



**Explanations of the matters submitted for voting, Enel Américas' Ordinary Shareholders' Meeting 2025
to be held on April 30, 2025**

1. Approval of the Annual Report, Balance Sheet, Financial Statements, and the External Auditors' Report for the year ending December 31, 2024.

The Ordinary Shareholders' Meeting of Enel Américas S.A. has received a proposal to approve the Annual Report, Balance Sheet, Financial Statements, and External Auditors' Report for the fiscal year ending December 31, 2024. These documents will be available on the company's website at www.enelamericas.com, specifically in the Investors section, 15 days prior to the meeting.

2. Profit distribution and dividend distribution for the year.

According to the current dividend policy of Enel Américas S.A., 30% of the profits from the 2024 financial year will be allocated for dividend distribution.

As a result, with a profit for the period totaling US\$ 2,589,132,867, it is proposed to the Ordinary Shareholders' Meeting for its approval the distribution of a final dividend equal to 30% of the profits for the year, amounting to US\$ 776,739,860. From this, the provisional dividend of US\$ 369,832,943, paid in January 2025, must be deducted. Consequently, the amount to be distributed to shareholders in May 2025 would be US\$ 406,906,917, representing a US\$ 0.003792946830629 dividend per share.

3. Total renewal of Board of Directors' members.

Due to the resignation of Mr. Alberto María Giuseppe De Paoli from his role as Director of Enel Américas S.A. on November 21, 2024, a complete renewal of the Board of Directors at the Ordinary Shareholders' Meeting is warranted. In accordance with Article 50 bis of Law 18,046 on Corporations, the company will promptly inform the shareholders about the proposed candidates for directors for the election of the Board of Directors.

The Company's Board of Directors will be elected from among the candidates duly nominated for the respective list, which will be published on the company's website at www.enelamericas.com, under the Investors section, as



soon as the corresponding applications are received.

As of today, the following candidate proposals for the Board of Directors election have been received:

On April 7, 2024, the shareholder Enel SpA, a company based in Italy, proposed the following candidates for independent director pursuant to Article 50 bis of Law 18,046 on Corporations and Circular No. 1,956, issued by the Financial Market Commission on December 22, 2009.

- Iris Boeninger
- Hernán Somerville Senn

Similarly, Enel SpA has decided to nominate the following persons as candidates for Enel Américas S.A.'s Board of Directors:

- Francisco de Borja Acha Besga
- Luca Lo Voi
- Roberto Deambrogio
- José Antonio Vargas Lleras
- Britaldo Pedrosa Soares

4. Setting directors' remuneration.

The Shareholders' Meeting must approve the Directors' remuneration for the 2025 financial year.

Shareholders will vote to approve the following remuneration structure for the Board of Directors of Enel Américas S.A.:

"Pay a monthly remuneration, part regardless of the circumstances and part as per diem, to each member of the Board of Directors.

This remuneration is broken down as follows:

216 U.F. as a fixed monthly remuneration, regardless of the circumstances, and 79.2 U.F. as per diem for attending a session, all capped at a maximum of 16 sessions in total, whether ordinary or extraordinary, within the corresponding year.



In accordance with the disposed on the bylaws, the Chairman of the Board of Directors will receive remuneration that is double that of a director.

If any Director of Enel Américas S.A. participates in more than one Board of Directors of subsidiaries and/or affiliates or serves as a director of other companies or legal entities in which Enel Américas S.A. directly or indirectly has a stake, they may only receive remuneration from one of those Boards of Directors or Management Bodies.

The executives of Enel Américas S.A. and/or its subsidiaries or affiliates shall not be compensated or granted allowances for their roles as directors of any subsidiaries, affiliates, or investees of Enel Américas S.A. Nevertheless, these executives may receive such remuneration or allowances for themselves, provided that it has been previously and expressly authorized as an advance on the variable portion of their remuneration. This advance is to be paid by the respective companies with which they hold an employment relationship contract.

5. Setting the remuneration of the members of the Directors' Committee and establishing their respective budget for 2025.

The Shareholders' Meeting must approve the remuneration for the Directors' Committee for the 2025 financial year. Shareholders will vote on the proposed remuneration structure for the Directors' Committee of Enel Américas S.A.:

"Pay the Directors' Committee a monthly remuneration, part regardless of the circumstances and part as per diem, to each member of the Directors' Committee.

This remuneration is broken down as follows:

72 U.F. as a fixed monthly remuneration, regardless of the circumstances, and 26.4 U.F. as per diem for attending a session, all capped at a maximum of 16 sessions in total, whether ordinary or extraordinary, within the corresponding year.

Simultaneously, the Board of Directors of Enel Américas S.A. voted on February 28, 2025, to recommend the expenses and operating budget of the Directors' Committee of Enel Américas S.A. and its advisors for the 2025 financial year, totaling 10,000 UF. This proposal is intended for resolution at the Ordinary Shareholders' Meeting of Enel Américas S.A.

6. Report on expenses of the Board of Directors and Annual Report on the Management of Activities and Expenses of the Directors' Committee.

This matter is reported solely to the Board of Directors and is, therefore, not subject to a vote.

Regardless, the Annual Report detailing the Management of Activities and Expenses of the Directors' Committee will be part of the 2024 Annual Report available on the company's website, www.enelamericas.com, under the Investors section, 15 days prior to the meeting.

7. Designation of an external audit firm pursuant to Title XXVIII of Law 18,045.

In accordance with the provisions of Article 50 bis of Law No. 18,046 and Circular Letters No. 718/2012 and No. 764/2012 of the Financial Market Commission, which provide, in relation to the proposal of external auditors, that *"The Board of directors must provide to shareholders with a justification for the various options it will propose at the meeting, ensuring they have all the necessary information to choose the audit firm that will examine the financial statements. This justification should detail the reasons motivating the Board's proposals for each company, considering aspects such as the hours and resources allocated to the review process, the audit firm's experience, and the knowledge and experience of the team responsible for the review, specifically regarding the industry, item, size, and other particularities of the company under review, along with any other relevant aspects. The above should include a corresponding prioritization of the different options proposed."*

As a result, shareholders are informed about the various options for external audit firms that were considered, allowing the Board of Directors to prioritize these for their proposal at the Ordinary Shareholders' Meeting. Proposals were requested from the following firms: KPMG Auditores Consultores Limitada, Forvis Mazars Auditores Consultores Limitada, PKF Chile Auditores Consultores Ltda., and Grant Thornton Auditoría y Servicios Limitada. Meanwhile, EY, Deloitte, PwC, and BDO indicated that they could not participate due to independence issues.

After analyzing the proposals received for their qualitative and quantitative aspects, on March 27, 2025, Enel Américas S.A.'s Board of Directors agreed to recommend to the Ordinary Shareholders' Meeting the appointment of KPMG Auditores Consultores Limitada as External Auditors of Enel Américas S.A. for the 2025 financial year. Additionally, it was proposed to prioritize among them according to the following order:

1. KPMG Auditores Consultores Limitada;
2. Forvis Mazars Auditores Consultores Limitada;
3. Grant Thornton Chile Auditoría y Servicios Limitada y
4. PKF Chile Auditores Consultores Ltda.

The grounds considered relevant for proposing KPMG Auditores Consultores Limitada as the External Auditor of Enel Américas S.A. are as follows: (i) KPMG Auditores Consultores Limitada offers the most competitive proposal based on the technical and economic evaluation conducted; (ii) it has a high qualification in terms of available resources and experience in the electricity sector; (iii) it ranks among the four most significant external audit firms at both international and national levels; and (iv) it is the auditing company with the highest level of synergy for Enel Américas S.A., as KPMG serves as the external auditor for its Parent Company, Enel SpA.

8. Designation of Private Risk Rating Agencies.

On February 28, 2025, by resolution No. 12/2025, Enel Américas S.A.'s Board of Directors unanimously agreed to propose to the Ordinary Shareholders' Meeting the appointment of the following companies as Private Risk Rating Agencies for Enel Américas S.A. for the 2025 financial year: Feller Rate Clasificadora de Riesgo Limitada and Fitch Chile Clasificadora de Riesgo Limitada at the national level, and Fitch Ratings, Standard & Poor's International Ratings Services, and Moody's at the international level.

9. Approval of the Investment and Financing Policy.

On February 28, 2025, under agreement No. 13/2025, the Board of Directors of Enel Américas S.A. decided to propose the following Investment and Financing Policy to the Board:

"1. INVESTMENTS.

A) Areas of investment:

Enel Américas will make investments in the following areas:

- I. Contributions for the investment or establishment of subsidiaries or related companies engaged in activities pertaining to energy in any form, or related to the provision of public services, or whose primary input is energy;
- II. Investments that involve the acquisition, exploitation, construction, leasing, administration, marketing, and disposal of all types of real estate, either directly or through subsidiary companies;

and;

III. Other investments in all types of financial assets and marketable securities.

B) Maximum investment limits:

The maximum investment limits for each investment area will correspond to the following:

- I. Investments in subsidiaries within the electricity sector that are necessary for compliance with their corporate objectives may be made, with a maximum amount equivalent to 50% of the total equity on Enel Américas' consolidated balance sheet as of December 31, 2024;
- II. Investments in companies outside the electricity business are permitted only if at least 50.1% of the total Consolidated Assets of Enel Américas are in the electricity sector.

C) Participation in the control of investment areas:

For controlling the investment areas and in line with the provisions of Enel Américas' corporate purpose, the following procedure will be followed, as far as possible:

- I. The shareholders' meetings of subsidiaries and affiliates shall propose the appointment of directors corresponding to at least Enel Américas' participation in them, and these individuals shall preferably be selected from among the directors or executives of both the Company and its subsidiaries
- II. The investment, financing, and commercial policies will be proposed to the subsidiary companies, along with the accounting systems and criteria that they must adhere to.
- III. The management of the subsidiary and associated companies will be supervised; and
- IV. Permanent control of indebtedness levels will be maintained.

2. FINANCING

A) Maximum indebtedness level: The maximum indebtedness limit for Enel Américas will be defined by a ratio of Total Financial Debt (calculated as other current financial liabilities plus other non-current financial liabilities) that is less than or equal to 2.2 times the total equity on the consolidated balance sheet of Enel Américas as of December 31, 2024.

B) Management's authority to agree with creditors' restrictions on the distribution of Enel Américas' dividends. Restrictions on the distribution of dividends may only be agreed with creditors if such restrictions have previously been approved at a shareholders' meeting (ordinary or extraordinary);

C) Management's authority to agree with creditors regarding the granting of guarantees. It is the responsibility of the Extraordinary Shareholders' Meeting to approve the granting of real or personal guarantees to secure third-party obligations concerning the essential assets indicated below.

D) Assets essential to the Company's operation. An essential asset for Enel Américas' operations is the direct and/or indirect participation that enables control through holding the majority of shares or maintaining



shareholder pacts or agreements, including those of Enel Brasil and Enel Colombia.

10. Presentation of the Dividend Policy and information on the procedures to be used in dividend distribution

On March 27, 2025, through resolution No. 25/2025, the Board of Directors approved the following Dividend Policy for 2025, along with the corresponding procedure for Enel Américas' dividend payments S.A.:

"2025 Dividend Payment Policy.

The Board of Directors plans to declare a provisional dividend of up to 15%, drawn from the accumulated earnings as of September 30, 2025, as reflected in Enel Américas S.A.'s financial statements. This dividend will be disbursed in January 2026.

Furthermore, the Board of Directors plans to propose to the Ordinary Shareholders' Meeting, scheduled for the first four months of 2026, the distribution of a final dividend equivalent to 30% of the profits from the 2025 financial year, after accounting for the dividends already paid for that year. The final dividend will align with the decision made by the Ordinary Shareholders' Meeting, which will occur within the same timeframe. Adherence to this program will depend on the company's profits, as the goal is to maintain the company's financial stability.

Procedure for Enel Américas S.A.'s Dividend Payment.

For the payment of dividends, whether provisional or definitive, and to prevent undue collection, Enel Américas S.A. offers the following options: 1. Deposit into a bank current account held by the shareholder; 2. Deposit into a bank savings account held by the shareholder; and 3. Withdrawal of a voucher at the offices of DCV Registros S.A., which acts as the administrator of the shareholders' registry of Enel Américas S.A., or at designated banks and branches, as stated in the notification published regarding the payment of dividends.

Current or bank savings accounts can be from anywhere in the country. It's important to note that DCV Registros S.A. will utilize the payment method selected by each shareholder for all dividend payments unless the shareholder submits a written request to change it and provides a new option. Shareholders without a registered payment method will receive their payment according to modality No. 3 mentioned above. For bank current account deposits, Enel Américas S.A. and/or DCV Registros S.A. may request verification from the corresponding banks for security reasons. If the accounts provided by the shareholders are contested, either in a prior verification



process or for any other reason, the dividend will be paid according to the modality indicated in point No. 3 above. At the same time, the company has adopted and will continue to adopt all necessary security measures required by the dividend payment process to safeguard the interests of both shareholders and Enel Américas S.A.

11. Information on the Board of Directors' agreements related to acts or contracts pursuant to Title XVI of Law No. 18,046.

This matter is only reported to the Board of Directors and, therefore, is not subject to a vote.

12. Information on processing, printing, and dispatch costs of the information required under Circular No. 1,816 of the Financial Market Commission.

This matter is only reported to the Board of Directors and, therefore, is not subject to a vote.

13. Other matters of corporate interest and within the scope of the Ordinary Shareholders' Meeting.

As of now, no proposals have been received from shareholders for submission to the Meeting, and the Board of Directors has not agreed on any proposal regarding this matter.

14. Adopting other agreements necessary for the effective implementation of the resolutions adopted.

The Meeting will propose authorizing Mr. Aurelio Bustilho De Oliveira, General Manager of Enel Américas S.A.; Mr. Rafael De la Haza Casarrubio, Manager of Administration, Finance, and Control; and Mrs. Josefa Rodríguez Benavente, Secretary of the Board of Directors, so that any one of them may formalize and legalize the agreements and resolutions from the meeting, issue necessary disclosures related to Board resolutions or as required by relevant authorities, and provide clarifying or supplementary public deeds reflecting the Board's adopted resolutions.