

EXTRACT OF THE NOTICE OF CALL
SHAREHOLDERS' MEETING OF ENEL
MAY 24, 2018

ENEL - S.p.A.

Registered office – Viale Regina Margherita no. 137, Rome
Share capital € 10,166,679,946 fully paid in
Tax I.D. and Companies Register of Rome no. 00811720580
R.E.A. of Rome no. 756032
VAT code no. 00934061003

***Extract of the notice of ordinary and extraordinary
Shareholders' Meeting***

An ordinary and extraordinary Shareholders' Meeting is convened, on single call, on May 24, 2018, at 2:00 pm, in Rome, at Centro Congressi Enel, Viale Regina Margherita, no. 125, in order to discuss and resolve on the following

AGENDA

Ordinary meeting

1. Financial statements as of December 31, 2017. Reports of the Board of Directors, of the Board of Statutory Auditors and of the External Auditor. Related resolutions. Presentation of the consolidated financial statements for the year ended on December 31, 2017 and of the consolidated non-financial statement related to the financial year 2017.
2. Allocation of the annual net income and distribution of available reserves.
3. Authorization for the acquisition and the disposal of own shares, subject to the revocation of the authorization granted by the ordinary Shareholders' Meeting held on May 4, 2017. Related resolutions.
4. Adjustment of the fees charged for the statutory audit assignment concerning

financial years 2018 and 2019 pursuant to changes in the law.

5. Long term incentive Plan 2018 reserved to the management of Enel S.p.A. and/or of its subsidiaries pursuant to Article 2359 of the Italian Civil Code.
6. Remuneration report.

Extraordinary Meeting

1. Amendment of the Corporate Bylaws: deletion of Article 31 (transitory rule on gender balance in the composition of the Board of Directors and of the Board of Statutory Auditors) and integration of Article 21 (power of the Board of Directors to establish among its members committees having proposing and/or consultative functions).

Information concerning:

- the share capital;
- the right to attend and vote at the Meeting (record date May 15, 2018);
- the vote by proxy, in case also through the Shareholders' representative (Computershare S.p.A.) appointed by Enel S.p.A;
- the right to add items on the agenda and to submit new resolution proposals on the items already on the agenda of the Meeting (within April 30, 2018);
- the right to ask questions before the Meeting (within May 21, 2018);
- the organizational aspects of the Meeting,

is set forth in the full notice of the Shareholders' Meeting published in the section of the Company's website (www.enel.com) reserved to this Meeting, to which reference is made.

The documentation relating to the Meeting, including the explanatory reports and the resolution proposals on the items of the agenda as well as the annual financial report and the consolidated non-financial statement pursuant to Legislative Decree No. 254/2016, will be made available to the public in accordance with the terms provided for under

applicable laws, at the Company's registered office, in the section of the Company's website (www.enel.com) reserved to this Meeting, as well as at the officially appointed mechanism for the central storage of regulated information denominated "eMarket Storage" (www.emarketstorage.com).

The Chairman of the Board of Directors
Patrizia Grieco

Fine Comunicato n.0116-20

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