INTEGRITY POLICY

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1. OBJECTIVE

The actions of the EDP Group are guided by high ethical standards, business integrity, social awareness and responsibility, and stringent respect for and compliance with laws and regulations. Any behaviour that could jeopardise these market positioning principles is not tolerated from Group companies, workers or business partners.

This policy aims to define the general principles of action and duties for EDP Group companies, their workers and business partners, in order to avoid the commission of unlawful acts, in particular, conduct associated with acts of corruption, money laundering and terrorism financing. In addition, our ambition is to contribute to fostering ethics and integrity in the pursuit of business in the EDP Group, ensuring compliance with the law and the adopted principles and rules.

2. APPLICATION

This Policy was approved by the Executive Board of Directors of EDP - Energias de Portugal, S.A ("**EBD**") on 15 May 2018 and is of immediate and necessary application for all the subsidiaries of EDP – Energias de Portugal, S.A. and all those subject to it, whether controlled or affiliated.

The EBD is the body responsible for setting the objectives and management policies of the company and the EDP Group and has charged the Compliance Department of the Internal Audit and Compliance Division with identifying, assessing and monitoring the risks of unlawful acts being carried out, specifically risks related to corruption, money laundering and terrorism financing. The functions of the IACD Compliance Department are assigned to it by the EBD and its independence is guaranteed by reporting to the EBD and to the Financial Affairs Committee of EDP's General and Supervisory Board.

The IACD Compliance Department is responsible for reviewing this Policy annually or whenever there are significant legislative amendments and submitting the changes to the EBD for approval.

This policy should be disseminated to all the workers of EDP Group companies and it should also be ensured that they understand the reach and significance of the policy and agree with it.

3. DEFINITIONS

Money laundering

Money laundering consists of converting, transferring, assisting in or facilitating any operation that converts into or transfers advantages, obtained for oneself or for a third party, directly or indirectly, with the purpose of dissimulating their unlawful origin, or avoiding criminal consequences or prosecution for the agent or participant.

Conduct aimed at i) concealing or dissimulating the true nature, origin, location, disposition, movement or ownership of advantages, or the related rights; the acquisition, holding or use of assets, knowing at the time they are received that they are proceeds of a criminal activity or of participation in an activity of that nature; iii) participating in any such act, conspiring with another or others to engage in that act, attempting and aiding and abetting in the commission of the same, as well as facilitating the execution of the same or advising someone to commit it, is likewise considered as money laundering.

Worker

Any natural person engaged by any of the EDP Group companies, whether under a collective agreement, for management positions or term of office, on a permanent or temporary basis, or as a trainee.

Conflict of interest

Situation in which the purpose or the pecuniary or non-pecuniary advantages, whether related or unrelated, which a given decision-maker intends to pursue or achieve by conducting a transaction is capable of interfering with the performance of duties of impartiality, objectivity and compliance with the Ethics Code by which the decision-maker is bound in the pursuit of his/her duties or with the interests which the relevant company of the EDP Group must pursue.

Corruption

There are various kinds of corruption but the following are the most relevant for the purposes of this Policy:

- **Passive corruption (of a public official)**: the unlawful act of passive corruption in the public sector is committed by a public official who, himself/herself or through another person, with

that person's consent or ratification, requests or accepts, for himself/herself or for a third party, a pecuniary or non-pecuniary advantage, or the promise of the same, for the doing of any act or omission contrary to the duties of his/her office, even if that act or omission precedes that request or acceptance, or is not contrary to the duties of the office, but he/she is in no way entitled to such an advantage;

- **Active corruption (of a public official):** the unlawful act of active corruption in the public sector is committed by anyone who, himself/herself or through another person, with that person's consent or ratification, gives or promises to give a public official, or a third party, at the instruction or with the knowledge of the same, a pecuniary or non-pecuniary advantage, for the doing of any act or omission contrary to the duties of his/her office, even if that act or omission precedes that request or acceptance, or is not contrary to the duties of the office, but he/she is in no way entitled to such an advantage;

- **Passive corruption (holders of public office):** the unlawful act of passive corruption in the public sector is committed by a holder of political office who, in the course of his/her duties, himself/herself or through another person, with that person's consent or ratification, requests or accepts, for himself/herself or for a third party, a pecuniary or non-pecuniary advantage, or the promise of the same, for the doing of any act or omission contrary to the duties of his/her office, even if that act or omission precedes that request or acceptance, or is not contrary to the duties of the office, but he/she is in no way entitled to such an advantage;

- **Active corruption (holders of political office):** the unlawful act of active corruption in the public sector is committed by a holder of public office who, himself/herself or through another person, with that person's consent or rectification, gives or promises to give a public official, or a third party, at the instruction or with the knowledge of the same, a pecuniary or non-pecuniary advantage, for the doing of any act or omission contrary to the duties of his/her office, even if that act or omission precedes that request or acceptance, or is not

contrary to the duties of the office, but he/she is in no way entitled to such an advantage;

- **Passive corruption to the detriment of international trade:** the unlawful act of passive corruption to the detriment of international trade is committed by anyone who, himself/herself or through another person, with that person's consent or ratification, requests or accepts, for himself/herself or for a third party, a pecuniary or non-pecuniary advantage, or the promise of the same, to which he/she is in no way entitled, to obtain or preserve a transaction, contract or other undue advantage in international trade;

- **Active corruption to the detriment of international trade:** the unlawful act of active corruption to the detriment of international trade is committed by anyone who, himself/herself or through another person, with that person's consent or ratification, gives or promises to give or promises to an official (national, foreign or of an international organisation) or holder of political office (national or foreign) or a third party, with their knowledge, a pecuniary or non-pecuniary advantage, to which he/she is in no way entitled, to obtain or preserve a transaction, contract or other undue advantage in international trade;

- **Passive corruption in the private sector:** the unlawful act of passive corruption in the private sector is committed by a private sector worker who, himself or through another, with that person's consent or ratification, requests or accepts, for himself/herself or for a third party, a pecuniary or non-pecuniary advantage, or promise of the same, to which he/she is in no way entitled, for any act or omission which constitutes a breach of his/her employment duties;

- **Active corruption in the private sector:** The unlawful act of active corruption in the private sector is committed by anyone who, himself or through another, with that person's consent or ratification, gives or promises to give to the private sector worker, or a third party, with the knowledge of the same, a pecuniary or non-pecuniary advantage, to which he/she is in no way entitled, for any act or omission which constitutes a breach

	of his/her employment duties.
Family or family ties	Spouse or cohabiting partner, parents, grandparents, great-grandparents, descendants and non-lineal relatives to the third degree.
Terrorism financing	The unlawful act of terrorism financing is committed by anyone who, by any means, directly or indirectly, supplies, collects or holds funds or assets of any kind, as well as products or rights capable of being transformed into funds, with the intention of using them or knowing that they may be used, in whole or in part, in the planning, preparation or commission of terrorist acts.
Public official	The concept of public official includes: *(i)* civil servants; *(ii)* administrative agents; *(iii)* arbitrators, jurors and experts; *(iv)* anyone who, even provisionally or temporarily, in return for remuneration or otherwise, voluntarily or obligatorily, has been called upon to perform or participate in the performance of an activity included in administrative or judicial public functions, or, in the same circumstances, to perform duties in community interest bodies or participate in such functions; *(v)* directors, supervisory board members and employees of public enterprises, whether nationalised, state-owned or having a state-owned capital majority, as well as public service concessionaires; *(vi)* judges, clerks, agents and equivalents of international public law organisations, irrespective of nationality and residence; *(vii)* national officials of other States, when the infringement has been committed, in whole or in part, in Portuguese territory; *(viii)* all those who perform identical functions to those described in i) - iv) in any international public law organisation of which Portugal is a member, when the infringement has been committed, in whole or in part, in Portuguese territory; *(ix)* judges and clerks of international courts, provided that Portugal has declared its acceptance of the jurisdiction of such courts; *(x)* all those who perform duties in non-judicial dispute resolution procedures, irrespective of nationality and residence, when the infringement has been committed, in whole or in part, in Portuguese territory; *(xi)* jurors and national arbitrators of

	other states, when the infringement has been committed, in whole or in part, in Portuguese territory.
Close members of the PEP's family	Parents, grandparents, great-grandparents and lineal descendants of politically exposed persons. Spouses and cohabiting partners of politically exposed persons and spouses and cohabiting partners of parents, grandparents, great-grandparents and lineal descendants of politically exposed persons.
Sponsorships and donations	Awarding of financial or human resources or assets to an entity, person or event promoted by an outside entity, with the objective of carrying on some social, cultural or promotional activity, among others.
Facilitation payment	Payment to a public official or private sector worker intended to incentivise or expedite the doing of an act or to obtain an omission or rejection, contrary or otherwise to the duties of the relevant positions or functions, provided that the payment is not owed (example: e.g. urgent rate). In other words, in a normal or routine situation, there would be no payment of any sum for the execution of the task or for obtaining the result in question.
Related parties	Related parties are considered the persons or entities as defined in OS 03/2010/CAE, or any subsequent document replacing it.
Politically Exposed Person ("PEP")	PEP means an actual person who holds, or has held in the previous 12 months, in any country or jurisdiction, the following prominent public offices: i) Heads of State, Heads of Government and members of Government, specifically ministers, secretaries and under-secretaries of State or equivalents; ii) members of Parliament; iii) justices of the Constitutional Court, the Supreme Court of Justice, the Supreme Administrative Court, the Court of Auditors, and members of the supreme courts, constitutional courts and other high-ranking judicial bodies of other States and international organisations; iv) representatives of the Republic and members of the government bodies of the autonomous regions; v) Ombudsman, Councillors of State, members of the

	National Data Protection Commission, the Higher Council of the Judiciary, the Higher Council of the Administrative and Tax Courts, the Office of the Attorney-General of the Republic, the Higher Council of the Public Prosecutor's Office, the Higher National Defence Counsel, the Economic and Social Council, and members of the Regulatory Body for the Media; vi) ambassadors and consuls; vii) serving Generals of the Armed Forces; viii) mayors and councillors with executive municipal council positions; ix) members of the boards of governors and supervisory boards of central banks, including the European Central Bank; x) members of the boards of governors and supervisory boards of public institutes, public foundations, public establishments and independent administrative entities, however designated; xi) members of the boards of directors and supervisory boards of state business sector entities, including the business, regional and local sectors; xii) members of the executive management bodies of national or regional political parties; xiii) directors, deputy directors and members of the board of directors or persons who hold equivalent positions in an international organisation.
Persons recognised as being closely associated	Any natural person, known to be a joint owner, with the politically exposed person, of a legal person or of a centre of collective interests with no legal personality. Any natural person who holds the share capital or voting rights of a legal person, or the assets of a collective interests centre with no legal personality, which is known to have a politically exposed person as the beneficial owner. Any natural person known to have corporate, commercial or professional relations with a politically exposed person.
Prevarication	Unlawful act committed by a public official who, in a judicial enquiry or court proceedings for regulatory or disciplinary offences, knowingly and unlawfully, promotes or fails to promote, conduct, decide or not decide, or do an act in the exercise of powers deriving from the position held; or by a holder of public office who knowingly conducts or decides unlawfully on a process in which he/she is involved in the course of his/her functions, with the intention of thus prejudicing or benefiting someone.

Ethics Ombudsman	The person responsible for receiving the ethical complaints that arrive at EDP, managing and documenting the file for each one and guaranteeing secrecy about the identity of the complainant.
Retaliation	Reprisals, retribution or revenge.
Third party	Any physical or legal person who is not a Worker but participates in the activities of or represents any EDP group company, in the capacity of service provider, advisor, or supplier of materials or services, whether indirectly or directly.
Holders of public office	Public offices are: i) the President of the Republic; ii) the President of the Parliament; iii) members of Parliament; iv) members of government; v) members of the European Parliament; vi) representatives of the Republic in the autonomous regions; vii) members of the government of the autonomous regions; viii) members of local government.
Holders of other political offices	Natural persons who, while not classified as politically exposed persons, hold or have held in the previous 12 months and in national territory, any of the following positions: a) public managers; b) members of the board of directors of a company in which the State has holdings, when appointed by the State; c) members of the executive boards of companies in the local business sector; d) members of the management bodies of public institutes; e) members of the independent public entities provided for in the Constitution or in ordinary law and; f) holders of the highest-ranking management positions and equivalents; g) members of the representative or executive body of the metropolitan area or other forms of municipal association.
Bribe	Persuade or attempt to persuade another person, by means of a gift or a promise of a pecuniary or non-pecuniary advantage, to give false statements, testimonies, expert opinions, etc., even when these are not realised.
Private sector worker	A person who performs duties, including management or supervisory duties, under an individual employment contract, services agreement or any other, even if provisional or

	temporarily, in return for remuneration or otherwise, in the service of a private sector entity.
Influence peddling	The unlawful act of influence peddling is committed by anyone who, himself/herself or through another person, with that person's consent or ratification, *(i)* requests or accepts, for himself/herself or for a third party, a pecuniary or non-pecuniary advantage, or the promise of the same, to misuse his/her influence, whether real or supposed, at any public entity; or *(ii)* give or promise to give a pecuniary or non-pecuniary advantage to the persons referred to in the preceding paragraph for the purpose of obtaining an unlawful favourable decision.
Unlawful advantages	Proceeds from the commission, in any form of co-participation, of the unlawful acts that constitute the offences of incitement to prostitution, sexual abuse of children or underage dependants, extortion, drug trafficking, arms trafficking, trafficking in human organs or tissues, trafficking protected species, tax fraud, influence peddling, corruption, embezzlement, employee fraud, harmful management in a public sector economic unit, fraudulently obtaining or diverting a subsidy, grant or credit, economic/financial infringements committed in an organised manner using information technology and international or transnational economic/financial infringements, sale, circulation or concealment of products or items, and of offences punishable with a minimum term of imprisonment of six months or a maximum of over five years, as well as the obtained assets.

4. COMMITMENT

The EDP Group is committed to respect for compliance with the laws and regulations in force and the promotion, in the pursuit of its activity, of responsible action, with respect for ethical and integrity values.

The commission of unlawful acts such as corruption, influence peddling, money laundering por terrorism financing undermines internal public peace, safety and the well-being of the citizens, as well as market stability, and may have implications at the following levels: *(i)* political, since it destabilises democracy and the rule of law; *(ii)* economic, since valuable resources necessary for the growth and development of society are diverted; *(iii)* social, since it fosters instability, insecurity and distrust on the part of the citizens; and *(iv)* environmental, since it may bring about the deterioration of the ecosystem.

At national, European and international level, there has been a common approach for the prevention and combating of this kind of unlawful act, based on a zero-tolerance policy, entailing the adoption of increasingly more stringent and demanding laws, which fosters cooperation between private entities and public authorities.

Internationally, some of the well-known laws include the FCPA, FATCA, OFAC, the United Nations Security Council, the UK Bribery Act, the Spanish Criminal Code (Article 31 Bis), Law No. 12.846 of 1 August 2013 in Brazil, the OECD directives, and in Portugal, Law No. 83/2017, in particular, which establishes new and enhanced measures for combating money laundering and terrorism financing.

As a responsible group, the EDP Group is committed to participating actively in zero-tolerance policies regarding corruption, money laundering and terrorism financing, and is also committed to adopting vanguard procedures for preventing such unlawful acts and cooperating with the authorities with a view to eradicating such behaviour.

Compliance with the national, European and international legislation applicable to each company in the EDP Group, as well as with this Policy and other internally approved rules, is compulsory, and any acts or omissions that constitute a breach or infringement of such rules are not tolerated.

The EDP Group undertakes to foster unbiased, honest, upright, professional and fair conduct and requires that its workers and commissioned third parties guide their

behaviour in accordance with this commitment, complying with the laws and regulations in force.

EDP Group companies do not tolerate any kind of unlawful act and to this end have implemented and disseminated measures for the prevention, detection, remediation and control of all forms of corruption, prevarication, acting in situations of conflict of interests, influence peddling, money laundering, terrorism financing and other unlawful acts.

5. RELATIONSHIP WITH OTHER POLICIES AND LEGISLATION

This Policy does not seek to discuss all the national, European and international statutory and regulatory particularities related to the unlawful acts discussed herein, but instead seeks to create a minimum requirement for compliance and adherence to the policies of the Group.

In this sense, the EDP Group companies may adopt additional more demanding measures, in line with local needs, ensuring that they comply with the applicable local legislation.

Whenever the applicable local legislation requirements on money laundering and terrorism financing are less stringent than the national provisions, EDP shall ensure that the foreign branch offices, subsidiaries or other entities under its control comply with the internally-defined policies guaranteeing their conformity with the relevant national statutory and regulatory provisions.

To this end, the implementation of any additional measures, or the impossibility of this policy being applied owing to its prohibition under local legislation, shall be submitted for consultation and review by the Compliance Department of the IACD and the Secretary General. All workers and commissioned third parties shall foster knowledge of and full compliance with the provisions of the national, European and international laws and regulations and of this policy, guaranteeing that *(i)* they have not, do not, and will not infringe them, *(ii)* have not, do not, and will not engage in any improper, irregular or unlawful conduct, *(iii)* have not, do not, and will not adopt any unlawful action in the name of EDP, and/or *(iv)* have not, do not, and will not do any act which may unlawfully or unduly favour third parties, directly or indirectly, either in the private sector or in the public sector.

6. PRINCIPLES OF ACTION

A. General principles

The EDP Group companies shall only enter into formalised legal transactions with third parties, partners and clients that comply with the laws of their countries, follow European and international best practices and EDP internal policies and standards, and undertake to comply with social responsibility practices in their chain of production.

B. Preventing corruption

The EDP Group companies, workers and third parties shall not, under any circumstances, directly or indirectly, give or promise to a Public Official, holder of public office, PEPs, persons recognised as being closely related, private sector worker or third party (including relatives or closely related persons), at their instruction or with their knowledge, unlawful advantages or pecuniary or non-pecuniary advantages, which constitute a return for the doing of any act or omission *(i)* contrary to the duties of the position, or, *(ii)* even when not contrary to the duties of the position, there is no entitlement to such advantages.

In addition, EDP Group companies and their workers and third parties shall not under any circumstances, directly or indirectly, request or accept, for themselves or for a third party, bribes, pecuniary or non-pecuniary advantages, or promise of the same, in return for the doing of any act or omission *(i)* contrary to the duties of the position, or *(ii)* although not contrary to the duties of the position, there is no entitlement to such advantages.

C. Sponsorships and donations

The delivery of any kind of benefit to external entities, in the form of sponsorships or donations, shall obey the specific rules in the social investment policy and be analysed from an integrity standpoint. These shall only be awarded to suitable entities and due measures must be taken to ascertain that standing. It is also required that the entities in question provide accounts of how these resources, whether financial or in kind, are applied.

In order to promote full and transparent management of the resources awarded to this kind of programme, the areas responsible for the management of such matters shall communicate this Policy to the beneficiaries.

D. Contributions to political parties

The making of contributions to political parties, namely through the delivery of assets or provision of services, directly or indirectly, in the name or in representation of EDP, may affect the integrity of the EDP Group companies and is, therefore, prohibited.

When a Worker intends to make contributions by delivering assets or providing services, directly or indirectly, he/she may do so on an individual basis but never in association with the image of EDP.

EDP should make available the necessary arrangements for workers to take part in political processes, on the terms prescribed by law.

It is not permitted to use EDP resources for actions related to political processes, unless otherwise required by law.

E. Conflict of interests

Workers should not become involved in any activity that is in conflict with the interest of EDP Group transactions.

All workers who are in an apparent or actual position of conflict of interest with EDP transactions shall communicate the conflict to their line manager and refrain from doing any act or making any decision in this respect.

Familial relationships between workers or employees shall be analysed on an individual basis for the purpose of mitigating, avoiding or excluding any conflicts of interest. If there is a risk of a conflict of interests, the engagement decision shall be made in accordance with the procedures approved specifically for the purpose.

The familial relationships referred to above may involve the following, among others:

- subordination between workers who have family ties;

- interaction between workers who have family ties, even if they work in different areas, but where the activities of one are dependent, in professional terms, on the other;

- situation where the worker performs selection, negotiation, assessment or other functions in the management of a contract with a third party with whom or which the worker has family ties.

If a conflict of interest risk is detected, measures shall be taken in line with the approved procedures.

Related party transactions are scrutinised by market regulators and, as such, have high internal and external visibility. For the purpose of eliminating or mitigating this kind of risk, EDP prohibits workers who may be in a conflict of interest from conducting or authorising transactions with related parties (excluding transactions between EDP Group companies). Alternative means of decision-making and documenting the operations must be adopted to ensure that the authorisation and engagements are free from conflict of interest risks.

F. Prevention of money laundering and terrorism financing

EDP Group companies shall only do business with clients and partners involved in lawful commercial activities and with funds stemming from lawful sources.

EDP Group companies, company officers, employees and workers shall comply with the statutory and regulatory duties and internal policies on the prevention and elimination of money laundering.

EDP Group companies define and adopt internal policies, control procedures and risk management models effective and suitable for its operating realities, in accordance with best practices and in order to comply with the specific statutory obligations regarding the anticipation, mitigation, prevention, identification and monitoring of money laundering and terrorism risks, to which they are or may be exposed, as well as in processing information and cooperating the sector and judicial authorities.

EDP Group companies provide appropriate training to workers who have relevant functions in combating money laundering and terrorism financing.

7. COMMUNICATION AND TRAINING

Without prejudice to the specific duties that will be the subject-matter of a separate Regulation containing the applicable money laundering and terrorism financing measures, the Compliance Department of the IACD will be responsible for

communicating and disseminating this policy, and other related internal standards, to all EDP Group companies, managers and workers. The communication in question shall provide information about the measures and procedures adopted by EDP to prevent, detect and remedy any unlawful practices in relationships with clients, suppliers, service providers and partners, as well as with Public Officials or public bodies.

Communication and training shall be done at the appropriate intervals for keeping this policy and any associated themes up to date. Whenever there is any doubt about the procedures to be followed, the IACD Compliance Department shall be consulted in order for the best form of action to be adopted.

8. COMPLAINTS OR REPORTS

The EDP Group makes available a range of means for communicating complaints or reports, including a telephone number, website and e-mail addresses, and is arranged into unbiased and impartial units responsible for the management and resolution of all the reported cases.

It is compulsory for all workers and third parties who report situations that are not in compliance with the policies, standards, procedures and internal control system to use the means mentioned above so that these may be properly dealt with, thus avoiding the exposure of workers and third parties to situations that may cause the upheavals associated with direct action on such matters or inaction with regard to their responsibilities.

9. MONITORING

The Compliance Department of the IACD is charged with implementing procedures and control systems suitable for oversight of this Policy and of any other supplementary rules approved and implemented by the EDP Group.

10. RETALIATION

EDP will not tolerate any rebuke and/or retaliation against anyone who makes communications or complaints in good faith about misconduct or suspicions regarding infringements of the policies, standards, rules, procedures or internal control systems. Any attitude of this kind should be reported to the body charged

with investigating such an infringement, namely the Ethics Ombudsman or the department responsible for compliance – the IACD Compliance Department – and will be subject to disciplinary action, pursuant to the law and in accordance with EDP's internal policies.

11. FAILURE TO COMPLY WITH THE GROUP POLICY AND THE APPLICABLE LEGISLATION

Failure to comply with this Policy will be subject to internal penalties and the appropriate disciplinary and/or statutory measures will be taken against the workers and/or interested parties.

Failure to comply with this Policy may also result in administrative and judicial liability, including fines, damages, aggravated fines, restriction of freedom, ban on the pursuit of one's activity, restriction of receipt of government loans, subsidies or incentives, loss of assets and even dissolution of the company.

It should be noted that these penalties may apply to both natural and legal persons when the law so provides.

Any administrative offence liability of the EDP Group companies will not exclude the individual liability of natural persons who hold directorial, management or supervisory positions, representatives, employees or other workers, whether permanent or occasional.

Lisbon, 15 May 2018