



**CONVENING NOTICE OF THE
EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS of
ENEL ENERGIE S.A.
registered with Bucharest Trade Registry
under no. J40/12303/2007, sole registration code 22000460 (the „Company”)**

In accordance with art. 13.1 of the Company's Constitutive Act and based on Articles no. 117 of the Company Law, observing the Board of Directors Decision of 27.11.2014 and 17.12.2014, the Board of Directors hereby convenes the Company's Extraordinary General Meeting of the Shareholders for **March 18th, 2015, 11:00 hours Romanian time**, for all shareholders registered with the Company's shareholder's registry on March 2th, 2015, in **Bucuresti, Sector 1, Bd. Ion Mihalache nr. 41-43, Corp A, et. 4**, having the following

AGENDA

1. The approval of the amendment of article **16.6** of the Company's Bylaws pursuant the appointment of a new member of the Board of Directors;
2. The approval of the empowerment of Mrs. Oana Solomon and/or Mr. Traian Constantin in order that, jointly or severally, to represent the Company and carry out any necessary operations for registering and publishing the decision of the Extraordinary General Meeting of Shareholders, including for the signature of the updated Bylaws of the Company; Attorney in fact might delegate this power to other person if is necessary
3. Miscellaneous.



Should the quorum not be met at the first convening, a second meeting is convened for **March 19th, 2015, at the same hour and place, to discuss the issues on the agenda.**

Chairman of the Board of Directors

Toni Volpe
