



## **REPORT OF THE BOARD OF DIRECTORS ON THE FIFTH ITEM ON THE AGENDA**

### **Determination of the term of the Board of Directors.**

Dear Shareholders,

pursuant to Article 14.2 of the Corporate Bylaws, the Board of Directors of the Company shall be elected for a term not exceeding three financial years and its members are eligible for re-election at the expiration of their term of office.

In this regard, the expiring Board of Directors, in order to ensure a steady and consistent management of the Company, proposes to determine in three financial years the term of office of the Directors to be elected, with expiration at the ordinary Shareholders' Meeting convened for the approval of the annual financial statements as of December 31, 2025.

In light of the foregoing, we thus submit for your approval the following

### **Agenda**

The Shareholders' Meeting of Enel S.p.A.:

- having examined the explanatory report of the Board of Directors;
- taking into account the provisions set forth by Article 14.2 of the Corporate Bylaws on the term of office of the Board of Directors,

### **resolves**

to determine in three financial years (2023, 2024, 2025) the term of office of the Board of Directors, with expiration at the Shareholders' Meeting convened for the approval of the annual financial statements for the year 2025.