733	**950**	217	29.6

(a) From January 1, 2009 Eni adopted IFRIC 13 "Customer Loyalty Programmes" that requires that the award points granted to clients within the related loyalty programmes be accounted as a separate component of the basic transaction, evaluated at their fair value and recognized as revenues when effectively used. Prior period results have been restated accordingly.

(b) From year 2009, the Company accounts gains and losses on non-hedging commodity derivative instruments, including both fair value re-measurement and settled transactions, as items of operating profit. Adjusted operating profit and net profit only include gains and losses associated with settled transactions, gross and net of the associated tax impact respectively. Prior period results have been restated accordingly.

Net profit

In 2009 **Eni s net profit** was euro 4,367 million compared with euro 8,825 million a year ago, down euro 4,458 million, or 50.5%. This result was driven by lower reported operating profit (down euro 6,462 million, or 34.9%) reflecting an unfavorable trading environment for oil prices, which were significantly lower than a year ago in the first nine months of the year. This trend was partly offset by the circumstance that the Company incurred a material charge related to inventory write-down of oil and products (down euro 2.35 billion) as they were aligned to their net realizable value at 2008 Group results were also affected by lower profits reported by equity-accounted entities, and a higher consolidated tax rate up from 50.3% to 56% (up 5.7 percentage points), mainly due to new tax rules in Italy and outside Italy which impacted taxes currently payable, charges accounted in the year which are not considered for fiscal purposes, and the circumstance that in 2008 the tax rate benefited from certain tax gains associated with an adjustment to deferred taxation amounting to euro 733 million as new tax provisions came into effect pertaining to both Italian and foreign subsidiaries.

year end when the oil cycle hit a low.

Adjusted net profit

2007	(euro million)	2008	2009	Change	% Ch.
10,011	**Net profit attributable to Eni**	**8,825**	**4,367**	**(4,458)**	**(50.5)**
(499)	Exclusion of inventory holding (gain) loss	723	**(191)**	(914)	
57	Exclusion of special items	616	**1,031**	415	
	of which:				
35	*- non recurring items*	*(21)*	***250***	*271*	
22	*- other special items*	*637*	***781***	*144*	
9,569	**Eni's adjusted net profit** [(a)]	**10,164**	**5,207**	**(4,957)**	**(48.8)**

(a) For a detailed explanation of adjusted operating profit and net profit see paragraph "Reconciliation of reported operating profit and reported net profit to results on an adjusted basis".

Eni s adjusted net profit for the year was euro 5,207 million compared with euro 10,164 million a year ago, down euro 4,957 million, or 48.8%.
Adjusted net profit excludes an inventory holding profit of euro 191 million and **net special charges** of euro 1,031 million, resulting in an overall adjustment equal to an increase of euro 840 million. The balance between special charges and gains is comprised of, on the negative side, impairment charges recorded on oil & gas properties in the Exploration & Production division, refineries and goodwill recognized on marketing assets in the Refining & Marketing division, and a number of petrochemicals plants (euro 1,395 million as before tax impact) as well as environmental (euro 298 million) and operational provisions (euro 378 million), including a non-recurring charge amounting to euro 250 million reflecting the estimated cost of a possible resolution of the investigation related to the TSKJ consortium based on the current status of the ongoing discussions with U.S. Authorities. The matter is fully disclosed in the section "Legal Proceedings" in the notes to the consolidated financial statements. Notwithstanding the charge is recognized in the segment results of the Engineering & Construction business as it relates to a project to build gas liquefaction plants, it will be fully incurred by Eni and Saipem s minorities will be left unaffected altogether due to the contractual obligations assumed by Eni to indemnify Saipem as part of the divestiture of Snamprogetti SpA, whose subsidiary Snamprogetti Netherlands BV participates to the TSKJ venture. On the positive side, gains were recorded on the divestment of certain oil & gas properties to the partner Suez (euro 277 million), gains on fair value evaluation of certain non-hedging commodity derivatives (euro 287 million), and positive adjustments on deferred taxation and other tax benefits (euro 222 million).

The breakdown of **adjusted net profit** by division is shown in the table below:

2007	(euro million)	2008	2009	Change	% Ch.
6,328	Exploration & Production	7,900	**3,878**	(4,022)	(50.9)
3,127	Gas & Power	2,648	**2,916**	268	10.1
294	Refining & Marketing	521	**(197)**	(718)	..
74	Petrochemicals	(323)	**(340)**	(17)	(5.3)
658	Engineering & Construction	784	**892**	108	13.8
(210)	Other activities	(279)	**(245)**	34	12.2
(62)	Corporate and financial companies	(532)	**(744)**	(212)	(39.8)

(16)	Impact of unrealized intragroup profit elimination [a]	76	**(3)**	(79)	..
10,193		**10,795**	**6,157**	**(4,638)**	**(43.0)**
	of which attributable to:				
624	- Minority interest	631	**950**	319	50.6
9,569	**- Eni**	**10,164**	**5,207**	**(4,957)**	**(48.8)**

(a) This item concerned mainly intragroup sales of commodities, services and capital goods recorded in the assets of the purchasing business segment as of end of the period.

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The decline in group adjusted net profit reflected lower results mainly reported by:
- the **Exploration & Production** division reported a decrease of euro 4,022 million in adjusted net profit, down 50.9%, due to a weaker operating performance (down euro 7,738 million, or 44.9%) affected by lower oil & gas realizations in dollars (down 32.2% and 29.8%, respectively) and lower sales volumes (down 9.2 mmboe, or 1.5%). These negatives were partly offset by the depreciation of the euro over the dollar (down 5.3%). The divisional performance was also impacted by a higher tax rate (from 55.9% to 60%);
- the **Refining & Marketing** division reported adjusted net loss of euro 197 million, reversing a prior year profit of euro 521 million. The euro 718 million decline was mainly due to an adjusted operating loss of euro 357 million, a decrease of euro 937 million from 2008, driven by sharply lower refining margins as a result of an unfavorable trading environment;
- the **Petrochemicals** division continued to report losses at both operating and net level (down euro 426 million and euro 340 million, respectively) due to weak industry fundamentals reflecting lower end markets demand, excess capacity and high competitive pressures. Net loss was almost in line with 2008.

These negative performances were partly offset by higher results reported by:
- the **Gas & Power** division (up euro 268 million, or 10.1%) driven by a better operating performance of the Marketing activities (up euro 412 million). Higher results in the Marketing activities were also driven by gains recorded on the settlement of certain non-hedging commodity derivatives amounting to euro 218 million associated with future sales of gas and electricity. Under IFRS, the Company is required to recognize fair value accounting effects on those derivatives in profit or loss because hedge accounting is not followed. However, in assessing the underlying performance of the Marketing business, management calculates the EBITDA pro-forma adjusted as an alternative measure of performance, by bringing forward the impact of the settlement of those derivatives to future reporting periods where the associated revenues are expected to be recognized. Management believes that disclosing this internally-used measure is helpful in assisting investors to understand these business trends (see page 67). When measured against this performance indicator, the Marketing business confirmed the achievement of positive results. The underlying performance was mainly driven by a favorable trading environment related to energy parameters, improved results reported by the subsidiary Distrigas and the achievement of synergies on integration, as well as the impact of the renegotiation of long-term supply contracts. These positives were partly offset by lower sales volumes, mainly on the Italian market and the impact of rising competitive pressure on marketing margins. Regulated Businesses in Italy recorded steady results. The International transport business reported weaker results;
- the **Engineering & Construction** business achieved an increase of euro 108 million from 2008, or 13.8% reflecting better operating performance (up euro 79 million) driven by steady revenue flows and profitability as a result of the large number of oil & gas projects that were started during the upward phase of the oil cycle.

Return on average capital employed (ROACE) calculated on an adjusted basis was 9.2% (17.6% in 2008).

Eni s results for 2009 were achieved in a trading environment characterized by an average 31.2% decrease in hydrocarbon realizations driven by a fall in Brent prices which were down 36.6% from 2008. Eni s realized refining margins in dollar terms were sharply lower in the full year 2009, mirroring trends in Brent margins (down $3.4 per barrel, or 51.8%). A number of negative factors explained the reduction. Firstly, significantly compressed light-heavy crude differentials due to a reduction in heavy crude availability on the marketplace negatively affected the profitability of Eni s complex refineries. Secondly, the industry continued to be plagued by weak fundamentals due to excess capacity, high inventory levels and stagnant demand affecting end-prices, while feedstock costs have been on an upward trend since the beginning of the second half. Finally, middle-distillates prices plunged to historical lows in terms of spread versus the cost of oil. Results of operations for the full year were helped by the depreciation of the euro vs. the US dollar, down by 5.3%.

Analysis of profit and loss account items

Net sales from operations

2007	(euro million)	2008	**2009**	Change	% Ch.
26,920	Exploration & Production	33,042	**23,801**	(9,241)	(28.0)
27,793	Gas & Power	37,062	**30,447**	(6,615)	(17.8)
36,349	Refining & Marketing	45,017	**31,769**	(13,248)	(29.4)
6,934	Petrochemicals	6,303	**4,203**	(2,100)	(33.3)
8,678	Engineering & Construction	9,176	**9,664**	488	5.3
205	Other activities	185	**88**	(97)	(52.4)
1,313	Corporate and financial companies	1,331	**1,280**	(51)	(3.8)
	Impact of unrealized intragroup profit elimination	75	**(66)**	(141)	
(20,988)	Consolidation adjustment	(24,109)	**(17,959)**	6,150	..
87,204		**108,082**	**83,227**	**(24,855)**	**(23.0)**

Eni s **net sales from operations** (revenues) for 2009 (euro 83,227 million) were down euro 24,855 million from 2008 (down 23%) primarily reflecting lower realizations on oil, products and natural gas in dollar terms and lower sales volumes. These negatives were partly offset by the positive impact of the depreciation of the euro vs. the US dollar.

Revenues generated by the Exploration & Production division (euro 23,801 million) decreased by euro 9,241 million, or 28%, mainly due to lower realizations in dollars (oil down 32.2%; natural gas down 29.8%) reflecting the first nine months trading environment and the impact of energy parameters on gas prices and a fall in gas spot prices. This decrease reflected also lower sales volumes (down 9.2 mmboe, or 1.5%). These negatives were partly offset by the depreciation of the euro vs. the US dollar.

Revenues generated by the Gas & Power division (euro 30,447 million) decreased by euro 6,615 million, down 17.8%, mainly due to lower gas prices reflecting trends in energy parameters, as well as lower volumes sold in Italy (down 12.8 bcm, or 24.2%) due to the impact of the economic downturn. These negatives were partly offset by increased sales due to contribution of the Distrigas acquisition (up 12.02 bcm).

Revenues generated by the Refining & Marketing division (euro 31,769 million) decreased by euro 13,248 million, or 29.4%, reflecting lower product prices and lower sales volumes (down 10%), partly offset by the impact of the depreciation of the euro vs. the US dollar.

Revenues generated by the Petrochemical division (euro 4,203 million) decreased by euro 2,100 million, down 33.3% from 2008, mainly reflecting lower sales prices (down 26%) and a decline in volumes sold due to lower end-markets demand.

Revenues generated by the Engineering & Construction business (euro 9,664 million) increased by euro 488 million, up 5.3% from 2008, as a result of the large number of oil & gas projects that were started during the upward phase of the oil cycle.

Operating expenses

2007	(euro million)	2008	**2009**	Change	% Ch.

58,133	Purchases, services and other	76,350	**58,351**	(17,999)	(23.6)
	of which:				
91	*- non-recurring items*	*(21)*	***250***	*271*	
470	*- other special items*	*761*	***537***	*(224)*	
3,800	Payroll and related costs	4,004	**4,181**	177	4.4
	of which:				
(83)	*- non-recurring items*				
198	*- provision for redundancy incentives*	*91*	***134***	*43*	
61,933		**80,354**	**62,532**	**(17,822)**	**(22.2)**

Operating expenses for the year (euro 62,532 million) decreased by euro 17,822 million from 2008, down 22.2%.

Purchases, services and other costs (euro 58,351 million) decreased by euro 17,999 million (down 23.6%) due to lower supply costs of purchased oil, gas and petrochemical feedstocks, partially offset by the depreciation of the euro against the dollar.
Purchases, services and other included environmental and other risk provisions, as well as impairments of certain current and non-current assets, other than tangible and intangible assets, amounting to euro 537 million.

Non-recurring items represented by a charge amounting to euro 250 million, estimated on the basis of the possible resolution of the investigation related to the TSKJ consortium based on the current status of the ongoing discussions with U.S. Authorities. The matter is fully disclosed in the section "Legal Proceedings" in the notes to the consolidated financial statements.
In 2008, environmental and risk provisions as well as impairments of certain current assets amounted to euro 761 million.

Payroll and related costs (euro 4,181 million) increased by euro 177 million (up 4.4%) mainly due to higher unit labor cost in Italy and outside Italy, partly due to exchange rate translation differences, the increase in the average number of employees outside Italy, following the consolidation of Distrigas in the Gas & Power division, increased personnel in the Engineering & Construction and Exploration & Production businesses due to higher activity levels, as well as increased provisions for redundancy incentives. These increases were partially offset by a decrease in the average number of employees in Italy.

Depreciation, depletion, amortization and impairments

2007	(euro million)	2008	**2009**	Change	% Ch.
5,431	Exploration & Production	6,678	**6,789**	111	1.7
739	Gas & Power	797	**981**	184	23.1
433	Refining & Marketing	430	**408**	(22)	(5.1)
116	Petrochemicals	117	**83**	(34)	(29.1)
248	Engineering & Construction	335	**433**	98	29.3
4	Other activities	3	**2**	(1)	(33.3)
68	Corporate and financial companies	76	**83**	7	9.2
(10)	Impact of unrealized intragroup profit elimination	(14)	**(17)**	(3)	
7,029	**Total depreciation, depletion and amortization**	**8,422**	**8,762**	**340**	**4.0**
207	Impairments	1,393	**1,051**	(342)	(24.6)
7,236		**9,815**	**9,813**	**(2)**	**..**

Depreciation, depletion and amortization (euro 8,762 million) increased by euro 340 million from 2008 (up 4%) mainly in the Gas & Power and Exploration & Production divisions (up euro 184 million and euro 111 million, respectively) in connection with rising development amortization charges reflecting consolidation of acquired assets and increased expenditures to develop new complex fields. These negatives were partly offset by the depreciation of the euro against the dollar.

division due to downward reserve revisions and cost increases mainly recorded in the Gulf of Mexico, Australia, Congo and Egypt; (ii) refinery plants with low complexity, impairment of goodwill recognized on marketing assets acquired in Central-Eastern Europe and certain other marketing assets in the Refining & Marketing division, in the light of the negative outlook for the refining industry and a downsizing of growth expectations on certain markets; (iii) a number of plants in the Petrochemical division due to a worsening

Impairment charges of euro 1,051 million mainly regarded: (i) impairment charges recorded on proved and unproved properties in the Exploration & Production

pricing/margin environment as a result of lower petrochemical demand, excess capacity and higher competitive pressure.

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The breakdown of impairment charges by division is shown in the table below:

2007	(euro million)	2008	**2009**	Change	% Ch.
143	Exploration & Production	810	**576**	(234)	(28.9)
	Gas & Power	1		(1)	..
58	Refining & Marketing	299	**346**	47	15.7
	Petrochemicals	279	**121**	(158)	(56.6)
	Engineering & Construction		**2**	2	..
6	Other activities	4	**6**	2	50.0
207		**1,393**	**1,051**	**(342)**	**(24.6)**

Operating profit

The breakdown of the reported operating profit by division is provided below:

2007	(euro million)	2008	**2009**	Change	% Ch.
13,433	Exploration & Production	16,239	**9,120**	(7,119)	(43.8)
4,465	Gas & Power	4,030	**3,687**	(343)	(8.5)
686	Refining & Marketing	(988)	**(102)**	886	89.7
100	Petrochemicals	(845)	**(675)**	170	20.1
837	Engineering & Construction	1,045	**881**	(164)	(15.7)
(444)	Other activities	(346)	**(382)**	(36)	(10.4)
(312)	Corporate and financial companies	(743)	**(474)**	269	36.2
(26)	Impact of unrealized intragroup profit elimination	125		(125)	
18,739	**Operating profit**	**18,517**	**12,055**	**(6,462)**	**(34.9)**

Adjusted operating profit

The breakdown of adjusted operating profit by division is provided below:

2007	(euro million)	2008	**2009**	Change	% Ch.
18,739	**Operating profit**	**18,517**	**12,055**	**(6,462)**	**(34.9)**
(620)	Exclusion of inventory holding (gains) losses	936	**(345)**	(1,281)	
885	Exclusion of special items	2,155	**1,412**	(743)	
	of which:				
8	*- non-recurring items*	*(21)*	***250***	*271*	
877	*- other special items*	*2,176*	***1,162***	*(1,014)*	
19,004	**Adjusted operating profit**	**21,608**	**13,122**	**(8,486)**	**(39.3)**
	Breakdown by division:				
13,770	Exploration & Production	17,222	**9,484**	(7,738)	(44.9)
4,414	Gas & Power	3,564	**3,901**	337	9.5
292	Refining & Marketing	580	**(357)**	(937)	..
116	Petrochemicals	(398)	**(426)**	(28)	(7.0)
840	Engineering & Construction	1,041	**1,120**	79	7.6
(207)	Other activities	(244)	**(258)**	(14)	(5.7)
(195)	Corporate and financial companies	(282)	**(342)**	(60)	(21.3)

(26)	Impact of unrealized intragroup profit elimination	125		(125)	
19,004		**21,608**	**13,122**	**(8,486)**	**(39.3)**

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Eni s adjusted operating profit amounted to euro 13,122 million, a reduction of euro 8,486 million from 2008 (down 39.3%). Adjusted operating profit is calculated by excluding an inventory holding profit of euro 345 million and special losses of euro 1,412 million. This reduction is mainly due to a weaker performance recorded by the following divisions:
- the **Exploration & Production** division performance (down euro 7,738 million, or 44.9%) was driven by lower oil and natural gas realizations in dollars (down 32.2% and 29.8%, respectively) and lower production sales volumes (down 9.2 mmboe). These negatives were partly offset by the depreciation of the euro over the dollar (approximately euro 500 million);
- the **Refining & Marketing** division reported an adjusted operating loss of euro 357 million (down euro 937 million) driven by sharply lower refining margins as a result of weak industry fundamentals and weaker results reported by the Marketing business;
- the **Petrochemicals** division reported an operating loss of euro 426 million (down euro 28 million, or 7%) due to a prolonged weakness in industry fundamentals reflecting lower end-markets demand and high competitive pressures.
These negatives were partly offset by the better operating performance recorded by:
- the **Gas & Power** division improved performance (up euro 337 million, or 9.5%) was driven by a better operating performance of the Marketing activities. This reflected gains recorded on the settlement of certain non-hedging commodity derivatives amounting to euro 218 million, associated with future sales of gas and electricity. Under IFRS, the Company is required to recognize fair value accounting effects on those derivatives in profit or loss because hedge accounting is not followed. However, in assessing the underlying performance of the Marketing business, management calculates the EBITDA pro-forma adjusted as an alternative measure of performance, by bringing forward the impact of the settlement of those derivatives to future reporting periods where the associated revenues are expected to be recognized. Management believes that disclosing this internally-used measure is helpful in assisting investors to understand these business trends (see page 67). When measured against this performance indicator, the Marketing business confirmed the achievement of positive results driven by a favorable trading environment related to energy parameters and exchange rates, the improved results of the subsidiary Distrigas and the achievement of synergies on integration, as well as the impact of the renegotiation of long-term supply contracts. These positives were partly offset by lower sales volumes (down 12.8 bcm), mainly on the Italian market and the impact of the competitive pressure on sale margins. The International Transport business recorded a drop in operating profit;
- the **Engineering & Construction** increased results (up euro 79 million, or 7.6%) were due to steady revenue flows and profitability as a result of the large number of oil & gas projects that were started during the upward phase of the oil cycle.

Finance income (expense)

2007	(euro million)	2008	**2009**	Change
(412)	**Finance income (expense) related to net borrowings**	**(824)**	**(673)**	**151**
(703)	Finance expense on short and long-term debt	(993)	**(753)**	240
236	Net interest due to banks	87	**33**	(54)
55	Net income from receivables and securities for non-financing operating activities	82	**47**	(35)
155	**Income (expense) on derivatives**	**(427)**	**(4)**	**423**
(51)	**Exchange differences, net**	**206**	**(106)**	**(312)**
174	**Other finance income and expense**	**169**	**9**	**(160)**
188	Income from equity instruments	241	**163**	(78)
127	Net income from receivables and securities for financing operating activities and interest on tax credits	99	**43**	(56)
(186)	Finance expense due to the passage of time (accretion discount)	(249)	**(218)**	31
45	Other	78	**21**	(57)
(134)		**(876)**	**(774)**	**102**

180	Finance expense capitalized	236	**223**	(13)
46		**(640)**	**(551)**	**89**

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In 2009, **net finance expenses** decreased by euro 89 million to euro 551 million from 2008, mainly due to lower finance charges on finance debt due to lower interest rates on both euro-denominated (down 3.4 percentage points) and dollar loans (down 2.2 percentage points). Increased exchange differences losses (up euro 312 million) were offset by gains recognized in connection with fair value evaluation through profit and loss of certain derivative instruments on exchange rates (up euro 423 million). The main financial gains amounting to euro 163 million, related to the contractual remuneration of 9.4% on the 20% interest in OAO Gazprom Neft, calculated until April 24, 2009, when Gazprom paid for the call option exercised on April 7, 2009. The gain also included the recovery of certain collateral operating expenses and other charges for a total amount of euro 172 million ($229 million at the exchange rate of the payment date).

Net income from investments

The table below sets forth the breakdown of net income from investments by division:

2009 (euro million)	**Exploration & Production**	**Gas & Power**	**Refining & Marketing**	**Engineering & Construction**	**Other segments**	**Group**
Share of gains (losses) from equity-accounted investments	142	310	(70)	50	(39)	**393**
Dividends	110	13	39	2		**164**
Gains on disposal	3	2	1	10		**16**
Other income (expense), net	1	(3)		(3)	1	**(4)**
	256	**322**	**(30)**	**59**	**(38)**	**569**

Net income from investments amounted to euro 569 million and related to: (i) Eni s share of profit of entities accounted for with the equity method (euro 393 million), mainly in the Gas & Power and Exploration & Production divisions. Gains also comprised an equity gain on the 60% interest in Artic Russia (euro 100 million) due to the divestment of a 51% stake in OOO Severenergia to Gazprom based on the call option exercised by the Russian company; (ii) dividends received by entities accounted for at cost (euro 164 million), mainly related to Nigeria LNG Ltd.

The table below sets forth a breakdown of net income/loss from investments for 2009:

2007	(euro million)	2008	**2009**	Change
773	Share of gains (losses) from equity-accounted investments	640	**393**	(247)
170	Dividends	510	**164**	(346)
300	Gains on disposal	217	**16**	(201)
	Other income (expense), net	6	**(4)**	(10)
1,243		**1,373**	**569**	**(804)**

The decrease of euro 804 million from 2008 related to lower profit and dividends from equity or cost-accounted entities in the Gas & Power and unfavorable trading environment, as well as the circumstance that in 2008 a net gain of euro 190 million on the divestment of certain interests was recorded in the

Exploration & Production divisions driven by an Engineering & Construction segment.

Contents

Income taxes

2007	(euro million)	2008	**2009**	Change
	Profit before income taxes			
5,849	Italy	1,894	**2,403**	509
14,179	Outside Italy	17,356	**9,670**	(7,686)
20,028		**19,250**	**12,073**	**(7,177)**
	Income taxes			
1,798	Italy	313	**1,190**	877
7,421	Outside Italy	9,379	**5,566**	(3,813)
9,219		**9,692**	**6,756**	**(2,936)**
	Tax rate (%)			
30.7	Italy	16.5	**49.5**	33.0
52.3	Outside Italy	54.0	**57.6**	3.6
46.0		**50.3**	**56.0**	**5.7**

Income taxes were euro 6,756 million, down euro 2,936 million, or 30.3%, mainly reflecting lower income taxes currently payable by subsidiaries in the Exploration & Production division operating outside Italy due to lower taxable profit. Reported tax rate increased by 5.7 percentage points due to:
(i) the impact of recently enacted tax regulations that provided a one-percentage point increase in the tax rate applicable to Italian companies in the energy sector and the enactment of a supplemental tax rate to be added to the Italian statutory tax rate resulting in higher taxes currently payable, amounting to euro 239 million in the full year;
(ii) the recognition of a non-recurring item which is not considered for fiscal purposes represented by a charge amounting to euro 250 million that was estimated on the base of the possible resolution of the investigation related to the TSKJ consortium based on the current status of the ongoing discussions with U.S. Authorities. The matter is fully disclosed in the section "Legal Proceedings" in the notes to the consolidated financial statements;
(iii) the payment of a balance for prior-year income taxes amounting to $310 million (or euro 230 million) in Libya as new rules came into effect which reassessed revenues for tax purposes;
(iv) a write-down of certain deferred tax assets associated with upstream properties to factor in expected lower profitability (down euro 72 million);
(v) a lower capacity for Italian companies to deduct the cost of goods sold associated with lower gas inventories at year end (down euro 64 million);
(vi) the circumstance that in 2008 certain tax gains associated with an adjustment to deferred taxation amounting to euro 733 million were recorded as new tax provisions came into effect pertaining to both Italian and foreign subsidiaries.
These higher tax expenses were partly offset by recognition of a positive adjustment to deferred taxation following alignment of the tax base of certain oil and gas properties to their higher carrying amounts by paying a one-off tax, as part of the reorganization of upstream activities in Italy, and lower income taxes currently payable as new rules came into effect providing for the partial deduction of an Italian local tax from taxable income, also applying to previous fiscal years (for a total positive impact of euro 222 million).

Adjusted tax rate, calculated as ratio of income taxes to net profit before taxes on an adjusted basis, was 53.6% (51.4% in 2008).

Minority interest

Minority interest s share of profit was euro 950 million and related mainly to Snam Rete Gas SpA (euro 369 million) and Saipem SpA (euro 567 million).

Divisional performance[1]

Exploration & Production (a)

2007	(euro million)	2008	**2009**	Change	% Ch.
13,433	**Operating profit**	**16,239**	**9,120**	**(7,119)**	**(43.8)**
337	Exclusion of special items	983	**364**		
	of which:				
(11)	Non-recurring items				
348	Other special items:	983	**364**		
226	*- asset impairments*	*989*	***618***		
	- gains on disposals of assets	*4*	***(270)***		
6	*- provision for redundancy incentives*	*8*	***31***		
74	*- re-measurement gains/losses on commodity derivatives*	*(18)*	***(15)***		
42	*- other*				
13,770	**Adjusted operating profit**	**17,222**	**9,484**	**(7,738)**	**(44.9)**
60	Net finance income (expense) (b)	70	**(23)**	(93)	
176	Net income (expense) from investments (b)	609	**243**	(366)	
(7,678)	Income taxes (b)	(10,001)	**(5,826)**	4,175	
54.8	*Tax rate (%)*	*55.9*	***60.0***	*4.1*	
6,328	**Adjusted net profit**	**7,900**	**3,878**	**(4,022)**	**(50.9)**
	Results also include:				
5,574	amortizations and depreciations	7,488	**7,365**	(123)	(1.6)
	of which:				
1,777	exploration expenditures	2,057	**1,551**	(506)	(24.6)
1,370	*- amortizations of exploratory drilling expenditure and other*	*1,577*	***1,264***	*(313)*	*(19.8)*
407	*- amortizations of geological and geophysical exploration expenses*	*480*	***287***	*(193)*	*(40.2)*

(a) From January 1, 2009, results of the gas storage business are reported within the Gas & Power segment reporting unit following restructuring of Eni regulated gas businesses in Italy that was approved by the Company s Board of Directors and is expected to close by mid-year. Prior period results have been restated accordingly.
(b) Excluding special items.

In 2009, the Exploration & Production division reported an **adjusted operating profit** of euro 9,484 million, a decrease of euro 7,738 million compared to 2008, or 44.9%, driven by lower oil & gas realizations in dollars (down 32.2% and down 29.8%, respectively) and lower sales volumes (down 9.2 mmboe). These negatives were partly offset by the depreciation of the euro over the dollar (approximately euro 500 million).

Special charges excluded by adjusted operating profit amounted to euro 364 million and comprised impairments of proved and unproved mineral interests

In 2009 **liquids and gas realizations** decreased on average by 31.2% in dollar terms, driven by lower oil prices for market benchmarks (Brent crude price decreased by 36.6%), partly offset by a relative appreciation of the Eni equity basket (down 32.2%).
Eni s average oil realizations were barely unchanged, due to the settlement of certain commodity derivatives relating to the sale of 42.2 mmbbl.
In the first nine months of the year, liquids realizations increased by $0.45 per barrel from the sale of 31.6 mmbbl at the hedged price. The gain was absorbed by the reduction on average by $1.46 per barrel from the

mainly due to downward reserve revisions and cost increases, mainly in the Gulf of Mexico. Gains were recorded on the divestment of certain exploration and production assets as part of the agreements signed with Suez, while re-measurement losses were recorded on fair value evaluation of the ineffective portion of certain cash flow hedges and provisions for redundancy incentives.

sale of 10.6 mmbbl in the fourth quarter, reflecting the inversion in oil prices trends.

These derivatives were entered into to hedge exposure to variability in future cash flows expected from the sale of a portion of the Company s proved reserves, in connection with the acquisition of oil and gas assets in Congo and in the Gulf of Mexico, for an original amount

(1) For a detailed explanation of adjusted operating profit and net profit see the paragraph "Reconciliation of reported operating profit and reported net profit to results on an adjusted basis".

of approximately 125.7 mmbbl in the 2008-2011 period, decreasing to approximately 37.5 mmbbl by end of 2009.

In 2009 **average gas realizations** were down 29.8%, driven by time-lags between movements in oil prices and their effect on gas prices provided in pricing formulae and weak spot prices.

Liquids realizations and the impact of commodity derivatives were as follows:

Liquids		2008	**2009**
Sales volumes	(mmbbl)	364.3	**373.5**
Sales volumes hedged by derivatives (cash flow hedge)		46.0	**42.2**
Total price per barrel, excluding derivatives	($/bbl)	**88.17**	**56.98**
Realized gains (losses) on derivatives		(4.13)	**(0.03)**
Total average price per barrel	($/bbl)	**84.05**	**56.95**

Gas & Power [(a)]

2007	(euro million)	2008	**2009**	Change	% Ch.
4,465	**Operating profit**	**4,030**	**3,687**	**(343)**	**(8.5)**
44	Exclusion of inventory holding (gains) losses	(429)	**326**		
(95)	Exclusion of special items:	(37)	**(112)**		
	of which:				
(61)	Non-recurring items				
(34)	Other special items:	(37)	**(112)**		
15	*- environmental provisions*	*12*	***19***		
	- asset impairments	*1*	***27***		
	- gains on disposals of assets	*7*	***(6)***		
	- risk provisions		***115***		
38	*- provisions for redundancy incentives*	*20*	***25***		
(16)	*- re-measurement gains/losses on commodity derivatives*	*(74)*	***(292)***		
(71)	*- other*	*(3)*			
4,414	**Adjusted operating profit**	**3,564**	**3,901**	**337**	**9.5**
2,284	*Marketing*	*1,309*	***1,721***	*412*	*31.5*
1,685	*Regulated business in Italy*	*1,732*	***1,796***	*64*	*3.7*
445	*International transport*	*523*	***384***	*(139)*	*(26.6)*
(5)	Net finance income (expense) [(b)]	(13)	**(15)**	(2)	
420	Net income (expense) from investments [(b)]	420	**332**	(88)	
(1,702)	Income taxes [(b)]	(1,323)	**(1,302)**	21	
35.2	*Tax rate (%)*	*33.3*	***30.9***	*(2.4)*	
3,127	**Adjusted net profit**	**2,648**	**2,916**	**268**	**10.1**

(a) From January 1, 2009, results of the gas storage business are reported within the Gas & Power segment reporting unit, within the regulated businesses results, following restructuring of Eni regulated gas businesses in Italy. As of that date, the results of the regulated businesses in Italy therefore include results of the Transport, Distribution, Re-gasification and Storage activities in Italy. Results of the Power generation activity are reported within the Marketing business as it is ancillary to the latter. Prior period results have been restated accordingly.

(b) Excluding special items.

In 2009 the Gas & Power division reported **adjusted operating profit** of euro 3,901 million, an increase of euro 337 million compared to 2008, up 9.5%, driven by a better operating performance of the Marketing activities (up euro 412 million, or 31.5%). This reflected gains recorded on the settlement of certain non-hedging commodity derivatives amounting to euro 218 million, associated with future sales of gas and electricity. Under IFRS, the Company is required to recognize fair value accounting effects on those derivatives in profit or loss because hedge accounting is not followed. However, in assessing the underlying performance of the Marketing business, management calculates the EBITDA pro-forma adjusted as an alternative measure of performance, by bringing forward the impact of the settlement of those derivatives to future reporting periods where the associated revenues are expected to be recognized. Management believes that disclosing this internally-used measure is helpful in assisting investors to understand these business trends (see below). When measured against this performance indicator, the Marketing business confirmed the achievement of positive results driven by a favorable trading environment related to energy parameters and exchange rates, the improved results of the subsidiary Distrigas and the achievement of synergies on integration, as well as the impact of the renegotiation of certain long-term supply contracts. These positives were partly offset by lower sales volumes, mainly on the Italian market and the impact of rising competitive pressures. The International Transport business recorded a drop in operating profit.

Special items excluded from the adjusted operating profit amounted to euro 112 million and mainly regarded a provision in the LNG business and re-measurement impacts recorded on fair value evaluation of certain non-hedging commodity derivatives (euro 292 million) in the Marketing business, as well as provisions for redundancy incentives.

Adjusted net profit was euro 2,916 million, increasing by euro 268 million from 2008 (up 10.1%) due to an improved operating performance and offset in part by lower earnings reported by equity accounted entities.

Marketing
The Marketing business reported **adjusted operating profit** of euro 1,721 million, an increase of euro 412 million from 2008, or 31.5%. This mainly reflected gains on the settlement of certain non-hedging commodity derivatives amounting to a euro 218 million gain associated with future sales of gas and electricity. Net of this effect, the Marketing business showed a positive performance despite the sharp decline in sales volumes in Italy, down by approximately a fourth (down 12.8 bcm) and the impact of competitive pressures on margins. An improved scenario for energy parameters, the contribution of the acquisition of Distrigas in terms of integration synergies and improved performance together with the impact of the renegotiation of long-term supply contracts were the main positive trends for the year.

Regulated businesses in Italy
Regulated businesses in Italy reported **adjusted operating profit** of euro 1,796 million, up euro 64 million, or 3.7% from 2008, due to an improved performance reported by Distribution activities (up euro 72 million) driven by a positive impact associated with a new tariff regime set by the Authority for Electricity and Gas. This positive was partly offset by weaker results reported by Transport activities (down euro 52 million), caused by a decline in gas demand in Italy, despite the recognition of new investments in tariffs.

The Storage business reported an increased **adjusted operating profit** from a year ago (euro 227 million and euro 183 million in 2009 and 2008, respectively).

International Transport
This business reported **adjusted operating profit** of euro 384 million, representing a decrease of euro 139 million from 2008, or 26.6%, mainly due to the recognition of higher amortization charges related to the upgrading of the TTPC pipeline and costs incurred to repair and restore to full capacity the TMPC pipeline which was damaged in an accident occurred in December 2008.

Other performance indicators
Follows a breakdown of the pro-forma adjusted EBITDA by business:

2007	(euro million)	2008	**2009**	Change	% Ch.
5,029	**Pro-forma EBITDA adjusted**	**4,310**	**4,403**	**93**	**2.2**
3,061	Marketing	2,271	**2,392**	121	5.3
(64)	*of which: +/(-) adjustment on commodity derivatives*	*119*	***(133)***		
1,248	Regulated businesses in Italy	1,284	**1,345**	61	4.8
720	International transport	755	**666**	(89)	(11.8)

EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization charges) on an adjusted basis is calculated by adding amortization and depreciation charges to adjusted operating profit which is also modified to take into account impact associated with certain derivatives instruments as discussed below.

This performance indicator includes the adjusted EBITDA of Eni s wholly owned subsidiaries and Eni s share of adjusted EBITDA generated by certain associates which are accounted for under the equity method for IFRS purposes. Snam Rete Gas EBITDA is included according to Eni s share of equity (55.57%

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as of December 31, 2009, which takes into account the amount of own shares held in treasury by the subsidiary itself) although this Company is fully consolidated when preparing consolidated financial statements in accordance with IFRS, due to its listed company status. Italgas SpA and Stoccaggi Gas Italia SpA results are also included according to the same share of equity as Snam Rete Gas, due to the closing of the restructuring deal which involved Eni s regulated business in the Italian gas sector, whereby the parent company Eni SpA divested the entire share capital of the two subsidiaries to Snam Rete Gas. In order to calculate the EBITDA pro-forma adjusted, the adjusted operating profit of the Marketing business is modified to take into account the impact of the settlement of certain commodity and exchange rate derivatives that do not meet the formal criteria to be classified as hedges under the IFRS. Those are entered into by the Company in view of certain amounts of gas and electricity that the Company expects to supply at fixed prices in future periods. The impact of those derivatives is allocated to the EBITDA pro-forma adjusted relating to the reporting periods during which those supplies at fixed prices are recognized. Management believes that the EBITDA pro-forma adjusted is an important alternative measure to assess the performance of Eni s Gas & Power division, taking into account evidence that this division is comparable to European utilities in the gas and power generation sector. This measure is provided in order to assist investors and financial analysts in assessing the Eni Gas & Power divisional performance as compared to its European peers, as EBITDA is widely used as the main performance indicator for utilities.

The EBITDA pro-forma adjusted is a non-GAAP measure under IFRS.

Refining & Marketing

2007	(euro million)	2008	**2009**	Change	% Ch.
686	**Operating profit**	**(988)**	**(102)**	**886**	**(89.7)**
(658)	Exclusion of inventory holding (gains) losses	1,199	**(792)**		
264	Exclusion of special items	369	**537**		
	of which:				
35	Non-recurring items	(21)			
229	Other special items:	390	**537**		
128	*- environmental provisions*	*76*	***72***		
58	*- asset impairments*	*299*	***389***		
	- gains on disposals of assets	*13*	***(2)***		
9	*- risk provisions*		***17***		
31	*- provisions for redundancy incentives*	*23*	***22***		
6	*- re-measurement gains/losses on commodity derivatives*	*(21)*	***39***		
(3)	*- other*				
292	**Adjusted operating profit**	**580**	**(357)**	**(937)**	**..**
	Net finance income (expense) [(a)]	1		(1)	
126	Net income (expense) from investments [(a)]	174	**75**	(99)	
(124)	Income taxes [(a)]	(234)	**85**	319	
29.7	*Tax rate (%)*	*31.0*	**..**	..	
294	**Adjusted net profit**	**521**	**(197)**	**(718)**	**..**

(a) Excluding special items.

In 2009 the Refining & Marketing division reported an **adjusted operating loss** of euro 357 million, reversing a fourth quarter. Full year results were also affected by lower operating performance delivered by the Marketing prior year profit of euro 580 million. The marked decrease (down euro 937 million from 2008) was mainly driven by sharply lower refining margins as a result of an unfavorable trading environment, due to narrowing price differentials between heavy and light crude and excess finished products, in particular diesel oil, whose spread on raw material reached historical lows in the activities. An improved performance was delivered in the first nine months reflecting market share gains posted by the Italian retailing activities supported by effective marketing campaigns and pricing initiatives, which were more than offset by lower marketed volumes affected by weak demand on wholesale markets in Italy and retail European markets.

Special charges excluded from adjusted operating profit amounted to euro 537 million and mainly related to asset impairment charges recorded in the light of the negative outlook for the refining industry and a downsizing of the growth expectations on certain markets. In particular, impairment charges affected low complexity refineries, including refineries participated by Eni, goodwill recognized on marketing assets acquired in Central-Eastern Europe, marketing assets in Europe and capital expenditures for the period on assets impaired in previous reporting periods. Other special charges mainly related to environmental and other risk provisions and re-measurement losses recorded on fair value evaluation of certain non-hedging commodity derivatives.

Full-year **adjusted net loss** was euro 197 million (down euro 718 million, reversing a prior year profit of euro 521 million), mainly due to a lower operating performance (down euro 937 million) and decreased earnings reported by equity-accounted entities.

Petrochemicals

2007	(euro million)	2008	**2009**	Change	% Ch.
100	**Operating profit**	**(845)**	**(675)**	**170**	**20.1**
(6)	Exclusion of inventory holding (gains) losses	166	**121**		
22	Exclusion of special items	281	**128**		
	of which:				
(2)	Non-recurring items				
24	Other special items:	281	**128**		
	- asset impairments	*278*	***121***		
	- gains on disposals of assets	*(5)*			
24	*- provisions for redundancy incentives*	*8*	***10***		
	- re-measurement gains/losses on commodity derivatives		***(3)***		
116	**Adjusted operating profit**	**(398)**	**(426)**	**(28)**	**(7.0)**
1	Net finance income (expense) [(a)]	1		(1)	
1	Net income (expense) from investments [(a)]	(9)		9	
(44)	Income taxes [(a)]	83	**86**	3	
74	**Adjusted net profit**	**(323)**	**(340)**	**(17)**	**(5.3)**

(a) Excluding special items.

The Petrochemical division reported an **adjusted operating loss** of euro 426 million, an increase of euro 28 million from 2008, due to a prolonged weakness in industry fundamentals reflecting lower end-markets demand and high competitive pressures.

Special charges excluded from adjusted operating loss of euro 128 million related mainly to impairment of assets, in particular the Porto Marghera and Sicily plants for the production of olefins, aromatics and polyethylene, due to an expected unfavorable trading environment in terms of margins/volumes, affected by lower petrochemical products demand and higher competitive pressures, in connection with new available capacity in the Middle-East.

Contents

Engineering & Construction

2007	(euro million)	2008	**2009**	Change	% Ch.
837	**Operating profit**	**1,045**	**881**	**(164)**	**(15.7)**
3	Exclusion of special items	(4)	**239**		
	of which:				
(4)	Non-recurring items		**250**		
7	Other special items:	(4)	**(11)**		
	- asset impairments		***2***		
	- gains on disposals of assets	*(4)*	***3***		
7	*- provisions for redundancy incentives*				
	- re-measurement gains/losses on commodity derivatives		***(16)***		
840	**Adjusted operating profit**	**1,041**	**1,120**	**79**	**7.6**
	Net finance income (expense) [a]	1		(1)	
80	Net income (expense) from investments [a]	49	***49***		
(262)	Income taxes [a]	(307)	**(277)**	30	
28.5	*Tax rate (%)*	*28.1*	***23.7***	*(4.4)*	
658	**Adjusted net profit**	**784**	**892**	**108**	**13.8**

(a) Excluding special items.

The Engineering & Construction division reported an **adjusted operating profit** increasing by euro 79 million or 7.6%, to euro 1,120 million, reflecting steady revenue flows and profitability as a result of the large number of oil & gas projects that were started during the upward phase of the oil cycle.
Special charges excluded from adjusted operating profit related mainly to a non-recurring item represented by a charge amounting to euro 250 million that was estimated on the basis of the possible resolution of the investigation related to the TSKJ consortium based on the current status of the ongoing discussions with U.S. Authorities. The matter is fully disclosed in the section "Legal Proceedings" in the notes to the consolidated financial statements.
Adjusted net profit amounted to euro 892 million, an increase of euro 108 million from 2008.

Other activities

2007	(euro million)	2008	**2009**	Change	% Ch.
(444)	**Operating profit**	**(346)**	**(382)**	**(36)**	**(10.4)**
237	Exclusion of special items	102	**124**		
	of which:				
61	Non-recurring items				
176	Other special items:	102	**124**		
210	*- environmental provisions*	*101*	***153***		
6	*- asset impairments*	*5*	***5***		
	- gains on disposals of assets	*(14)*	***(2)***		
13	*- risk provision*	*4*	***(4)***		
18	*- provisions for redundancy incentives*	*4*	***8***		
(71)	*- other*	*2*	***(36)***		

(207)	**Adjusted operating profit**	**(244)**	**(258)**	**(14)**	**(5.7)**
(8)	Net financial income (expense) [a]	(39)	**12**	51	
5	Net income (expense) from investments [a]	4	**1**	(3)	
(210)	**Adjusted net profit**	**(279)**	**(245)**	**34**	**12.2**

(a) Excluding special items.

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Corporate and financial companies

2007	(euro million)	2008	**2009**	Change	% Ch.
(312)	**Operating profit**	**(743)**	**(474)**	**269**	**36.2**
117	Exclusion of special items	461	**132**		
	of which:				
(10)	Non-recurring items				
127	Other special items:	461	**132**		
12	*- environmental provisions*	*120*	***54***		
	- gains on disposals of assets	*(9)*			
32	*- provisions for redundancy incentives*	*28*	***38***		
83	*- re-measurement gains/losses on commodity derivatives*	*52*			
	- other	*270*	***40***		
(195)	**Adjusted operating profit**	**(282)**	**(342)**	**(60)**	**(21.3)**
(25)	Net financial income (expense) [a]	(661)	**(525)**	136	
4	Net income (expense) from investments [a]	5		(5)	
154	Income taxes [a]	406	**123**	(283)	
(62)	**Adjusted net profit**	**(532)**	**(744)**	**(212)**	**(39.8)**

(a) Excluding special items.

Non-GAAP measures

Reconciliation of reported operating profit and reported net profit to results on an adjusted basis

Management evaluates Group and business performance on the basis of adjusted operating profit and adjusted net profit, which are arrived at by excluding inventory holding gains or losses and special items. Further more, finance charges on finance debt, interest income, gains or losses deriving from evaluation of certain derivative financial instruments at fair value through profit or loss (as they do not meet the formal criteria to be assessed as hedges under IFRS, excluding commodity derivatives), and exchange rate differences are all excluded when determining adjusted net profit of each business segment. The taxation effect of the items excluded from adjusted operating or net profit is determined based on the specific rate of taxes applicable to each of them. The Italian statutory tax rate of 34% is applied to finance charges and income (33% in previous reporting periods). Adjusted operating profit and adjusted net profit are non-GAAP financial measures under either IFRS, or U.S. GAAP. Management includes them in order to facilitate a comparison of base business performance across periods and allow financial analysts to evaluate Eni s trading performance on the basis of their forecasting models. In addition, management uses segmental adjusted net profit when calculating return on average capital employed (ROACE) by each business segment.

The following is a description of items that are excluded from the calculation of adjusted results.

Inventory holding gain or loss is the difference between the cost of sales of the volumes sold in the period based on the cost of supplies of the same period and the cost of sales of the volumes sold calculated using the weighted average cost method of inventory accounting.

Special items include certain significant income or charges pertaining to either: (i) infrequent or unusual events and transaction, being identified as non-recurring or (ii) certain events or transactions which are not considered to be representative of the ordinary course of business, as in the case of environmental provisions, restructuring charges, asset impairments or write ups and gains or losses on divestments even though they occurred in past periods or are likely to occur in future ones. As provided for in Decision No. 15519 of July 27, 2006 of the Italian market regulator (CONSOB), non recurring material income or charges are to be clearly reported in the management s discussion and financial tables. Also, special items include gains and losses on re-measurement at fair value of certain non-hedging commodity derivatives, including the ineffective portion of cash flow hedges.

Finance charges or income related to net borrowings excluded from the adjusted net profit of business segments are comprised of interest charges on finance debt and interest income earned on cash and cash equivalents not related to operations. In addition gains or losses on the fair value evaluation of the aforementioned derivative financial instruments, excluding commodity derivatives, and exchange rate differences are excluded from the adjusted net profit of business segments. Therefore, the adjusted net profit of business segments includes finance charges or income deriving from certain segment-operated assets, i.e., interest income on certain receivable financing and securities related to operations and finance charge pertaining to the accretion of certain provisions recorded on a discounted basis (as in the case of the asset retirement obligations in the Exploration & Production division). Finance charges or interest income and related taxation effects excluded from the adjusted net profit of the business segments are allocated on the aggregate Corporate and financial companies.

For a reconciliation of adjusted operating profit and adjusted net profit to reported operating profit and items under such circumstances;

reported net profit see tables below.

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2009

(euro million)	E&P	G&P	R&M	Petrochemicals	Engineering & Construction	Other activities	Corporate and financial companies	Impact of unrealized intragroup profit elimination	Group
Reported operating profit	**9,120**	**3,687**	**(102)**	**(675)**	**881**	**(382)**	**(474)**		**12,055**
Exclusion of inventory holding (gains) losses		326	(792)	121					(345)
Exclusion of special items									
of which:									
Non-recurring (income) charges					**250**				**250**
Other special (income) charges:	**364**	**(112)**	**537**	**128**	**(11)**	**124**	**132**		**1,162**
- environmental charges		19	72			153	54		298
- asset impairments	618	27	389	121	2	5			1,162
- gains on disposals of assets	(270)	(6)	(2)		3	(2)			(277)
- risk provisions		115	17			(4)			128
- provision for redundancy incentives	31	25	22	10		8	38		134
- re-measurement gains/losses on commodity derivatives	(15)	(292)	39	(3)	(16)				(287)
- other						(36)	40		4
Special items of operating profit	**364**	**(112)**	**537**	**128**	**239**	**124**	**132**		**1,412**
Adjusted operating profit	**9,484**	**3,901**	**(357)**	**(426)**	**1,120**	**(258)**	**(342)**		**13,122**
Net finance (expense) income [(a)]	(23)	(15)				12	(525)		(551)
Net income from investments [(a)]	243	332	75		49	1			700
Income taxes [(a)]	(5,826)	(1,302)	85	86	(277)		123	(3)	(7,114)
Tax rate (%)	*60.0*	*30.9*			*23.7*				*53.6*
Adjusted net profit	**3,878**	**2,916**	**(197)**	**(340)**	**892**	**(245)**	**(744)**	**(3)**	**6,157**
of which:									
- Adjusted net profit of minority interest									950
- Eni's adjusted net profit									**5,207**
Eni's reported net profit									**4,367**
Exclusion of inventory holding (gains) losses									(191)
Exclusion of special items:									1,031
- non-recurring (income) charges									*250*
- other special (income) charges									*781*
Eni's adjusted net profit									**5,207**

(a) Excluding special items.

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2008

(euro million)	E&P	G&P	R&M	Petrochemicals	Engineering & Construction	Other activities	Corporate and financial companies	Impact of unrealized intragroup profit elimination	Group
Reported operating profit	**16,239**	**4,030**	**(988)**	**(845)**	**1,045**	**(346)**	**(743)**	**125**	**18,517**
Exclusion of inventory holding (gains) losses		(429)	1,199	166					936
Exclusion of special items									
of which:									
Non-recurring (income) charges			**(21)**						**(21)**
Other special (income) charges:	**983**	**(37)**	**390**	**281**	**(4)**	**102**	**461**		**2,176**
- environmental charges		12	76			101	120		309
- asset impairments	989	1	299	278		5			1,572
- gains on disposals of assets	4	7	13	(5)	(4)	(14)	(9)		(8)
- risk provisions						4			4
- provision for redundancy incentives	8	20	23	8		4	28		91
- re-measurement gains/losses on commodity derivatives	(18)	(74)	(21)				52		(61)
- other		(3)				2	270		269
Special items of operating profit	**983**	**(37)**	**369**	**281**	**(4)**	**102**	**461**		**2,155**
Adjusted operating profit	**17,222**	**3,564**	**580**	**(398)**	**1,041**	**(244)**	**(282)**	**125**	**21,608**
Net finance (expense) income [(a)]	70	(13)	1	1	1	(39)	(661)		(640)
Net income from investments [(a)]	609	420	174	(9)	49	4	5		1,252
Income taxes [(a)]	(10,001)	(1,323)	(234)	83	(307)		406	(49)	(11,425)
Tax rate (%)	*55.9*	*33.3*	*31.0*		*28.1*				*51.4*
Adjusted net profit	**7,900**	**2,648**	**521**	**(323)**	**784**	**(279)**	**(532)**	**76**	**10,795**
of which:									
- Adjusted net profit of minority interest									631
- Eni's adjusted net profit									**10,164**
Eni's reported net profit									**8,825**
Exclusion of inventory holding (gains) losses									723
Exclusion of special items:									616
- non-recurring (income) charges									*(21)*
- other special (income) charges									*637*
Eni's adjusted net profit									**10,164**

(a) Excluding special items.

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2007

(euro million)	E&P	G&P	R&M	Petrochemicals	Engineering & Construction	Other activities	Corporate and financial companies	Impact of unrealized intragroup profit elimination	Group
Reported operating profit	**13,433**	**4,465**	**686**	**100**	**837**	**(444)**	**(312)**	**(26)**	**18,739**
Exclusion of inventory holding (gains) losses		44	(658)	(6)					(620)
Exclusion of special items									
of which:									
Non-recurring (income) charges	**(11)**	**(61)**	**35**	**(2)**	**(4)**	**61**	**(10)**		**8**
Other special (income) charges:	**348**	**(34)**	**229**	**24**	**7**	**176**	**127**		**877**
- environmental charges		15	128			210	12		365
- asset impairments	226		58			6			290
- risk provisions			9			13			22
- provision for redundancy incentives	6	38	31	24	7	18	32		156
- re-measurement gains/losses on commodity derivatives	74	(16)	6				83		147
- other	42	(71)	(3)			(71)			(103)
Special items of operating profit	**337**	**(95)**	**264**	**22**	**3**	**237**	**117**		**885**
Adjusted operating profit	**13,770**	**4,414**	**292**	**116**	**840**	**(207)**	**(195)**	**(26)**	**19,004**
Net finance (expense) income [(a)]	60	(5)		1		(8)	(25)		23
Net income from investments [(a)]	176	420	126	1	80	5	4		812
Income taxes [(a)]	(7,678)	(1,702)	(124)	(44)	(262)		154	10	(9,646)
Tax rate (%)	*54.8*	*35.2*	*29.7*		*28.5*				*48.6*
Adjusted net profit	**6,328**	**3,127**	**294**	**74**	**658**	**(210)**	**(62)**	**(16)**	**10,193**
of which:									
- Adjusted net profit of minority interest									624
- Eni's adjusted net profit									**9,569**
Eni's reported net profit									**10,011**
Exclusion of inventory holding (gains) losses									(499)
Exclusion of special items:									57
- non-recurring (income) charges									*35*
- other special (income) charges									*22*
Eni's adjusted net profit									**9,569**

(a) Excluding special items.

Contents

Breakdown of special items

2007	(euro million)	2008	**2009**
8	**Non-recurring charges (income)**	**(21)**	**250**
	of which:		
	- estimated charge of the possible resolution of the TSKJ matter		***250***
(83)	*- curtailment recognized of the reserve for post-retirement benefits for Italian employees*		
91	*- provisions and utilizations against proceedings*	*(21)*	
877	**Other special charges (income):**	**2,176**	**1,162**
365	- environmental charges	309	**298**
290	- asset impairments	1,572	**1,162**
	- gains on disposal of assets	(8)	**(277)**
22	- risk provisions	4	**128**
156	- provision for redundancy incentives	91	**134**
147	- re-measurement gains/losses on commodity derivatives	(61)	**(287)**
(103)	- other	269	**4**
885	**Special items of operating profit**	**2,155**	**1,412**
(23)	**Net financial (expense) income**		
(321)	**Net income from investments**	**(239)**	**179**
	of which, gain on divestment of:		
(290)	*- Haldor Topsøe AS and Camom SA*		
	- GTT (Gaztransport et Technigaz SAS)	*(185)*	
(658)	**Income taxes**	**(1,402)**	**(560)**
	of which:		
	tax impact pursuant to Law Decree No. 112 of June 25, 2008 for Italian subsidiaries:	(270)	**(27)**
	- on inventories	*(176)*	
	- on deferred taxes	*(94)*	***(27)***
	tax impact pursuant Budget Law 2008 for Italian subsidiaries	(290)	
(394)	adjustment to deferred tax for Italian subsidiaries		
	adjustment to deferred tax for Libyan assets	(173)	
	impairment of deferred tax assets E&P		**72**
(50)	other special items	(46)	**(192)**
(214)	taxes on special items of operating profit	(623)	**(413)**
(117)	**Total special items of net profit**	**514**	**1,031**
	attributable to:		
(174)	- Minority interest	(102)	
57	**- Eni**	**616**	**1,031**

Breakdown of impairments

2007	(euro million)	2008	**2009**	Change
207	Tangible and intangible asset impairments	1,349	**993**	(356)
	Goodwill impairments	44	**58**	14
207	**Sub total**	**1,393**	**1,051**	**(342)**
83	Impairment losses on current and non-current assets	179	**111**	(68)

290	**Impairments**	**1,572**	**1,162**	**(410)**

Summarized Group Balance Sheet

The summarized group balance sheet aggregates the amount of assets and liabilities derived from the statutory balance sheet in accordance with functional criteria which consider the enterprise conventionally divided into the three fundamental areas focusing on resource investments, operations and financing. Management believes that this summarized group balance sheet is useful information in assisting investors to assess Eni s capital structure and to analyze its sources of funds and investments in fixed assets and working capital. Management uses the summarized group balance sheet to calculate key ratios such as return on capital employed (ROACE) and the proportion of net borrowings to shareholders equity (leverage) intended to evaluate whether Eni s financing structure is sound and well-balanced.

Summarized Group Balance Sheet [(a)]

(euro million)	Dec. 31, 2008	**Dec. 31, 2009**	Change
Fixed assets			
Property, plant and equipment	59,255	**63,177**	3,922
Inventories - compulsory stock	1,196	**1,736**	540
Intangible assets	7,697	**8,057**	360
Equity-accounted investments and other investments	5,881	**6,244**	363
Receivables and securities held for operating purposes	1,219	**1,261**	42
Net payables related to capital expenditures	(787)	**(749)**	38
	74,461	**79,726**	**5,265**
Net working capital			
Inventories	6,082	**5,495**	(587)
Trade receivables	16,444	**14,916**	(1,528)
Trade payables	(12,590)	**(10,078)**	2,512
Tax payables and provision for net deferred tax liabilities	(5,323)	**(1,988)**	3,335
Provisions	(9,506)	**(10,319)**	(813)
Other current and non-current assets and liabilities [(b)]	(4,544)	**(3,968)**	576
	(9,437)	**(5,942)**	**3,495**
Current investments	**2,741**		**(2,741)**
Provisions for employee post-retirement benefits	**(947)**	**(944)**	**3**
Net assets held for sale including related net borrowings	**68**	**266**	**198**
CAPITAL EMPLOYED, NET	**66,886**	**73,106**	**6,220**
Shareholders' equity:			
- Eni	44,436	**46,073**	1,637
- Minority interest	4,074	**3,978**	(96)
	48,510	**50,051**	**1,541**
Net borrowings	**18,376**	**23,055**	**4,679**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**66,886**	**73,106**	**6,220**

(a) For a reconciliation to the statutory balance sheet see the paragraph "Reconciliation of summarized group balance sheet and summarized group cash flow statement to statutory schemes".

(b) Include receivables and securities for financing operating activities for euro 339 million (euro 410 million at December 31, 2008) and securities covering technical reserves of Eni's insurance activities for euro 284 million (euro 302 million at December 31, 2008).

The appreciation of the euro, in particular versus the US dollar, from December 31, 2008 (the EUR/USD exchange rate was 1.441 as of December 31, 2009, as compared to 1.392 as of December 31, 2008, up 3.5%) reduced net capital employed, net equity and net borrowings by euro 894 million, euro 869 million and euro 25 million, respectively, as a result of translation differences.

At December 31, 2009, **net capital employed** totaled euro 73,106 million, representing an increase of euro 6,220 million from December 31, 2008.

Fixed assets

Fixed assets amounted to euro 79,726 million, representing an increase of euro 5,265 million from December 31, 2008, reflecting capital expenditures incurred in the period

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(euro 13,695 million) and the recognition of the share of goodwill associated with the buy-out of the Distrigas minorities (euro 903 million), partly offset by depreciation, depletion, amortization and impairment charges (euro 9,813 million).

The item **intangible assets** included among fixed assets, increased by euro 360 million to euro 8,057 million mainly due to the completion of the Distrigas acquisition whereby goodwill increased by the amount of goodwill pertaining to Distrigas minorities (euro 903 million) following the buyout, thus increasing the total amount of goodwill recognized on the acquisition to euro 2,148 million. In order to test the recoverability of its carrying amount, the Distrigas goodwill has been allocated to the group of cash generating unit forming the European gas market cash generating unit that is expected to benefit from synergies of the acquisition.

Net working capital

At December 31, 2009, **net working capital** amounted to a negative euro 5,942 million, representing an increase of euro 3,495 million from December 31, 2008, mainly due to:

- lower **tax payables and provisions for net deferred tax liabilities** (up euro 3,335 million) related to lower income taxes accrued for the period, reflecting lower taxable profit;
- lower **trade payables** partly offset by a corresponding reduction in **trade receivables**, reflecting the impact of lower prices and volumes of commodities, resulting in an increase of euro 984 million;
- a reduction in the item **other liabilities net** (up euro 576 million) associated with (i) the derecognition of the put option awarded to Publigaz Scrl in 2008 as accounted in Eni 2008 financial statements (euro 1,495 million) following Publigaz tendering its 31.25% share in Distrigas to Eni as part of Eni s mandatory buy-out of Distrigas minorities. This put option was carried at the same price provided in the public tender offer; (ii) a deferred cost classified as non current assets in the statutory balance sheet which related to amounts of gas which were collected below minimum take quantities for the year provided by take-or-pay clauses contained in certain long-term gas purchase contracts. Those volumes were recorded contra a trade payable for an amount of euro 255 million based on the contractual purchase price
- a decrease in **gas inventories** as a result of gas off-takes made during winter time (down euro 587 million);
- environmental and operational provisions, legal proceeding provisions and oil & gas asset decommissioning provisions accrued in the year, including the impact of lower interest rates in evaluating the discount factor of future obligations, for a total amount of euro 813 million;
- the negative change of euro 502 million (from a negative euro 28 million to a negative euro 530 million; respectively down euro 28 million and euro 312 million net of taxes) in **fair value of certain derivative instruments** Eni entered into to hedge exposure to variability in future cash flows deriving from the sale in the 2008-2011 period of approximately 2% of Eni s proved reserves as of December 31, 2006 corresponding to 125.7 mmboe, decreasing to 37.5 mmboe as of end of December 2009 due to transactions settled in the year. These hedging transactions were undertaken in connection with acquisitions of oil and gas assets in the Gulf of Mexico and Congo in 2007. The effective portion of changes in fair value of these hedges is recognized directly in equity, whilst the ineffective portion is recognized in profit and loss.

The line item **equity instruments** decreased by an amount corresponding to the book value of a 20% interest in Gazprom Neft (euro 2,741 million at the 2008 balance sheet date) as on April 7, 2009 the Russian company Gazprom exercised its call option on the whole interest based on the arrangements in place with Eni. On April 4, 2007, Eni acquired the 20% interest in OAO Gazprom Neft, following finalization of a bid as part of the Yukos liquidation procedures. At that time, Eni granted Gazprom a call option on the entire 20% to be exercisable by Gazprom within 24 months from the acquisition date, at a price of $3.7 billion equaling the bid price, as modified by subtracting dividends distributed, a contractual remuneration of 9.4% on the capital employed and financing collateral expenses. Total cash consideration amounting to euro 3,070 million ($4.06 billion, increasing to approximately euro 3.16 billion or $4.2 billion when including the 2008 dividend) was paid by Gazprom on April 24, 2009.

formula provided in the relevant contractual arrangements and the contractual percentage of advance, as aligned to their net realizable value as of year end. The Company expects to collect the underlying gas volumes over a period longer than the next twelve months.

These increases in net working capital have been partly offset by:

Net assets held for sale including related liabilities (euro 266 million) mainly related to the divestment of certain mineral properties in Italy which were contributed in kind to two newcos Società Padana Energia SpA and Società Adriatica Idrocarburi SpA as well as the company Gas Brasiliano Distribuidora SA operating in marketing and distribution of natural gas in Brazil, whose disposal to third parties is under negotiation.

Return On Average Capital Employed (ROACE)

Return on Average Capital Employed for the Group, on an adjusted basis is the return on the Group average capital invested, calculated as ratio of net adjusted profit before minority interest, plus net finance charges on net borrowings net of the related tax effect, to net average capital employed. The tax rate applied on finance charges is the Italian statutory tax rate of 34% effective from January 1, 2009. The capital invested as of period-end used for the calculation of net average capital invested is obtained by deducting inventory gains or losses as of in the period, net of the related tax effect. ROACE by division is determined as ratio of adjusted net profit to net average capital invested pertaining to each division and rectifying the net capital invested as of period-end, from net inventory gains or losses (after applying the division specific tax rate).

December 31, 2009 (euro million)	**Exploration & Production**	**Gas & Power**	**Refining & Marketing**	**Group**
Adjusted net profit	**3,878**	**2,916**	**(197)**	**6,157**
Exclusion of after-tax finance expenses/interest income	-	-	-	**283**
Adjusted net profit unlevered	**3,878**	**2,916**	**(197)**	**6,440**
Adjusted capital employed, net:				
- at the beginning of period	30,362	22,547	7,379	**66,886**
- at the end of period	32,455	25,024	7,560	**72,915**
Adjusted average capital employed, net	**31,409**	**23,786**	**7,470**	**69,901**
Adjusted ROACE (%)	**12.3**	**12.3**	**(2.6)**	**9.2**

December 31, 2008 (euro million)	**Exploration & Production**	**Gas & Power**	**Refining & Marketing**	**Group**
Adjusted net profit	**7,900**	**2,648**	**521**	**10,795**
Exclusion of after-tax finance expenses/interest income	-	-	-	**335**
Adjusted net profit unlevered	**7,900**	**2,648**	**521**	**11,130**
Adjusted capital employed, net:				
- at the beginning of period	23,826	21,333	7,675	**59,194**
- at the end of period	30,362	22,273	8,260	**67,609**
Adjusted average capital employed, net	**27,094**	**21,803**	**7,968**	**63,402**
Adjusted ROACE (%)	**29.2**	**12.2**	**6.5**	**17.6**

December 31, 2007 (euro million)	**Exploration & Production**	**Gas & Power**	**Refining & Marketing**	**Group**
Adjusted net profit	**6,328**	**3,127**	**294**	**10,193**
Exclusion of after-tax finance expenses/interest income	-	-	-	**174**

Adjusted net profit unlevered	**6,328**	**3,127**	**294**	**10,367**
Adjusted capital employed, net:				
- at the beginning of period	17,783	19,713	5,631	**47,966**
- at the end of period	23,826	21,364	7,149	**58,695**
Adjusted average capital employed, net	**20,805**	**20,539**	**6,390**	**53,331**
Adjusted ROACE (%)	**30.4**	**15.2**	**4.6**	**19.4**

Contents

Leverage and net borrowings

Leverage is a measure used by management to asses the Company s level of indebtedness. It is calculated as ratio of net borrowings which is calculated by excluding cash and cash equivalents and certain very liquid assets from financial debt to shareholders equity, including minority interest. Management periodically reviews leverage in order to assess the soundness and efficiency of the Group balance sheet in terms of optimal mix between net borrowings and net equity, and to carry out benchmark analysis with industry standards.

(euro million)	Dec. 31, 2008	**Dec. 31, 2009**	Change
Total debt	20,837	**24,800**	3,963
- Short-term debt	*6,908*	***6,736***	*(172)*
- Long-term debt	*13,929*	***18,064***	*4,135*
Cash and cash equivalents	(1,939)	**(1,608)**	331
Securities held for non-operating purposes	(185)	**(64)**	121
Financing receivables for non-operating purposes	(337)	**(73)**	264
Net borrowings	**18,376**	**23,055**	**4,679**
Shareholders' equity including minority interest	**48,510**	**50,051**	**1,541**
Leverage	**0.38**	**0.46**	**0.08**

Net borrowings at December 31, 2009 amounted to euro 23,055 million and increased by euro 4,679 million from December 2008.
Total debt amounted to euro 24,800 million, of which euro 6,736 million were short-term (including the portion of long-term debt due within 12 months for euro 3,191 million) and euro 18,064 million were long-term.
The ratio of net borrowings to shareholders equity including minority interest **leverage** increased to 0.46 with respect to 0.38 recorded at the end of 2008.

Comprehensive income

2007	(euro million)	2008	**2009**
10,809	**Net profit (loss)**	**9,558**	**5,317**
	Other items of comprehensive income:		
(1,980)	*- foreign currency translation differences*	*1,077*	*(869)*
(2,237)	*- change in fair value of cash flow hedge derivates*	*1,969*	*(481)*
(6)	*- change in fair value of available-for-sale securities*	*3*	*1*
	- share of "Other comprehensive income" on equity-accounted entities		*2*
869	*- taxation*	*(767)*	*202*
(3,354)	**Other comprehensive income**	**2,282**	**(1,145)**
7,455	**Total comprehensive income**	**11,840**	**4,172**
	Attributable to:		
6,708	**- Eni**	**11,148**	**3,245**
747	- minority interest	692	927

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Changes in shareholders equity

(euro million)

Shareholders' equity at December 31, 2008		**48,510**
Total comprehensive income	4,172	
Dividends paid to Eni shareholders	(4,166)	
Dividends paid by consolidated subsidiaries to minorities	(350)	
Acquisition of Distrigas minorities	(1,146)	
Cancellation of Publigaz put option	1,495	
Share capital increase subscribed by Snam Rete Gas minorities	1,542	
Rights cancelled stock option - 2006 plan	(7)	
Current cost of assigned options	13	
Other contributions from payments of shareholders	18	
Other changes	(30)	
Total changes		**1,541**
Shareholders' equity at December 31, 2009		**50,051**
Attributable to:		
- Eni		**46,073**
- Minority Interest		3,978

The Group s **total equity including minorities** increased by euro 1,541 million to euro 50,051 million, reflecting (i) comprehensive income for the period (euro 4,172 million) as a result of net profit for the period (euro 5,317 million), losses on fair value evaluation of certain cash flow hedges placed in reserve and foreign currency translation effects; (ii) closing of the mandatory public takeover bid on the minorities of Distrigas which determined an increase in shareholders equity due to derecognition of the put option awarded to Publigaz SCRL in 2008 (euro 1,495 million); (iii) Snam Rete Gas share capital increase subscribed by minorities for euro 1,542 million. These increases were partly offset by: (i) dividend payments to Eni shareholders (euro 4,166 million) as well as minority shareholders of certain consolidated subsidiaries (euro 350 million); (ii) elimination of the book value, including their respective share of profit for the period, of the Distrigas minorities who tendered their shares to the public offer (euro 1,146 million).

Reconciliation of net profit and shareholders equity of the parent company Eni SpA to consolidated net profit and shareholders equity

(euro million)	Net profit 2008	Net profit **2009**	Shareholders equity Dec. 31, 2008	Shareholders equity **Dec. 31, 2009**
As recorded in Eni SpA's financial statements	**6,745**	**5,061**	**30,049**	**32,144**
Difference between the equity value of individual accounts of consolidated subsidiaries with respect to the corresponding book value in the statutory accounts of the parent company	4,140	**158**	18,999	**17,464**
Consolidation adjustments:				
- difference between purchase cost and underlying book value of net equity	(330)	**(213)**	5,161	**5,068**
- elimination of tax adjustments and compliance with group account policies	(1,373)	**(113)**	(2,852)	**(1,062)**

- elimination of unrealized intercompany profits	216	**117**	(3,127)	**(4,582)**
- deferred taxation	159	**378**	(15)	**1,175**
- other adjustments	1	**(71)**	295	**(156)**
	9,558	**5,317**	**48,510**	**50,051**
Minority interest	(733)	**(950)**	(4,074)	**(3,978)**
As recorded in the Consolidated Financial Statements	**8,825**	**4,367**	**44,436**	**46,073**

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Summarized Group cash flow statement and change in net borrowings

Eni s summarized Group cash flow statement derives from the statutory statement of cash flows. It enables investors to understand the link existing between changes in cash and cash equivalents (deriving from the statutory cash flows statement) and in net borrowings (deriving from the summarized cash flow statement) that occurred in the period. The measure enabling such a link is represented by the free cash flow which is the cash in excess of capital expenditure needs. Starting from free cash flow it is possible to determine either: (i) changes in cash and cash equivalents for the period by adding/deducting cash flows relating to financing debts/receivables (issuance/repayment of debt and receivables related to financing activities), shareholders equity (dividends paid, net repurchase of own shares, capital issuance) and the effect of changes in consolidation and of exchange rate differences; (ii) changes in net borrowings for the period by adding/deducting cash flows relating to shareholders equity and the effect of changes in consolidation and of exchange rate differences. The free cash flow is a non-GAAP measure of financial performance.

Summarized Group cash flow statement [(a)]

2007	(euro million)	2008	**2009**	Change
10,809	**Net profit**	**9,558**	**5,317**	**(4,241)**
	Adjustments to reconcile to cash generated from operating profit before changes in working capital:			
6,346	- amortization and depreciation and other non monetary items	11,388	**9,847**	(1,541)
(309)	- net gains on disposal of assets	(219)	**(226)**	(7)
8,850	- dividends, interest, taxes and other changes	9,080	**6,687**	(2,393)
25,696	**Net cash generated from operating profit before changes in working capital**	**29,807**	**21,625**	**(8,182)**
(1,667)	Changes in working capital related to operations	2,212	**(1,769)**	(3,981)
(8,512)	Dividends received, taxes paid, interest (paid) received during the period	(10,218)	**(8,720)**	1,498
15,517	**Net cash provided by operating activities**	**21,801**	**11,136**	**(10,665)**
(10,593)	Capital expenditures	(14,562)	**(13,695)**	867
(9,665)	Investments and purchase of consolidated subsidiaries and businesses	(4,019)	**(2,323)**	1,696
659	Disposals	979	**3,595**	2,616
(35)	Other cash flow related to capital expenditures, investments and disposals	(267)	**(295)**	(28)
(4,117)	**Free cash flow**	**3,932**	**(1,582)**	**(5,514)**
(479)	Borrowings (repayment) of debt related to financing activities	911	**396**	(515)
8,761	Changes in short and long-term financial debt	980	**3,841**	2,861
(5,836)	Dividends paid and changes in minority interests and reserves	(6,005)	**(2,956)**	3,049
(200)	Effect of changes in consolidation and exchange differences	7	**(30)**	(37)
(1,871)	**NET CASH FLOW FOR THE PERIOD**	**(175)**	**(331)**	**(156)**

Changes in net borrowings

2007	(euro million)	2008	**2009**	Change
(4,117)	**Free cash flow**	**3,932**	**(1,582)**	**(5,514)**
(244)	Net borrowings of acquired companies	(286)		286
	Net borrowings of divested companies	181		(181)
637	Exchange differences on net borrowings and other changes	129	**(141)**	(270)
(5,836)	Dividends paid and changes in minority interests and reserves	(6,005)	**(2,956)**	3,049

(9,560)	**CHANGE IN NET BORROWINGS**	**(2,049)**	**(4,679)**	**(2,630)**

(a) For a reconciliation to the statutory statement of cash flows see the paragraph "Reconciliation of Summarized Group Balance Sheet and Statement of Cash Flows to statutory schemes".

Main cash inflows for the year were: (i) **net cash provided by operating activities** (euro 11,136 million); (ii) cash proceeds of euro 3,070 million associated with the divestment of a 20% interest in Gazprom Neft following the exercise of a call option agreement by Gazprom, plus the first tranche of the proceeds from the sale of a 51% interest in OOO SeverEnergia (Eni s share 60%) for euro 155 million (including repayment of financing); (iii) the subscription by Snam Rete Gas minorities of a share capital increase amounting to euro 1,542 million; (iv) further cash proceeds of euro 370 million mainly associated with the divestment of certain non strategic assets in the Exploration & Production division, following agreements signed with Suez in 2008. These inflows were used to partially fund capital expenditures of euro 13,695 million, completion of a mandatory takeover bid on the Distrigas minorities, including the squeeze-out procedure for a total cash consideration of euro 2,045 million, payment of dividends to Eni shareholders (euro 4,166 million of which euro 1,811 million as interim dividend for the year 2009) as well as dividend payments to minorities (euro 350 million) in particular relating to Snam Rete Gas and Saipem (euro 335 million). Net borrowings increased by euro 4,679 million from a year ago to euro 23,055 million.

Capital expenditures

2007	(euro million)	2008	**2009**	Change	% Ch.
6,480	Exploration & Production	9,281	**9,486**	205	2.2
1,511	Gas & Power	2,058	**1,686**	(372)	(18.1)
979	Refining & Marketing	965	**635**	(330)	(34.2)
145	Petrochemicals	212	**145**	(67)	(31.6)
1,410	Engineering & Construction	2,027	**1,630**	(397)	(19.6)
59	Other activities	52	**44**	(8)	(15.4)
108	Corporate and financial companies	95	**57**	(38)	(40.0)
(99)	Impact of unrealized profit in inventory	(128)	**12**	140	
10,593	**Capital expenditures**	**14,562**	**13,695**	**(867)**	**(6.0)**

In 2009, **capital expenditures** amounted to euro 13,695 million (euro 14,562 million in 2008), of which 86% related to the Exploration & Production, Gas & Power and Refining & Marketing divisions. Main expenditures were the following ones:
- oil & gas development activities were euro 7,478 million and were deployed mainly in Kazakhstan, the United States, Egypt, Congo, Italy and Angola;
- exploration projects were euro 1,228 million of which 97% were carried out outside Italy, primarily in the United States, Libya, Egypt, Norway and Angola;
- acquisition of proved and unproved properties amounting to euro 697 million mainly related to the acquisition of a 27.5% interest in assets with gas shale reserves from Quicksilver Resources Inc and extension of the duration of oil and gas properties in Egypt following the agreement signed in May 2009;
- development and upgrading of Eni s natural gas outside Italy absorbed euro 172 million;
- upgrading of the fleet used in the Engineering & Construction division amounted to euro 1,630 million.

Investments and purchases of consolidated subsidiaries and businesses (euro 2,323 million) mainly related to the completion of the acquisition of Distrigas NV.

Disposals amounted to euro 3,595 million and mainly related to the divestment of a 20% interest in Gazprom Neft following exercise on April 7, 2009 of the call option by Gazprom (euro 3,070 million). The exercise price of the call option is equal to the bid price ($3.7 billion) as adjusted by subtracting dividends distributed and adding the contractual annual remuneration of 9.4% on capital employed and certain financial collateral expenses. In addition a 51% stake in the joint venture

transport network in Italy amounted to euro 919 million. Distribution network upgrades were euro 278 million, and further euro 282 million were invested to develop and increase storage capacity;
- projects aimed at improving the conversion capacity and flexibility of refineries amounted to euro 436 million. Building and upgrading service stations in Italy and

OOO SeverEnergia (Eni 60%) was divested to Gazprom. Eni s share of the transaction is worth $940 million of which $230 million were collected as of year end, which corresponded to euro 155 million at the exchange rate of the transaction date. The remaining $710 million were collected on March 31, 2010 (euro 526 million at exchange rate of 1.35).

Other disposals related to non strategic oil & gas properties following agreements signed with Suez.

Dividends paid and changes in minority interests and reserves amounting to euro 2,956 million mainly related to: (i) cash dividends to Eni shareholders (euro 4,166 million, of which euro 2,355 million pertained to the payment of the balance of the dividend for fiscal year 2008 and euro 1,811 million pertained to the payment of an interim dividend for fiscal year 2009); (ii) dividend payment for fiscal year 2008 from certain consolidated subsidiaries to minorities (euro 350 million) mainly relating to Snam Rete Gas and Saipem (euro 335 million). These outflows were partly offset by the subscription by Snam Rete Gas minorities of a share capital increase amounting to euro 1,542 million as part of Eni s reorganization of its regulated businesses in Italy.

Reconciliation of Summarized Group Balance Sheet and Statement of Cash Flows to Statutory Schemes

Summarized Group Balance Sheet

(euro million)		December 31, 2008		December 31, 2009	
Items of Summarized Group Balance Sheet (where not expressly indicated, the item derives directly from the statutory scheme)	Notes to the consolidated financial statements	Partial amounts from statutory scheme	Amounts of the summarized Group scheme	Partial amounts from statutory scheme	Amounts of the summarized Group scheme
Fixed assets					
Property, plant and equipment			59,255		63,177
Inventories - compulsory stock			1,196		1,736
Intangible assets			7,697		8,057
Equity-accounted investments and other investments			5,881		6,244
Receivables and securities held for operating activities	(see Note 3 and 12)		1,219		1,261
Net payables related to capital expenditures, made up of:			(787)		(749)
- receivables related to capital expenditures/disposals	(see Note 3)	149		82	
- receivables related to capital expenditures/disposals	(see Note 14)	780		710	
- payables related to capital expenditures	(see Note 16)	(1,716)		(1,541)	
Total fixed assets			**74,461**		**79,726**
Net working capital					
Inventories			6,082		5,495
Trade receivables	(see Note 3)		16,444		14,916
Trade payables	(see Note 16)		(12,590)		(10,078)
Tax payables and provisions for net deferred tax liabilities, made up of:			(5,323)		(1,988)
- income tax payables		(1,949)		(1,291)	
- other tax payables		(1,660)		(1,431)	
- deferred tax liabilities		(5,784)		(4,907)	
- other tax liabilities	(see Note 24)	(254)		(52)	
- current tax assets		170		753	
- other current tax assets		1,130		1,270	
- deferred tax assets		2,912		3,558	
- other tax assets	(see Note 14)	112		112	
Provisions			(9,506)		(10,319)
Other current assets and liabilities:					
Other, made up of:			(4,544)		(3,968)
- securities held for operating purposes	(see Note 2)	310		284	
- receivables for operating purposes	(see Note 3)	402		339	
- other receivables	(see Note 3)	4,805		4,825	
- other (current) assets		1,870		1,307	

- other receivables and other assets	(see Note 14)	989		1,116	
- advances, other payables	(see Note 16)	(6,209)		(7,555)	
- other (current) liabilities		(3,863)		(1,856)	
- other payables and other liabilities	(see Note 24)	(2,848)		(2,428)	
Total net working capital			**(9,437)**		**(5,942)**
Current investments	(see Note 2)		**2,741**		
Provisions for employee post-retirement benefits			**(947)**		**(944)**
Net assets held for sale including related net borrowings, made up of:			**68**		**266**
- assets held for sale		68		542	
- liabilities directly associated to assets held for sale				(276)	
CAPITAL EMPLOYED, NET			**66,886**		**73,106**

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continued Summarized Group Balance Sheet

(euro million)		December 31, 2008		December 31, 2009	
Items of Summarized Group Balance Sheet (where not expressly indicated, the item derives directly from the statutory scheme)	Notes to the Consolidated Financial Statements	Partial amounts from statutory scheme	Amounts of the summarized Group scheme	Partial amounts from statutory scheme	Amounts of the summarized Group scheme
CAPITAL EMPLOYED, NET			**66,886**		**73,106**
Shareholders' equity including minority interest			**48,510**		**50,051**
Net borrowings					
Total debt, made up of:			20,837		24,800
- long-term debt		13,929		18,064	
- current portion of long-term debt		549		3,191	
- short-term financial liabilities		6,359		3,545	
less:					
Cash and cash equivalents			(1,939)		(1,608)
Securities held for non-operating purposes	(see Note 2)		(185)		(64)
Financing receivables for non-operating purposes	(see Note 3)		(337)		(73)
Total net borrowings [(a)]			**18,376**		**23,055**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY			**66,886**		**73,106**

(a) For details on net borrowings see also Note 20 to the consolidated financial statements.

Summarized Group Cash Flow Statement

(euro million)	December 31, 2008		December 31, 2009	
Items of Summarized Group Cash Flow Statement and confluence/reclassification of items in the statutory scheme	Partial amounts from statutory scheme	Amounts of the summarized Group scheme	Partial amounts from statutory scheme	Amounts of the summarized Group scheme
Net profit		**9,558**		**5,317**
Adjustments to reconcile to cash generated from operating profit before changes in working capital:				
Depreciation, depletion and amortization and other non monetary items:		11,388		9,847
- depreciation, depletion and amortization	8,422		8,762	
- net impairments (write-ups)	2,560		495	
- net changes in provisions	414		574	
- net changes in the provisions for employee benefits	(8)		16	
Net gains on disposal of assets		(219)		(226)
Dividends, interest, income taxes and other changes:		9,080		6,687
- dividend income	(510)		(164)	
- interest income	(592)		(352)	
- interest expense	809		603	
- exchange differences	(319)		(156)	
- income taxes	9,692		6,756	
Cash generated from operating profit before changes in working capital		**29,807**		**21,625**
Changes in working capital related to operations:		2,212		(1,769)
- inventories	(801)		52	
- trade and other receivables	(974)		(19)	
- other assets	162		(472)	
- trade and other payables	2,318		(1,201)	
- other liabilities	1,507		(129)	
Dividends received, taxes paid, interest (paid) received during the period:		(10,218)		(8,720)
- dividend received	1,150		576	
- interest received	266		594	
- interest paid	(852)		(583)	
- income taxes paid	(10,782)		(9,307)	
Net cash provided by operating activities		**21,801**		**11,136**
Capital expenditures:		(14,562)		(13,695)
- tangible assets	(12,312)		(12,300)	
- intangible assets	(2,250)		(1,395)	
Acquisition of investments and businesses:		(4,019)		(2,323)
- investments	(385)		(230)	
- consolidated subsidiaries and businesses	(3,634)		(25)	
- acquisition of additional interests in subsidiaries			(2,068)	
Disposals:		979		3,595
- tangible assets	318		126	
- intangible assets	2		250	
- consolidated subsidiaries and businesses	149			
- investments	510		3,219	

- sale of interests in subsidiaries				
Other cash flow related to capital expenditures, investments and disposals:		(267)		(295)
- securities	(152)		(2)	
- financing receivables	(710)		(972)	
- change in payables and receivables relating to investments and capitalized depreciation	367		(97)	
reclassification: *purchase of securities and financing receivables for non-operating purposes*	*173*		*38*	
- disposal of securities	145		164	
- disposal of financing receivables	1,293		861	
- change in payables and receivables	(299)		147	
reclassification: *disposal of securities and financing receivables held for non-operating purposes*	*(1,084)*		*(434)*	
Free cash flow		**3,932**		**(1,582)**

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continued Summarized Group Cash Flow Statement

(euro million)	December 31, 2008		December 31, 2009	
Items of Summarized Group Cash Flow Statement and confluence/reclassification of items in the statutory scheme	Partial amounts from statutory scheme	Amounts of the summarized Group scheme	Partial amounts from statutory scheme	Amounts of the summarized Group scheme
Free cash flow		**3,932**		**(1,582)**
Borrowings (repayment) of debt related to financing activities		911		396
reclassification: *purchase of securities and financing receivables held for non-operating purposes*	*(173)*		*(38)*	
reclassification: *sale of securities and financing receivables held for non-operating purposes*	*1,084*		*434*	
Changes in short and long-term finance debt:		980		3,841
- proceeds from long-term finance debt	3,774		8,774	
- payments of long-term finance debt	(2,104)		(2,044)	
- increase (decreases) in short-term finance debt	(690)		(2,889)	
Dividends paid and changes in minority interests and reserves:		(6,005)		(2,956)
- net capital contributions/payments by/to minority shareholders	20		1,551	
- dividends paid by Eni to shareholders	(4,910)		(4,166)	
- dividends paid to minority interest	(297)		(350)	
- net repurchase of treasury shares	(768)			
- treasury shares repurchased by consolidated subsidiaries	(50)		9	
Effect of changes in consolidation area and exchange differences:		7		(30)
- effect of change in consolidation area	(1)			
- effect of exchange differences and other changes	8		(30)	
CHANGE IN CASH AND CASH EQUIVALENTS		**(175)**		**(331)**

RISK FACTORS, UNCERTAINTIES AND TREND INFORMATION

Foreword

The main risks that the Company is facing and actively monitoring and managing are the following: (i) the market risk deriving from exposure to fluctuations in interest rates, foreign currency exchange rates and commodity prices; (ii) the credit risk deriving from the possible default of a counterparty; (iii) the liquidity risk deriving from the risk that suitable sources of funding for the Group s operations may not be available; (iv) the country risk in the upstream business; (v) the operational risk; (vi) the possible evolution of the Italian gas market; (vii) the specific risks deriving from exploration and production activities.
Financial risks are managed in respect of guidelines defined by the parent company, targeting to align and coordinate Group companies policies on financial risks.

Market risk

Market risk is the possibility that changes in currency exchange rates, interest rates or commodity prices will adversely affect the value of the Group s financial assets, liabilities or expected future cash flows. The Company actively manages market risk in accordance with a set of policies and guidelines that provide a centralized model of conducting finance, treasury and risk management operations based on separate entities: the parent company s (Eni SpA) finance department, Eni Coordination Center and Banque Eni which is subject to certain bank regulatory restrictions preventing the Group s exposure to concentrations of credit risk and Eni Trading & Shipping that has the mandate to manage and monitor solely commodity derivative contracts. In particular Eni SpA and Eni Coordination Center manage subsidiaries financing requirements in and outside Italy, All transactions concerning currencies and derivative financial contracts are managed by the parent company as well as the activity of trading certificates according to the European Union Emission Trading Scheme. The commodity risk is managed by each business unit with Eni Trading & Shipping ensuring the negotiation of hedging derivatives. Eni uses derivative financial instruments (derivatives) in order to minimize exposure to market risks related to changes in exchange rates and interest rates and to manage exposure to commodity prices fluctuations. Eni does not enter into derivative transactions on a speculative basis. The framework defined by Eni s policies and guidelines prescribes that measurement and control of market risk be performed on the basis of maximum tolerable levels of risk exposure defined in accordance with value-at-risk techniques. These techniques make a statistical assessment of the market risk on the Group s activity, i.e., potential gain or loss in fair values, due to changes in market conditions taking account of the correlation existing among changes in fair value of existing instruments. Eni s finance departments define maximum tolerable levels of risk exposure to changes in interest rates and foreign currency exchange rates, pooling Group companies risk positions. Eni s calculation and measurement techniques for interest rate and foreign currency exchange rate risks are in accordance with established banking standards, as established by the Basel Committee for bank activities surveillance. Tolerable levels of risk are based on a conservative approach, considering the industrial nature of the company. Eni s guidelines prescribe that Eni s Group companies minimize such kinds of market risks. With regard to the commodity risk, Eni s policies and guidelines define rules to manage this risk aiming at the optimization of core activities and the pursuing of preset targets of industrial margins. The respectively, covering funding requirements and using available surpluses.

maximum tolerable level of risk exposure is pre-defined in terms of value-at-risk in connection with trading and commercial activities, while the strategic risk exposure to commodity prices fluctuations i.e. the impact on the Group s business results deriving from changes in commodity prices is monitored in terms of value-at-risk, albeit not hedged in a systematic way. Accordingly, Eni evaluates the opportunity to mitigate its commodity risk exposure by entering into hedging transactions in view of certain acquisition deals of oil and gas reserves as part of the Group s strategy to achieve its growth targets or ordinary asset portfolio management. The Group controls commodity risk with a maximum value-at-risk limit awarded to each business unit. Hedging needs from business units are pooled by Eni Trading & Shipping which also manages its own risk exposure. The three different market risks, whose management and control have been summarized above, are described below.

Exchange rate risk

Exchange rate risk derives from the fact that Eni s operations are conducted in currencies other than the euro (mainly in the U.S. dollar). Revenues and expenses denominated in foreign currencies may be significantly affected by exchange rates fluctuations due to conversion differences on single transactions arising from the time lag existing between execution and definition of relevant contractual terms (economic risk) and conversion of foreign currency-denominated trade and financing payables and receivables (transactional risk). Exchange rate fluctuations affect Group s reported results and net equity as financial statements of subsidiaries denominated in currencies other than the euro are translated from their functional currency into euro (translation risk). Generally, an appreciation of the U.S. dollar versus the euro has a positive impact on Eni s results of operations, and vice-versa. Eni s foreign exchange risk management policy is to minimize economic and transactional exposures arising from foreign currency movements. Eni does not undertake any hedging activity for risks deriving from the translation of foreign currency denominated profits or assets and liabilities of subsidiaries which prepare financial statements in a currency other than the euro, except for single transactions to be evaluated on a case-by-case basis. Effective management of exchange through the profit and loss account as they do not meet the formal criteria to be recognized as hedges in accordance with IAS 39. The VAR techniques are based on variance/covariance simulation models and are used to monitor the risk exposure arising from possible future changes in market values over a 24-hour period within a 99% confidence level and a 20-day holding period.

Interest rate risk

Changes in interest rates affect the market value of financial assets and liabilities of the company and the level of finance charges. Eni s interest rate risk management policy is to minimize risk with the aim to achieve financial structure objectives defined and approved in the management s finance plans. Borrowing requirements of the Group s companies are pooled by the Group s central finance department in order to manage net positions and the funding of portfolio developments consistently with management s plans while maintaining a level of risk exposure within prescribed limits. Eni enters into interest rate derivative transactions, in particular interest rate swaps, to effectively manage the balance between fixed and floating rate debt. Such derivatives are evaluated at fair value on the basis of market prices provided from specialized sources. Changes in fair value of those derivatives are normally recognized through the profit and loss account as they do not meet the formal criteria to be accounted for under the hedge accounting method in accordance with IAS 39. Value at risk deriving from interest rate exposure is measured daily on the basis of a variance/covariance model, with a 99% confidence level and a 20-day holding period.

Commodity risk

Eni s results of operations are affected by changes in the prices of commodities. A decrease in oil and gas prices generally has a negative impact on Eni s results of operations and vice-versa. Eni manages exposure to commodity price risk arising in normal trading and commercial activities in view of achieving stable margins. In order to accomplish this, Eni uses derivatives traded on the organized markets of ICE and NYMEX (futures) and derivatives traded over the counter (swaps, forward, contracts for differences and options) with the underlying commodities being crude oil, refined products or electricity. Such derivatives are rate risk is performed within Eni s central finance departments which match opposite positions within Group companies, hedging the Group net exposure through the use of certain derivatives, such as currency swaps, forwards and options. Such derivatives are evaluated at fair value on the basis of market prices provided by specialized sources. Changes in fair value of those derivatives are normally recognized

evaluated at fair value on the basis of market prices provided from specialized sources or, absent market prices, on the basis of estimates provided by brokers or suitable evaluation techniques. Changes in fair value of those derivatives are normally recognized through the profit and loss account as they do not meet the formal criteria to be recognized as hedges in accordance with IAS 39. Value at risk deriving from commodity exposure is measured daily on the basis of a historical simulation technique, with a 95% confidence level and a one-day holding period. The following table shows amounts in terms of value at risk, recorded in 2009 (compared with 2008) relating to interest rate and exchange rate risks in the first section, and commodity risk in the second section. Var values are stated in U.S. dollars, the currency used in oil products markets.

(Exchange and interest rate: Value at Risk - parametric method variance/covariance; holding period: 20 days; confidence level: 99%)

	2008				2009			
(euro million)	High	Low	Avg	At period end	High	Low	Avg	At period end
Interest rate	12.31	0.73	4.17	6.54	6.85	1.65	3.35	1.98
Exchange rate	1.48	0.09	0.48	0.47	1.22	0.07	0.35	0.31

(Commodity risk: Value at Risk - historic simulation method; holding period: 1 day; confidence level: 95%)

	2008				2009			
($ million)	High	Low	Avg	At period end	High	Low	Avg	At period end
Area oil, products	46.48	3.44	19.88	5.43	37.51	4.74	17.65	6.64
Area Gas & Power (*)	67.04	24.38	43.53	32.07	51.62	28.01	40.97	38.26

(*) In 2008, amounts relating to the Gas & Power business also include Distrigas' contribution, since the acquisition date.

Credit risk

Credit risk is the potential exposure of the Group to losses in case counterparties fail to perform or pay amounts due. The Group manages differently credit risk depending on whether credit risk arises from exposure to financial counterparties or to customers relating to outstanding receivables. Individual business units are responsible for managing credit risk arising in the normal course of the business. The Group has established formal credit systems and processes to ensure that before trading with a new counterpart can start, its creditworthiness is assessed. Also credit litigation and receivable collection activities are assessed. The monitoring activity of credit risk exposure is performed at the Group level according to set guidelines and measurement techniques that establish counterparty limits and systems to monitor exposure against limits and report regularly on those exposures. Specifically, credit risk exposure to multi-business clients and exposures higher than the limit set at euro 4 million are closely monitored. Monitoring activities do not include retail clients and public administrations. The assessment methodology assigns a score to individual cash management and derivative contracts to assess the counterparty s financial soundness and rating in view of optimizing the risk profile of financial activities while pursuing operational targets. Maximum limits of risk exposure are set in terms of maximum amounts of credit exposures for categories of counterparties as defined by the Company s Board of Directors taking into accounts the credit ratings provided by primary credit rating agencies on the marketplace. Credit risk arising from financial counterparties is managed by the Group central finance departments, including Eni s subsidiary Eni Trading & Shipping which specifically engages in commodity derivatives transactions. Those are the sole Group entities entitled to be party to financial transactions due to the Group centralized finance model. Eligible financial counterparties are closely monitored to check exposures against limits assigned to each counterparty on a daily basis. Exceptional market conditions have forced the Group to adopt contingency plans and under certain circumstances to suspend eligibility to be a Group financial counterparty. Actions implemented also have been intended to limit clients based on publicly available financial data and capital, profitability and liquidity ratios. Based on those scores, an internal credit rating is assigned to each counterparty who is accordingly allocated to its proper risk category. The Group risk categories are comparable to those prepared by the main rating agencies on the marketplace. The Group s internal ratings are also benchmarked against ratings prepared by a specialized external source.

With regard to risk arising from financial counterparties, Eni has established guidelines prior to entering into concentrations of credit risk by maximizing counterparty diversification and turnover. Counterparties have also been selected on more stringent criteria particularly in transactions on derivatives instruments and with maturity longer than a three-month period. Eni has not experienced material non-performance by any counterparty. As of December 31, 2009, Eni had no significant concentrations of credit risk.

Liquidity risk

Liquidity risk is the risk that suitable sources of funding for the Group may not be available, or the Group is unable to sell its assets on the market place as to be unable to meet short-term finance requirements and to settle obligations. Such a situation would negatively impact Group results as it would result in the Company incurring higher borrowing expenses to meet its obligations or under the worst of conditions the inability of the Company to continue as a going concern. As part of its financial planning process, Eni manages the liquidity risk by targeting such a capital structure as to allow the Company to maintain a level of liquidity adequate to the Group s needs optimizing the opportunity cost of maintaining liquidity reserves also achieving an efficient balance in terms of maturity and composition of finance debt. The Group capital structure is set according to the Company s industrial targets and within the limits established by the Company s Board of Directors who are responsible for prescribing the maximum ratio of debt to total equity and minimum ratio of medium and long-term debt to total debt as well as fixed rate medium and long-term debt to total medium and long-term debt. In spite of ongoing tough credit market conditions resulting in higher spreads to borrowers, the Company has succeeded in maintaining ac