TABLE 7 – 2024 REMUNERATION POLICY SUMMARY

The 2024 Eni Remuneration Policy for Directors, Auditors, Chief Operating Officers and Other Managers with Strategic Responsibilities was approved by the Board of Directors on April 4, 2024 and, keeping remuneration levels unchanged with respect to the previous Policy, has one substantial innovation which is the introduction of a Employee Stock Ownership Plan (ESOP) for all employees. The Policy is intended to attract and retain individuals of high managerial standard, and motivate them to achieve sustainable long-term objectives.

MARKET REFERENCES

Chief Executive Officer and General Manager (GM):
Remuneration Peer Group consisting of European companies in the Energy and Utilities sector and other comparable industrial sectors *(Shell, TotalEnergies, BP, Repsol, Equinor, OMV, RWE, Iberdrola, E.ON, ENGIE, Enel, BASF, Bayer, Rio Tinto, Anglo American, Volkswagen, Vodafone, Siemens).*
Chief Operating Officers and Other Managers with Strategic Responsibilities (MSRs):
Selected markets within the national and international industrial sector for roles with the same level of responsibility.

FIXED REMUNERATION

PURPOSE AND CONDITIONS	**Reward skills, experience and responsibility**
CRITERIA AND PARAMETERS	**CEO:** Fixed remuneration of €1,600,000, equal to that in the 2020-2023 term in relation to responsibilities and powers assigned and the continuation of the employment relationship. **MSRs:** Fixed remuneration is based on the role assigned, potentially adjusted to median market remuneration level.

SHORT-TERM INCENTIVE PLAN

PURPOSE AND CONDITIONS	**Motivate to achieve annual targets in a perspective of medium/long-term sustainability** The Plan is subject to malus/clawback conditions. **2024 targets for CEO:** 1. Economic and financial results: EBT (12.5%); organic Free Cash Flow (12.5%); 2. Operating results: production of hydrocarbons (12.5%); incremental installed renewable capacity (12.5%); 3. Environmental sustainability and human capital: upstream GHG net emissions Scope 1 and Scope 2 equity (12.5%); Severity Incident Rate (12.5%); 4. Efficiency and financial strength: ROACE (12.5%) and Net Debt/EBITDA (12.5%). **2024 targets MSRs:** Business and individual targets set on the basis of those assigned to the CEO/GM and the responsibilities assigned to them. **Assessment** • Performance scale: 70 - 150 points (target=100; below 70 points the result is calculated as zero); • Minimum incentive threshold: 85 total performance points; • Possible application to the performance score of an adjustment coefficient of 1.1 for operations and/or results of particular strategic significance (with a maximum score of no more than 150 points) or of 0.9 for adverse scenarios and extraordinarily negative economic-financial results (with a minimum score of no less than 85 points).
INCENTIVE CRITERIA AND LEVELS	**CEO incentive level** • Incentive base: 150% of fixed remuneration; • Vested incentive: between 85% and 150% of incentive base, with an annual portion (65%) and deferred a portion (35%) subject to three-year results and disbursed in a variable amount between 28% and 230% of the awarded portion. • Annual amount payable: - threshold of 83% of fixed remuneration; - target of 98% of fixed remuneration; - max. 146% of fixed remuneration. • Payable deferred portion: - threshold of 38% of fixed remuneration; - target of 68% of fixed remuneration; - max. 181% of fixed remuneration. **MSRs incentive level** • Incentive base: up to a maximum of 100% of fixed remuneration; • Annual amount payable: up to a maximum of 98% of fixed remuneration; • Payable deferred portion: up to a maximum of 121% of fixed remuneration;

LONG-TERM EQUITY-BASED INCENTIVE PLAN 2023-2025

PURPOSE AND CONDITIONS	**Encourage long-term value creation for shareholders and sustainability** The Plan is subject to malus/clawback conditions and 50% of the shares granted are restricted for 2 years after the grant date; for the CEO/GM, this is equivalent, in the event of shares granted annually equal to the value of the LTI awarded, to a shareholding objective, achievable within 2 years, of an value equal to 1.5 times the fixed remuneration.
CRITERIA AND PARAMETERS (continued)	**No. of shares awarded** Determined by the ratio between the monetary value and the price of the award, calculated as the average of the daily prices recorded in the four months before the month in which the Board approves the award. **Three-year targets** 1) 25% Market Target: linked to Total Shareholder Return (relative); 2) 40% Economic and Financial Target: Organic Free Cash Flow (absolute); 3) 35% Environmental Sustainability and Energy Transition Targets (absolute), structured as follows: 3.1) 10% Decarbonisation Target: upstream net GHG emissions Scope 1 and Scope 2 equity; 3.2) 15% Energy Transition Objective: electricity generation production from renewables and biojet fuel production; 3.3) 10% Circular Economy Target: vertical integration of agribusiness.

(continued)

CRITERIA AND PARAMETERS	**Performance measurement over a 3-year period** • Relative parameters: measured against the Peer Group of six European energy companies (Shell, TotalEnergies, BP, Repsol, Equinor and OMV). • Absolute parameters: (FCF, Decarbonisation, Energy transition and Circular economy): measured against targets set in the Strategic Plan. **No. of shares granted at the end of the vesting period** Determined as a function of performance over 3 years applying a variable multiplier between 40% (threshold) and 180% (maximum) of the number of awarded shares.
INCENTIVE LEVEL	**CEO:** • Value of awarded shares: up to a max amount equal to 150% of total fixed remuneration. • Value of granted shares: - threshold of 60% of fixed remuneration; - target of 183.75% of fixed remuneration; - max. 270% of fixed remuneration. **MSRs:** • Value of awarded shares: depending on the level of the role, up to 75% of fixed remuneration. • Value of granted shares: depending on the level of the role, up to 135% of fixed remuneration. *N.B: the monetary values are net of the impact of any changes in the stock price.*

EMPLOYEE STOCK OWNERSHIP PLAN 2024-2026

PURPOSE	**Strengthen Eni people's sense of belonging to the company and participation in the growth of corporate value, in line with the interests of shareholders, as well as to support their purchase power.**
CRITERIA AND PARAMETERS	The Plan calls for three annual grants in the period 2024-2026 and, in particular, for the two-year period 2024-2025 two free grants of Eni shares for an individual monetary value of €2,000, while for 2026 a "co- investment" which provides, upon the purchase of Eni shares by the employee, the grant of free shares by the company, according to a matching share mechanism of 50% up to a maximum of 1,000 euros. The shares will be subject to lock-up restrictions (three years for shares granted free of charge, annual for any shares purchased by employees). For the Chief Executive Officer and General Manager, Chief Operating Officers and Managers with Strategic Responsibilities and Executives participating in the LTI Equity-Based Plan, the grant is limited to 1 symbolic share. For more detailed information, including the cost and share capital, please see the Information Document for the Plan[a].

OTHER TREATMENTS

NON-MONETARY BENEFITS

PURPOSE	**Retain managers in the Company**
CRITERIA	Benefits, mainly insurance and welfare related, defined in national collective bargaining agreement and in supplementary company level agreements for Executives (including GM and MSRs). • Supplementary pension scheme; • Supplementary healthcare scheme; • Insurance; • Car for business and personal use.

PAYMENTS DUE IN THE EVENT OF TERMINATION OF OFFICE OR EMPLOYMENT

PURPOSE	**Protect the Company from potential litigation and/or competitive risks associated with terminations without just cause.**
TERMINATION INDEMNITY	**CEO:** For the role of CEO: equal to two years of fixed remuneration (in line with Recommendation 2009/385/EC) in the case of early termination of a term or non-renewal, as well as resignation justified by a reduction of delegated powers. For the role of General Manager: indemnity in the case of consensual termination equal to two years of fixed and short-term remuneration, within the limits of the protections established in the collective bargaining agreement[b] (CCNL). Indemnities are not due in the event of dismissal for "just cause" and resignation not justified by a reduction of delegated powers. **MSRs:** For Managers with Strategic Responsibilities, as for all Eni executives, there are various treatments agreed upon individually based on criteria established by Eni for cases of retirement incentives which take into account the role held and performance, within the limits of the protections established in the same CCNL[b] which call for, in the case of terminations without just cause, a maximum of three years of total actual remuneration, including the notice.
NON-COMPETE AGREEMENT	**CEO:** The continuation of the non-compete agreement already activated by the Board of Directors on March 14, 2019. **Agreement Requirements** • validity: 18 months; • non-compete constraints: for the Oil & Gas sector these include 19 countries, updated to also include companies in the Circular Economy sector. **Agreement Payment** • fixed component: €1.8 million; • variable component: determined as a function of the average of results for the STI Plan in the previous three years, between €500,000 (performance target) and €1,000,000 (maximum performance). **MSRs:** Only for cases of termination presenting high-competitive risks relating to the nature of the position; payment based on current remuneration levels and the extension of period and commitments undertaken.

(a) Prepared pursuant to Article 114-bis of Legislative Decree 58 of February 24, 1998 and Article 84-bis of the Consob Issuers Regulation (resolution 11971 of May 14, 1999), published on the Company's website in the "Governance/ Remuneration" section in compliance with current regulations.
(b) In cases of termination not due to just cause, CCNL protections call for up to a maximum of 36 months of total remuneration (fixed remuneration, variable short and long-term incentives, benefits), including that due by way of notice indemnity, consistent with national regulations (Article 2121, Civil Code).