

**ANNUAL GENERAL SHAREHOLDERS'  
MEETING OF EDP – ENERGIAS DE  
PORTUGAL, SA  
April 5<sup>th</sup> 2018**

**PROPOSAL OF RESOLUTION REGARDING ITEM 8 OF THE AGENDA**

Partial Amendment of the Bylaws

**Whereas:**

- a) On the past 2<sup>nd</sup> August came into force the Law no. 62/2017, dated 1<sup>st</sup> August, which establishes a balanced representation regime between women and men at the management and supervision boards of listed companies, imposing a ratio of 20% of the under-represented gender on those corporate bodies at the first elective general shareholders' meeting occurring after 1<sup>st</sup> January 2018;
- b) It is found, therefore, advisable to have more flexibility regarding the number of members that compose the Executive Board of Directors of EDP, reason why it is considered adequate to enlarge that number, from eight to nine, which implies the amendment of the company's By-Laws.

**It is hereby proposed that the Shareholders approve:**

The amendment of the By-Laws, through the modification of article 16.º No. 2, which shall read as the following:

**Article 16.º**

(...)

- 1. (...)
- 2. The number of members set in accordance with the foregoing paragraph shall be between a minimum of five and a maximum of nine.
- 3. (...)
- 4. (...)

Lisbon, January 8<sup>th</sup> 2018

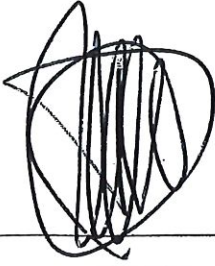
The Shareholders



**China Three Gorges (Europe) S.A.**

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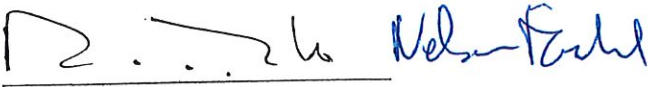
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Oppidum Capital S.L.



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Senfora, BV



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Fundo de Pensões do Grupo Millennium BCP

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Sonatrach



E. OUNOUGH