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ENEL GREEN POWER: SHAREHOLDERS' MEETING APPROVES 2014 FINANCIAL STATEMENTS, CONFIRMS APPOINTMENT OF THREE DIRECTORS AND APPOINTS CHIEF EXECUTIVE OFFICER AND GENERAL MANAGER

- *Meeting approves financial statements as of December 31st, 2014 and resolves to pay a dividend of 3.2 eurocents per ordinary share.*
- *The appointment of three Directors including the Chairman of the Board of Directors is confirmed*
- *Long-Term Incentive Plan 2015 dedicated to the management of Enel Green Power Group is approved*
- *Francesco Venturini confirmed as Chief Executive Officer and General Manager*

Rome, May 8th, 2015 – The Ordinary Shareholders' Meeting of Enel Green Power S.p.A., which was chaired by Alberto De Paoli, was held today in Rome.

The shareholders first approved the financial statements of Enel Green Power S.p.A. as of December 31st, 2014, while the consolidated financial statements as of December 31st, 2014 were also presented.

Acting on a proposal of the Board of Directors, the shareholders then approved a dividend for the financial year 2014 of 3.2 eurocents per share that will be paid – before withholding tax, if any – from May 20th, 2015, with the ex-dividend date of coupon no. 5 falling on May 18th, 2015 and the record date (the date which determines the shareholders who are entitled to the dividend) falling on May 19th, 2015.

The Shareholders' Meeting confirmed the appointment of Alberto De Paoli, Francesco Venturini and Ludovica Parodi Borgia as Directors, as well the appointment of Alberto De Paoli as Chairman of the Board of Directors. The Directors will hold office until the expiration of the current Board and therefore until the date of next shareholders' meeting, which will be called in order to approve the financial statements for the year 2015. The complete professional profiles of Alberto De Paoli, Francesco Venturini and Ludovica Parodi Borgia are available on the company's website (www.enelgreenpower.com).

The Shareholders' Meeting then authorized the execution of a D&O insurance policy in favour of Directors and Statutory Auditors of Enel Green Power S.p.A. in order to protect them from events connected to the exercise of their office.

The Shareholders' Meeting also approved the Long-Term Incentive Plan 2015 dedicated to the management of the Enel Green Power Group and voted in favour of the section of the remuneration report that illustrates the policy for the remuneration of Directors, the General Manager and Executives with strategic responsibilities adopted by the company for the financial year 2015.



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The Board of Directors Meeting, which was held at the end of the Shareholders' Meeting and also chaired by Alberto De Paoli, confirmed Francesco Venturini as Chief Executive Officer and General Manager of the company and outlined the allocation of powers. The Chief Executive Officer has been granted, in line with the previous allocation, with all the powers necessary for management of the company, except for those otherwise granted by applicable laws, by-laws or maintained by the Board of Directors within its competence.

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