

EXTRACT OF THE NOTICE OF CALL
SHAREHOLDERS' MEETING OF ENEL
MAY 28, 2015

ENEL - S.p.A.
Registered office – Viale Regina Margherita no. 137, Rome
Share capital € 9,403,357,795 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 28, 2015 at 2:00 pm in Rome, at Centro Congressi Enel, no. 125, Viale Regina Margherita, in order to discuss and resolve on the following

AGENDA

Ordinary meeting

1. Financial statements as of December 31, 2014. 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, 2014.
2. Allocation of the annual net income and distribution of available reserves.

Extraordinary meeting

1. Amendment of the Bylaws provisions concerning requirements of integrity and related causes of ineligibility and disqualification of members of the Board of Directors as set forth under Article 14-bis of the Corporate Bylaws.

Ordinary meeting

3. Appointment of a member of the Board of Directors pursuant to Article 2386 of the Italian Civil Code.
4. Long term incentive Plan 2015 reserved to the *management* of Enel S.p.A. and/or of its subsidiaries pursuant to Article 2359 of the Italian Civil Code.
5. Remuneration report.

Information concerning:

- the share capital;
- the right to attend and vote at the Meeting (record date May 19, 2015);
- 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 May 7, 2015);
- the right to ask questions before the Meeting (within May 25, 2015);
- the appointment of a member of the Board of Directors; and
- the organizational aspects of the Meeting

EXTRACT OF THE NOTICE OF CALL
SHAREHOLDERS' MEETING OF ENEL
MAY 28, 2015

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

The documentation relating to the Meeting, including the explanatory reports of the Board of Directors and the resolution proposals on the items of the agenda, 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 dedicated to this Meeting (www.enel.com), and at the officially appointed mechanism for the central storage of regulated information denominated "1Info" (www.1info.it).

The Chairman of the Board of Directors
Patrizia Grieco