

**EDISON S.p.A. – Ordinary and extraordinary Shareholder’s meeting
of April,24 th,2012 on first call and of April, 26th, 2012 on second call**

PROXY FORM

Fill in the required information, sign it and send it to the Company in accordance with the instructions provided below (1)

The undersigned * (2)..... place of birth *
date of birth*..... Tax Code *..... residing in (town/city) *.....
(address) *.....
holder of the voting right on **13/04/2012** (Record Date)
for no. *.....ordinary shares EDISON (ISIN IT0003152417)
registered in the securities account (3) n. *.....at*.....
Bank Code*.....SortCode*.....
as resulting from communication no. (4)..... made by

APPOINT

(5).....

with the power to be substituted by

(5).....

as my proxy agent to attend and represent me at the ordinary and extraordinary shareholders’ meeting held at the Meeting Hall of Edison S.p.A., at 31 Foro Buonaparte, in Milan, at 10:30 AM on April 24, 2012, on the first calling, and on April, 26th 2012 same place and time, on the second calling,
I, The undersigned (6)

DECLARE that I am the holder of the voting rights conveyed by the abovementioned shares and that I am signing this proxy in my capacity as (check the appropriate box):

- legal representative of..... attorney with power of sub-delegation - secured creditor-
- stock borrower - beneficial owner- legal guardian – administrator
- other (specify)

Form of Identification (7) *(type)*.....issued by*.....

on*..... n. *.....

Date..... SIGNATURE.....

Instruction for completing and sending the proxy form

*** required information**

- (1) The original of the proxy, completed with the required information and signed, must be sent to the proxy agent, who must submit it to the Company for accreditation purposes. A copy of the proxy may be sent in advance directly to the Company by one of the following alternative methods:
 - mailed to the following address: Servizio Titoli S.p.A. – Via Lorenzo Mascheroni,19 20145 Milan (reference on the envelope “Proxy for the Shareholders’ Meeting of Edison S.p.A.);
 - faxed to +39.02.46776850;
 - as an attachment to an e-mail message sent to: *edison@pecserviziotitoli.it*.The early transmission of a copy of the proxy does not relieve the proxy agent of the obligation, upon being accredited to attend the Shareholders’ Meeting, to verify that the original and the notified copy are the same and the identity of his/her principal.
- (2) Enter the last and first name or company name of the party in whose name the shares are registered, as it appears in the communication provided to the Company by the intermediary.
- (3) Enter the number of the securities account, the depository intermediary’s ABI and CAB codes or, otherwise, its name, which are available in the summary of the securities file.
- (4) Enter any available reference data from the communication provided by the intermediary and the intermediary’s name, if the intermediary is not the same as the depository intermediary.
- (5) Enter the last and first name of the proxy agent.
- (6) Enter the last and first name and acting capacity of the party signing this proxy who is the holder of the voting right, if such party is not the same as the party in whose name the shares are registered.
- (7) Enter the reference data of a valid identification document of the party signing this proxy.