



Non-binding translation
For information purposes only

ANNUAL GENERAL SHAREHOLDERS' MEETING

EDP – ENERGIAS DE PORTUGAL, S.A.

6 April 2022

PROPOSAL OF ITEM 2 OF THE AGENDA

Resolve on allocation of profits in relation to the 2021 financial year and distribution of dividends

In accordance with Article 30 (1) of EDP's Articles of Association, the Executive Board of Directors hereby proposes for approval by the Shareholders that:

1. The 2021 financial year results, in the total amount of € 824,069,862.75, have the following allocation:

Legal Reserve	€ 10,204,297.56
Endowment to EDP Foundation*	€ 6,200,000.00
Retained Earnings	€ 807,665,565.19

2. Dividends to be paid in the amount of € 0.190 per share, in the total amount of € 753,479,392.28.

* The proposed endowment amount remains unchanged from 2019.

The total amount of € 753,479,392.28 in dividends to be paid from distributable assets, corresponding to € 0.190 per share, considers the total number of shares representing EDP's share capital; nevertheless, under applicable law, no payment of dividends shall take place regarding own shares held by EDP as of the date that dividends are made available for payment, and such amount is added to the amount of retained earnings.

Lisbon, 17 February 2022

EDP – Energias de Portugal, S.A.
By the Executive Board of Directors

Miguel Stilwell de Andrade

Rui Teixeira

**EDP – ENERGIAS DE PORTUGAL, S.A.
ANNUAL GENERAL SHAREHOLDERS' MEETING
6 April 2022**

**PROPOSAL OF ITEM 3 OF THE AGENDA
General appraisal of the management and supervision of the company**

Considering article 455 of the Portuguese Companies Code and the quality of the performance of the members of the management and supervision bodies of EDP - Energias de Portugal, S.A. who exercised their functions during 2021:

The Shareholders propose:

1º - A vote of confidence and praise to the Executive Board of Directors and to each of its members for the performance of their offices during 2021 financial year.

2º - A vote of confidence and praise to the General and Supervisory Board and to each of its members for the performance of their offices during 2021 financial year.

3º - A vote of confidence and praise to the Statutory Auditor for the performance of its office during 2021 financial year.

Lisbon, 3 March 2022

The Shareholders,


China Threeorges (Europe), S.A.



*Non-binding translation
For information purposes only*

**EDP – ENERGIAS DE PORTUGAL, S.A.
ANNUAL GENERAL SHAREHOLDERS' MEETING**

6th April 2020

PROPOSAL OF ITEM 3 OF THE AGENDA

**Opinion of the General and Supervisory Board on the vote of confidence to the
Executive Board of Directors regarding the 2021 exercise**

As per established on paragraph h) of no. 1 of Article 22 of EDP's By-Laws, the General and Supervisory Board must "issue, at its own initiative or when requested by the Chairman of the Executive Board of Directors, an opinion on the annual vote of confidence in administration body members referred to in Article 455 of the Companies Code".

As such, in the exercise of its powers and without prejudice to the principle of institutional cooperation that fosters relationships with the Executive Board of Directors (EBD) in the uncompromising pursuit of EDP interests, the General and Supervisory Board (GSB) has implemented a principle of the most demanding standards and full responsibilities, which has special significance in terms of evaluating the activity and performance of the Executive Board of Directors.

EDP has voluntarily established a formal and objective process for evaluating the activity of the Executive Board of Directors. The process was conducted, analyzed and certified by an external consultant, Mercer.

In early 2022, the members of the General and Supervisory Board were interviewed (by representatives of the referred external consultant) so that two types of approach, qualitative and quantitative, were included in the evaluation of the Executive Board of Directors, which broke down into:

- Composition, organization, and functioning
- Relationship of the EBD with the GSB
- Relationship of the EBD with the other interlocutors
- Individual assessment of the members

Based on the questionnaire responses and interviews, at the meeting on February 17, 2022, the General and Supervisory Board jointly reflected on this data, drawing its conclusions.

Therefore, pursuant to the respective rules, approved in line with best corporate governance practices, the General and Supervisory Board wishes to record the following conclusions on the assessment process of the activity and performance of the Executive Board of Directors in 2021:

1. The General and Supervisory Board evaluated the relationship between the EBD and the GSB as very positive, as well as the EBD's availability for the GSB's requests, rating this point as "Excellent".
2. In the EBD's evaluation questionnaire, the points under analysis globally obtained an average rating of "Excellent" or "Above expectations", which demonstrates the GSB's high degree of overall satisfaction and confidence in the performance of the Executive Board of Directors in the previous year.

Without prejudice to the evaluation obtained, the work of the Executive Board of Directors must be underpinned by the continuous improvement of its performance, both in terms of its own duties and in its relations with the other corporate bodies of EDP, and also in the defence of Shareholders' interests.

Proposal

Under the terms set out above, the General and Supervisory Board unanimously decided to approve this opinion on the assessment of the activity and performance of the Executive Board of Directors during the 2021 financial year and to transmit to the Shareholders its position in favor of a vote of confidence and praise for the Executive Board of Directors, its Chairman and each of its Members.

17th February 2022

João Talone

Chairman of the General and Supervisory Board



Non-binding translation
For information purposes only

ANNUAL GENERAL SHAREHOLDERS' MEETING

EDP – ENERGIAS DE PORTUGAL, S.A.

6th April 2022

PROPOSAL OF ITEM 4 OF THE AGENDA

Grant authorization to the Executive Board of Directors for the acquisition and sale of own shares by EDP and subsidiaries of EDP

Considering:

- A) The legal regulations applicable to the acquisition and sale of own shares by limited liability companies set forth in the Portuguese Companies Code;
- B) The permission granted on no. 3 of article 5 of the Articles of Association to acquire, hold and sell own shares, as provided in the law and up to the limits set forth in the law;
- C) The provisions laid down in Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 and in Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016, that established a special regime contemplating, namely, requirements to exempt from the general regime of market abuse for certain programs of reacquisition of own shares that should be taken into consideration even if the acquisition of own shares is not integrated on the reacquisition programs covered by the referred Regulations;
- D) The obligation to communicate and disclose the execution of own shares' operations by companies listed into trading that are provided for in CMVM's Regulation no. 5/2008, in its current version;
- E) The authorization granted to the Executive Board of Directors to buy and sell own shares by resolution of the General Shareholders' Meeting of 14th April 2021 by virtue



*Non-binding translation
For information purposes only*

of which EDP carried out stock operations on own shares and currently holds, directly or through its subsidiaries, 19,103,158 own shares;

- F) In view of the underlying objective, from the Company's interest standpoint, it is deemed convenient for EDP and its subsidiaries to hold an authorization to buy or to sell own shares, namely considering the stock-options programs previously approved or for any actions deemed necessary or appropriate for the development of the Company's interests;

The Executive Board of Directors proposes that the General Shareholders' Meeting:

1. Approves to grant authorization to the Executive Board of Directors of EDP and the management bodies of EDP's subsidiaries for acquiring or selling own shares;
2. Approves the acquisition by EDP, or any of its current or future subsidiaries, of own shares, including acquisition or allocation rights, subject to decision of the Executive Board of Directors of EDP and under the following terms and conditions:
 - a) **Maximum number of shares to buy:** to a total not exceeding 10% of the share capital of EDP, less any sales that might have occurred, regardless of the exceptions included in number 3 of article 317 of the Portuguese Companies Code and the number of shares required for the buying entity to comply with its commitments set forth by law, contract, issue of securities or contractual requirement regarding the provision of stock-options previously approved programs for the Executive Board members to purchase shares, subject to, if required and in compliance with legislation, the subsequent sale of shares exceeding the foregoing threshold;
 - b) **Period during which shares can be acquired:** eighteen months from the date of this resolution;
 - c) **Forms of acquisition:** acquisition of shares or shares purchase or allocation rights, against payment, in any shape or form and pursuant to the terms and limits peremptorily determined in legislation, either in regulated market where EDP shares have been admitted for trading or outside of stock market, respecting the principle of shareholder equal treatment, under the legal terms applicable, namely through (i) transaction performed outside regulated market with entity (ies) selected by the



*Non-binding translation
For information purposes only*

- Executive Board of Directors, including financial institution(s) with which EDP or a subsidiary has entered into an equity swap agreement or similar derivative financial instrument agreement, or (ii) any acquisition of any form in order to or for the purpose of complying with any legal or contractual requirements, or the conversion or exchange of convertible or exchangeable securities issued by the company or a subsidiary, under the terms of the respective issuance conditions or agreements executed in relation to such conversion or exchange;
- d) **Minimum and maximum consideration for acquisitions:** the maximum and the minimum buying price shall be, respectively, 120% and 80% of the weighted daily average of the closing price of EDP shares in the last 5 sessions of the Euronext Lisbon immediately prior to the date of acquisition or the date on which the right to acquire or allocate shares was attained, or it will correspond to the acquisition price arising from contractual financial instruments, from the issuance conditions established by the company or any subsidiary, from securities convertible into or exchangeable for shares of the company, or any agreement entered into concerning such conversions or exchanges.
- e) **When to acquire:** to be determined by the Executive Board of Directors of EDP, considering the security market situation and the convenience or commitments of the buying entity, of any of its subsidiaries or of the buyer(s). Acquisitions may occur on one or more occasions, broken down in the manner that the referred Board deems appropriate.
3. Approves the selling of own shares, including the right to acquire and to hold, that have already been acquired by EDP or any of its current or future subsidiary, subject to decision by the Executive Board of Directors of EDP and under the following terms and conditions:
- a) **Minimum number of shares to sell:** the number of sale transactions and the number of shares to sell shall be determined by the Executive Board of Directors of EDP, whenever deemed necessary or convenient for the development of the corporate interest or for compliance with legal or contractual obligations. Sales transactions include the allocation of stock purchase options under the abovementioned stock-option programs;



*Non-binding translation
For information purposes only*

- b) **Period during which shares can be acquired:** eighteen months from the date of this resolution;
 - c) **Forms of selling:** selling of shares or share purchase or allocation rights, against payment, in any shape or form and pursuant to the terms and limits peremptorily determined in legislation, namely by sale or exchange, by negotiating proposal or public offer, respecting the principle of shareholder equal treatment under the applicable legal terms, to perform on regulated market where EDP shares have been admitted for trading or through transaction performed outside regulated market with entity(ies) selected by the Executive Board of Directors, including financial institution(s) with which EDP or a subsidiary has entered into an equity swap agreement or similar derivative financial instrument agreement, or through sale, in any title, in compliance with legal or contractual obligations, or even with the intention or meeting any commitment made in regard to EDP's stock-options programs incorporated under the express approval of the General Shareholder's Meeting;
 - d) **Minimum Price:** the minimum selling price shall be either (i) no less than 80% of the weighted daily average of the closing price of EDP shares in the last 5 sessions of the Euronext Lisbon immediately prior to the date of the sale, except when the purpose of the sale is to permit the full implementation of stock-options programs that have been created under the express approval of the General Shareholders' Meeting, or (ii) it shall be the price that was set or results from the terms and conditions of the issuance of other securities, namely convertible or exchangeable securities, or from a contract entered into in regard to such issue, conversion or exchange, relative to a sale obliged by the same;
 - e) **When to sell:** the Executive Board of Directors of EDP shall determine the timing of each transaction in view of the securities market conditions and whether the sale is appropriate to or complies with the requirements of the selling entity, the Company or its subsidiary. Sales transactions may occur one or more times, broken down in the manner the referred Executive Board deems appropriate.
4. Approves that the Executive Board of Directors be indicatively notified that, without prejudice to its freedom to decide and to act as per the resolutions taken in respect to

paragraphs 1 to 3 precedent, in as much as possible and under the terms and according to the circumstances it deems appropriate – particularly in relation to acquisitions forming part of stock repurchase programs for the purpose of covering bond or other securities' conversion rights, or stock-options programs or similar rights, or other programs that may be governed by the Regulations mentioned in Recital C) – it should not only consider the legislation applicable regarding the disclosure of remuneration policy of the corporate bodies and the Securities Market Commission recommendations in force but also the following recommended practices concerning the buying and selling of own shares in accordance with the authorizations granted under the previous paragraphs:

- a) Disclose to the public, before beginning purchase and sale transactions, the contents of the authorization referred to in the foregoing paragraphs 1 to 3, in particular, the objective, maximum acquisition counter value, maximum number of shares to buy and the authorized timeframe established for the transaction;
- b) Record each transaction performed in the ambit of the preceding authorizations;
- c) Perform stock transactions in such a manner, in terms of timing, form and volume, that does not disturb the regular operation of the market, trying to avoid execution during sensitive trading periods, in particular the opening and closure of a session, at times when the market is disturbed, or when relevant facts are announced, or financial results are being disclosed;
- d) Restrict acquisitions to 25% of the average daily trading volume, or to 50% of this trading volume provided that the competent authority is previously notified of the intention of exceeding that limit;
- e) Publicly disclose of any transactions performed, that are relevant according to the applicable regulations, until the end of the third trading day subsequent to the date on which such transaction occurred;
- f) Communicate to the competent authority, until the end of the third working day counting from the transaction date, all acquisitions and sales performed;
- g) Refrain from shares selling when stock repurchase transactions are occurring under the auspices of the program governed by the Regulations referred to in Recital C).



*Non-binding translation
For information purposes only*

For that purpose and in the event of acquisitions under stock repurchasing programs, or other plans that might be covered by the Regulations referred to on C), the Executive Board of Directors may divide up acquisitions and their conditions according to the respective program. It may provide information of such division in any public disclosure that may be made.

Lisbon, 17 February 2022

**EDP – Energias de Portugal, S.A.
By the Executive Board of Directors**

Miguel Stilwell de Andrade

Rui Teixeira



Non-binding translation
For information purposes only

ANNUAL GENERAL SHAREHOLDERS' MEETING

EDP – ENERGIAS DE PORTUGAL, S.A.

6 April 2022

PROPOSAL OF ITEM 5 OF THE AGENDA

Grant authorization to the Executive Board of Directors for the acquisition and sale of own bonds by EDP

Considering that:

- A) The Articles of Association allow, according to number 1 of article 6, to carry out transactions legally permitted by law involving its own bonds or other securities issued by EDP;
- B) It is deemed appropriate from the Company's and Group EDP point of view, that EDP holds an authorization to acquire or to sell own bonds whenever required by law;

The Executive Board of Directors proposes to the General Shareholders' Meeting the approval of the following resolution:

Whenever required by law, to approve and grant authorization to EDP's Executive Board of Directors to buy or to sell own bonds and/or, independently of the applicable jurisdiction, other current or future securities representative of debt of EDP, for a period of 18 months and under any business condition or negotiation structure, either out of the Stock Exchange or within national or international regulated markets, using or not the services of a financial intermediary, through direct transaction or by means of derivative instruments, as well as in accordance with the following conditions and limitations:

1. Acquisition

1.1. Maximum number of bonds to buy: Until the limit correspondent to 10% of the nominal aggregate amount of all bonds issued, independently of the issuance it respects to, deducted the sales performed, without prejudice of the exceptions foreseen on article 354 (including scenarios of conversion or amortization) and in no. 3 of article 317, both of the

Portuguese Companies Code, and of the quantity that is required for the compliance of buyer obligations pursuant to law, agreement or securities issuance.

1.2. Minimum and maximum consideration of the acquisition:

- a) The maximum and minimum buying price will be, respectively, 120% and 80% of the weighted average of the closing price of the issuance published in the last 5 negotiation sessions prior to the date of acquisition;
- b) The maximum and minimum buying price concerning issuances not listed in a regulated market of multilateral trading facility will be determined by reference to its average buying and selling price published by an entity internationally well known in the bond market, if available;
- c) It will correspond to the acquisition price resulting from financial instruments entered into or from the respective issuance terms, if applicable contractually or in the conditions of issuance;
- d) In the case where a transaction results from or has to do with contractual conditions contemplated in another securities issuance, the price will be the value that results from the said contractual conditions;
- e) For issuances not mentioned in the previous paragraphs, the price limits are determined by reference to the value indicated by an independent and qualified consultant or by a financial intermediary appointed by the Executive Board of Directors;

1.3. Moment of acquisition: The Executive Board of Directors shall determine the timing of each transaction and acquisition may take place one or more times, depending on what the Board deems more appropriate from the Company's point of view.

2. Selling

2.1. Maximum number of bonds to sell: The total number of own bonds acquired and held;

2.2. Minimum consideration of the sale:

- a) The minimum selling price will be 80% of the weighted average of the closing price of the issuance in the last 5 negotiation sessions prior to the date of selling;

- b) The maximum and minimum buying price concerning issuances not listed in a regulated market of multilateral trading facility will be determined by reference to its average buying and selling price published by an entity internationally well known in the bond market, if available;
 - c) It will correspond to the acquisition price resulting from financial instruments entered into or from the respective issuance terms, if applicable contractually or in the conditions of issuance;
 - d) In the case where a transaction results from or has to do with contractual conditions contemplated in another bond issuance, the price will be the value that results from the said contractual conditions;
 - e) For issuances not mentioned in the previous paragraphs, the price limits are determined by reference to the value indicated by an independent and qualified consultant or by a financial intermediary appointed by the Executive Board of Directors;
- 2.3. Moment of selling:** The Executive Board of Directors shall determine the timing of each transaction and selling may take place one or more times, depending on what the Board deems more appropriate from the Company's point of view.

Lisbon, 17 February 2022

EDP – Energias de Portugal, S.A.
By the Executive Board of Directors

Miguel Stilwell de Andrade

Rui Teixeira

ANNUAL GENERAL SHAREHOLDERS' MEETING

EDP - ENERGIAS DE PORTUGAL, S.A.

6 April 2022

RESOLUTION PROPOSAL

Election of the Vice-Chairman of the Board of the General Shareholders' Meeting of EDP for the remainder of the current term of office (three-year period 2021-2023)

Whereas:

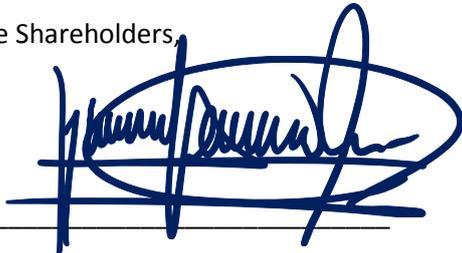
- a) Article 12 of the Articles of Association of EDP-Energias de Portugal, S.A. (EDP) sets forth that the Board of the General Shareholders' Meeting shall be composed by a chairman and a vice-chairman, elected by the General Shareholders' Meeting and by the company secretary;
- b) Clara Patrícia Costa Raposo resigned from the position of Vice-Chairman of the Board of the General Shareholders' Meeting of EDP;
- c) According to article 374-A of the Portuguese Companies Code, in listed companies, the members of the Board of the General Shareholders' Meeting must be independent.

It is hereby proposed that Shareholders approve the following resolution:

To elect Ana Mafalda Castanheira Neves de Miranda Barbosa as Vice-Chairman of the Board of the General Shareholders' Meeting of EDP for the remainder of the current term of office (three-year period 2021-2023)

Lisboa, 3 March 2022

The Shareholders,



CHINA THREE GORGES (EUROPE), S.A.



OPPIDUM CAPITAL, S.L.

Professor Mafalda Miranda Barbosa
PhD in Civil Law
Associate Professor – University of Coimbra Law School

CURRICULUM VITAE
OF
ANA MAFALDA CASTANHEIRA NEVES DE MIRANDA BARBOSA

Daughter of Arnaldo Casimiro Cabral de Miranda Barbosa and Maria Luísa Leal Castanheira Neves de Miranda Barbosa, was born on August 3rd, 1977, in the parish of São Bartolomeu, municipality and district of Coimbra, having entered the University of Coimbra – Law School, in 1995, to attend the law graduate course, which was concluded with the final classification of *Good with Distinction* (16.4 out of 20). It was also at this Law School where the following master's studies were concluded, with the dissertation “*Freedom versus responsibility: precaution as a basis for delictual imputation? Considerations regarding the cable cases*”, having obtained the classification of *Very Good* (18 out of 20). Subsequently, in the year of 2013, the doctoral of philosophy program was concluded, having unanimously obtained the highest honors with *Distinction and Praise*, with the dissertation “*From the causal nexus to the imputation nexus. Contribution to the understanding of the binary and personalistic nature of the causal requirement at the level of tort law*”. Since then, an intensive research activity has been developed, namely in the area of civil law, with a special focus on tort law, general theory of civil law, contract law, personality rights, and private/civilistic aspects of banking law. In 2001, joined the University of Coimbra Law School as an assistant professor, taking on the role of Auxiliar Professor, following the conclusion of the abovementioned PhD, in 2013. Since 9.9.2020, rose to the role of Associate Professor, with tenure.

Currently is responsible for teaching the subjects of General Theory of Civil Law I and II, Tort Law, and the specialized doctoral seminars “*Social challenges and risk: the foundations of civil liability*” and “*Uncertainty and civil liability: causality and compensation*”, being also responsible for the teaching of practical lessons of the subject of General Theory of Civil Law I and II.

Author of more than two hundred scientific publications, being responsible for the supervision of dozens of doctoral and master's thesis, having participated in several scientific research projects, spoken as a panelist in several national and foreign congresses and taught in several postgraduate courses.

Professor Mafalda Miranda Barbosa
PhD in Civil Law
Associate Professor – University of Coimbra Law School

Member of the Editorial Board of several scientific publications, Managing Director of the *Revista de Direito da Responsabilidade*, and effective member of the Portuguese Medical Forensic Council, since January 2016.

Member of the Portuguese-German Legal Association (*Deutsch-Lusitanische Juristenvereinigung*), of the Internationale Vereinigung für Rechts- und Sozialphilosophie (*Internacional Association of Legal and Social Philosophy*) and of the Portuguese Group of the Association Henri Capitant des Amis de La Culture Juridique Française, by endorsement of Professor Doctor Diogo Leite Campos, as well as countless other national and foreign legal associations.

Coimbra, the 4th of March 2022.