

<p>Informazione Regolamentata n. 0116-26-2026</p>	<p>Data/Ora Inizio Diffusione 22 Febbraio 2026 18:30:14</p>	<p>Euronext Milan</p>
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Societa' : ENEL

Utenza - referente : ENELN07 - Giannetti Davide

Tipologia : 3.1; 2.2

Data/Ora Ricezione : 22 Febbraio 2026 18:30:14

Data/Ora Inizio Diffusione : 22 Febbraio 2026 18:30:14

Oggetto : Enel launches a new share buyback program of up to 1 billion euros

*Testo del comunicato*

Vedi allegato



## PRESS RELEASE

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## ENEL LAUNCHES A NEW SHARE BUYBACK PROGRAM OF UP TO 1 BILLION EUROS

- *The program concerns a maximum total outlay of up to 1 billion euros for a maximum of 150 million shares of treasury shares*

**Rome, February 22<sup>nd</sup>, 2026** – Enel S.p.A. ("Enel" or the "Company") announces that the Company's Board of Directors approved today the launch of a new share buyback program (the "Program") for a total outlay of up to 1 billion euros and a maximum number of shares not exceeding 150 million in any case, equivalent to approximately 1.48% of Enel's share capital.

The Program, which will run from February 23<sup>rd</sup> until no later than July 31<sup>st</sup>, 2026, is aimed at providing Shareholders a remuneration in addition to the distribution of dividends, as a result of the cancellation of treasury shares purchased for this purpose and follows the previous share buyback program launched on August 1<sup>st</sup>, 2025 and completed on December 16<sup>th</sup>, 2025 with the same aim, under which a total of 122,469,633 shares were purchased for a total consideration of approximately 1 billion euro.

Both programs were approved in implementation of the resolution of the Shareholders' Meeting of May 22<sup>nd</sup>, 2025 which authorized the Board of Directors for the acquisition and subsequent disposal of treasury shares for a total outlay of up to 3.5 billion euros and for a maximum of 500 million shares of the Company.

The purchases will be made on the regulated market Euronext Milan, as well as on the multilateral trading facilities DXE Europe (DXE), Aquis Exchange Europe (Aquis) and Turquoise Europe, in order to ensure equal treatment of shareholders, in compliance with Article 132, paragraph 1, of Legislative Decree No. 58 of February 24<sup>th</sup>, 1998 and Article 144-bis, paragraph 1, letter b) of Consob Regulation 11971/1999, as well as in accordance with both the authorization granted by the Shareholders' Meeting of May 22<sup>nd</sup>, 2025 and the provisions of art. 5 of Regulation (EU) 596/2014 on market abuse and the related implementing provisions of Delegated Regulation (EU) 2016/1052.

For the purposes of executing the Program, Enel will appoint an authorized intermediary who will make decisions on the purchases in full independence, also in relation to their timing, and in accordance with daily price and volume limits consistent with both the authorization granted by the Shareholders' Meeting of May 22<sup>nd</sup>, 2025, and with the provisions of the aforementioned Article 5 of Regulation (EU) 596/2014 and Art. 3 of Delegated Regulation (EU) 2016/1052. In particular, the purchase price of the shares shall not be more than 10% lower or higher than the official price recorded by Enel's shares on the Euronext Milan market in the trading day preceding each individual transaction and, in any case, shall not exceed the higher between the price of the last independent trade and the highest current independent purchase bid on the trading venue where the purchase is carried out. Furthermore, the daily volume of purchases shall not exceed 25% of the average daily volume of Enel shares traded on the trading venue where the purchase is made in the 20 trading days preceding the date of purchase.



The purchase transactions carried out will be communicated to the market within the terms and in the manner provided for by the provisions in force.

The cancellation of the treasury shares purchased under the Program will be carried out without reduction of the share capital, in accordance with the resolution of the Shareholders' Meeting of May 22<sup>nd</sup>, 2025, and may be carried out in a single solution or by means of several deeds in a fractional manner.

As of today, Enel holds no. 136,754,875 treasury shares in portfolio, equal to approximately 1.3451% of the share capital, while its subsidiaries do not hold any Enel shares.

Fine Comunicato n.0116-26-2026

Numero di Pagine: 4