

PRESS RELEASE ACEA'S BOARD OF DIRECTORS APPOINTS STEFANO ANTONIO DONNARUMMA AS COMPANY'S CEO

Rome, 3 May 2017 – Acea SpA's new Board of Directors met for the first time today, following its election by the Annual General Meeting held on Thursday, 27 April.

The Board meeting, chaired by Luca Alfredo Lanzalone, appointed Stefano Antonio Donnarumma as the Company's CEO.

The Board also approved the power structure, assigning the Chairman, Luca Alfredo Lanzalone, responsibility for representing the Company and calling and chairing Board meetings. The relevant departments will report to the Chairman regarding the following matters:

- ➢ Government Relations:
- > External Relations and Communication not relating to operating/industrial/commercial matters;
- Auditing;
- > the Company Secretariat.

In line with the previous structure, the CEO has been assigned responsibility for all aspects of the ordinary administration of the Company and the Group.

The members of the various board committees will be elected at a future Board meeting.

The Board also confirmed Demetrio Mauro in his role as Executive Responsible for Financial Reporting.

Today's Board meeting also verified that the following Directors qualify as independent, in accordance with the law and the Corporate Governance Code for listed companies, adopted pursuant to art. I5 of the Articles of Association: Michaela Castelli, Gabriella Chiellino, Liliana Godino, Fabrice Rossignol, Giovanni Giani, Alessandro Caltagirone and Massimiliano Capece Minutolo Del Sasso.

The Board of Statutory Auditors, meeting on the same day, has confirmed the Board of Directors' correct application of the criteria and procedures for assessing the independence of the above Directors, as required by the Corporate Governance Code.

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