

FAC-SIMILE

FORM OF THE PROXY FOR THE ATTENDANCE AT THE MEETING BY PROXY PURSUANT TO ARTICLE 135-*NOVIES* OF LEGISLATIVE DECREE 58/1998 ⁽¹⁾

The undersigned _____⁽²⁾,
entitled to attend and vote at the ordinary Shareholders' Meeting of Enel S.p.A., convened, on single call, on
May 10, 2023, in his/her quality _____⁽³⁾, with regard to no.
_____ ordinary shares of Enel S.p.A., registered in favor
of _____⁽⁴⁾,

APPOINTS

_____ ⁽⁵⁾, which shall have the right to be replaced by _____
⁽⁶⁾, to represent him/her in the aforementioned Meeting, to be held, on single call, on May 10, 2023, at 2:00 pm,
in Rome, at the Auditorium – Parco della Musica, Via Pietro de Coubertin no. 30, with 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

⁽¹⁾ We remind that the proxy holder may attend and vote at the Shareholders' Meeting only at the condition that the Company has received the notice of the authorized intermediary provided under Article 83-*sexies* of Legislative Decree 58/1998.

⁽²⁾ Indicate name, surname, tax code (or equivalent international code), complete address of the domicile or registered office of the proxy giver.

⁽³⁾ Indicate the quality of the proxy giver (*e.g.*, person in whose name the shares are registered, legal representative, proxy holder with power to subdelegate, pledgee, taker-in, usufructuary, depositary).

⁽⁴⁾ To be filled out only if the shares are registered in favor of a person other than the person who undersigns the proxy.

⁽⁵⁾ Indicate name, surname or company name of the proxy holder, tax code or VAT number (or other equivalent international code), complete address of the domicile or of the registered office of the proxy holder.

⁽⁶⁾ Indicate name, surname or company name of the substitute of the proxy holder, tax code or VAT number (or other equivalent international code), complete address of the domicile or registered office of the substitute.

pursuant to Article 2359 of the Italian Civil Code.

10. Report on the remuneration policy and compensation 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);

entrusting him/her with the necessary powers to attend at the Shareholders' Meeting and exercise the right to vote, in his/her name and on his/her behalf ⁽⁷⁾ ⁽⁸⁾

Date and place

Signature of the proxy giver

INSTRUCTIONS FOR THE NOTIFICATION OF THE PROXY TO ENEL S.P.A.

Pursuant to Article 135-*novies* of Legislative Decree 58/1998, the proxy holder may deliver or send to the Company, instead of the original, a copy of the proxy, also in an electronic format, certifying under his or her responsibility the conformity of the proxy to the original and the identity of the proxy giver.

The proxy, filled out entirely, with legible characters and duly signed, may be delivered to the Company by fax to the following number +39 06 83055028, Ref. "Proxy vote", at least two trading days before the date set for the Meeting (*i.e.*, by May 8, 2023). The proxy may be notified to Enel S.p.A. also electronically, up to the beginning of the Meeting, through the section of the Company's website (www.enel.com) reserved to the Meeting.

Please note that further information on the Meeting can be provided through an assistance service at the following numbers: telephone + 39 06.45417401 - fax +39 06 45417450.

INFORMATION ON PROCESSING OF PERSONAL DATA

Controller

Enel S.p.A., with registered office in Rome, Viale Regina Margherita no. 137, VAT code no. 15844561009 (hereinafter, "**Enel**" or the "**Controller**"), in its capacity as Controller, will process Personal Data (as defined hereinafter) in compliance with the provisions of the applicable laws on protection of personal data (articles 13 and 14 of the Regulation (EU) no. 679/2016 - "**GDPR**" and Legislative Decree no. 196 of June 30, 2003, as updated by Legislative Decree no. 101/2018) as well as with this information.

Data Protection Officer (DPO)

The Controller appointed a DPO which can be reached at the following email address: dpoenel@enel.com.

Object and Modalities of the Processing of Personal Data

The Controller will process your identifier personal data (such as name, surname, residence) provided by You or the personal data concerning third parties (*e.g.*, delegated or sub-delegated) provided by You ("**Personal Data**") with respect to the right to attend the Shareholders' Meeting called on May 10, 2023 (hereinafter, the "**Meeting**"), by means of a proxy and for the further activities related to the Meeting, for example voting and intervening.

Processing of Personal Data under this information means any operation or set of operations which is performed on Personal Data, whether or not by automated means, such as collection, recording, organization, structuring, storage, adaptation or alteration, retrieval, consultation, use, disclosure by transmission, dissemination or otherwise making available, alignment or combination, restriction, erasure or destruction.

Processing of Personal Data will be carried out, for the purposes set out below, manually and/or with the use of computerized mechanisms and by means of information technology systems.

⁽⁷⁾ Please note that, pursuant to Article 118, paragraph 1, lett. c), of the Issuers' Regulation approved by Consob with resolution no. 11971/1999, as subsequently amended and supplemented, equity interests, for the purposes of the communication obligations regulated by Article 120 of Legislative Decree 58/1998, include those shares in relation to which "*the right to vote is granted under a proxy, provided that such right may be exercised in a discretionary manner, without specific instructions from the proxy giver*".

⁽⁸⁾ Those who are entitled to attend and vote at the Meeting and their proxy holders are kindly requested to take into account the provisions set forth under Article 135-*decies* of Legislative Decree 58/1998, on conflict of interest of the proxy holder and of his/her substitutes.

Purposes and legal basis for processing

Enel will process the Personal Data in relation to the attendance to the Meeting, in particular for the attendance by proxy.

The legal basis for the processing is represented by the Controller's obligation under applicable laws to grant the exercise by You - through proxy holders or sub-delegated - of the rights granted by the applicable law in relation to the attendance at the Meeting. Transmission and processing of the Personal Data are necessary for the abovementioned purposes. The failure to transmit such Personal Data determines the impossibility to attend the abovementioned Meeting by proxy.

Recipients of Personal Data

In compliance with the principle of data minimization, the Personal Data, for the purposes described above, may be disclosed to:

- a) employees and partners of the Controller which are authorized with the data processing before, during and after the Meeting;
- b) third companies or other persons in their capacity as autonomous Controllers or that carry out activities on behalf of the Controller in their capacity as Processors;
- c) Computershare S.p.A., a company not belonging to Enel Group, appointed as Processor for the purposes of ensuring protection of the Shareholders' rights provided for by the applicable laws.

Transfer of Personal Data

Your Personal Data will be processed within the European Union and stored on server cloud located within the European Union. The same data may be processed in Countries outside the European Union, provided that an adequate level of protection is ensured, recognized by a specific adequacy decision of the European Commission.

Any transfer of Personal Data to non-EU Countries, in the absence of an adequacy decision by the European Commission, will be possible only if the involved Controllers and Processors provide adequate guarantees based on contracts or agreements, including binding corporate rules and standard contractual clauses on data protection.

The transfer of Personal Data to third countries outside the European Union, in the absence of an adequacy decision or other appropriate measures as described above, will be carried out only in the cases provided for by GDPR.

Period for which the Personal Data will be stored

The Personal Data provided will be stored pursuant to the proportionality principle until the purposes of the processing are pursued and, in any case, for a period not exceeding 10 years, and will not be communicated to third parties, except for the purpose of complying with the applicable laws or regulations. Such period, besides being consistent with the provisions on the challenge of shareholders' meetings resolutions, takes into account the provisions of the Issuers' regulation adopted by Consob through Resolution no. 11971 of May 14, 1999 on the disclosure of regulated information on issuers' internet website (*cf.*, in particular, Article 77, paragraph 1-*bis*, Article 84-*quater*, paragraph 1).

Rights of data subjects

In accordance with Articles 15 - 21 of the GDPR, with reference to the Personal Data provided, it is possible to exercise the following rights:

- (i) right to access to and obtain copy;
- (ii) right to request rectification;
- (iii) right to request erasure;
- (iv) right to obtain the restriction of processing;
- (v) right to object the processing;
- (vi) right to receive the Personal Data in a structured, commonly used and machine-readable format and have the right to transmit those data to another controller.

For the exercise of the above-mentioned rights please refer to the following email address: privacy.ca@enel.com.

Please note that it is possible to obtain additional information on Personal Data by the Enel's Data Protection Officer, as indicated above, indicating mandatorily in the subject "*Shareholders' Meeting of Enel S.p.A.*".

We remind You that the applicable laws provide for the right to lodge a complaint with the Italian Data Protection Authority, with registered office in Rome, Piazza Venezia no. 11; Tel. (+39) 06.696771, CEM: protocollo@pec.gdpd.it.

FAC-SIMILE

**CERTIFICATION BY PROXY PURSUANT TO ARTICLE 135-NOVIES, PARAGRAPH 5, OF
LEGISLATIVE DECREE 58/1998**

(in case of delivery or transmission of a copy of the proxy)

I the undersigned _____ (1), born in _____ (2), on _____, resident in _____ (2), Address _____, tax code (3) _____ [when applicable] (4), legal representative of (name of the company) _____, registered office at _____ (2), tax code or VAT no. (3) _____

- proxy holder
- substitute of the proxy holder

appointed to attend at the ordinary Shareholders' Meeting of Enel S.p.A. convened on May 10, 2023, on single call, at 2:00 p.m., in Rome at the Auditorium – Parco della Musica, Via Pietro de Coubertin no. 30, pursuant to Article 135-novies, paragraph 5, of Legislative Decree 58/1998

HEREBY CERTIFY UNDER MY OWN RESPONSIBILITY

- (i) that the copy of the proxy for attendance at the aforementioned Shareholders Meeting delivered/sent to Enel S.p.A. is a true copy of the original; as well as
- (ii) the identity of the proxy giver _____ (5), as well as
- (iii) the full and valid signature powers of the signatory of the proxy.

I acknowledge that, pursuant to Article 135-novies, paragraph 5, of Legislative Decree 58/1998, the proxy holder shall keep the original of the proxy and keep a record of voting instructions received, if any, for one year from the end of the Shareholders' Meeting.

Date and place

Signature of proxy holder/substitute

(1) Provide details of the proxy holder/substitute of the proxy holder. Where the proxy holder/substitute of the proxy holder is a legal entity, provide details of the legal representative.
(2) State country (where not Italy) and town/city.
(3) Or, alternatively, equivalent international code.
(4) Fill out only if the proxy holder/substitute of the proxy holder is a legal entity.
(5) Provide details of the proxy giver (if an individual: name, surname, date and place of birth, tax code or equivalent international code; if a legal entity: company name, full address of registered office, tax code or equivalent international code), as they appear on the communication for the purposes of attendance at the Shareholders' Meeting referred to in Article 83-sexies of Legislative Decree 58/1998.

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Processing of Personal Data under this information means any operation or set of operations which is performed on Personal Data, whether or not by automated means, such as collection, recording, organization, structuring, storage, adaptation or alteration, retrieval, consultation, use, disclosure by transmission, dissemination or otherwise making available, alignment or combination, restriction, erasure or destruction.

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The Personal Data provided will be stored pursuant to the proportionality principle until the purposes of the processing are pursued and, in any case, for a period not exceeding 10 years, and will not be communicated to third parties, except for the purpose of complying with the applicable laws or regulations. Such period, besides being consistent with the provisions on the challenge of shareholders'

meetings resolutions, takes into account the provisions of the Issuers' regulation adopted by Consob through Resolution no. 11971 of May 14, 1999 on the disclosure of regulated information on issuers' internet website (*cf.*, in particular, Article 77, paragraph 1-*bis*, Article 84-*quater*, paragraph 1).

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