

ENI SPA  
Form 6-K  
April 01, 2016  
Table of Contents

---

---

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

---

**Form 6-K**

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

For the month of March 2016

**Eni S.p.A.**

(Exact name of Registrant as specified in its charter)

**Piazzale Enrico Mattei 1 - 00144 Rome, Italy**

(Address of principal executive offices)

---

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

Form 20-F                       Form 40-F

---

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

Yes                       No

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

---

---

**Table of Contents**

**TABLE OF CONTENTS**

Press Release dated March 11, 2016

Press Release dated March 17, 2016

Press Release dated March 18, 2016

Press Release dated March 24, 2016

Press Release dated March 24, 2016

---

**Table of Contents**

**SIGNATURES**

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

Eni S.p.A.

Name: Antonio Cristodoro  
Title: Head of Corporate Secretary's Staff  
Office

Date: March 31, 2016

---

**Table of Contents**

# **Eni: sale of a stake in Saipem - last condition subsequent not triggered due to full repayment of the Saipem Group's debt to the Eni Group**

*San Donato Milanese (Milan), March 11, 2016* - Following previous announcements regarding the sale and purchase agreement between Eni SpA ("Eni") and Fondo Strategico Italiano SpA ("FSI"), concerning the sale by Eni to FSI of a 12.5% stake in Saipem SpA's ("Saipem") share capital (the "Agreement") and further to Saipem's press release of February 26, 2016 concerning the repayment of the Saipem Group's cash debt to the Eni Group, Eni hereby announces that remaining activities relating to the full repayment of the debt have been fulfilled today, in accordance with the acknowledgement agreement entered into between Eni and Saipem on October 27, 2015.

Consequently, following the fulfillment of the above activities all the conditions subsequent under the sale and purchase agreement were not triggered and the deal is officially completed.

**Company Contacts:**

**Press Office: Tel. +39.0252031875 - +39.0659822030**

**Freephone for shareholders (from Italy): 800940924**

**Freephone for shareholders (from abroad): +80011223456**

**Switchboard: +39-0659821**

**ufficio.stampa@eni.com**

**segreteria.societaria.azionisti@eni.com**

**investor.relations@eni.com**

**Web site: [www.eni.com](http://www.eni.com)**

Table of Contents

# 2015 Consolidated Financial Statements and Draft Financial Statements of the Parent Company

## Convening of the Annual Shareholders Meeting

**Consolidated and separate financial statements: confirmed 2015 preliminary results announced on February 26, 2016;**

**Dividend proposal: euro 0.80 per share.**

Rome, March 17, 2016 - Today, the Board of Directors approved Eni's consolidated financial statements and the separate draft financial statements of the parent company for the year ending December 31, 2015. They confirm 2015 preliminary results announced on February 26, 2016, as summarized below.

(euro million)

	Full year	
	2014	2014
<b>RESULTS</b> <sup>(a)</sup>		
<b>Continuing operations:</b>		
<b>Adjusted operating result</b> <sup>(b)</sup>	11,442	4,104
<b>Adjusted net result</b> <sup>(b)</sup>	3,854	334
<b>Net result</b>	101	(7,680)
- per share (euro)	0.03	(2.13)
- per ADR (\$)	0.08	(4.73)
<b>Group net result</b>	1,291	(8,783)
- per share (euro)	0.36	(2.44)
- per ADR (\$)	0.96	(5.42)

(a) Pertaining to Eni's shareholders.

(b) Adjusted results from continuing operations exclude as usual the items "profit/loss on stock" and extraordinary gains and losses (special items), while they

## Edgar Filing: ENI SPA - Form 6-K

reinstate the effects relating to the elimination of gains and losses on intercompany transactions with sectors which are in the disposal phase, E&C and Chemical, represented as discontinued operations under the IFRS 5.

The Board of Directors intends to submit a proposal for the distribution of a cash dividend of euro 0.80 per share (euro 1.60 per ADR) at the Annual Shareholders Meeting. Included in this annual distribution is euro 0.40 per share which was paid as an interim dividend in September 2015. The balance of euro 0.40 per share (euro 0.80 per ADR) is payable to shareholders on May 25, 2016, the ex-dividend date being May 23, 2016 and the record date being May 24, 2016.

The review of the sustainability performance has been included in the 2015 Integrated Annual Report, to provide a comprehensive insight into the Company's business model.

An Annual Report on Form 20-F will be filed with the U.S. Sec and the Italian market authorities as early as in the in the first half of April 2016. This report will be disseminated through the Company's headquarters and on Eni's website **eni.com** and through other sources provided by the regulation in force. Enclosed are the 2015 IFRS consolidated statements of the companies within the Eni group as included in the approved Consolidated financial statements and the statements of the parent company Eni SpA.

The Board of Directors also approved the Report on Corporate Governance and Shareholding Structure and the Remuneration Report which have been prepared in accordance to Article No. 123-*bis* and *ter* of the Italian comprehensive code for exchanges and securities, respectively.

---

(1) Dividends are not entitled to tax credit and, depending on the receiver, are subject to a withholding tax on distribution or are partially cumulated to the receiver's taxable income.

- 1 -

---

**Table of Contents**

These reports will be filed with the Italian Exchange Authority, made available at the Company's headquarters and published on Eni's website, in the "Governance", "Documentation" and "Investor Relations" sections, together with the 2015 Annual Report.

**Convening of the Ordinary Shareholders' Meeting on May 12, 2016 (single call)**

The Board of Directors convened the Annual Shareholders' Meeting on May 12, 2016 Ordinary Meeting to approve the 2015 financial statements of the parent company and the dividend proposal, the appointment of a director pursuant to article 2386 of the Italian Civil Code, and also to express its consultative vote about the remuneration policy that the Company intends to adopt in 2016 as disclosed in the first section of the Remuneration Report.

*Eni's Chief Financial and Risk Management Officer, Massimo Mondazzi, in his capacity as manager responsible for the preparation of the Company's financial reports, certifies pursuant to rule 154-bis paragraph 2 of Legislative Decree No. 58/1998, that data and information disclosed in this press release correspond to the Company's evidence and accounting books and records.*

\* \* \*

**Company Contacts:**

**Press Office:** Tel. +39.0252031875 - +39.0659822030

**Freephone for shareholders (from Italy):** 800940924

**Freephone for shareholders (from abroad):** +80011223456

**Switchboard:** +39-0659821

**ufficio.stampa@eni.com**

**segreteria.societaria.azionisti@eni.com**

**investor.relations@eni.com**

**Web site:** [www.eni.com](http://www.eni.com)

\* \* \*

**Eni**

Società per Azioni Roma, Piazzale Enrico Mattei, 1

**Share capital:** euro 4,005,358,876 fully paid

Tax identification number 00484960588

**Tel.: +39 0659821 - Fax: +39 0659822141**

\* \* \*

*This press release is also available on the Eni website **eni.com**.*

- 2 -

---

Table of Contents**Attachment****IFRS Consolidated Financial Statements****PROFIT AND LOSS ACCOUNT**

(euro million)

	Full year	
	2014	2014
<b>REVENUES</b>		
Net sales from operations	93,187	67,740
Other income and revenues	1,039	1,205
<b>Total revenues</b>	<b>94,226</b>	<b>68,945</b>
<b>OPERATING EXPENSES</b>		
Purchases, services and other	74,067	53,983
Payroll and related costs	2,572	2,778
<b>OTHER OPERATING (EXPENSE) INCOME</b>	<b>145</b>	<b>(485)</b>
<b>DEPRECIATION, DEPLETION, AMORTIZATION AND IMPAIRMENTS</b>	<b>10,147</b>	<b>14,480</b>
<b>OPERATING PROFIT</b>	<b>7,585</b>	<b>(2,781)</b>
<b>FINANCE INCOME (EXPENSE)</b>		
Finance income	5,672	8,576
Finance expense	(7,042)	(10,062)
Income (expense) from other financial activities held for trading	24	3
Derivative financial instruments	165	1,620
	<b>(1,181)</b>	<b>(1,323)</b>
<b>INCOME (EXPENSE) FROM INVESTMENTS</b>		
Share of profit (loss) of equity-accounted investments	104	(452)
Other gain (loss) from investments	365	576
	<b>469</b>	<b>124</b>
<b>PROFIT BEFORE INCOME TAXES</b>	<b>6,873</b>	<b>(3,980)</b>
Income taxes	(6,681)	(3,147)
<b>Net profit (loss) - continuing operations</b>	<b>192</b>	<b>(7,127)</b>
<b>Net profit (loss) - discontinued operations</b>	<b>658</b>	<b>(2,251)</b>
<b>Net profit (loss)</b>	<b>850</b>	<b>(9,378)</b>



<b>Attributable to Eni:</b>		
- continuing operations	101	(7,680)
- discontinued operations	1,190	(1,103)
	<b>1,291</b>	<b>(8,783)</b>
<b>Non-controlling interests:</b>		
- continuing operations	91	553
- discontinued operations	(532)	(1,148)
	<b>(441)</b>	<b>(595)</b>
<b>Earnings per share attributable to Eni (euro per share)</b>		
- basic	0.36	(2.44)
- diluted	0.36	(2.44)
<b>Earnings per share attributable to Eni - continuing operations (euro per share)</b>		
- basic	0.03	(2.13)
- diluted	0.03	(2.13)

**Table of Contents****BALANCE SHEET**

(euro million)

	<b>Dec. 31, 2014</b>	<b>Dec. 31, 2015</b>
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	6,614	5,200
Other financial activities held for trading	5,024	5,028
Other financial assets available for sale	257	282
Trade and other receivables	28,601	21,159
Inventories	7,555	3,910
Current tax assets	762	351
Other current tax assets	1,209	622
Other current assets	4,385	3,639
	<b>54,407</b>	<b>40,191</b>
<b>Non-current assets</b>		
Property, plant and equipment	71,962	63,795
Inventory - compulsory stock	1,581	909
Intangible assets	3,645	2,433
Equity-accounted investments	3,115	2,619
Other investments	2,015	644
Other financial assets	1,022	788
Deferred tax assets	5,231	4,349
Other non-current receivables	2,773	1,548
	<b>91,344</b>	<b>77,085</b>
<b>Discontinued operations and assets held for sale</b>	<b>456</b>	<b>17,516</b>
<b>TOTAL ASSETS</b>	<b>146,207</b>	<b>134,792</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Short-term debt	2,716	5,712
Current portion of long-term debt	3,859	2,671
Trade and other payables	23,703	14,615
Income taxes payable	534	422
Other taxes payable	1,873	1,442
Other current liabilities	4,489	4,703
	<b>37,174</b>	<b>29,565</b>
<b>Non-current liabilities</b>		
Long-term debt	19,316	19,393
Provisions for contingencies	15,898	15,266
Provisions for employee benefits	1,313	1,056
Deferred tax liabilities	7,847	6,921
Other non-current liabilities	2,285	1,852

	46,659	44,488
<b>Liabilities directly associated with discontinued operations and assets held for sale</b>	<b>165</b>	<b>7,070</b>
<b>TOTAL LIABILITIES</b>	<b>83,998</b>	<b>81,123</b>
<b>SHAREHOLDERS' EQUITY</b>		
<b>Non-controlling interest</b>	<b>2,455</b>	<b>1,916</b>
<b>Eni shareholders' equity</b>		
Share capital	4,005	4,005
Reserve related to the fair value of cash flow hedging derivatives net of tax effect	(284)	(475)
Other reserves	57,343	59,027
Treasury shares	(581)	(581)
Interim dividend	(2,020)	(1,440)
Net profit	1,291	(8,783)
<b>Total Eni shareholders' equity</b>	<b>59,754</b>	<b>51,753</b>
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>62,209</b>	<b>53,669</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>146,207</b>	<b>134,792</b>

**Table of Contents****STATEMENT OF CASH FLOWS**

(euro million)

	Full year	
	2014	2015
<b>Net profit - continuing operations</b>	<b>192</b>	<b>(7,127)</b>
<i>Adjustments to reconcile net profit to net cash provided by operating activities:</i>		
Depreciation, depletion and amortization	9,134	9,654
Impairments of tangible and intangible assets, net	1,013	4,826
Share of loss of equity-accounted investments	(104)	452
Gain on disposal of assets, net	(99)	(559)
Dividend income	(384)	(402)
Interest income	(162)	(153)
Interest expense	687	667
Income taxes	6,681	3,147
Other changes	864	588
Changes in working capital:		
- inventories	1,557	1,228
- trade receivables	1,969	4,910
- trade payables	(1,520)	(2,248)
- provisions for contingencies	(218)	70
- other assets and liabilities	360	490
<i>Cash flow from changes in working capital</i>	<i>2,148</i>	<i>4,450</i>
Net change in the provisions for employee benefits	12	1
Dividends received	601	544
Interest received	107	79
Interest paid	(857)	(692)
Income taxes paid, net of tax receivables received	(6,671)	(4,294)
<b>Net cash provided by operating activities - continuing operations</b>	<b>13,162</b>	<b>11,181</b>
<b>Net cash provided by operating activities - discontinued operations</b>	<b>1,948</b>	<b>722</b>
<b>Net cash provided by operating activities</b>	<b>15,110</b>	<b>11,903</b>
Investing activities:		
- tangible assets	(10,685)	(10,619)
- intangible assets	(1,555)	(937)
- consolidated subsidiaries and businesses	(36)	
- investments	(372)	(228)
- securities	(77)	(201)
- financing receivables	(1,289)	(1,103)
- change in payables and receivables in relation to investments and capitalized depreciation	669	(1,058)
<i>Cash flow from investments</i>	<i>(13,345)</i>	<i>(14,146)</i>
Disposals:		
- tangible assets	97	373
- intangible assets	8	