



SPAFID
CONNECT

Informazione Regolamentata n. 0116-98-2021	Data/Ora Ricezione 09 Dicembre 2021 16:28:44	Euronext Milan
--	--	----------------

Societa' : ENEL

Identificativo : 155086

Informazione
Regolamentata

Nome utilizzatore : ENELN07 - Giannetti

Tipologia : REGEM

Data/Ora Ricezione : 09 Dicembre 2021 16:28:44

Data/Ora Inizio : 09 Dicembre 2021 16:28:46

Diffusione presunta

Oggetto : Enel's Noteholders Meeting approves the proposed changes to the terms and conditions of the 900 million euro hybrid bond

Testo del comunicato

Vedi allegato.

**PRESS
RELEASE**

Global News Media

T +39 06 8305 5699
ufficiostampa@enel.com
gnm@enel.com
enel.com

Investor Relations

T +39 06 8305 7975
investor.relations@enel.com
enel.com

NOT FOR PUBLICATION OR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS OR TO ANY U.S. PERSON OR TO ANY OTHER PERSON LOCATED OR RESIDENT IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT. IF THERE ARE ANY DOUBTS ABOUT THE ACTIONS TO BE TAKEN, SECURITYHOLDERS SHOULD IMMEDIATELY CONTACT THEIR INDEPENDENT PROFESSIONAL ADVISORS (IF THE SECURITYHOLDER IS IN THE UK, AN AUTHORIZED ADVISOR UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000)

ENEL'S NOTEHOLDERS MEETING APPROVES THE PROPOSED CHANGES TO THE TERMS AND CONDITIONS OF THE 900 MILLION EURO HYBRID BOND

Rome, December 9th, 2021 – Enel S.p.A. (“Enel” or the “Company”) announces that the Noteholders’ Meeting of the following subordinated non-convertible hybrid bond issued by the Company (the “Bond”) was held today in Rome, chaired by Michele Crisostomo:

- 900,001,000 euros maturing May 25th, 2080 with 900,001,000 euros in circulation (ISIN: XS2000719992).

The Noteholders’ Meeting, which follows the launch on October 28th, 2021 of a consent solicitation by the Company, has approved the proposed changes to the terms and conditions of the Bond, aimed at aligning the latter with the terms and conditions of the perpetual subordinated non-convertible hybrid bonds launched by Enel in 2020 and 2021. More specifically, the approved changes establish, *inter alia*, that:

- the Bond, initially issued with a specified long-term maturity date, will become due and payable and hence will have to be repaid by Enel only in the event of winding up or liquidation of the Company;
- the events of default, previously envisaged in the terms and conditions and additional documentation that regulate the Bond, are eliminated.

The Company will pay an “*Early Participation Fee*” to the noteholders eligible to receive such fee according to the provisions of the Consent Solicitation Memorandum and subject to the terms and conditions set out therein.

* * *

This announcement does not constitute or form part of any offer to sell or a solicitation of an offer to buy any securities in the US or any other jurisdiction. The distribution of this announcement and/or of the Consent Solicitation Memorandum may be restricted by applicable laws and regulations. Persons who are physically located in those jurisdictions in which this announcement and/or the Consent Solicitation Memorandum is circulated, published or distributed must inform themselves about and observe any such



restrictions.

The Consent Solicitation Memorandum is intended exclusively for securityholders: (i) located or resident outside the United States and that are not U.S. persons, dealer or other professional fiduciary in the United States acting only on a discretionary basis for the benefit or account of non-U.S. persons located outside the United States; (ii) who are eligible counterparties or professional clients (each as defined in Directive 2014/65/EU, as amended) or eligible counterparties (as defined in the United Kingdom Financial Conduct Authority's Handbook Conduct of Business Sourcebook) or professional clients (as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018; and (iii) to which the consent solicitation can be lawfully addressed and who can lawfully participate in the consent solicitation.

The consent solicitation is not aimed at any Restricted Owner (as defined in the Consent Solicitation Memorandum) nor to any securityholder whose participation in consent solicitation would violate the laws or regulations of its jurisdiction of residence or domicile or whose participation in consent solicitation excluded under the Consent Solicitation Memorandum.

Fine Comunicato n.0116-98

Numero di Pagine: 4