

## ANNUAL GENERAL SHAREHOLDERS' MEETING

### EDP – ENERGIAS DE PORTUGAL, S.A.

#### NOTICE OF MEETING

In accordance with the provisions of the law and the Articles of Association, at the request of the General and Supervisory Board and the Executive Board of Directors, I call on all the shareholders of EDP – Energias de Portugal, S.A. ("EDP"), an issuer of shares admitted to trading on a regulated market, with its registered office at Avenida 24 de Julho, 12, 1249-300 Lisbon, with single company number and Commercial Register registration 500 697 256, with a share capital of EUR 4,184,021,624, to attend the Annual General Shareholders' Meeting, to be held remotely and in person in the Auditorium at EDP's registered office at Avenida 24 de Julho, 12, Lisbon on **12 April 2023 at 10:30 a.m.**, with the following

#### AGENDA

- Item One -** To deliberate on the Integrated Report, specifically the individual and consolidated accounting documents for the 2022 financial year, including the single management report (which includes a corporate governance chapter), the individual and consolidated accounts and the annual report and opinion of the General and Supervisory Board (which integrates the annual report of the Financial Matters Committee / Audit Committee) and the statutory certification of the individual and consolidated accounts, as well as the sustainability information (containing the consolidated non-financial statement), and to consider the Remuneration Report and the 2030 Climate Change Commitment.
- Item Two -** To deliberate on the proposal for the distribution of the profits for the 2022 financial year and on the proposal for the distribution of dividends.
- Item Three -** Conduct a general appraisal of EDP's management and supervision in accordance with Article 455 of the Portuguese Companies Code.
- Item Four -** To authorise the Executive Board of Directors for the acquisition and sale of own shares by EDP and subsidiaries of EDP.
- Item Five -** To authorise the Executive Board of Directors for the acquisition and sale of own bonds by EDP.
- Item Six -** To deliberate on renewing the authorisation granted to the Executive Board of Directors to increase the share capital.
- Item Seven -** To deliberate on suppressing the right of first refusal of shareholders in share capital increases resolved by the Executive Board of Directors under Article 4(4) of EDP's Articles of Association.



**Item Eight -** To deliberate on appointment of a new member for the Executive Board of Directors of EDP until the end of the current term of office (2021-2023 triennium).

REQUIREMENTS FOR ATTENDANCE AT THE GENERAL SHAREHOLDERS' MEETING

- a) According to Article 14(1) of EDP's Articles of Association, General Shareholders' Meetings may only be attended by shareholders with voting rights, as well as by other persons whose presence is deemed to be justified by the Chairman of the General Shareholders' Meeting.
- b) Each share corresponds to one vote.
- c) Shareholders may attend the General Shareholders' Meeting on 12 April 2023, either in person or remotely, in their own name or by proxy, only if they hold at least one share at 00:00 (GMT) on the fifth trading day preceding the date of the General Shareholders' Meeting, i.e. 3 April 2023 ("Registration Date").
- d) The exercise of the rights to attend and vote at the General Shareholders' Meeting will not be affected by the transfer of the shares at any time after the Registration Date, nor will it be subject to the blocking of the shares between the Registration Date and the date of the General Shareholders' Meeting.
- e) Shareholders intending to attend and vote at the General Shareholders' Meeting, either in person or by electronic voting, during the General Shareholders' Meeting or in advance, must pre-register by completing the automatic declaration form which will be available on the EDP website ([www.edp.com](http://www.edp.com)), as from the date of publication of this notice and until, at the latest, 11:59 p.m. (GMT) of the Registration Date, i.e. 3 April 2023.
- f) On the form referred to in the previous subparagraph, shareholders are required to select the manner in which they intend to attend and vote at the General Shareholders' Meeting. Shareholders may choose to exercise their right to vote in advance (by electronic means or by post) or to exercise it during the General Shareholders' Meeting. If they choose to exercise their right to vote during the General Shareholders' Meeting, the manner of doing so will depend on the way in which they choose to attend, since if they attend remotely, they will have to exercise their right to vote by electronic means, and if they choose to attend in person they will have to cast their vote in person at the meeting.
- g) In addition, Shareholders intending to attend the General Shareholders' Meeting must declare their intention in advance to the financial intermediary enrolled on the Interbolsa-managed systems with which the individual securities registration account is opened, at the latest by 11:59 p.m. (GMT) of the day preceding the Registration Date, i.e. 2 April 2023.
- h) Financial intermediaries who are informed of their clients' intention to attend the General Shareholders' Meeting must notify the Chairman of the General Shareholders' Meeting of such intention and shall forward, by 11:59 p.m. (GMT) of the Registration Date, i.e. 3 April 2023, information on the number of shares registered on behalf of each of their clients, as at 00:00 hours (GMT) on the Registration Date. For this purpose, they may use the e-mail address [edp.ag@edp.com](mailto:edp.ag@edp.com).



- i) Shareholders who have declared to their financial intermediary their intention to attend the General Shareholders' Meeting as referred to above and who transfer ownership of their shares between the Registration Date and the end of the General Shareholders' Meeting must immediately notify the Chairman of the General Shareholders' Meeting and the Portuguese Securities Market Commission, without prejudice to the exercise of their right to attend and vote at the General Shareholders' Meeting.

#### EXERCISE OF THE RIGHT TO VOTE

- j) The Chairman of the General Shareholders' Meeting is responsible for checking the authenticity and validity of the votes cast and, in the case of votes cast in advance, ensuring that they are confidential and shall consider those votes to be votes against on any draft resolutions proposed after the date on which those votes were cast.
- k) The right to vote may be exercised in one of the following ways:
- I. Advance electronic voting; or,
  - II. Postal voting; or,
  - III. Electronic voting during the General Shareholders' Meeting (remote attendance); or,
  - IV. Voting in person at the General Shareholders' Meeting.

#### **I. EXERCISE OF THE RIGHT OF ADVANCE ELECTRONIC VOTING**

- l) Shareholders entitled to attend the General Shareholders' Meeting may exercise their right to vote in advance by electronic means. To this end, they shall pre-register as provided for in subparagraph (e) above and access the link which will be sent in due course once the username and access key have been received.
- m) Once pre-registration has been completed and the declaration(s) of ownership of the shares sent by the financial intermediary on 3 April 2023 has been received, a message will be sent to the e-mail address provided, with a link, username, and access key for the advance electronic voting platform. The platform will be available to shareholders wishing to vote from 3:00 p.m. of 4 April 2023.
- n) Shareholders will be able to exercise their advance electronic voting right until 11:59 p.m. of 10 April 2023.
- o) If shareholders do not vote "For" or "Against" any of the items on the electronic voting form, those items not voted on shall be deemed to be abstentions.
- p) Once shareholders have cast an advance electronic vote, they will receive an automatic confirmation via the platform, sent to the e-mail address provided by them. Shareholders may also obtain confirmation of their vote on the electronic platform.

- q) Shareholders exercising their right to advance electronic voting may attend the General Shareholders' Meeting in person or remotely, but may not revoke or alter the votes already made.
- r) Shareholders who are registered and duly entitled to attend the General Shareholders' Meeting shall be given access to the live video and audio broadcast of the meeting. To this end, a link giving access to the digital platform will be sent the day before the meeting to the e-mail address provided when the shareholder or their representative registered for the General Shareholders' Meeting. If shareholders or their representatives attempt to access the digital platform using an e-mail address other than the one previously provided, access will be denied.
- s) Shareholders or their representatives will be allowed to attend the General Shareholders' Meeting in person or remotely provided that they are duly entitled and authorised in general terms, even if they have not cast their vote, and will be able to ask, in writing and through the digital platform, any questions on the items on the Agenda which they wish to be answered at the meeting, in accordance with Article 290 of the Portuguese Companies Code. However, in order to ensure the orderly functioning of the meeting, shareholders may submit their questions in writing no later than 2 (two) days before the date of the General Shareholders' Meeting (i.e. by 10 April 2023 at 11:59 p.m. (GMT)), identifying the governing body or individual to whom they are addressed. For this purpose they must use the e-mail address [edp.ag@edp.com](mailto:edp.ag@edp.com); in case of any queries, shareholders are requested to send them to the same e-mail address ([edp.ag@edp.com](mailto:edp.ag@edp.com)).

## II. EXERCISE OF THE RIGHT TO VOTE BY POST

- t) Under Article 22 of the Securities Code and Article 14 of the Articles of Association, shareholders entitled to attend the General Shareholders' Meeting may exercise their right to vote by post.
- u) In order to exercise the right to vote by post, shareholders should send a letter addressed to the Chairman of the General Shareholders' Meeting by registered post with acknowledgement of receipt, which must be received at the registered office by 10 April 2023.
- v) If the shareholder is a natural person, their signature must be identical to that on their identification document and a copy thereof must be sent in the same envelope. If the shareholder is a legal person, the signature of its representative must be recognised in that capacity. Shareholders are provided with a ballot form for the exercise of their postal vote, which can be obtained from the EDP website ([www.edp.com](http://www.edp.com)).
- w) Subject to the necessary adaptations, subparagraphs (o), (q), (r) and (s) above apply to shareholders exercising their right to vote by post.

## III. EXERCISE OF THE RIGHT TO VOTE ELECTRONICALLY DURING THE GENERAL SHAREHOLDERS' MEETING (REMOTE ATTENDANCE)

- x) Shareholders entitled to attend the General Shareholders' Meeting and who have not voted in advance may exercise their right to vote electronically during the meeting. To this end, they should inform EDP of their intention to attend remotely and to exercise the right to vote electronically during the General Shareholders' Meeting (remote attendance) by pre-registering, as provided for in subparagraph (e) above, indicating a valid e-mail address.
- y) Once the pre-registration and the declaration(s) of ownership of the shares sent by the financial intermediary on 3 April 2023 have been received, a message will be sent, the day before the General Shareholders' Meeting, to the e-mail address provided, with the link, username and access key for the electronic voting platform (remote attendance), through which they will also have access to the live video and audio broadcast of the meeting.
- z) If shareholders do not vote "For" or "Against" any of the items on the electronic voting form, those items not voted on shall be deemed to be abstentions.
- aa) Once shareholders have cast an electronic vote, they will receive an automatic confirmation via the platform, sent to the e-mail address provided by them. Shareholders may also obtain confirmation of their vote on the electronic platform (remote attendance).
- bb) Shareholders or their representatives will be allowed to attend the General Shareholders' Meeting remotely provided that they are duly entitled and authorised in general terms, and will be able to ask, in writing and through the digital platform, any questions on the items of the Agenda which they wish to be answered at the meeting, in accordance with Article 290 of the Portuguese Companies Code. However, in order to ensure the orderly functioning of the meeting, shareholders may submit their questions in writing no later than 2 (two) days before the date of the General Shareholders' Meeting (i.e. by 10 April 2023 at 11:59 p.m. (GMT)), identifying the body or individual to whom they are addressed. For this purpose they must use the e-mail address [edp.ag@edp.com](mailto:edp.ag@edp.com); in case of any queries, shareholders are requested to send them to the same e-mail address ([edp.ag@edp.com](mailto:edp.ag@edp.com)).

#### IV. EXERCISE OF THE RIGHT TO VOTE IN PERSON AT THE GENERAL SHAREHOLDERS' MEETING

- cc) Shareholders duly entitled to attend the General Shareholders' Meeting may also exercise their right to vote in person. To that end, they must pre-register in accordance with subparagraph (e) above.
- dd) Shareholders should inform their financial intermediary of their intention to attend the EDP General Shareholders' Meeting in accordance with subparagraph (g) above, so that the declaration(s) of ownership of the shares, to be sent by the Financial Intermediary, is received by 11:59 p.m. (GMT) of 3 April 2023.
- ee) Shareholders may only exercise their voting rights in person at the General Shareholders' Meeting on 12 April 2023 if, cumulatively, (i) they are duly entitled and (ii) they have not exercised their voting rights by any of the other means provided for in points I. (advance electronic voting), II. (postal voting) or III. (electronic voting during the General Shareholders' Meeting - remote attendance) of paragraph k).

- ff) As the General Shareholders' Meeting is scheduled to begin at 10:30 a.m. (GMT), shareholders are advised to arrive at least 30 minutes in advance in order to check that they meet all the conditions for attending the meeting.

#### SPECIFIC REQUIREMENTS FOR PROFESSIONAL SHAREHOLDERS

- gg) Once pre-registration has taken place, any professional shareholders holding shares in their own name but on behalf of clients may vote differentially with their shares, provided that, in addition to their financial intermediary sending the necessary information, they submit to the Chairman of the General Shareholders' Meeting by 11:59 p.m. (GMT) of the Registration Date, i.e. 3 April 2023, using sufficient and proportionate means of proof, (i) the identification of each client (where the indication of the company number allocated by the competent authority in the home country will be a sufficient and proportionate means of such identification), (ii) the number of voting shares on behalf of each client and (iii) the voting instructions, specific to each item on the Agenda, given by each client, which may not be subsequently amended, to be sent by e-mail to [edp.ag@edp.com](mailto:edp.ag@edp.com).
- hh) Following the sending of the information described in the previous paragraph, those professional shareholders who hold shares in their own name but on behalf of clients will receive, at their e-mail address, a message with the username and access key to the electronic platform for the validation of their information.

#### REPRESENTATION

- ii) Shareholders may be represented by a letter of proxy, duly signed, addressed to the Chairman of the General Shareholders' Meeting, which must be sent by post to EDP's registered office or by e-mail to [edp.ag@edp.com](mailto:edp.ag@edp.com) by 5:00 p.m. (GMT) of 10 April 2023. Shareholders may obtain a letter of proxy form from the EDP website ([www.edp.com](http://www.edp.com)). The original letter of proxy must always be afterwards sent to EDP at its registered office, at Avenida 24 de Julho, 12, 1249-300 Lisbon.
- jj) In addition to the previous sub-paragraph, if the shareholder is a legal person, the document proving the legitimacy of the representation (in the case of legal persons based in Portugal, an indication of the access code to the permanent certificate concerning the represented entity will be sufficient) must be submitted and, if the shareholder is represented by a proxy, a document certifying the respective powers of representation and a legible photocopy of the proxy's identification document must be sent by e-mail to [edp.ag@edp.com](mailto:edp.ag@edp.com).
- kk) Where the same shareholder designates various proxies in respect of shares held in different securities accounts, none of the proxies may vote differentially on the same proposal, otherwise all votes cast may be cancelled. If any of the proxies do not attend the General Shareholders' Meeting, the votes of the proxies present shall nevertheless be taken into consideration, provided that they all vote the same way.

#### INCLUSION OF ITEMS ON THE AGENDA AND TABLING OF DRAFT RESOLUTIONS

- ll) Pursuant to Article 23(B) of the Securities Code, a shareholder or shareholders holding shares representing at least 2% of the share capital may request that certain items be included on the Agenda by means of a written request addressed to the Chairman of the General Shareholders' Meeting within 5 (five) days following the publication of this Notice of Meeting, accompanied by a draft resolution for each matter for which inclusion is required.
- mm) The amended Notice of Meeting and the draft resolutions for each added matter shall be notified to shareholders as soon as possible in the same way as for the publication of this Notice, no later than 10 (ten) days before the date of the General Shareholders' Meeting, i.e. no later than 00.00 (GMT) of 2 April 2023.
- nn) In accordance with Article 23(B) of the Securities Code, a shareholder or shareholders holding shares representing at least 2% of the share capital may request the inclusion of draft resolutions on matters referred to in the Notice of Meeting or as amended, on submission of a written request addressed to the Chairman of the General Shareholders' Meeting within 5 (five) days of the publication of the Notice of Meeting or subsequent amendment together with any information accompanying the draft resolution. The draft resolutions and accompanying information referred to will be notified to shareholders as soon as possible in the same way used for the publication of this Notice of Meeting, no later than 10 (ten) days before the date of the General Shareholders' Meeting.
- oo) If a request for inclusion of a matter on the Agenda or a draft resolution is not complied with, the interested parties may apply to a Court to convene a new general shareholders' meeting to decide on such matters or resolutions.

#### INFORMATION AVAILABLE TO SHAREHOLDERS

Documents and information relating to Agenda items, as well as the other items provided for in Article 289(1) of the Portuguese Companies Code and Article 21-J.<sup>o</sup> (1) of the Securities Code, will be available to shareholders for consultation on the EDP website ([www.edp.com](http://www.edp.com)) and on the Portuguese Securities Market Commission website ([www.cmvm.pt](http://www.cmvm.pt)). Shareholders may also make a request to [edp.ag@edp.com](mailto:edp.ag@edp.com) for such documentation to be sent to them; it will be sent by the same means.

In order to ensure that shareholders are fully informed prior to the exercise of their voting rights, and without prejudice to the timely availability of the documents relating to the Agenda items and the possibility under subparagraphs (s) and (bb) above, any questions which shareholders wish to have clarified under the right to information provided for in Article 290 of the Portuguese Companies Code should be submitted by 8 (eight) days before the General Shareholders' Meeting takes place, i.e. by 4 April 2023, to the e-mail address [edp.ag@edp.com](mailto:edp.ag@edp.com), so that EDP can take steps to provide the clarifications requested prior to the deadline for exercising advance electronic and postal voting rights. Any questions submitted by shareholders and the answers given will be made available on the EDP website ([www.edp.com](http://www.edp.com)).

During the General Shareholders' Meeting, those shareholders who meet the requirements to attend may request that they be provided with information, which may be refused only if the provision of such information could cause serious harm to EDP or to another related company or breach of secrecy imposed by law under Article 290 of the Portuguese Companies Code.

#### OTHER INFORMATION

Shareholders are informed that votes on Items One, Two and Three on the Agenda will be taken in an unbundled manner at the General Shareholders' Meeting and the following are to be put to vote:

- A. in relation to Item One, (i) the Integrated Report, specifically the individual and consolidated accounting documents for the financial year 2022, including the single management report (which includes a corporate governance chapter), the individual and consolidated accounts and the annual report and opinion of the General and Supervisory Board (which integrates the annual report of the Financial Matters Committee/Audit Committee) and the statutory certification of the individual and consolidated accounts, as well as the sustainability report (containing the consolidated non-financial statement), (ii) the assessment of the Remuneration Report and (iii) the assessment of the 2030 Climate Change Commitment.
- B. on Item Two, (i) the proposal to distribute profits for the 2022 financial year and (ii) the proposal to distribute dividends; and,
- C. on Item Three, the overall assessment (i) of the Executive Board of Directors, (ii) of the General Supervisory Board and (iii) of the Statutory Auditor.

RELEVANT DATES

Event	Date	Time
<p><b>Communication from the Shareholder to the Financial Intermediary</b> Communication in writing to the financial intermediary of intention to take part in the General Shareholders' Meeting</p>	By 2 April 2023	11:59 p.m. (GMT)
<p><b>Pre-Registration</b> Receipt of pre-registration on EDP website (<a href="http://www.edp.com">www.edp.com</a>)</p>	By 3 April 2023	11:59 p.m. (GMT)
<p><b>Statements of intention to exercise differential voting rights (Professional Shareholders)</b> Receipt of statements by professional shareholders who hold shares in their own name but on behalf of clients and wish to exercise differential votes with their shares.</p>	By 3 April 2023	11:59 p.m. (GMT)
<p><b>Shareholders Registration (Financial Intermediary)</b> Receipt of declarations by financial intermediaries indicating the number of shares registered in the name of each shareholder.</p>	3 April 2023	11:59 p.m. (GMT)
<p><b>Advance Electronic Voting</b> Receipt of votes by electronic means on each item of the agenda.</p>	By 10 April 2023	11:59 p.m. (GMT)
<p><b>Postal Voting</b> Receipt of postal votes on each item of the agenda.</p>	By 10 April 2023	11:59 p.m. (GMT)
<p><b>Letter of proxy</b> Receipt of letters of proxy addressed to the Chairman of the General Shareholders' Meeting.</p>	By 10 April 2023	5:00 p.m. (GMT)
<p><b>Annual General Shareholders' Meeting</b></p>	12 April 2023	10:30 a.m. (GMT)

Lisbon, 13 March 2023

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