

ENI SPA  
Form 6-K  
April 03, 2013  
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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 2013

**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, 2013

Press Release dated March 14, 2013

Press Release dated March 14, 2013

Press Release dated March 14, 2013

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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: Head of Corporate Secretary's Staff  
Office

Date: March 31, 2013

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## **Eni announces first production from the Junín-5 giant heavy oil field in Venezuela**

*San Diego de Cabrutica (Venezuela), March 13, 2013* - PetroJunín, joint venture formed by PDVSA (60%) and Eni (40%), has started production from the Junín-5 giant heavy oil field, located in the *Faja del Orinoco*, the area with the largest untapped hydrocarbon reserves in the world. The block is located around 550 kilometers south east of Caracas and covers an area of approximately 425 square kilometers.

The Junín-5 block, currently under development, holds 35 billion barrels of oil equivalent (boe) of certified oil in place and is jointly operated by two joint ventures (*Empresa Mixta*) formed by PDVSA (60%) and Eni (40%): PetroJunín for the development and production and PetroBicentenario for the construction and operation of a refinery in the Jose Industrial Complex, with a 350,000 barrels per day capacity.

Today, with the first well on stream, the production start-up was achieved nine months ahead of the approved development plan for Phase 1 (early production phase). PDVSA and Eni plan to increase production to approximately 15,000 barrels a day by the year end and subsequently to 75,000 barrels a day by early 2015, through the drilling of approximately 180 wells.

The development of Phase 2 (full field) will bring production to a level of 240,000 barrels a day by the end of 2018. Throughout the expected 40 years of the field life, the drilling of nearly 1,500 wells is planned.

The diluted crude oil of Junín-5 will be transported to PetroBicentenario's Refinery in Jose where it will be processed and converted into oil products (diesel, naphtha and LPG) to be exported.

In Venezuela, Eni is also co-operator in Cardón IV, the operating company which manages the super-giant Perla gas field. The current estimated Perla gas in place is approximately 17 Trillion cubic feet (Tcf), or 3.1 billion barrels of oil equivalent. Perla shareholders, following the entry of PDVSA in the project, will be PDVSA (35%), Eni (32.5%) and Repsol (32.5%).

Eni also holds a participating interest in Petrosucre, the operating company of the Corocoro offshore field (PDVSA 74%, Eni 26%), with a net production of approximately 10,000 barrels of oil per day.

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**Eni sells a 20% share of Area 4 in Mozambique to CNPC and signs a  
Joint Study Agreement  
for cooperation for the development of the Rongchang shale gas block  
in China**

*Beijing, March 14, 2013* - Eni CEO, Paolo Scaroni, and the CEO of Petrochina Company Limited, controlled by China National Petroleum Corporation (CNPC), Zhou Jiping, signed an agreement in Beijing for Eni's sale to CNPC of 28.57% of Eni East Africa's shares, owner of the 70% interest in Area 4, in Mozambique. With this operation, CNPC indirectly acquires a 20% stake in Area 4, while Eni remains the owner of 50%. The remaining shares in the Area are held by Empresa Nacional de Hidrocarbonetos de Mocambique (ENH, 10%), Kogas (10%) and Galp Energia (10%).

The agreed price is equal to 4,210 million US dollars.

The completion of the transaction is subject to the fulfillment of certain standard conditions including obtaining all necessary authorizations from Mozambique's authorities.

CNPC's entrance into Area 4 is strategically important for the project thanks to the worldwide relevance of the new partner in the upstream and downstream sectors.

During the meeting, Eni and CNPC signed a Joint Study Agreement for cooperation for the development of the Rongchang shale gas block, which covers about 2,000 square kilometers in the Sichuan Basin. This area, closely located to the main consumption markets in China, has already been de-risked by research activities and production tests carried out in nearby blocks and has proven to be the most promising in the country to date.

The agreement will allow for the study of the area which will be conducted simultaneously with the negotiations for the signing of the Production Sharing Agreement.

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# **Eni: 2012 Consolidated Financial Statements and Draft Financial Statements of the Parent Company**

## **Convening of the Annual Shareholders Meeting**

**Consolidated financial statements:**

- **Group net profit: euro 7.79 billion**
- **Net profit from continuing operations<sup>1</sup>: euro 4.20 billion**

**Separate financial statements:**

- **Net profit: euro 9.08 billion**
- **Net profit from continuing operations: euro 6.21 billion**

**Dividend proposal: euro 1.08 per share**

**Approval for continuation of the buyback program**

San Donato Milanese, March 14, 2013 - Today, the Board of Directors approved Eni's consolidated financial statements and the draft financial statements of the parent company for the year ended December 31, 2012. As announced on February 15, 2013<sup>2</sup>, with respect to Eni's preliminary results, consolidated net profit amounted to euro 7,788 million (euro 4,198 million excluding the contribution and gains from the disposal of Snam accounted as discontinued operations). Net profit of the parent company amounted to euro 9,078 million (euro 6,207 million excluding dividends and gains related to Snam).

The Board of Directors intends to submit a proposal for the distribution of a cash dividend of euro 1.08 per share (euro 2.16 per ADR) at the Annual Shareholders Meeting. Included in this annual distribution is euro 0.54 per share which was paid as an interim dividend in September 2012. The balance of euro 0.54 per share (euro 1.08 per ADR) is payable to shareholders on May 23, 2013, the ex-dividend date being May 20, 2013 and the record date being May 22, 2013.

The review of the sustainability performance in 2012 has been included in the Annual Report to provide a comprehensive insight into the Company's business model by highlighting the long-term value creation through the connections between the financial and sustainability elements of the Company's strategy and results.



The 2012 Annual Report was submitted to the Board of Statutory Auditors and Eni's independent auditors. In accordance with the provisions of Legislative Decree No. 58/98 (the Italian comprehensive code for exchanges and securities), the 2012 Annual Report will be made available to the public by April 8, 2013 at the Company's headquarters and on Eni's website **eni.com** and through other sources provided by the regulation in force, together with the statutory and independent auditors' reports.

Enclosed are the 2012 IFRS consolidated statements of the companies within the Eni group as included in the approved Annual Report 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 with Article 123-*bis* and *ter* of the Italian comprehensive code for exchanges and securities, respectively. These reports will be filed with the Italian Exchange Authority and published on Eni's website, in the "Corporate Governance" and "Investor Relations" sections, together with the 2012 Annual Report.

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- (1) Due the divestment of the Regulated Gas Businesses in Italy, Snam results have been represented as discontinued operations.
  - (2) The press release on Eni's preliminary results for the year 2012, published on February 15, 2013, is available on Eni's website, eni.com, in the Investor Relations section.
  - (3) 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.

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**Continuation of the buyback program**

The Board of Directors has approved to propose to the Annual Shareholders Meeting to grant a proxy to the Board of Directors to continue the purchase program of treasury shares for a period of 18 months beginning from the date of the Annual Shareholders Meeting, up to a maximum of 363 million shares, representing approximately 10% of the share capital, for a maximum consideration of euro 6 billion, at a price not less than euro 1.102 per share and not more than 5% above the reference price registered on the trading day preceding each purchase. The maximum of shares subject to the program related to treasury shares possibly acquired after the shareholders resolution of July 16, 2012.

The restarting of the buyback program was announced to the market on May 30, 2012.

The purchases will be made in accordance with Article 144-*bis*, paragraph 1, lett. b) of Consob Regulation 11971/1999 and with the provisions that still apply, and then on regulated markets, according to the procedures established in the regulations of organization and management of the markets.

Treasury shares held by Eni as of March 13, 2013 are No. 11,388,287 equal to 0.31% of the share capital, purchased on the basis of the previous buyback programs. Eni's subsidiaries do not own any shares in the Company.

**Convening of the Annual Shareholders Meeting on May 10, 2013**

The Board of Directors convened the Annual Shareholders Meeting on May 10, 2013 to approve the 2012 financial statements of the parent company and the dividend proposal and to authorize the new buyback program and the withdrawal, for the part not executed, of the authorization to the buyback program approved by the Shareholders Meeting held on July 16, 2012. The Annual Shareholders Meeting was also convened to express its consultative vote about the remuneration policy that the Company intends to adopt in 2013 as disclosed in first section of the Remuneration Report.

*Eni's Chief Financial 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 entries.*

\* \* \*

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\* \* \*

**Eni**

Società per Azioni Roma, Piazzale Enrico Mattei, 1

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

Tax identification number 00484960588

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\* \* \*

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

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

(euro million)

	<b>2011</b>	<b>2012</b>
<b>REVENUES</b>		
Net sales from operations	107,690	127,220
Other income and revenues	926	1,546
<b>Total revenues</b>	<b>108,616</b>	<b>128,766</b>
<b>OPERATING EXPENSES</b>		
Purchases, services and other	78,795	95,363
- of which non-recurring charges	69	
Payroll and related costs	4,404	4,658
<b>OTHER OPERATING (EXPENSE) INCOME</b>	<b>171</b>	<b>(158)</b>
<b>DEPRECIATION, DEPLETION, AMORTIZATION AND IMPAIRMENTS</b>	<b>8,785</b>	<b>13,561</b>
<b>OPERATING PROFIT</b>	<b>16,803</b>	<b>15,026</b>
<b>FINANCE INCOME (EXPENSE)</b>		
Finance income	6,376	7,218
Finance expense	(7,410)	(8,274)
Derivative financial instruments	(112)	(251)
	<b>(1,146)</b>	<b>(1,307)</b>
<b>INCOME (EXPENSE) FROM INVESTMENTS</b>		
Share of profit (loss) of equity-accounted investments	500	278
Other gain (loss) from investments	1,623	2,603
	<b>2,123</b>	<b>2,881</b>
<b>PROFIT BEFORE INCOME TAXES</b>	<b>17,780</b>	<b>16,600</b>
Income taxes	(9,903)	(11,659)
<b>Net profit - Continuing operations</b>	<b>7,877</b>	<b>4,941</b>
<b>Net profit (net loss) - Discontinued operations</b>	<b>(74)</b>	<b>3,732</b>
<b>Net profit</b>	<b>7,803</b>	<b>8,673</b>
<b>Eni's shareholders:</b>		
- continuing operations	6,902	4,198
- discontinued operations	(42)	3,590

	<b>6,860</b>	<b>7,788</b>
<b>Non-controlling interest:</b>		
- continuing operations	975	743
- discontinued operations	(32)	142
	<b>943</b>	<b>885</b>
<b>Net profit per share</b> (euro per share)		
- basic	1.89	2.15
- diluted	1.89	2.15
<b>Net profit from continuing operations per share</b> (euro per share)		
- basic	1.90	1.16
- diluted	1.90	1.16

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

(euro million)

	<b>Dec. 31, 2011</b>	<b>Dec. 31, 2012</b>
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	1,500	7,765
Other financial assets held for trading or available for sale	262	235
Trade and other receivables	24,595	28,621
Inventories	7,575	8,496
Current tax assets	549	771
Other current tax assets	1,388	1,230
Other current assets	2,326	1,624
	<b>38,195</b>	<b>48,742</b>
<b>Non-current assets</b>		
Property, plant and equipment	73,578	63,466
Inventory - compulsory stock	2,433	2,538
Intangible assets	10,950	4,487
Equity-accounted investments	5,843	4,265
Other investments	399	5,085
Other financial assets	1,578	1,229
Deferred tax assets	5,514	4,913
Other non-current receivables	4,225	4,400
	<b>104,520</b>	<b>90,383</b>
<b>Assets held for sale</b>	<b>230</b>	<b>516</b>
<b>TOTAL ASSETS</b>	<b>142,945</b>	<b>139,641</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Short-term debt	4,459	2,223
Current portion of long-term debt	2,036	2,961
Trade and other payables	22,912	23,581
Income taxes payable	2,092	1,622
Other taxes payable	1,896	2,162
Other current liabilities	2,237	1,437
	<b>35,632</b>	<b>33,986</b>
<b>Non-current liabilities</b>		
Long-term debt	23,102	19,279
Provisions for contingencies	12,735	13,603
Provisions for employee benefits	1,039	982
Deferred tax liabilities	7,120	6,740
Other non-current liabilities	2,900	1,977

	<b>46,896</b>	<b>42,581</b>
<b>Liabilities directly associated with assets held for sale</b>	<b>24</b>	<b>361</b>
<b>TOTAL LIABILITIES</b>	<b>82,552</b>	<b>76,928</b>
<hr/>		
<b>SHAREHOLDERS EQUITY</b>		
<b>Non-controlling interest</b>	<b>4,921</b>	<b>3,514</b>
<i>Eni shareholders equity:</i>		
Share capital	4,005	4,005
Reserves	53,195	49,579
Reserve related to the fair value of cash flow hedging derivatives net of tax effect	49	(16)
Treasury shares	(6,753)	(201)
Interim dividend	(1,884)	(1,956)
Net profit	6,860	7,788
<b>Total Eni shareholders equity</b>	<b>55,472</b>	<b>59,199</b>
<b>TOTAL SHAREHOLDERS EQUITY</b>	<b>60,393</b>	<b>62,713</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS EQUITY</b>	<b>142,945</b>	<b>139,641</b>

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

(euro million)

	<b>2011</b>	<b>2012</b>
<b>Net profit - continuing operations</b>	<b>7,877</b>	<b>4,941</b>
<i>Adjustments to reconcile net profit to net cash provided by operating activities:</i>		
Depreciation, depletion and amortization	7,755	9,538
Impairments of tangible and intangible assets, net	1,030	4,023
Share of loss of equity-accounted investments	(500)	(278)
Gain on disposal of assets, net	(1,176)	(875)
Dividend income	(659)	(431)
Interest income	(99)	(108)
Interest expense	773	803
Income taxes	9,903	11,659
Other changes	331	(1,945)
Changes in working capital:		
- inventories	(1,400)	(1,395)
- trade receivables	218	(3,170)
- trade payables	34	2,029
- provisions for contingencies	109	338
- other assets and liabilities	(657)	(1,175)
Cash flow from changes in working capital	(1,696)	(3,373)
Net change in the provisions for employee benefits	(10)	16
Dividends received	955	988
Interest received	99	91
Interest paid	(927)	(825)
Income taxes paid, net of tax receivables received	(9,893)	(11,868)
<b>Net cash provided from operating activities - continuing operations</b>	<b>13,763</b>	<b>12,356</b>
<b>Net cash provided from operating activities - discontinued operations</b>	<b>619</b>	<b>15</b>
<b>Net cash provided from operating activities</b>	<b>14,382</b>	<b>12,371</b>
Investing activities:		
- tangible assets	(11,658)	(11,222)
- intangible assets	(1,780)	(2,295)
- consolidated subsidiaries and businesses	(115)	(178)
- investments	(245)	(391)
- securities	(62)	(17)
- financing receivables	(715)	(1,634)
- change in payables and receivables in relation to investments and capitalized depreciation	379	54
Cash flow from investments	(14,196)	(15,683)
Disposals:		
- tangible assets	154	1,229
- intangible assets	41	61
- consolidated subsidiaries and businesses	1,006	3,521
- investments	711	1,203
- securities	128	52
- financing receivables	695	1,578
- change in payables and receivables in relation to disposals	243	(252)



Cash flow from disposals	2,978	7,392
<b>Net cash used in investing activities</b>	<b>(11,218)</b>	<b>(8,291)</b>

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**Table of Contents****STATEMENT OF CASH FLOWS** (continued)

(euro million)

	<b>2011</b>	<b>2012</b>
Proceeds from long-term debt	4,474	10,484
Repayments of long-term debt	(889)	(3,784)
Increase (decrease) in short-term debt	(2,481)	(753)
	<b>1,104</b>	<b>5,947</b>
Net capital contributions by non-controlling interest	26	
Net purchase of treasury shares	3	
Net acquisition of treasury shares made by consolidated subsidiaries other than the parent company	17	29
Disposal (acquisition) of interests in consolidated subsidiaries	(126)	604
Dividends paid to Eni's shareholders	(3,695)	(3,840)
Dividends paid to non-controlling interests	(552)	(539)
<b>Net cash used in financing activities</b>	<b>(3,223)</b>	<b>2,201</b>
Effect of change in consolidation (inclusion/exclusion of significant/insignificant subsidiaries)	(7)	(4)
Effect of exchange rate changes on cash and cash equivalents and other changes	17	(12)
<b>Net cash flow for the period</b>	<b>(49)</b>	<b>6,265</b>
<b>Cash and cash equivalents - beginning of the period</b>	<b>1,549</b>	<b>1,500</b>
<b>Cash and cash equivalents - end of the period</b>	<b>1,500</b>	<b>7,765</b>

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