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State of Emergency declared in Spain – preventive measures against the expansion of Covid-19 with regards to the celebration of the Extraordinary Shareholders' Meeting.

Considering the current health emergency resulted from the expansion of the Covid 19 at international level, and given the exceptional measures recently adopted by the Spanish Government aimed to limit the virus spreading, which are particularly referred to restrictions to events with a high number of people, it becomes evident that we are facing urgent circumstances that require extraordinary measures to guarantee the health of EDP Renováveis, S.A.' shareholders and of additional people that need to intervene in the Shareholders' Meeting; and consequently the Board of Directors recommends that the shareholders exercise their rights in the safest way, particularly through the representation and vote at a distance.

In that sense, it is reminded to the shareholders that the distance channels and means that can be used are explained at the Shareholders' Guide, and made available at the corporate website of the Company (including email address and phone numbers enabled for the exercise of the right of information, and the templates of the intention to participate, representation letter and voting ballot, as well as the telematic platforms activated for that purpose).

EDP RENOVÁVEIS, S.A. SHAREHOLDERS' GUIDE

Procedure for exercising the right of information, supplement to the meeting notice, presentation of proposals for decision, attendance, representation and distance voting in relation to the Extraordinary General Shareholders' Meeting

I. INTRODUCTION

The organization and functioning of the Extraordinary General Shareholders' Meeting of EDP RENOVÁVEIS, S.A. (hereinafter "EDPR" or the "Company") — including the request for representation, the exercise of representation and distance voting by shareholders; the reception, validation and computation of votes and proxies; exercising the right of information and requesting a supplement to the meeting notice and presentation of proposals for decision — is regulated in the Articles of Association of EDPR and in the Ley de Sociedades de Capital (Spanish Companies Law), the Mercantile Registry Regulations and other legal provisions.

For a greater transparency and in order to guarantee the rights of all shareholders to exercise the powers conferred upon them in Articles 14 and 15 of the Articles of Association, the Board of Directors of the Company has approved, in relation to the Extraordinary General Shareholders' Meeting, this Shareholders' Guide. This document develops the policies governing shareholders' right to information, supplements to the meeting notice, presentation of proposals for decision, attendance and representation and distance voting (hereinafter, the "Shareholder's Guide") and is available to all shareholders on the Company's website



(www.edpr.com) and at the Investors Relations Department, located in Serrano Galvache, nº 56, Edifico Olmo, 7th Floor, 28033 Madrid.

This Shareholders' Guide is approved and published on the occasion of the Extraordinary General Shareholders' Meeting which the Board of Directors of EDPR has agreed to convene in the city of Oviedo, Spain at the offices of the Company located at Calle Doctor Casal, nº 3-5, on **February 22**nd, **2021**, at 12:00 noon, on first call or, if the necessary quorum is not reached, on **March 1**st, **2021** at the same time and place, to deliberate and resolve upon the matters included in the Agenda, as listed in the meeting notice.

II. SHAREHOLDERS' INFORMATION RIGHTS

1. Documentation available to Shareholders

The notice of the General Shareholders' Meeting is published, according to the applicable law and the company's Articles of Association, in the Official Gazette of the Commercial Registry and on the Company's website at least 30 days prior to the meeting date. Likewise, the notice of the General Shareholder's Meeting is also published on the websites of *Sociedade Gestora de Sistemas de Liquidação e de Sistemas Centralizados de Valores Mobiliários, S.A* ("Interbolsa"), of the Comissão do Mercado de Valores Mobiliários (CMVM), at www.cmvm.pt and the Comisión Nacional del Mercado de Valores (CNMV) at www.cmvv.es, as the case may be. Simultaneously with the publication of the meeting notice, the documentation available to shareholders in relation to the General Shareholders' Meeting is published on the CMVM website.

Likewise, as soon as the notice of the meeting is formally published, all the information and documentation related to the General Shareholders' Meeting will be available to the shareholders at the Company's website (www.edpr.com). Accordingly, and regarding the General Shareholders' Meeting, the following documents are published on the website:

- (i) the notice of the Extraordinary General Shareholders' Meeting;
- (ii) the total number of shares and voting rights at the date of the Meeting notice;
- (iii) the template letter expressing the intention to attend the Meeting, the template of the letter of representation and the template of the ballot to be sent by mail. Likewise, they are published the links to the electronic platforms of the Company provided for the telematic submission of the intention to attend and the voting on the topics included in the Agenda;
- (iv) the full texts of the proposed resolutions (included also when received if such were the case, those proposed by shareholders), that will be submitted to the Extraordinary General Shareholders' Meeting for approval, as well as the necessary reports that if such is the case, shall be made available to the shareholders at the moment of the convening of the meeting.
- (v) this Shareholders' Guide;

and

(vi) the consolidated texts in force (Articles of Association and the other applicable regulations).



The shareholders have the right to examine these documents at the Company's Headquarters located at Plaza del Fresno nº. 2 in Oviedo, Spain and to request a free hand delivery or post-delivery copy of the documents described above.

The Company will make its best efforts to include the translated versions of the information and main documents related to the General Shareholders' Meeting on its website (www.edpr.com) as quickly as possible after the notice of the meeting. In the event of any discrepancy between the versions in the two languages, the Spanish version of the documents shall prevail.

2. Right to Information prior to the General Shareholders' Meeting

As soon as the notice of the General Shareholders' Meeting is published and up to the fifth (5º) day (inclusive) prior to the date on which the meeting is scheduled on first call, shareholders may submit questions or requests for information or clarifications referring to the items on the Agenda to the Investors Relations Department by post addressed to Serrano Galvache num. 56, Edificio Olmo, 7th Floor, 28033 (Madrid) or to the e-mail address <u>ir@edpr.com</u>. Requests may also be made by phone +34 902 830 700 between 9:00 and 19:00 hours.

Requests for information must include the full name of the requesting shareholder, the number of shares owned, the account where the shares are registered through account entries and any other circumstances specified on the Company's website. The shareholder must also submit a copy of the document certifying the shareholder status - certificate of ownership of the shares –, so that, in case the Company found it necessary, it could compare such information with the data provided by Interbolsa Sociedade Gestora de Sistemas de Liquidação de Sistemas Centralizados de Valores Mobiliarios S.A., a Portuguese company located in Oporto 4100-138 (Portugal), Avenida da Boavista, Nº3433, with Tax Identification Number and registration number in the Oporto Business Register: PT 502 962 275 ("INTERBOLSA").

3. Shareholders' Information Rights during the General Shareholders' Meeting

Notwithstanding the provisions of the previous section, the shareholders may exercise their information rights during the General Shareholders' Meeting, within the terms and conditions provided by the Law and in the By-laws.

III. SUPPLEMENT TO THE MEETING NOTICE AND PRESENTATION OF PROPOSALS

According to the applicable law, Shareholders may request, the publication of a supplement to the notice of the General Shareholders' Meeting including one or more items on the Agenda and the respective proposals for decision.

In order to exercise these rights, shareholders must send their request through a written notification to the Secretary of the Board of Directors, which must be received no later than five (5) days after the publication of the notice of the General Shareholders' Meeting.

The written notification must include the name or company name of the shareholder(s) making the request along with the pertinent documentation (copy of the certificate of ownership accrediting the shareholder's status — so that the information can be compared against that provided by INTERBOLSA-, along with the contents of the item or items proposed by the shareholder, and the proposals for decision of the items to be included in the supplementary



Agenda). When legally necessary, the shareholder may request to the Board of Directors or to its Committees to provide the supporting report or reports stating the reason for the proposal regarding the items to be included in such supplement. The supplement to the summon will be published at least, fifteen (15) days before the scheduled meeting date on first call, and on the same form used for the publication of the summons.

The Board of Directors has agreed to empower the Chairman of the Board of Directors, the Secretary of the Board of Directors and the Vice-Secretary of the Board of Directors, so that any one of them, jointly and severally and on behalf of the Board of Directors, may take any and all actions as may be necessary in relation to the meeting supplement, including the steps necessary to publish the supplement.

IV. SHAREHOLDERS' ATTENDANCE RIGHT

All shareholders have the right to attend the General Shareholders' Meeting, to request the information and clarifications that they consider relevant regarding the points included in the Agenda of the General Shareholders' Meeting and to take part in its deliberations and voting.

To exercise their right to attend, shareholders who intend to participate at the General Shareholders' Meeting are requested to communicate it in writing until the end of the sixth (6th) day trading day preceding the day in which the General Shareholders' Meeting shall be held, until the end of **February 12th**, **2021** on first call and until the end of **February 19th**, **2021** on second call if the necessary quorum is not reached, to both:

- i. the Chairman of the Board of the Shareholders' Meeting being available for such purpose, a template (that may be sent to the Company's offices, to Calle Doctor Casal nº 3-5, 33001, Oviedo, Spain; or to the email address shareholdersedpr@edpr.com) or an online application. Both means are available in the website (www.edpr.com),
- ii. the entity or entities in charge of keeping track of the account entries.

In order to attend the meeting, shareholders' shares must be recorded at their name in the corresponding account entry record in the fifth (5th) trading day preceding the day in which the General Shareholders' Meeting shall be held, that is on first call **February 15th**, **2021** and on second call, **February 22nd**, **2021**. This circumstance must be proved by the appropriate ownership certificate indicating the number of shares registered in the name of the shareholder in the fifth (5th) trading day preceding the day on which the General Shareholders' Meeting shall be held, which is requested to be submitted, to the Chairman of the Board of the General Shareholders' Meeting until the end of **February 15th**, **2021**, on first call and, until the end of **February 22nd**, **2021** on second call, by the entity or entities responsible for keeping track of the account entries, to the Company's offices at Calle Doctor Casal nº 3-5, 33001, Oviedo, Spain, or to the email address shareholdersedpr@edpr.com; without the need of prior blockade of the shares until the date of the General Shareholders' Meeting. The said certificate of ownership must refer to the shareholder's position as of 0:00 hour, **February 15th**, **2021**. In the event, for the date of the meeting on second call, it must refer to the shareholder's position as of **February 22nd**, **2021**.

In order to identify the shareholders or their proxies as they access to the General Shareholders' Meeting, attendees may be asked to present their national ID cards or any other official



document generally accepted for these purposes, as well as the documentation proving such representation.

V. RIGHT TO REPRESENTATION AND DISTANCE REPRESENTATION

1. The Right to Representation

According to the terms of Article 15 of the Articles of Association, shareholders may be represented at the General Shareholders' Meeting by a proxy (who does not need to be a shareholder). The shareholders who wish to make effective this right of representation shall grant the related a proxy specifically to this General Shareholders' Meeting by post, which must be delivered indicating the name of the proxy to the Company two (2) days prior to the date scheduled for the General Shareholders' Meeting on first call. The copy of documents granting the concerning proxies, could be submitted to the Company's offices located at Calle Doctor Casal nº 3-5, 33001, Oviedo (Spain), or to the e-mail address shareholdersedpr@edpr.com. The original document of the representation letter duly completed and signed must be kept.

The following wording may be used to grant a proxy to attend the General Shareholders' Meeting:

A template letter of representation is available to the shareholders in the Company's website (www.edpr.com). Likewise, it can be requested by telephone to the Investors Relations Department +34 902 830 700 between 9:00 and 19:00 hours, or at the e-mail address ir@edpr.com.

The letter of representation must be completed and signed by the shareholder and by its representative, without whose acceptance it is not valid. To this end, the representative must also sign the representation document.

The proxy must attend the General Shareholders' Meeting personally, at the time and date indicated for the General Shareholders' Meeting, starting one hour before the meeting is scheduled to begin, presenting the original representation document at the shareholder registration desk.



2. <u>Deadline for Receipt by the Company</u>

According to the terms of Article 15 of the Articles of Association, in order to be valid, mail-in proxies must be received by the Company at the location indicated above two (2) days before the scheduled Meeting date, that is before midnight (24:00) on **February 22nd**, **2021** on first call, and on **February 27st**, **2021** on second call.

After that time, the written proxies may only be submitted in person at the shareholder registration desk on the scheduled place and date of the General Shareholders´ Meeting, starting one hour before the meeting is set to begin until the starting of the same.

3. Proxies granted to Members of the Board of Directors

When a proxy is granted to a member of the Board of Directors by post, it shall be understood that the representative has been notified of the delegation when the Company receives the proxy from the shareholder.

The shareholders are hereby informed that all of the members of the Board of Directors have expressed their personal decision to assume each and every one of the individually conferred proxies, unless any legal or statutory grounds prevent them from doing so. The Board of Directors has unanimously agreed to make a note of this unanimous personal decision in the minutes. Consequently, it will not be necessary for the members of the Board of Directors to sign each individual delegation form as an expression of their acceptance of the delegation.

4. Voting

If alternative proposals are put forth during the course of the General Shareholders' Meeting other than those proposed by the Board of Directors in relation to the Agenda items, the proxy will vote in the way which is most favourable to the interests of the represented shareholder, except that the shareholder prohibited this expressly, in which case shall be understood shareholder instructs the proxy to abstain.

5. Other Provisions regarding Representation

- For delegation forms received by the Company that do not specifically state the name of the person being designated as the proxy, it will be understood that the power of representation is granted to the Chairman of the Board of Directors.
- When the proxy has been granted or is understood to have been granted to the Chairman
 of the Board and the Chairman has conflict of interest between the proxy and any of the
 items on the Agenda to be voted on, the representation will be assumed by the Secretary
 of the General Shareholders' Meeting, unless otherwise indicated.
- Likewise, unless specifically indicated otherwise, in which case it will be understood that
 the delegating shareholder instructs the proxy to abstain, the delegation also includes the
 proposals on Agenda items put forward by shareholders according to the law, or on any
 matters that the law allows to be addressed at the General Shareholders' Meeting, even



when they are not included on the Agenda. In both cases, the proxy will vote in the way which is most favourable to the interests of the represented shareholder.

When shareholders who submit their proxies by post do not mark any of the boxes giving
instructions on how to vote on the Agenda items, it shall be understood that the
shareholder has instructed the proxy to vote in favour of the proposals put forth by the
Board of Directors included on the published Meeting Agenda.

VI. VOTING RIGHTS AND DISTANCE VOTING

1. The Right to Vote

Pursuant to the terms of Article 15 of the Articles of Association, each share whose owner is present or represented at the General Shareholders' Meeting has the right to one vote.

2. <u>Distance Voting</u>

Pursuant to the terms of Article 15 of the Articles of Association, shareholders may vote on the proposals relative to the Agenda items electronically or by post.

3. Mail-in Voting

In order to vote by post, shareholders may request the required documentation to exercise such right from the Company to the Investors Relations Department at Serrano Galvache, num. 56, Edificio Olmo, 7th Floor, 28033 Madrid, or via e-mail at <u>ir@edpr.com</u>. Such request, also could be done by telephone at +34 902 830 700 between 9:00 and 19:00 hours. The request, which must include the shareholder's address and/or email, must be received by the Company no later than fifteen (15) calendar days before the scheduled date of the General Shareholders' Meeting on first call. The documentation for the mail voting will be sent to the shareholders to his/her address or e-mail address (to shareholder preference) and will include, among others, a ballot and a postage-paid return envelope. The shareholder must fill in the corresponding box on the ballot with an X to indicate his/her vote - in favour or against- the resolutions or to abstain.

The template ballot is also available to shareholders on the Company's website (www.edpr.com).

The completed and signed ballot must be sent to the Company's offices located at Calle Doctor Casal, nº 3-5, 33001, Oviedo (Spain) (it is recommended that shareholders residing in Portugal send their votes by email or use the online application). The certificate of ownership shall be issued in accordance to the requirements specified in section IV of this Shareholder's Guide.

4. <u>Electronic Voting</u>

Shareholders who are entitled to attend the General Shareholders' Meeting may vote electronically. To this end, they must express their intention to do so using the link on the Company's website (www.edpr.com). Such intention, which must include an email address, must be received by the Company at least six (6) trading days in advance of the General Shareholders' Meeting (by February 12th, 2021 for the meeting held on first call, and if such is the case, by February 19th, 2021 on second call). The shareholder will then receive an email with



a username and a password which the shareholder must then insert in the appropriate places on the *link* contained on the Company's website in order to vote electronically.

The certificate of ownership shall be issued in accordance to the requirements specified in section IV of this Shareholder's Guide.

5. <u>Deadline for Receipt by the Company</u>

Pursuant to the terms of Article 15 of the Articles of Association, mail-in votes and electronic votes must be received by the Company before midnight (24:00 hours) on the day before the scheduled meeting date on first call, i.e., before midnight (24:00 hours) on **February 21**st, **2021**.

After that time, votes may only be cast in person at the General Shareholders' Meeting by the shareholder or the shareholder's proxy who has complied with the requirements for participation in the General Shareholders' Meeting.

6. Attendance at the meeting of shareholders who vote electronically or by post

Shareholders who vote electronically or by mail-in vote will be considered present at the meeting for the purposes of constitution of the General Shareholders' Meeting.

7. Voting

When shareholders who vote electronically or by post do not mark any of the boxes giving instructions on how to vote on the Agenda items, it shall be understood that the shareholder has voted in favour of the proposals put forth by the Board of Directors as included on the published Meeting Agenda.

VII. COMMON PROVISIONS TO THE DELEGATION OF PROXIES AND DISTANCE VOTING

1. Revocation of proxies and distance voting

The representation granted by post may be expressly revoked by the shareholder using the same means by which it was granted before the deadline established for granting proxies, or by attending the General Shareholders' Meeting personally.

Distance votes cast electronically or by post will be rendered null and void if subsequently and expressly revoked by the shareholder using the same means before the deadline established for doing so, or when the shareholder who cast the distance vote or the shareholder's representative attends the meeting personally.

2. Rules governing the priority between delegation, distance voting and Meeting attendance

 As a general rule, it is assumed that shareholders who send their delegations and distance votes have expressed their desire to vote remotely or to delegate and that they are not going to attend the General Shareholders' Meeting, unless otherwise indicated or unless the shareholder attends in person.



- The personal attendance of the represented shareholder at the General Shareholders' Meeting will constitute an automatic revocation of the representation granted, regardless of the way in which it was granted, or the vote cast remotely.
- Moreover, the personal attendance of the represented shareholder at the General Shareholders' Meeting, regardless of how the proxy was granted, shall render the vote issued remotely, whether by post or electronically, null and void.
- If the shareholder votes by post or electronically more than once, only the last vote received by the Company will be considered valid and the ones received previously will be ineffective.

VIII. VOTES AND DELEGATIONS RECEIVED FROM RECEIVER ENTITIES OR THOSE IN CHARGE OF KEEPING THE BOOK ENTRIES

The voting instructions or delegations of shareholders acting through one or more receivers, entities in charge of keeping book entries, security companies or financial brokers, must be received by any valid mode of communication (letter, fax, etc.) sent by the relevant receiver(s) entity(ies) using the form approved by the Board of Directors or a different form with similar contents. Either way, the form must contain the name of the shareholder, the number of shares owned and the voting or delegation instructions. In addition, a notice must be sent to the Company in which the beneficiary(s) of the shares) expressly authorise(s) the entity to sign on the former's behalf any and all documentation in relation to the representation at the General Shareholders' Meeting of EDPR, scheduled for **February 22nd**, **2021** on first call and for **March 1st**, **2021** on second call.

IX. SHAREHOLDER GUARANTEES

1. Verification Procedure

- The Company reserves the right to modify, suspend, cancel or restrict electronic voting due
 to technical or security reasons and to inform the Shareholders accordingly,
 notwithstanding the validity of the votes cast and the attendance and representation rights
 of shareholders.
- The Company shall not be held liable for damages caused to shareholders due to malfunctioning, overloaded or bad connection or any other contingency of a similar nature which are beyond the Company's control and which prevent shareholders from voting electronically.
- The Company reserves the right, in relation to distance voting and the delegation of proxies, to take the measures which are deemed appropriate to verify the identity of the sender and the authenticity and integrity of the notice of the vote or delegation received, pursuant to the terms of Article 15 of the Articles of Association.
- The Company may cancel distance votes received when there are reasonable doubts about the validity of the notification or the shareholder's will.



- Shareholders who do not reside in Spain may contact the Investor Relations Department by telephone at +34 902 830 700 from Monday to Friday between the hours of 9:00 am and 7:00 pm, by post to the address C/ Serrano Galvache, nº 56, Edificio Olmo, 7º planta, 28033 Madrid, or by e-mail to the address <u>ir@edpr.com</u>. The Investor Relations Department can take the measures needed to adapt the delegation and voting mechanisms to the special circumstances of those shareholders.

2. Protection of Personal Data

In accordance with General Data Protection Regulation (EU) 2016/679 and the Organic Act 3/2018 of 5 December on data protection, data subjects are informed that their personal data will be processed by EDP Renováveis S.A. (hereinafter, the "Controller" or the "Company" interchangeably), for the purposes of managing the exercise or delegation of its right to attend and vote in the General Shareholders Meeting, whether their data is obtained by the shareholder, or provided for such purpose by banking institutions, companies and brokerage firms in which said shareholders may deposit or hold their shares (in which case their identifying data, contact details and information related to their status as a shareholder will be processed); to prepare a list of investors and, ultimately, to manage the normal operation and development of the existing shareholding relationship with the data subject.

The data subject may exercise their rights of access, correction, deletion, objection, limitation and portability by writing to the Compliance Department at C/ Serrano Galvache, nº 56, Edificio Olmo, 6ª planta, 28033 Madrid, attaching a photocopy of their ID or passport, or by email to complianceofficer@edpr.com. Finally, if the data subject considers that the Controller has violated their rights under the applicable regulations on data protection, they may lodge a complaint with the Spanish Data Protection Agency. For more information on the processing of your personal data, see the Privacy Policy available in the section prepared for this Shareholders Meeting on the Company's website.

3. <u>Control, Registration and Voting Procedure</u>

Before opening the General Shareholder's Meeting, the Chairman or, by his delegation, the Secretary will announce the provisional data regarding the number of shareholders with voting rights attending the session, either personally or through proxies or distance voting, indicating their percentage of capital ownership. Based on this information, the Chairman of the Shareholders' Meeting will declare it validly constituted the meeting, and it will give start the meeting.

After that, but no later than once the interventions have concluded, the attendance list will be closed and the Chairman of the Shareholders' Meeting or by his delegation, the Secretary, will announce the definitive on information on the attendance list, detailing the number of shareholders with voting rights present or represented at the meeting (including those who voted remotely), the number of shares they own and the percentage of capital those numbers represent.

Once this information has been publicly announced by the Chairman or Secretary of the Shareholders' Meeting, the Chairman will definitively declare the General Shareholders' Meeting validly constituted.



Once all of the shareholders have finished speaking, the process of adopting the resolutions will commence, adhering to the Agenda included in the meeting notice. The resolutions will be approved by the quorum specified pursuant to article 17 of the Articles of Association or by overall approval (no votes against) of the shareholders at the meeting when applicable. If any shareholders oppose the approval of a resolution it will be noted in the minutes.

It will not be necessary the Secretary to read the full text of the resolutions proposed by the Board of Directors if the full text of the resolutions has been published on the Company's website since the date on which the notice of the General Shareholders' Meeting was published.

4. Notary Statement in relation with the General Shareholders' Meeting

In accordance with the provisions of Section 203 of *Ley de Sociedades de Capital* (Spanish Companies Act), the Board of Directors will require the presence of a notary from the *Ilustre Colegio Notarial de Asturias*, to prepare the minutes of the General Shareholders' Meeting.

X. ADDITIONAL INFORMATION FOR SHAREHOLDERS

1. <u>Likelihood of the General Shareholders' Meeting being held on first call</u>

While the notice contains two meeting dates as stipulated in the *Ley de Sociedades de Capital* (Spanish Companies Law), the Board of Directors hereby informs the shareholders that it fully expects the General Shareholders' Meeting to be held on first call on **February 22**nd, **2021**.

EDP Renováveis, S.A.