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EDP – ENERGIAS DE PORTUGAL, S.A.
ANNUAL GENERAL SHAREHOLDERS’ MEETING
NOTICE TO CONVENE MEETING

In accordance with the law and the Articles of Association, following the request of the General and Supervisory Board and the Executive Board of Directors, I hereby convene all Shareholders of EDP – Energias de Portugal, S.A. (“**EDP**”), a listed company, with registered office at Avenida 24 de Julho, no. 12, 1249-300 Lisbon, with the sole number of registration with the Commercial Registry Office and with the tax authorities 500 697 256, with the share capital of 3,965,681,012 Euros, to meet at the Annual General Shareholders’ Meeting, which will be exclusively held by telematic means, **on 14 April 2021, at 10 am**, with the following

AGENDA

- Item One -** Resolve on the approval of the individual and consolidated accounts’ reporting documents for the 2020 financial year, including the global management report (which incorporates a chapter regarding corporate governance and the remuneration report), the individual and consolidated accounts, the sustainability report (containing the non-financial consolidated statement), the annual report and the opinion of the General and Supervisory Board (that integrates the annual report of the Financial Matters Committee/Audit Committee) and the audit report on the individual and consolidated financial statements.
- Item Two -** Resolve on the allocation of profits in relation to the 2020 financial year.
- Item Three -** Resolve on the general appraisal of the management and supervision of EDP, under Article 455 of the Portuguese Companies Code.
- Item Four -** Resolve on the granting of authorization to the Executive Board of Directors for the acquisition and sale of own shares by EDP and EDP’s subsidiaries.
- Item Five -** Resolve on the granting of authorization to the Executive Board of Directors for the acquisition and sale of own bonds by EDP.
- Item Six -** Resolve on the renewal, for a 5-year period, of the authorization granted by article 4 number 3 of the Articles of Association to the Executive Board of



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Directors to increase the share capital of EDP, on one or more occasions, up to a 10% limit of the current share capital.

- Item Seven -** Resolve on the partial amendment of the Articles of Association of EDP by the addition of a number 4 and a number 5 to Article 4 and the modification of paragraph d) of number 2 of Article 11, of number 2 of Article 27 and of number 3 of Article 23.
- Item Eight -** Assuming that the proposed amendment to the Articles of Association included in the foregoing item (the addition of numbers 4 and 5 to article 4) is approved, to resolve on the waiver of shareholder pre-emption rights in share capital increases to be approved by the Executive Board of Directors under such article 4 number 4.
- Item Nine -** Resolve on the proposal of remuneration policy of the members of the Executive Board of Directors, submitted by the Remuneration Committee of the General and Supervisory Board.
- Item Ten -** Resolve on the proposal of remuneration policy of the members of the remaining corporate bodies, submitted by the Remuneration Committee appointed by the General Shareholders' Meeting.
- Item Eleven -** Resolve on the appointment of (i) the members of the General and Supervisory Board, (ii) the Statutory Auditor and the Alternate Statutory Auditor, (iii) the members of the Board of the General Shareholders' Meeting, (iv) the members of the Remuneration Committee to be appointed by the General Shareholders' Meeting (including their respective remuneration) and (v) the members of the Environment and Sustainability Board, for the 2021-2023 triennium mandate.

PRIOR INFORMATION

1. In view of the evolution of the Covid-19 pandemic outbreak, and the successive renewals of the state of emergency in Portugal, initially enacted by Presidential Decree no. 51-U/2020, of 6 November (and lastly renewed by Presidential Decree no. 21-A/2021, of 25 February), legislative measures currently in force restrict meetings and limit the movement of people to a set of predetermined and specified circumstances, and it is not



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anticipated that such restrictions will be lifted until the date of EDP's Annual General Shareholders' Meeting.

2. As a result, and in compliance with legal provisions for the prevention, containment and mitigation of the transmission of Covid-19, the physical presence of Shareholders and their representatives at EDP's facilities is prohibited. Accordingly, adjustments to this pandemic context must be promoted regarding the holding of the General Shareholders' Meeting.
3. Notwithstanding the limitations arising from the non-admission of the physical presence of Shareholders or their representatives, EDP has the means to hold the Annual General Shareholders' Meeting being hereby convened - as was the case with the Annual General Shareholders' Meeting of 16 April 2020 and the Extraordinary General Shareholders' Meeting of 19 January 2021 - by enabling Shareholders the possibility to participate in the meeting by telematic means and to exercise their voting rights, as set out below.

REQUIREMENTS FOR PARTICIPATION IN THE GENERAL SHAREHOLDERS' MEETING

- a) Pursuant to Article 14(1) of the Articles of Association, only Shareholders with voting rights, and persons whose presence is deemed justified by the Chairman of the General Shareholders' Meeting, may attend the General Shareholders' Meetings.
- b) Each share shall correspond to one vote.
- c) Shareholders may only participate in the General Shareholders' Meeting of 14 April 2021 by telematic means, in person or through a representative, and exercise their voting rights by correspondence, either through post or electronic means, if such Shareholders own at least one share at 00:00 (GMT) of the fifth trading day prior to the date of the General Shareholders' Meeting, i.e. 7 April 2021 ("Registration Date").
- d) The exercise of participation and voting rights at the General Shareholders' Meeting is not prejudiced by the transfer of shares carried out after the Registration Date, nor is contingent on the blocking of such shares between the Registration Date and the date of the General Shareholders' Meeting.
- e) Shareholders that wish to participate at the General Shareholders' Meeting must declare their intention in advance and in writing (i) to the Chairman of the General Shareholders' Meeting, and (ii) to the financial intermediary that is connected to the Interbolsa securities register, with whom the Shareholders have opened the relevant individual



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securities account, until 23:59 pm (GMT) of the trading day prior to the Registration Date, i.e., 6 April 2021, at the latest. To that effect, Shareholders may use the automatic statement form that will be available at EDP's website (www.edp.com), or the paper form also available therein, as of the date of disclosure of this Notice. However, Shareholders that wish to vote by electronic means pursuant to paragraphs w) and x) below must use the abovementioned automatic statement form.

- f) Financial intermediaries who are informed of their clients' intention to participate in the General Shareholders' Meeting must provide the Chairman of the General Shareholders' Meeting, until 23:59 (GMT) of the Registration Date, i.e., 7 April 2021, with information regarding the number of shares registered on behalf of each one of its clients at 00:00 (GMT) of the Registration Date, using the e-mail address edp.ag@edp.com for that purpose.
- g) Shareholders who, in a professional capacity, hold shares in their own name, but on behalf on their clients, may exercise their shares' voting rights separately as long as, in addition to the participation statement and the provision of information by the respective financial intermediary as set out above, they submit to the Chairman of the General Shareholders' Meeting, until 23:59 (GMT) of the day before the Registration Date, i.e., 6 April 2021, including sufficient and adequate evidence, (i) the identification of each client (it being understood that the indication of the legal entity number issued by the competent registration authority at the country of origin shall be considered as sufficient and adequate identification evidence), (ii) the number of voting shares held on behalf of each client, and (iii) the voting instructions, specific for each item of the Agenda, provided by each client, which may not be subsequently amended.
- h) Shareholders who have so declared their intention to participate in the General Shareholders' Meeting and subsequently have transferred ownership of their shares between the Registration Date and the end of the General Shareholders' Meeting must communicate such fact immediately to the Chairman of the General Shareholders' Meeting and to the Portuguese Securities Market Commission.
- i) Shareholder representation shall be valid if effected by duly executed letter addressed to the Chairman of the General Shareholders' Meeting and sent by e-mail to edp.ag@edp.com until 17:00 (GMT) of 12 April 2021. A form of proxy letter is available to



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Shareholders at EDP's website (www.edp.com). The original should be subsequently sent to EDP's registered office, located at Avenida 24 de Julho, no. 12, 1249-300 Lisbon.

- j) In case one Shareholder appoints more than one representative regarding shares held in different individual securities accounts, such representatives cannot vote in a different way on the same resolution proposal, under penalty of annulment of all votes cast by said Shareholder. If any of the representatives does not attend the General Shareholders' Meeting, the votes of the representatives that are present will, however, be considered, as long as all the present representatives vote in the same way.
- k) The General Shareholders' Meeting will take place exclusively by telematic means, pursuant to the terms of Article 377(6)(b) of the Portuguese Companies Code, since such possibility is not excluded by EDP's Articles of Association.
- l) Considering the exceptional circumstances set out above, the exercise of voting rights shall be carried out exclusively by correspondence, either through post or electronically, in accordance with Article 384(8) and (9) of the Portuguese Companies Code, Article 22 of the Portuguese Securities Code, and Article 14(6) and (8) of the Articles of Association.
- m) Holding the General Shareholders' Meeting solely by telematic means shall allow all Shareholders that are registered and duly entitled to participate to access a live video and audio broadcast of the meeting. To that effect, a link shall be sent the day before the meeting takes place, to the e-mail address used by the Shareholder or its representative to state its intention to participate in the General Shareholders' Meeting, which shall enable access to the streaming platform. In case the Shareholder or the respective representative tries to access through a different e-mail address than the one previously provided, the access to the digital platform will be denied.
- n) All participation statements, votes, voting explanations and voting instructions should be submitted in advance to the Chairman of the General Shareholders' Meeting by post or e-mail, in compliance with the deadlines set forth in this Notice.
- o) The constitutive and deliberative quorums will be determined prior to the holding of the General Shareholders' Meeting, and all Shareholders that have timely and validly transmitted their votes shall be deemed present.
- p) Votes cannot be revoked or amended during the General Shareholders' Meeting.
- q) The participation, by telematic means, of Shareholders or their representatives in the General Shareholders' Meeting shall be allowed, provided that such Shareholder or



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representative is entitled to participate under the general terms, even if the respective vote by correspondence has not been submitted.

- r) Only the Shareholders and their representatives which are duly entitled to participate in the General Shareholders' Meeting according to the terms above shall be allowed to raise questions regarding the matters included in the Agenda that they would like to see answered during the meeting, to be held by telematic means, pursuant to Article 290 of the Portuguese Companies Code. The above notwithstanding, and in order to help ensure that the meeting takes place in orderly fashion, Shareholders may submit any questions in advance, up to 2 (two) days prior to the General Shareholders' Meeting date (*i.e.* until 12 April 2021, at 23:59 (GMT)), by using the e-mail edp.ag@edp.com and identifying the addressee (person or corporate body); the same e-mail address can be used by Shareholders for clarification purposes (edp.ag@edp.com).
- s) Considering that the General Shareholders' Meeting is scheduled for 10:00 (GMT), EDP recommends that all Shareholders intending to participate in the meeting should access the digital platform promptly after receiving the link mentioned in paragraph m) above, in order to allow for timely compliance with all the necessary requirements.

EXERCISE OF VOTING RIGHTS BY CORRESPONDENCE

- t) Pursuant to Article 22 of the Portuguese Securities Code and Article 14 of the Articles of Association, and taking the present circumstances into consideration, Shareholders entitled to participate in the General Shareholders' Meeting of 14 April 2021 may exercise their voting rights by correspondence, either through post or electronically.
- u) In order to ensure that Shareholders are fully informed prior to the exercise of their voting rights, and without prejudice to the timely provision of the documents foreseen in the various Items of the Agenda, and of the possibility set out in paragraph r) above, it is requested that all Shareholder questions to be answered pursuant to the right to information under Article 290 of the Portuguese Companies Code are submitted up to 8 (eight) days prior to the date of the General Shareholders' Meeting, *i.e.* until 6 April 2021, to the e-mail address edp.ag@edp.com, so as to allow EDP to provide any clarifications before the end of the term for exercise of voting rights. Shareholder questions, and answers provided, shall be made available at EDP's website (www.edp.com).



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- v) Shareholders wishing to exercise their voting rights by post should address a letter to the Chairman of the General Shareholders' Meeting, by registered post with acknowledgment of receipt, to be received at EDP's registered office until 9 April 2021. In case the Shareholder is an individual, the signature must be identical to that of its identity card, a copy thereof to be sent in the same envelope. In case the Shareholder is a legal entity, the signature of its representative and its capacity must be authenticated. A form of postal voting letter is available to Shareholders at EDP's website (www.edp.com).
- w) Shareholders entitled to participate in the General Shareholders' Meeting may also exercise their voting rights using electronic means. To that effect, such intention should be communicated to the Chairman of the General Shareholders' Meeting simultaneously with the submission of the participation statement through EDP's website (www.edp.com), in accordance with the form available therein, until 6 April 2021; they will then receive an acknowledgement of receipt via e-mail, confirming the submission of the participation statement and issuing them with a secret identifier code (*password*) that shall be used to exercise the voting rights electronically; subsequently they shall receive a second e-mail containing the ballot paper, and Shareholders should exercise the respective voting rights until 9 April 2021. The ballot paper should be signed by the Shareholder, its signature identical to the one in its identity card, and sent by electronic means to the e-mail address made available (including, in the subject line, the abovementioned secret identifier code (*password*)), accompanied with a clear copy of the Shareholder's identity card; in case the Shareholder is a legal entity, the ballot paper should be signed by a legal representative and accompanied with a document evidencing the representation powers (in case of legal entities incorporated in Portugal, the indication of the access code to the commercial registry certificate of the represented entity will suffice). In case the Shareholder is represented by attorney, a document must be sent attesting the respective powers of representation, as well as a clear copy of the attorney's identification document.
- x) Shareholders who, in a professional capacity, hold shares in their own name, but on behalf on their clients, and wish to exercise their voting rights electronically, should communicate their intention to the Chairman of the General Shareholders' Meeting until 6 April 2021, simultaneously with the submission of documentation foreseen in paragraph g) above; they will then receive an acknowledgement of receipt via e-mail, confirming the



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submission of the participation statement and issuing them with a secret identifier code (*password*) that shall be used to exercise the voting rights electronically; following that, they will receive a second e-mail containing a template table to be completed using the information mentioned in paragraph g) above, in relation to those clients who wish to exercise their voting rights. Such completed table shall be sent via e-mail to edp.ag@edp.com until 9 April 2021, mentioning the secret identifier code (*password*) received. The table should be signed by the legal representative of the professional Shareholder, accompanied with a document proving the legitimacy of the representation (in case of legal entities incorporated in Portugal, the indication of the access code to the commercial registry certificate of the represented entity will suffice).

- y) The Chairman of the General Shareholders' Meeting shall verify the authenticity and regularity of the votes issued by correspondence, either through post or electronically, as well as assure their confidentiality up to the moment of the casting of votes. Those votes shall be deemed negative votes in relation to resolution proposals presented after the date on which those votes have been issued.

ADDITION OF ITEMS TO THE AGENDA AND PRESENTATION OF RESOLUTION PROPOSALS

- z) Pursuant to Article 23-A of the Portuguese Securities Code, Shareholders that hold shares corresponding to, at least, 2% of the share capital, may request to add certain items to the Agenda, through the presentation of a written requirement addressed to the Chairman of the General Shareholders' Meeting, in the 5 (five) days following the publication of this Notice, such requirement to be accompanied by a resolution proposal for each item requested to be included in the Agenda.
- aa) Any amendment to this Notice and the resolution proposals for each additional item are disclosed to Shareholders following the same procedure used to disclose this Notice, until 00:00 hours (GMT) of the fifth trading day prior to the date of the General Shareholders' Meeting, i.e. 7 April 2021.
- bb) Pursuant to Article 23-B of the Portuguese Securities Code, Shareholders that hold shares corresponding to, at least, 2% of the share capital, may request the inclusion of resolution proposals regarding the items included in the Agenda or that have been added thereto, through the presentation of a written requirement addressed to the Chairman of the General Shareholders' Meeting, in the 5 (five) days following the publication of this Notice



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or of the relevant amendment thereto, along with the information that must accompany the resolution proposals. These resolution proposals and respective information are disclosed to Shareholders as soon as possible, in the same way used to disclose this Notice, until 10 (ten) days before the date of the General Shareholders' Meeting.

- cc) If the requirements for the inclusion of items in the Agenda, or resolution proposals, are not satisfied, the interested parties may judicially request the convening of another general shareholders' meeting to resolve on those items or proposals.

INFORMATION ELEMENTS AVAILABLE TO SHAREHOLDERS

The documents and information concerning the Items of the Agenda, as well as the remaining elements foreseen in Article 289(1) of the Portuguese Companies Code and Article 21-C(1) of the Portuguese Securities Code, shall be available to Shareholders for review at EDP's website (www.edp.com) and at the website of the Portuguese Securities Market Commission (www.cmvm.pt). Shareholders may also request the documentation to be sent via e-mail, to edp.ag@edp.com.

During the course of the General Shareholders' Meeting, Shareholders that are entitled to participate may request to be provided with further information. Such requests can only be denied to the extent the disclosure of said information may cause serious harm to EDP or an associated company, or if it would be in breach of legal confidentiality obligations, as provided in Article 290 of the Portuguese Companies Code.

OTHER INFORMATION

Considering that the matters included in Items Three and Eleven of the Agenda encompass several separate topics, Shareholders are informed that votes shall be individually cast in respect thereof in the General Shareholders' Meeting. Accordingly, regarding Item Three of the Agenda, the general appraisals of the Executive Board of Directors, the General and Supervisory Board and of the Statutory Auditor shall be submitted to a vote separately. Likewise, regarding Item Eleven, the following matters shall be separately submitted to a vote: (i) appointment of the members of the General and Supervisory Board, (ii) appointment of the Statutory Auditor and the Alternate Statutory Auditor, (iii) appointment of the members of the Board of the General Shareholders' Meeting, (iv) appointment of the members of the Remuneration Committee to be appointed by the General Shareholders' Meeting, (v) setting the remuneration of the members



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of the Remuneration Committee to be appointed by the General Shareholders' Meeting, and (vi) appointment of the members of the Environment and Sustainability Board.

RELEVANT DATES

Event	Date	Hour
Annual General Shareholders' Meeting	14 April 2021	10:00 (GMT)
Participation statements Receipt of the statements issued by Shareholders expressing their intention to participate.	Until 6 April 2021	23:59 (GMT)
Statements regarding the exercise of voting rights separately Receipt of statements issued by Shareholders who, in a professional capacity, hold shares in their own name, but on behalf on their clients, who wish to exercise their shares' voting rights separately	Until 6 April 2021	23:59 (GMT)
Shareholder Registration Receipt of statements issued by financial intermediaries identifying the number of shares registered in each Shareholder's name.	7 April 2021	23:59 (GMT)
Correspondence votes Receipt of correspondence votes, on each of the Items of the Agenda, by post or electronic means.	Until 9 April 2021	23:59 (GMT)
Proxy letters Receipt of the proxy letters, addressed to the Chairman of the General Shareholders' Meeting.	Until 12 April 2021	17:00 (GMT)

Lisbon, 12 March 2021

The Chairman of the General Shareholders' Meeting
(Luís Palha da Silva)