



## **REGULATIONS GOVERNING THE SHAREHOLDER ELECTRONIC FORUM**

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## **REGULATIONS GOVERNING THE SHAREHOLDER ELECTRONIC FORUM**

### **I. Introduction**

In accordance with the provisions of article 539.2 of the Corporate Enterprises Act, ENDESA, S.A., (hereinafter "ENDESA", the "Company", or the "Administrator") approves the Regulations Governing the Forum (hereinafter, the "Regulations") with regard to ENDESA's Shareholder Electronic Forum (hereinafter the "Forum") that will be published on the Company's website [www.endesa.com](http://www.endesa.com) on the occasion of each General Shareholders' Meeting from the time it is called and until it is held.

### **II. Regulations Governing the Forum**

These Regulations govern the authorisation of the Forum and ENDESA making it available, and the guarantees, terms and conditions of access and use thereof by the shareholders of ENDESA and any voluntary associations that may be constituted in accordance with current regulations.

With regard to the Forum, these Regulations are complementary to the "Legal Conditions for Access and Use" on ENDESA's website, [www.endesa.com](http://www.endesa.com), which will be fully applicable to the access and use of the Forum with regard to everything that is not modified or is incompatible with the provisions of these Regulations.

ENDESA reserves the right to modify, at any time and without prior notice, the presentation, configuration, operation and content of the Forum, the Legal Conditions for Access and Use and these Regulations, without prejudice to what is legally established.

### **III. Acceptance of the regulations governing the Forum**

Registration as a user of the Forum ("Registered User") and access to and/or use of the Forum implies full and unreserved acceptance of the terms and conditions of the Regulations and Legal Terms and Conditions of Access and Use on the ENDESA website, [www.endesa.com](http://www.endesa.com).

ENDESA will be considered to be the administrator of the Forum under the terms and conditions and with the authority provided for in these Regulations, and are given the power of interpretation in case of doubt or discrepancy in the use of the same.

### **IV. Objective and purpose of the Forum**

The sole purpose of the Forum is to enable communication between ENDESA's shareholders on the occasion of each General Shareholders' Meeting from the date of the call until it has been held.

It may be used by Registered Users to send for publication on the Forum, communications that have one or more of the following as their exclusive purpose:

- Proposals to be presented as a complement to the call for the General Meeting including one or more items on the agenda.
- Requests to adhere to these proposals.
- Initiatives to achieve a sufficient percentage to exercise the right of minority provided for by Law.
- Offers or requests for voluntary representation.

It is hereby confirmed that in accordance with the provisions and in articles 172 and 519 of the Corporate Enterprises Act, shareholders who request the publication of a proposal with the aim of it being presented as a complement to the call for the General Meeting including one or more items on the agenda should represent at least three percent of the share capital. The exercise of this right should be undertaken within five (5) days following the publication of the call by irrefutable notification to the following address:

Endesa, S.A.  
Secretary to the Board of Directors  
Calle Ribera del Loira, 60  
28042 Madrid

Shareholders representing this same percentage may also submit reasoned proposals, within the period and in form indicated, for agreements on issues already included or to be included in the agenda.

## **V. Registered users**

Access to and use of the Forum is reserved exclusively for individual shareholders of ENDESA, as well as for voluntary associations of shareholders validly constituted and registered in the special register authorised by the Spanish Securities Market Commission in accordance with article 539.4 of the Corporate Enterprises Act.

In order to access and use the Forum, shareholders and voluntary associations of shareholders should register as a "Registered User" by filling in the corresponding Registration Form for registered Users of the Forum, accrediting the status of shareholder of ENDESA or of a voluntary association of shareholders duly constituted and registered with the Spanish Securities Market Commission, in the manner indicated in the above-mentioned form.

In the case of shareholders, legal persons and voluntary associations of shareholders, the representation of the person who intends to access the Forum should be accredited in the registration form, in the manner established therein.

Subsequent access to and communications on the Forum may require a special use form to be filled in.

Access to and use of the Forum by Registered Users is conditioned to the maintenance at all times of the status of shareholder of ENDESA in accordance with the applicable regulations or of a voluntary association of shareholders duly constituted and registered.

If in its capacity as Administrator of the Forum, ENDESA has at any time reasonable doubts about compliance with these conditions by a Registered User, it may require proof of the maintenance of these conditions, and will be able to request the provision of any information or documents considered to be appropriate to verify the issues contained therein.

The Administrator may request additional information and suspend or terminate Registered Users who are unable to demonstrate compliance with the above-mentioned conditions. Any communications made by shareholders who lose their condition as such before the corresponding General Meeting is held will automatically lapse, together with any communications related or linked to previous ones.

## **VI. Access to the Forum and publication of communications**

### **1. Access to the Forum**

All Registered Users will have access to the Forum and will be able to consult the communications made by other Registered Users.

The sole aim of the Forum is to publish communications made by Registered Users with regard to the issues detailed in section IV and it does not include a mechanism for electronic conversation between Registered Users nor is it an area for virtual debate. This means that the Administrator will only incorporate into the Forum those communications that are appropriately in accordance with the law and ENDESA's Corporate Governance System, and which do not represent comments on communications being published on the Forum.

### **2. Publication of communications on the Forum**

Any Registered User may send communications with regard to any of the issues indicated in section IV above.

Communications should be sent exclusively in text format and, once published, will be accessible by any other Registered User and by the Company.

Communications made by Registered Users are in their personal capacity and, except in the case of duly legitimised shareholder associations and duly accredited legal persons representing shareholders, all in accordance with the law and these Regulations, communications received from representatives of shareholders, groups of shareholders or shareholders' agreements will not be published, nor those from depository entities, financial intermediaries and other persons acting on behalf of or in the interest of shareholders.

Requests for publication of communications should be made in accordance with the forms available on the Forum for this purpose, and should include the following:

- Identification of the Registered User making the communication.
- Statement regarding the communication, indicating precisely the content of the initiative.
- Brief justification of the communication.

Any communication published on the Forum should include identification (name and surname, in the case of natural persons, corporate name, in the case of legal persons and name and registration number in the registry of the Spanish Securities Market Commission, in the case of shareholder associations as well as, in the last two cases, identification of their respective representatives) of the Registered User formulating it and notification of the date and time of insertion.

By formulating a communication, the Registered User is understood to be responsible for it and declares and guarantees that its content is lawful and in accordance with the law, the Regulations and that it is in good faith, that he/she has all the necessary authorisations and

permits to formulate the communication in question and that it does not violate any right of third parties.

The Administrator may verify the conformity of the communications that are intended to be made in accordance with the legal system, these Regulations and that it is in good faith and may deny inclusion in the Forum or withdraw from the same any communication that it considers not to be in accordance with them. He/she may also reply to any communication made by Registered Users through the e-mail address provided by the Registered User or by any other means of communication deemed appropriate.

### **3. Content of communications**

Registered Users should use the Forum with full respect for current legislation, in compliance with these Regulations and always in good faith. It is therefore expressly forbidden:

- To violate the rights, assets and legitimate interests of ENDESA, other Registered Users and third parties, including their intellectual and industrial property rights, religious freedom, honour, good name and privacy, protection of personal data and any other legal assets, rights or interests protected by law.
- To include information or personal data of third parties without the informed consent of the owner or that represents identity theft.
- To include discriminatory, racist, sexist, violent or xenophobic content or expressions which in any way are degrading or offensive.
- To include any type of material that is inappropriate or not in good faith.
- To provide information of any kind with regard to the commission of criminal or unlawful civil or administrative acts.
- To take any actions (or provide information to third parties) that the evasion of technical restrictions that may be associated with the different supports or programmes of the Forum so as to prevent unauthorised use.
- To include content or material not correctly authorised by the owners of intellectual or industrial property rights.
- To damage, disable, overload or cause deterioration to the functioning of the Forum or to the computer equipment of ENDESA, other Registered Users or third parties, as well as to documents, files and all content stored in this computer equipment (hacking) and to prevent the normal use and enjoyment of the Forum by other Registered Users.

It is absolutely forbidden for Registered Users to insert any type of advertising or publicity.

Any Registered User who becomes aware that any kind of content on the Forum or provided through it is against the law, the established Regulations or is not in good faith, may inform the Administrator through the contact mailbox referred to in the contact mailbox section, without this implying any type of responsibility for ENDESA, even if no action is taken in this regard.

Registered Users undertake to make diligent, correct and appropriate use of the legal system and these Regulations and to use the Forum in good faith and in accordance with section IV above.

### **4. Elimination of communications after the General Meeting**

When the General Shareholders' Meeting has finished, the Administrator reserves the right to delete, remove or save the communications that refer to it.

## **VII. Scope of the Forum**

The Forum does not constitute a communication channel between ENDESA and Registered Users.

This means that no communication made or published on the Forum may in any case be understood as a notification to ENDESA for any purpose and especially for the purposes of the exercise of any right held by Registered Users, individually or collectively, nor to replace ENDESA's legal and Corporate Governance requirements for the exercise of any rights or the development of initiatives and actions by shareholders.

All the rights and powers that shareholders wish to exercise should proceed through the legally established channels, in accordance with the provisions of the law and ENDESA's Corporate Governance system, without the Forum being in any case a valid instrument for these purposes.

## **VIII. Responsibility of the administrator**

### **1. Scope of ENDESA's responsibility**

ENDESA is not responsible for the accuracy, veracity, validity, legality or relevance of the communications sent by Registered Users, nor for the opinions expressed by them.

Endesa only accepts liability for the services and contents it provides directly and which is identified with its Copyright as being a trademark or the intellectual or industrial property of ENDESA.

By accessing and/or using the Forum, every Registered User declares to be aware of and accepts that the use of the Forum is in any case taking place under their sole and exclusive responsibility.

### **2. Content**

Any Registered User may send communications with regard to any of the issues indicated in section IV above.

The Administrator expressly reserves the right to deny access and/or use of the Forum and not to publish or withdraw communications made by those Registered Users who apparently fail to comply with current regulations or these Regulations or to act in good faith, under the reasonable judgment of the Administrator.

The Administrator is entitled but not obliged to control the use of the Forum and its content, which is the sole responsibility of the Registered Users who provide it. In any case, the Administrator may implement filtering and moderation tools for the content of communications and may also remove content when it is considered to be illegal or contrary to the rules established in these Regulations or is not in good faith.

Registered Users will be liable for damages that ENDESA, another Registered User or any other third party may suffer as a result of accessing and/or using the Forum (including the formulation of communications) in breach of any provision in current regulations or these Regulations or is not in good faith.

## **IX. Absence of licence**

ENDESA authorises Registered Users to use the intellectual and industrial property rights relating to the computer application installed on the ENDESA server or that of a third party executing the services that constitute the Forum but only to use them for the purposes provided for in section IV above and in accordance with the terms and conditions established in these Regulations. Registered Users should refrain from obtaining, or attempting to obtain, access to and use of the Forum and its contents by means or procedures other than those that in each case have been made available or established for this purpose.

ENDESA does not grant any type of licence or authorisation for use of any kind with regard to its intellectual and industrial property rights or on any other property or right relating to the Forum other than that provided for in the previous paragraph.

## **X. Cost of use**

Access to and use of the Forum by Registered Users is free of charge, except for the cost of connecting and transmitting data through the telecommunications network provided by the Registered User's access provider.

## **XI. Security and protection of personal data**

The aspects relating to the security and protection of personal data contained in the Conditions of Access and Use of the website of ENDESA, S.A. [www.endesa.com](http://www.endesa.com) will apply to the Forum.

Specifically, the personal data provided by Registered Users or generated as a result of the use of the Forum will be processed by the Company to establish, manage and supervise the operation of the Forum in accordance with the provisions of these and any other applicable Regulations. The legitimacy of the processing of users' data is based on their consent to accept these Regulations for the Operation of the Forum. Registered Users also expressly accept and authorise the publication of their personal data on the Forum.

The personal data provided by Registered Users or generated as a result of the use of the Forum will be kept as long as the Forum remains enabled, from the time the General Shareholders' Meeting is called until it is held, and provided that they are appropriate, relevant and limited to what is necessary for the purposes for which they are processed. Once they no longer required for this purpose, the data should be blocked for the period they are required for the exercise of or defence against administrative or legal proceedings, and may only be unblocked and processed again for this reason. After this period, the data should be definitively cancelled.

The data should be communicated to the notary who will attend the General Meeting as provided for by law. They may also be transferred to third parties in the exercise of the right to information established by law.

You may exercise your right of access, rectification, erasure, restriction of processing and data portability in the situations and subject to the scope established in the applicable legislation at all times. To exercise these rights, you should send a letter specifying the request, together with a photocopy of an identity document to the Secretary of the Board of Directors at C/ Ribera del Loira, 60, 28042 Madrid, or send an email to [accionistas@endesa.es](mailto:accionistas@endesa.es), or call the freephone number 900 666 900

You are also informed that you have the right to present a claim to the Spanish Data Protection Agency.



Endesa, S.A. has appointed a Data Protection Officer, with the following contact details: dpo@endesa.es. If you have any questions regarding the purposes for the processing of your personal data or the legitimacy thereof, you may contact the Data Protection Officer.

## **XII. Contact mailbox**

Registered Users who have suggestions or proposals to improve the Forum, who require technical assistance, who wish to make complaints about content not in accordance with these Regulations or who wish to exercise their rights recognised in the regulations governing the protection of personal data may contact the Company's e-mail address that will be provided for this purpose on the Forum. The objective of this e-mail box is to provide a service for Registered Users and to improve the quality of the Forum, without implying any type of control or responsibility on the part of the Administrator.