



**GENERAL SHAREHOLDERS' MEETING
EDP RENOVÁVEIS, S.A.
April 14th, 2016
TEMPLATE LETTER OF REPRESENTATION**

**Chairman of the General Shareholders' Meeting
of EDP RENOVÁVEIS S.A.
Plaza de la Gesta 2
33007 Oviedo
Spain**

Dear Sir,

[Name legible and in capital letter] _____, with residence in [address legible and in capital letter] _____, hereby appoint as representative Mr. / Mrs. [Name legible and in capital letter] _____, to whom I give power to assess, discuss, propose and vote on my behalf all matters on the Agenda of the Ordinary General Shareholders' Meeting of EDP RENOVÁVEIS, SA, scheduled for April 14th, 2016.

In the absence of an express designation, this letter will be understood as a power granted to the Chairman of the Board of Directors of the Company, to vote favourably on the resolutions proposed by the Board of Directors on the different items included on the Agenda. If alternative proposals are put forth during the course of the General Shareholder's Meeting other than those put forward by the Board of Directors in relation to the Agenda items, the proxy will vote in the way which is most favourable to my interests. In the event of a conflict of interest of the Chairman in the adoption of the resolutions of any of the items on the Agenda to be voted on, the proxy shall be understood as granted to the Vice-Chairman, and if he has a conflict of interest, to any of the executive Directors. Finally, in case all of them had a conflict of interest, it would be granted to the Secretary of the Board of Directors, unless otherwise indicated by checking the box that says NO below, in which case it shall be understood that the substitution is not authorised. ☐ NO

Yours sincerely,

_____ of _____, 2016

(Signature of shareholder)

(Signature of Representative)

Notes:

1. This letter is not a public request of proxies, nor indicates the direction of the vote, but aims to offer an example of the usual terms for the representation of shareholders.
2. In case you intend to use this model, the letter must be duly signed and sent to the Chairman of the General Shareholders' Meeting, to be received before the end of the day **April 12th, 2016** at the registered office, or mailbox n.º 15005 EC Campolide, 1074-003 Lisbon, Portugal (recommended to shareholders resident in Portugal to make the shipment to mailbox above).
3. It is requested that a shareholder that intends to attend to the General Shareholders' Meeting, informs in writing to the Chairman of the General Shareholders' Meeting and to the entity or entities in charge of keeping track of the account entries. The deadline for the receipt of this communication is till the end of **April 6th, 2016**, by means of a written communication to be sent (could be used to inform the Chairmen of the General Shareholders Meeting the template or the application online available in the website www.edprenovaveis.com) to the Company's Headquarters, to the mailbox n.º 15005EC Campolide, 1074-003 Lisbon, Portugal or to the e-mail shareholdersedpr@edpr.com

4. The certificate of ownership of the shares issued by the correspondent Bank or Financial Institution and referred to the shares owned at 00:00 hours of **April 7th, 2016**, shall be sent by the Bank or Financial Institution before the end of the day of **April 7th, 2016** to the Chairman of the General Shareholders' Meeting to the Company's Headquarters , to the mailbox nº 15005EC Campolide, 1074-003 Lisbon, Portugal or to the e-mail shareholdersedpr@edpr.com.