



EXTRACT OF THE NOTICE OF CALL  
SHAREHOLDERS' MEETING OF ENEL  
MAY 4, 2017

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  
Shareholders' Meeting***

An ordinary Shareholders' Meeting of Enel S.p.A. is convened, on single call, on May 4, 2017, 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**

1. Financial statements as of December 31, 2016. 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, 2016.
2. Allocation of the annual net income and distribution of available reserves.
3. Authorization for the acquisition and the disposal of own shares. Related resolutions.
4. Determination of the number of the members of the Board of Directors.
5. Determination of the term of the Board of Directors.
6. Election of the members of the Board of Directors.
7. Election of the Chairman of the Board of Directors.
8. Determination of the compensation of the members of the Board of Directors.
9. Long term incentive Plan 2017 reserved to the management of Enel S.p.A. and/or of its subsidiaries pursuant to Article 2359 of the Italian Civil Code.
10. Remuneration report.

Information concerning:

- the share capital;
- the right to attend and vote at the Meeting (record date April 24, 2017);
- 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 March 27, 2017);

- the right to ask questions before the Meeting (within May 1, 2017);
- the appointment of the Board of Directors; and
- 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](http://www.enel.com)) reserved to this Meeting, to which reference is made.

In relation to the appointment of the Board of Directors, it should be noted in particular that the slates: (a) can be filed by the Shareholders who, alone or together with other Shareholders, result to own at least 0.5% of the Company's share capital; (b) shall be filed at the Company's registered office no later than April 10, 2017.

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 ([www.enel.com](http://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](http://www.emarketstorage.com)).

The Chairman of the Board of Directors  
Patrizia Grieco