

ENI SPA  
Form 6-K  
April 02, 2009  
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**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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**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 2009

**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)

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(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

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(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):  
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Press Release dated March 13, 2009

Press Release dated March 25, 2009

Press Release dated March 25, 2009

Notice of Annual General Meeting 2009

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**SIGNATURES**

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

Eni S.p.A.

Name: Antonio Cristodoro  
Title: Deputy Corporate Secretary

Date: March 31, 2009

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## ENI 2008 CONSOLIDATED FINANCIAL STATEMENTS

**Net profit for the year: euro 8.83 billion**  
**Proposed a dividend per share of euro 1.30**

Rome, March 13, 2009 - Eni's Board of Directors today approved Eni's 2008 consolidated financial statements, which reported net profit of euro 8,825<sup>1</sup> million and draft financial statements of the parent company Eni SpA, which reported net profit of euro 6,745 million.

The Board of Directors resolved to propose to the Annual Shareholders' Meeting the distribution of a dividend<sup>2</sup> amounting to euro 1.30 per share (pay-out 53%). Taking into account an interim dividend of euro 0.65 per share paid in September 2008, a balance amounting to euro 0.65 per share (euro 1.30 per ADR<sup>3</sup>) will be paid on May 21, 2009 to all outstanding shares on the register at the ex-dividend date of May 18, 2009.

Holders of ADRs will receive euro 1.30 per ADR, payable on May 29, 2009 to ADR holders as of May 20, 2009 record date.

Eni's consolidated financial statements and the draft financial statements of the parent company were submitted to the Board of Statutory Auditors and to Eni's external auditors. Enclosed are the summarized profit and loss account, balance sheet and cash flow statement<sup>4</sup> of Eni's group companies and the parent company.

The Board of Directors also approved Eni's 2008 Sustainability Report in which the Company illustrates its commitment to sustainable development in line with international best practice.

Eni's 2008 Annual Report will be available from April 7, 2009, from the Eni headquarters and on Eni's website **[www.eni.it](http://www.eni.it)**, in the section Publications, Reports, in accordance with provisions of Article 2429 of the Italian Civil Code.

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- (1) Attributable to Eni shareholders. This result is the same as the preliminary results announced in February 2009; for details see Eni's Press Release of February 13, 2009.
- (2) As a consequence of new tax laws in force from January 1, 2004, dividends are not entitled to a tax credit and, depending on the receiver, are subject to a withdrawal tax on distribution or are partially cumulated to the receiver's taxable income.
- (3) On ADR payment date, JPMorgan Chase Bank, N.A. will pay the dividend less the entire amount of a withholding tax under Italian law (currently 27%) to all Depository Trust Company Participants, representing payment of Eni SpA's balance dividend for fiscal year 2008.
- (4) For a reconciliation of summarized Group profit and loss account, balance sheet and cash flow statement with the corresponding statutory statements see Eni's Annual Report 2007 and Eni's Interim Consolidated Financial Report as of June 30, 2008, under the section "Financial review". Summarized Group profit and loss account, balance sheet and cash flow statement will undergo audit procedures by external auditors in order to express an opinion on consistency between the management discussion on financial results and the consolidated financial statements, in accordance with Article 2409-ter c.c. and Article 156, of TUF paragraph 4-bis, under section d, as enacted in CONSOB communication 16801, of February 24, 2009.

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*Eni's Chief Financial Officer, Alessandro Bernini, 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 entries.*

**Contacts**

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\* \* \*

**Eni**

Società per Azioni Roma, Piazzale Enrico Mattei, 1

**Capital Stock:** euro 4,005,358,876 fully paid

Registro Imprese di Roma, c. f. 00484960588

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

\* \* \*

*This press release is also available on the Eni web site: [www.eni.it](http://www.eni.it).*

*About Eni*

*Eni is one of the leading integrated energy companies in the world operating in the oil and gas, power generation, petrochemicals, engineering and construction industries. Eni is present in 70 countries and is Italy's largest company by market capitalization.*

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**Table of Contents****Eni consolidated profit and loss account**

(million euro)

|   | <b>2007</b>   | <b>2008</b>     | <b>Change</b>  |
|---|---------------|-----------------|----------------|
| Net sales from operations                             | 87,256        | <b>108,148</b>  | 20,892         |
| Other income and revenues                             | 827           | <b>720</b>      | (107)          |
| Operating expenses                                    | (61,979)      | <b>(80,412)</b> | (18,433)       |
| <i>- of which non recurring items</i>                 | (8)           | <b>21</b>       |                |
| Depreciation, depletion, amortization and impairments | (7,236)       | <b>(9,815)</b>  | (2,579)        |
| <b>Operating profit</b>                               | <b>18,868</b> | <b>18,641</b>   | <b>(227)</b>   |
| Finance income (expense)                              | (83)          | <b>(764)</b>    | (681)          |
| Net income from investments                           | 1,243         | <b>1,373</b>    | 130            |
| <b>Profit before income taxes</b>                     | <b>20,028</b> | <b>19,250</b>   | <b>(778)</b>   |
| Income taxes  | (9,219)       | <b>(9,692)</b>  | (473)          |
| Net profit  | 10,809        | <b>9,558</b>    | (1,251)        |
| <i>Attributable to:</i>                               |               |                 |                |
| <b>- Eni</b>  | <b>10,011</b> | <b>8,825</b>    | <b>(1,186)</b> |
| - minority interest                                   | 798           | <b>733</b>      | (65)           |

**Eni consolidated balance sheet**

(million euro)

|   | <b>Dec. 31,<br/>2007</b> | <b>Dec. 31,<br/>2008</b> | <b>Change</b> |
|---|--------------------------|--------------------------|---------------|
| <b>Fixed assets</b>   |                          |                          |               |
| Property, plant and equipment                               | 50,137                   | <b>59,155</b>            | 9,018         |
| Other assets  | 563                      |                          | (563)         |
| Inventories - compulsory stock                              | 2,171                    | <b>1,196</b>             | (975)         |
| Intangible assets   | 4,333                    | <b>7,715</b>             | 3,382         |
| Equity-accounted investments and other investments          | 6,111                    | <b>5,882</b>             | (229)         |
| Receivables and securities held for operating purposes      | 725                      | <b>1,219</b>             | 494           |
| Net payables related to capital expenditures                | (1,191)                  | <b>(787)</b>             | 404           |
|   | <b>62,849</b>            | <b>74,380</b>            | <b>11,531</b> |
| <b>Net working capital</b>                                  |                          |                          |               |
| Inventories   | 5,499                    | <b>6,082</b>             | 583           |
| Trade receivables   | 15,609                   | <b>16,446</b>            | 837           |
| Trade payables  | (11,092)                 | <b>(12,592)</b>          | (1,500)       |
| Tax payables and provision for net deferred tax liabilities | (4,412)                  | <b>(5,281)</b>           | (869)         |
| Provisions  | (8,486)                  | <b>(9,573)</b>           | (1,087)       |
| Other current assets and liabilities:                       |                          |                          |               |

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|   |                |                |                |
|---|----------------|----------------|----------------|
| <i>Equity instruments</i>                                       | 2,476          | 2,741          | 265            |
| <i>Other</i>  | (2,600)        | (4,438)        | (1,838)        |
|   | <u>(3,006)</u> | <u>(6,615)</u> | <u>(3,609)</u> |
| <b>Provisions for employee post-retirement benefits</b>         | (935)          | (947)          | (12)           |
| <b>Net assets held for sale including related net borrowing</b> | <u>286</u>     | <u>68</u>      | <u>(218)</u>   |
| <b>CAPITAL EMPLOYED, NET</b>                                    | <u>59,194</u>  | <u>66,886</u>  | <u>7,692</u>   |
| <b>Shareholders' equity including minority interest</b>         | 42,867         | 48,510         | 5,643          |
| <b>Net borrowings</b>   | <u>16,327</u>  | <u>18,376</u>  | <u>2,049</u>   |
| <b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>               | <u>59,194</u>  | <u>66,886</u>  | <u>7,692</u>   |

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**Table of Contents****Eni consolidated cash flow statement**

(million euro)

|  | <b>2007</b>    | <b>2008</b>     | <b>Change</b>  |
|--|----------------|-----------------|----------------|
| <b>Net profit</b>  | <b>10,809</b>  | <b>9,558</b>    | <b>(1,251)</b> |
| <i>Adjustments to reconcile to cash generated from operating profit before changes in working capital:</i> |                |                 |                |
| - amortization and depreciation and other non monetary items   | 6,346          | <b>11,388</b>   | 5,042          |
| - net gains on disposal of assets  | (309)          | <b>(219)</b>    | 90             |
| - dividends, interest, taxes and other changes   | 8,850          | <b>9,080</b>    | 230            |
| <b>Net cash generated from operating profit before changes in working capital</b>                          | <b>25,696</b>  | <b>29,807</b>   | <b>4,111</b>   |
| Changes in working capital related to operations   | (1,667)        | <b>423</b>      | 2,090          |
| Dividends received, taxes paid, interest (paid) received during the period                                 | (8,512)        | <b>(8,429)</b>  | 83             |
| <b>Net cash provided by operating activities</b>   | <b>15,517</b>  | <b>21,801</b>   | <b>6,284</b>   |
| Capital expenditures   | (10,593)       | <b>(14,562)</b> | (3,969)        |
| Investments and purchase of consolidated subsidiaries and businesses                                       | (9,665)        | <b>(4,019)</b>  | 5,646          |
| Disposals  | 659            | <b>979</b>      | 320            |
| Other cash flow related to capital expenditures, investments and disposals                                 | (35)           | <b>(267)</b>    | (232)          |
| <b>Free cash flow</b>  | <b>(4,117)</b> | <b>3,932</b>    | <b>8,049</b>   |
| Borrowings (repayment) of debt related to financing activities   | (479)          | <b>911</b>      | 1,390          |
| Changes in short and long-term finance debt  | 8,761          | <b>980</b>      | (7,781)        |
| Dividends paid and changes in minority interest and reserves   | (5,836)        | <b>(6,005)</b>  | (169)          |
| Effect of changes in consolidation and exchange differences  | (200)          | <b>7</b>        | 207            |
| <b>Net cash flow for the period</b>  | <b>(1,871)</b> | <b>(175)</b>    | <b>1,696</b>   |
| <b>Free cash flow</b>  | <b>(4,117)</b> | <b>3,932</b>    | <b>8,049</b>   |
| Net borrowings of acquired companies   | (244)          | <b>(286)</b>    | (42)           |
| Net borrowings of divested companies   |                | <b>181</b>      | 181            |
| Exchange differences on net borrowings and other changes   | 637            | <b>129</b>      | (508)          |
| Dividends paid and changes in minority interests and reserves  | (5,836)        | <b>(6,005)</b>  | (169)          |
| <b>Change in net borrowings</b>  | <b>(9,560)</b> | <b>(2,049)</b>  | <b>7,511</b>   |

**Table of Contents****Eni SpA profit and loss account**

(million euro)

|   | 2007         | 2008         | Change         |
|---|--------------|--------------|----------------|
| Net sales from operations                             | 47,810       | 47,671       | (139)          |
| Other income and revenues                             | 168          | 207          | 39             |
| Operating expenses                                    | (43,656)     | (45,175)     | (1,519)        |
| <i>- of which non recurring items</i>                 | 21           | 21           |                |
| Depreciation, depletion, amortization and impairments | (863)        | (1,121)      | (258)          |
| <b>Operating profit</b>                               | <b>3,459</b> | <b>1,582</b> | <b>(1,877)</b> |
| Finance income (expense)                              | (1,387)      | 662          | 2,049          |
| Net income from investments                           | 4,953        | 4,807        | (146)          |
| <b>Profit before income taxes</b>                     | <b>7,025</b> | <b>7,051</b> | <b>26</b>      |
| Income taxes  | (425)        | (306)        | 119            |
| <b>Net profit</b>                                     | <b>6,600</b> | <b>6,745</b> | <b>145</b>     |

**Eni SpA balance sheet**

(million euro)

|   | Dec. 31,<br>2007 | Dec. 31,<br>2008 | Change         |
|---|------------------|------------------|----------------|
| <b>Fixed assets</b>                                     |                  |                  |                |
| Property, plant and equipment                           | 5,748            | 6,143            | 395            |
| Compulsory stock  | 2,033            | 1,028            | (1,005)        |
| Intangible assets                                       | 1,019            | 1,014            | (5)            |
| Equity-accounted investments and other investments      | 23,545           | 26,720           | 3,175          |
| Receivables and securities held for operating purposes  | 7,985            | 8,804            | 819            |
| Net payables related to capital expenditures            | (240)            | (303)            | (63)           |
|   | <b>40,090</b>    | <b>43,406</b>    | <b>3,316</b>   |
| <b>Net working capital</b>                              | <b>(591)</b>     | <b>(1,665)</b>   | <b>(1,074)</b> |
| <b>Provisions for employee post-retirement benefits</b> | <b>(288)</b>     | <b>(305)</b>     | <b>(17)</b>    |
| <b>CAPITAL EMPLOYED, NET</b>                            | <b>39,211</b>    | <b>41,436</b>    | <b>2,225</b>   |
| Shareholders' equity                                    | 28,926           | 30,049           | 1,123          |
| Net borrowings  | 10,285           | 11,387           | 1,102          |
| <b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>       | <b>39,211</b>    | <b>41,436</b>    | <b>2,225</b>   |



**Table of Contents****Eni SpA cash flow statement**

(million euro)

|  | <b>2007</b>  | <b>2008</b>    | <b>Change</b> |
|--|--------------|----------------|---------------|
| <b>Net profit</b>  | <b>6,600</b> | <b>6,745</b>   | <b>145</b>    |
| <i>Adjustments to reconcile to cash generated from operating profit before changes in working capital:</i> |              |                |               |
| - amortization and depreciation and other non monetary items   | 1,127        | <b>3,588</b>   | 2,461         |
| - net gains on disposal of assets  | (6)          | <b>3</b>       | 9             |
| - dividends, interest, taxes and other changes   | (5,197)      | <b>(5,481)</b> | (284)         |