Cavanaugh John Francis
Form 144
December 19, 2007

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1(a) Name of Issuer

Natural Health Trends Corp.

(b) IRS Ident. No.

59-2705336

(c) S.E.C. File No.

0-26272

(d) Address of Issuer

2050 Diplomat Drive
(Street)

Dallas , Texas 75234
(City) (State) (Zip Code)

(e) Telephone No.

972 241-4080
(Area Code) (Number)

2(a) Name of Person For Whose Account the Securities are to be Sold

John Francis Cavanaugh

N/A

(b) Relationship to Issuer

Officer

(c) Address

2050 Diplomat Drive	Dallas , Texas 75234
(Street)	(City) (State) (Zip Code)

INSTRUCTION: *The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number*

3(a) Title of the Class of Securities to be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker Who is Acquiring the Securities	SEC USE ONLY Broker-Dealer File Number	(c) Number of Shares or Other Units to be Sold *(See Instr. 3(c))*	(d) Aggregate Market Value *(See Instr. 3(d))*	(e) Number of Shares or Other Units Outstanding *(See Instr. 3(e))*	(f) Approximate Date of Sale (Mo/Day/Yr) *(See Instr. 3(f))*	(g) Name of Each Securities Exchange *(See Instr. 3(g))*
Common Stock	E*Trade 671 N. Glebe Road, 11th Floor Arlington, Virginia 22203		2.426	$3,130 (per 12/17/07 closing price)	10,737,960	12/18/07	Nasdaq Global Market

INSTRUCTIONS:

1. (a) Name of issuer
   (b) Issuer s I.R.S. Identification Number
   (c) Issuer s S.E.C. file number, if any
   (d) Issuer s address, including zip code
   (e) Issuer s telephone number, including area code

2. (a) Name of person for whose account the securities are to be sold
   (b) Such person s relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
   (c) Such person s address, including zip code

3. (a) Title of the class of securities to be sold
   (b) Name and address of each broker through whom the securities are intended to be sold
   (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
   (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
   (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
   (f) Approximate date on which the securities are to be sold
   (g) Name of each securities exchange, if any, on which the securities are intended to be sold

TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date You Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired *(if gift, also give date donor acquired)*	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	June 26, 2007	Grant of Restricted Stock	Natural Health Trends Corp.	88,277	N/A	N/A

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds

REMARKS:

The shares covered by this Form 144 are being sold pursuant to a Rule 10b5-1(c) sales plan dated September 12, 2007, and the representation below regarding the seller s knowledge of material information speaks as of that plan adoption date. The proceeds derived from the sale of shares covered by this Form 144 will be applied to the payment of taxes resulting from the vesting of certain of the above referenced shares of restricted stock. The exact number of shares to be sold as indicated in Item 3(c) above is subject to the actual price per share at which shares are sold to generate the proceeds required to pay taxes.

INSTRUCTIONS:

See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed.

December 19, 2007	/s/ Gary C. Wallace
DATE OF NOTICE	(SIGNATURE)

The notice shall be signed by the persons for whose account the securities are to be sold.
At least one copy of the notice shall be manually signed.
Any copies not manually signed shall bear typed or printed signatures.

ATTENTION:
Intentional misstatements or omission of facts constitute
Federal Criminal Violations (See 18 U.S.C. 1001)

%" bgcolor="#F3F3F3">*8.68 (1.63) (15.8)Hungary 2.24 2.02 1.84 (0.18) (8.9)UK/Northern Europe 4.21 4.75 3.51 (1.24) (26.1)Turkey 6.86 7.22 6.73 (0.49) (6.8)France 7.01 8.36 7.73 (0.63) (7.5)Other 1.63 1.56 0.98 (0.58) (37.2)***Extra European markets 6.24 6.79 7.35 0.56 8.2 E&P in Europe and in the Gulf of Mexico 2.86 2.73 2.61 (0.12) (4.4)WORLDWIDE GAS SALES 96.76 95.32 93.17 (2.15) (2.3)**

Contents

Eni Annual Report / **Operating Review**

Sales of natural gas

In 2013, Eni s gas sales were 93.17 bcm, down by 2.3% from 2012. When excluding the effect of the divestment of Galp, gas sales were broadly in line with the previous year. Eni s sales in the domestic market increased by 1.08 bcm driven by higher spot sales and by higher sales to importers in Italy (up 1.94 bcm). This positive trend was more than offset by lower volumes marketed in the main European markets (down 5.61 bcm, particularly in Benelux, the Iberian Peninsula and the UK) due to declining gas demand and competitive pressure. Higher sales outside Europe (up 0.56 bcm) were driven by increasing LNG sales in the Far East, particularly in Japan and Korea. Exploration & Production sales in Northern Europe and in the United States (2.61 bcm) declined by 0.12 bcm due to lower sales in the United States.

LNG

In 2013, LNG sales (12.4 bcm) decreased by 2.2 bcm from 2012. In particular, LNG sales by the Gas & Power segment (8.4 bcm, included in worldwide gas sales) mainly concerned LNG from Qatar, Algeria and Nigeria marketed in Europe, South America and the Far East.

LNG sales	(bcm)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
G&P sales		**11.8**	**10.5**	**8.4**	**(2.1)**	**(20.0)**
Rest of Europe		9.8	7.6	4.6	(3.0)	(39.5)
Outside Europe		2.0	2.9	3.8	0.9	31.0
E&P sales		**3.9**	**4.1**	**4.0**	**(0.1)**	**(2.2)**
Terminals:						
Soyo (Angola)				0.1	0.1	..
Bontang (Indonesia)		0.6	0.6	0.5	(0.1)	(16.7)
Point Fortin (Trinidad & Tobago)		0.4	0.5	0.6	0.1	22.4
Bonny (Nigeria)		2.5	2.7	2.4	(0.3)	(10.1)
Darwin (Australia)		0.4	0.3	0.4	0.1	21.2
		15.7	**14.6**	**12.4**	**(2.2)**	**(15.0)**

Power

Availability of electricity

Eni s power generation sites are located in Ferrera Erbognone, Ravenna, Livorno, Taranto, Mantova, Brindisi, Ferrara and Bolgiano. In 2013, power generation was 23.03 TWh, down 2.64 TWh, or 10.3% from 2012. As of December 31, 2013, installed operational capacity was 5.3 GW (5.3 GW as of December 31, 2012).

Electricity trading, to increase availability of electricity, lowered by 28.9% to 12.2 TWh due to lower purchases on the market.

Power sales

In 2013 power sales (35.05 TWh) were directed to the free market (82%), industrial sites (9%), the Italian power exchange (6%) and others (3%). Compared with 2012, electricity sales were down by 17.7%, due to lower volumes traded on the Italian power exchange and declining sales to wholesales, partly offset by higher sales to retail customers.

		2011	2012	2013	Change	% Ch.
Purchases of natural gas	(mmcm)	5,008	5,206	4,635	(571)	(11.0)
Purchases of other fuels	(ktoe)	528	462	449	(13)	(2.8)
Power generation	(TWh)	25.23	25.67	23.03	(2.64)	(10.3)
Steam	(ktonnes)	14,401	12,603	10,099	(2,504)	(19.9)

Availability of electricity (TWh)	2011	2012	2013	Change	% Ch.
Power generation	25.23	25.67	23.03	(2.64)	(10.3)
Trading of electricity [(a)]	15.05	16.91	12.02	(4.89)	(28.9)
	40.28	**42.58**	**35.05**	**(7.53)**	**(17.7)**
Free market	27.25	31.84	28.73	(3.11)	(9.8)
Italian Exchange for electricity	8.67	6.10	1.96	(4.14)	(67.9)
Industrial plants	3.23	3.30	3.31	0.01	0.3
Other [(a)]	1.13	1.34	1.05	(0.29)	(21.6)
Power sales	**40.28**	**42.58**	**35.05**	**(7.53)**	**(17.7)**

(a) Includes positive and negative imbalances.

In 2013, as part of its activities selling natural gas and electricity with the aim of improving planning of commercial actions and monitoring technologies for energy efficiency, Eni continued successfully the development of **eni kassandra meteo forecast** (e-km™), a proprietary system for forecasting temperatures from meteorological and climate data in the short/long-term (from 1 to 90 days) over large European areas (including Italy, Belgium, Germany and France). The system will be applied to power generation activity at EniPower plants and on the largest Italian cities.

During the year the company continued the development of the proprietary technology **vibroacustic pipeline monitoring system** (e-vpms™) for the continuing remote control based on theoretical models of elastic-acoustic propagation of pipelines, used for the transportation of natural gas, oil and water in variable operating conditions.

Capital expenditure

In 2013, capital expenditure of euro 232 million, mainly related to activities performed to cogeneration plant of Bolgiano (revamping and development of its heating cable system (euro 39 million), upgrading and other initiatives to improve flexibility of the combined cycle power plants (euro 82 million) and gas marketing initiatives (euro 88 million).

Capital expenditure (euro million)	2011	2012	2013	Change	% Ch.
Marketing	**184**	**212**	**209**	**(3)**	**(1.4)**
Marketing	97	81	88	7	8.6
Italy	*45*	*43*	*42*	*(1)*	*(2.3)*
Outside Italy	*52*	*38*	*46*	*8*	*21.1*

Power generation	87	131	121	(10)	(7.6)
International transport	**8**	**13**	**23**	**10**	**76.9**
	192	**225**	**232**	**7**	**3.1**
of which:					
Italy	132	174	163	(11)	(6.3)
Outside Italy	60	51	69	18	35.3

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Refining & Marketing

Key performance indicators

		2011	2012	2013
Employees injury frequency rate	(No. of accidents per million of worked hours)	1.96	1.08	**0.31**
Contractors injury frequency rate		3.21	2.32	**1.68**
Net sales from operations [(a)]	(euro million)	51,219	62,656	**57,329**
Operating profit		(273)	(1,296)	**(1,517)**
Adjusted operating profit		(539)	(321)	**(482)**
Adjusted net profit		(264)	(179)	**(232)**
Capital expenditure		866	842	**619**
Refinery throughputs on own account	(mmtonnes)	31.96	30.01	**27.38**
Conversion index	(%)	61	61	**62**
Balanced capacity of refineries	(kbbl/d)	767	767	**787**
Retail sales of petroleum products in Europe	(mmtonnes)	11.37	10.87	**9.69**
Service stations in Europe at year end	(units)	6,287	6,384	**6,386**
Average throughput per service station in Europe	(kliters)	2,206	2,064	**1,828**
Retail efficiency index	(%)	1.50	1.48	**1.28**
Employees at period end	(number)	7,591	7,125	**6,942**
Direct GHG emissions	(mmtonnes CO_2 eq)	7.24	6.03	**5.18**
SO_x emissions (sulphur oxide)	(ktonnes SO_2 eq)	23.07	16.99	**10.80**
NO_x emissions (nitrogen oxide)	(ktonnes NO_2 eq)	6.74	5.87	**4.51**
Water consumption rate (refineries)/refinery throughputs	(cm/tonnes)	31.03	25.43	**19.98**
Biofuels marketed	(mmtonnes)	13.26	14.83	**10.84**
Customer satisfaction index	(likert scale)	7.74	7.90	**8.10**

(a) Before elimination of intragroup sales.

Performance of the year

In 2013, the injury frequency rates decreased from 2012 (down 71.4% for employees and 27.5% for contractors).

In 2013, the declining trend of Greenhouse gas, SO_x and NO_x emissions continued, benefiting from lower production, energy saving measures and increasing use of natural gas to replace fuel oil.

The water consumption rate of Refining & Marketing Division declined by more than 21%.

In 2013, the Refining & Marketing Division reported sharply lower adjusted net loss amounting to euro 232 million (euro 179 million in 2012). This decrease reflected plunging refining margins driven by weak demand for refined products and overcapacity, the effects of which were exacerbated by shrinking price differentials between light and heavy crudes due to lower heavy crudes supplies in the Mediterranean area. The negative trading environment was partly counteracted by efficiency and optimization gains. Marketing results declined due to lower sales related to the declining demand for fuels and mounting competitive pressure.

2013 refining throughputs were 27.38 mmtonnes, down 8.8% from 2012. In Italy, processed volumes decreased (down 9.4%) due to the planned shutdown of the Venice Refinery following the Green Refinery project and in all the remaining plants due to their downsizing on the back of declining refining margins. Outside Italy, Eni s refining throughputs decreased by 5.9% in particular in the Czech Republic.

In 2013, retail sales in Italy of 6.64 mmtonnes decreased by 15.2% from 2012. This decline was driven by the current economic downturn and increased competitive pressure. In 2013 Eni s average retail market share was 27.5% decreasing by 3.7 percentage points from 2012 when sales volumes benefited from the effect of a promotional campaign made during the summer weekends.

Retail sales in the Rest of Europe of 3.05 mmtonnes are substantially unchanged from 2012 (up 0.3%) due to higher volumes marketed in Germany and Austria, almost completely offset by lower sales in the Czech Republic and Hungary.

Capital expenditure amounting to euro 619 million related mainly refining, supply and logistics (euro 444 million) to improve flexibility and yields, in particular at the Sannazzaro Refinery, and marketing activities for the streamlining of the retail distribution network (euro 175 million).

In 2013 total expenditure in R&D in the Refining & Marketing Division amounted to approximately euro 33 million, net of general and administrative costs. In the year 6 patent applications were filed.

Renovation and recovery of Gela Refinery

In July 2013 Eni announced a plan for the renovation and recovery of the Gela Refinery with a total investment of euro 700 million. The project is aimed to create an economically sound refinery in order to meet the challenges of a competitive and constantly evolving scenario. The refinery will also be redesigned to be more environmentally friendly and respectful of the local area. When fully operational, with its new industrial and organizational structure designed in 2013, the Gela Refinery will be able to generate profits through products more suited to market requirements (maximized production of diesel and interrupted production of gasoline and polyethylene), while at the same time restoring its reliability, flexibility and operational efficiency.

Smart Mobility

In December 2013, Eni launched in Milan the initiative Enjoy, a car sharing free floating with the objective of developing products and services for sustainable mobility. This service provided in partnership with major Italian players (Fiat, Trenitalia, Cartasì) allows the customers to pick up and release in any part of the covered area and represents a new and economic, sustainable and efficient alternative to owning car. The service is simple and completely online, the tariffs are all inclusive and competitive. The initiative will be launched in other major Italian cities and abroad, in order to develop and implement more innovative products and services related to mobility.

Supply and Trading

In 2013, a total of 65.96 mmtonnes of crude were purchased by the Refining & Marketing Division (62.21 mmtonnes in 2012), of which 26.15 mmtonnes from Eni s Exploration & Production Division, 25.27 mmtonnes on the spot market and 14.54 mmtonnes were purchased under long-term supply contracts with producing Countries. Approximately 26% of crude purchased in 2013 came from Russia, 19% from West Africa, 14% from the North Sea, 12% from North Africa, 6% from the Middle East, 6% from Italy and 17% from other areas. In 2013 some 43.96 mmtonnes of crude purchased were marketed, (up 7.40 mmtonnes from 2012, or 20.2%). In addition, 5.31 mmtonnes of intermediate products were purchased (4.53 mmtonnes in 2012) to be used as feedstock in conversion plants and 17.79 mmtonnes of refined products (20.52 mmtonnes in 2012) were purchased to be sold on markets outside Italy (13.73 mmtonnes) and on the domestic market (4.06 mmtonnes) as a complement to available production.

Purchases (mmtonnes)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
Equity crude oil					
Eni's production outside Italy	24.29	23.57	22.46	(1.11)	(4.7)
Eni's production in Italy	3.35	3.35	3.69	0.34	10.1
	27.64	**26.92**	**26.15**	**(0.77)**	**(2.9)**
Other crude oil					
Purchases on spot markets	20.44	24.95	25.27	0.32	1.3

Purchases under long-term contracts	10.94	10.34	14.54	4.20	40.6
	31.38	**35.29**	**39.81**	**4.52**	**12.8**
Total crude oil purchases	**59.02**	**62.21**	**65.96**	**3.75**	**6.0**
Purchases of intermediate products	4.26	4.53	5.31	0.78	17.2
Purchases of products	15.85	20.52	17.79	(2.73)	(13.3)
TOTAL PURCHASES	**79.13**	**87.26**	**89.06**	**1.80**	**2.1**
Consumption for power generation	(0.89)	(0.75)	(0.55)	0.20	26.7
Other changes [a]	(1.12)	(1.63)	(1.06)	0.57	35.0
	77.12	**84.88**	**87.45**	**2.57**	**3.0**

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

Refining

In 2013, refining throughputs were 27.38 mmtonnes, down by 2.63 mmtonnes, or 8.8% from 2012. In Italy, processed volumes decreased by 9.4% from 2012, due to the planned shutdown of the Venice Refinery following the Green Refinery project and in all the remaining plants due to a downsizing of productive assets in relation to declining refining margins. Outside Italy, Eni s refining throughputs (4.82 mmtonnes) decreased by 5.9% (down approximately 302 ktonnes) mainly reflecting the shutdown at the Kralupy Refinery in the Czech Republic for maintenance and lower throughputs in order to mitigate the negative impact of lower refining margins.

Total throughputs in wholly-owned refineries were 18.99 mmtonnes, down by 1.85 mmtonnes (down 8.9%) from 2012 determining a refinery utilization rate of 66%, declining by 6 percentage points from 2012, reflecting the unfavorable scenario. Approximately 23.7% of processed crude was supplied by Eni s Exploration & Production segment, representing a 0.9 percentage points increase from 2012 (22.8%).

Availability of refined products (mmtonnes)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
ITALY					
At wholly-owned refineries	22.75	20.84	18.99	(1.85)	(8.9)
Less input on account of third parties	(0.49)	(0.47)	(0.57)	(0.10)	(21.3)
At affiliated refineries	4.74	4.52	4.14	(0.38)	(8.4)
Refinery throughputs on own account	**27.00**	**24.89**	**22.56**	**(2.33)**	**(9.4)**
Consumption and losses	(1.55)	(1.34)	(1.23)	0.11	8.2
Products available for sale	**25.45**	**23.55**	**21.33**	**(2.22)**	**(9.4)**
Purchases of refined products and change in inventories	3.22	3.35	4.42	1.07	31.9
Products transferred to operations outside Italy	(1.77)	(2.36)	(1.85)	0.51	21.6
Consumption for power generation	(0.89)	(0.75)	(0.55)	0.20	26.7
Sales of products	**26.01**	**23.79**	**23.35**	**(0.44)**	**(1.8)**
OUTSIDE ITALY					
Refinery throughputs on own account	**4.96**	**5.12**	**4.82**	**(0.30)**	**(5.9)**
Consumption and losses	(0.23)	(0.23)	(0.22)	0.01	4.3
Products available for sale	**4.73**	**4.89**	**4.60**	**(0.29)**	**(5.9)**
Purchases of refined products and change in inventories	12.51	17.29	13.69	(3.60)	(20.8)
Products transferred from Italian operations	1.77	2.36	1.85	(0.51)	(21.6)
Sales of products	**19.01**	**24.54**	**20.14**	**(4.40)**	**(17.9)**
Refinery throughputs on own account	**31.96**	**30.01**	**27.38**	**(2.63)**	**(8.8)**
of which: refinery throughputs of equity crude on own account	*6.54*	*6.39*	*5.93*	*(0.46)*	*(7.2)*
Total sales of refined products	**45.02**	**48.33**	**43.49**	**(4.84)**	**(10.0)**
Crude oil sales	**32.10**	**36.56**	**43.96**	**7.40**	**20.2**
TOTAL SALES	**77.12**	**84.89**	**87.45**	**2.56**	**3.0**

In 2013, work continued at the Sannazzaro de Burgondi Refinery for the construction of the first industrial plant employing **EST (Eni Slurry Technology)**. As compared to available refining technologies, EST does not produce by-products but converts feedstock completely into distillates and allows to make valuable use of distillation residue of heavy and extra-heavy crude and non conventional resources. An evaluation process and for the exploitation of heavy crude of licensing out of this technology to a number of Oil companies for the application of EST in their productive processes is ongoing.

In addition, Eni is developing the conversion technology by means of **Slurry Dual Catalyst** (an evolution of EST) that is based on the combination of two different catalysts which could lead to a relevant breakthrough in the EST process, improving products quality and reducing operating costs.

In addition at the Sannazzaro Refinery the detailed design of a project for the production of hydrogen by means of the proprietary **Hydrogen SCT-CPO** (Short Contact Time-Catalytic Partial Oxidation) process is nearing completion. This reforming technology transforms gaseous and liquid hydrocarbons (also derived from biomass) into synthetic gas (carbon monoxide and hydrogen) at competitive costs.

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In 2013 Eni commenced effectively the industrial project Green Refinery that will led the Venice Refinery to be the first example of conventional refinery converted in biorefinery. The related works started in September 2013 while their termination is expected within March 2014, with the start-up of the new biorefinery. The realization of this project is also supported by the industrial use of the technology **Ecofining** developed in partnership with the American company UOP.

In 2013 Eni continued the development of technologies aimed at reducing the environmental footprint of refining activities and producing more environmental sustainable products. Among the main activities were:
- the development of the proprietary catalytic system for hydrocracking and dearomatization of gasoil **T-Sand** for the production of high quality diesel, with low quantities of polyaromatics and reduced emissions of particulate;
- the studies on the technologies **Zero Waste**, a technology for reduction of industrial sludge through a pyrolisis/gasification and inertization process. Considering the relevance of the projects in the next months the first 2 t/h prototype will be realized in the Gela Refinery;
- the test on **Biodiesel** from microalgae performed on the pilot plant of Gela. During the experimental phase were tested and individuated types of microalgae providing good performance at high temperatures (summer periods), and low temperatures (winter period) as well as achieved relevant progresses on an innovative process of lipid extraction; the testing activity for the upgrading of the obtained lipids by this process aimed to produce oil to be treated in GreenDiesel technology plant is ongoing.

Product sales in Italy and outside Italy by market (mmtonnes)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
Retail	8.36	7.83	6.64	(1.19)	(15.2)
Wholesale	9.36	8.62	8.37	(0.25)	(2.9)
Chemicals	1.71	1.26	1.32	0.06	4.8
Other sales	6.58	6.08	7.01	0.93	15.3
Sales in Italy	**26.01**	**23.79**	**23.34**	**(0.45)**	**(1.9)**
Retail rest of Europe	3.01	3.04	3.05	0.01	0.3
Wholesale Rest of Europe	3.84	3.96	4.23	0.27	6.8
Wholesale outside Italy	0.43	0.42	0.43	0.01	2.4
Other sales	11.73	17.12	12.44	(4.68)	(27.3)
Sales outside Italy	**19.01**	**24.54**	**20.15**	**(4.39)**	**(17.9)**
TOTAL SALES OF REFINED PRODUCTS	**45.02**	**48.33**	**43.49**	**(4.84)**	**(10.0)**

Marketing of refined products

In 2013, retail sales of refined products (43.49 mmtonnes) decreased by 4.84 mmtonnes from 2012, down 10%, due mainly to lower volumes sold to oil companies and traders outside Italy.

Retail sales in Italy

In 2013, retail sales in Italy of 6.64 mmtonnes decreased by approximately 1.19 mmtonnes, down 15.2%, from 2012 driven by lower consumption of gasoil and loyalty program for customers launched in February 2010 for a five year period, the cards that made at least one transaction in the period were approximately 2.8 million at December 31, 2013 of which one million was represented by consumer payment and loyalty cards. Volumes sold to customers cumulating points on their card were approximately 37% of total throughputs (net of iperself sales that do not allow to accumulate points).

In 2013 even sales of premium fuels (fuels of the Eni Blu+ line with high performance and lower environmental impact) were affected by the decline in gasoline, in particular in highway service station reflecting the decline in freight transportation and increasing competitive pressure. Average gasoline and gasoil throughput (1,657 kliters) decreased by approximately 318 kliters from 2012. Eni s retail market share for 2013 was 27.5%, down 3.7 percentage points from 2012 that benefited by the summer marketing campaigns performed.

At December 31, 2013, Eni s retail network in Italy consisted of 4,762 service stations, a decrease of 18 less stations from December 31, 2012 (4,780 service stations), resulting from the negative balance of the closing of service stations with low throughput (51 units), the release of one motorway concession, partially offset by the positive contribution of acquisitions/releases of lease concessions (34 units).

With reference to the promotional initiative you&eni , the domestic consumption and high price levels and were lower than the previous year. In particular, sales of Eni BluDiesel+ amounted to approximately 231 mmtonnes (approximately 278 mmliters) with a decline of approximately 61 ktonnes from 2012 and represented 5.3% of volumes of gasoil marketed by Eni s retail network. At December 31, 2013, service stations marketing BluDiesel+ totaled 3,909 units (4,123 at year-end 2012) covering approximately 82% of Eni s network. Retail sales of BluSuper+ amounted to 30 ktonnes (approximately 41 mmliters), decreasing by 4 ktonnes from 2012, and covered 1.6% of gasoline sales on Eni s retail network (broadly in line with previous year). As of December 31, 2013, service stations marketing BluSuper+ totaled 2,171 units (2,505 at December 31, 2012), covering approximately 46% of Eni s network.

In 2013 Eni continued the development of **innovative and biofuels with proprietary additives and detergents** that provide better gasoline and gasoil with a keep clean component.

Retail and wholesales sales of refined products	(mmtonnes)	2011	2012	2013	Change	% Ch.
Italy		**17.72**	**16.45**	**15.01**	**(1.44)**	**(8.8)**
Retail sales		**8.36**	**7.83**	**6.64**	**(1.19)**	**(15.2)**
Gasoline		2.60	2.41	1.96	(0.45)	(18.7)
Gasoil		5.45	5.08	4.33	(0.75)	(14.8)
LPG		0.29	0.31	0.32	0.01	3.2
Others		0.02	0.03	0.03		
Wholesale sales		**9.36**	**8.62**	**8.37**	**(0.25)**	**(2.9)**
Gasoil		4.18	4.07	4.09	0.02	0.5
Fuel Oil		0.46	0.33	0.24	(0.09)	(27.3)
LPG		0.31	0.30	0.30		
Gasoline		0.19	0.20	0.25	0.05	25.0
Lubricants		0.10	0.09	0.09		
Bunker		1.26	1.19	1.00	(0.19)	(16.0)
Jet fuel		1.65	1.56	1.58	0.02	1.3
Other		1.21	0.88	0.82	(0.06)	(6.8)
Outside Italy (retail+wholesale)		**7.28**	**7.42**	**7.71**	**0.29**	**3.9**
Gasoline		1.79	1.81	1.73	(0.08)	(4.4)
Gasoil		3.82	3.96	4.23	0.27	6.8
Jet fuel		0.49	0.44	0.51	0.07	15.9
Fuel Oil		0.23	0.19	0.22	0.03	15.8
Lubricants		0.10	0.09	0.10	0.01	11.1
LPG		0.50	0.52	0.51	(0.01)	(1.9)
Other		0.35	0.41	0.41		
		25.00	**23.87**	**22.72**	**(1.15)**	**(4.8)**

Retail sales in the Rest of Europe

Retail sales in the Rest of Europe of 3.05 mmtonnes were basically stable (up 0.3% or 10 ktonnes). Volume additions in Germany and Austria were almost

particular in Germany and Austria; (iii) the purchase of 18 service stations, in particular in France and Germany; (iv) the opening of one new outlet.

Average throughput (2,322 kliters) was in line with 2012 (2,319 kliters).

Wholesale and other sales

Wholesale sales in Italy (8.37 mmtonnes) declined by approximately 253 ktonnes, down 2.9%, mainly due to lower sales of bunkering and bitumen reflecting a decline in demand, mostly completely offset by higher volumes sold of fuel oil and minor products. Average market share in 2013 was 28.8% (29.5% in 2012). Supplies of feedstock to the petrochemical industry completely offset by lower sales in the Czech Republic and Hungary.

At December 31, 2013 Eni s retail network in the Rest of Europe consisted of 1,624 service stations, an increase of 20 units from December 31, 2012 (1,604 service stations). The network evolution was as follows: (i) the closing of 25 low throughput service stations mainly in France; (ii) the positive balance of acquisitions/releases of lease concessions (26 units) in

(1.32 mmtonnes) slightly increased from 2012 (up 62 ktonnes) due to higher feedstock supplies.

Wholesale sales in the Rest of Europe of approximately 4.23 mmtonnes increased by 6.8% from 2012 due to increased sales in Slovenia and France. Sales declined in Austria.

Other sales (19.45 mmtonnes) decreased by 3.75 mmtonnes, or 16.2%, mainly due to lower sales to other oil companies.

As concerns the development of bitumen, in 2013 the activities mainly referred to the production of **bitumen that are suitable for** the production of **waterproof membranes**. This products will allow the company to enlarge its presence on premium markets.

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As to **modified bitumen**, the feasibility studies for the realization of a plant for the production of bitumen sheet-shaped (**RIGEBIT**), environmental friendly and with good commercial perspectives were concluded.
As far as **lubricants** are concerned, in 2013 Eni qualified three oils for gasoline engines and four oil for gasoil engines with high performances.

In the production of **industrial lubricants** Eni continued the cooperation with GE in particular on two lubricants for high-performance turbines with relevant energy saving characteristics.

Capital expenditure

In 2013, capital expenditure in the Refining & Marketing Division amounted to euro 619 million and regarded mainly: (i) refining, supply and logistics in Italy and outside Italy (euro 444 million), with projects designed to improve the conversion rate and flexibility of refineries, in particular the Sannazzaro Refinery, as well as expenditure on health, safety and environmental upgrades; (ii) upgrading and rebranding of the refined product retail network in Italy (euro 107 million) and in the Rest of Europe (euro 68 million). Overall in the year, expenditure in health, safety and environment amounted to euro 105 million.

Capital expenditure	(euro million)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
Refinery, supply and logistics		**638**	**622**	**444**	**(178)**	**(28.6)**
Italy		635	618	444	(174)	(28.2)
Outside Italy		3	4		(4)	..
Marketing		**228**	**220**	**175**	**(45)**	**(20.5)**
Italy		168	163	107	(56)	(34.4)
Outside Italy		60	57	68	11	19.3
		866	**842**	**619**	**(223)**	**(26.5)**

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Versalis

Key performance indicators

		2011	2012	2013
Employees injury frequency rate	(No. of accidents per million of worked hours)	1.47	0.76	**0.76**
Contractors injury frequency rate		4.60	1.67	**0.30**
Net sales from operations [(a)]	(euro million)	6,491	6,418	**5,859**
Intermediates		*2,987*	*3,050*	***2,709***
Polymers		*3,299*	*3,188*	***2,933***
Other sales		*205*	*180*	***217***
Operating profit		(424)	(681)	**(725)**
Adjusted operating profit		(273)	(483)	**(386)**
Adjusted net profit		(206)	(395)	**(338)**
Capital expenditure		216	172	**314**
Production	(ktonnes)	6,245	6,090	**5,817**
Sales of petrochemical products		4,040	3,953	**3,785**
Average plant utilization rate	(%)	65.3	66.7	**65.3**
Employees at year end	(number)	5,804	5,668	**5,708**
Direct GHG emissions	(mmtonnes CO_2 eq)	4.12	3.69	**3.66**
NMVOC (Non-Methane Volatile Organic Compound) emissions	(ktonnes)	4.18	4.40	**3.93**
SO_x emissions (sulphur oxide)	(ktonnes SO_2 eq)	3.17	2.19	**1.53**
NO_x emissions (nitrogen oxide)	(ktonnes NO_2 eq)	4.14	3.43	**3.29**
Recycled/reused water	(%)	81.9	81.6	**86.2**

(a) Before elimination of intragroup sales.

Performance of the year

In 2013, contractors injury frequency rate continued to follow a positive trend (down by 81.9% from 2012). Employees injury frequency rate remained unchanged.

In 2013 emissions of greenhouse gas and other emissions in the atmosphere improved from 2012 following the interruption of production at the Porto Torres site in the conversion phase. Further reductions were registered, particularly at the Mantova site for NO_x, and NMVOC as well as at the Dunkerque site for SO_x and NMVOC. Recycled/reused water rate improved, up to 86.2%.

In 2013 adjusted net loss amounting euro 338 million declined by euro 57 million from 2012, due to a sharp decrease of cracker margins reported in the first half of 2012.

Sales of petrochemical products were 3,785 ktonnes, down by 168 ktonnes, or 4.2% from 2012, due to declining in consumptions.

Chemical production volumes were 5,817 ktonnes, decreasing by 273 ktonnes, or 4.5% from 2012, due to declining demand in all businesses. The steepest decline was reported in elastomers and polyethylene.

In 2013 overall expenditure in R&D amounted to approximately euro 39 million in line with the previous year. 10 patent applications were filed, one of which jointly with E&P.

Business development and sustainability initiatives

As part of the expansion strategy in bioplastic sector and diversification from the base chemistry, Versalis signed strategic partnerships with major operators in the field of biotechnology and rubber:
- with Genomatica, for the establishment of a technology joint venture for bio-based butadiene production from non-food biomass. The resulting process will be licensed across Europe, Asia and Africa by the newly-created joint venture. Versalis will invest over $20

million in the development of process technologies and aims to be the first to license the process and build commercial plants;
- with Pirelli, a Memorandum of Understanding for joint research project for the use of guayule-based natural rubber in tyre production;
- with Yulex Corporation, an agricultural-based biomaterials company, for a project of guayule-based biorubber production and a launch of industrial production complex in Southern Europe. The partnership will cover the entire manufacturing chain. Versalis will manufacture materials for various applications, with a final goal of the optimization of the productive process in the tyre industry;
- with South Korean company Lotte Chemical, Versalis established a 50:50 joint venture, while with Malaysian company Petronas, Versalis signed a shareholders agreement. The agreements concern the development of joint production of styrene and elastomers, as part of the expansion process in the growing South-East Asian markets;
- with Neville Venture, Versalis signed an agreement of strategic partnership for the production of hydrocarbon resins at the Priolo plant and finalized a license agreement related to the resins production for various applications such as adhesives, inks, coatings and rubber;
- with Elevance Renewable Sciences Inc, a United States chemical company, specialized in production of chemicals from vegetable oils, with a significant value added, Versalis signed a Memorandum of Understanding (MoU) for establishing a strategic partnership, in order to jointly develop and scale a new technology for a production from vegetable oils, aiming at developing and scaling of new catalysts. The market applications of the future production will be specialties with a significant added value such as personal care products, detergents and cleaners, bio-lubricants and oilfield chemicals.

In the field of Green Chemistry, Versalis continued with the requalification of the hub of Porto Torres, in order to replace the traditional activities of the site with activities characterized by significant perspectives of future growth, by realizing the products with an elevated biodegradability and/or produced from row materials obtained from renewable sources. In 2013, Versalis completed the initiatives of restructuration and reorganization of the distribution network and storage at the Matrìca plant.

In February 2014, Versalis reached an important agreement on the project of transformation and relaunch of the Porto Marghera site to redesign production facilities and regain competitiveness. Versalis expects to invest euro 200 million in Porto Marghera focused on the optimization and reorganization of cracker utilities, with significant energy savings, and on the new initiative of green chemistry.

In 2013, as part of the Product Stewardship, Versalis realized a specific database called Athos (Advanced Tool for the Handling Of Substances) which collects all the information necessary for the safe management, for employees and for the environment, of chemical products processed and utilized at Versalis sites.

Sales - production - prices

In 2013 **sales** of chemical products (3,785 ktonnes) decreased by 168 ktonnes from 2012 (down by 4.2%) against of backdrop of weakness demand reflecting the current economic downturn in the main reference markets. The steepest decline was registered in elastomers (down by 9.7%) and in intermediates (down by 4.2%). Lower reduction was reported in polyethylene (down by 3%) and in styrene (down by 2.9%).

decrease in elastomers (down 11%). Lower decreases were registered in styrenes (down 2.8%), in polyethylene (down 6%) and in intermediates (down 3.7%). The main decreases in production were registered at the Priolo plant (down 8.4%) due to the planned standstill of olefine cracking plant and the definitive shutdown of Ragusa polyethylene plant (down 12.5%) due to lower volumes of polyethylene and at Dunkerque

Average unit sales prices decreased by 3.2% from 2012, with different trends for the various businesses: olefines prices were affected by a sharp decline in butadiene quotations (down 23%) driven by consumption crisis in Europe, while average styrene prices reported an increase (up 7.5%). Less significant improvement were registered in derivatives (up 1.4%) and in polyethylene (up 1.1%).

Chemical **production** amounted to 5,817 ktonnes, with a decrease of 273 ktonnes, or 4.5% from 2012. This was mainly due to a (down 5.3%) driven by the weakness of polyethylene market as well as planned standstill in the second half of the year. These reductions were partly offset by higher production at Sarroch (up 11.6%), which in 2012 was impacted by the standstill for the planned upkeeping as well as higher levels of benzene and xylene production.

Nominal capacity of plants declined from the previous year due to rationalization measures, with an average plant utilization rate calculated on nominal capacity of 65.3% (66.7% in 2012).

Product availability (ktonnes)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
Intermediates	4,101	3,595	3,462	(133)	(3.7)
Polymers	2,144	2,495	2,355	(140)	(5.6)
Production	**6,245**	**6,090**	**5,817**	**(273)**	**(4.5)**
Consumption and losses	(2,631)	(2,545)	(2,394)	151	(5.9)
Purchases and change in inventories	426	408	362	(46)	(11.3)
	4,040	**3,953**	**3,785**	**(168)**	**(4.2)**

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Business trends

Intermediates

Intermediates revenues (euro 2,709 million) decreased by euro 341 million from 2012 (down by 11.2%) reflecting decreased volumes sold (down by 4.2%) and average unit prices (down by 1.9%), with different trends in each business: in the olefines sales volumes of ethylene decreased (down 4%) due to the planned standstill at the Priolo plant and lower consumption, with prices slightly decreasing compared to previous year, while butadiene volumes reported a sharp decrease (down by 38%) driven by the weakness of elastomers market and the reduced average prices by 23% reflecting the consumption crisis. In aromatics, benzene sales volumes registered a decline of 7.4%, while xylene volumes increased by 7.5%, with average prices in line with 2012. Revenues from derivatives declined mainly due to lower volumes of phenol/derivatives (down 3.6%) due to lower availability of product following planned downtime at the Mantova plant, partly offset by 1.4% increase in average sale prices.

Intermediates production (3,462 ktonnes) registered a decrease from the last year (down by 133 ktonnes, or 3.7%) due to reductions in olefines (down 5.7%) and in derivatives (down 2.4%) driven by lower utilization of Priolo cracking plant and lower production of butadiene (down 10.3%) affected by the planned facility downtimes at the Brindisi and Ravenna plants. These reductions were partly offset by higher aromatics production (up by 3% compared to the previous year) due to higher xylene production.

Polymers

Polymers revenues (euro 2,933 million) decreased by euro 255 million from 2012, or by 8%, due to average unit prices decreasing by 19% and lower elastomers sale volumes (down by 9.7%) due to the significant decrease in demand from the tyre and automotive industry. This negative performance was partly offset by higher average prices of styrene (up 7.5%) and polyethylene (up 1%) mainly registered in the last part of 2013. Polymer production (2,356 ktonnes) decreased by 140 ktonnes from 2012 (down 5.6%), due mainly to a decline in production at the Ravenna plant and at English sites (Hythe and Grangemouth) reflecting market dynamics.

Capital expenditure

In 2013 capital expenditure amounted to euro 314 million (euro 172 million in 2012) and related mainly: (i) improvement of plants efficiency (euro 170 million); (ii) upkeeping of plants (euro 66 million); (iii) environmental protection, safety and environmental regulation (euro 52 million); (iv) maintenance and savings (euro 14 million).

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Engineering & Construction

Key performance indicators

		2011	2012	2013
Employees injury frequency rate	(No. of accidents per million of worked hours)	0.44	0.54	**0.46**
Contractors injury frequency rate		0.21	0.17	**0.10**
Fatality index	(No. of fatalities per 100 million of worked hours)	1.82	0.93	**2.01**
Net sales from operations [(a)]	(euro million)	11,834	12,771	**11,611**
Operating profit		1,422	1,442	**(83)**
Adjusted operating profit		1,443	1,474	**(84)**
Adjusted net profit		1,098	1,111	**(253)**
Capital expenditure		1,090	1,011	**902**
Orders acquired	(euro million)	12,505	13,391	**10,653**
Order backlog		20,417	19,739	**17,514**
Employees at period end	(number)	38,561	43,387	**47,209**
Employees outside Italy	(%)	86.5	88.1	**89.1**
Local managers		41.3	41.3	**41.3**
Local procurement		56.4	51.8	**51.1**
Healthcare expenditure	(euro million)	32	21	**22**
Security expenditure		51	82	**85**
Direct GHG emissions	(mmtonnes CO_2 eq)	1.32	1.54	**1.54**

(a) Before elimination of intragroup sales.

Performance of the year

In 2013 the injury frequency rate for employees and contractors declined compared to 2012 (by 14.8% and 41.1%, respectively). In 2013, Eni continued its commitment in education and training for employees and contractors in the field of health and security, with the initiatives such as Leadership in Health and Safety , Working at height and Confined Space as well as the use of dedicated HSE training portal and individual protection equipment.

In 2013 procurement amounted to euro 9,066 million, 51.1% of which referred to local procurement.

Health and safety expenditure registered an increase (totally up by 4% from 2012). In particular, the expenditure for individual protection equipment increased by 30% and the expenditure for safety training increased by 10%.

In 2013, adjusted net loss amounted to euro 253 million (down by euro 1,264 million from the adjusted net profit of euro 1,111 million reported in 2012). This result reflected operating and marketing difficulties encountered in the first half of 2013, which led management to revise the profit margin estimates for important orders, in particular for the construction of onshore industrial complexes.

Orders acquired amounted to euro 10,653 million (euro 13,391 million in 2012), 94% of which relating to the works outside Italy, while 14% orders from Eni Companies.

Order backlog amounted to euro 17,514 million at December 31, 2013 (euro 19,739 million at December 31, 2012), of which euro 9,244 million to be fulfilled within 2014.

In 2013 overall expenditure in R&D amounted approximately to euro 15 million, in line with the previous year. 14 patent applications were filed.

Capital expenditure amounted to euro 902 million (euro 1,011 million in 2012), mainly regarded the upgrading of the drilling and construction fleet.

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Development and sustainability initiatives

In November 2013 Saipem inaugurated a new fabrication yard in Edmonton, Canada. The facility will allow to accelerate the fulfillment of the projects by keeping the workforce active during adverse weather conditions as well. The yard will be used for the prefabrication of industrial components and pipes as well as for the assembly of modules for the different projects in the oil and gas market, including liquefied natural gas and power generation.

In 2013, in order to exploit value from competences, the Onshore EPC Projects, Construction Phase Enhancement project was launched, aiming at evaluating the qualitative and quantitative adequacy level of Saipem s employees in Critical Positions in the Construction area to optimize and centralize their planning and development.

In 2013, Saipem committed to strengthen relationships with local stakeholders through the direct involvement activity, studies and analyses. In the field of training and support for local hiring, the Memorandum of Mutual Agreement was signed in Brazil; in Congo, the training on-the-job for local engineers has been started; in Kazakhstan, some initiatives of professional training and technical support for local teaching institutions were fulfilled, in Nigeria, professional training aiming at development of local entrepreneurs was conducted. In the health area, programs for diseases prevention in West Africa, South America, Indonesia and Kazakhstan were completed.

In order to guarantee the spread of competences and to share Saipem s know-how, training activity was conducted in the Training Centre of Schiedam (the Netherlands), recognized as a well-advanced training centre in the HSE offshore area, where also the complex working conditions in the offshore have been simulated.

Activity areas

Engineering & Construction Offshore

In 2013 revenues amounted to euro 5,094 million, decreasing by 2.2% from 2012, due to lower levels of activity in the North Sea, Kazakhstan and Australia. Orders acquired in the year amounted to euro 5,777 million (euro 7,477 million in 2012), mainly related to: (i) EPCI contract on behalf of Total Upstream Nigeria Ltd, for the development of the Egina field in Nigeria that includes engineering, procurement, fabrication, installation and pre-commissioning of subsea pipelines for oil and gas production and gas export, flexible jumpers and umbilicals; (ii) contract on behalf of Burullus Gas Company for the development of the West Delta Deep Marine - Phase IXa Project, about 90 kilometers off the Mediterranean Coast of Egypt. The project is aimed to the installation of subsea facilities (in water depths up to 850 meters) in the West Delta Deep Marine Concession, where Saipem had already successfully performed some previous phases of subsea field development; (iii) EPCI contract on behalf of ExxonMobil pertaining to the engineering, procurement, fabrication and installation of subsea pipelines of production and water injection, rigid jumpers and other

In 2013 Saipem continued to pursue the development of state of the art technologies for working in deep and ultra-deep waters, the design of floating liquefaction facilities, the development of new techniques and equipment for the installation and grounding of underwater pipes in extreme conditions. In particular, the innovative **Subsea Processing** system and **floating liquefaction units (FLNG)** were developed. In the process of subsea pipeline construction, new equipment was applied successfully, which enhanced the process and the quality of steel pipes soldering with carbon and inoxidable materials.

Engineering & Construction Onshore

In 2013 revenues amounted to euro 4,619 million, registering a decrease of 24.4% from 2012, due to lower levels of activity in Northern and Western Africa and Middle East. Orders acquired during the year amounted to euro 2,566 million (euro 3,972 million in 2012). Among the main orders acquired were: (i) the EPC contract on behalf of Dangote Fertilizer for the realization of a new ammonia and urea production complex to be realized in Edo State, Nigeria. The related subsea structures as part of Kizomba Satellites Phase 2 project, undertaken in the Angolan offshore.

As part of the Trunkline and Production Flowlines project committed by the North Caspian Sea Production Sharing Agreement Consortium in Kazakhstan (in which Eni retains an interest of 16.81%), which provided the engineering, laying and commissioning of pipelines and other facilities, following leakages that were detected in a section of the onshore pipelines, Saipem was requested by the clients to address the issue under the guarantee. Saipem, presuming not to be obliged to perform those works, has invited the client to investigate other possible causes of the issue identified. At present, no dispute is underway between Saipem and the Consortium.

contract encompasses the construction of two twin production streams and related utilities and off-site facilities; (ii) the EPC contract on behalf of Star Refinery AS, for the realization of Socar Refinery in Turkey, encompassing the engineering, procurement and construction of a refinery and three crude refinery jetties, to be built in the area adjacent to the Petkim Petrochemical facility; (iii) the EPC contract for Eni related to the improvements to the storage infrastructure for crude oil of Tempa Rossa field, in Italy.

R&D activities aiming at improving proprietary process technologies and increasing the company s environmental services portfolio concerned: (i) the study on the improvement of propriety technology for the production of urea, with the development of a new process Urea Zero Emission ; (ii) the launch of the innovative project in order to improve energy efficiency.

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Offshore drilling

In 2013 revenues amounted to euro 1,177 million, with an increase of 8.1% from 2012. This was due to the entry in full activity of the semisubmersible rigs Scarabeo 8, Scarabeo 3 and Scarabeo 6 and the beginning of operations of Ocean Spur vessels. Orders acquired in the year amounted to euro 1,401 million (euro 1,025 million in 2012), mainly related to: (i) five-year contract extension with Eni for the charter of the drillship Saipem 10000 starting from the third quarter of 2014 for worldwide drilling activity operations; (ii) one-year contract extension on behalf of IEOC, for the utilization of the semi-submersible Scarabeo 4 in Egypt; (iii) two-year contract extension on behalf of Eni for the charter of the Saipem TAD for drilling activity offshore Congo.

Onshore drilling

In 2013 revenues amounted to euro 721 million, slightly decreasing from 2012. Lower levels of activities in Algeria were almost completely absorbed by higher levels of activities in Saudi Arabia, Kazakhstan and Mauritania. Orders acquired in the year amounted to euro 909 million (euro 917 million in 2012), mainly related to: (i) three-year contract extension on behalf of Eni Congo for the management of a client s plant; (ii) the extension of the drilling contracts with variable duration, on behalf of several clients, in South America; (iii) new contracts by several clients, signed under different terms ranging from six months to five years, for the utilization of 17 rigs in Middle East, the Caspian sea, South America, West Africa, Turkey and Ukraine. Among these newly contracted rigs, two will be working for Shell under a long term Global Framework, engaging Saipem in a call-off agreement to facilitate new Country entries and, for exploration purposes, provide onshore drilling services worldwide, at pre-agreed terms and conditions.

Orders acquired (euro million)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
	12,505	**13,391**	**10,653**	**(2,738)**	**(20.4)**
Engineering & Construction Offshore	6,131	7,477	5,777	(1,700)	(22.7)
Engineering & Construction Onshore	5,006	3,972	2,566	(1,406)	(35.4)
Offshore drilling	780	1,025	1,401	376	36.7
Onshore drilling	588	917	909	(8)	(0.9)
of which:					
- Eni	822	631	1,514	883	..
- Third parties	11,683	12,760	9,139	(3,621)	(28.4)
of which:					
- Italy	1,116	485	591	106	21.9
- Outside Italy	11,389	12,906	10,062	(2,844)	(22.0)

Order backlog (euro million)	**Dec. 31, 2011**	**Dec. 31, 2012**	**Dec. 31, 2013**	**Change**	**% Ch.**
	20,417	**19,739**	**17,514**	**(2,225)**	**(11.3)**
Engineering & Construction Offshore	6,600	8,721	8,447	(274)	(3.1)

Engineering & Construction Onshore	9,604	6,701	4,436	(2,265)	(33.8)
Offshore drilling	3,301	3,238	3,390	152	4.7
Onshore drilling	912	1,079	1,241	162	15.0
of which:					
- Eni	2,883	2,526	2,261	(265)	(10.5)
- Third parties	17,534	17,213	15,253	(1,960)	(11.4)
of which:					
- Italy	1,816	1,719	784	(935)	(54.4)
- Outside Italy	18,601	18,020	16,730	(1,290)	(7.2)

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Capital expenditure

Capital expenditure of the Engineering & Construction Division amounted to euro 902 million and mainly related to: (i) the Engineering & Construction Offshore business unit for the completion of the preparation work for a new pipelayer, in continuation of the construction activity for a realization of a new base in Brazil, as well as maintenance and upgrading of already existing assets; (ii) the Engineering & Construction Onshore business unit for the acquisition of equipment and facilities for the base in Canada, as well as maintenance of the asset base; (iii) the Offshore Drilling business unit for the class reinstatement works on the semi-submersible rig Scarabeo 5 and Scarabeo 7 as well as jack-up Perro Negro 3, in addition to maintenance and upgrading of already existing assets; (iv) in the Onshore Drilling business unit, the preparation work for four new rigs intended to operate in Saudi Arabia and upgrading of the asset base.

Capital expenditure (euro million)	**2011**	**2012**	**2013**	**Change**	**% Ch.**
Engineering & Construction Offshore	400	505	373	(132)	(26.1)
Engineering & Construction Onshore	45	66	116	50	75.8
Offshore drilling	507	281	172	(109)	(38.8)
Onshore drilling	121	120	210	90	75.0
Other expenditure	17	39	31	(8)	(20.5)
	1,090	**1,011**	**902**	**(109)**	**(10.8)**

Financial review

Profit and loss account[1]

2011	(euro million)	2012	2013	Change	% Ch.
107,690	Net sales from operations	127,220	114,722	(12,498)	(9.8)
926	Other income and revenues	1,546	1,385	(161)	(10.4)
(83,199)	Operating expenses	(99,976)	(95,477)	4,499	4.5
(69)	*of which non-recurring items*				
171	Other operating income (expense)	(158)	(71)	87	55.1
(8,785)	Depreciation, depletion, amortization and impairments	(13,561)	(11,703)	1,858	13.7
16,803	**Operating profit**	**15,071**	**8,856**	**(6,215)**	**(41.2)**
(1,146)	Finance income (expense)	(1,347)	(991)	356	26.4
2,123	Net income from investments	2,881	6,115	3,234	..
17,780	**Profit before income taxes**	**16,605**	**13,980**	**(2,625)**	**(15.8)**
(9,903)	Income taxes	(11,661)	(9,008)	2,653	22.8
55.7	*Tax rate (%)*	*70.2*	*64.4*	*(5.8)*	
7,877	**Net profit - continuing operations**	**4,944**	**4,972**	**28**	**0.6**
(74)	**Net profit - discontinued operations**	**3,732**		**(3,732)**	**..**
7,803	**Net profit**	**8,676**	**4,972**	**(3,704)**	**(42.7)**
	Attributable to:				
6,860	**Eni's shareholders:**	**7,790**	**5,160**	**(2,630)**	**(33.8)**
6,902	**- continuing operations**	**4,200**	**5,160**	**960**	**22.9**
(42)	- discontinued operations	3,590		(3,590)	..
943	**Non-controlling interest:**	**886**	**(188)**	**(1,074)**	**..**
975	- continuing operations	744	(188)	(932)	..
(32)	- discontinued operations	142		(142)	..

Net profit

In 2013, **net profit attributable to Eni s shareholders** was euro 5,160 million. The result was achieved against the backdrop of tough market conditions which impacted all of Eni s business segments. The E&P recorded extraordinary disruptions to its producing activities related to geopolitical factors.

The mid-downstream businesses were hit by a continued deterioration in selling prices and margins due to the economic downturn and structural headwinds in the trading environment reflecting plunging demand for energy commodities, excess supplies/overcapacity and competitive pressure. Finally Saipem reported

Despite these extraordinary negatives, 2013 net profit increased by 22.9% (up euro 960 million) from 2012, driven by the portfolio rationalization permitted by the recent discoveries that has allowed an anticipated monetization of results and cash. Eni has thus monetized a 20% interest in the Mozambique discovery by divesting it to CNPC for a cash consideration of euro 3.4 billion and a net gain recorded in profit of approximately euro 3 billion. It has also divested its 60% stake in Artic Russia for a total consideration of euro 2.2 billion which was cashed-in in January 2014, with the profit for 2013 benefiting of a fair-value revaluation of euro 1.7 billion taken at the investee due to the loss of joint control at the balance sheet date.

extraordinary contract losses.

(1) Changes in the Group results are calculated with respect to results earned by the Group s continuing operations in 2012 considering that at the time Snam was consolidated in the Group accounts and reported as discontinued operations based on IFRS 5. In the circumstances of discontinued operations, the International Financial Reporting Standards require that the profits earned by continuing and discontinued operations are those deriving from transactions external to the Group.

Adjusted net profit

2011	(euro million)	2012	2013	Change	% Ch.
6,902	**Net profit attributable to Eni's shareholders - continuing operations**	**4,200**	**5,160**	**960**	**22.9**
(724)	Exclusion of inventory holding (gains) losses	(23)	438		
760	Exclusion of special items	2,953	(1,165)		
	of which:				
69	*- non-recurring items*				
691	*- other special items*	*2,953*	*(1,165)*		
6,938	**Adjusted net profit attributable to Eni's shareholders - continuing operations [(a)]**	**7,130**	**4,433**	**(2,697)**	**(37.8)**

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

Adjusted net profit attributable to Eni s shareholders amounted to euro 4,433 million, a decrease of euro 2,697 million, down by 37.8% from 2012. Excluding Snam s contribution to continuing operations in 2012, the decline of 2013 adjusted net profit was 35%. The decline reflected the lower performance incurred by all the Divisions reflecting the above mentioned drivers. Adjusted net profit was calculated by excluding an inventory holding loss which amounted to euro 438 million and special gains of euro 1,165 million, net of exchange rate differences and exchange rate derivative instruments reclassified in operating profit, as they mainly related to derivative transactions entered into to manage exposure to the exchange rate risk implicit in commodity pricing formulas, resulting in a net negative adjustment of euro 727 million.

Special charges in operating profit of euro 3,046 million mainly related to:

i) impairment losses of euro 2,400 million recorded to write down the book values of property, plant and equipment, goodwill and other intangible assets to their lower values-in-use in the gas marketing (euro 1,685 million), electricity generation and refining businesses (euro 633 million). In performing the impairment review, management assumed a reduced profitability outlook in those businesses driven by structural headwinds in demand, excess capacity and oversupplies, rising competitive pressures and other cost disadvantages. Minor impairment losses were incurred at a number of oil & gas properties in the Exploration & Production Division (a net loss of euro 19 million) reflecting downward reserve revisions, almost completely offset by the reversal of assets impaired in previous years following positive revisions of reserves, (euro 44 million) due to lack of profitability perspectives;

ii) risk provisions (euro 334 million) related to onerous contracts, net of reversal;

iii) exchange rate differences and exchange rate derivative instruments reclassified as operating items, mainly related to derivative transactions entered into to manage exposure to the exchange rate risk implicit in commodity pricing formulas (gain of euro 195 million);

iv) provisions for redundancy incentives (euro 270 million in the year) and environmental provisions (euro 205 million);

v) the effects of fair-value evaluation of certain commodity derivatives contracts lacking the formal requisites to be accounted as hedges under IFRS (a loss of euro 315 million);

vi) net gains on the divestment of marginal properties in the Exploration & Production Division (euro 283 million).

Non-operating special items included:

i) the gain on the divestment of an interest to CNPC in the Mozambique project (euro 2,994 million net of the related tax effect), the divestment of an interest of 8.19% in the share capital of Galp amounting to euro 98 million, of which euro 67 million related to the reversal of the evaluation reserve and on the divestment of an interest of 11.69% of the share capital of Snam amounting to euro 75 million, of which euro 8 million related to the reversal of the evaluation reserve;

ii) the fair-value revaluation of 60% Eni s stake in the joint venture Artic Russia, based on the Sale and Purchase Agreement signed with Gazprom (euro 1,682 million);

iii) a write-off of deferred tax assets which were

as well as marginal lines of business in the Chemical segment	assessed to be no more recoverable due to the projections of lower earnings before income taxes at Italian activities (euro 954 million); iv) a write-off of deferred tax assets relating to the renegotiation of certain petroleum contracts (euro 490 million).

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

2011	(euro million)	2012	2013	Change	% Ch.
6,865	Exploration & Production	7,426	5,952	(1,474)	(19.8)
252	Gas & Power	473	(246)	(719)	..
(264)	Refining & Marketing	(179)	(232)	(53)	(29.6)
(206)	Versalis	(395)	(338)	57	14.4
1,098	Engineering & Construction	1,111	(253)	(1,364)	..
(225)	Other activities	(247)	(205)	42	17.0
(753)	Corporate and financial companies	(976)	(472)	504	51.6
1,146	Impact of unrealized intragroup profit elimination [(a)]	661	39	(622)	
7,913	**Adjusted net profit - continuing operations**	**7,874**	**4,245**	**(3,629)**	**(46.1)**
	of which attributable to:				
975	- non-controlling interest	744	(188)	(932)	..
6,938	**- Eni's shareholders**	**7,130**	**4,433**	**(2,697)**	**(37.8)**

(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 period.

Group results were achieved in a trading environment characterized by lowering oil and gas realizations in dollar terms due to a slightly declining Brent price, down by 2.6% from 2012.
Refining margins in the Mediterranean area fell to an unprecedented level, down to less than one dollar per barrel (down by 45.3% from 2012) due to structural headwinds in the industry driven by overcapacity, lower demand and increasing competition from imported refined product streams.
Furthermore, Eni s results in the Refining & Marketing Division were affected by narrowing differentials between the heavy crudes processed by Eni s refineries and the marker Brent which reflected the lower availability of the former in the Mediterranean area.
Gas market was characterized by a weak demand, strong competitive pressures and oversupplies.
Price competition among operators has been stiff taking into account minimum off-take obligations provided by gas purchase take-or-pay contracts and reduced sales opportunities.
Spot prices in Europe increased by 12.2% from 2012, even if this was not reflected in gas margins because of higher oil-linked supply costs.
Eni s results were also impacted by sharply lower margins in the production and sale of electricity due to oversupply and increasing competition from more competitive sources.
Results of 2013 were affected by the appreciation of the euro against the dollar (up by 3.3% over the year).

2011		2012	2013	% Ch.
111.27	Average price of Brent dated crude oil [(a)]	111.58	108.66	(2.6)
1.392	Average EUR/USD exchange rate [(b)]	1.285	1.328	3.3
79.94	Average price in euro of Brent dated crude oil	86.83	81.82	(5.8)
2.06	Average European refining margin [(c)]	4.83	2.64	(45.3)
2.90	Average European refining margin Brent/Ural [(c)]	4.94	2.60	(47.4)
1.48	Average European refining margin in euro	3.76	1.99	(47.1)
9.03	Price of NBP gas [(d)]	9.48	10.64	12.2
1.4	Euribor - three-month euro rate (%)	0.6	0.2	(66.7)
0.3	Libor - three-month dollar rate (%)	0.4	0.3	(25.0)

(a) In USD dollars 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.

(d) In USD per million BTU (British Thermal Unit). Source: Platt s Oilgram.

Analysis of profit and loss account items

Net sales from operations

2011	(euro million)	2012	2013	Change	% Ch.
29,121	Exploration & Production	35,881	31,268	(4,613)	(12.9)
33,093	Gas & Power	36,200	32,124	(4,076)	(11.3)
51,219	Refining & Marketing	62,656	57,329	(5,327)	(8.5)
6,491	Versalis	6,418	5,859	(559)	(8.7)
11,834	Engineering & Construction	12,771	11,611	(1,160)	(9.1)
85	Other activities	119	80	(39)	(32.8)
1,365	Corporate and financial companies	1,369	1,453	84	6.1
(54)	Impact of unrealized intragroup profit elimination	(75)	18	93	
(25,464)	Consolidation adjustments	(28,119)	(25,020)	3,099	
107,690		**127,220**	**114,722**	**(12,498)**	**(9.8)**

In 2013, Eni s **net sales from operations** (euro 114,722 million) decreased by euro 12,498 million from 2012 (down by 9.8%) reflecting lower realizations on commodities in dollar terms, negative impact of the appreciation of the euro against the US dollar, lower production and sales, and a marked slowdown in the Engineering & Construction business activity.

Revenues generated by the Exploration & Production Division (euro 31,268 million) decreased by euro 4,613 million, or 12.9%, due to lower oil and gas realizations in dollar terms (down by 2.1%), the appreciation of the euro against the US dollar and the extraordinary disruptions in Libya and Nigeria.

Revenues generated by the Gas & Power Division (euro 32,124 million) decreased by euro 4,076 million, down by 11.3%, due to continued deterioration in selling prices to large customers in Italy reflecting a weak gas demand and increasing competitive pressure. In addition spot prices at Italian hubs which are the main benchmark for selling prices in short-term supplies to large Italian customers have aligned very rapidly to continental hubs, thus driving a large fall in average realizations. Finally, the segment recorded lower sales to European target markets (down by 7.2%).

Revenues generated by the Refining & Marketing Division (euro 57,329 million) decreased by euro 5,327 million, or 8.5%, mainly reflecting lower sales of refined products (down 4.84 mmtonnes; or 10%, from 2012) and the negative impact of the currency.

Revenues generated by Versalis (euro 5,859 million) decreased by euro 559 million, down by 8.7% from 2012 mainly due to a decline in volumes sold (down by 4.2%) against the backdrop of the continuing weak commodity demand, impacted by the economic downturn, declining average sales prices (down by 3.2%), mainly in olefin prices (down by 23%), as result of the fall in butadiene s unit margins.

Revenues generated by the Engineering & Construction business (euro 11,611 million) decreased by euro 1.160 million, or 9.1% due to marketing and operating difficulties, mainly in the first half of 2013 and the decline of business activity in onshore and offshore construction segments.

Operating expenses

2011	(euro million)	2012	2013	Change	% Ch.
78,795	Purchases. services and other	95,363	90,213	(5,150)	(5.4)

	of which:				
69	*- non-recurring items*				
265	*- other special items*	*1,154*	*539*		
4,404	Payroll and related costs	4,613	5,264	651	14.1
	of which:				
203	*- provision for redundancy incentives*	*64*	*270*		
83,199		**99,976**	**95,477**	**(4,499)**	**(4.5)**

In 2013 **operating expenses** (euro 95,477 million) decreased by euro 4,499 million, or 4.5%, from 2012. **Purchases, services and other costs** (euro 90,213 million) decreased by euro 5,150 million, or 5.4%, reflecting lower supply costs in euro terms of raw materials and the benefit of renegotiations of long-term gas supply contracts, some of which were retroactive to previous reporting periods. Purchases, services and other costs included **special charges** of euro 539 million (euro 1,154 million in 2012) mainly related to environmental and onerous contracts risk provisions, net of reversal deriving from renegotiations. In 2012 special charges mainly referred to the extraordinary expenses and risk provisions of euro 945 million incurred in connection with price revisions at long-term gas purchase contracts.

Payroll and related costs (euro 5,264 million) increased by euro 651 million from 2012, or 14.1%, due to an higher average number of employees outside Italy, particularly in the Engineering & Construction business and higher provision for redundancy incentives (euro 270 million), which included Eni s cost for 2013-2014 redundancy, pursuant to the provisions of Italian Law No. 223/1991.

Depreciation, depletion, amortization and impairments

2011	(euro million)	2012	2013	Change	% Ch.
6,251	Exploration & Production	7,988	7,812	(176)	(2.2)
413	Gas & Power	405	329	(76)	(18.8)
351	Refining & Marketing	331	309	(22)	(6.6)
90	Versalis	90	95	5	5.6
596	Engineering & Construction	683	721	38	5.6
2	Other activities	1	1		
75	Corporate and financial companies	65	61	(4)	(6.2)
(23)	Impact of unrealized intragroup profit elimination	(25)	(25)		
7,755	**Total depreciation. depletion and amortization**	**9,538**	**9,303**	**(235)**	**(2.5)**
1,030	Impairments	4,023	2,400	(1,623)	(40.3)
8,785		**13,561**	**11,703**	**(1,858)**	**(13.7)**

Depreciation, depletion and amortization (euro 9,303 million) decreased by euro 235 million, down by 2.5% from 2012, mainly in the Exploration & Production Division due to lower productions in particular in Libya and Nigeria and the appreciation of the euro against the US dollar. The increase recorded in the Engineering & Construction business (up euro 38 million, or 5.6%) was due to new vessels and rigs which were brought into operations.

Impairment charges of euro 2,400 million mainly regarded the goodwill and other intangible assets allocated to the gas Marketing activity and impairment losses of refining and electricity plants driven by a reduced profitability outlook on the back of the ongoing European downturn. In performing the impairment review, management assumed a reduced profitability outlook in those businesses driven by a deteriorating European macroeconomic environment, volatility in commodity prices and margins, and rising competitive pressures. Other impairment losses were incurred at a number of oil&gas properties in the Exploration & Production Division reflecting downward reserve revisions almost completely offset by the reversal of impairment charges made in previous reporting periods due to positive revisions of reserves, as well as marginal lines of business in the Chemical segment due to lack of profitability perspectives.

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

2011	(euro million)	2012	2013	Change	% Ch.
189	Exploration & Production	547	19	(528)	(96.5)
154	Gas & Power	2,494	1,685	(809)	(32.4)
488	Refining & Marketing	843	633	(210)	(24.9)
160	Versalis	112	44	(68)	(60.7)
35	Engineering & Construction	25		(25)	..
4	Other activities	2	19	17	..
1,030		**4,023**	**2,400**	**(1,623)**	**(40.3)**

Operating profit

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

2011	(euro million)	2012	2013	Change	% Ch.
15,887	Exploration & Production	18,470	14,871	(3,599)	(19.5)
(326)	Gas & Power	(3,219)	(2,992)	227	7.1
(273)	Refining & Marketing	(1,296)	(1,517)	(221)	(17.1)
(424)	Versalis	(681)	(725)	(44)	(6.5)
1,422	Engineering & Construction	1,442	(83)	(1,525)	..
(427)	Other activities	(300)	(337)	(37)	(12.3)
(319)	Corporate and financial companies	(341)	(399)	(58)	(17.0)
1,263	Impact of unrealized intragroup profit elimination	996	38	(958)	
16,803	**Operating profit**	**15,071**	**8,856**	**(6,215)**	**(41.2)**

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Adjusted operating profit

The breakdown of the adjusted operating profit by Division is provided below:

2011	(euro million)	2012	2013	Change	% Ch.
16,803	**Operating profit - continuing operations**	**15,071**	**8,856**	**(6,215)**	**(41.2)**
(1,113)	Exclusion of inventory holding (gains) losses	(17)	716		
1,540	Exclusion of special items	4,744	3,046		
	of which:				
69	*- non-recurring items*				
1,471	*- other special items*	*4,744*	*3,046*		
17,230	**Adjusted operating profit - continuing operations**	**19,798**	**12,618**	**(7,180)**	**(36.3)**
	Breakdown by Division				
16,075	Exploration & Production	18,537	14,646	(3,891)	(21.0)
(247)	Gas & Power	356	(663)	(1,019)	..
(539)	Refining & Marketing	(321)	(482)	(161)	(50.2)
(273)	Versalis	(483)	(386)	97	20.1
1,443	Engineering & Construction	1,474	(84)	(1,558)	..
(226)	Other activities	(222)	(210)	12	5.4
(266)	Corporate and financial companies	(325)	(332)	(7)	(2.2)
1,263	Impact of unrealized intragroup profit elimination and other consolidation adjustments	782	129	(653)	
17,230		**19,798**	**12,618**	**(7,180)**	**(36.3)**

Eni s adjusted operating profit, calculated by excluding an inventory holding loss which amounted to euro 716 million and special gains of euro 3,046 million, amounted to euro 12,618 million, a decrease of euro 7,180 million from the previous year (down by 36.3%), reflecting a lower operating performance recorded by the following Divisions:

- **Exploration & Production** (down euro 3,891 million, or 21%) driven by lower production sold impacted by geopolitical issues mainly in Libya and Nigeria and the appreciation of the euro against the US dollar (approximately euro 560 million);
- **Gas & Power** reported an adjusted operating loss at euro 663 million, down euro 1,019 million from an adjusted operating profit of euro 356 million in 2012. The decline was driven by the continued deterioration in selling prices to large customers in Italy against the backdrop of weak gas demand and increasing competitive pressure, as well as plunging margins on the production and sale of electricity;
- **Refining & Marketing** reported sharply higher adjusted operating losses (from euro 321 million in 2012 to euro 482 million in 2013), reflecting unprecedented decline in refining margins (the average Brent refining margin decreased to 2.64 $/bbl, or by 45.3% from 2012) driven by weak demand for refined products and overcapacity, the effects of which were exacerbated by shrinking price differentials between light and heavy crudes;
- **Engineering & Construction** reported an adjusted operating loss of euro 84 million (down euro 1,558 million from 2012) due to marketing and operating difficulties incurred in the first half of 2013 resulting in sharply lower revision of margin estimates at certain large contracts for the construction of onshore industrial complexes.

Finance income (expense)

2011	(euro million)	2012	2013	Change
(881)	**Finance income (expense) related to net borrowings**	**(929)**	**(828)**	**101**
(922)	- finance expense on short and long-term debt	(980)	(923)	57
22	- net interest due to banks	27	43	16
	- net income from financial activities held for trading		4	4
19	- net income from receivables and securities for non-financing operating activities	24	48	24
(112)	**Income (expense) on derivative financial instruments**	**(251)**	**(92)**	**159**
29	- derivatives on exchange rate	(137)	(91)	46
(141)	- derivatives on interest rate	(88)	40	128
	- derivates on securities	(26)	(41)	(15)
(111)	**Exchange differences, net**	**131**	**36**	**(95)**
(154)	**Other finance income (expense)**	**(448)**	**(277)**	**171**
75	- net income from receivables and securities for financing operating activities	69	74	5
(235)	- finance expense due to the passage of time (accretion discount)	(308)	(240)	68
6	- other finance income (expense)	(209)	(111)	98
(1,258)		**(1,497)**	**(1,161)**	**336**
112	**Finance expense capitalized**	**150**	**170**	**20**
(1,146)		**(1,347)**	**(991)**	**356**

Net finance expense decreased by euro 356 million to euro 991 million from 2012, reflecting lower financial expense on debt (down euro 57 million) due to favorable trends in key market benchmarks and gains recognized in fair value evaluation of certain derivative instruments on interest rates (up euro 128 million) which did not meet the formal criteria to be designated as hedges under IFRS. Negative exchange differences net (down euro 95 million) were partly offset by lower losses on exchange rate derivatives (up euro 46 million) recognized through profit as lacking the formal criteria for hedge accounting in accordance with IAS 39. Other financial expense decreased by euro 98 million from 2012 mainly due to the fact that the 2012 results reflected finance charges accrued on amounts due to certain gas suppliers following the definition of contractual price revisions.

Net income from investments

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

2013 (euro million)	Exploration & Production	Gas & Power	Refining & Marketing	Engineering & Construction	Other segments	Group
Share of gains (losses) from equity-accounted investments	129	101	19	(12)	15	252
Dividends	235		49		116	400
Gains on disposal	3,359	(1)	67		173	3,598
Other income (expense), net	1,685	(10)	23		167	1,865
	5,408	**90**	**158**	**(12)**	**471**	**6,115**

Net income from investments amounted to euro 6,115 million and mainly related to gains on disposal of assets (euro 3,598 million) referred to the gain recorded on the Other income related to: (i) Eni s share of profit of entities accounted for under the equity-accounting method (euro 252 million), mainly in the Exploration &

sale of a 28.57% interest in Eni East Africa, which is the operator of Area 4 in Mozambique, to China National Petroleum Corporation (euro 3,359 million) and the fair-value revaluation of Eni s interest in Artic Russia (euro 1,682 million) due to the loss of joint control at the balance sheet date, following the occurrence of all conditions precedent of the SPA (Sale and Purchase Agreement) with Gazprom. In January 2014, the consideration of the disposal was cashed in. Minor gains were recorded on the divestment of the available-for-sale interests in Snam (euro 75 million of which euro 8 million related to the reversal of the evaluation reserve) and Galp (euro 98 million).

Production and Gas & Power Divisions; (ii) dividends received from entities accounted for at cost (euro 400 million), relating to Nigeria LNG Ltd (euro 224 million), Snam SpA (euro 72 million) and Galp Energia SGPS SA (euro 43 million).

These increases were partly absorbed by the fact that 2012 benefited from gains relating to the divestment of a 9% stake in Galp (euro 311 million) and the revaluation of the residual interest (euro 865 million), as well as a gain recorded on an equity transaction made by Galp s subsidiary (euro 835 million).

The table below sets forth a breakdown of net income/loss from investments for 2013:

2011	(euro million)	2012	2013	Change
500	Share of gains (losses) from equity-accounted investments	278	252	(26)
659	Dividends	431	400	(31)
1,121	Gains on disposal	349	3,598	3,249
(157)	Other income (expense), net	1,823	1,865	42
2,123		**2,881**	**6,115**	**3,234**

Income taxes

2011	(euro million)	2012	2013	Change
	Profit before income taxes			
694	Italy	(723)	(3,848)	(3,125)
17,086	Outside Italy	17,328	17,828	500
17,780		**16,605**	**13,980**	**(2,625)**
	Income taxes			
227	Italy	945	313	(632)
9,676	Outside Italy	10,716	8,695	(2,021)
9,903		**11,661**	**9,008**	**(2,653)**
	Tax rate (%)			
32.7	Italy	..	(8.1)	..
56.6	Outside Italy	61.8	48.8	(13.0)
55.7		**70.2**	**64.4**	**(5.8)**

Income taxes were euro 9,008 million, down euro 2,653 million compared to the previous year, mainly reflecting lower income taxes currently payable which were incurred by subsidiaries in the Exploration & Production Division operating outside Italy due to a declining taxable profit.

The reported tax rate was 64.4%, compared to the statutory tax rate of 41.9%, calculated by applying the Italian statutory tax rate on corporate profit of 38% and 3.9% corporate tax rate applicable to net value of production as provided for by Italian laws.

The difference between the statutory and effective tax rate was due to: (i) the higher share of taxable profit reported outside Italy by the Exploration & Production Division; (ii) the write-off of deferred tax assets which were assessed to be no more recoverable due to the projections of lower earnings before income taxes at Italian activities for 8.9 percentage points; (iii) the partially non-taxable gains which were recorded on the sale of Eni s 28.57% interest in Eni East Africa SpA, the non-taxable gains registered on the sale of on the Galp SGPS and Snam SpA interests, as well as, with an opposite effect, the non-deductible charges relating to the goodwill impairment of the European Market cash generating unit and to intergroup dividend distribution.

Adjusted tax rate, calculated as ratio of income taxes to net profit before taxes on an adjusted basis, was 66.4% and it was higher than in 2012 (59.8%) reflecting the higher share of taxable profit reported by the Exploration & Production Division and the fact that the Company could not recognize any tax-loss carry-forward for Saipem losses.

Non-controlling interest

Non-controlling interest s share of loss was euro 188 million and related mainly to Saipem SpA.

Divisional performance[2]

Exploration & Production

2011		(euro million)	2012	2013	Change	% Ch.
15,887	**Operating profit**		**18,470**	**14,871**	**(3,599)**	**(19.5)**
188	Exclusion of special items:		67	(225)		
190	*- asset impairments*		*550*	*19*		
(63)	*- net gains on disposal of assets*		*(542)*	*(283)*		
	- risk provisions		*7*	*7*		
44	*- provision for redundancy incentives*		*6*	*52*		
1	*- commodity derivatives*		*1*	*(2)*		
(2)	*- exchange rate differences and derivatives*		*(9)*	*(2)*		
18	*- other*		*54*	*(16)*		
16,075	**Adjusted operating profit**		**18,537**	**14,646**	**(3,891)**	**(21.0)**
(231)	Net financial income (expense) [(a)]		(264)	(264)		
624	Net income (expense) from investments [(a)]		436	367	(69)	
(9,603)	Income taxes [(a)]		(11,283)	(8,797)	2,486	
58.3	*Tax rate*	(%)	*60.3*	*59.6*	*(0.7)*	
6,865	**Adjusted net profit**		**7,426**	**5,952**	**(1,474)**	**(19.8)**
	Results also include:					
6,440	- amortization and depreciation		8,535	7,831	(704)	(8.2)
	of which:					
1,165	exploration expenditures		1,835	1,736	(99)	(5.4)
820	*- amortization of exploratory drilling expenditures and other*		*1,457*	*1,362*	*(95)*	*(6.5)*
345	*- amortization of geological and geophysical exploration expenses*		*378*	*374*	*(4)*	*(1.1)*
	Average hydrocarbons realizations					
102.11	Liquids [(b)]	($/bbl)	102.58	99.44	(3.14)	(3.1)
6.48	Natural gas	($/mcf)	7.12	7.26	0.14	1.9
72.26	Hydrocarbons	($/boe)	73.39	71.87	(1.52)	(2.1)

(a) Excluding special items.
(b) Includes condensates.

In 2013, the Exploration & Production Division recorded an **adjusted operating profit** of euro 14,646 million, decreasing by euro 3,891 million from 2012, down by 21%, due to lower production sold, impacted by extraordinary disruptions mainly in Libya and Nigeria, the appreciation of the euro against the US dollar (approximately euro 560 million), as well as lower oil and gas realizations in dollar terms (down by 2.1%, on average).

Special charges excluded from adjusted operating profit amounted to euro 225 million and mainly related to net marginal assets (euro 283 million), partly offset by provision for redundancy incentives (euro 52 million) and by minor impairment losses incurred at a number of oil&gas properties reflecting downward reserve revisions, almost completely offset by the reversal of impairment charges made in previous reporting periods due positive revisions of reserves (net charge of euro 19 million).

Adjusted net profit decreased by euro 1,474 million to euro 5,952 million (down by 19.8%) from 2012, due to lower operating performance and lower income from gains on disposal of investments.

(2) 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 .

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Gas & Power

2011		(euro million)	2012	2013	Change	% Ch.
(326)	**Operating profit**		**(3,219)**	**(2,992)**	**227**	**7.1**
(166)	Exclusion of inventory holding (gains) losses		163	191		
245	Exclusion of special items:		3,412	2,138		
154	*- asset impairments*		*2,494*	*1,685*		
	- net gains on disposal of assets		*(3)*	*1*		
77	*- risk provisions*		*831*	*292*		
	- environmental provisions		*(2)*	*(1)*		
34	*- provisions for redundancy incentives*		*5*	*10*		
45	*- commodity derivatives*			*314*		
(82)	*- exchange rate differences and derivatives*		*(51)*	*(186)*		
17	*- other*		*138*	*23*		
(247)	**Adjusted operating profit**		**356**	**(663)**	**(1,019)**	**..**
(657)	*Marketing*		*47*	*(837)*	*(884)*	*..*
410	*International transport*		*309*	*174*	*(135)*	*(43.7)*
43	Net finance income (expense) [(a)]		29	24	(5)	
363	Net income (expense) from investments [(a)]		261	100	(161)	
93	Income taxes [(a)]		(173)	293	466	
..	*Tax rate (%)*		*26.8*	..		
252	**Adjusted net profit**		**473**	**(246)**	**(719)**	**..**

(a) Excluding special items.

In 2013, the Gas & Power Division reported sharply lower **adjusted operating loss** of euro 663 million, compared to operating profit of euro 356 million registered in 2012.
The Marketing business reported a loss of euro 837 million, compared to break-even results achieved in the previous year (adjusted operating profit of euro 47 million). This negative trend reflected increasing competition, an ongoing demand downturn and oversupplies, the effects of which were exacerbated by minimum off-take obligations provided by long-term supply contracts. Based on these trends, Eni s gas business in Italy was impacted by plummeting prices realized on short-term selling contracts to large Italian clients because those prices are benchmarked to Italian spot prices which have been aligning to continental hubs determining negative margins in comparison with oil-linked supply costs. The decline in spot prices has been transferred to long-term selling contracts.
Furthermore, Eni s results were impacted by sharply lower margins in the production and sale of gas-fired International transport activity also registered a decline in operating performance (down by 43.7%).

The **special charges** excluded from adjusted operating loss amounted to euro 2,138 million related to: (i) impairment losses of euro 1,685 million recorded mainly in the activity of electricity generation (euro 919 million) due to the projections of reduced cash flows, impacted by lower electricity demand and the pressures on margins determined by renewable energy and coal competition, as well as impairment losses recorded to write down the book values of goodwill and other intangible assets to their lower value-in-use mainly in the gas marketing business reflecting structural headwinds; (ii) expenses for fair-valued commodity derivatives of euro 314 million lacking formal prerequisites to be accounted as hedges; (iii) risk provisions of euro 292 million in 2013.

The Gas & Power Division reported an **adjusted net loss** of euro 246 million, representing a decrease of euro electricity due to oversupply and increasing competition from more competitive sources such as coal-fired electricity and renewables. The 719 million compared to 2012, also due to reduced results from equity-accounted entities.

Other performance indicators

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

2011	(euro million)	2012	2013	Change	% Ch.
949	**Pro-forma EBITDA adjusted**	**1,316**	**6**	**(1,310)**	**..**
257	Marketing	858	(311)	(1,169)	..
44	*of which: +/(-) adjustment on commodity derivatives*				
692	International transport	458	317	(141)	(30.8)

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 the impact associated with certain derivatives instruments as detailed 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. 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 divisional performance of Eni Gas & Power, 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

2011	(euro million)	2012	2013	Change	% Ch.
(273)	**Operating profit**	**(1,296)**	**(1,517)**	**(221)**	**(17.1)**
(907)	Exclusion of inventory holding (gains) losses	(29)	221		
641	Exclusion of special items:	1,004	814		
488	*- asset impairments*	*846*	*633*		
10	*- net gains on disposal of assets*	*5*	*(9)*		
8	*- risk provisions*	*49*			
34	*- environmental provisions*	*40*	*93*		
81	*- provisions for redundancy incentives*	*19*	*91*		
(3)	*- commodity derivatives*		*5*		
(4)	*- exchange rate differences and derivatives*	*(8)*	*(2)*		
27	*- other*	*53*	*3*		
(539)	**Adjusted operating profit**	**(321)**	**(482)**	**(161)**	**(50.2)**
	Net finance income (expense) [(a)]	(11)	(4)	7	
99	Net income (expense) from investments [(a)]	63	70	7	
176	Income taxes [(a)]	90	184	94	
(264)	**Adjusted net profit**	**(179)**	**(232)**	**(53)**	**(29.6)**

(a) Excluding special items.

In 2013, the Refining & Marketing Division reported an **adjusted operating loss** amounting to euro 482 million, a decline of euro 161 million compared to the previous rates by reducing the throughput of less competitive plants.

Marketing results registered a decline compared to the year (down by 50.2%) due to plummeting refining margin in the Mediterranean area (the average Brent refining margin decreased to 2.64 $/bbl, down by 45.3% from 2012) reflecting weak demand for oil products, excess of capacity and growing competition from streams of products imported from Russia and Asia. Furthermore, Eni s realized margins were impacted by narrowing differentials between the light and heavy crudes that negatively impacted the profitability of complex cycles. The negative scenario was partly counteracted by efficiency initiatives, in particular those aimed at reducing energy and operating costs and optimizing refinery utilization previous year, due to lower consumption in retail sales.

Special charges excluded from adjusted operating loss amounted to euro 814 million, mainly related to impairment losses of refining plants due to the projection of unprofitable refining margins (euro 633 million), environmental charges (euro 93 million), and provisions for redundancy incentives (euro 91 million).

Adjusted net loss was euro 232 million, down euro 53 million from 2012 adjusted net loss of euro 179 million, mainly due to higher operating losses.

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Versalis

2011	(euro million)	2012	2013	Change	% Ch.
(424)	**Operating profit**	**(681)**	**(725)**	**(44)**	**(6.5)**
(40)	Exclusion of inventory holding (gains) losses	63	213		
191	Exclusion of special items	135	126		
	of which:				
10	Non-recurring items				
181	Other special items:	135	126		
160	*- asset impairments*	*112*	*44*		
	- net gains on disposal of assets	*1*			
	- risk provisions	*18*	*4*		
1	*- environmental provisions*		*61*		
17	*- provisions for redundancy incentives*	*14*	*23*		
	- commodity derivatives	*1*	*(1)*		
	- exchange rate differences and derivatives	*(11)*	*(5)*		
3	*- other*				
(273)	**Adjusted operating profit**	**(483)**	**(386)**	**97**	**20.1**
	Net finance income (expense) [(a)]	(3)	(2)	1	
	Net income (expense) from investments [(a)]	2		(2)	
67	Income taxes [(a)]	89	50	(39)	
(206)	**Adjusted net profit**	**(395)**	**(338)**	**57**	**14.4**

(a) Excluding special items.

In 2013 the **adjusted operating loss** of euro 386 million improved by euro 97 million, or 20.1%, as the benchmark margin on cracking recovered from the particularly depressed level reported in the first half of 2012. This trend was offset by lower volumes due to weakness in commodity demand pressured by the economic downturn and increasing competition from Asian producers which left product margins and sales volumes at depressed levels.

Special charges excluded from adjusted operating loss of euro 126 million, related mainly to environmental provisions (euro 61 million), impairment of marginal business lines due to lack of profitability perspectives (euro 44 million), as well as to provisions for redundancy incentives (euro 23 million).

Adjusted net loss of euro 338 million improved by euro 57 million from the previous year.

Engineering & Construction

2011	(euro million)	2012	2013	Change	% Ch.
1,422	**Operating profit**	**1,442**	**(83)**	**(1,525)**	**..**
21	Exclusion of special items:	32	(1)		
35	*- asset impairments*	*25*			
4	*- net gains on disposal of assets*	*3*	*107*		
10	*- provision for redundancy incentives*	*7*	*2*		
(28)	*- commodity derivatives*	*(3)*	*(1)*		
	- other		*(109)*		
1,443	**Adjusted operating profit**	**1,474**	**(84)**	**(1,558)**	**..**
	Net finance income (expense) [(a)]	(7)	(5)	2	
95	Net income (expense) from investments [(a)]	55	(12)	(67)	
(440)	Income taxes [(a)]	(411)	(152)	259	
28.6	*Tax rate (%)*	*27.0*	..		
1,098	**Adjusted net profit**	**1,111**	**(253)**	**(1,364)**	**..**

(a) Excluding special items.

In 2013, the Engineering & Construction segment registered a steep contraction in profitability with an **adjusted operating loss** of euro 84 million, compared to the operating profit of euro 1,474 million recorded in 2012. This negative trend was due to marketing and operating difficulties incurred in the first half of 2013 which led management to make sharply lower revision of margin estimates at certain large contracts for the construction of onshore industrial complexes and a slowdown in order acquisitions in Engineering & Construction Onshore and Offshore businesses.

The commercial arbitration with a Group s subsidiary is ongoing relating to a change order as part of a project to build a gas plant in Algeria. It is worth mentioning that this issue, whichever the outcome, will not produce any impact on Eni s consolidated results.

Special charges excluded from adjusted operating profit related mainly to the write-off of Saipem s Perro Negro 6 drilling rig, following the accident which occurred in July 2013 (euro 107 million), more than offset by relating insurance gain.

The **adjusted net loss** of 2013 amounting to euro 253 million (down euro 1,364 million from the euro 1,111 million profit reported in 2012) is driven by the above mentioned estimate revisions.

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Other activities[3]

2011	(euro million)	2012	2013	Change	% Ch.
(427)	**Operating profit**	**(300)**	**(337)**	**(37)**	**(12.3)**
201	Exclusion of special items:	78	127		
	of which:				
59	Non-recurring items				
142	Other special items:	78	127		
4	*- asset impairments*	*2*	*19*		
(7)	*- net gains on disposal of assets*	*(12)*	*(3)*		
9	*- risk provisions*	*35*	*31*		
141	*- environmental provisions*	*25*	*52*		
8	*- provisions for redundancy incentives*	*2*	*20*		
(13)	*- other*	*26*	*8*		
(226)	**Adjusted operating profit**	**(222)**	**(210)**	**12**	**5.4**
5	Net finance income (expense) [(a)]	(24)	4	28	
(3)	Net income (expense) from investments [(a)]	(1)	1	2	
(1)	Income taxes [(a) (b)]				
(225)	**Adjusted net profit**	**(247)**	**(205)**	**42**	**17.0**

(a) Excluding special items.
(b) Deferred tax assets relating to Syndial losses are recognized by the parent company Eni SpA based on intercompany agreements which regulate the Italian consolidated accounts for tax purposes.

Corporate and financial companies

2011	(euro million)	2012	2013	Change	% Ch.
(319)	**Operating profit**	**(341)**	**(399)**	**(58)**	**(17.0)**
53	Exclusion of special items:	16	67		
(1)	*- net gains on disposal of assets*				
(6)	*- risk provisions*	*5*			
9	*- provisions for redundancy incentives*	*11*	*72*		
51	*- other*		*(5)*		
(266)	**Adjusted operating profit**	**(325)**	**(332)**	**(7)**	**(2.2)**
(876)	Net finance income (expense) [(a)]	(865)	(554)	311	
1	Net income (expense) from investments [(a)]	99	290	191	
388	Income taxes [(a)]	115	124	9	
(753)	**Adjusted net profit**	**(976)**	**(472)**	**504**	**51.6**

(a) Excluding special items.

(3) 2012 results do not include Snam contribution.

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, special items and, in determining the business segments adjusted results, finance charges on finance debt and interest income. The adjusted operating profit of each business segment reports gains and losses on derivative financial instruments entered into in order to manage exposure to movements in foreign currency exchange rates which impact industrial margins and the translation of commercial payables and receivables. Accordingly currency translation effects recorded through profit and loss are also reported within business segments adjusted operating profit. 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 is applied to finance charges and income (38% is applied to charges recorded by companies in the energy sector, whilst a tax rate of 27.5% is applied to all other companies). Adjusted operating profit and adjusted net profit are non-GAAP financial measures under either IFRS or US GAAP. Management includes them in order to facilitate a comparison of base business performance across periods, and to allow financial analysts to evaluate Eni s trading performance on the basis of their forecasting models.

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 or (iii) exchange rate differences and derivatives relating to industrial activities and commercial payables and receivables, particularly exchange rate derivatives to manage commodity pricing formulas which are quoted in a currency other than the functional currency. Those items are reclassified in operating profit with a corresponding adjustment to net finance charges, notwithstanding the handling of foreign currency exchange risks is made centrally by netting off naturally-occurring opposite positions and then dealing with any residual risk exposure in the exchange rate market. 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 and certain derivatives financial instruments embedded in the pricing formula of long-term gas supply agreements of the Exploration & Production Division. Furthermore, 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 and certain derivative financial instruments embedded in the pricing formula of long-term gas supply agreements of the Exploration & Production Division.

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. 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 charges pertaining to either: (i) infrequent or unusual events and transactions, being identified as non-recurring items under such circumstances; (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;

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 reported net profit see tables below.

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2013

(euro million)	Exploration & Production	Gas & Power	Refining & Marketing	Versalis	Engineering & Construction	Corporate and financial companies	Other activities	Impact of unrealized intragroup profit elimination	GROUP
Operating profit	**14,871**	**(2,992)**	**(1,517)**	**(725)**	**(83)**	**(399)**	**(337)**	**38**	**8,856**
Exclusion of inventory holding (gains) losses		191	221	213				91	716
Exclusion of special items:									
- asset impairments	19	1,685	633	44			19		2,400
- net gains on disposal of assets	(283)	1	(9)		107		(3)		(187)
- risk provisions	7	292		4			31		334
- environmental charges		(1)	93	61			52		205
- provision for redundancy incentives	52	10	91	23	2	72	20		270
- commodity derivatives	(2)	314	5	(1)	(1)				315
- exchange rate differences and derivatives	(2)	(186)	(2)	(5)					(195)
- other	(16)	23	3		(109)	(5)	8		(96)
Special items of operating profit	**(225)**	**2,138**	**814**	**126**	**(1)**	**67**	**127**		**3,046**
Adjusted operating profit	**14,646**	**(663)**	**(482)**	**(386)**	**(84)**	**(332)**	**(210)**	**129**	**12,618**
Net finance (expense) income [(a)]	(264)	24	(4)	(2)	(5)	(554)	4		(801)
Net income (expense) from investments [(a)]	367	100	70		(12)	290	1		816
Income taxes [(a)]	(8,797)	293	184	50	(152)	124		(90)	(8,388)
Tax rate (%)	*59.6*	..	..		..				*66.4*
Adjusted net profit	**5,952**	**(246)**	**(232)**	**(338)**	**(253)**	**(472)**	**(205)**	**39**	**4,245**
of which attributable to:									
- non-controlling interest									(188)
- Eni's shareholders									**4,433**
Net profit attributable to Eni's shareholders									**5,160**
Exclusion of inventory holding (gains) losses									438
Exclusion of special items									(1,165)
Adjusted net profit attributable to Eni's shareholders									**4,433**

(a) Excluding special items.

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2012 (euro million)	Exploration & Production	Gas & Power (a)	Refining & Marketing	Versalis	Engineering & Construction	OTHER ACTIVITIES (a) Corporate and financial companies	Snam	Other activities	Impact of unrealized intragroup profit elimination	GROUP	DISCONTINUED OPERATIONS Snam	Conso adju		
Operating profit	**18,470**	**(3,219)**	**(1,296)**	**(681)**	**1,442**	**(341)**	**1,679**	**(300)**	**208**	**15,962**	**(1,679)**	**788**	**(891)**	**15,071**
Exclusion of inventory holding (gains) losses		163	(29)	63					(214)	(17)				(17)
Exclusion of special items:														
- asset impairments	550	2,494	846	112	25			2		4,029				4,029
- net gains on disposal of assets	(542)	(3)	5	1	3		(22)	(12)		(570)	22		22	(548)
- risk provisions	7	831	49	18		5		35		945				945
- environmental charges		(2)	40				71	25		134	(71)		(71)	63
- provision for redundancy incentives	6	5	19	14	7	11	2	2		66	(2)		(2)	64
- commodity derivatives	1			1	(3)					(1)				(1)
- exchange rate differences and derivatives	(9)	(51)	(8)	(11)						(79)				(79)
- other	54	138	53					26		271				271
Special items of operating profit	**67**	**3,412**	**1,004**	**135**	**32**	**16**	**51**	**78**		**4,795**	**(51)**		**(51)**	**4,744**
Adjusted operating profit	**18,537**	**356**	**(321)**	**(483)**	**1,474**	**(325)**	**1,730**	**(222)**	**(6)**	**20,740**	**(1,730)**	**788**	**(942)**	**19,798**
Net finance (expense) income (b)	(264)	29	(11)	(3)	(7)	(865)	(54)	(24)		(1,199)	54		54	(1,145)
Net income (expense) from investments (b)	436	261	63	2	55	99	38	(1)		953	(38)		(38)	915
Income taxes (b)	(11,283)	(173)	90	89	(411)	115	(712)		2	(12,283)	712	(123)	589	(11,694)
Tax rate (%)	*60.3*	*26.8*	*..*		*27.0*		*41.5*			*59.9*				*59.8*
Adjusted net profit	**7,426**	**473**	**(179)**	**(395)**	**1,111**	**(976)**	**1,002**	**(247)**	**(4)**	**8,211**	**(1,002)**	**665**	**(337)**	**7,874**
of which attributable to:														
- non-controlling interest										886			(142)	744
- Eni s shareholders										**7,325**			**(195)**	**7,130**
Net profit attributable to Eni s shareholders										**7,790**			**(3,590)**	**4,200**
Exclusion of inventory holding (gains) losses										(23)				(23)
Exclusion of special items										(442)			3,395	2,953
Adjusted net profit attributable to Eni s shareholders										**7,325**			**(195)**	**7,130**

(a) Following the divestment plan, Snam results are reclassified from Gas & Power sector to Other activities and accounted as discontinued operations.
(b) Excluding special items.

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2011

(euro million)	Exploration & Production	Gas & Power (a)	Refining & Marketing	Versalis	Engineering & Construction	OTHER ACTIVITIES (a) Corporate and financial companies	Snam	Other activities	DISCONTINUED OPERATIONS Impact of unrealized intragroup profit elimination	GROUP	Snam	Conso adju		
Operating profit	**15,887**	**(326)**	**(273)**	**(424)**	**1,422**	**(319)**	**2,084**	**(427)**	**(189)**	**17,435**	**(2,084)**	**1,452**	**(632)**	**16,803**
Exclusion of inventory holding(gains) losses		(166)	(907)	(40)						(1,113)				(1,113)
Exclusion of special items														
of which:														
Non-recurring (income) charges				**10**				**59**		**69**				**69**
Other special (income) charges:	**188**	**245**	**641**	**181**	**21**	**53**	**27**	**142**		**1,498**	**(27)**		**(27)**	**1,471**
- environmental charges			34	1			10	141		186	(10)		(10)	176
- asset impairments	190	154	488	160	35		(9)	4		1,022	9		9	1,031
- net gains on disposal of assets	(63)		10		4	(1)	(4)	(7)		(61)	4		4	(57)
- risk provisions		77	8			(6)		9		88				88
- provision for redundancy incentives	44	34	81	17	10	9	6	8		209	(6)		(6)	203
- commodity derivatives	1	45	(3)		(28)					15				15
- exchange rate differences and derivatives	(2)	(82)	(4)	3						(85)				(85)
- other	18	17	27			51	24	(13)		124	(24)		(24)	100
Special items of operating profit	**188**	**245**	**641**	**191**	**21**	**53**	**27**	**201**		**1,567**	**(27)**		**(27)**	**1,540**
Adjusted operating profit	**16,075**	**(247)**	**(539)**	**(273)**	**1,443**	**(266)**	**2,111**	**(226)**	**(189)**	**17,889**	**(2,111)**	**1,452**	**(659)**	**17,230**
Net finance (expense) income (b)	(231)	43				(876)	19	5		(1,040)	(19)		(19)	(1,059)
Net income (expense) from investments (b)	624	363	99		95	1	44	(3)		1,223	(44)		(44)	1,179
Income taxes (b)	(9,603)	93	176	67	(440)	388	(918)	(1)	78	(10,160)	918	(195)	723	(9,437)
Tax rate (%)	*58.3*	..	..		*28.6*		*42.2*			*56.2*				*54.4*
Adjusted net profit	**6,865**	**252**	**(264)**	**(206)**	**1,098**	**(753)**	**1,256**	**(225)**	**(111)**	**7,912**	**(1,256)**	**1,257**	**1**	**7,913**
of which attributable to:														
- non-controlling interest										943			32	975
- Eni's shareholders										**6,969**			**(31)**	**6,938**
Net profit attributable to Eni's shareholders										**6,860**			**42**	**6,902**
Exclusion of inventory holding (gains) losses										(724)				(724)
Exclusion of special items:										833			(73)	760
- non-recurring charges										*69*				*69*
- other special (income) charges										*764*			*(73)*	*691*

Adjusted net profit attributable to Eni's shareholders	**6,969**	**(31)**	**6,938**

(a) Following the divestment plan, Snam results are reclassified from Gas & Power sector to Other activities and accounted as discontinued operations.
(b) Excluding special items.

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Breakdown of Group special items

2011	(euro million)	2012	2013
69	**Non-recurring charges (income)**		
69	*of which: settlement/payments on antitrust and other Authorities proceedings*		
1,498	**Other special items**	**4,795**	**3,046**
1,022	*- assets impairments*	*4,029*	*2,400*
(61)	*- net gains on disposal of assets*	*(570)*	*(187)*
88	*- risk provisions*	*945*	*334*
186	*- environmental charges*	*134*	*205*
209	*- provision for redundancy incentives*	*66*	*270*
15	*- commodity derivatives*	*(1)*	*315*
(85)	*- exchange rate differences and derivatives*	*(79)*	*(195)*
124	*- other*	*271*	*(96)*
1,567	**Special items of operating profit**	**4,795**	**3,046**
89	**Net finance (income) expense**	**202**	**190**
	of which:		
85	*- exchange rate differences and derivatives*	*79*	*195*
(883)	**Net income (expense) from investments**	**(5,408)**	**(5,299)**
	of which:		
(1,118)	- gains on disposal of assets	(2,354)	(3,599)
	of which:		
(1,044)	*- international transport*		
	- divestment of the 28.57% of Eni s interest in Eni East Africa		*(3,359)*
	- Galp	*(311)*	*(98)*
	- Snam	*(2,019)*	*(75)*
	- gains on investment revaluation	(3,151)	(1,682)
	of which:		
	- Galp	*(1,700)*	
	- Snam	*(1,451)*	
	- Artic Russia		*(1,682)*
191	impairments of equity investments	156	11
60	**Income taxes**	**(31)**	**898**
	of which:		
	- impairment of deferred tax assets of Italian subsidiaries	*803*	*954*
552	*- deferred tax adjustment on PSAs*		*490*
29	*- re-allocation of tax impact on intercompany dividends and other special items*	*147*	*64*
(521)	*- taxes on special items*	*(981)*	*(610)*
833	**Total special items of net profit**	**(442)**	**(1,165)**

Breakdown of impairments

2011	(euro million)	2012	2013	Change
893	Asset impairment	2,679	2,290	(389)
152	Goodwill impairment	1,347	333	(1,014)
(15)	Revaluations	(3)	(223)	(220)
1,030	**Sub total**	**4,023**	**2,400**	**(1,623)**
1	Impairment of losses on receivables related to non-recurring activities	6		(6)

1,031	**Impairments**	**4,029**	**2,400**	**(1,629)**

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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)	December 31, 2012	December 31, 2013	Change
Fixed assets			
Property, plant and equipment	63,466	62,506	(960)
Inventories - Compulsory stock	2,538	2,571	33
Intangible assets	4,487	3,877	(610)
Equity-accounted investments and other investments	9,347	6,961	(2,386)
Receivables and securities held for operating purposes	1,457	1,607	150
Net payables related to capital expenditure	(1,142)	(1,256)	(114)
	80,153	**76,266**	**(3,887)**
Net working capital			
Inventories	8,496	7,883	(613)
Trade receivables	19,966	21,213	1,247
Trade payables	(14,993)	(15,529)	(536)
Tax payables and provisions for net deferred tax liabilities	(3,204)	(3,005)	199
Provisions	(13,603)	(13,167)	436
Other current assets and liabilities	2,473	2,030	(443)
	(865)	**(575)**	**290**
Provisions for employee post-retirement benefits	**(1,374)**	**(1,245)**	**129**
Assets held for sale including related liabilities	**155**	**2,156**	**2,001**
CAPITAL EMPLOYED, NET	**78,069**	**76,602**	**(1,467)**
Eni shareholders' equity	59,060	58,210	(850)
Non-controlling interest	3,498	2,964	(534)
Shareholders equity	**62,558**	**61,174**	**(1,384)**
Net borrowings	**15,511**	**15,428**	**(83)**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**78,069**	**76,602**	**(1,467)**

(a) For a reconciliation to the statutory statement of cash flow see the paragraph Reconciliation of Summarized Group Balance Sheet and Statement of Cash Flows to Statutory Schemes .

The appreciation of the euro vs. the US dollar as of December 31, 2013 from December 31, 2012 (the EUR/USD exchange rate was 1.379 as of December 31, 2013, as compared to 1.319 as of December 31, 2012, underlying the approximately euro 1,028 million exchangeable bond due in November 2015 and 8.15% subject to certain pre-emptive rights and options exercisable by Amorim Energia.

up by 4.5%) reduced net capital employed, net equity and net borrowings by euro 2,515 million, euro 1,871 million and euro 644 million, respectively, due to exchange rate translation differences.

Fixed assets amounted to euro 76,266 million, representing a decrease of euro 3,887 million from December 31, 2012. This reflected a reduction of the line-item Equity accounted investments and other investments following the disposal of the available-for sale interests in Snam and Galp (euro 2,289 million), while depreciation, depletion, amortization and impairment charges amounted to euro 11,703 million. These declines were partly offset by capital expenditure incurred in the year (euro 12,750 million). As of December 31, 2013 Eni holds 8.54% of the share capital of Snam underlying the euro 1,250 million convertible bond, due in January 2016. Eni also holds 16.15% of Galp s outstanding share capital, of which 8%

Assets held for sale including related liabilities related to Eni s interest in Artic Russia, which was stated at the fair value based on the Sale and Purchase Agreement with a Gazprom Group s subsidiary, for euro 2,131 million. The transaction closed in the first half of January 2014.

Net working capital amounted to a negative euro 575 million, representing an increase of euro 290 million from December 31, 2012 mainly due to (i) the net use of risk provisions (up euro 436 million); (ii) the increase in the balance between trade receivables and payables (up euro 711 million); (iii) reduced tax payables and provisions for net deferred tax liabilities (down euro 199 million) due to the recognition of lower net taxes accrued in the year than payments and the write-off of deferred tax assets. These effects were partly offset by lowering gas and petroleum products inventories (down euro 613 million).

Leverage and net borrowings

Leverage is a measure used by management to assess the Company s level of indebtedness. It is calculated as a 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 a benchmarking analysis with industry standards.

(euro million)	December 31, 2012	December 31, 2013	Change
Total debt:	24,463	25,879	1,416
- short-term debt	*5,184*	*4,891*	*(293)*
- long-term debt	*19,279*	*20,988*	*1,709*
Cash and cash equivalents	(7,765)	(5,288)	2,477
Securities held for trading and other securities held for non-operating purposes	(34)	(5,037)	(5,003)
Financing receivables for non-operating purposes	(1,153)	(126)	1,027
Net borrowings	**15,511**	**15,428**	**(83)**
Shareholders' equity including non-controlling interest	**62,558**	**61,174**	**(1,384)**
Leverage	**0.25**	**0.25**	

Net borrowings as of December 31, 2013, amounted to euro 15,428 million, substantially in line with 2012 (down euro 83 million).

Total debt amounted to euro 25,879 million, of which euro 4,891 million were short-term (including the portion of long-term debt due within 12 months equal to euro 2,149 million) and euro 20,988 million were long-term.

The ratio of net borrowings to shareholders equity including non-controlling interest **leverage** was 0.25 at December 31, 2013, in line with December 31, 2012.

Comprehensive income

(euro million)	2012	2013
Net profit	**8,676**	**4,972**
Other items of comprehensive income:		
Items not reclassifiable to profit and loss account		
Remeasurements of defined benefit plans	*(150)*	*65*
Share of "Other comprehensive income" on equity-accounted entities related to remeasurements of defined benefit plans	*1*	*(3)*
Taxation	*53*	*(40)*
	(96)	**22**
Items subsequently reclassifiable to profit and loss account		
Foreign currency translation differences	*(718)*	*(1,871)*
Fair value evaluation of Eni s interest in Galp and Snam	*141*	*(64)*
Change in the fair value of cash flow hedging derivatives	*(102)*	*(199)*

Change in the fair value of available-for-sale securities	*16*	*(1)*
Share of "Other comprehensive income" on equity-accounted entities	*7*	*1*
Taxation	*32*	*63*
	(624)	**(2,071)**
Total comprehensive income	**7,956**	**2,923**
Attributable to:		
- Eni's shareholders	**7,096**	**3,164**
- non-controlling interest	860	(241)

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Changes in shareholders equity

(euro million)		
Shareholders equity at December 31, 2012		**62,558**
Total comprehensive income	2,923	
Dividends distributed to Eni s shareholders	(3,949)	
Dividends distributed by consolidated subsidiaries	(251)	
Stock options expired	(13)	
Effect of changes in consolidation on non-controlling interests	(23)	
Acquisition of non-controlling interest relating to Tigáz Zrt	(28)	
Other changes	(43)	
Total changes		**(1,384)**
Shareholders equity at December 31, 2013		**61,174**
Attributable to:		
- Eni's shareholders		**58,210**
- non-controlling interest		2,964

Shareholders equity including non-controlling interest was euro 61,174 million, representing a decrease of euro 1,384 million from December 31, 2012. This was due to comprehensive income for the year (euro 2,923 million) as a result of net profit (euro 4,972 million), which was partly offset by foreign currency translation differences (euro 1,871 million). This addition to equity was almost completely offset by dividend payments to Eni s shareholders and other changes for euro 4,307 million (dividend payments to Eni s shareholders of euro 3,949 million, including the 2013 interim dividend, and dividends paid to non-controlling interest of Saipem and other subsidiaries).

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

	Net profit		Shareholders equity	
(euro million)	2012	2013	December 31, 2012	December 31, 2013
As recorded in Eni SpA s financial statements	**9,078**	**4,410**	**40,537**	**40,733**
Excess the net equity stated in the separate accounts of consolidated subsidiaries over the corresponding carrying amounts in the statutory accounts of the parent company	261	1,457	21,576	21,546
Consolidation adjustment:				
- differences between purchase cost and underlying carrying amounts of net equity	(2,683)	(499)	1,503	324
- adjustments to comply with group account policies	1,222	(174)	711	605
- elimination of unrealized intercompany profits	638	219	(2,652)	(2,639)
- deferred taxation	160	(444)	873	323
- other adjustments		3	10	12
	8,676	**4,972**	**62,558**	**61,174**
Non-controlling interest	(886)	188	(3,498)	(2,964)
As recorded in the Consolidated Financial Statements	**7,790**	**5,160**	**59,060**	**58,210**

Summarized Group Cash Flow Statement

Eni s Summarized Group Cash Flow Statement derives from the statutory statement of cash flows. It enables investors to understand the connection 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 reporting period. The measure which links the two statements is represented by the free cash flow which is calculated as difference between the cash flow generated from operations and the net cash used in investing activities. 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; and (ii) change 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)]

2011	(euro million)	2012	2013	Change
7,877	**Net profit - continuing operations**	**4,944**	**4,972**	**28**
	Adjustments to reconcile net profit to net cash provided by operating activities:			
8,606	- depreciation, depletion and amortization and other non-monetary items	11,349	9,578	(1,771)
(1,176)	- net gains on disposal of assets	(875)	(3,770)	(2,895)
9,918	- dividends, interests, taxes and other changes	11,925	9,162	(2,763)
(1,696)	Changes in working capital related to operations	(3,373)	486	3,859
(9,766)	Dividends received, taxes paid, interest (paid) received during the period	(11,614)	(9,459)	2,155
13,763	**Net cash provided by operating activities - continuing operations**	**12,356**	**10,969**	**(1,387)**
619	Net cash provided by operating activities - discontinued operations	15		(15)
14,382	**Net cash provided by operating activities**	**12,371**	**10,969**	**(1,402)**
(11,909)	**Capital expenditure - continuing operations**	**(12,761)**	**(12,750)**	**11**
(1,529)	Capital expenditure - discontinued operations	(756)		756
(13,438)	**Capital expenditure**	**(13,517)**	**(12,750)**	**767**
(360)	Investments and purchase of consolidated subsidiaries and businesses	(569)	(317)	252
1,912	Disposals	6,014	6,360	346
627	Other cash flow related to capital expenditure, investments and disposals	(136)	(253)	(117)
3,123	**Free cash flow**	**4,163**	**4,009**	**(154)**
41	Borrowings (repayment) of debt related to financing activities [(b)]	(83)	(3,983)	(3,900)
1,104	Changes in short and long-term financial debt	5,947	1,778	(4,169)
(4,327)	Dividends paid and changes in non-controlling interests and reserves	(3,746)	(4,231)	(485)
10	Effect of changes in consolidation and exchange differences	(16)	(50)	(34)
(49)	**NET CASH FLOW**	**6,265**	**(2,477)**	**(8,742)**

Changes in net borrowings

2011	(euro million)	2012	2013	Change
3,123	**Free cash flow**	**4,163**	**4,009**	**(154)**
	Net borrowings of acquired companies	(2)	(21)	(19)
(192)	Net borrowings of divested companies	12,446	(16)	(12,462)
(517)	Exchange differences on net borrowings and other changes	(340)	342	682

(4,327)	Dividends paid and changes in non-controlling interest and reserves	(3,746)	(4,231)	(485)
(1,913)	**CHANGE IN NET BORROWINGS**	**12,521**	**83**	**(12,438)**

(a) For a reconciliation to the statutory statement of cash flow see the paragraph Reconciliation of Summarized Group Balance Sheet and Statement of Cash Flow to Statutory Schemes .

(b) This item includes investments in certain financial instruments not related to operations (securities, escrow accounts) to absorb temporary surpluses of cash or as a part of our ordinary management of financing activities. Due to their nature and the circumstance that they are very liquid, these financial instruments are netted against finance debt in determining net borrowings. Cash flows of such investments/disposals were as follows:

2011	(euro million)	**2012**	**2013**	**Change**
	Financing investments:			
(21)	- securities		(5,029)	(5,029)
(26)	- financing receivables	(1,131)	(104)	1,027
(47)		**(1,131)**	**(5,133)**	**(4,002)**
	Disposal of financing investments:			
71	- securities	4	25	21
17	- financing receivables	1,044	1,125	81
88		**1,048**	**1,150**	**102**
41	**Cash flows of financial investments not related to operation**	**(83)**	**(3,983)**	**(3,900)**

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Net cash provided by operating activities (euro 10,969 million) and proceeds from disposals of euro 6,360 million funded cash outflows relating to capital expenditure totaling euro 12,750 million and investments (euro 317 million) and dividend payments and other changes amounting to euro 4,231 million (of which euro 1,993 million relating to 2013 interim dividend) also repaying down the Group net debt by euro 83 million from December 31, 2012. Net cash provided by operating activities was positively influenced by higher receivables due beyond the end of the reporting period, being transferred to financing institutions compared to the amount transferred at the end of the previous reporting period (up euro 552 million; from euro 2,203 million as of December 31, 2012 to euro 2,755 million as of December 31, 2013). Cash from disposals largely related to the sale of the 28.57% stake in Eni East Africa, currently retaining an interest of 70% in the Area 4 mineral property in Mozambique to China National Petroleum Corp (euro 3,386 million), the divestment of the 11.69% interest in the share capital of Snam (euro 1,459 million), the 8.19% interest in the share capital of Galp (euro 830 million) and marginal assets in the Exploration & Production Division.

Capital expenditure

2011	(euro million)	2012	2013	Change	% Ch.
9,435	Exploration & Production	10,307	10,475	168	1.6
754	*- acquisition of proved and unproved properties*	*43*	*109*		
1,210	*- exploration*	*1,850*	*1,669*		
7,357	*- development*	*8,304*	*8,580*		
114	*- other expenditure*	*110*	*117*		
192	Gas & Power	225	232	7	3.1
184	*- marketing*	*212*	*209*		
8	*- international transport*	*13*	*23*		
866	Refining & Marketing	842	619	(223)	(26.5)
638	*- refining, supply and logistics*	*622*	*444*		
228	*- marketing*	*220*	*175*		
216	Versalis	172	314	142	82.6
1,090	Engineering & Construction	1,011	902	(109)	(10.8)
10	Other activities	14	21	7	50.0
128	Corporate and financial companies	152	190	38	25.0
(28)	Impact of unrealized intragroup profit elimination	38	(3)	(41)	
11,909	**Capital expenditure - continuing operations**	**12,761**	**12,750**	**(11)**	**(0.1)**
1,529	Capital expenditure - discontinued operations	756		(756)	..
13,438	**Capital expenditure**	**13,517**	**12,750**	**(767)**	**(5.7)**

In 2013, **capital expenditure** amounted to euro 12,750 million (euro 12,761 million in 2012) relating mainly to:
- development activities deployed mainly in Norway, the United States, Angola, Congo, Italy, Nigeria, Kazakhstan, Egypt and the UK and exploratory activities of which 98% was spent outside Italy, primarily in Mozambique, Norway, Congo, Togo, Nigeria, the United States and Angola as well as acquisition of new licenses in the Republic of Cyprus and in Vietnam;
- upgrading of the fleet used in the Engineering & Construction Division (euro 902 million);
- refining, supply and logistics in Italy and outside Italy (euro 444 million) with projects designed to improve the conversion rate and flexibility of refineries, in particular at the Sannazzaro Refinery, as well as the upgrade of the refined product retail network in Italy and in the rest of Europe (euro 175 million);
- initiatives to improve flexibility of the combined cycle power plants (euro 121 million).

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

Summarized Group Balance Sheet

(euro million)		December 31, 2012		December 31, 2013	
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			63,466		62,506
Inventories - compulsory stock			2,538		2,571
Intangible assets			4,487		3,877
Equity-accounted investments and other investments			9,347		6,961
Receivables and securities held for operating activities	(see note 9 and note 19)		1,457		1,607
Net payables related to capital expenditure, made up of:			(1,142)		(1,256)
- receivables related to disposals	(see note 10)	209		88	
- receivables related to disposals	(see note 21)	752		702	
- payables related to capital expenditure	(see note 23)	(2,103)		(2,046)	
Total fixed assets			**80,153**		**76,266**
Net working capital					
Inventories			8,496		7,883
Trade receivables	(see note 10)		19,966		21,213
Trade payables	(see note 23)		(14,993)		(15,529)
Tax payables and provisions for net deferred tax liabilities, made up of:			(3,204)		(3,005)
- income tax payables		(1,622)		(742)	
- other tax payables		(2,162)		(2,268)	
- deferred tax liabilities		(6,740)		(6,723)	
- other tax liabilities	(see note 31)	(1)		(26)	
- current tax assets		771		802	
- other current tax assets		1,230		825	
- deferred tax assets		5,027		4,662	
- other tax assets	(see note 21)	293		465	
Provisions			(13,603)		(13,167)
Other current assets and liabilities:			2,473		2,030
- securities held for operating purposes	(see note 9)	201		202	
- receivables for operating purposes	(see note 10)	440		488	
- other receivables	(see note 10)	6,751		6,648	
- other (current) assets		1,624		1,325	
- other receivables and other assets	(see note 21)	3,355		2,516	
- advances, other payables	(see note 23)	(6,485)		(6,023)	
- other (current) liabilities		(1,437)		(1,448)	
- other payables and other liabilities	(see note 31)	(1,976)		(1,678)	
Total net working capital			**(865)**		**(575)**
Provisions for employee post-retirement benefits			**(1,374)**		**(1,245)**

Assets held for sale including related liabilities			**155**		**2,156**
made up of:					
- assets held for sale		516		2,296	
- liabilities related to assets held for sale		(361)		(140)	
CAPITAL EMPLOYED, NET			**78,069**		**76,602**
Shareholders' equity including non-controlling interest			**62,558**		**61,174**
Net borrowings					
Total debt, made up of:			24,463		25,879
- long-term debt		19,279		20,988	
- current portion of long-term debt		2,961		2,149	
- short-term financial liabilities		2,223		2,742	
less:					
Cash and cash equivalents			(7,765)		(5,288)
Securities held for trading and other securities held for non-operating purposes	(see note 9)		(34)		(5,037)
Financing receivables for non-operating purposes	(see note 10)		(1,153)		(126)
Total net borrowings [(a)]			**15,511**		**15,428**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY			**78,069**		**76,602**

(a) For details on net borrowings see also note No. 26 to the Consolidated Financial Statements.

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Summarized Group Cash Flow Statement

(euro million)	2012		2013	
Items of Summarized 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 - continuing operations		**4,944**		**4,972**
Adjustments to reconcile net profit to net cash provided by operating activities:				
Depreciation, depletion and amortization and other non-monetary items:		11,349		9,578
- depreciation, depletion and amortization	9,538		9,303	
- impairment of tangible and intangible assets, net	4,023		2,400	
- share of profit (loss) of equity-accounted investments	(278)		(252)	
- other net changes	(1,945)		(1,878)	
- net changes in the provisions for employee benefits	11		5	
Net gains on disposal of assets		(875)		(3,770)
Dividends, interest, income taxes and other changes:		11,925		9,162
- dividend income	(431)		(400)	
- interest income	(108)		(155)	
- interest expense	803		709	
- income taxes	11,661		9,008	
Changes in working capital related to operations:		(3,373)		486
- inventory	(1,395)		320	
- trade receivables	(3,184)		(1,363)	
- trade payables	2,029		706	
- provisions for contingencies	338		58	
- other assets and liabilities	(1,161)		765	
Dividends received, taxes paid, interest (paid) received during the period:		(11,614)		(9,459)
- dividend received	988		684	
- interest received	91		108	
- interest paid	(825)		(944)	
- income taxes paid, net of tax receivables received	(11,868)		(9,307)	
Net cash provided by operating activities - continuing operations		**12,356**		**10,969**
Net cash provided by operating activities - discontinued operations		**15**		
Net cash provided by operating activities		**12,371**		**10,969**
Capital expenditure:		(13,517)		(12,750)
- tangible assets	(11,222)		(10,864)	
- intangible assets	(2,295)		(1,886)	
Investments and purchase of consolidated subsidiaries and businesses:		(569)		(317)
- investments	(391)		(292)	
- consolidated subsidiaries and businesses	(178)		(25)	
Disposals:		6,014		6,360
- tangible assets	1,229		514	
- intangible assets	61		16	
- changes in consolidated subsidiaries and businesses	3,521		3,401	
- investments	1,203		2,429	
Other cash flow related to capital expenditure, investments and disposals:		(136)		(253)

- securities	(17)		(5,048)	
- financing receivables	(1,634)		(989)	
- change in payables and receivables relating to investments and capitalized depreciation	54		48	
reclassification: *purchase of securities and financing receivables for non-operating purposes*	1,131		5,133	
- disposal of securities	52		33	
- disposal of financing receivables	1,578		1,565	
- change in payables and receivables	(252)		155	
reclassification: *disposal of securities and financing receivables held for non-operating purposes*	(1,048)		(1,150)	
Free cash flow		**4,163**		**4,009**

continued Summarized Group Cash Flow Statement

(euro million)	2012		2013	
Items of Summarized 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		**4,16**		**4,009**
Borrowings (repayment) of debt related to financing activities		(83)		(3,983)
reclassification: *purchase of securities and financing receivables held for non-operating purposes*	*(1,131)*		*(5,133)*	
reclassification: *disposal of securities and financing receivables held for non-operating purposes*	*1,048*		*1,150*	
Changes in short and long-term finance debt:		5,947		1,778
- proceeds from long-term finance debt	*10,484*		*5,418*	
- payments of long-term finance debt	(3,784)		(4,669)	
- increase (decreases) in short-term finance debt	(753)		1,029	
Dividends paid and changes in non-controlling interest and reserves:		(3,746)		(4,231)
- net capital contributions/payments by/to non-controlling interest			(4)	
- dividends paid by Eni to shareholders	(3,840)		(3,949)	
- dividends paid to non-controlling interest	(539)		(251)	
- disposal (acquisition) of interests in consolidated subsidiaries	604		(28)	
- treasury shares sold by consolidated subsidiaries	29		1	
Effect of exchange differences on cash and cash equivalents		(12)		(37)
Effect of changes in consolidation area (inclusion/exclusion of significant/insignificant subsidiaries)		(4)		(13)
Net cash flow for the period		**6,265**		**(2,477)**

Risk factors and uncertainties

Competition

There is strong competition worldwide, both within the oil industry and with other industries, to supply energy to the industrial, commercial and residential energy markets.

Eni faces strong competition in each of its business segments.

In the current uncertain financial and economic environment, Eni expects that prices of energy commodities, in particular oil and gas, will be very volatile, with average prices and margins influenced by changes in the global supply and demand for energy as well as in the market dynamics. This is likely to increase competition in all of Eni s businesses, which may impact costs and margins.

- In the Exploration & Production segment Eni faces competition from both international oil companies and state-owned oil companies for obtaining exploration and development rights, and developing and applying new technologies to maximize hydrocarbon recovery. Furthermore, Eni may face a competitive disadvantage because of its relatively smaller size compared to other international oil companies, particularly when bidding for large scale or capital intensive projects, and may be exposed to industry-wide cost increases to a greater extent compared to its larger competitors given its potentially smaller market power with respect to suppliers. If, as a result of those competitive pressures, Eni fails to obtain new exploration and development acreage, to apply and develop new technologies, and to control cost, its growth prospects and future results of operations and cash flows may be adversely affected.
- In the Gas & Power segment, Eni faces strong competition from gas and energy players to sell gas and electricity to the industrial segment and the retail market both in the Italian market and markets across Europe. Competition has been fuelled by ongoing weak trends in demand due to the downturn and macroeconomic uncertainties, oversupplied markets and inter-fuel Continent. Due to the economic and financial crisis and inter-fuel competition, those projected increases in gas demand failed to materialize resulting in a situation of oversupply and pricing pressure. The shale-gas revolution in the USA was another fundamental trend that added to the oversupply condition in the European marketplace. The discovery and development of large deposits of shale gas in the USA has progressively reduced till to zero the Country s dependence on LNG imports. As a result of this, upstream producers were forced to redirect large LNG supplies to markets elsewhere in the world, including Europe. Large gas availability on the marketplace in Europe fuelled by take-or-pay contracts and worldwide LNG streams has driven the development of very liquid continental hubs to trade spot gas. Shortly spot prices at continental hubs have become the main benchmarks to which selling prices are indexed in supplies to large industrial customers and thermoelectric utilities. The profitability of gas operators was negatively impacted by falling sales prices at those hubs, where prices have been pressured by intense competition among gas operators in the face of weak demand, oversupplies and the constraint to dispose of minimum annual volumes of gas to be purchased under long-tem supply contracts. These negative trends were exacerbated by the fact that spot prices have ceased to track the oil prices to which Eni s long-term supply contracts are linked, resulting in a decoupling between trends in prices and in costs. Due to those fundamental shifts in market dynamics and a current demand downturn, the Company s Gas & Power segment incurred operating losses in each of the latest three years. The outlook in our gas marketing business will remain weak for the foreseeable future as management believes that the ongoing negative trends of poor demand, continuing competition and oversupplies have become structural headwinds. These developments may adversely affect the Company s future results of operations and cash flows in its gas business, also taking into account the Company s contractual obligations to off-take minimum annual volumes of gas in accordance to its long-term gas supply contracts with take or-pay

competition due to the rising use of coal in firing power plants and a dramatic grow in renewable sources of energy (photovoltaic and solar) which have materially impacted the use of gas in the production of electricity and hence sales of gas to the thermoelectric industry. These market imbalances owes to the fact that a few years ago, based on certain long-term projections about gas demand growth, European operators committed to purchase large amounts of gas under long-term supply contracts with take-or-pay clauses from the main producing Countries bordering Europe (namely Russia and Algeria) and built large upgrades at existing pipelines and new infrastructures along several European routes to expand gas import capacity to the clauses and until the Company manages to re-negotiate new pricing terms of such contracts which better tracks market prices than the original oil-linked indexation. See the sector-specific risk section below.

- Eni is also facing competition from large, well-established European utilities and other international oil and gas companies in growing its market share and acquiring or retaining clients. A number of large clients, particularly electricity producers and large industrial buyers have entered the wholesale market of gas by directly purchasing gas from producers or sourcing it at the continental spot markets adding further pressures on the economics of gas operators,

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including Eni. Management believes that this trend will continue in the future. At the same time, a number of national gas producers belonging to Countries with large gas reserves have started to sell natural gas directly to final clients, entering in direct competition with players like Eni which resell gas purchased from producing Countries to final customers. These developments may increase the level of competition and reduce Eni s expected operating profit and cash flows in the gas business. Finally, gas prices in the residential market have historically been established by independent, governmental authorities in Italy and elsewhere in Europe. The indexation mechanisms used by those authorities have generally tracked a basket of petroleum products, mirroring the oil-indexed purchase prices of gas resellers like Eni, thus enabling resellers to pass a large part of cost increases of the raw material on to final customers in the retail market. In recent years, the Italian authority has introduced a number of adjustments to the oil-linked formula to take into account the public goal of containing the impact of energy inflation on households and other public services (hospitals, schools, etc.). Finally, following enactment in Italy of a new regulatory regime which went effective October 1, 2013, management expects that the Company s selling margins in the residential segment are likely to come under pressure due to the implementation of a less favorable indexation mechanism of the raw material cost in supplies to such customers than in the past. Such new mechanism establishes that the cost of the raw material be indexed to market benchmarks recorded at spot markets, as such replacing the previous oil-linked mechanism which mirrored a basket of long-term supply contracts. The Company expects that similar measures will be introduced by other market regulators in European Countries where Eni engages in selling gas to residential clients (see sector-specific risk factors below). Management believes these developments will negatively impact future results of operations and cash flow.

- In its Gas & Power segment, Eni is vertically integrated in the production of electricity via its gas-fired power plants which currently use the combined-cycle technology. In the electricity business, Eni competes with other producers and traders from Italy or outside of Italy who sell electricity in the Italian market. Going forward, the Company expects the projections of negative future cash flows, we decided to recognize an impairment charge of our power plants in the amount of approximately euro 1 billion in the 2013 consolidated accounts.
- In the retail marketing of refined products both in Italy and abroad, Eni competes with oil companies and non-oil operators (such as supermarket chains and other commercial operators) to obtain concessions to establish and operate service stations. Eni s service stations compete primarily on the basis of pricing, services and availability of non-petroleum products. In Italy, the latest administrative measure in this field have targeted to enhance the level of competition in the retail market of fuels, for example by easing the commercial ties between independent and other non-oil operators of service stations and oil companies, enlarging options to build and operate fully-automated service stations, and opening up the merchandising of various kinds of goods and services at service stations. These developments have boosted the level of competition in the marketplace adding further pressure on selling prices and reducing opportunities of increasing the market share in Italy. We expect that competitive pressures will continue in the foreseeable future due to anticipated weak trends in the domestic demand for fuels, oversupplies of refined products due to existing excess refining capacity in Europe and growing competition of products streams coming from Russia, the Middle East, East Asia and the United States. Finally, Eni s margins on refined products have been affected by production cost disadvantages due to unfavorable geographic location and lack of scale of Eni s Refineries, and narrowing price differentials between the Brent benchmark and heavy crude qualities. This latter trend has reflected ongoing reduced supplies of heavy crudes in the Mediterranean area, reversing the pattern observed historically whereby heavy crude qualities trade at a discount vs. the Brent benchmark due to their relatively smaller yield of valuable products. This negative trend has particularly hit Eni s profitability of complex cycles which depends upon the availability of cheaper crude qualities than the Brent crude in order to remunerate the higher operating costs of complex plants. This segment reported losses at the operating level in each of the latest three years driven by the structural headwinds in the industry described above. Based on those trends we believe that the profitability outlook in our Refining & Marketing segment will

continuing competition due to the projections of weak economic growth in Italy and Europe over the foreseeable future, also causing outside players to place excess production on the Italian market. The economics of the gas-fired electricity business have dramatically changed over the latest few years due to ongoing competitive trends. As a matter of fact, spot prices of electricity in the wholesale market across Europe have decreased due to excess supplies driven by the growing production of electricity from renewable sources, which also benefit of governmental subsides, and a recovery in the production of coal-fired electricity generation which has been helped by a substantial reduction in the price of this fuel on the back of a massive oversupply of coal which occurred on a global scale. As a result of falling electricity prices, margins on the production of gas-fired electricity went into negative territory. We believe that the profitability outlook in this business will remain weak in the foreseeable future. Due to remain negative over the foreseeable future.

- In the Chemical segment, Eni faces strong competition from well-established international players and state-owned petrochemical companies, particularly in the most commoditized market segments such as the production of basic petrochemicals products and plastics. Many of those competitors based in the Far East and Middle East are able to benefit from cost advantages due to larger scale, looser environmental regulations, availability of cheaper feedstock, and more favorable location and proximity to end-markets. Excess capacity and sluggish economic growth may exacerbate competitive pressures. Furthermore, Eni expects that petrochemicals producers based in the US will regain market share in the future, leveraging on a competitive cost structure due to the increasing availability of cheap

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feedstock deriving from the production of domestic shale gas. The Company expects continuing margin pressures in the foreseeable future as a result of those trends. This segment reported operating losses in each of the latest three years including significant amounts of asset impairment losses, driven by the structural headwinds in the industry described above.

- Competition in the oil field services, construction and engineering industries is primarily based on technical expertise, quality and number of services and availability of technologically advanced facilities (for example, vessels for offshore construction). Lower oil prices could result in lower margins and lower demand for oil services. In 2013 a soft demand environment, intense competition among oilfield service providers coupled with Company-specific issues at certain projects drove a substantial reversal in the profitability at Eni s Engineering & Construction business segment which reported an operating loss for the full year 2013. The Company s failure or inability to respond effectively to competition could adversely impact the Company s growth prospects, future results of operations and cash flows.

Safety, security, environmental and other operational risk

The Group engages in the exploration and production of oil and natural gas, processing, transportation, and refining of crude oil, transport of natural gas, storage and distribution of petroleum products, production of base chemicals, plastics and elastomers. By their nature the Group s operations expose Eni to a wide range of significant health, safety, security and environmental risks. The magnitude of these risks is influenced by the geographic range, operational diversity and technical complexity of our activities. Eni s future results from operations and liquidity depend on its ability to identify and mitigate the risks and hazards inherent to operating in those industries.

In exploration and production, Eni faces natural hazards and other operational risks including those relating to the physical characteristics of oil and natural gas fields. risks of various forms of pollution and contamination of the soil and the groundwater), their use, emissions and discharges resulting from their manufacturing process, and from recycling or disposing of materials and wastes at the end of their useful life.

As to transportation activities related to all Eni s segments of operations, the type of risk depends not only on the hazardous nature of the products transported, but also on the transportation methods used (mainly pipelines, maritime, river-maritime, rail, road, gas distribution networks), the volumes involved and the sensitivity of the regions through which the transport passes (quality of infrastructure, population density, environmental considerations). All modes of transportation of hydrocarbons are particularly susceptible to a loss of containment of hydrocarbons and other hazardous materials, and, given the high volumes involved, could present a significant risk to people and the environment.

The Company invests significant amounts of resources in order to upgrade methods and systems for safeguarding safety and health of employers, contractors and communities, and the environment; to prevent risks; to comply with applicable laws and policies; and to respond to and learn from unexpected incidents. Eni seeks to minimize these operational risks by carefully designing and building facilities, including wells, industrial complexes, plants and equipment, pipelines, storage sites and distribution networks, and managing its operations in a safe, compliant and reliable manner.

Failure to manage these risks effectively could result in unexpected incidents, including releases or oil spills, blowouts, fire, mechanical failures and other incidents resulting in personal injury, loss of life, environmental damage, legal liabilities and/or damage claims, destruction of crude oil or natural gas wells as well as damage to equipment and other property, all of which could lead to a disruption in operations. Eni s operations are often conducted in difficult and/or environmentally sensitive locations such as the Gulf of Mexico, the Caspian Sea and the Arctic, in which the consequences of any incident could be greater than in other locations.

Eni also faces risks once production is discontinued, because our activities require environmental site remediation.

Furthermore, in certain situations where Eni is not the operator, the Company may have limited influence and

These include the risks of eruptions of crude oil or of natural gas, discovery of hydrocarbon pockets with abnormal pressure, crumbling of well openings, leaks that can harm the environment and the security of our personnel and risks of blow-out, fire or explosion. Accidents at a single well can lead to loss of life, damage or destruction to property, environmental damage and consequently potential economic losses that could have a material and adverse effect on the business, results of operation, liquidity, reputation and prospects of the Group.

Eni s activities in the Refining & Marketing and Chemical segments also entail health, safety and environmental risks related to the overall life cycle of the products manufactured, and to raw materials used in the manufacturing process, such as oil-based feedstock, catalysts, additives and monomer feedstock. These risks can arise from the intrinsic characteristics of the products involved (flammability, toxicity, or long-term environmental impacts such as greenhouse gas emissions and control over third parties, which may limit our ability to manage and control such risks. Eni maintains insurance coverage that includes coverage for physical damage to its assets, third party liability, workers compensation, pollution and other damage to the environment and other coverage. Eni s insurance is subject to caps, exclusion and limitation, and there is no assurance that such coverage will adequately protect it against liabilities from all potential consequences and damages. In particular, in the case of oil spills and other environmental damage, current insurance policies cover costs of cleaning up and remediating polluted sites, damage to third parties and containment of physical damage up to $1.1 billion for offshore events and $1.5 billion for onshore plants (refineries). These are complemented by insurance policies that cover owners, operators and renters of vessels with the following maximum amounts: $1 billion for the fleet owned by the subsidiary LNG Shipping in the Gas & Power segment and FPSOs used by the Exploration & Production segment for developing offshore fields; $500 million for time charters.

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The occurrence of the above mentioned events could have a material adverse impact on the Group business, competitive position, cash flow, results of operations, liquidity, future growth prospects, shareholders return and damage to the Group reputation.

Risks associated with the exploration and production of oil and natural gas

The exploration and production of oil and natural gas requires high levels of capital expenditures and are subject to natural hazards and other uncertainties, including those relating to the physical characteristics of oil and gas fields. A description of the main risks facing the Company s business in the exploration and production of oil and gas is provided below.

Eni s oil and natural gas offshore operations are particularly exposed to health, safety, security and environmental risks

Eni has material operations relating to the exploration and production of hydrocarbons located offshore. In 2013, approximately 55% of our total oil and gas production for the year derived from offshore fields, mainly in Egypt, Libya, Norway, Italy, Angola, the Gulf of Mexico, Congo, UK and Nigeria. Offshore operations in the oil and gas industry are inherently riskier than onshore activities. As the Macondo accident occurred in the Gulf of Mexico has shown, the potential impacts of offshore accidents and spills to health, safety, security and the environment can be catastrophic due to the objective difficulties in handling hydrocarbons containment and other factors. Also offshore operations are subject to marine perils, including severe storms and other adverse weather conditions and vessel collisions, as well as interruptions or termination by governmental authorities based on safety, environmental and other considerations. Failure to manage these risks could result in injury or loss of life, damage to property, could have an adverse impact on Eni s future growth prospects, results of operations and liquidity. Because Eni plans to make significant investments in executing high-risk exploration projects, it is likely that Eni will incur significant exploration and dry hole expenses in future years. These high-risk projects generally involve offshore plays located in deep and ultra-deep waters or at deep drilling depths, where operations are more challenging and costly than in other areas. Furthermore, deep and ultra deep water operations may require significant time before commercial production of reserves can commence, increasing both the operational and financial risks associated with these activities. The Company plans to conduct exploration projects offshore West Africa (Angola, Nigeria, Congo, Ghana, Liberia and Gabon), East Africa (Mozambique and Kenya), the South-East Asia (Indonesia, Vietnam and other locations), Australia, the Barents Sea and the Black Sea. In 2012, the Company spent approximately euro 1.8 billion to conduct exploration projects and it plans to spend approximately euro 1.4 billion on average in the next four-year plan on exploration activities. Unsuccessful exploration activities and failure to find additional commercial reserves could reduce future production of oil and natural gas which is highly dependent on the rate of success of exploratory activity.

Development projects bear significant operational risks which may adversely affect actual returns

Eni is executing several development projects to produce and market hydrocarbon reserves. Certain projects target the development of reserves in high-risk areas, particularly offshore and in remote and hostile environments or environmentally sensitive locations. Eni s future results of operations and liquidity depend heavily on its ability to implement, develop and operate major projects as planned. Key factors that may affect the economics of these projects include:
- the outcome of negotiations with co-venturers, governments and state-owned companies, suppliers, customers or others, including, for example, Eni s ability to negotiate favorable long term contracts to market gas reserves;
- the development of reliable spot markets that may be necessary to support the development of particular

environmental damage, and could result in regulatory action, legal liability, loss of revenues and damage to our reputation and could have a material adverse effect on our operations or financial condition.

Exploratory drilling efforts may be unsuccessful

Exploration drilling for oil and gas involves numerous risks including the risk of dry holes or failure to find commercial quantities of hydrocarbons. The costs of drilling, completing and operating wells have margins of uncertainty, and drilling operations may be unsuccessful as a result of a variety of factors, including unexpected drilling conditions, pressure or heterogeneities in formations, equipment failures, blowouts and other forms of accidents, and shortages or delays in the delivery of equipment. The Company engages in large exploration drilling activities offshore, particularly in deep and ultra-deep waters, and in remote areas, in environmentally-sensitive locations and other challenging contexts (e.g. the Barents Sea). In these locations we generally experience more challenging and riskier conditions and incur higher exploration costs than onshore.
Failure to discover commercial quantities of oil and natural gas

production projects, or commercial arrangements for pipelines and related equipment to transport and market hydrocarbons;
- timely issuance of permits and licenses by government agencies;
- the Company s relative size compared to its main competitors which may prevent it from participating in large-scale projects or affect its ability to reap benefits associated with economies of scale, for example by obtaining more favorable contractual terms by suppliers of equipment and services;
- the ability to carefully carry out front-end design engineering at any development projects so as to prevent the occurrence of technical inconvenience during the execution phase;
- delays in manufacturing and delivery of critical equipment, or shortages in the availability of such equipment, causing cost overruns and delays;
- risks associated with the use of new technologies and the inability to develop advanced technologies to maximize the recoverability rate of hydrocarbons or gain access to

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previously inaccessible reservoirs;
- poor performance in project execution on the part of international contractors who are awarded project construction activities generally based on the EPC (engineering, procurement, construction) turn key contractual scheme. We believe this kind of risk may be due to lack of contractual flexibility, poor quality of front end design engineering and commissioning delays;
- changes in operating conditions and cost overruns. In recent years, the industry has been impacted by escalating costs of certain critical productive factors including specialized workforce, procurement costs and costs for leasing third party equipment or purchase services such as drilling rigs as a result of industry-wide cost inflation, bottlenecks and other constraints in the worldwide production capacity available to build critical equipment and facilities and growing complexity and scale of projects, including environmental and safety costs. Furthermore, there has been an evolution in the location of our projects, as Eni has been discovering increasingly important volumes of reserves in remote and harsh locations or environmentally sensitive locations (i.e. the Barents Sea, Alaska, the Gulf of Mexico, the Caspian Sea) where Eni is experiencing significantly higher operating costs and environmental, safety and other costs than in other locations. The Company expects that costs in its upstream operations will continue to rise in the foreseeable future;
- the actual performance of the reservoir and natural field decline; and
- the ability and time necessary to build suitable transport infrastructures to export production to final markets.

Poor project execution, inadequate front end engineering, delays in the achievement of critical events and production start up, and differences between scheduled and actual timing, as well as cost overruns may adversely affect the economic returns of our development projects. Failure to successfully deliver major projects could negatively impact results of operations, cash flow and the achievement of short-term targets of production growth. Finally, developing and marketing hydrocarbons reserves typically requires several years after a discovery is made. This is because a development project involves an array of complex and lengthy activities, including appraising a discovery in order to evaluate its commercial potential, sanctioning a delivery of critical equipment reflecting capacity constraints. These events have impacted the timing profile of our planned production growth in the short term.

In case the Company is unable to develop and operate major projects as planned, particularly if the Company fails to accomplish budgeted costs and time schedules, it could incur significant impairment charges associated with reduced future cash flows of those projects on capitalized costs.

Inability to replace oil and natural gas reserves could adversely impact results of operations and financial condition

Eni s results of operations and financial condition are substantially dependent on its ability to develop and sell oil and natural gas. Unless the Company is able to replace produced oil and natural gas, its reserves will decline. In addition to being a function of production, revisions and new discoveries, the Company s reserve replacement is also affected by the entitlement mechanism in its Production Sharing Agreements (PSAs) and similar contractual schemes. In accordance with such contracts, Eni is entitled to a portion of a field s reserves, the sale of which is intended to cover expenditures incurred by the Company to develop and operate the field. The higher the reference prices for Brent crude oil used to estimate Eni s proved reserves, the lower the number of barrels necessary to recover the same amount of expenditures. Future oil and gas production is dependent on the Company s ability to access new reserves through new discoveries, application of improved techniques, success in development activity, negotiation with Countries and other owners of known reserves and acquisitions. In a number of reserve-rich Countries, national oil companies control a large portion of oil and gas reserves that remain to be developed. To the extent that national oil companies decide to develop those reserves without the participation of international oil companies or if the Company fails to establish partnership with national oil companies, Eni s ability to access or develop additional reserves will be limited.

An inability to replace produced reserves by finding, acquiring and developing additional reserves could adversely impact future production levels and growth development project and building and commissioning related facilities. As a consequence, rates of return for such long-lead-time projects are exposed to the volatility of oil and gas prices and costs which may be substantially different from the prices and costs assumed when the investment decision was actually made, leading to lower rates of return. In addition, projects executed with partners and co-venturers reduce the ability of the Company to manage risks and costs, and Eni could have limited influence over and control of the operations, behaviors and performance of its partners. Furthermore, Eni may not have full operation control of the joint ventures in which it participates and may have exposure to counterparty credit risk and disruption of operation and strategic objectives due to the nature of its relationships.

We have experienced a few delays at a number of development projects located mainly in Algeria, the UK, Angola and Norway. Those delays were attributable to execution issues and prospects. If Eni is unsuccessful, it may not meet its long-term targets of production growth and reserve replacement, and Eni s future total proved reserves and production will decline, negatively affecting Eni s future results of operations and financial condition.

Changes in crude oil and natural gas prices may adversely affect Eni s results of operations

The exploration and production of oil and gas is a commodity business with a history of price volatility. The single largest variable that affects the Company s results of operations and financial condition is crude oil prices. Lower crude oil prices have an adverse impact on Eni s results of operations and cash flows. Eni generally does not hedge exposure of the future expected cash flows of the Group reserves to movements in crude oil price. As a consequence, Eni s profitability depends heavily on crude oil and natural gas prices. Crude oil and natural gas prices are subject to international supply and demand and other factors that are beyond Eni s control, including among other things:

(i) the control on production exerted by the Organization of the Petroleum Exporting Countries (OPEC) member Countries which control a significant portion of the world s supply of oil and can exercise substantial influence on price levels;
(ii) global geopolitical and economic developments, including sanctions imposed on certain oil-producing Countries on the basis of resolutions of the United Nations or bilateral sanctions or disruptions due to local instability. We believe that crude oil prices were supported in 2013 by a number of interruptions in the output flows that occurred in Countries like Libya, Nigeria and Syria due to local issues driven by political and social instability;
(iii) global and regional dynamics of demand and supply of oil and gas. We believes that global oil demand will grow at a moderate pace in the foreseeable future due to sluggish economic activity in Europe and other macroeconomic uncertainties, and more efficient use of fuels and energy in OECD Countries;
(iv) prices and availability of alternative sources of energy.
Eni believes that gas demand in Europe has been significantly impacted by a shift to the use of coal in firing power plants due to cost advantages compared to gas, as well as the rising contribution of renewable energies in satisfying energy requirements. Eni expects those trends to continue in the future;
(v) governmental and intergovernmental regulations, including the implementation of national or international laws or regulations intended to limit greenhouse gas emissions, which could impact the prices of hydrocarbons; and
(vi) success in developing and applying new technology.
All these factors can affect the global balance between demand and supply for oil and prices of oil.
We estimate that movements in oil prices impact approximately 50% of our current production as the remaining portion which derives from Production Sharing Contracts is practically unaffected by crude oil price movements which instead impact the Company s volume entitlements (see our disclosure under the paragraph Inability to replace oil and natural gas reserves could adversely impact results of operations and financial condition above). In addition, we expect that the Company results of operations from 2014 onwards will reflect our decision late in 2013 to fully planned or being implemented, leading the Company to reschedule, postpone or cancel development projects, or accept a lower rate of return on such projects; (ii) reducing the Group s liquidity, entailing lower resources to fund expansion projects, further dampening the Company s ability to grow future production and revenues; and (iii) triggering a review of future recoverability of the Company s carrying amounts of oil and gas properties, which could lead to the recognition of significant impairment charges.
The Company, like other players in the industry, assesses its oil&gas projects based on long-term scenarios for oil prices, which reflect management s best assumptions about the underlying fundamentals of global demand and supply. This approach supports the achievement of the expected returns on capital projects through the swings of the oil&gas cycle. For the 2014-2017 period Eni assumed a long-term price of $90 a barrel (real terms 2017). In this context the Company approved a capital expenditure plan amounting to euro 54 billion, 82% relating to exploration and development of oil and gas reserves, with a decrease of 5% in comparison with previous plan due to a higher degree of capital selection through a different schedule of project phases.
Volatile oil prices represent an uncertainty factor in view of achieving the Company s operating targets of production growth and reserve replacement due to the relevant amount of Production Sharing Agreements in Eni s portfolio. Under such contracts, the Company is entitled to receive a portion of the production, the sale of which should cover expenditures incurred and earn the Company a share of profit. Accordingly, the higher the reference prices for crude oil used to determine production and reserve entitlements, the lower the number of barrels to cover the same dollar amounts hence the amounts of booked production and reserves; and vice versa. The Company currently estimates that production entitlements in its PSAs decreases on average by approximately 1,000 bbl/d for a $1 increase in oil prices. The impact of price effects on the Company s production was immaterial in 2013. This sensitivity analysis relates to the existing Eni portfolio and might vary in the future.

Eni expects that tightening regulation in oil and gas activities following the

exploit the benefits of the natural hedging occurring between our Exploration & Production and Gas & Power segments. As a matter of fact, we estimate that the exposure to changes in crude oil prices of approximately 8-10% of our production is offset by equivalent and contrarian movements of the procurement costs of gas in our long-term supply contracts which index the cost of gas to crude oil prices. In previous reporting periods we entered into commodity derivatives to protect margins on gas sales in our Gas & Power business from exposure to crude oil changes and late in 2013 we discontinued this policy with a view to exploit the natural hedge provided by our equity production of crude oil. See the risk factors exposure to financial risks below.

Lower oil and gas prices over prolonged periods may also adversely affect Eni s results of operations and cash flows by:

(i) reducing rates of return of development projects either

Macondo accident will lead to rising compliance costs and other restrictions

The production of oil and natural gas is highly regulated and is subject to conditions imposed by governments throughout the world in matters such as the award of exploration and production interests, the imposition of specific drilling and other work obligations, income taxes and taxes on production, environmental protection measures, control over the development and abandonment of fields and installations, and restrictions on production. Following the Macondo accident in the Gulf of Mexico, Eni expects that governments throughout the world will implement stricter regulation on environmental protection, risk prevention and other forms of restrictions to drilling and other well operations. These new regulations and legislation, as well as evolving practices, could increase the cost of compliance and may also require changes to our drilling operations and exploration and development plans and may lead to higher royalties and taxes.

Uncertainties in estimates of oil and natural gas reserves

Several uncertainties are inherent in estimating quantities of proved reserves and in projecting future rates of production and timing of development expenditures. The accuracy of proved reserve estimates depends on a number of factors, assumptions and variables, among which the most important are the following:

- the quality of available geological, technical and economic data and their interpretation and judgment;
- projections regarding future rates of production and costs and timing of development expenditures;
- changes in the prevailing tax rules, other government regulations and contractual conditions;
- results of drilling, testing and the actual production performance of Eni s reservoirs after the date of the estimates which may drive substantial upward or downward revisions;

and changes in oil and natural gas prices which could affect the quantities of Eni s proved reserves since the estimates of reserves are based on prices and costs existing as of the date when these estimates are made. Lower oil prices or the projections of higher operating and development costs may impair the ability of the Company to economically produce reserves leading to downward reserve revisions.

In particular the reserve estimates are subject to revisions as prices fluctuate due to the cost recovery mechanism under the Company s PSAs and similar contractual schemes.

Many of these factors, assumptions and variables involved in estimating proved reserves are subject to change over time therefore impacting the estimates of oil and natural gas reserves. Accordingly, the estimated reserves reported as of the end of the period covered by this filing could be significantly different from the quantities of oil and natural gas that will ultimately be recovered. Any downward revision in Eni s estimated quantities of proved reserves would indicate lower future production volumes, which could adversely impact Eni s results of operations and financial condition.

Oil and gas activity may be subject to increasingly high levels of income taxes

operations and cash flows.

In the current uncertain financial and economic environment, governments are facing greater pressure on public finances, which may increase their motivation to intervene in the fiscal framework for the oil and gas industry, including the risk of increased taxation, nationalization and expropriations.

Eni s results depend on its ability to identify and mitigate the above mentioned risks and hazards which are inherent to Eni s operation.

Political considerations

A substantial portion of Eni s oil and gas reserves and gas supplies are located in Countries which are politically, socially and economically less stable than OECD Countries. Therefore Eni is exposed to risks of material disruptions to its operations in those less stable Countries. As of December 31, 2013, approximately 78% of Eni s proved hydrocarbon reserves were located in such Countries and 62% of Eni s supplies of natural gas came from Countries outside OECD Countries.

Adverse political, social and economic developments in any of those less stable Countries may negatively affect Eni s ability to continue operating in an economic way, either temporarily or permanently, and Eni s ability to access oil and gas reserves. In particular, Eni faces risks in connection with the following issues:

(i) lack of well-established and reliable legal systems and uncertainties surrounding enforcement of contractual rights;

(ii) unfavorable developments in laws, regulations and contractual arrangements leading, for example, to expropriations or forced divestitures of assets and unilateral cancellation or modification of contractual terms.

Eni is facing increasing competition from state-owned oil companies who are partnering Eni in a number of oil and gas projects and properties in the host Countries where Eni conducts its upstream operations. These state-owned oil companies can change contractual terms and other conditions of oil and gas projects in order to obtain a larger profit share from a given project, thereby reducing Eni s profit share. Furthermore, as of the

The oil and gas industry is subject to the payment of royalties and income taxes which tend to be higher than those payable in many other commercial activities. In addition, in recent years, Eni has experienced adverse changes in the tax regimes applicable to oil and gas operations in a number of Countries where the Company conducts its upstream operations. As a result of these trends, management estimates that the tax rate applicable to the Company s oil and gas operations is materially higher than the Italian statutory tax rate for corporate profit which currently stands at 38%. The tax rate of the Company s Exploration & Production segment for the fiscal year 2013 was approximately 60%. Management believes that the marginal tax rate in the oil and gas industry tends to increase in correlation with higher oil prices which could make it more difficult for Eni to translate higher oil prices into increased net profit. However, the Company does not expect that the marginal tax rate will decrease in response to falling oil prices. Adverse changes in the tax rate applicable to the Group profit before income taxes in its oil and gas operations would have a negative impact on Eni s future results of

balance sheet date receivables for euro 575 million relating to cost recovery under certain petroleum contracts in a non-OECD Country were the subject of an arbitration proceeding;

(iii) restrictions on exploration, production, imports and exports;

(iv) tax or royalty increases (including retroactive claims); and

(v) civil and social unrest, internal conflicts and other forms of political instability sabotages, strikes, acts of violence and incidents. These risks could result in disruptions in the economic activity, loss of output, plant closure, project delays, the loss of our personnel or assets, cause us to evacuate our personnel from certain Countries, cause us to increase spending on security worldwide, disrupt financial and commercial markets, including the supply of and pricing for oil and natural gas, and generate greater political and economic instability in some of the geographic areas in which we operate. Areas where we operate that have significant risk include, but are not limited to: the Middle East, Libya, Egypt, Algeria, Nigeria, Angola, Indonesia, Kazakhstan, Nigeria, Russia, and Venezuela. In addition, any possible reprisals as a consequence of military or other action, such as acts of terrorism in the United States or elsewhere, could have a material adverse effect on our business, consolidated results of operations, and consolidated financial condition. In 2013 our expected production levels in Nigeria and Libya were negatively impacted by continuing social unrest, protests, strikes, acts of sabotage and theft which forced us to disrupt or reduce our producing activities with an estimated cumulative loss of output of 110 boe/d for the year, negatively affecting our results of operations and cash flow. Looking forward, we expect that those risks will continue to affect our operations in those Countries and we do not plan for any meaningful recovery in our production plateau in both Countries over the next couple of years. In 2013 our production in Libya was 228 kboe/d, down by 12% from 2012; in Nigeria its was 125 kboe/d down by 19% from 2012. For more information about the status of our operations in Libya see the paragraph below.

While the occurrence of those events is unpredictable, it is likely that the occurrence of such events could cause Eni to incur material production losses or facility disruptions, by this way adversely impacting Eni s results of operations and cash flow.

Risks associated with continuing political instability in North Africa and the Middle East

As of end of 2013, approximately 30% of the Company s proved oil and gas reserves were located in North Africa and the Middle East. In 2011, several North African and Middle Eastern oil producing Countries experienced an extreme level of political instability that has resulted in changes in governments, unrest and violence and consequential economic disruptions. The instability of the socio-political framework in those Countries still represents an area of concern involving risks and uncertainties for the foreseeable future; particularly the internal situation in Libya continues to represent an issue for Eni s management. Throughout the course of Country. However, the Company has not experienced any disruption at its producing activities in the Country to date.

The Company believes that the political outlook in North Africa and the Middle East remains an area of risk for the Company s operations, results and strategic development.

Risks in the Company s Gas & Power business

Risks associated with the trading environment and competition in the industry

2013 marked the third consecutive year of operating losses at our Gas & Power segment which was driven by a prolonged demand downturn, strong competitive pressures and gas oversupplies. The Company expects those structural headwinds to continue to adversely impact results of operations and liquidity for the foreseeable future.

Gas demand has been severely hit by the economic slowdown in Europe and, more importantly, a steep fall of gas consumption in the thermoelectric sector. The latter trend was affected by an ongoing expansion of renewable sources of electricity which have benefited of governmental subsides across Europe, whilst coal has displaced gas on a large scale in firing power plants due to cost advantages and lowering rates for obtaining emission allowances in Europe due to the downturn. Coal prices have seen a dramatic fall in recent years due to a massive glut of coal on a global scale. In the face of weak demand, supplies on the European marketplace have continued to increase due to a number of factors. First of all, before the beginning of the downturn gas wholesaler operators in Europe grossly overestimated the projected growth rates in demand and committed to purchase large amounts of gas under long-tem supply contracts with producing Countries also bearing the volume risk as a result of the take-or-pay clause of those contracts. They also build large pipeline upgrade to import gas to Europe. Secondly, several LNG projects

2013, Eni s production performance in Libya was negatively impacted due to force majeure events reflecting ongoing instability in the socio-political context of the Country. It is worth mentioning that Eni is currently engaged in the recovery of the full production plateau at its producing assets in the Country, following the internal conflict of 2011 that forced the Company to shutdown almost all its producing facilities including gas exports for a period of about 8 months with a material impact on production volumes and operating results of that year. Due to the complexity of the transition period which the Country is currently undergoing, Eni is still in the process of restoring the full production plateau at its Libyan fields. For the full year 2013 Eni s facilities in Libya produced a level of 228 kboe/d, which was significantly lower than the pre-crisis production plateau of 273 kboe/d attained in 2010.

The internal situation in Egypt too seems to be complex as political unrest and civil clashes have been escalating throughout the course of 2013 jeopardizing any economic activity in the

came on stream, which improved the liquidity of spot markets. Finally, the fact that the US has reduced their dependence on LNG imports due to large increases in the domestic production of shale gas. This latter development has further added to global LNG supplies. Those trends have driven the expansion of very liquid continental hubs where spot prices have become the prevailing benchmark of sale contracts, particularly in the industrial and thermoelectric segments. Spot prices have been on a downtrend over the last few years reflecting oversupplies and weak demand. This trend has hit the profitability at European gas marketing operators, including Eni. Particularly, our results of operations for 2013 were adversely impacted by a faster than anticipated alignment between continental benchmarks and spot prices at Italian hubs leading to sharply lower price realizations in the Italian wholesale market. In addition trends in sales prices have not been reflected in the procurement costs of gas supplies as European gas operators procure their gas supplies under long-term contracts with producing Countries whereby the cost of gas is generally indexed to the price of crude oil and other derivatives which have diverged from trends in gas spot prices. Therefore wholesale margins on gas were squeezed due to this decoupling which has occurred between spot prices and the oil-linked costs of purchased gas. Adding to the pressure, reduced sales opportunities due to weak demand forced operators to compete even more aggressively on pricing to limit the financial risks associated with the take-or-pay clause provided by the long term supply contracts. On their part, large clients adopted opportunistic supply patterns, in order to take advantage of the large availability of spot gas. Finally governmental administrations in several European Countries have started to review the indexation mechanism of supply tariffs in the retail sector in order to make residential customers benefit from the ongoing trend in gas spot markets. In Italy, administrative bodies have already enacted effective October 1, 2013 a new indexation mechanism of the cost of the raw material in pricing formulas of the safeguarded retail market whereby the cost of gas in currently indexed to spot prices thus replacing the previous oil-linked indexation. This development will reduce our margins in the residential sector. See Regulation of the natural gas market in Italy below.

We forecast that market conditions will remain unfavorable in the gas sector in Italy and Europe for the foreseeable future due to the structural headwinds described above, volatile commodity prices and lack of visibility. We anticipate a number of risk factors to the profitability outlook of the Company s gas marketing business over the next two to three years. Those include weak demand growth due to a projected slow recovery in the Euro zone and macroeconomic uncertainties, declining thermoelectric consumption due to inter-fuel competition, continuing oversupplies and strong competition. Eni believes that those trends will negatively impact the gas marketing business future results of operations and cash flows by reducing gas selling prices and margins, also considering Eni s obligations under its take-or-pay supply contracts (see below).

The Company is seeking to improve its cost competitiveness by renegotiating more favorable contractual terms with

to large one-off price adjustments recorded in the reporting period when the new terms are agreed upon. In addition, in case the parties fail to arrange renewed contractual terms, both of them may seek an arbitration ruling, which would increase the uncertainty regarding the final outcome of the renegotiation process. A number of clients, to whom Eni supply on long-term basis, have already requested, and may request in the future, price revisions and other contractual changes.

The Company expects that current imbalances between demand and supply in the European gas market will persist for sometime

In 2013 gas demand fell remarkably, down by 7% and 1% in Italy and Europe, respectively, driven by the economic downturn and sharply lower gas consumption in the thermoelectric sector. While there are signs that demand may have finally bottomed by end of 2013, there is still little visibility on the evolution of gas demand due to the risks and uncertainties associated with a number of ongoing trends:

- uncertainties and volatility in the macroeconomic cycle; particularly the anticipated slow recovery of the economic activity in Europe will weigh on the prospects of any sustainable rebound in gas demand;
- EU policies intended on one hand to reduce green house gas emissions which should negatively impact the consumption of coal in producing electricity to advantage of gas; on the other hand continuing subsides to promote the development of renewable energy sources might jeopardize a recovery in gas-fired thermoelectric production which management still consider to be potentially the main engine of growth in gas demand;
- concrete developments following announcement made by certain national governments in Europe to shut down nuclear plants;
- growing adoption of consumption patterns and life-styles characterized by wider sensitivity to energy efficiency.

Against these ongoing trends, management has revised downward its estimates for gas demand: it is now assumed an almost flat demand environment in Italy and Europe up to 2017 compared to previous years

our long-term suppliers. If we fail to achieve this our profitability could be adversely affected

The Company s long-term supply contracts provide clauses whereby the parties are entitled to renegotiate pricing terms and other contractual conditions from time to time to reflect in a changed market environment. The Company is currently seeking to renegotiate better terms and pricing of our long-term supply contracts to align its cost structure to prices prevailing in the marketplace in order to preserve the profitability of its gas operations and to reduce the annual minim take of its contracts dictated by the take-or-pay clause in order to be more flexible in the current weak demand environment. If Eni fails to obtain the planned benefits, future results and cash flow could be adversely affected. Furthermore, management believes that the results of the Gas & Power segment will become more volatile and unpredictable in future years as contractual renegotiations take time to define, possibly leading assumptions made in the industrial plan 2013-2016 of a growth rate of 1.7-1.8%. It is worth mentioning that the projected levels of European gas demand in 2017 are significantly lower than the pre-crisis levels registered in 2008 as a result of weak fundamentals.

The projected moderate dynamics in demand might not be enough to balance the current situation of oversupply in the marketplace over the next two to three years according to management s estimates. Gas supplies have been built up in recent years as new, large investments to upgrade import pipelines to Europe have come online from Russia and Algeria and gas wholesalers have contracted important volume of supplies under long-tem arrangement in past years, forecasting certain trends in demand which actually failed to materialize.

Furthermore, in the near future management expects the start-up of new infrastructures in various European entry points which will add large amounts of new import capacity

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over the next few years. Those include a new line of the North Stream pipeline connecting Russia to Germany through the Baltic Sea as well as new LNG facilities. In Italy, the gas offered will increase moderately in the future as a new LNG plant is expected to start operations at Livorno with a 4 bcm treatment capacity and effects are in place of Law Decree No. 130/2010 about storage capacity which is expected to increase by 4 bcm by 2015. Those negatives will be partially tempered by a declining availability of LNG on a worldwide scale which has been absorbed by growing energy requirements from East Asian economies. In addition Europe s internal production is maturing. However, in the long-term management expects the start-up of an array of global LNG projects which are expected to materially add to global LNG supplies as well as it is likely that the United States will support the development of gas export from the domestic production. Overall we see a well supplied global gas market.
Those trends represent risks to the Company s future results of operations and cash flows in its gas business.

Current, negative trends in gas demands and supplies 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 with a view of supplying the Italian gas market and anticipating certain trends in gas demand which actually failed to materialize, Eni has signed a number of long-term gas supply contracts with national operators of key producing Countries that supply the European gas markets. These contracts have been ensuring approximately 80 bcm of gas availability from 2010 (including the Distrigas portfolio of supplies and excluding Eni s other subsidiaries and affiliates) with a residual life of approximately 14 years and a pricing mechanism that indexes the cost of gas to the price of crude oil and its products (gasoil, fuel oil, etc.). These contracts include take-or-pay clauses whereby the Company is required to off-take minimum, preset volumes of gas in each year of the contractual term or, in case of failure, to pay the whole price, or a fraction of based on the arithmetical average of monthly base prices current in the year of the off-take. Similar considerations apply to ship-or-pay contractual obligations.
Management believes that the current market outlook pointing to weak gas demand growth and large gas availability, the possible evolution of sector-specific regulation, as well as strong competitive pressures in the marketplace represent risk factors to the Company s ability to fulfill its minimum take obligations associated with its long-term supply contracts.
Since the beginning of the downturn in the European gas market late in 2009 to the balance sheet date, Eni has incurred the take-or-pay clause as the Company collected lower volumes than its minimum take obligations in each of those years accumulating deferred costs amounting to euro 1.9 billion and has paid the relevant cash advances.
Considering ongoing market trends and the Company s outlook for its sales volumes which are anticipated to remain flat or to decrease slightly in 2014 and in the subsequent years, management believes that the Company s ability to fulfill its minimum take obligations under current take-or-pay contracts might be at risk. In order to reduce the financial risk the Company may decide to dispose of its gas availability deriving from its minimum take obligations by selling that gas at lower prices thus negatively impacting the results of operations.
In addition to the financial risk, failure to off-take the contractual minimum amounts exposes the Company to a price risk, because the purchase price Eni will ultimately be required to pay is based on future energy prices which may be higher than the energy prices prevailing when the off-take obligation arose. In addition, Eni is subject to the risk of not being able to dispose of pre-paid volumes should the total addressable market be smaller than the Company s gas availability in the relevant period. Finally, the Company expects to incur financing costs considering the cash advances already paid to its suppliers.
As a result of those risks, the Company s selling margins, results of operations and cash flow may be negatively affected.
As to the deferred costs stated in the balance sheet, based on management s outlook for gas demand and offer in Europe, and projections for sales volumes and unit margins in future years, the Company believes that

that price, up to the minimum contractual quantity. The take-or-pay clause entitles the Company to off-take pre-paid volumes of gas in later years during the period of contract execution. Amounts of cash prepayments and time schedules for off-taking pre-paid gas vary from contract to contract. Generally, cash prepayments are calculated on the basis of the energy prices current in the year when the Company is scheduled to purchase the gas, with the balance due in the year when the gas is actually purchased. Amounts of pre-payments range from 10 to 100%. of the full price.

The right to off-take pre-paid gas expires within a ten-year term in some contracts or remains in place until contract expiration in other arrangements. In addition, the right to off-take the pre-paid gas can be exercised in future years provided that the Company has fulfilled its minimum take obligation in a given year and within the limit of the maximum annual quantity. In this case, Eni will pay the residual price calculating it as the percentage that complements 100%, the pre-paid volumes of gas due to the incurrence of the take-or-pay clause will be off-taken in the long-term in accordance to current contractual terms thus recovering the cash advances paid to suppliers.

Management plans to use all available options to mitigate the take-or-pay risk and the associated financial risks, particularly with a view to obtain a better balance in the Italian market where the total addressable market is projected to be lower than the total amount of take-or-pay obligations retained by Italian wholesalers. The planned initiatives include the renegotiations of better pricing term in order to align the cost of supplies to the selling benchmarks prevailing in the marketplace in order to regain competitiveness. Also the Company plans to renegotiate the contractual flexibility in order to reduce its minimum take obligations or to gain higher commercial flexibility, and finally it plans to use commercial and other initiatives involving its suppliers in order to restructure its contract portfolio.

Risks associated with sector-specific regulations in Italy

Risks associated with the regulatory powers entrusted to the Italian Authority for Electricity and Gas in the matter of pricing to residential customers

The Authority for Electricity and Gas is entrusted with certain powers in the matters of natural gas pricing. 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 50,000 cm/y (as provided for by Resolution ARG/gas No. 64/2009) taking into account the public goal of containing the inflationary pressure due to rising energy costs. Accordingly, decisions of the Authority for Electricity and Gas on these matters may limit the ability of Eni to pass an increase in the cost of the raw material onto final consumers of natural gas. Historically, the indexation mechanism set by the Authority for Electricity and Gas basically provided that the cost of the raw material in the pricing formula to the residential sector was indexed to crude oil prices. This allowed Eni to maintain profitable operations in the retail market since selling prices mirrored supply costs.

However, following a wave of governmental measures intended to spur competition in the domestic markets, the AEEG with resolution No. 196 effective October 1, 2013, reformulated the pricing mechanism of gas supplies to retail customers by introducing a full indexation of the raw material cost component of the tariff to spot prices. The new tariff regime intends to partially offset the negative impact to be born by wholesalers by introducing certain tariff components, applicable for the next two thermal years, in order to provide a gradual transition from oil-linked prices to spot market determined prices, to cover the costs of the transition to the new supply formula and to favor an effective renegotiation of long-term contracts for importing gas. Management believes that this development is likely to negatively affect the commence, restrict the types, quantities and concentration of various substances that can be released into the environment in connection with exploration, drilling and production activities, as well as refining, petrochemicals and other Group operations, limit or prohibit drilling activities in certain protected areas, require to remove and dismantle drilling platforms and other equipment and well plug-in once oil and gas operations have terminated, provide for measures to be taken to protect the safety of the workplace and health of communities involved by the Company s activities, and impose criminal or civil liabilities for polluting the environment or harming employees or communities health and safety resulting from oil, natural gas, refining, petrochemical and other Group s operations.

These laws and regulations also discipline emissions of substances and pollutants, handling of hazardous materials and discharges to surface and subsurface of water resulting from the operation of oil and natural gas extraction and processing plants, petrochemical plants, refineries, service stations, vessels, oil carriers, pipeline systems and other facilities owned by Eni. In addition, Eni s operations are subject to laws and regulations relating to the production, handling, transportation, storage, disposal and treatment of waste materials. Breach of environmental, health and safety laws exposes the Company s employees to criminal and civil liability and the Company to the incurrence of liabilities associated with compensation for environmental, health or safety damage as well as damage to its reputation. Additionally, in the case of violation of certain rules regarding the safeguard of the environment and safety in the workplace, the Company can be liable due to negligent or willful conduct on part of its employees as per Law Decree No. 231/2001.

Environmental, health and safety laws and regulations have a substantial impact on Eni s operations. Management expects that the Group will continue to incur significant amounts of operating expenses and expenditures to comply with laws and regulations addressing the safeguard of the environment, safety on the workplace, health of employees, contractors and communities involved by the Company operations, including:

- costs to prevent, control, eliminate or reduce certain types of air and water emissions and handle waste and other hazardous materials, including the costs incurred profitability of the Company sales in the residential market in Italy because it is expected that trends in spot prices will be less favorable than the oil-linked cost of gas supplies to the Group, thus limiting the ability to pass cost increases to clients. This is likely to adversely affect the Company s future results and cash flow.

Environmental, health and safety regulation

Eni has incurred in the past and expects to incur significant operating expenses and expenditures in relation to compliance with applicable environmental, health and safety regulations in future years

Eni is subject to numerous EU, international, national, regional and local environmental, health and safety laws and regulations concerning its oil and gas operations, products and other activities. Generally, these laws and regulations require the acquisition of a permit before drilling for hydrocarbons may

in connection with government action to address climate change;
- remedial and clean-up measures related to environmental contamination or accidents at various sites, including those owned by third parties (see discussion below);
- damage compensation claimed by individuals and entities, including local, regional or state administrations, caused by our activities or accidents; and
- costs in connection with the decommissioning and removal of drilling platforms and other facilities, and well plugging.

Furthermore, in the Countries where Eni operates or expects to operate in the near future, new laws and regulations, the imposition of tougher license requirements, increasingly strict enforcement or new interpretations of existing laws and regulations or the discovery of previously unknown contamination may also cause us to incur material costs resulting from actions taken to comply with such laws and

regulations, including:
- modifying operations;
- installing pollution control equipment;
- implementing additional safety measures; and
- performing site clean-ups.

As a further result of any new laws and regulations or other factors, Eni may also have to curtail, modify or cease certain operations or implement temporary shutdowns of facilities, which could diminish our productivity and materially and adversely impact our results of operations, including profits.

Security threats require continuous assessment and response measures. Acts of terrorism against our plants and offices, pipelines, transportation or computer systems could severely disrupt businesses and operations and could cause harm to people.

Existing or future laws, regulations, treaties or international agreements related to greenhouse gases and climate change could have a negative impact on our business and may result in additional compliance obligations with respect to the release, capture, and use of carbon dioxide that could have a material adverse effect on our liquidity, consolidated results of operations, and consolidated financial condition

Changes in environmental requirements related to greenhouse gases and climate change may negatively impact demand for oil and natural gas exploration and production may decline as a result of environmental requirements (including land use policies responsive to environmental concerns). State, national, and international governments and agencies have been evaluating climate-related legislation and other regulatory initiatives that would restrict emissions of greenhouse gases in areas in which we conduct business. Because our business depends on the global demand for oil and natural gas, existing or future laws, regulations, treaties, or international agreements related to greenhouse gases and climate change, including incentives to conserve energy or use alternative energy sources, could have a negative impact on our business if would result in damage to the environment, employees and communities. The occurrence of any such events could have a material adverse impact on the Group business, competitive position, cash flow, results of operations, liquidity, future growth prospects, shareholders return and damage to the Group reputation.

We are exposed to claims under environmental requirements and, from time-to-time, such claims have been made against us. In Italy, environmental requirements and regulations typically impose strict liability. Strict liability means that in some situations we could be exposed to liability for cleanup and remediation costs, natural resource damages, and other damages as a result of our conduct that was lawful at the time it occurred or the conduct of prior operators or other third parties.

We are periodically notified of potential liabilities at Italian sites. These potential liabilities may arise from both historical Eni operations and the historical operations of companies that we have acquired, including a number of industrial sites that the Company disposed of, liquidated, closed or shut down in prior years where Group products have been produced, processed, stored, distributed or sold, such as chemical plants, mineral-metallurgic plants, refineries and other facilities. At those industrial locations Eni has commenced a number of initiatives to restore and cleanup proprietary or concession areas that were allegedly contaminated and polluted by the Group s industrial activities. Notwithstanding the Group claimed that it cannot be held liable for such past contaminations as permitted by applicable regulations in case of declaration rendered by a guiltless owner i.e. as a result of our conduct that was lawful at the time it occurred, several public administrations have been acting against Eni to claim both the environmental damage and measures to perform additional cleanup and remediation projects in a number of civil and administrative proceedings. We also could be subject to third-party claims, including punitive damages, with respect to environmental matters for which we have been named as a potentially responsible party. Our exposure at these sites may be materially impacted by unforeseen adverse developments both in the final remediation costs and with respect to the final allocation among the various parties involved at the sites.

We expect remedial and cleanup activities at our sites to such laws, regulations, treaties, or international agreements reduce the worldwide demand for oil and natural gas. Likewise, such restrictions may result in additional compliance obligations with respect to the release, capture, sequestration, and use of carbon dioxide that could have a material adverse effect on our liquidity, consolidated results of operations, and consolidated financial condition.

Eni has incurred in the past and may incur in the future material environmental liabilities in connection with the environmental impact of its past and present industrial activities. Also plaintiffs may seek to obtain compensation for damage resulting from events of contamination and pollution

Risks of environmental, health and safety incidences and liabilities are inherent in many of Eni s operations and products. Notwithstanding management s belief that Eni adopts high operational standards to ensure safety of its operations and to protect the environment and health of people and employees, it is possible that incidents like blow outs, oil spills, contaminations and similar events could occur that continue the foreseeable future impacting Eni s liquidity, as with reference to the balance sheet date the Group has accrued risk provisions to cope with all existing environmental liabilities whereby both a legal or constructive obligation to perform a clean-up or other remedial actions is in place and the associated costs can be reasonably estimated. The accrued amounts represent the management s best estimates of the Company s liability.

Management believes that it is possible that in the future Eni may incur significant environmental expenses and liabilities in addition to the amounts already accrued due to: (i) the likelihood of as yet unknown contamination; (ii) the results of ongoing surveys or surveys to be carried out on the environmental status of certain Eni s industrial sites as required by the applicable regulations on contaminated sites; (iii) unfavorable developments in ongoing litigation on the environmental status of certain Company s site where

a number of public administrations and the Italian Ministry for the Environment act as plaintiffs; (iv) the possibility that new litigation might arise; (v) the probability that new and stricter environmental laws might be implemented; and (vi) the circumstance that the extent and cost of environmental restoration and remediation programs are often inherently difficult to estimate leading to underestimation of the future costs of remediation and restoration.
As a result of those risks, liability for damages arising as a result of environmental laws could be substantial and could have a material adverse effect on our liquidity, consolidated results of operations, and consolidated financial condition.

Risks related to changes in the price of oil, natural gas, refined products and chemicals

Operating results in Eni s Exploration & Production, Refining & Marketing and Chemical segments are affected by changes in the price of crude oil and by the impacts of movements in crude oil prices on margins of refined and petrochemical products.

Eni s results of operations are affected by changes in international oil prices

Overall, lower oil prices have a net adverse impact on Eni s results of operations. The effect of lower oil prices on Eni s average realizations for produced oil is generally immediate. Furthermore, Eni s average realizations for produced oil differ from the price of Brent crude marker primarily due to the circumstance that Eni s production list, which also includes heavy crude qualities, has a lower American Petroleum Institute (API) gravity compared with Brent crude (when processed the latter allows for higher yields of valuable products compared to heavy crude qualities, hence higher market price).

small businesses as spot prices are progressively replacing oil prices in the indexation mechanism of the raw material cost in selling formulas to those customers. See the paragraph Risks in the Company s gas business above for more information.
In the Refining & Marketing and Chemicals businesses a time lag exists between movements in oil prices and in prices of finished products.

Eni s results of operations are affected by changes in European refining margins

Results of operations of Eni s Refining & Marketing segment are substantially affected by changes in European refining margins which reflect changes in relative prices of crude oil and refined products. The prices of refined products depend on global and regional supply/demand balances, inventory levels, refinery operations, import/export balances and weather. Furthermore, Eni s realized margins are also affected by relative price movements of heavy or sour crude qualities versus light or sweet crude qualities, taking into account the ability of Eni s refineries to process complex crudes that represent a cost advantage when market prices of heavy crudes are relatively cheaper than the marker Brent price.
In each of the latest three fiscal years, Eni s refining margins were largely unprofitable as the high cost of oil was only partially transferred to final prices of fuels pressured by weak demand, high worldwide and regional inventory levels and excess refining capacity particularly in the Mediterranean area. Furthermore, the profitability of complex cycles was impaired due to shrinking price differentials between heavy crudes versus light ones. Management does not expect any significant recovery in industry fundamentals over the short to medium term. The sector as a whole will continue to suffer from weak demand and excess capacity, while the cost of oil feedstock may continue rising and price differentials may remain compressed.
In this context, management expects that the Company s refining margins will remain at unprofitable levels in 2014 and possibly beyond.

Eni s results of operations are affected by changes in petrochemical margins

The favorable impact of higher oil prices on Eni s results of operations may be offset in part by opposite trends in margins for Eni s downstream businesses

The impact of changes in crude oil prices on Eni s downstream businesses, including the Gas & Power, the Refining & Marketing and the Chemicals businesses, depends upon the speed at which the prices of gas and products adjust to reflect movements in oil prices.

In the Gas & Power segment, increases in oil price represent a risk to the profitability of the Company sales as gas supplies are mainly indexed to the cost of oil and certain refined products, while selling prices are mainly benchmarked to gas spot prices quoted at continental hubs. In the current trading environment, spot prices at those hubs have ceased to track the oil prices to which Eni s long-term supply contracts are indexed.

In addition, the Italian Authority for Electricity and Gas and other European regulatory Authorities may limit the ability of the Company to pass cost increases linked to higher oil prices onto selling prices in supplies to residential customers and

Eni s margins on petrochemical products are affected by trends in demand for petrochemical products and movements in crude oil prices to which purchase costs of petroleum-based feedstock are indexed. Given the commoditized nature of Eni petrochemical products, it is difficult for the Company to transfer higher purchase costs for oil-based feedstock to selling prices to customers. In each of the latest three fiscal years, Eni s petrochemicals business reported operating losses due to unprofitable margins on basic petrochemicals products, mainly the margin on cracker, reflecting high oil-based feedstock costs and as demand for petrochemicals commodities plunged due to the economic downturn. A weak demand outlook and rising oil-based feedstock costs are expected to continue to adversely affect Eni s results of operations and liquidity in this business segment in 2014 and possibly beyond.

Outlook

The 2014 outlook features a moderate strengthening in the global economic recovery. Still a number of uncertainties are surrounding this outlook due to weak growth prospects in the Euro-zone and risks concerning the emerging economies. Crude oil prices are forecast on a solid trend driven by geopolitical factors and the resulting technical issues in a few important producing Countries against the backdrop of well supplied global markets. Management expects that the trading environment will remain challenging in the Company s businesses. We expect continuing weak conditions in the European industries of gas distribution, refining and marketing of fuels and chemical products, where we do not anticipate any meaningful improvement in demand, while competition, excess supplies and overcapacity will continue to weigh on selling margins of energy commodities. In this scenario, management reaffirms its commitment in restoring profitability and preserving cash generation at the Company s mid and downstream businesses leveraging on cost cuts and continuing renegotiation of long-term gas supply contracts, capacity restructuring and reconversion and product and marketing innovation.

Management expects the key production and sales trends of Eni businesses to be as follows:

- **Production of liquids and natural gas:** production is expected to remain substantially in line to 2013, excluding the impact of the divestment of Eni s interest in the Russian gas assets of Artic Russia;
- **Gas sales:** natural gas sales are expected to be slightly lower than 2013. Management plans to strengthen marketing efforts and innovation to fend off competitive pressures both in the large customers segment and in the retail segment considering an ongoing demand downturn and oversupplies, particularly in Italy;
- **Refining throughputs on Eni s account:** volumes are expected to be slightly lower than those processed in 2013, due to capacity reductions only partially offset by higher output at the new EST technology conversion plant at the Sannazzaro Refinery;
- **Retail sales of refined products in Italy and the Rest of Europe:** retail sales are expected to be slightly lower than in 2013 due to an ongoing demand downturn in Italy and the expected impact of network reorganization in Italy and in Europe;
- **Engineering & Construction:** 2014 will be a transitional year with a recovery in profitability, the dimension of which relies upon the effective execution of operational and commercial activities at low-margin contracts still present in the current portfolio,
in addition to the speed at which bids underway will be awarded.

In 2014, management expects a capital budget in line with 2013 (euro 12.75 billion in capital expenditure and euro 0.32 billion in financial investments in 2013). Assuming a Brent price of $104 a barrel on average for the full year 2014, the ratio of net borrowings to total equity leverage is projected to be almost in line with the level achieved at the end of 2013, due to cash flows from operations and portfolio transactions.

Other information

Consob proceedings

On January 29, 2013 Saipem SpA issued a press release announcing a new estimate of earnings for the full year 2012 and issued an earnings guidance for 2013. In connection with that press release, on January 31, 2013 Saipem received a communication from Consob, the Italian market authority, asking the company to describe the process of evaluation and the considerations that led to the decision to issue such a press release and to report to Consob the information and data used to revise the previous earning guidance.

On June 14, 2013, Saipem SpA issued a press release further revising its guidance for 2013 operating profit and net profit, Consob sent a new request for information on June 19, 2013, regarding: (i) Saipem s contractual relationships with the customer Sonatrach starting from January 2013; (ii) the contracts for which the expected margins have been revised downwards and the relevant reasons. On July 1, 2013 Saipem responded to the above requests.

On July 19, 2013 Consob communicated to Saipem the commencement of a proceeding to review potential issues of non-compliance of Saipem s 2012 separate and consolidated financial statements with the accounting standard IAS 11 (Construction contracts). According to Consob s communication, Saipem should have recognized in the 2012 financial statements the estimate revisions relating to certain contracts which were in progress at December 31, 2012. These estimate revisions were included in the profit warning issued on June 14, 2013 and recognized in the accounts of the first half of 2013. Furthermore, Consob alleged that an increase of costs/losses related to 2012 should have been recorded in the 2012 financial statements, which Saipem did not recognize in either its 2012 Financial Statements or in its 2013 Interim financial statements. In the report on the third quarter of 2013, Saipem announced that it would recognize errors in the separate and consolidated questioned by Consob. On December 5, 2013, Consob, after obtaining additional clarifications and information from Saipem, informed Saipem that it would dismiss the proceeding without requesting Saipem to disclose further accounting information or further challenging the 2012 accounts.

On March 14, 2014, the Saipem Board of Directors approved the separate and consolidated financial statements for 2013, which were prepared in accordance with the announcement made in the report on the third quarter of 2013. Specifically, the adjustment made to the 2012 accounts, which were presented as comparative information in the 2013 financial statements, determined a reduction of euro 245 million in the 2012 net profit and in the net equity as of December 31, 2012, without any tax effect, therefore determining a corresponding increase in the 2013 full year result. On August 2, 2013 Consob requested Eni to state its point of view about: (i) the non-compliance issue of Saipem s 2012 separate and consolidated financial statements with IFRSs; (ii) the impact that such issues may have on the Eni s financial statements. Eni replied to Consob, with reference to the first item that it was specifically addressed by Saipem; with reference to the possible effect of a restatement of the Saipem s financial statements on the Eni s consolidated financial statements, Eni submitted to Consob that, in accordance with IAS 8, any adjustment should be made only if the misstatement can be deemed to be material. Eni believes that the restatement made by Saipem of its accounts cannot be considered material within Eni s consolidated financial statements, taking into account the size of the restated amount in the context of the Eni s consolidated results, assets and total equity. Accordingly, Eni s consolidated accounts for the year 2013 did not reflect the restatement made by Saipem, and Eni s 2012 comparative financial statements are consistent with those included in the annual report for the year 2012. Therefore, Eni s consolidated results for the full year 2013 reflect the euro 245 million lower financial statements as of December 31, 2013, in accordance with IAS 8, paragraph 42. Therefore, in the 2013 Annual Report, the comparative financial statements for 2012 were restated to recognize euro 245 million of lower contract revenues relating to the projects whose accounting was contract revenues (before elimination of an immaterial amount of intercompany profit), which instead were recognized by Saipem in the 2012 restated comparative financial data.

The effects of the restatement that was made by Saipem and not by Eni are disclosed below.

SUMMARIZED GROUP BALANCE SHEET

(euro million)	Dec. 31, 2012	Saipem s adjustment (*)	Dec. 31, 2012 restated
Net capital employed	**78,069**	**(245)**	**77,824**
Total Eni s shareholders equity	**62,558**	**(245)**	**62,313**
Non-controlling interest	*59,060*	*(106)*	*58,954*
Eni s shareholders equity	*3,498*	*(139)*	*3,359*
Net borrowings	**15,511**		**15,511**
Total liabilities and shareholders equity	**78,069**	**(245)**	**77,824**

GROUP BALANCE SHEET

(euro million)	Dec. 31, 2012	Saipem s adjustment (*)	Dec. 31, 2012 restated
Total assets	**139,878**	**(245)**	**139,633**
Total liabilities	**77,320**		**77,320**
Total Eni s shareholders equity	**62,558**	**(245)**	**62,313**
Non-controlling interest	*3,498*	*(139)*	*3,359*
Eni s shareholders equity	*59,060*	*(106)*	*58,954*
Total liabilities and shareholders equity	**139,878**	**(245)**	**139,633**

PROFIT AND LOSS

(euro million)	2012	Saipem s adjustment (*)	2012 restated
Net profit	**8,676**	**(245)**	**8,431**
Eni s shareholders	*7,790*	*(106)*	*7,684*
Non-controlling interest	*886*	*(139)*	*747*

PROFIT AND LOSS

(euro million)	2013	Saipem s adjustment (*)	2013 restated
Net profit	**4,972**	**245**	**5,217**
Eni s shareholders	*5,160*	*106*	*5,266*
Non-controlling interest	*(188)*	*139*	*(49)*

(*) Before elimination of immaterial intersegment profit.

Treasury shares

As of December 31, 2013, Eni s treasury shares in portfolio amounted to No. 11,388,287, corresponding to 0.31% of share capital of Eni, represented by No. 3,634,185,330 ordinary shares, for a total book value of euro 201 million. Compared to December 31, 2012, there was no variation regarding the number of Eni s treasury shares in portfolio.

On May 10, 2013, the Ordinary Shareholders meeting prior to each individual transaction, increased by 5% and in any case up to a total amount of euro 6,000 million, according to the operational procedures established by the rules that govern the organization and management of Borsa Italiana SpA.

As of February 28, 2014 Eni repurchased 6,620,916 treasury shares for a total amount of euro 113 million at an average price of euro 17.0865 per share.

revoked, for the part that had not been accomplished by the date of meeting, the authorization to purchase ordinary Eni shares, resolved on July 16, 2012 by the Board of Directors. Besides that, the Ordinary Shareholders meeting resolved to authorize the Board of Directors to purchase Eni s shares on the Mercato Telematico Azionario in one or more transactions and in any case within 18 months from the date of the resolution up to a maximum number of 363,000,000 ordinary Eni s shares, for a total amount not less than euro 1.102 and not more than the official price, recorded for the security in the Stock Exchange session

Continuing listing standards provided by Article No. 36 of Italian exchanges regulation (adopted with Consob Decision No. 16191/2007 as amended) about issuers that control subsidiaries incorporated or regulated in accordance with laws of extra-EU Countries

Certain provisions have been enacted regulating continuing Italian listing standards of issuers controlling subsidiaries that are incorporated or regulated in accordance with laws of extra-EU Countries, also having a material impact on the Consolidated Financial Statements of the parent company.

Regarding the aforementioned provisions, the Company discloses that:
- as of December 31, 2013, ten of Eni s subsidiaries: Burren Energy (Bermuda) Ltd, Eni Congo SA, Eni Norge AS, Eni Petroleum Co Inc, NAOC-Nigerian Agip Oil Co Ltd, Nigerian Agip Exploration Ltd, Burren Energy (Congo) Ltd, Eni Finance USA Inc, Eni Trading & Shipping Inc and Eni Canada Holding Ltd, fall within the scope of the new continuing listing standards. Eni has already adopted adequate procedures to ensure full compliance with the new regulations;
- the Company has already adopted adequate procedures to ensure full compliance with the regulation.

Branches

In accordance with Article No. 2428 of the Italian Civil Code, it is hereby stated that Eni has the following branches:

San Donato Milanese (MI) - Via Emilia, 1;
San Donato Milanese (MI) - Piazza Vanoni, 1.

Subsequent events

On March 28, 2014, through an accelerated book-building procedure aimed at institutional investors, Eni sold approximately 7% of the share capital of Galp Energia SGPS SA at the price of euro 12.10 per share, for a total consideration of euro 702.4 million. Following this transaction, Eni retains a 9% interest in Galp, of which 8% underlying the approximately euro 1,028 million exchangeable bond due on November 30, 2015.

Other subsequent business developments are described in the operating review of each of Eni s business segments.

Glossary

The glossary of oil and gas terms is available on Eni s web page at the address eni.com. Below is a selection of the most frequently used terms.

Financial terms

- **Dividend Yield** Measures the return on a share based on dividends for the year. Calculated as the ratio of dividends per share of the year and the average reference price of shares in the last month of the year. Generally, companies tend to keep a constant dividend yield, as shareholders compare this indicator with the yield of other shares or other financial instruments (e.g. bonds).

- **Leverage** Is a measure of a company s debt, calculated as the ratio between net financial debt and shareholders equity, including minority interests.

- **ROACE** Return On Average Capital Employed Is the return on average capital invested, calculated as the ratio between net income before minority interests, plus net financial charges on net financial debt, less the related tax effect and net average capital employed.

- **Coverage** Financial discipline ratio, calculated as the ratio between operating profit and net finance charges.

- **Current ratio** Measures the capability of the company to repay short-term debt, calculated as the ratio between current assets and current liabilities.

- **Debt coverage** Rating companies use the debt coverage ratio to evaluate debt sustainability. It is calculated as the ratio between net cash provided by operating activities and net borrowings, less cash and cash-equivalents, Securities held for non-operating purposes and financing receivables for non operating purposes.

- **Profit per boe** Measures the return per oil and natural gas barrel produced. It is calculated as the ratio between Results of operations from E&P activities (as defined by FASB Extractive Activities - Oil & Gas Topic 932) and impairment and exploration expenses (as defined by FASB Extractive Activities - Oil & Gas Topic 932) and volumes of oil and gas produced.

- **Finding & Development cost per boe** Represents Finding & Development cost per boe of new proved or possible reserves. It is calculated as the overall amount of exploration and development expenditure, the consideration for the acquisition of possible and probable reserves as well as additions of proved reserves deriving from improved recovery, extensions, discoveries and revisions of previous estimates (as defined by FASB Extractive Activities - Oil & Gas Topic 932).

Oil and natural gas activities

- **Average reserve life index** Ratio between the amount of reserves at the end of the year and total production for the year.

- **Barrel** Volume unit corresponding to 159 liters. A barrel of oil corresponds to about 0.137 metric tons.

- **Boe (Barrel of Oil Equivalent)** Is used as a standard unit measure for oil and natural gas. From July 1, 2012, Eni has updated the conversion rate of gas to 5,492 cubic feet of gas equals 1 barrel of oil (it was 5, 550 cubic feet of gas per barrel in previous reporting periods).

- **Carbon Capture and Storage (CCS)** Technique of CO_2 capture and storage through an integrated process that involves: (i) capture of CO_2 associated with large combustion plants, power generation plants, industrial point sources, as well as natural gas fields; (ii) transport to the storage sites, generally via pipeline; and (iii) sequestration in geological sites on land or under the sea floor.

- **Concession contracts** Contracts currently applied mainly in Western Countries regulating relationships between States and oil companies with regards to production sold.

- **Opex per boe** Measures efficiency in the oil&gas development activities, calculated as the ratio between operating costs (as defined by FASB Extractive Activities - Oil & Gas Topic 932) and production sold.

- **Cash flow per boe** Represents cash flow per each boe of hydrocarbon produced, less non-monetary items. Calculated as the ratio between Results of operations from E&P activities, net of depreciation, depletion, amortization and

hydrocarbon exploration and production. The company holding the mining concession has an exclusive on mining activities and for this reason it acquires a right on hydrocarbons extracted, against the payment of royalties to the State on production and taxes on oil revenues.

- **Condensates** These are light hydrocarbons produced along with gas, that condense to a liquid state at normal temperature and pressure for surface production facilities.

- **Contingent resources** Amounts of oil and gas estimated at a given date that are potentially recoverable by means of development projects that are not considered commercially recoverable due to one or more contingency.

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- **Conversion** Refinery process allowing the transformation of heavy fractions into lighter fractions. Conversion processes are cracking, visbreaking, coking, the gasification of refinery residues, etc. The ration of overall treatment capacity of these plants and that of primary crude fractioning plants is the conversion rate of a refinery. Flexible refineries have higher rates and higher profitability.

- **Deep waters** Waters deeper than 200 meters.

- **Development** Drilling and other post-exploration activities aimed at the production of oil and gas.

- **Elastomers** (or Rubber) Polymers, either natural or synthetic, which, unlike plastic, when stress is applied, return, to a certain degree, to their original shape, once the stress ceases to be applied. The main synthetic elastomers are polybutadiene (BR), styrene-butadiene rubber (SBR), ethylenepropylene rubber (EPR), thermoplastic rubber (TPR) and nitrylic rubber (NBR).

- **Emissions of NMVOC (Non Methane Volatile Organic Compounds)** Total direct emissions of hydrocarbons, hydrocarbons substitutes (e.g. mercaptans) and oxygenated hydrocarbons (e.g. MTBE) that evaporate at normal temperature. They include LPG and exclude methane. Main sources are fugitive emissions from storage tanks and pipelines in industrial plants and deposits, distribution networks, flaring (often incomplete), venting, etc.

- **Emissions of NO_x (Nitrogen Oxides)** Total direct emissions of nitrogen oxides deriving from combustion processes in air. They include NO_x emissions from flaring activities, sulphur recovery processes, FCC regeneration, etc. They include NO and NO_2 emissions and exclude N_2O emissions.

- **Emissions of SO_x (Sulfur Oxides)** Total direct emissions of sulfur oxides including SO_2 and SO_3 emissions. Main sources are combustion plants, diesel engines (including maritime engines), gas flaring (if the gas contains H_2S), sulphur recovery processes, FCC regeneration, etc.

- **FPSO vessel** Floating, Production, Storage and Offloading system made-up of a large capacity oil tanker including a large hydrocarbon treatment plant. This system, moored at the bow in order to maintain a geostationary position, is in fact a temporary fixed platform linking the underwater wellheads to the treatment, storage and offloading systems onboard by means of risers from the seabed.

- **Green House Gases (GHG)** Gases in the atmosphere, transparent to solar radiation, can consistently trap infrared radiation emitted by the earth s surface, atmosphere and clouds. The six relevant greenhouse gases covered by the Kyoto Protocol are carbon dioxide (CO_2), methane (CH_4), nitrous oxide (N_2O), hydrofluorocarbons (HFCs), perfluorocarbons (PFCs) and sulfur hexafluoride (SF_6). GHGs absorb and emit radiation at specific wavelengths within the range of infrared radiation determining the so called greenhouse phenomenon and the related increase of earth s average temperature.

- **Infilling wells** Infilling wells are wells drilled in a producing area in order to improve the recovery of hydrocarbons from the field and to maintain and/or increase production levels.

- **LNG** Liquefied Natural Gas obtained through the cooling of natural gas to minus 160 °C at normal pressure. The gas is liquefied to allow transportation from the place of extraction to the sites at which it is transformed and consumed. One ton of LNG corresponds to 1,400 cubic meters of gas.

- **LPG** Liquefied Petroleum Gas, a mix of light petroleum fractions, gaseous at normal pressure and easily liquefied at room temperature through limited compression.

- **Mineral Potential (Potentially recoverable hydrocarbon volumes)** Estimated recoverable volumes which cannot be defined as reserves due to a number of reasons, such as the temporary lack of viable markets, a possible commercial recovery dependent on the development of new technologies, or for their location in accumulations yet to be developed or where evaluation of known accumulations is still at an early stage.

- **Enhanced recovery** Techniques used to increase or stretch over time the production of wells.

- **EPC (Engineering, Procurement, Construction)** A contract typical of onshore construction of large plants in which the contractor supplies engineering, procurement and construction of the plant. The contract is defined "turnkey" when the plant is supplied for start-up.

- **EPCI (Engineering, Procurement, Commissioning, Installation)** A contract typical of offshore construction of complex projects (such as the installation of production platforms or FPSO systems) in which the global or main contractor, usually a company or a consortium of companies, supplies engineering, procurement, construction of plant and infrastructure, transport to the site and all preparatory activities for the start-up of plants.

- **Exploration** Oil and natural gas exploration that includes land surveys, geological and geophysical studies, seismic data gathering and analysis, and well drilling.

- **Mineral Storage** Volumes of natural gas required for allowing optimal operation of natural gas fields in Italy for technical and economic reasons.

- **Modulation Storage** Volumes of natural gas required for meeting hourly, daily and seasonal swings of demand.

- **Natural gas liquids** Liquid or liquefied hydrocarbons recovered from natural gas through separation equipment or natural gas treatment plants. Propane, normal-butane and isobutane, isopentane and pentane plus, that used to be defined natural gasoline, are natural gas liquids.

- **Network Code** A code containing norms and regulations for access to, management and operation of natural gas pipelines.

- **Offshore/onshore** The term offshore indicates a portion of open sea and, by induction, the activities carried out in such area, while onshore refers to land operations.

- Oil spills Discharge of oil or oil products from refining or oil waste occurring in the normal course of operations (when accidental) or deriving from actions intended to hinder operations of business units or from sabotage by organized groups (when due to sabotage or terrorism).

- **Olefins (or Alkenes)** Hydrocarbons that are particularly active chemically, used for this reason as raw materials in the synthesis of intermediate products and of polymers.

- **Over/underlifting** Agreements stipulated between partners regulate the right of each to its share in the production of a set period of time. Amounts different from the agreed ones determine temporary over/underlifting situations.

- **Possible reserves** Possible reserves are those additional reserves that are less certain to be recovered than probable reserves.

- **Probable reserves** Probable reserves are those additional reserves that are less certain to be recovered than proved reserves but which, together with proved reserves, are as likely as not to be recovered.

- **Production Sharing Agreement** Contract in use in non OECD Countries, regulating relationships between States and oil companies with regard to the exploration and production of hydrocarbons. The mining concession is assigned to the national oil company jointly with the foreign oil company who has exclusive right to perform exploration, development and production activities and can enter agreements with other local or international entities. In this type of contract the national oil company assigns to the international contractor the task of performing exploration and production with the contractor s equipment and financial resources. Exploration risks are borne by the contractor and production is divided into two portions: "Cost Oil" is used to recover costs borne by the contractor, "Profit Oil" is divided between contractor and national company according to variable schemes and represents the profit deriving from exploration and production. Further terms and conditions may vary from one Country to the other.

- **Proved reserves** Proved oil and gas reserves are those quantities of oil and gas, which, by analysis of geoscience and engineering data, can be estimated with

(ii) undeveloped reserves: oil and gas expected to be recovered from new wells, facilities and operating methods.

- **Reserve replacement ratio** Measure of the reserves produced replaced by proved reserves. Indicates the company s ability to add new reserves through exploration and purchase of property. A rate higher than 100% indicates that more reserves were added than produced in the period. The ratio should be averaged on a three-year period in order to reduce the distortion deriving from the purchase of proved property, the revision of previous estimates, enhanced recovery, improvement in recovery rates and changes in the value of reserves in PSAs due to changes in international oil prices. Management also calculates this ratio by excluding the effect of the purchase of proved property in order to better assess the underlying performance of the Company s operations.

- **Ship-or-pay** Clause included in natural gas transportation contracts according to which the customer for which the transportation is carried out is bound to pay for the transportation of the gas also in case the gas is not transported.

- **Strategic Storage** Volumes of natural gas required for covering lack or reduction of supplies from extra-European sources or crises in the natural gas system.

- **Swap** In the gas sector, the term is referred to a buy/sell contract between some counterparties and is generally aimed to the optimization of transport costs and respective commitments in purchasing and supplying.

- **Take-or-pay** Clause included in natural gas purchase contracts according to which the purchaser is bound to pay the contractual price or a fraction of such price for a minimum quantity of the gas set in the contract also in case it is not collected by the customer. The customer has the option of collecting the gas paid and not delivered at a price equal to the residual fraction of the price set in the contract in subsequent contract years.

reasonable certainty to be economically producible from a given date forward, from know reservoirs, and under existing economic conditions. The project to extract the hydrocarbons must have commenced or the operator must be reasonably certain that it will commence the project within a reasonable time.

- **Reserves** Quantities of oil and gas and related substances anticipated to be economically producible, as of a given date, by application of development projects to known accumulations. In addition, there must exist, or there must be a reasonable expectation that will exist, the legal right to produce or a revenue interest in the production, installed means of delivering oil and gas or related substances to market, and all permits and financing required to implement the project. Reserves can be: (i) developed reserves quantities of oil and gas anticipated to be through installed extraction equipment and infrastructure operational at the time of the reserves estimate;

- **Upstream/mid-downstream** The term upstream refers to all hydrocarbon exploration and production activities. The term mid-downstream includes all activities inherent to process crude oil and oil-based feedstock for the production of fuels, lubricants and chemicals, as well as the supply, trading and transportation of energy commodities. It also includes the marketing business of refined and chemicals products.

- **Wholesale sales** Domestic sales of refined products to wholesalers/distributors (mainly gasoil), public administrations and end consumers, such as industrial plants, power stations (fuel oil), airlines (jet fuel), transport companies, big buildings and households. They do not include distribution through the service station network, marine bunkering, sales to oil and petrochemical companies, importers and international organizations.

- **Workover** Intervention on a well for performing significant maintenance and substitution of basic equipment for the collection and transport to the surface of liquids contained in a field.

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Balance sheet

(euro million)	Note	December 31, 2012 Total amount	December 31, 2012 *of which with related parties*	December 31, 2013 Total amount	December 31, 2013 *of which with related parties*
ASSETS					
Current assets					
Cash and cash equivalents	(7)	7,765		5,288	
Financial assets held for trading	(8)			5,004	
Financial assets available for sale	(9)	235		235	
Trade and other receivables	(10)	28,747	*2,714*	29,073	*2,072*
Inventories	(11)	8,496		7,883	
Current tax assets	(12)	771		802	
Other current tax assets	(13)	1,230		825	
Other current assets	(14)	1,624	*8*	1,325	*15*
		48,868		**50,435**	
Non-current assets					
Property, plant and equipment	(15)	63,466		62,506	
Inventory - compulsory stock	(16)	2,538		2,571	
Intangible assets	(17)	4,487		3,877	
Equity-accounted investments	(18)	4,262		3,934	
Other investments	(18)	5,085		3,027	
Other financial assets	(19)	1,229	*642*	1,097	*560*
Deferred tax assets	(20)	5,027		4,662	
Other non-current receivables	(21)	4,400	*43*	3,683	*42*
		90,494		**85,357**	
Assets held for sale	(32)	**516**		**2,296**	
TOTAL ASSETS		**139,878**		**138,088**	
LIABILITIES AND SHAREHOLDERS EQUITY					
Current liabilities					
Short-term debt	(22)	2,223	*403*	2,742	*502*
Current portion of long-term debt	(27)	2,961		2,149	
Trade and other payables	(23)	23,581	*1,616*	23,598	*2,164*
Income taxes payable	(24)	1,622		742	
Other taxes payable	(25)	2,162		2,268	
Other current liabilities	(26)	1,437	*6*	1,448	*17*
		33,986		**32,947**	
Non-current liabilities					
Long-term debt	(27)	19,279		20,988	
Provisions for contingencies	(28)	13,603		13,167	
Provisions for employee benefits	(29)	1,374		1,245	
Deferred tax liabilities	(30)	6,740		6,723	
Other non-current liabilities	(31)	1,977	*16*	1,704	

		42,973	**43,827**
Liabilities directly associated with assets held for sale	(32)	**361**	**140**
TOTAL LIABILITIES		**77,320**	**76,914**
SHAREHOLDERS EQUITY	(33)		
Non-controlling interest		**3,498**	**2,964**
Eni shareholders equity			
Share capital		4,005	4,005
Reserve related to the fair value of cash flow hedging derivatives net of tax effect		(16)	(154)
Other reserves		49,438	51,393
Treasury shares		(201)	(201)
Interim dividend		(1,956)	(1,993)
Net profit		7,790	5,160
Total Eni shareholders equity		**59,060**	**58,210**
TOTAL SHAREHOLDERS EQUITY		**62,558**	**61,174**
TOTAL LIABILITIES AND SHAREHOLDERS EQUITY		**139,878**	**138,088**

Profit and loss account

		2011		2012		2013	
(euro million)	Note	Total amount	*of which with related parties*	Total amount	*of which with related parties*	Total amount	*of which with related parties*
REVENUES							
Net sales from operations	(36)	107,690	*3,477*	127,220	*3,783*	114,722	*3,386*
Other income and revenues		926	*41*	1,546	*56*	1,385	*30*
		108,616		**128,766**		**116,107**	
OPERATING EXPENSES	(37)						
Purchases, services and other		78,795	*5,880*	95,363	*6,604*	90,213	*8,506*
- of which non-recurring charge (income)	(44)	*69*					
Payroll and related costs		4,404	*33*	4,613	*21*	5,264	*41*
OTHER OPERATING (EXPENSE) INCOME	(37)	**171**	*32*	**(158)**	*10*	**(71)**	*68*
DEPRECIATION, DEPLETION, AMORTIZATION AND IMPAIRMENTS	(37)	**8,785**		**13,561**		**11,703**	
OPERATING PROFIT		**16,803**		**15,071**		**8,856**	
FINANCE INCOME (EXPENSE)	(38)						
Finance income		6,376	*49*	7,218	*53*	5,746	*56*
Finance expense		(7,410)	*(1)*	(8,314)	*(4)*	(6,649)	*(87)*
Financial instruments held for trading						4	
Derivative financial instruments		(112)		(251)		(92)	
		(1,146)		**(1,347)**		**(991)**	
INCOME (EXPENSE) FROM INVESTMENTS	(39)						
Share of profit (loss) of equity-accounted investments		500		278		252	
Other gain (loss) from investments		1,623	*338*	2,603		5,863	
- of which gain on disposals of the 28.57% of Eni East Africa BV						*3,359*	
		2,123		**2,881**		**6,115**	
PROFIT BEFORE INCOME TAXES		**17,780**		**16,605**		**13,980**	
Income taxes	(40)	(9,903)		(11,661)		(9,008)	
Net profit for the year - Continuing operations		**7,877**		**4,944**		**4,972**	
Net profit (loss) for the year - Discontinued operations		**(74)**	*400*	**3,732**	*2,234*		
Net profit for the year - Continuing operations		**7,803**		**8,676**		**4,972**	
Attributable to Eni							
Continuing operations		6,902		4,200		5,160	
Discontinued operations		(42)		3,590			
		6,860		**7,790**		**5,160**	
Attributable to non-controlling interest	(33)						
Continuing operations		975		744		(188)	
Discontinued operations		(32)		142			
		943		**886**		**(188)**	

Earnings per share attributable to Eni (euro per share)	(41)			
Basic		1.89	2.15	1.42
Diluted		1.89	2.15	1.42
Earnings per share attributable to Eni - Continuing operations (euro per share)	(41)			
Basic		1.90	1.16	1.42
Diluted		1.90	1.16	1.42

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Statement of comprehensive income

(euro million)	Note	2011	2012	2013
Net profit		**7,803**	**8,676**	**4,972**
Other items of comprehensive income				
Items not to be reclassified to profit or loss in subsequent periods				
Revaluations of defined benefit plans	(33)		(150)	65
Share of other comprehensive income on equity accounted entities in relation to revaluations of defined benefit plans	(33)		1	(3)
Tax effect	(33)		53	(40)
			(96)	**22**
Other comprehensive income to be reclassified to profit or loss in subsequent periods				
Foreign currency translation differences	(33)	1,031	(718)	(1,871)
Change in the fair value of investments	(33)		141	(64)
Change in the fair value of other available-for-sale financial instruments	(33)	(6)	16	(1)
Change in the fair value of cash flow hedging derivatives	(33)	352	(102)	(199)
Share of other comprehensive income on equity-accounted entities	(33)	(13)	7	1
Tax effect	(33)	(128)	32	63
		1,236	**(624)**	**(2,071)**
Total other items of comprehensive income		**1,236**	**(720)**	**(2,049)**
Total comprehensive income		**9,039**	**7,956**	**2,923**
Attributable to				
Eni		8,097	7,096	3,164
Non-controlling interest		942	860	(241)
		9,039	**7,956**	**2,923**

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Statements of changes in shareholders equity

	Eni shareholders equity														
(euro million)	Share capital	Legal reserve of Eni SpA	Reserve for treasury shares	Reserve related to the fair value of cash flow hedging derivatives net of tax effect	Reserve related to the fair value of available-for-sale financial instruments net of tax effect	Reserve for defined benefit plans net of tax effect	Other reserves	Cumulative currency translation differences	Treasury shares	Retained earnings	Interim dividend	Net profit for the year	Total	Non-controlling interest	Total shareholders equity
Balance at December 31, 2010	**4,005**	**959**	**6,756**	**(174)**	**(3)**		**1,518**	**539**	**(6,756)**	**39,855**	**(1,811)**	**6,318**	**51,206**	**4,522**	**55,728**
Net profit of the year												**6,860**	**6,860**	**943**	**7,803**
Other items of comprehensive income															
Other comprehensive income to be reclassified to profit or loss in subsequent periods															
Foreign currency translation differences								1,000		31			1,031		1,031
Change in the fair value of other available-for-sale financial instruments net of tax effect					(5)								(5)		(5)
Change in the fair value of cash flow hedge derivatives net of tax effect				223									223		223
Share of "Other comprehensive income" on equity-accounted entities							(12)						(12)	(1)	(13)
				223	**(5)**		**(12)**	**1,000**		**31**			**1,237**	**(1)**	**1,236**
Total comprehensive income of the year				**223**	**(5)**		**(12)**	**1,000**		**31**		**6,860**	**8,097**	**942**	**9,039**
Transactions with shareholders															
Dividend distribution of Eni SpA (euro 0.50 per share in settlement of 2010 interim dividend of euro 0.50 per share)											1,811	(3,622)	(1,811)		(1,811)
Interim dividend distribution of Eni SpA (euro 0.52 per share)											(1,884)		(1,884)		(1,884)
Dividend distribution of other companies														(571)	(571)
Allocation of 2010 net profit										2,696		(2,696)			
Payments by minority shareholders														26	26
Acquisition of non-controlling interest relating to Altergaz SA and Tigáz Zrt							(94)			(25)			(119)	(7)	(126)
Effect related to the purchase of Italgas SpA							(5)						(5)	5	

by Snam SpA														
Treasury shares sold following the exercise of stock options exercised by Eni managers			(3)					3	3			3		3
Treasury shares sold following the exercise of stock options by Saipem and Snam managers						14			(10)			4	13	17
Non-controlling interest excluded following the sale of Acqua Campania SpA and the divestment of the control stake in the share capital of Petromar Lda													(10)	(10)
			(3)			**(85)**		**3**	**2,664**	**(73)**	**(6,318)**	**(3,812)**	**(544)**	**(4,356)**
Other changes in shareholders equity														
Cost related to stock options									2			2		2
Stock options expired									(7)			(7)		(7)
Other changes									(14)			(14)	1	(13)
									(19)			**(19)**	**1**	**(18)**
Balance at December 31, 2011	**4,005**	**959**	**6,753**	**49**	**(8)**	**1,421**	**1,539**	**(6,753)**	**42,531**	**(1,884)**	**6,860**	**55,472**	**4,921**	**60,393**

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continued # Statements of changes in shareholders equity

(euro million)	Note	Share capital	Legal reserve of Eni SpA	Reserve for treasury shares	Reserve related to the fair value of cash flow hedging derivatives net of tax effect	Reserve related to the fair value of available-for-sale financial instruments net of tax effect	Reserve for defined benefit plans net of tax effect	Other reserves	Cumulative currency translation differences	Treasury shares	Retained earnings	Interim dividend	Net profit for the year	Total	Non-controlling interest	sh
		Eni shareholders equity														
Balance at December 31, 2011		**4,005**	**959**	**6,753**	**49**	**(8)**		**1,421**	**1,539**	**(6,753)**	**42,531**	**(1,884)**	**6,860**	**55,472**	**4,921**	**60,393**
Changes in accounting principles (IAS 19)											(52)			(52)	(9)	(61)
Balance at January 1, 2012		**4,005**	**959**	**6,753**	**49**	**(8)**		**1,421**	**1,539**	**(6,753)**	**42,479**	**(1,884)**	**6,860**	**55,420**	**4,912**	**60,332**
Net profit of the year													**7,790**	**7,790**	**886**	**8,676**
Other items of comprehensive income																
Items not to be reclassified to profit or loss in subsequent periods																
Revaluations of defined benefit plans net of tax effect	(33)						(87)							(87)	(10)	(97)
Share of "Other comprehensive income" on equity-accounted entities in relation to revaluations of defined benefit plans net of tax effect	(33)						(1)							(1)	2	1
							(88)							**(88)**	**(8)**	**(96)**
Other comprehensive income to be reclassified to profit or loss in subsequent periods																
Foreign currency translation differences	(33)								(597)		(104)			(701)	(17)	(718)
Change in the fair value of investments net of tax effect	(33)					138								138		138
Change in the fair value of other available-for-sale financial instruments net of tax effect	(33)					14								14		14
Change in the fair value of cash flow hedge derivatives net	(33)				(65)									(65)		(65)

of tax effect																
Share of "Other comprehensive income" on equity-accounted entities	(33)							8						8	(1)	7
					(65)	**152**		**8**	**(597)**		**(104)**			**(606)**	**(18)**	**(624)**
Total comprehensive income of the year					**(65)**	**152**	**(88)**	**8**	**(597)**		**(104)**		**7,790**	**7,096**	**860**	**7,956**
Transactions with shareholders																
Dividend distribution of Eni SpA (euro 0.52 per share in settlement of 2011 interim dividend of euro 0.52 per share)												1,884	(3,768)	(1,884)		(1,884)
Interim dividend distribution of Eni SpA (euro 0.54 per share)	(33)											(1,956)		(1,956)		(1,956)
Dividend distribution of other companies															(686)	(686)
Allocation of 2011 net profit											3,092		(3,092)			
Effect related to the sale of Snam SpA											371			371	(1,602)	(1,231)
Acquisition of non-controlling interest relating to Altergaz SA and Tigáz Zrt	(33)							(4)						(4)	(3)	(7)
Treasury shares sold following the exercise of stock options exercised by Eni managers	(33)			(1)						1	1			1		1
Treasury shares sold following the exercise of stock options by Saipem managers	(33)							7						7	22	29
				(1)				**3**		**1**	**3,464**	**(72)**	**(6,860)**	**(3,465)**	**(2,269)**	**(5,734)**
Other changes in shareholders equity																
Elimination of treasury shares				(6,551)						6,551						
Reconstitution of the reserve for treasury share				6,000							(6,000)					
Stock options expired											(7)			(7)		(7)
Other changes								(1,140)			1,156			16	(5)	11
				(551)				**(1,140)**		**6,551**	**(4,851)**			**9**	**(5)**	**4**
Balance at December 31, 2012	(33)	**4,005**	**959**	**6,201**	**(16)**	**144**	**(88)**	**292**	**942**	**(201)**	**40,988**	**(1,956)**	**7,790**	**59,060**	**3,498**	**62,558**

continued # Statements of changes in shareholders equity

			Eni shareholders equity													
(euro million)	Note	Share capital	Legal reserve of Eni SpA	Reserve for treasury shares	Reserve related to the fair value of cash flow hedging derivatives net of tax effect	Reserve related to the fair value of available-for-sale financial instruments net of tax effect	Reserve for defined benefit plans net of tax effect	Other reserves	Cumulative currency translation differences	Treasury shares	Retained earnings	Interim dividend	Net profit for the year	Total	Non-controlling interest	sh
Balance at December 31, 2012	(33)	**4,005**	**959**	**6,201**	**(16)**	**144**	**(88)**	**292**	**942**	**(201)**	**40,988**	**(1,956)**	**7,790**	**59,060**	**3,498**	**62,558**
Net profit of the year													**5,160**	**5,160**	**(188)**	**4,972**
Other items of comprehensive income																
Items not to be reclassified to profit or loss in subsequent periods																
Revaluations of defined benefit plans net of tax effect	(33)						18							18	7	25
Share of "Other comprehensive income" on equity-accounted entities in relation to revaluations of defined benefit plans net of tax effect	(33)						(1)							(1)	(2)	(3)
							17							**17**	**5**	**22**
Other comprehensive income to be reclassified to profit or loss in subsequent periods																
Foreign currency translation differences	(33)						(1)		(1,640)		(171)			(1,812)	(59)	(1,871)
Change in the fair value of investments net of tax effect	(33)					(62)								(62)		(62)
Change in the fair value of other available-for-sale financial instruments net of tax effect	(33)					(1)								(1)		(1)
Change in the fair value of cash flow hedge derivatives net of tax effect	(33)				(138)									(138)		(138)
Share of "Other comprehensive income" on equity-accounted entities	(33)														1	1

					(138)	**(63)**	**(1)**		**(1,640)**		**(171)**			**(2,013)**	**(58)**	**(2,071)**
Total comprehensive income of the year					**(138)**	**(63)**	**16**		**(1,640)**		**(171)**		**5,160**	**3,164**	**(241)**	**2,923**
Transactions with shareholders																
Dividend distribution of Eni SpA (euro 0.54 per share in settlement of 2012 interim dividend of euro 0.54 per share)	(33)										(829)	1,956	(3,083)	(1,956)		(1,956)
Interim dividend distribution of Eni SpA (euro 0.55 per share)	(33)											(1,993)		(1,993)		(1,993)
Dividend distribution of other companies															(251)	(251)
Allocation of 2012 net profit											4,707		(4,707)			
Acquisition of non-controlling interest relating to Tigáz Zrt	(33)							4						4	(32)	(28)
Payments and reimbursements by/to minority shareholders	(33)														(4)	(4)
Treasury shares sold following the exercise of stock options by Saipem managers	(33)														1	1
								4			**3,878**	**(37)**	**(7,790)**	**(3,945)**	**(286)**	**(4,231)**
Other changes in shareholders equity																
Exclusion from the consolidation of Distribudora de Gas de Cuyana SA and Inversora de Gas de Cuyana SA following loss of control and Finpipe GIE following the divestment															(23)	(23)
Elimination of intercompany profit between companies with different Group interest											(32)			(32)	32	
Stock options expired											(13)			(13)		(13)
Other changes											(24)			(24)	(16)	(40)
											(69)			**(69)**	**(7)**	**(76)**
Balance at December 31, 2013	(33)	**4,005**	**959**	**6,201**	**(154)**	**81**	**(72)**	**296**	**(698)**	**(201)**	**44,626**	**(1,993)**	**5,160**	**58,210**	**2,964**	**61,174**

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Statement of cash flows

(euro million)	Note	2011	2012	2013
Net profit of the year - Continuing operation		7,877	4,944	4,972
Adjustments to reconcile net profit to net cash provided by operating activities				
Depreciation and amortization	(37)	7,755	9,538	9,303
Impairments of tangible and intangible assets, net	(37)	1,030	4,023	2,400
Share of (profit) loss of equity-accounted investments	(39)	(500)	(278)	(252)
Gain on disposal of assets, net		(1,176)	(875)	(3,770)
Dividend income	(39)	(659)	(431)	(400)
Interest income		(99)	(108)	(155)
Interest expense		773	803	709
Income taxes	(40)	9,903	11,661	9,008
Other changes		331	(1,945)	(1,878)
Changes in working capital:				
- inventories		*(1,400)*	*(1,395)*	*320*
- trade receivables		*218*	*(3,184)*	*(1,363)*
- trade payables		*34*	*2,029*	*706*
- provisions for contingencies		*109*	*338*	*58*
- other assets and liabilities		*(657)*	*(1,161)*	*765*
Cash flow from changes in working capital		(1,696)	(3,373)	486
Net change in the provisions for employee benefits		(10)	11	5
Dividends received		955	988	684
Interest received		99	91	108
Interest paid		(927)	(825)	(944)
Income taxes paid, net of tax receivables received		(9,893)	(11,868)	(9,307)
Net cash provided by operating activities - Continuing operations		**13,763**	**12,356**	**10,969**
Net cash provided by operating activities - Discontinued operations		**619**	**15**	
Net cash provided by operating activities		**14,382**	**12,371**	**10,969**
- of which with related parties	(43)	***(639)***	***(1,542)***	***(3,354)***
Investing activities:				
- tangible assets	(15)	*(11,658)*	*(11,222)*	*(10,864)*
- intangible assets	(17)	*(1,780)*	*(2,295)*	*(1,886)*
- consolidated subsidiaries and businesses	(34)	*(115)*	*(178)*	*(25)*
- investments	(18)	*(245)*	*(391)*	*(292)*
- securities		*(62)*	*(17)*	*(5,048)*
- financing receivables		*(715)*	*(1,634)*	*(989)*
- change in payables and receivables in relation to investing activities and capitalized depreciation		*379*	*54*	*48*
Cash flow from investing activities		(14,196)	(15,683)	(19,056)
Disposals:				
- tangible assets		*154*	*1,229*	*514*

- intangible assets		*41*	*61*	*16*
- consolidated subsidiaries and businesses	(34)	*1,006*	*3,521*	*3,401*
- investments		*711*	*1,203*	*2,429*
- securities		*128*	*52*	*33*
- financing receivables		*695*	*1,578*	*1,565*
- change in payables and receivables in relation to disposals		*243*	*(252)*	*155*
Cash flow from disposals		2,978	7,392	8,113
Net cash used in investing activities		**(11,218)**	**(8,291)**	**(10,943)**
- of which with related parties	(43)	***(800)***	***1,535***	***(398)***

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continued Statement of cash flows

(euro million)	Note	2011	2012	2013
Proceeds from long-term debt	(27)	4,474	10,484	5,418
Repayments of long-term debt	(27)	(889)	(3,784)	(4,669)
Increase (decrease) in short-term debt	(22)	(2,481)	(753)	1,029
		1,104	**5,947**	**1,778**
Net capital contributions by non-controlling interest		26		(4)
Sale of treasury shares		3		
Net acquisition of treasury shares different from Eni SpA		17	29	1
Acquisition of additional interests in consolidated subsidiaries		(126)	604	(28)
Dividends paid to Eni s shareholders		(3,695)	(3,840)	(3,949)
Dividends paid to non-controlling interest		(552)	(539)	(251)
Net cash used in financing activities		**(3,223)**	**2,201**	**(2,453)**
- of which with related parties	(43)	***348***	***(94)***	***118***
Effect of change in consolidation (inclusion/exclusion of significant/insignificant subsidiaries)		(7)	(4)	(13)
Effect of exchange rate changes on cash and cash equivalents and other changes		17	(12)	(37)
Net cash flow of the year		**(49)**	**6,265**	**(2,477)**
Cash and cash equivalents - beginning of the year	(7)	**1,549**	**1,500**	**7,765**
Cash and cash equivalents - end of the year	(7)	**1,500**	**7,765**	**5,288**

Notes to the Consolidated Financial Statements

1 Basis of presentation

The Consolidated Financial Statements of Eni Group have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and adopted by the European Union (EU) pursuant to Article 6 of the EC Regulation No. 1606/2002, of the European Parliament and of the Council of July 19, 2002 and in accordance with Article 9 of Legislative Decree No. 38/2005[1]. Oil and natural gas exploration and production activity is accounted for in conformity with internationally accepted accounting standards. Specifically, this concerns the determination of the amortization expenses using the unit-of-production method and the recognition of the production sharing agreement and buyback contracts. The Consolidated Financial Statements have been prepared on a historical cost basis, taking into account where appropriate of any value adjustments, except for certain items that under IFRS must be recognized at fair value as described in the summary of significant accounting policies paragraph.
The 2013 Consolidated Financial Statements approved by Eni s Board of Directors on March 17, 2014, were audited by the independent auditor Reconta Ernst & Young SpA. The independent auditor of Eni SpA, as the main auditor, is wholly in charge of the auditing activities of the Consolidated Financial Statements; when there are other independent auditors, it takes the responsibility of their work.
Amounts in the financial statements and in the notes are expressed in millions of euros (euro million).

2 Principles of consolidation

Subsidiaries

as described below under the item Non-current financial assets .
The income and expense of a subsidiary are included in the consolidated financial statements from the acquisition date until the date when the parent ceases to control the subsidiary. Assets and liabilities, revenues and expenses related to fully consolidated subsidiaries are wholly incorporated in the Consolidated Financial Statements; the book value of these subsidiaries is eliminated against the corresponding share of the shareholders equity. Equity and net profit of non-controlling interests are included in specific lines of equity and profit and loss account.
The purchase of additional equity interests in subsidiaries from non-controlling interests is recognized in the Group shareholders equity and represents the excess of the amount paid over the carrying value of the non-controlling interests acquired; similarly, the effects of the sale of non-controlling interests in subsidiaries without loss of control are recognized in equity. Conversely, the sale of equity interests with loss of control determines the recognition in the profit and loss account of: (i) any gain/loss calculated as the difference between the consideration received and the corresponding transferred share of equity; (ii) any gain or loss recognized as a result of remeasuring to fair value any investment retained in the former subsidiary; (iii) any amount related to the former subsidiary previously recognized in other comprehensive income which can be reclassified subsequently to profit and loss account[3]. Any investment retained in the former subsidiary is recognized at its fair value at the date when control is lost and shall be accounted for in accordance with the applicable measurement criteria. Subsidiaries financial statements are audited by external auditors who audit also the information required for the preparation of the Consolidated Financial Statements.

Business combinations

Business combination transactions are recognized by applying the acquisition method. The consideration transferred in a business combination is measured at the acquisition date and is the sum of the fair value of the assets transferred, the liabilities incurred, as well as any

The Consolidated Financial Statements include the financial statements of Eni SpA and those of its subsidiaries. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.
For entities acting as sole-operator in the management of oil and gas contracts on behalf of companies participating in a joint project, the activities are financed proportionally based on a budget approved by the participating companies upon presentation of periodical reports of proceeds and expenses. Costs and revenues and other operating data (production, reserves, etc.) of the project, as well as the related obligations arising from the project, are recognized proportionally directly in the financial statements of the companies involved.
Some subsidiaries are not consolidated because they are immaterial, either individually or overall; this exclusion has not produced significant[2] effects on the Consolidated Financial Statements. These investments are accounted for

equity instruments issued by the acquirer.
Acquisition-related costs are recognized in profit and loss account when they are incurred.
At the acquisition date, the acquirer shall measure the identifiable assets acquired and liabilities assumed at their acquisition-date fair values[4], unless IFRSs provide exceptions to this measurement principle.
The surplus of the cost of investment over the Group s share of the net fair value of the identifiable assets and liabilities is recognized as goodwill; a gain from a bargain purchase is recognized in the profit and loss account. Any non-controlling interest is measured as the proportionate share in the recognized amounts of the acquiree s identifiable net assets at the acquisition date (partial goodwill method); as an alternative, it is allowed the recognition of the entire amount of goodwill deriving from the acquisition, including also the goodwill attributable to non-controlling interests (full goodwill method). In the last case, non-controlling interests are measured at their fair value which therefore includes the goodwill attributable to them[5]. The choice of measurement

(1) The Consolidated Financial Statements are compliant with IFRSs as issued by the IASB and effective for the year 2013, except for IFRS 10 Consolidated Financial Statements , IAS 27 Separate Financial Statements , IFRS 11 Joint arrangements , IAS 28 Investments in Associates and Joint Ventures and IFRS 12 Disclosure of Interests in Other Entities (see also Recent accounting standards). Therefore, the above mentioned standards are effective for 2013 Annual Report on Form 20-F, because, starting from 2007 Eni has been applying the SEC provisions which allow foreign private issuers that prepare their financial statements according to IFRS as issued by the IASB (even if not yet endorsed) to eliminate of the US GAAP reconciliation of net income and equity.
(2) According to the requirements of the Framework of international accounting standards, information is material if its omission or misstatement could influence the economic decisions that users make on the basis of the financial statements.
(3) Conversely, any component related to the former subsidiary previously recognized in other comprehensive income, which can not be reclassified subsequently to profit and loss account, are reclassified within retained earnings.
(4) Fair value measurement principles are described below under the item Fair value measurements .
(5) The choice between partial goodwill and full goodwill method is made also for business combinations resulting in the recognition of a gain on bargain purchase in profit and loss account.

basis of goodwill (partial goodwill method vs. full goodwill method) is made on a transaction-by-transaction basis.
In a business combination achieved in stages, the purchase price is determined by summing the fair value of previously held equity interest in the acquiree and the consideration transferred for the acquisition of control; the previously held equity interest is remeasured at its acquisition-date fair value and the resulting gain or loss, if any, is recognized in profit and loss account. Furthermore, on acquisition of control, any amount of the acquiree previously recognized in other comprehensive income is charged to profit and loss account or in another item of equity, when the amount cannot be reclassified to profit and loss account.
If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the provisional amounts recognized at the acquisition date shall be retrospectively adjusted within one year from the acquisition date, to reflect new information obtained about facts and circumstances that existed as of the acquisition date.

Intercompany transactions

Intercompany transactions and balances, including unrealized profits arising from intragroup transactions have been eliminated.
Unrealized profits on transactions between the Group and its equity-accounted entities are eliminated to the extent of the Group s interest in the equity-accounted entity. In both cases, unrealized losses are not eliminated as evidence of an impairment of the asset transferred.

Foreign currency translation

Financial statements of foreign companies having a functional currency other than the euro, that represents the Group s functional currency, are translated into euro using the rates of exchange ruling at the balance sheet date for assets and liabilities, historical exchange rates for equity and average exchange rates for the profit and loss account (source: Bank of Italy). The cumulative amount of exchange rate differences is presented in the separate component of the Group shareholders equity Cumulative currency translation differences . Where the foreign subsidiary is not wholly-owned, the accumulated exchange differences that are attributable to non-controlling interests are allocated to, and recognized as part of, Non-controlling interest . Cumulative exchange rate differences are charged to the profit and loss account when the entity disposes the entire interest in a foreign operation or at the loss of control of a foreign subsidiary. In these cases, cumulative exchange rate differences are recognized in the profit and loss account s item Other gain (loss) from investments . On a partial disposal that does not involve loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative exchange rate differences is reattributed to the non-controlling interests in that foreign operation.
Financial statements of foreign subsidiaries which are translated into euro are denominated in the functional currencies of the Countries where the entities operate. The US dollar is the prevalent functional currency for the entities that do not use the euro.
The main foreign exchange rates used to translate the financial statements adopting a different functional currency are indicated below:

(currency amount for euro 1)	US Dollar	Pound Sterling	Norwegian Krone	Australian Dollar	Hungarian Forint
2011					
Annual average exchange rate	1.39	0.87	7.79	1.35	279.37
Exchange rate at year end	1.29	0.84	7.75	1.27	314.58
2012					
Annual average exchange rate	1.28	0.81	7.48	1.24	289.25
Exchange rate at year end	1.32	0.82	7.35	1.27	292.30

2013					
Annual average exchange rate	1.33	0.85	7.81	1.38	296.87
Exchange rate at year end	1.38	0.83	8.36	1.54	297.04

3 Summary of significant accounting policies

The most significant accounting policies used in the preparation of the Consolidated Financial Statements are described below.

Current assets

Cash and cash equivalents include cash on hand, demand deposits, as well as financial assets originally due within 90 days, readily convertible to known amount of cash and subject to an insignificant risk of changes in value.
Available-for-sale financial assets include financial assets other than derivative financial instruments, loans and receivables, held for trading financial assets and held-to-maturity financial assets.
Held for trading financial assets and available-for-sale financial assets are measured at fair value with gains or losses recognized in the profit and loss account under Finance income (expense) and to the equity reserve[6] related to other comprehensive income, respectively. Changes in fair value of available-for-sale financial assets recognized in equity are charged to the profit and loss account when the assets are

(6) Changes in the carrying amount of available-for-sale financial assets relating to changes in a foreign exchange rates are recognized in the profit and loss account.

derecognized or impaired. The objective evidence that an impairment loss has occurred is verified considering, interalia, significant breaches of contracts, serious financial difficulties or the risk of bankruptcy and other financial reorganization of the counterparty; impairment losses of available-for-sale financial assets are included in the carrying amount. Interest and dividends on financial assets measured at fair value are accounted for on an accrual basis in Finance income (expense)[7] and Other gain (loss) from investments , respectively. When the purchase or sale of a financial asset is under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the market place concerned, the transaction is accounted for on the settlement date. Receivables are measured at amortized cost (see item Non-current financial assets below). Transferred financial assets are derecognized when the contractual rights to receive the cash flows of the financial assets are transferred together with the risks and rewards of the ownership. Inventories, including compulsory stocks and excluding construction contracts, are stated at the lower of purchase or production cost and net realizable value. Net realizable value is the net amount expected to be realized from the sale of inventories in the normal course of business, or, with reference to inventories of crude oil and petroleum products already included in binding sale contracts, the contractual sale price. Inventories which are principally acquired with the purpose of selling in the near future and generating a profit from fluctuations in price are measured at fair value less costs to sell. The cost for inventories of hydrocarbons (crude oil, condensates and natural gas) and petroleum products is determined by applying the weighted-average cost method on a three-month basis, or monthly, when it is justified by the use and the turnover of inventories of crude oil and petroleum products; the cost for inventories of the Versalis segment is determined by applying the weighted average cost on an annual basis.
Construction contracts are measured using the cost-to-cost method, whereby contract revenue is recognized by reference to the stage of completion of the contract matching it with the contract costs incurred in reaching that stage of completion. Advances are (ii) for the portion which is not recoverable, when it is not possible to collect gas that was previously uncollected within the contractually defined deadlines. Furthermore, the allocated deferred costs are tested for economic recoverability by comparing the related carrying amount and their net realizable value, determined adopting the same criteria described for inventories. Hedging instruments are described in the item Derivatives .

Non-current assets

Property, plant and equipment[8]
Tangible assets, including investment properties, are recognized using the cost model and stated at their purchase or construction cost including any costs directly attributable to bringing the asset into operation. In addition, when a substantial period of time is required to make the asset ready for use, the purchase price or construction cost includes the borrowing costs incurred that could have otherwise been avoided if the expenditure had not been made. In the case of a present obligation for the dismantling and removal of assets and the restoration of sites, the carrying value includes, with a corresponding entry to a specific provision, the estimated (discounted) costs to be incurred at the moment the asset is retired. Changes in estimate of the carrying amounts of provisions due to the passage of time and changes in discount rates are recognized under Provisions for contingencies[9] . Property, plant and equipment are not revalued for financial reporting purposes. Assets carried under financial leasing or concerning arrangements that do not take the legal form of a finance lease but substantially transfer all the risks and rewards of ownership of the leased asset are recognized at fair value, net of grants attributable to the lessee or, if lower, at the present value of the minimum lease payments. Leased assets are included within property, plant and equipment. A corresponding financial debt payable to the lessor is recognized as a financial liability. These assets are depreciated using the criteria described below. When the renewal is not reasonably certain, leased assets are depreciated over the shorter of the lease term or the estimated useful life of the asset. Expenditures on renewals, improvements and

deducted from inventories within the limits of accrued contractual considerations; any excess of such advances over the value of the inventories is recorded as a liability. Losses related to construction contracts are recognized immediately as an expense when it is probable that total contract costs will exceed total contract revenues.

Construction contract not yet invoiced, whose payment will be made in a foreign currency, is translated into euro using the rates of exchange ruling at the balance sheet date and the effect of rate changes is reflected in the profit and loss account.

When take-or-pay clauses are included in long-term natural gas purchase contracts, uncollected gas volumes which imply the pay clause, measured using the price formulas contractually defined, are recognized under Other assets as Deferred costs as a contra to Other payables or, after the settlement, to Cash and cash equivalents .

The allocated deferred costs are charged to the profit and loss account: (i) when natural gas is actually delivered, the related cost is included in the determination of the weighted-average cost of inventories; and

transformations which provide additional economic benefits are recognized as items of property, plant and equipment when it is probable that they will increase the expected future economic benefits of the asset. Tangible assets, from the moment they begin or should begin to be used, are depreciated systematically using a straight-line method over their useful life which is an estimate of the period over which the assets will be used by the Company. When tangible assets are composed of more than one significant element with different useful lives, each component is depreciated separately. The amount to be depreciated is the book value less the residual value at the end of the useful life, if it is significant and can be reasonably determined. Land is not depreciated, even when purchased with a building. Tangible assets held for sale are not depreciated (see item Assets held for sale and discontinued operations below). A change in the depreciation method, deriving from changes in the asset s useful life, in its residual value or in the pattern of consumption of the economic

(7) Interests accrued on financial assets held for trading impact the total fair value measurement of the instrument and are recognized, within the item Finance income (expense) , in the sub-item Net finance income on financial assets held for trading . Conversely, interests accrued on financial assets available-for-sale are recognized, within the item Finance income (expense) , in the sub-item Finance income .

(8) Recognition and evaluation criteria of exploration and production activities are described in the section Exploration and production activities below.

(9) The Company recognizes material provisions for the retirement of assets in the Exploration & Production segment. No significant asset retirement obligations associated with any legal obligations to retire refining, marketing and transportation (downstream) and chemical long-lived assets are generally recognized, as undetermined settlement dates for asset retirements do not allow a reasonable estimate of the fair value of the associated retirement obligation. The Company performs periodic reviews of its downstream and chemical long-lived assets for any changes in facts and circumstances that might require recognition of a retirement obligation.

benefits embodied in the asset, shall be recognized prospectively. Assets that can be used free of charge by third parties are depreciated over the shorter term of the duration of the concession or the asset s useful life. Replacement costs of identifiable components in complex assets are capitalized and depreciated over their useful life; the residual book value of the component that has been substituted is charged to the profit and loss account. Expenditures for ordinary maintenance and repairs are expensed as incurred. The carrying value of property, plant and equipment is reviewed for impairment whenever events indicate that the carrying amounts for those assets may not be recoverable. The recoverability of an asset is assessed by comparing its carrying value with the recoverable amount, which is the higher of fair value less costs to sell or its value in use. Value in use is the present value of the future cash flows expected to be derived from the use of the asset and, if significant and reasonably determinable, the cash flows deriving from its disposal at the end of its useful life, net of disposal costs. Expected cash flows are determined on the basis of reasonable and supportable assumptions that represent management s best estimate of the range of economic conditions that will exist over the remaining useful life of the asset, giving greater weight to external evidence. Oil, natural gas and petroleum products prices (and to prices for products which derive there from) used to quantify the expected future cash flows are estimated based on forward prices prevailing in the marketplace for the first four years and management s long-term planning assumptions thereafter. Discounting is carried out at a rate that reflects a current market valuation of the time value of money and of those specific risks of the asset that are not reflected in the estimate of the future cash flows. In particular, the discount rate used is the Weighted Average Cost of Capital (WACC) adjusted for the specific Country risk of the activity. The evaluation of the specific Country risk to be included in the discount rate is provided by external parties. WACC differs considering the risk associated with each operating segments; in particular for the assets belonging to the Gas & Power and Engineering & Construction segments, taking into account their different risk compared with Eni as a whole, specific WACC rates have been defined (for Gas exists, a reversal of the impairment loss is recognized in the profit and loss account. The reversal cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

Intangible assets

Intangible assets are identifiable assets without physical substance, controlled by the Company and able to produce future economic benefits, and goodwill acquired in business combinations. An asset is classified as intangible when management is able to distinguish it clearly from goodwill. This condition is normally met when: (i) the intangible asset arises from contractual or legal rights; or (ii) the asset is separable, i.e. can be sold, transferred, licensed, rented or exchanged, either individually or together with other assets. An entity controls an asset if it has the power to obtain the future economic benefits flowing from the underlying asset and to restrict the access of others to those benefits. Intangible assets are initially stated at cost as determined by the criteria used for tangible assets and they are not revalued for financial reporting purposes. Intangible assets with a definite useful life are amortized systematically over their useful life estimated as the period over which the assets will be used by the Company; the amount to be amortized and the recoverability of the carrying amount are determined in accordance with the criteria described in the section Property, plant and equipment . Goodwill and other intangible assets with an indefinite useful life are not amortized. Their carrying values are reviewed for impairment at least annually and whenever events or changes in circumstances indicate that the carrying value may be impaired. Goodwill is tested for impairment at the lowest level within the entity at which it is monitored for internal management purposes. When the carrying amount of the cash generating unit, including goodwill allocated thereto, calculated considering any impairment loss of the non-current assets belonging to the cash generating unit, exceeds its recoverable amount[10], the excess is recognized as an impairment loss. The impairment loss is first allocated to reduce the carrying amount of goodwill; any remaining excess to be allocated to the assets of the unit is applied pro-rata

& Power segment on the basis of a sample of companies operating in the same segment; for Engineering & Construction segment on the basis of the market quotation); WACC used for impairment reviews in the Gas & Power segment is adjusted to take into consideration the risk premium of the specific Country of the activity while WACC used for impairment reviews in the Engineering & Construction segment is not adjusted for Country risk as most of the assets are not located in a specific Country. For the other segments, a single WACC is used considering that the risk is the same to that of Eni as a whole. Value in use is calculated net of the tax effect as this method results in values similar to those resulting from discounting pre-tax cash flows at a pre-tax discount rate deriving, through an iteration process, from a post-tax valuation. Valuation is carried out for each single asset or, if the recoverable amount of a single asset cannot be determined, for the smallest identifiable group of assets that generates independent cash inflows from their continuous use, the so-called cash generating unit . When an impairment loss no longer on the basis of the carrying amount of each asset in the unit. Impairment charges against goodwill are not reversed[11]. Costs of technological development activities are capitalized when: (i) the cost attributable to the development activity can be reliably determined; (ii) there is the intention, availability of financial and technical resources to make the asset available for use or sale; and (iii) it can be demonstrated that the asset is able to generate future economic benefits. Intangible assets also include public to private service concession arrangements concerning the development, financing, operation and maintenance of infrastructures under concession, in which the grantor: (i) controls or regulates what services the operator must provide with the infrastructure, and at what price; and (ii) controls by the ownership, beneficial entitlement or otherwise any significant residual interest in the infrastructure at the end of the concession arrangement. According to the agreements, the operator has the right to operate the infrastructure, controlled by the grantor, in order to provide the public service[12].

(10) For the definition of recoverable amount see item Property, plant and equipment .
(11) Impairment charges recognized in an interim period are not reversed also when, considering conditions existing in a subsequent interim period, they would have been recognized in a smaller amount or would not have been recognized.
(12) When the operator has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor, considerations received or receivable by the operator for construction or upgrade of infrastructure are recognized as a financial asset.

Exploration and production activities[13]

Acquisition of mineral rights

Costs associated with the acquisition of mineral rights are capitalized in connection with the assets acquired (such as exploratory potential, probable and possible reserves and proved reserves). When the acquisition is related to a set of exploratory potential and reserves, the cost is allocated to the different assets acquired on the basis of the value of the expected discounted cash flows. Expenditure for the exploratory potential, represented by the costs for the acquisition of the exploration permits and for the extension of existing permits, is recognized under Intangible assets and is amortized on a straight-line basis over the period of the exploration as contractually established. If the exploration is abandoned, the residual expenditure is charged to the profit and loss account. Acquisition costs for proved reserves and for possible and probable reserves are recognized in the balance sheet as assets. Costs associated with proved reserves are amortized on a UOP basis, as detailed in the section Development , considering both developed and undeveloped reserves. Expenditures associated with possible and probable reserves are not amortized until classified as proved reserves; in case of a negative result, the costs are charged to the profit and loss account.

Exploration

Costs associated with exploratory activities for oil and gas producing properties incurred both before and after the acquisition of mineral rights (such as acquisition of seismic data from third parties, test wells and geophysical surveys) are initially capitalized in order to reflect their nature as an investment and subsequently amortized in full when incurred.

Development

Development expenditures are those costs incurred to obtain access to proved reserves and to provide facilities for extracting, gathering and storing oil and gas. They are then capitalized within property, plant and equipment and amortized generally on a UOP basis, as their useful life is closely related to the availability of economically producible reserves. This method provides

Production-sharing agreements and buyback contracts

Oil and gas reserves related to production-sharing agreements and buyback contracts are determined on the basis of contractual clauses related to the repayment of costs incurred for the exploration, development and production activities executed through the use of Company s technologies and financing (Cost Oil) and the Company s share of production volumes not destined to cost recovery (Profit Oil). Revenues from the sale of the production entitlements against both Cost Oil and Profit Oil are accounted for on an accrual basis whilst exploration, development and production costs are accounted for according to the policies mentioned above. The Company s share of production volumes and reserves representing the Profit Oil includes the share of hydrocarbons which corresponds to the taxes to be paid, according to the contractual agreement, by the national government on behalf of the Company. As a consequence, the Company has to recognize at the same time an increase in the taxable profit, through the increase of the revenues, and a tax expense.

Retirement

Costs expected to be incurred with respect to the retirement of a well, including costs associated with removal of production facilities, dismantlement and site restoration, are capitalized, consistently with the policy described under Property, plant and equipment , and then amortized on a UOP basis.

Grants

Grants related to assets are recognized as a reduction of purchase price or production cost of the related assets when there is reasonable assurance that the conditions attaching to them, agreed upon with the grantor government, have been fulfilled. Grants not related to capital expenditure are recognized in the profit and loss account on an accrual basis matching the related costs when incurred.

Non-current financial assets

Investments

for residual costs at the end of each quarter to be amortized at a rate representing the ratio between the volumes extracted during the quarter and the proved developed reserves existing at the end of the quarter, increased by the volumes extracted during the quarter. This method is applied with reference to the smallest aggregate representing a direct correlation between development expenditures and proved developed reserves. Costs related to unsuccessful development wells or damaged wells are expensed immediately as losses on disposal. Development costs are tested for impairment in accordance with the criteria described in the section Property, plant and equipment .

Production

Production costs are those costs incurred to operate and maintain wells and field equipment and are expensed as incurred.

Investments in subsidiaries excluded from consolidation, jointly controlled entities and associates are accounted for using the equity method[14]. Jointly controlled entities are those entities over which Eni governs, jointly with other venturers, the financial and operating decisions relating to the activity so as to obtain benefits from it. Associates are entities over which Eni has significant influence, that is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. Under the equity method, investments are initially recognized at cost, allocating any difference between the cost of the investment and the investor s share of the net fair value of the investee s identifiable net assets analogously to the recognition principles of business combination. Subsequently the carrying amount is adjusted to reflect: (i) the investor s share of the post-acquisition profit or loss of the investee; and (ii) the investor s share of the investee s other comprehensive income. The changes in the equity of investees

(13) IFRS does not have specific criteria for hydrocarbon exploration and production activities. Eni continues to use existing accounting policies for exploration and evaluation of assets previously applied before the introduction of IFRS 6 Exploration for and evaluation of mineral resources .

(14) In the case of step acquisition of a significant influence (or joint control), the investment is recognized, at the acquisition date of significant influence (joint control), at the amount deriving from the use of the equity method assuming the adoption of this method since initial acquisition; the step-up of the carrying amount of interests owned before the acquisition of significant influence (joint control) is taken to equity.

accounted for using the equity method, not arising from the profit or loss or from the other comprehensive income, are recognized in the investor s profit and loss account, as they represent, basically, a gain or loss from a disposal of an interest of the investee s equity. Distributions received from an investee are recorded as a reduction of the carrying amount of the investment. In applying the equity method, consolidations adjustments are considered (see also Principles of consolidation paragraph). When there is objective evidence of impairment (see also section Current assets), the recoverability is tested by comparing the carrying amount and the related recoverable amount determined by adopting the criteria indicated in the item Property, plant and equipment . Subsidiaries excluded from consolidation, jointly controlled entities and associates are accounted for at cost, net of impairment losses if this does not result in a misrepresentation of the Company s financial condition. When an impairment loss no longer exists, a reversal of the impairment loss is recognized in profit and loss account within Other gain (loss) from investments . The reversal cannot exceed the previously recognized impairment losses.

The sale of equity interests with loss of joint control and significant influence over the investee determines the recognition in the profit and loss account of: (i) any gain/loss calculated as the difference between the consideration received and the corresponding transferred share; (ii) any gain or loss recognized as a result of remeasuring to fair value any investment retained in the former joint venture/associate; (iii) any amount related to the former joint venture/associate previously recognized in other comprehensive income which can be reclassified subsequently to profit and loss account[15]. Any investment retained in the former joint venture/associate is recognized at its fair value at the date when joint control or significant influence are lost and shall be accounted for in accordance with the applicable measurement criteria. Other investments, included in non-current assets, are recognized at their fair value and their effects are included in the equity reserve related to other comprehensive income; the changes in fair value recognized in equity are charged to the profit and loss account when it is impaired or realized. Galp and Snam shares related to convertible for impairment or uncollectibility and amortization of any difference between the maturity amount and the initial amount. Amortization is carried out on the basis of the effective interest rate represented by the rate that equalizes, at the moment of the initial recognition, the present value of expected cash flows to the initial carrying amount (so called amortized cost method). Receivables for finance leases are recognized at an amount equal to the present value of the lease payments and the purchase option price or any residual value; the amount is discounted at the interest rate implicit in the lease. If there is objective evidence that an impairment loss has been incurred (see also point Current assets), the impairment loss is measured by comparing the carrying value with the present value of the expected cash flows discounted at the effective interest rate as defined at initial recognition, or at the moment of its updating to reflect re-pricings contractually established. Receivables and financial assets to be held to maturity are presented net of the allowance for impairment losses; when the impairment loss is definite the allowance for impairment losses is reversed for charges, otherwise for excess. Changes to the carrying amount of receivables or financial assets in accordance with the amortized cost method are recognized as Finance income (expense) .

Assets held for sale and discontinued operations

Non-current assets and current and non-current assets included within disposal groups, are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through their continuing use. For this to be the case, the sale must be highly probable and the asset or the disposal group must be available for immediate sale in its present condition. Non-current assets held for sale, current and non-current assets included within disposal groups that have been classified as held for sale and the liabilities directly associated with them are recognized in the balance sheet separately from the entity s other assets and liabilities. Non-current assets held for sale are not depreciated and they are measured at the lower of the fair value less costs to sell and their carrying amount. The classification as held for sale of equity-accounted investments determines the interruption of equity bonds are measured at fair value through profit and loss account, under the fair value option, in order to significantly reduce the accounting mismatch with the recognition of the option embedded in the convertible bond, measured at fair value through profit and loss account. When investments are not traded in a public market and their fair value cannot be reasonably determined, they are accounted for at cost, net of impairment losses; impairment losses shall not be reversed[16]. The investor s share of losses of an investee, that exceeds its interest in the investee, is recognized in a specific provision only to the extent the investor is required to fulfill legal or constructive obligations of the investee or to cover its losses.

Receivables and financial assets to be held to maturity

Receivables and financial assets to be held to maturity are stated at cost represented by the fair value of the initial exchanged amount adjusted to take into account direct external costs related to the transaction (e.g. fees of agents or consultants, etc.). The initial carrying value is then adjusted to take into account principal repayments, reductions

method accounting; therefore, in this case, the book value of the investment in accordance with the equity method represents the carrying amount for the measurement as non-current assets held-for sale. Any difference between the carrying amount and the fair value less costs to sell is taken to the profit and loss account as an impairment loss; any subsequent reversal is recognized up to the cumulative impairment losses, including those recognized prior to qualification of the asset as held for sale. Non-current assets and current and non-current assets included within disposal groups, classified as held for sale, are considered a discontinued operation if, alternatively: (i) represent a separate major line of business or geographical area of operations; (ii) are part of a disposal program of a separate major line of business or geographical area of operations; or (iii) are a subsidiary acquired exclusively with a view to resale. The results of discontinued operations, as well as any gain or loss recognized on the disposal, are indicated in a separate profit and loss account item, net of the related tax effects; the economic figures of discontinued operations are indicated also for prior periods presented in the financial statements. When there is a sale plan involving loss of

(15) Conversely, any component related to the former joint venture/associate previously recognized in other comprehensive income, which can not be reclassified subsequently to profit and loss account, are reclassified within retained earnings.
(16) Impairment charges recognized in an interim period are not reversed also when, considering conditions existing in a subsequent interim period, they would have been recognized in a smaller amount or would not have been recognized.

control of a subsidiary, all the assets and liabilities of that subsidiary are classified as held for sale, regardless of whether a non-controlling interest in its former subsidiary will be retain after the sale.

Financial liabilities

Debt is measured at amortized cost (see item Non-current financial assets above). Financial liabilities are derecognized when they are extinguished, or when the obligation specified in the contract is discharged or cancelled or expires.

Provisions for contingencies

Provisions for contingencies are liabilities for expenses and charges of a definite nature and whose existence is certain or probable but for which at year-end the timing or amount of future expenditure is uncertain. Provisions are recognized when: (i) there is a present obligation, legal or constructive, as a result of a past event; (ii) it is probable that the settlement of that obligation will result in an outflow of resources embodying economic benefits; and (iii) the amount of the obligation can be reliably estimated. The amount recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date or to transfer it to third parties at that time. The amount recognized for onerous contracts is the lower of the cost necessary to fulfill the obligations, net of expected economic benefits deriving from the contracts, and any indemnity or penalty arising from failure to fulfill these obligations. If the effect of the time value is material, and the payment date of the obligations can be reasonably estimated, provisions to be accrued are the present value of the expenditures expected to be required to settle the obligation at a discount rate that reflects the Company s average borrowing rate taking into account the risks associated with the obligation. The increase in the provision due to the passage of time is recognized as Finance income (expense) . When the liability regards a tangible asset (e.g. site dismantling and restoration), the provision is stated with a corresponding entry to the asset to which it refers. Charges to the profit and loss account are made with the

Provisions for employee benefits

Post-employment benefit plans, including informal arrangements, are classified as either defined contribution plans or defined benefit plans depending on the economic substance of the plan as derived from its principal terms and conditions. In the first case, the Company s obligation, which consists of making payments to the State or a trust or a fund,
is determined on the basis of contributions due. The liabilities related to defined benefit plans, net of any plan assets, are determined on the basis of actuarial assumptions and charged on an accrual basis during the employment period required to obtain the benefits. Net interest includes the return on plan assets and the interests cost to be recognized in the profit and loss account. Net interest is measured by applying to the liability, net of any plan assets, the discount rate used to calculate the present value of the liability; net interest of defined benefit plans is recognized in Finance income (expense) . Remeasurements of the net defined benefit liability, comprising actuarial gains and losses, resulting from changes in the actuarial assumptions used or from changes arising from experience adjustments, and the return on plan assets excluding amounts included in net interest, are recognized within statement of comprehensive income. Furthermore, in presence of net assets, changes in their value different from those included in net interest are recognized within statement of comprehensive income. Obligations for long-term benefits are determined by adopting actuarial assumptions. The effects of remeasurements are taken to profit and loss account in their entirety.

Treasury shares

Treasury shares are recognized as deductions from equity at cost.
Gains or losses resulting from subsequent sales are recognized in equity.

Revenues and costs

Revenues associated with sales of products and services are recognized when significant risks and rewards of amortization process. Costs that the Company expects to bear in order to carry out restructuring plans are recognized when the Company has a detailed formal plan for the restructuring and has raised a valid expectation in the affected parties that it will carry out the restructuring. Provisions are periodically reviewed and adjusted to reflect changes in the estimates of costs, timing and discount rates. Changes in provisions are recognized in the same profit and loss account item that had previously held the provision, or, when the liability regards tangible assets (i.e. site dismantling and restoration), changes in the provision are recognized with a corresponding entry to the assets to which they refer, to the extent of the assets carrying amounts; any excess amount is recognized to the profit and loss account. In Note 28 - Provisions for contingencies, the following contingent liabilities are described: (i) possible, but not probable obligations arising from past events, whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the Company s control; and (ii) present obligations arising from past events whose amount cannot be reliably measured or whose settlement will probably not result in an outflow of resources embodying economic benefits.

ownership have passed to the customer or when the transaction can be considered settled and the associated revenue can be reliably measured. In particular, revenues are recognized for the sale of:

- crude oil, generally upon shipment;
- natural gas, upon delivery to the customer;
- petroleum products sold to retail distribution networks, generally upon delivery to the service stations, whereas all other sales of petroleum products are generally recognized upon shipment;
- chemical products and other products, generally upon shipment.

Revenues are recognized upon shipment when, at that date, significant risks are transferred to the buyer. Revenues from crude oil and natural gas production from properties in which Eni has an interest together with other producers are recognized on the basis of Eni s net working interest in those properties (entitlement method). Differences between Eni s net working interest volume and actual production volumes are recognized at current prices at year end. Revenues related to partially rendered services are recognized by reference to the stage of completion, provided that: (i) the amount of revenues can be measured reliably; (ii) it is probable that the economic benefits associated with the transaction will flow to the entity; (iii) the stage of completion of the transaction at the end of the reporting period can be measured reliably; and (iv) the related costs can be measured reliably. When the outcome of the transaction involving the rendering of services cannot be estimated reliably, revenue is recognized only to the extent of the expenses recognized that are recoverable. Revenues accrued during the year related to construction contracts are recognized on the basis of contractual revenues with reference to the stage of completion of a contract measured on the cost-to-cost basis. For service concession arrangements (see item Intangible assets above) in which customers fees do not provide a reliable distinction between the compensation for construction/update of the infrastructure and the compensation for operating it and in the absence of external benchmarks, revenues recognized during the construction/update phase are limited to the amount of the costs incurred. Additional revenues, derived from a change in the scope of work, are included in the total amount of revenues when it is probable that the customer will approve the variation and the related amount. Claims deriving from additional costs incurred for reasons attributable to the customer are included in the total amount of revenues when it is probable that the counterparty will accept them. Tangible assets, different from an infrastructure used in service concession arrangements, transferred from customers (or constructed using cash transferred from customers) and used to connect them to a network to supply goods and services, are recognized at their fair value as an offset to revenues. When more than one separately identifiable service is provided (for example, connection to a network and supply of goods) the entity shall assess for which one service it receives the transferred asset from the customer and it shall consistently recognize a revenue when the connection is delivered or over the lesser period between the length of the supply and the useful life of the transferred asset. Revenues are measured at the fair value of the consideration received or receivable net of returns, discounts, rebates, bonuses and related taxation. Award credits, related to customer loyalty programs, are recognized as a separate component of the sales transaction which grants the right to customers. Therefore, the portion of revenues related to the fair value of award credits granted is consistent with their actual remunerative nature. The instruments granted are recorded at fair value on the vesting date and are not subject to subsequent adjustments; the current portion is calculated pro-rata over the vesting period[17]. The fair value of stock options is determined using valuation techniques which consider conditions related to the exercise of options, current share prices, expected volatility and the risk-free interest rate. The fair value of stock options is recognized as a contra to the equity item Other reserves . The costs for the acquisition of new knowledge or discoveries, the study of products or alternative processes, new techniques or models, the planning and construction of prototypes or, in any case, costs incurred for other scientific research activities or technological development, which cannot be capitalized (see item Intangible assets above), are included in the profit and loss account when they are incurred.

Exchange rate differences

Revenues and costs associated with transactions in currencies other than the functional currency are translated into the functional currency by applying the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in currencies other than functional currency are converted by applying the year end exchange rate and the effect is stated in the profit and loss account. Non-monetary assets and liabilities denominated in currencies other than the functional currency valued at cost are translated at the initial exchange rate. Non-monetary items that are measured at fair value, recoverable amount or net realizable value are translated using the exchange rate at the date when the value is determined.

Dividends

Dividends are recognized at the date of the general shareholders meeting in which they were declared, except when the sale of shares before the ex-dividend date is certain.

Income taxes

recognized as an offset to the item Other liabilities . The liability is charged to the profit and loss account in the period in which the award credits are redeemed by customers or the related right is lost. The exchange of goods and services of a similar nature and value do not give rise to revenues and costs as they do not represent sale transactions. Costs are recognized when the related goods and services are sold or consumed during the year, they are systematically allocated or when their future economic benefits cannot be identified. Costs associated with emission quotas, determined on the basis of the market prices, are recognized in relation to the amount of the carbon dioxide emissions that exceed free allowances. Costs related to the purchase of the emission rights are recognized as intangible assets net of any negative difference between the amount of emissions and the free allowances. Revenues related to emission quotas are recognized when they are sold. In case of sale, if applicable, the acquired emission rights are considered as the first to be sold. Monetary receivables granted as a substitution of emission rights awarded free of charge are recognized as a contra to item Other income and revenues of the profit and loss account. Operating lease payments are recognized in the profit and loss account over the length of the contract. Payroll costs include stock options granted to managers,

Current income taxes are determined on the basis of estimated taxable income. The estimated liability is included in Income taxes payable . Current income tax assets and liabilities are measured at the amount expected to be paid to (recovered from) the tax Authorities, using tax rates and the tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred tax assets or liabilities are recognized for temporary differences arising between the carrying amounts of the assets and liabilities and their tax bases, based on tax rates and tax laws that have been enacted or substantively enacted for future years. Deferred tax assets are recognized when their recoverability is considered probable; in particular, deferred tax assets are recoverable when it is probable that taxable income will be available in the same year as the reversal of the deductible temporary difference. Similarly, deferred tax assets for the carryforward of unused tax credits and unused tax losses are recognized to the extent that the recoverability is probable. Relating to the temporary differences associated with investments in subsidiaries, jointly controlled entities and associates, the related deferred tax liabilities are not recognized

(17) Conversely, any component related to the former joint venture/associate previously recognized in other comprehensive income, which can not be reclassified subsequently to profit and loss account, are reclassified within retained earnings.

if the investor is able to control the timing of reversal of the temporary differences and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets and liabilities are included in non-current assets and liabilities and are offset at a single entity level if related to offsettable taxes. The balance of the offset, if positive, is recognized in the item Deferred tax assets ; if negative, in the item Deferred tax liabilities . When the results of transactions are recognized directly in shareholders equity, the related current and deferred taxes are also charged to the shareholders equity.

Derivatives

Derivatives, including embedded derivatives which are separated from the host contract, are assets and liabilities measured at their fair value. Derivatives are designated as hedging instruments when the relationship between the derivative and the hedged item is formally documented and the hedge is highly effective and regularly reviewed. When hedging instruments hedge the risk of changes of the fair value of the hedged item (fair value hedge, e.g. hedging of the variability on the fair value of fixed interest rate assets/liabilities), the derivatives are measured at fair value through profit and loss account. Hedged items are consistently adjusted to reflect, in the profit and loss account, the changes of fair value associated with the hedged risk; this applies even if the hedged item should be otherwise measured. When derivatives hedge the cash flow variability risk of the hedged item (cash flow hedge, e.g. hedging the variability on the cash flows of assets/liabilities as a result of the fluctuations of exchange rate), the changes in the fair value of the derivatives, considered an effective hedge, are initially recognized in the equity reserve related to other comprehensive income and then reclassifies to profit and loss account in the same period during which the hedged transaction affects the profit and loss account.
The changes in the fair value of derivatives that do not meet the conditions required to qualify for hedge accounting are recognized in the profit and loss account. In particular, the changes in the fair value of non-hedging derivatives on interest rates and exchange takes place in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market to which the entity has access, independently from the entity s intention to sell the asset or transfer the liability to be measured.
A fair value measurement of a non-financial asset takes into account a market participant s ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. Highest and best use is determined from the perspective of market participants, even if the entity intends a different use; an entity s current use of a non-financial asset is presumed to be its highest and best use, unless market or other factors suggest that a different use by market participants would maximize the value of the asset.
The fair value of a liability, both financial and non-financial, or of an equity instrument, in the absence of a quoted price, is measured from the perspective of a market participant that holds the identical item as an asset at the measurement date. The fair value of a liability reflects the effect of a non-performance risk. Non-performance risk includes, but may not be limited to, an entity s own credit risk.
In the absence of available market quotation, fair value is measured by using valuation techniques that are appropriate in the circumstances, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

4 Financial statements and changes in accounting policies

Financial statements[18]

Assets and liabilities on the balance sheet are classified as current and non-current. Items on the profit and loss account are presented by nature[19]. The statement of comprehensive income shows net profit integrated with income and expenses that are recognized directly in equity according to IFRS. The statement of changes in rates are recognized in the profit and loss account item Finance income (expense) ; conversely, the changes in the fair value of non-hedging derivatives on commodities are recognized in the profit and loss account item Other operating (expense) income . Economic effects of transactions to buy or sell commodities entered into to meet the entity s normal operating requirements and for which the settlement is provided with the delivery of the underlying, are recognized on an accrual basis (the so-called normal sale and normal purchase exemption or own use exemption).

Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants (not in a forced liquidation or a distress sale) at the measurement date (exit price). Fair value measurement is based on the market conditions existing at the measurement date and on the assumptions of market participants (market-based measurement). A fair value measurement assumes that the transaction to sell the asset or transfer the liability

shareholders equity includes the comprehensive income for the year, transactions with shareholders in their capacity as shareholders and other changes in shareholders equity. The statement of cash flows is presented using the indirect method, whereby net profit is adjusted for the effects of non-cash transactions.

Changes in accounting policies

By Commission Regulation (EU) No. 475/2012 of June 5, 2012, the revised IAS 19 Employee Benefits (hereinafter IAS 19) has been endorsed. The new provisions of IAS 19 are applied retrospectively by adjusting the opening balance sheet as of January 1, 2012 and the 2012 profit and loss account. In the consolidated financial statements, the application of the new provisions of IAS 19 leads a pre-tax and post-tax effect amounting to, respectively: (i) a decrease of equity as of January 1, 2012 of euro 123 million and euro 61 million; (ii) a decrease of equity as of December 31, 2012 of euro 269 million and euro 155 million, whose euro 149 million and euro 96 million related to the 2012 actuarial

(18) The financial statements are the same reported in the Annual Report 2012, except for: (i) the statement of comprehensive income where, based on the amendments of IAS 1 Presentation of Financial Statements , other comprehensive income are grouped on the basis of their possibility to be reclassified subsequently to profit and loss account in accordance with the applicable IFRSs (reclassification adjustments); and (ii) the adoption of the new provisions of IAS 19, whose effects are described in the item Changes in accounting policies .

(19) Further information on financial instruments as classified in accordance with IFRS is provided in Note 35 - Guarantees, commitments and risks - Other information about financial instruments.

gains and losses recognized within other comprehensive income. The effect on the 2012 profit and loss account is not material. The presentation of net interest on defined benefit plans within the item Finance income (expense) , previously presented within the payroll costs, determined an increase of 2012 operating profit of euro 45 million.
Furthermore, starting from January 1, 2013, IFRS 13 Fair value measurement is effective (endorsed by Commission Regulation (EU) No. 1255/2012 of December 11, 2012) which provides a framework for fair value measurements, required or permitted by other IFRSs, and for the disclosures about fair value measurements. The effect of adoption of IFRS 13 is not material.

5 Use of accounting estimates

The preparation of the Consolidated Financial Statements requires the use of estimates and assumptions that affect the assets, liabilities, revenues and expenses reported in the financial statements, as well as amounts included in the notes thereto, including discussion and disclosure of contingent liabilities. Estimates made are based on complex or subjective judgments and past experience of other assumptions deemed reasonable in consideration of the information available at the time. The accounting policies and areas that require the most significant judgments and estimates to be used in the preparation of the Consolidated Financial Statements are in relation to the accounting for oil and natural gas activities, specifically in the determination of proved and proved developed reserves, impairment of fixed assets, intangible assets and goodwill, asset retirement obligations, business combinations, pensions and other post-retirement benefits, recognition of environmental liabilities and recognition of revenues in the oilfield services construction and engineering businesses. Although the Company uses its best estimates and judgments, actual results could differ from the estimates and assumptions used. A summary of significant estimates follows.

acquisition and divestment activity and additional reservoir development activity. In particular, changes in oil and natural gas prices could impact the amount of Eni s proved reserves in regards to the initial estimate and, in the case of production-sharing agreements and buyback contracts, the share of production and reserves to which Eni is entitled. Accordingly, the estimated reserves could be materially different from the quantities of oil and natural as that ultimately will be recovered.
Oil and natural gas reserves have a direct impact on certain amounts reported in the Consolidated Financial Statements. Estimated proved reserves are used in determining depreciation and depletion expenses and impairment expense. Depreciation and depletion rates on oil and gas assets using the UOP basis are determined from the ratio between the amount of hydrocarbons extracted in the quarter and proved developed reserves existing at the end of the quarter increased by the amounts extracted during the quarter. Assuming all other variables are held constant, an increase in estimated proved developed reserves for each field decreases depreciation and depletion expense. Conversely, a decrease in estimated proved developed reserves increases depreciation and depletion expense. In addition, estimated proved reserves are used to calculate future cash flows from oil and gas properties, which are used to assess any impairment loss. The larger is the volume of estimated reserves, the lower is the likelihood of asset impairment.

Impairment of assets
Assets are impaired when there are events or changes in circumstances that indicate the carrying values of the assets are not recoverable. Such impairment indicators include changes in the Group s business plans, changes in commodity prices leading to unprofitable performance, a reduced utilization of the plants and, for oil and gas properties, significant downward revisions of estimated proved reserve quantities or significant increase of the estimated development costs. Determination as to whether and how much an asset is impaired involves management estimates on highly uncertain and complex matters such as future commodity prices, the effects of inflation and technology improvements on operating expenses,

Oil and gas activities

Engineering estimates of the Company s oil and gas reserves are inherently uncertain. Proved reserves are the estimated volumes of crude oil, natural gas and gas condensates, liquids and associated substances which geological and engineering data demonstrate that can be economically producible with reasonable certainty from known reservoirs under existing economic conditions and operating methods. Although there are authoritative guidelines regarding the engineering and geological criteria that must 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, engineering and geological interpretation and judgment. Field reserves will only be categorized as proved when all the criteria for attribution of proved status have been met. At this stage, all booked reserves are classified as proved undeveloped. Volumes are subsequently reclassified from proved undeveloped to proved developed as a consequence of development activity. The first proved developed bookings occur at the point of first oil or gas production. Major development projects typically take one to four years from the time of initial booking to the start of production. Eni reassesses its estimate of proved reserves periodically. The estimated proved reserves of oil and natural gas may be subject to future revision and upward and downward revision may be made to the initial booking of reserves due to production, reservoir performance, commercial factors, production profiles and the outlook for global or regional market supply and demand conditions for crude oil, natural gas, commodity chemicals and refined products. Similar remarks are valid for the physical recoverability of assets recognized in the balance sheet (deferred costs - see also item Current assets) related to natural gas volumes not collected under long-term purchase contracts with take-or-pay clauses as well as for the recoverability of deferred tax assets. The amount of an impairment loss is determined by comparing the book value of an asset with its recoverable amount. The recoverable amount is the greater of fair value net of disposal cost or the value in use.

The estimated value in use is based on the present values of expected future cash flows net of disposal costs. The expected future cash flows used for impairment analyses are based on judgmental assessments of future production volumes, prices and costs, considering available information at the date of review and are discounted by using a rate which considers the risks specific to the asset. For oil and natural gas properties, the expected future cash flows are estimated principally based on developed and non-developed proved reserves including, among other elements, production taxes and the costs to be incurred for the reserves yet to be developed. Oil, natural gas and petroleum product prices (and prices from products which are derived there from) used to quantify the expected future cash flows are estimated based on forward prices prevailing in the marketplace for the first four years and management s long-term planning assumptions thereafter. The estimate of the future amount of production is based on assumptions related to the commodity future prices, lifting and development costs, field decline rates, market demand and other factors. The discount rate reflects the current market valuation of the time value of money and of the specific risks of the asset not reflected in the estimate of the future cash flows. Goodwill and other intangible assets with an indefinite useful life are not subject to amortization. The Company tests for impairment such assets at the cash-generating unit level on an annual basis and whenever there is an indication that they may be impaired In particular, goodwill impairment is based on the lowest level (cash generating unit) to which goodwill can be allocated on a reasonable and consistent basis. A cash generating unit is the smallest aggregate on which the Company, directly or indirectly, evaluates the return on the capital expenditure. If the recoverable amount of a cash generating unit is lower than the carrying amount, goodwill attributed to that cash generating unit is impaired up to that difference; if the carrying amount of goodwill is lower than the amount of the impairment loss, the assets of the cash generating unit are impaired pro-rata on the basis of their carrying amount for the residual difference.

Asset retirement obligations

Obligations to remove tangible equipment and restore land or seabed require significant estimates in calculating the amount of the obligation and determining the amount required to be recorded presently in the Consolidated Financial Statements. Estimating future asset retirement obligations is complex. It requires management to make estimates and judgments with respect to removal obligations that will come to term many years into the future and contracts and regulations are often unclear as to what constitutes removal. In addition, the ultimate financial impact of environmental laws and regulations is not always clearly known as asset removal technologies and costs constantly evolve in the Countries where Eni operates, as do political, environmental, safety and public expectations. The subjectivity of these estimates is also increased by the accounting method used that requires entities to record the fair value of a liability for an asset retirement obligation in the period when it is incurred (typically, at a liability will be incurred and a reliable estimate can be made of the amount of the obligation. Management, considering the actions already taken, insurance policies obtained to cover environmental risks and provision for risks accrued, does not expect any material adverse effect on Eni s consolidated results of operations and financial position as a result of such laws and regulations. However, there can be no assurance that there will not be a material adverse impact on Eni s consolidated results of operations and financial position due to: (i) the possibility of an unknown contamination; (ii) the results of the ongoing surveys and other possible effects of statements required by applicable laws; (iii) the possible effects of future environmental legislations and rules; (iv) the effects of possible technological changes relating to future remediation; and (v) the possibility of litigation and the difficulty of determining Eni s liability, if any, against other potentially responsible parties with respect to such litigations and the possible reimbursements.

Provisions for employee benefits

Defined benefit plans are evaluated with reference to uncertain events and based upon actuarial assumptions including among others discount rates, expected rates of salary increases, medical cost trends, estimated retirement dates and mortality rates. The significant assumptions used to account for defined benefit plans are determined as follows: (i) discount and inflation rates reflect the rates at which benefits could be effectively settled, taking into account the duration of the obligation. Indicators used in selecting the discount rate include market yields on high quality corporate bonds (or, in the absence of a deep market of these bonds, on the market yields on government bonds). The inflation rates reflect market conditions observed Country by Country; (ii) the future salary levels of the individual employees are determined including an estimate of future changes attributed to general price levels (consistent with inflation rate assumptions), productivity, seniority and promotion; (iii) healthcare cost trend assumptions reflect an estimate of the actual future changes in the cost of the healthcare related benefits provided to the plan participants and are based on past and current healthcare cost trends including the time the asset is installed at the production location). When provisions are initially recognized, the related fixed assets are increased by an equal corresponding amount. Then the carrying amount of provisions is adjusted to reflect the passage of time and any change in the estimates following the modification of future cash flows and discount rates adopted. The discount rate used to determine the provision is based on managerial judgments.

Business combinations

Accounting for business combinations requires the allocation of the purchase price to the identifiable assets and liabilities of the acquired business at their fair values. Any positive residual difference is recognized as Goodwill . Any negative residual difference is recognized in the profit and loss account. Management uses all available information to make these fair value measurements and, for major business combinations, engages independent external advisors.

Environmental liabilities

As other oil and gas companies, Eni is subject to numerous EU, national, regional and local environmental laws and regulations concerning its oil and gas operations, production and other activities. They include legislations that implement international conventions or protocols. Environmental costs are recognized when it becomes probable that

healthcare inflation, changes in healthcare utilization and changes in health status of the participants; (iv) demographic assumptions such as mortality, disability and turnover reflect the best estimate of these future events for individual employees involved. Differences in the amount of the net defined benefit liability (asset), deriving from the remeasurements comprising, among others, changes in the current actuarial assumptions, differences in the previous actuarial assumptions and what has actually occurred and differences in the return on plan assets excluding amounts included in net interest, usually occur. Remeasurements are recognized within statement of comprehensive income for defined benefit plans and within profit and loss account for long-term plans.

Provisions for contingencies

In addition to environmental liabilities, asset retirement obligation and employee benefits, Eni recognizes provisions primarily related to litigations and tax issues. The estimate of these provisions is based on managerial judgments.

Revenue recognition

Revenue recognition in the Engineering & Construction segment is based on the stage of completion of a contract as measured on the cost-to-cost basis applied to contractual revenues. Use of the stage of completion method requires estimates of future gross profit on a contract by contract

basis. The future gross profit represents the profit remaining after deducting costs attributable to the contract from revenues provided for in the contract. The estimate of future gross profit is based on a complex estimation process that includes identification of risks related to the geographical region where the activity is carried out, market conditions in that region and any assessment that is necessary to estimate with sufficient precision the total future costs as well as the expected timetable to the end of the contract. Additional revenues, derived from a change in the scope of work, are included in the total amount of revenues when it is probable that the customer will approve the variation and the related amount. Claims deriving from additional costs incurred for reasons attributable to the customer are included in the total amount of revenues when it is probable that the counterparty will accept them.
Revenues from the sale of electricity and gas to retail customers include allocations for the supplies, occurred between the date of the last meters reading and the year end, not yet billed. These estimates are based on the difference between the volumes allocated by the grid managers and the billed volumes, as well as on other factors, considered by the management, which can impact on them.

6 Recent accounting standards

Accounting standards and interpretations issued by the IASB/IFRIC and endorsed by the EU
By Commission Regulation (EU) No. 1254/2012 of December 11, 2012, IFRS 10 Consolidated Financial Statements (hereinafter IFRS 10) and the revised IAS 27 Separate Financial Statements (hereinafter revised IAS 27) have been endorsed. The documents state, respectively, the provisions for the presentation and the preparation of consolidated and separate financial statements. IFRS 10 provides, interalia, a new definition of control to be consistently applied to all entities (included vehicles). According to this definition, an entity controls an investee when it is exposed, or has rights, to its (positive and negative) returns from its involvement and has the ability to affect those returns accounts for assets/liabilities and expenses/revenues relating to the joint operation on the basis of its rights and obligations determined and specified in the contractual arrangements, rather than basing on its ownership interest in the joint operation. The revised IAS 28 defines, interalia, the accounting treatment to be adopted on disposal of an equity interest, or a portion of an equity interest, in a joint venture or an associate.
IFRS 11 and the revised IAS 28 shall be applied for annual periods beginning on or after January 1, 2014.
By Commission Regulation (EU) No. 1254/2012 of December 11, 2012, IFRS 12 Disclosure of Interests in Other Entities (hereinafter IFRS 12) has been endorsed. The standard combines all the disclosures to be provided in financial statements regarding subsidiaries, joint arrangements, associates and unconsolidated structured entities. IFRS 12 shall be applied for annual periods beginning on or after January 1, 2014.
By Commission Regulation (EU) No. 313/2013 of April 4, 2013, the document Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance (Amendments to International Financial Reporting Standards 10, 11, and 12) has been endorsed. It provides some clarifications and relieves on the transition requirements of IFRS 10, IFRS 11 and IFRS 12.
The provisions shall be applied for annual periods beginning on or after January 1, 2014[20].
By Commission Regulation (EU) No. 1256/2012 of December 13, 2012, the amendments to IAS 32 Financial Instruments: Presentation - Offsetting Financial Assets and Financial Liabilities (hereinafter amendments to IAS 32) have been endorsed, which state that: (i) in order to set off financial assets and liabilities, the right of set-off must be legally enforceable in all circumstances, such as in the normal course of business, in the event of default or in the event of insolvency or bankruptcy, of one or all of the counterparties; and (ii) in presence of specific characteristics, the gross simultaneous settlement of financial assets and liabilities, that eliminate or result in insignificant credit and liquidity risk, may be considered equivalent to net settlement.
The amendments to IAS 32 shall be applied for annual periods beginning on or after January 1, 2014.

through its power over the investee. The standard provides some indicators to be considered in assessing control which include, interalia, potential voting rights, protective rights, the presence of agency relationships and franchise agreements. Furthermore, the new provisions acknowledge the existence of control of an investee even if the investor holds less than majority of voting rights due to shareholding dispersion or passive attitude of other shareholders. IFRS 10 and the revised IAS 27 shall be applied for annual periods beginning on or after January 1, 2014.

By Commission Regulation (EU) No. 1254/2012 of December 11, 2012, IFRS 11 Joint Arrangements (hereinafter IFRS 11) and the revised IAS 28 Investments in Associates and Joint Ventures (hereinafter revised IAS 28) have been endorsed. Depending on the rights and obligations of the parties arising from arrangements, IFRS 11 classifies joint arrangements into two types joint operations and joint ventures and states the required accounting treatment. With reference to joint ventures, the new provisions require to account for them using the equity method, eliminating proportionate consolidation. A joint operator

By Commission Regulation (EU) No. 1374/2013 of December 19, 2013, the amendments to IAS 36 Recoverable Amount Disclosures for Non-Financial Assets have been endorsed (hereinafter amendments to IAS 36), which supplements the disclosure of information requiring: (i) the recoverable amount of individual assets or cash-generating units for which an impairment loss has been recognized or reversed during the period; and (ii) additional disclosures if recoverable amount is based on fair value less costs of disposal. The amendments to IAS 36 shall be applied for annual periods beginning on or after January 1, 2014.

By Commission Regulation (EU) No. 1375/2013 of December 19, 2013, the amendments to IAS 39 Financial Instruments: Recognition and Measurement - Novation of Derivatives and Continuation of Hedge Accounting have been endorsed (hereinafter amendments to IAS 39). According to these amendments, an entity shall not discontinue hedge accounting in case of novation of the derivative, as a consequence of laws or regulations, which implies that an original counterparty is replaced by a central counterparty. The amendments to IAS 39 shall be applied for annual periods beginning on or after January 1, 2014.

(20) Under the transition requirements of IFRS 10 and IFRS 11, the new provisions shall be applied in the consolidated financial statements retrospectively starting from January 1, 2014, by adjusting the opening balance sheet as of January 1, 2013 and the 2013 profit and loss account. The application of the new provisions in the consolidated financial statements leads: (i) as of January 1, 2013, an increase in total assets of euro 313 million, an increase in total liabilities of euro 454 million and a decrease in non-controlling interests of euro 141 million; (ii) in the 2013 profit and loss account, an increase in total revenues of euro 23 million, an increase in operating profit of euro 32 million and a decrease in net profit attributable to non-controlling interests of euro 13 million; (iii) as of December 31, 2013, an increase in total assets of euro 253 million, an increase in total liabilities of euro 378 million and a decrease in non-controlling interests of euro 125 million.

Accounting standards and interpretations issued by the IASB/IFRIC and not yet endorsed by the EU

On November 12, 2009, the IASB issued IFRS 9 Financial Instruments (hereinafter IFRS 9) which changes recognition and measurement criteria of financial assets and their classification in the financial statements. In particular, the new provisions require, interalia, a classification and measurement model of financial assets based exclusively on the following categories: (i) financial assets measured at amortized cost; and (ii) financial assets measured at fair value. The new provisions also require that investments in equity instruments, other than subsidiaries, joint ventures or associates, shall be measured at fair value with effects taken to the profit and loss account. If these investments are not held for trading purposes, subsequent changes in the fair value can be recognized in other comprehensive income, even if dividends are taken to the profit and loss account. Amounts taken to other comprehensive income shall not be subsequently transferred to the profit and loss account even at disposal. In addition, on October 28, 2010, the IASB updated IFRS 9 by incorporating the recognition and measurement criteria of financial liabilities. In particular, the new provisions require, interalia, that if a financial liability is measured at fair value through profit or loss, subsequent changes in the fair value attributable to changes in the own credit risk shall be presented in other comprehensive income; the component related to own credit risk is recognized in profit and loss account if the treatment of the changes in own credit risk would create or enlarge an accounting mismatch. On November 19, 2013, the IASB integrated IFRS 9 with the revised guidance for hedge accounting. The new provisions aim to align hedge accounting more closely with risk management activities and to establish a more principles-based approach to hedge accounting.
In particular, the main changes concern: (i) the forward-looking hedge effectiveness assessment rather than bright lines; (ii) the possibility to rebalance the hedging relationship if the risk management objective for that designating hedging relationship remains the same; (iii) the possibility to designate as an hedged item a risk component of a non-financial item, net positions or layer components of items, if specific conditions are (v) the accounting of time value of purchased options or the forward elements of forward contracts, excluded from the hedge effectiveness assessment, which shall be consistent with the features of the hedged item.
Furthermore, in November 2013, the IASB also removed the effective date from IFRS 9 and will decide on the effective date when the entire IFRS 9 project is closer to completion (the previous effective date was January 1, 2015).

On May 20, 2013, the IFRIC issued the interpretation IFRIC 21 Levies (hereinafter IFRIC 21), which defines the accounting for outflows imposed by governments (e.g. contributions required to operate in a specific market), other than income taxes, fines or penalties. IFRIC 21 sets out criteria for the recognition of the liability, stating that the obligating event that gives rise to the liability, and therefore to its recognition, is the activity that triggers the payment, as identified by the legislation. The provisions of IFRIC 21 shall be applied for annual periods beginning on or after January 1, 2014.
On November 21, 2013, the IASB issued the amendments to IAS 19 Defined Benefit Plans: Employee Contributions , which allow the recognition of contributions to defined benefit plans from employees or third parties as a reduction of service cost in the period in which the related service is received, provided that the contributions: (i) are set out in the formal conditions of the plan; (ii) are linked to service; and (iii) are independent of number of years of service (e.g. the contributions are a fixed percentage of the employee s salary or a fixed amount throughout the service period or dependent on the employee s age). The amendments shall be applied for annual periods beginning on or after July 1, 2014 (for Eni: 2015 financial statements).
On December 12, 2013 the IASB issued the documents Annual Improvements to IFRSs 2010-2012 Cycle and Annual Improvements to IFRSs 2011-2013 Cycle , which include, basically, technical and editorial changes to existing standards. The amendments to the standards shall be applied for annual periods beginning on or after July 1, 2014 (for Eni: 2015 financial statements).

Eni is currently reviewing these new IFRS to determine the likely impact on the Group s results.

met; (iv) the possibility to hedge aggregated exposures, i.e. a combination of a non-derivative exposure and a derivative; and

Current assets

7 Cash and cash equivalents

Cash and cash equivalents of euro 5,288 million (euro 7,765 million at December 31, 2012) included financing receivables originally due within 90 days amounting to euro 3,086 million (euro 5,861 million at December 31, 2012) relating to time deposit with financial institutions having notice greater than a 48-hour period.
Cash amounting to euro 90 million (euro 84 million at December 31, 2012) was restricted due to judicial investigations and commercial proceedings in the E&C segment. More information about the judicial investigations is disclosed in Note 35 - Guarantees, commitments and risks - Corruption investigations. The average maturity of financing receivables due within 90 days was 9 days and the average interest rate amounted to 0.3% (0.5% at December 31, 2012).

8 Financial assets held for trading

The breakdown by currency of financial assets held for trading or available for sale is presented below:

	Nominal value (euro million)	**Fair value** (euro million)	**Rating - Moody s**	**Rating - S&P**
Quoted bonds issued by sovereign states				
Fixed rate bonds				
Netherlands	150	153	Aaa	AA+
France	140	144	Aa1	AA
Italy	115	116	Baa2	BBB
Belgium	95	99	Aa3	AA
Spain	55	57	Baa3	BBB-
Austria	25	26	Aaa	AA+
Germany	17	17	Aaa	AAA
Denmark	13	13	Aaa	AAA
Poland	10	8	A2	A-
Slovakia	6	7	A2	A
Sweden	5	5	Aaa	AAA
Europe (Supranational Institutions)	99	100	from Aaa to Aa1	from AAA to AA
	730	**745**		
Floating rate bonds				
Italy	667	667	Baa2	BBB
France	100	100	Aa1	AA
Spain	100	100	Baa3	BBB-
Netherlands	56	56	Aaa	AA+
Germany	50	50	Aaa	AAA
Slovakia	1	1	A2	A

Europe (Supranational Institutions)	242	242	from Aaa to Aa1	from AAA to AA
	1,216	**1,216**		
Total quoted bonds issued by sovereign states	**1,946**	**1,961**		
Other bonds				
Fixed rate bonds				
Quoted bonds issued by industrial companies	1,494	1,574	from Aaa to Baa3	from AAA to BBB-
Non-quoted bonds issued by industrial companies	325	325	from P-1 to P-2	from A-1 to A-2
Quoted bonds issued by financial and insurance companies	377	396	from Aaa to Baa3	from AAA to BBB-
Non-quoted bonds issued by financial and insurance companies	218	218	from P-1 to P-2	from A-1 to A-2
	2,414	**2,513**		
Floating rate bonds				
Bonds issued by industrial companies	133	133	from Aaa to Baa3	from AAA to BBB-
Bonds issued by financial companies	397	397	from Aaa to Baa3	from AAA to BBB-