



Green Power

ENEL - MEDIA RELATIONS

P +39 06 83055699 - F +39 06 83053771
e-mail: ufficiostampa@enel.com

INVESTOR RELATIONS

P +39 06 83057449 - F +39 06 83057200
e-mail: iregp@enel.com

enelgreenpower.com

Press
Release

ENEL GREEN POWER: SHAREHOLDERS' MEETING APPROVES 2012 FINANCIAL STATEMENTS AND APPOINTS THE NEW BOARD OF DIRECTORS

- *Financial statements at December 31st, 2012 approved; a dividend of euro 0.0259 approved.*
- *New Board of Directors appointed for the years 2013-2015.*
- *Policy for the remuneration of Directors and Executives with strategic responsibilities voted favorably.*
- *Bylaws amendment approved in order to provide that the Shareholder's Meeting, both in ordinary and extraordinary session, shall be held, as a rule, on single call.*

Rome, April 24th, 2013 – The Ordinary and Extraordinary Shareholders' Meeting of Enel Green Power S.p.A. met today in Rome under the chairmanship of Luigi Ferraris.

In the ordinary session, the shareholders first approved the financial statements of Enel Green Power S.p.A. at December 31st, 2012, while the consolidated financial statements at December 31st, 2012 were presented.

Acting on a proposal of the Board of Directors, the shareholders then approved a dividend for the financial year 2012 of euro 0.0259 per share, that will be paid - before withholding tax, if any - as from May 23rd, 2013 with the ex-dividend date of May 20th, 2013 (coupon no. 3).

The Shareholders' Meeting also appointed the new Board of Directors, whose term will expire with the approval of the financial statements for the year 2015. The new Board of Directors is composed of Luigi Ferraris (appointed as Chairman), Francesco Starace, Carlo Angelici, Andrea Brentan, Francesca Gostinelli, Giovanni Battista Lombardo, Luciana Tarozzi (drawn from the slate filed by the majority shareholder Enel S.p.A.), Giovanni Pietro Vito Malagnino, Paola Muratorio (drawn from the slate jointly filed by the minority shareholders Fondazione E.N.P.A.M. and INARCASSA) and Luca Anderlini (whose candidacy has been presented by the Board of Directors of Enel Green Power S.p.A. acting on a communication of some institutional investors).

The Directors Carlo Angelici, Giovanni Battista Lombardo, Luciana Tarozzi, Giovanni Pietro Vito Malagnino, Paola Muratorio and Luca Anderlini stated that they met the independence requirements provided for by the law (art. 147 – *ter*, paragraph 4 and art. 148, paragraph 3, of the Consolidated Financial Act) and by art. 37 of the Market Regulation issued by CONSOB. The slates from which the members of the new Board

Enel Green Power SpA Registered Office 00198 Rome - Italy, Viale Regina Margherita 125 - Companies Register of Rome, Tax I.D. and VAT Code 10236451000 - R.E.A. of Rome 1219253 - Stock Capital Euro 1,000,000,000,00 fully paid in - Management and coordination by Enel SpA.

were elected and their professional profiles are available at the Company's website (www.enelgreenpower.com).

The Shareholders' Meeting also voted in favor of the section of the remuneration report which illustrates the policy for the remuneration of Directors, the General Manager and Executives with strategic responsibilities adopted by the Company for the financial year 2013.

Finally, the Shareholders' Meeting in its Extraordinary session, upon proposal of the Board of Directors, approved some amendments to the Company By-laws in order to provide that the Shareholder's Meeting, both in ordinary and extraordinary session, shall be held, as a rule, on single call.

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