



Press Release

EDISON: THE SHAREHOLDERS' MEETING APPROVES THE 2012 ANNUAL FINANCIAL STATEMENTS AND THE DISTRIBUTION OF A DIVIDEND OF 0.15 EUROS ON EACH SAVINGS SHARE

Milan, March 22, 2013 – Edison's Shareholders' Meeting, convened today at the Company's Foro Buonaparte headquarters, **approved the 2012 annual financial statements and the amendments to Bylaws, elected for three years the Board of Directors and integrated the board of Statutory Auditors.**

The Shareholders' Meeting **approved the 2012 financial statements**, which show a net profit of 81 million euros (net loss of 871 million euros in 2011), thanks to the positive effect of the renegotiations of long-term contracts, the increase in E&P's activities, a positive contribution of 80 million euros from the sale of the investment in Edipower and a significant reduction in writedowns.

Therefore, considered the right to cumulate the preferred dividend of savings shares, at each **savings share will be distributed a preferred dividend of 0.15 euros**, consisting of 0.05 euros for 2012 and 0.10 euros for 2010 and 2011. The resulting total dividend payout amounts to 16.5 million euros. The dividend will be paid as from April 25, 2013, being April 22, 2013 the ex-dividend date (N.7) and April 24, 2013 the record date.

The Shareholders' Meeting also **approved amendments to the Bylaws**, concerning mainly the elimination of the slate voting mechanism to elect the Company's governance bodies and other amendments to simplify the corporate governance and to take into account the different system of rules for listed ordinary shares and listed savings shares.

The Shareholders' Meeting **elected the Board of Directors**, for a term of office lasting until the Shareholders' Meeting convened to approve the 2015 financial statements, and confirmed **Henri Proglia Chairman**. The eleven Directors are Béatrice Bigois, Paolo Di Benedetto, Philippe Esper, Gian Maria Gros-Pietro, Pierre Lederer, Denis Lépée, Bruno Lescoeur, Jorge Mora, Thomas Piquemal, Nathalie Tocci e Nicole Verdier-Naves, indicated by the Company's controlling shareholder Transalpina di Energia. The *curricula* of the individual Directors are available on the Company website: www.edison.it.

Three Directors, i.e., Paolo Di Benedetto, Gian Maria Gros-Pietro and Nathalie Tocci stated that they qualified as independent Directors in accordance with Legislative Decree No. 58/1998 (Uniform Financial Code) and the Corporate Governance Code published by Borsa Italiana Spa, which the Company adopted.

The Shareholders' Meeting set at 50,000 euros the gross annual compensation for each Director of the Board, plus a gross attendance fee of 1,800 euros for each Board meeting attended by each Director. **The compensation of EDF board members is directly paid to the company.**

The Shareholders' Meeting also filled the vacancies on the board of the Statutory Auditors appointing Giuseppe Cagliero as Statutory Auditor and Vincenzo D'Aniello and Luigi Migliavacca as Alternate Auditors, for a term of office lasting until the Shareholders' Meeting convened to approve the 2013 financial statements.

The Shareholders' Meeting then voted favorably with regard to the first section of the Compensation Report and approved a resolution for the non-reconstitution, in the amount of 72,945,385.19 euros, of the restricted reserve pursuant to Art. 1, Section 469 and following, of Law No. 266/2005, used to replenish the loss incurred in 2011.

The voting record of the Shareholders' Meeting is summarized below:

Item on the Agenda	Number of shares represented and voting at the Shareholders' Meeting	% of share capital conveying the right to vote	Number of shares in favor	Number of shares against	Number of shares abstaining
Item 1, Extraordinary Session (Amendment of the articles of the Bylaws listed below: 9, 10, 11, 13, 14, 17, 18, 21, 22 and 27).	5,157,205,562	99.53	5,157,195,852	0	9,710
Item 2, Extraordinary Session (Non-reconstitution, in the amount of 72,945,385.19 euros, of the restricted reserve pursuant to Art. 1, Section 469 and following, of Law No. 266/2005, used to replenish the loss incurred in 2011)	5,157,205,562	99.53	5,157,205,562	0	0
Item 3, Ordinary Session (approval of Financial Statements at December 31, 2012)	5,157,205,562	99.53	5,157,205,562	0	0
Item 4,					

Ordinary Session (<i>Determinations concerning the appropriation of the year's profit</i>)	5,157,205,562	99.53	5,157,195,852	0	9,710
Item 5, Ordinary Session (<i>Consultation regarding the "First Section" of the Compensation Report</i>)	5,157,205,562	99.53	5,157,195,852	0	9,710
Item 6, Ordinary Session (<i>Determination of the number of Directors</i>)	5,157,205,562	99.53	5,157,195,852	0	9,710
Item 7, Ordinary Session (<i>Election of the Board of Directors</i>)	5,157,205,562	99.53	5,154,533,484	2,476,396	195,682
Item 8, Ordinary Session (<i>Election of the Chairman of the Board of Directors</i>)	5,157,205,562	99.53	5,157,009,880	0	195,682
Item 9, Ordinary Session (<i>Determination of length of the Directors' term of office</i>)	5,157,205,562	99.53	5,157,195,852	0	9,710
Item 10, Ordinary Session (<i>Determination of the compensation of the Board of Directors</i>)	5,157,205,562	99.53	5,154,533,484	2,476,396	195,682
Item 11, Ordinary Session (<i>Filling of vacancies on the Board of Statutory Auditors</i>)	5,157,205,562	99.53	5,154,533,484	2,476,396	195,682

The Minutes of the Shareholders' Meeting will be published in the manner and within the deadline required under current regulations.

Public disclosure required by Consob Resolution No. 11971 of May 14, 1999, as amended.

Edison's External Relations Department: T 02 6222 7331 E ufficiostampa@edison.it

Edison's Investor Relations: T 02 6222 8415; E investor.relations@edison.it