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Societa' : SNAM

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Oggetto : Snam: Shareholders' meeting approves the 2025 financial statements

*Testo del comunicato*

Vedi allegato



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## Snam: Shareholders' meeting approves the 2025 financial statements

- Approval of the 2025 statutory financial statements
- Dividend of € 0.3021 per share for the full year (of which €0.1208 per share already paid in January 2026 as an interim dividend)
- Renewal of the authorization to purchase and dispose of treasury shares, following revocation of the authorization granted by the Shareholders' Meeting of 14 May 2025
- Approval of the 2027–2029 co-investment plan linked to the 2026 short-term incentive plan (MBO)
- Approval of the 2026–2028 long-term share-based incentive plan
- Approval of the Report on the Remuneration Policy for 2026 and on Remuneration Paid in 2025

Milan, 29 April 2026 – Today, under the chairmanship of Alessandro Zehentner, the Ordinary Shareholders' Meeting of Snam S.p.A. was held in Milan. The Meeting approved the Company's statutory financial statements as of 31 December 2025, presented by the Chief Executive Officer and General Manager, Agostino Scornajenchi, recording a net profit of €926,614,085.59.

Attendance at the Meeting by those entitled was carried out exclusively through the Company-appointed designated representative pursuant to Article 135-undecies of Legislative Decree No. 58 of 24 February 1998 (the "TUF"). At the opening of the Meeting, 71.617267% of Snam's share capital was represented.

### APPROVAL OF THE FINANCIAL STATEMENTS AND ALLOCATION OF NET PROFIT

The Shareholders' Meeting resolved to distribute to shareholders a dividend of €0.1813 for each share outstanding on the coupon no. 45 ex-dividend date (i.e. 22 June 2026), excluding treasury shares held on that date, as the balance of the interim dividend of €0.1208 per share previously approved by the Board of Directors on 5 November 2025, using the reserve "Retained earnings from previous years", which is available for distribution, up to the total amount of the dividend. As a result, the dividend for the full year amounts to €0.3021 per share. The dividend balance will be paid starting from 24 June 2026, with record date on 23 June 2026.

### APPROVAL OF THE AUTHORIZATION TO PURCHASE AND DISPOSE OF TREASURY SHARES, FOLLOWING REVOCATION OF THE AUTHORIZATION GRANTED BY THE SHAREHOLDERS' MEETING OF 14 MAY 2025

The Shareholders' Meeting resolved to: (i) revoke, for the unexecuted portion, the authorization to purchase treasury shares granted on 14 May 2025; (ii) authorize the purchase of treasury shares, to be carried out on one or more occasions through one or more leading intermediaries appointed by the Company, for a maximum period of 18 months from today, up to a maximum of 110,000,000 Snam ordinary shares, representing approximately 3.273% of the subscribed and paid-in share capital, also taking into account treasury shares already held by the Company, and for a maximum expenditure of €500 million, under the terms, conditions and methods (including price) set out in



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the relevant resolution; (iii) authorize the disposal of all or part of the treasury shares purchased pursuant to the same resolution or already held by the Company, on one or more occasions, without time limits and also prior to completion of the purchase program; and (iv) grant the Board of Directors, and for this purpose the Chief Executive Officer, with power of sub-delegation, all necessary authority to implement the resolutions and to ensure the required market disclosures.

The reasons underlying the request for authorization include, among others, the implementation of existing and any future share-based incentive plans of the Company (as set out in the Board of Directors' Report on the Shareholders' Meeting, available on the Company's website at [www.snam.it](http://www.snam.it), in the section "Governance" - "Corporate Governance" - "Snam Shareholders' Meeting").

#### **APPROVAL OF THE 2027-2029 CO-INVESTMENT PLAN LINKED TO THE 2026 SHORT-TERM INCENTIVE PLAN (MBO)**

The Shareholders' Meeting approved the 2027-2029 co-investment plan linked to the 2026 short-term incentive plan (MBO), under the terms and conditions described in the Information Document prepared by the Company pursuant to Article 84-bis of the Regulation adopted by Consob with Resolution No. 11971 of 14 May 1999 (the "Issuers' Regulation") and made available to the public in accordance with applicable law.

The Meeting also granted the Board of Directors, and for this purpose the Chief Executive Officer, with express power of sub-delegation, all necessary authority to fully and completely implement the plan.

#### **APPROVAL OF THE 2026-2028 LONG-TERM SHARE-BASED INCENTIVE PLAN**

The Shareholders' Meeting approved the 2026-2028 long-term share-based incentive plan, under the terms and conditions described in the Information Document prepared by the Company pursuant to Article 84-bis of the Issuers' Regulation and made available to the public in accordance with applicable law, granting the Board of Directors, and for this purpose the Chief Executive Officer, with express power of sub-delegation, all necessary authority to fully and completely implement the plan.

#### **APPROVAL OF THE REPORT ON THE REMUNERATION POLICY FOR 2026 AND ON REMUNERATION PAID IN 2025**

The Shareholders' Meeting:

- approved, with a binding resolution, the first section of Snam's "Report on the Remuneration Policy for 2026 and on Remuneration Paid in 2025", which illustrates the Company's remuneration policy for members of the Board of Directors, the Chief Executive Officer and General Manager, Key Executives with Strategic Responsibilities, and members of the Board of Statutory Auditors with reference to the 2026 financial year, as well as the procedures used for the adoption and implementation of the policy;



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- expressed a favorable vote, with a non-binding resolution, on the second section of Snam's "Report on the Remuneration Policy for 2026 and on Remuneration Paid in 2025", which indicates the remuneration paid to members of the Board of Directors, the Chief Executive Officer and General Manager, Key Executives with Strategic Responsibilities (in aggregate form), and members of the Board of Statutory Auditors, in the 2025 financial year or relating thereto.

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The summary voting report and the minutes of today's Shareholders' Meeting will be made available in the manner and within the time limits prescribed by applicable law.

