

PRESS RELEASE

Milan, 28 April 2016. Following on from what was previously communicated on 18 April with regard to the measures taken by the Judicial Authority of Montenegro as part of the investigations into facts allegedly relating to the three-year period 2010-2012, it is announced that the Board of Directors of A2A, which met today after the in-depth examinations and assessments made, decided to confirm the consolidated Financial Statements and the separate Financial Statements of A2A S.p.A. already resolved in the session of 5 April 2016 supplementing, however, the section “Important events after 31 December 2015” with a specific disclosure on the aforementioned investigation. The Board also confirmed the proposal to distribute the dividends already approved on 5 April 2016.

The Board of Directors therefore resolved to confirm the following proposals which will be submitted to the ordinary and extraordinary shareholders' meetings scheduled for 7 June 2016 (possible second convening on 8 June 2016):

- that the ordinary Shareholders' Meeting approves the coverage of the loss for the year at 31 December 2015 (amounting to 73,487,107 euros) by using an equal amount from the reserves pending “moderate” taxation pursuant to Law no. 342/2000;
- that the extraordinary Shareholders' Meeting approves the definitive reduction of the reserves pending “moderate” taxation pursuant to Law no. 342/2000 from 198,270,129 euros to 124,783,022 euros, as a result of their use to cover the loss for the year at 31 December 2015;
- that the ordinary Shareholders' Meeting approves the distribution of an ordinary dividend of 0.041 euros for each ordinary share in circulation (corresponding to paid dividends of approximately 126 million euros), up by around 13% compared to the previous year), withdrawing the sum from the Other Reserves available.

The dividend will be payable from 22 June 2016, with ex-dividend date of 20 June 2016 and *record date* of 21 June 2016.

The Executive responsible for drawing up A2A S.p.A.'s company accounting documents, Andrea Eligio Crenna, declares – in accordance with article 154-bis, subsection 2 of the Financial Act (TUF) (Legislative Decree 58/1998) - that the accounting information contained in this document corresponds to the documentary evidence, books and accounting records.

For further information:

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Obligations to inform the public provided for by Consob resolution no. 11971 of 14.5.1999 and subsequent amendments.