



SPAFID CONNECT

Informazione Regolamentata n. 0542-36-2020	Data/Ora Ricezione 11 Maggio 2020 18:12:36	MTA
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Identificativo : 132158
Informazione
Regolamentata
Nome utilizzatore : SNAMN03 - Palladino
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Data/Ora Inizio : 11 Maggio 2020 18:12:37
Diffusione presunta
Oggetto : Extract of notice of call

Testo del comunicato

We send you the extract of notice of Call of Extraordinary and Ordinary Shareholders' Meeting of 18 June 2020 that will be published tomorrow, 12 May, on the "Financial Times"

Snam S.p.A.

Head Office: Piazza Santa Barbara, No. 7,

San Donato Milanese (MI)

Company share capital euros 2,735,670,475.56 fully paid up

Tax Code and Milan, Monza Brianza and Lodi Chamber

of Commerce Business Register n. 13271390158

R.E.A. Milan No. 1633443



Extract of the call notice convening the Extraordinary and Ordinary Shareholders' Meeting

The ordinary and extraordinary sessions of the Shareholders' Meeting of Snam S.p.A. are convened, on a single call, on 18 June 2020, at 12:00 p.m. (CET), in the manner specified in the call notice, to discuss and resolve on the following

Agenda

Extraordinary session

1. Proposal to cancel treasury shares in the Company's portfolio without reducing the share capital; consequent amendment of article 5.1 of the Company Bylaws. Related and consequent resolutions.

Ordinary session

1. Snam S.p.A financial statement as at 31 December 2019. Consolidated financial statements as at 31 December 2019. Reports of the Directors, the Board of Statutory Auditors and the Independent Auditors. Related and consequent resolutions.
2. Allocation of the period's profits and dividend distribution.
3. Authorisation to purchase and dispose of treasury shares, subject to revocation of the authorization granted by the Ordinary Shareholders' Meeting of 2 April 2019, for the part not yet implemented.
4. Report on remuneration policy and compensation paid:
 - 4.1 First section: report on the remuneration policy (binding resolution);
 - 4.2 Second section: report on the compensation paid (non-binding resolution).
5. 2020-2022 Long term share incentive plan. Related and consequent resolutions.
6. Appointment of a Director.
7. Appointment of the Chairman of the Board of Directors.

COVID 19 Emergency - Procedure for holding the Shareholders' Meeting

In view of the health emergency linked to the current "COVID-19" epidemic and taking into account the measures to contain infections, participation in the Shareholders' Meeting by those entitled to vote may **only take place through the designated representative of the Company** pursuant to Article 135-*undecies* of Legislative Decree no. 58 of 24 February 1998, (i.e. the law firm Studio Legale Trevisan & Associati, with registered offices in Milan, Viale Majno no. 45, and any Substitutes - the "*Designated Representative*"), following the procedures indicated in the full version of the call notice available in the specific section of the Company's website www.snam.it (in the "*Governance and Conduct*" - "*Shareholders' Meeting*" section) and at the authorised storage mechanism "*eMarket Storage*" (www.emarketstorage.com).

The information on:

- the share capital;
- the right to attend and vote at the Shareholders' Meeting exclusively through the Designated Representative Studio Legale Trevisan & Associati (record date 9 June 2020);
- the right to ask questions prior to the Shareholders' Meeting (by 9 June 2020);
- the right to supplement the agenda and to put forward new proposals of resolutions on the agenda by shareholders holding at least 2.5% of the share capital pursuant to art. 126-*bis*, subsection 1, first sentence, of Legislative Decree no. 58 of 24 February 1998 (by 21 May 2020);
- the right to submit resolution proposals by those entitled to vote pursuant to art. 126-*bis*, subsection 1, penultimate sentence, of Legislative Decree no. 58 of 24 February 1998 (by 3 June 2020);
- the granting of proxies/sub-proxies to the Designated Representative as identified by Snam S.p.A.;
- the availability of the full text of the proposals of resolutions, alongside the reports and documents to be submitted to the Shareholders' Meeting;
- the organisational aspects of the Shareholders' Meeting,

is included in the full notice of the Shareholders' Meeting, to which reference is made to, which is published on the Company's website at www.snam.it, ("*Governance and Conduct*" - "*Shareholders' Meeting*" section), and at the authorised storage mechanism "*eMarket Storage*" (www.emarketstorage.com). The documentation relating to the Shareholders' Meeting will be published according to law and using the same procedures.

The Chairman of the Board of Directors

Mr Luca Dal Fabbro

Fine Comunicato n.0542-36

Numero di Pagine: 3