

**FUNDAMENTALS OF THE MATTERS TO BE PUT TO VOTE**  
**AT ENEL AMÉRICAS S.A.'s ORDINARY SHAREHOLDERS' MEETING**  
**TO BE HELD ON APRIL 29, 2021**

1. **Approval of Annual Report, Balance Sheet, Financial Statements and Reports issued by External Auditors and Account Inspectors for the year ended on December 31, 2020.**

The Ordinary Shareholders' Meeting of Enel Américas S.A. will be asked to approve the Annual Report, Balance Sheet, Financial Statements and Reports issued by External Auditors and Account Inspectors for the year that ended on December 31, 2020, documents that are all available on the Company's website <https://www.enelamericas.com>.

2. **Income Distribution and Dividend Distribution for the Year.**

According to the Dividend Policy for 2020 approved by the Ordinary Shareholders' Meeting of Enel Américas S.A. held on April 30, 2020, the Board of Directors proposed to distribute 50% of the net profits for the 2020 financial year.

Accordingly, as the net income for the period was US\$ 825,197,333, the Ordinary Shareholders' Meeting will be asked to approve the distribution of a final dividend equal to 50% of the net income for the year, i.e. US\$ 412,598,667 (representing a dividend of US\$ 0.005422771335369120 per share), from which the amount of the interim dividend paid in January 2021 and equal to US\$ 72,991,718 (equivalent to a dividend of US\$ 0.000959327860769386 per share) shall be deducted so the effective amount to be distributed to shareholders in May 2021 shall be US\$ 339,606,949, representing a dividend of US\$ 0.004463443474599730 per share.

3. **Total Renewal of Board Members**

As a result of the vacancy that came up after the resignation of Mr. Livio Gallo from the Board of Directors, which became effective on November 9, 2020, it is necessary to completely renovate the Board of Directors at the Ordinary Shareholders' Meeting pursuant to the provisions of article 32 of Law 18.046 on Public Limited Companies. For the purposes of Article 50a of Law 18.046 on Public Limited Companies, and Circular Letter No. 1956 issued by the Financial Market Commission in 2009, the Company shall inform its shareholders in a timely manner of the candidate proposals for directors to be elected to the Board as it receives such proposals.

The Company's Board of Directors will be chosen from among those candidates who have been duly nominated to integrate the respective list, which shall be published on the Company's website [www.enelamericas.com](http://www.enelamericas.com), after the corresponding nominations are received.

It is hereby stated that on this date, the following proposals have been received from candidates for independent directors to be elected to the Board:

On March 24, 2021, shareholder Enel SpA, a company domiciled in Italy, proposed the following candidates for independent directors to join Enel Américas S.A.'s Board of Directors.:

- Hernán Somerville Senn
- Patricio Gómez Sabaini
- Domingo Cruzat Amunátegui

Likewise, Enel SpA has decided to nominate the following people as candidates for the Board of Directors of Enel Américas S.A.:

- Francisco de Borja Acha Besga
- Giulia Genuardi
- Francesca Gostinelli
- José Antonio Vargas Lleras

On April 13, 2021, the shareholder AFP Cuprum, representing the Pension Funds that it manages, which are shareholders who own more than 1% of the shares issued by Enel Américas SA, proposed to Mr. Claudio Agostini González, as candidate for independent director.

Subsequently, on April 19, 2021, the shareholder AFP Cuprum sent a new proposal for a candidate as an independent director, proposing Mr. Pedro Margozzini Mackenzie for these purposes.

#### **4. Establishing Directors' Remuneration.**

The Shareholders' Meeting will be asked to approve the directors' remuneration for the 2021 financial year.

Shareholders will be asked to approve the following remuneration structure for Enel Américas S.A.'s Board of Directors:

"We shall pay a monthly remuneration, part at any event and another part per event, to each member of the Board of Directors."

Such remuneration shall be broken down as follows:

216 U.F. as a fixed monthly remuneration at any event and 79.2 U.F. as a fee for attending each session, with a maximum of 16 meetings, whether ordinary or extraordinary, in total, within the corresponding financial year.

In accordance with the provisions of the Company's bylaws, the remuneration of the Chairman of the Board shall be twice the compensation of a director.

Should a director of Enel Américas S.A. participate in more than one Board of Directors of subsidiaries and/or associates or should he or she serve as a director or advisor of other companies or legal entities in which Enel Américas S.A. has a direct or indirect participation, he or she may only receive compensation in one of such Boards of Directors or Management Committees.

Enel Américas S.A. executives and/or those who work in the subsidiaries or associates will not receive compensations or allowances if they become directors of any of the subsidiaries, associates, or companies participating in any form in Enel Américas S.A. However, such allowances may be received by the executives if such a situation is previously and expressly authorized as an advance of the variable part of their remuneration to be paid by the respective companies to which they are linked by an employment contract.

5. **Establishing the remuneration of the Directors' Committee and setting the Committee's respective budget for 2021.**

The Shareholders' Meeting must also approve the remuneration of the Directors' Committee for the 2021 Financial Year.

Shareholders will be asked to approve the following remuneration structure for the Directors' Committee of Enel Américas S.A.:

“We shall pay the Directors’ Committee a fixed monthly remuneration, part at any event and the other part per event, to each member of the Directors’ Committee. The compensation consists of 72 UF as the fixed monthly compensation at any event and 26.4 UF for each session they attend, with a maximum of 16 sessions, within the corresponding financial year.”

Furthermore, at an ordinary session held on February 25, 2021 via Agreement No. 11/2021, the Board of Directors of Enel Américas S.A. agreed to approve the budget proposal for the expenses and operations of the Directors’ Committee and their advisors for the 2021 financial year which shall not include the Directors’ Committee’s remunerations and whose amount is 10,000 UF to be put to the consideration of the next Ordinary Shareholders' Meeting of Enel Américas S.A., so that it should provide the final resolution as to the budget.

**6. Board Expenditure Report and Annual Activity and Expenditure Management Report of the Directors’ Committee.**

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

In any case, the Annual Activity and Expenditure Management Report of the Directors’ Committee is included in the 2020 Financial Report, which is published on the Company's website: [www.enelamericas.com](http://www.enelamericas.com).

**7. Designation of an external audit firm regulated by Title XXVIII of Law 18.045.**

In accordance with Article 50a of Law No. 18.046 and Circular Letters No. 718/2012 and No. 764/2012 issued by the Financial Market Commission, it is hereby established, in relation to the proposal of external auditors, that the *"The Board must provide shareholders with the fundamentals of the various options it will propose to the Shareholders’ Meeting, so that they have all the information necessary to choose the audit firm that will examine the Company’s financial statements. Such underpinning information shall contain in detail the reasons that motivated the Board to propose each company, taking into account aspects such as the hours and resources to be allocated to the review process, the experience of the audit firm, the knowledge and experience of the team in charge of the aforementioned review, in view of the industry, area, size and other characteristics of the Company that will be the subject of the review, and any other aspect considered relevant. This should be accompanied by the corresponding prioritization of the different options that will be proposed."*

As a result of the above, we are hereby notifying our shareholders of the different options of external audit firms that were considered, and with which the Board established the prioritization to be proposed at the Ordinary Shareholders' Meeting. Proposals were requested from the following firms: KPMG Auditores Consultores SpA, Mazars Auditores Consultores SpA, PKF Chile Auditores Consultores Ltda. and ARTL Chile Auditores Ltda. At the same time, EY, Deloitte, PwC and BDO reported that they were not able to participate because of the issues of their independence.

After analyzing the received proposals regarding their qualitative and quantitative history, on March 25, 2021, the Board of Directors of Enel Américas S.A. agreed to propose to the Ordinary Shareholders' Meeting one of the following firms to be appointed as the External Auditors of Enel Américas S.A. for the 2021 financial year, prioritizing them in the following order:

1. KPMG Auditores Consultores SpA
2. Mazars Auditores Consultores SpA
3. PKF Chile Auditores Consultores Ltda.
4. ARTL Chile Auditores Ltda.

The fundamentals considered relevant when proposing KPMG in the first place as Enel Américas S.A.'s external auditors were as follows: (i) KPMG Auditores Consultores SpA presented the most competitive proposal according to the verified technical and economic evaluations among the proposals received; (ii) The firm is highly qualified in terms of available resource quality and it has an extensive experience in the electricity sector; (iii) It is one of the four most important external audit firms both internationally and nationally; (iv) It is the external audit company with the highest level of synergy with Enel Américas S.A., since KPMG Auditores Consultores SpA is also the principal external auditor of Enel SpA., Enel Américas S.A. controlling entity.

#### **8. Designation of Private Risk Rating Agencies.**

On February 25, 2021 via Agreement No. 12/2021, the Board of Directors of Enel Américas S.A. unanimously agreed to propose the following companies to be nominated as rating agencies to the Ordinary Shareholders' Meeting: **Feller Rate Clasificadora de Riesgo Limitada and Fitch Chile Clasificadora de Riesgo Limitada** as the Company's national risk rating agencies; and the firms **Fitch Ratings, Moody's Investors Services and Standard & Poor International Ratings Services** as private international risk rating agencies, for the 2021 financial year.

## 9. Approval of the Investment and Financing Policy.

On February 25, 2021, the Board of Directors of Enel Américas S.A. agreed to propose to the Shareholders' Meeting the following Investment and Financing Policy:

" ENEL AMÉRICAS' INVESTMENT AND FINANCING POLICY FOR THE 2021 FINANCIAL YEAR."

### 1. INVESTMENTS.

A) Investment areas: (i) Enel Américas will make investments, as authorized by its bylaws, in the following areas: Contributions to investments or establishing subsidiaries or affiliates whose activity is related, similar or linked to energy in any form or nature or to the supply of public services or those whose main input is energy; (ii) Investments consisting of the acquisition, exploitation, construction, leasing, administration, marketing and disposal of all classes of immovable property, either directly or through subsidiaries; and (iii) Other investments in all kinds of financial assets, and marketable securities.

B) Maximum investment limits: The maximum investment limits for each investment area shall correspond to the following: (i) Investments in subsidiaries in the electricity sector, those necessary for these subsidiaries to be able to comply with their respective corporate purpose, with a maximum amount equivalent to 50% of Total Equity of the consolidated balance sheet of Enel Américas as of December 31, 2020; (ii) Investments in other companies outside the electricity sector, provided that 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 the control of investment areas and as established by Enel Américas' corporate purpose the following shall be done to any possible extent: (i) It will be suggested at shareholders' meetings of publicly traded subsidiaries and associates that they should appoint directors who correspond to, at least, the participation of Enel Américas in said subsidiaries or associates. Such persons should preferably be chosen from among the directors or executives of both the Company and its subsidiaries; (ii) Subsidiaries will be offered to apply investment, financing, and commercial policies, as well as the accounting systems and criteria to which they should adhere; (iii) The management of subsidiaries and associated companies shall be supervised; (iv) Permanent control of indebtedness levels will be undertaken.

### 2. FINANCING.

A) Maximum indebtedness level Enel Américas' debt ceiling will be established according to the Total Financial Debt ratio (measured as Other Current Financial Liabilities plus Other Non-current Financial

Liabilities), less than or equal to 2.2 times Total Equity of Enel Américas' Consolidated Balance as of December 31, 2020.

B) Authority of management to enter into agreements with creditors regarding restrictions on dividend distribution of Enel Américas. Management can only enter into agreements with creditors regarding restrictions on the distribution of dividends, if previously such restrictions have been approved at shareholders' meetings (ordinary or extraordinary).

C) Authority of management to enter into agreements with creditors to grant guarantees. It is the prerogative of the Extraordinary Shareholders' Meeting to approve real or personal guarantees to underwrite obligations of third parties, regarding the essential assets indicated below.

D) Essential assets permitting the Company to operate. An essential asset that permits Enel Américas to operate, will be the direct or indirectly participation in the control of the majority of shares or maintaining agreements or covenants of shareholders of Enel Brasil and Emgesa.

**10. Presentation of Dividend Policy for 2021 and Information on the Procedures to be used in Dividend Distribution.**

In a session held on February 25, 2021, the Company's Board of Directors agreed to inform the Ordinary Shareholders' Meeting of Enel Américas S.A. of the following Dividend Policy for the 2021 financial year as well as the corresponding procedure for the payment of Enel Américas S.A. dividends.

“Dividend Policy for the 2021 Financial year:

The intention of the Board of Directors is to distribute an interim dividend, from the 2021 profits, of up to 15% of the profits as of September 30, 2021, as registered in the Financial Statements of Enel Américas S.A. on that date, to be paid in January 2022.

Furthermore, the Board shall propose to the Ordinary Shareholders' Meeting, to be held in the first quarter of 2022, to distribute, as a final dividend, an amount that, together with the interim dividend mentioned before, will be equivalent to 50 % of the 2021 profits. The final dividend shall be one established by the Ordinary Shareholders' Meeting, to be held during the first quarter of 2022. Compliance with the above program will be conditioned, in terms of dividends, on the profits obtained by the Company, seeking to maintain the Company's financial balance.

Enel Américas S.A.'s dividend payment procedure: For dividend payments, whether interim or final, and to avoid incorrect collection, Enel Américas S.A. put in place the following payment methods: 1. Deposit in the shareholder's current account. 2. Deposit in the shareholder's savings account. 3. Nominative check or bank draft sent by mail to the residence of the shareholders and which is registered in the Shareholders' Registry of Enel Américas S.A, and 4. Withdrawal of a nominative check or a bank draft in the offices of DCV Registros S.A., the administrator of Enel Américas S.A.' shareholders, or in a bank or its branches established for such purpose and as informed in a notification to be published about the payment of dividends.

For the above-mentioned purposes, current or savings accounts can be held at any branch in the country. The payment method chosen by every shareholder will be used by DCV Registros S.A. for all dividend payments, as long as the shareholder does not express in writing his or her intention to choose a different payment method. Shareholders who have not registered a payment method will be paid according to point 4 above.

Should checks or bank drafts be returned by mail to DCV Registros S.A., these will remain in their custody until the shareholders collect or request them. In the case of current bank accounts, Enel Américas S.A. and/or DCV Registros S.A. may request, for security reasons, that they be verified by the corresponding banks. If the accounts indicated by the shareholders are rejected, whether during said verification process or for any other reason, the dividend will be paid according to method 4 above. The Company has also adopted and will continue to do so in the future all the necessary security measures established in the dividend payment procedure, to protect both our shareholders and Enel Américas S.A.

**11. Information on Board agreements related to actions or contracts governed by Title XVI of Law No. 18.046.**

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

**12. Information on costs of processing, printing, and dispatching the information required by Circular Letter No. 1.816 issued by the Financial Market Commission.**

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

**13. Other matters of corporate interest and competence of the Ordinary Shareholders' Meeting.**



In relation to other matters of the competence and interest of Ordinary Shareholders' Meeting that are to be put to vote, to date no proposals have been received from shareholders to submit to the vote of the Meeting, nor has the Board of Directors agreed on any proposals in this regard.

**14. Adoption of other agreements required to correctly carry out adopted resolutions.**

The Meeting will be asked to authorize Messrs. Maurizio Bezzeccheri, General Manager of Enel Américas S.A., Aurelio Bustilho de Oliveira, Administration, Control and Finance Manager, and Domingo Valdés Prieto, the Company's Legal Counsel and Secretary of the Board, so that individually any one of them may formalize and legalize the agreements and resolutions adopted during the Meeting; to issue the Significant Events that express the agreements adopted by the Meeting or that are required by the relevant public authorities; and to grant the explanatory or complementary public deeds that account for the agreements adopted by the Meeting.