



PRESS RELEASE

A2A S.P.A.: BOARD OF DIRECTORS

Milan, 17 May 2017 – The Board of Directors of A2A S.p.A. appointed by the shareholders' meeting on 15 May 2017 held its first meeting today under the chairmanship of Giovanni Valotti.

The Board appointed Luca Valerio Camerano as Chief Executive Officer, vesting him with broad powers for the Company's ordinary operations and for preparations of proposals regarding non-recurring transactions.

The Board vested the Chairman with specific powers with regard to: relationships with shareholders, institutions, authorities, and the media; external relations; and the management of activities related to sustainability and social responsibility; and the preparation of proposals regarding non-recurring territorial consolidation transactions.

During the same meeting, the Board also evaluated: (i) the existence of the requisites of independence as provided by Article 148 of the Consolidated Financial Act, and Article 3 of the Corporate Governance Code, with respect to the non-executive directors: Alessandra Perrazzelli – Vice Chairman, Giambattista Brivio, Enrico Corali, Luigi De Paoli, Alessandro Fracassi, Maria Chiara Franceschetti, Gaudiana Giusti, Dina Ravera and Norberto Rosini; (ii) the existence of the requisites of independence as provided by Article 148 of the Consolidated Financial Act in relation to the non-executive director Giovanni Comboni.

The acting members of the Board of Statutory Auditors, Giacinto Sarubbi – Chairman, Maurizio Leonardo Lombardi and Chiara Segala, have met the requisites of independence as provided by Article 148 of the Consolidated Financial Act, and Article 3 of the Corporate Governance Code.

The Board of Directors also appointed the following three committees, indicating the members thereof:

Control and Risks Committee: Luigi De Paoli (Chairman), Enrico Corali, Gaudiana Giusti and Giovanni Comboni;

Compensation and Appointments Committee: Alessandra Perrazzelli (Chairman), Dina Ravera and Norberto Rosini;

Committee for the Sustainability and Territory: Giovanni Valotti (Chairman), Giambattista Brivio, Alessandro Fracassi and Maria Chiara Franceschetti.

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