

Summary of the meeting resolutions and voting results on the items of the ordinary and extraordinary sessions of the Shareholders' Meeting of Enel S.p.A. of April 30, 2012

The Shareholders' Meeting of Enel S.p.A. convened on April 30, 2012, in single call, at 2:00 pm, in Rome, at Centro Congressi Enel, 125, Viale Regina Margherita, adopted the following resolutions:

1. Upon proposal of the Board of Directors, the ordinary session of the Shareholders' Meeting approved the financial statements of Enel S.p.A. for the year ended December 31, 2011, also having noted the data of the consolidated financial statements of Enel Group for the year ended December 31, 2011.

The voting occurred in presence of no. 1,646 shareholders (of which no. 20 in person and no. 1,626 by proxy), for a total of no. 4,635,909,757 ordinary shares (amounting to 49.300578% of the share capital), all admitted to voting. The voting result was the following:

	Number of shares	% on shares admitted to the voting
Votes for	4,634,451,163	99.968537
Votes against	349,632	0.007542
Abstentions	987,712	0.021306
Not voting	121,250	0.002615
Total	4,635,909,757	100

2. Upon proposal of the Board of Directors, the ordinary Shareholders' Meeting resolved to allocate the net income for the year 2011 of Enel S.p.A., amounting to euro 2,466,906,096.73 euro, as follows:
 - to earmark for distribution to Shareholders:
 - euro 0.10 for each of the 9,403,357,795 ordinary shares in circulation on the ex-dividend date to cover the interim dividend

payable as from November 24, 2011, after coupon no. 19 had gone ex-dividend on November 21, 2011, amounting to a total of euro 940,335,779.50;

- euro 0.16 for each of the 9,403,357,795 ordinary shares in circulation on June 18, 2012, the scheduled ex-dividend date, as the balance of the dividend, amounting to a total of euro 1,504,537,247.20;
- to earmark for “retained earnings“ the remainder of the aforesaid net income, amounting to a total of euro 22,033,070.03;
- to pay, before withholding tax, if any, the aforesaid balance of euro 0.16 per ordinary share of the 2011 dividend as from June 21, 2012, with the ex-dividend date of coupon no. 20 falling on June 18, 2012.

The voting occurred in presence of no. 1,647 shareholders (of which no. 20 in person and no. 1,627 by proxy), for a total of no. 4,635,909,762 ordinary shares (amounting to 49.300578% of the share capital), all admitted to the voting. The voting result was the following:

	Number of shares	% on shares admitted to the voting
Votes for	4,635,565,246	99.992569
Votes against	492	0.000011
Abstentions	222,769	0.004805
Not voting	121,255	0.002616
Total	4,635,909,762	100

3. Upon proposal of the Board of Directors, the ordinary Shareholders' Meeting resolved in favour of the first section of the remuneration report drawn up pursuant to article 123-*ter* of Legislative Decree No. 58 dated February 24, 1998, and article 84-*quater* of the Issuers' Regulation adopted by Consob with resolution No. 11971/1999, containing the description of the policy for the remuneration of Directors, General Manager and Executives with strategic responsibilities adopted by the

Company for the financial year 2012, as well as the procedures used for the adoption and implementation of such policy.

The voting occurred in presence of no. 1,633 shareholders (of which no. 13 in person and no. 1,620 by proxy), for a total of no. 4,635,577,974 ordinary shares (amounting to 49.297050% of the share capital), all admitted to the voting. The voting result was the following:

	Number of shares	% on shares admitted to the voting
Votes for	3,556,077,516	76.712711
Votes against	1,007,757,622	21.739633
Abstentions	71,742,836	1.547657
Not voting	0	-
Total	4,635,577,974	100

4. Upon proposal of the Board of Directors, the extraordinary Shareholders' Meeting resolved to amend articles 14.3, 14.5, 25.1 and 25.2 and to introduce the provisional clause under new article 31 of the Bylaws, in order to harmonize its content with the provisions introduced by Law No. 120 of July 12, 2011, concerning the equal right of appointment in managing and supervisory bodies of listed companies.

The voting occurred in presence of no. 1,632 Shareholders (of which no. 12 in person and no. 1,620 by proxy), for a total of no. 4,635,570,960 ordinary shares (amounting to 49.296975% of the share capital), all admitted to the voting. The voting result was the following:

	Number of shares	% on shares admitted to the voting
Votes for	4,629,062,718	99.859602
Votes against	6,455,416	0.139258
Abstentions	52,826	0.001140
Not voting	0	-
Total	4,635,570,960	100