



EXTRACT OF THE NOTICE OF CALL SHAREHOLDERS' MEETING OF ENEL MAY 10, 2023

ENEL - S.p.A.

Registered office in Rome - Viale Regina Margherita, no. 137

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. 15844561009

Extract of the notice of ordinary Shareholders' Meeting

An ordinary Shareholders' Meeting is convened, on single call, on May 10, 2023, at 2:00 pm, in Rome, at Auditorium – Parco della Musica, Via Pietro de Coubertin no. 30, in order to discuss and resolve on the following

AGENDA

1. Financial statements as of December 31, 2022. 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, 2022, and of the consolidated non-financial statement related to the financial year 2022.
2. Allocation of the annual net income.
3. Authorization for the acquisition and the disposal of treasury shares, subject to the revocation of the authorization granted by the ordinary Shareholders' Meeting held on May 19, 2022. 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 Chair of the Board of Directors.

8. Determination of the remuneration of the members of the Board of Directors.
9. Long term incentive Plan 2023 reserved to the management of Enel S.p.A. and/or of its subsidiaries pursuant to Article 2359 of the Italian Civil Code.
10. Report on the remuneration policy and compensations paid:
 - 10.1 First section: report on the remuneration policy for 2023 (binding resolution);
 - 10.2 Second section: report on the compensations paid in 2022 (non-binding resolution).

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Information concerning:

- the share capital;
- the right to attend and vote at the Meeting (record date April 28, 2023);
- the vote by proxy, 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 April 11, 2023);
- the right to ask questions before the Meeting (within May 3, 2023);
- the election of the Board of Directors;
- the report on the remuneration policy and compensations paid; and
- the organizational aspects of the Meeting,

is set forth in the full notice of the Shareholders' Meeting, to which reference is made, published in the section of the Company's website (www.enel.com) reserved to this Meeting, as well as at the authorized storage mechanism called "eMarket Storage" (www.emarketstorage.com).

With reference to the appointment of the Board of Directors, it should be noted that the slates: (a) can be filed by the shareholders who, alone or jointly with other shareholders, result to own at least 0.5% of the Company's share capital; (b) shall be filed by Shareholders, with the modalities set forth in the full notice, no later than twenty-five days before the day of the Meeting; however, considering that such term would end on a Saturday (*i.e.*, April 15, 2023), in order to facilitate the submission

of slates by Shareholders, it is postponed to the first working day available following such date, *i.e.*, April 17, 2023.

The documentation relating to the Meeting – including the explanatory reports and the resolution proposals on the items of the agenda, as well as the annual financial report and the consolidated non-financial statement pursuant to Legislative Decree no. 254/2016 – 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) reserved to this Meeting, as well as at the officially authorized mechanism for the storage of regulated information denominated “eMarket Storage” (www.emarketstorage.com).

The Chair of the Board of Directors
Michele Crisostomo