

## EXTRACT FROM THE CALL NOTICE OF SHAREHOLDERS' MEETING

(published, in Italian, on March 28, 2020 in the newspaper "Il Sole 24 Ore")

The shareholders of Edison S.p.A. are called to a meeting, convened in ordinary session, in Milan, via Agnello n. 18 - At the Studio Notarile (Notary Practice) Marchetti, on:

- . Tuesday April 28, 2020 at 11:00 AM, on first calling, and, if necessary,
- . Wednesday May 27, 2020 at 11:00 AM, on second calling, except in the case of any updates, which shall be promptly communicated, resulting from developments connected with the COVID-19 health emergency, as well as any regulatory provisions that should be issued in relation to said emergency,

to resolve upon the following

## **Agenda**

# **Financial Report**

- 1. Financial Statements at December 31, 2019.
- 2. Determinations regarding the allocation of the loss for the year.

## Report on compensation policy and on compensation paid

- 3. "Section One" Compensation policy regarding the period 2019-2021. Approval.
- 4. "Section Two" Compensation paid in 2019. Advisory vote.

#### **Board of Directors**

5. Election of Directors.

### **Board of Statutory Auditors**

- 6. Election of the Board of Statutory Auditors.
- 7. Election of the Chairman of the Board of Statutory Auditors.
- 8. Determination of the compensation of the Chairman of the Board of Statutory Auditors and of the Statutory Auditors.

## **Independent Statutory Audit**

- 9. Assignment, for the financial years 2020-2028, of the annual independent statutory audit engagement and of the semi-annual accounts audit engagement, as well as of other engagements connected with the audit.
- 10. Determination of the related fee and of the adjustment criteria.

In consideration of the COVID-19 health emergency and as regards the measures issued by the competent Authorities aimed at minimising movements and mass gatherings, as permitted by Article 106 of Decree Law no. 18 of March 17, 2020, participation in the Shareholders' Meeting and the exercise of voting rights can **only** take place through conferral of the appropriate proxy to the representative appointed by the Company (Computershare S.p.A.).

**Edison Spa** 

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The Shareholders' Meeting shall only be held through means of telecommunication.

# Information concerning:

- Legitimate entitlement to attend the Shareholders' Meeting;
- Participation and vote by proxy exclusively through the appointed representative by Edison S.p.A. (please note that the Company's appointed representative is Computershare S.p.A.);
- Right to add to the agenda or submit additional resolution proposals on matters already on the agenda;
- Right to ask questions before the Shareholders' Meeting;
- Election of Directors;
- Election of the Board of Statutory Auditors;
- Availability of the full text of the motions, together with the explanatory reports and the documents that will be submitted to the Shareholders' Meeting;

is provided in the full Notice of Shareholders' Meeting, the text of which was published, together with the documents prepared for the Shareholders' Meeting, on the Company website, at the address <a href="https://www.edison.it/en/ordinary-shareholders-meeting-2020">https://www.edison.it/en/ordinary-shareholders-meeting-2020</a>, which should be consulted for additional details.

Edison reserves the right to add and/or change the above information/instructions, should need arise as a result of the current Covid-19 epidemiological emergency and of any currently unforeseeable developments.

This extract was published, in Italian, in the newspaper Il Sole 24 Ore.

The Board of Directors by: Nicola Monti Chief Executive Officer