



Integrity Policy

27th July 2021

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1. VERSION HISTORY

Version	Document	Approval date	Prepared by	Approved by	Comments
1	Anticorruption Policy	19/12/2014	Corporate Compliance Department	Board of Directors of EDPR	Initial Issuance
2	Anticorruption Policy	02/05/2017	Corporate Compliance Department	Board of Directors of EDPR	Revision
3	Anticorruption Policy	15/07/2019	Corporate Compliance Department	EDPR Executive Committee	Revision
4	Integrity Policy	27/07/2021	Corporate Compliance Department	Board of Directors of EDPR	Revision

Whereas:

- The definition of Integrity is broadly associated to concepts of honesty, transparency, awareness and responsibility, as well as to a consistent adherence to solid moral and ethical principles, but also with strict legal and normative compliance;
- The commission of criminal and administrative unlawful acts such as corruption, influence peddling, money laundering and terrorism financing, discrimination, insider trading/dealing, antitrust/anti-competitive practices, disrespect for privacy and for the need for data protection and the requirements to safeguard the confidentiality of information, as well as non-compliance with environment, health and safety law, among others, may, in certain cases, undermine public peace, safety and the well-being of citizens, as well as market stability, and may have implications at several levels: (i) political, since it destabilizes 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;
- Both at national and international level, there has been a common approach for the prevention and combating of this kind of unlawful acts, 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;
- The evolution of the EDPR Group's context, both in terms of the activities undertaken and in relation to its legal and regulatory framework and the evolution of the best international practices in the area of integrity, as well as the lessons learnt with the application of the Group's Anticorruption Policy initially defined and implemented in 2014;
- The permanent need to align the EDPR Group's business operations with the best market practices and with strict compliance with the law and regulations applicable to its activities, namely in terms of preventing and combating the practice of illegal acts, in particular, conducts associated with the practice of acts of corruption, bribery, money laundering and terrorism financing.

It becomes necessary to review the EDPR Group's Anticorruption Policy and the commitments and principles assumed in this matter, thus reinforcing EDPR's active role in promoting integrity and preventing unlawful acts.

Therefore, according to EDP Group's commitment and the aforementioned needs, EDPR Group has update the EDPR Group's Anticorruption Policy, incorporating new risks and procedures to mitigate those risks and adapting the Policy to a new social reality, renaming the Policy as Integrity Policy.

2. PURPOSE

This Integrity Policy (hereinafter "Integrity Policy" or the "Policy") aims to define the general principles of action and the duties for EDP Renováveis, S.A., its subsidiaries and companies in control relationship (hereinafter "*EDPR Group*", "*EDPR*" or "*Group*")¹, their employees and business partners, in order to avoid the commission of criminal and administrative offences, in particular, conducts associated with crimes of corruption and bribery, money laundering and terrorism financing, antitrust/anti-competitive practices and non-compliance with data protection requirements.

In addition, it intends to contribute to fostering ethics and integrity in conducting business in the EDPR Group, ensuring compliance with the law and the adopted principles and rules.

3. SCOPE

This Policy applies to all companies in a controlling or group relationship with EDPR² to their management, employees and to service providers acting on their behalf in any jurisdiction.

This Policy does not seek to address all legal and regulatory requirements of all jurisdictions where the Group operates, but instead seeks to establish a common commitment and a minimum requirement for legal compliance and adherence to the Group's principles.

The controlled companies and respective subsidiaries may approve specific policies and procedures, thus ensuring compliance with the applicable local law. In any case, full compliance with the provisions of this Policy must be guaranteed.

¹ *The EDPR Group is the group of companies that are in a subsidiary or group relationship with EDPR Renováveis, S.A., regardless of whether the respective head offices are in Spain, Portugal or abroad. Two companies are said to be in a parent/subsidiary relationship when the dominant company holds over the other a majority share in capital, has more than half of the votes or has the possibility of appointing more than half of the members of the administrative body or supervisory body of the subsidiary company. Companies that hold at least 90% of share capital are considered to have a Group relationship with EDPR.*

² *See footnote 1.*

Whenever local legal requirements applicable to subsidiaries are less stringent than this Policy and other policies and related procedures, they shall ensure alignment with the principles set out in Group policies.

Local policies that adapt and develop the principles of this Policy to the particularities of the respective jurisdiction as well as any exception to the application of this Policy due to local legal restrictions, shall be submitted for consultation and review by the Compliance Officer and the Corporate Compliance Department. Adequate coordination must be maintained so that such policies or procedures remain permanently consistent with the principles established in this Policy.

EDPR's representatives in the management bodies of the controlled companies are responsible for adopting the measures and carrying out the necessary acts for the transposition of this Policy.

EDPR representatives in joint ventures and/ or in companies in which EDPR does not hold a controlling position will always ensure the observance of the provisions of this Policy in the performance of the respective functions and endorse, as far as possible, the application of its principles or similar principles in those companies, namely by promoting the development of specific policies and procedures for that purpose.

4. REFERENCES

- United States Foreign Corrupt Practices Act (FCPA)
- UK Bribery Act issued in the United Kingdom;
- United Nations Convention against Corruption;
- OECD Convention on Combating Bribery of Foreign Officials in International Business Transactions;
- ISO 37001, Anti-bribery Management System;
- ISO 19600, Compliance Management System;
- Spanish Criminal Code
- *Guía Práctica de Autodiagnóstico y Reporting en Cumplimiento Normativo, Buen Gobierno Corporativo y Prevención de la Corrupción* (Transparency International Spain).

5. TERMS AND DEFINITIONS

For purely interpretative purposes of this Policy, the terms and definitions used therein will have the meaning described below.

Bribery: 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 realized.

Conflict of Interests: Situation in which the purpose or the pecuniary or nonpecuniary advantages, whether related or unrelated, which a given decision-maker intends to pursue or achieve with the practice of an action, is suitable of interfering with the performance of duties of impartiality, objectivity and compliance with the Code of Ethics by which the decision-maker is bound in the pursuit of his/her duties or with the interests which the relevant entity of the EDPR 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 nonpecuniary 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 to an official (national, foreign or of an international organization) 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 employee 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 nonpecuniary 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 employee, 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.

Corporate Compliance Department: Refers to EDPR Compliance and Internal Control Department.

Designated individuals, entities or countries: individual, entity or country targeted by restrictive measures adopted by European Union, United Nations Security Council, United States of America Office of Foreign Assets Control (OFAC) or United Kingdom Her Majesty's Treasury.

Donations: Cash or in kind contributions, granted without consideration that constitutes pecuniary or commercial obligations, to public or private entities whose activity consists predominantly of carrying out initiatives in the social, cultural, environmental, sporting or educational areas.

Employees: Persons hired by any of the companies of the EDPR Group, on a permanent or temporary basis, under an employment contract or internship contract, including similar situations.

Ethics Ombudsperson: The person responsible for receiving the ethical complaints directed to EDPR, managing and documenting the file for each one and guaranteeing reservation on the identity of the complainant and, whenever legally required, strict secrecy about the identity of the complainant.

External Parties: refers to any individual or entity including:

1. Governments, government departments, government agencies, government instrumentalities, public institutions, sovereign funds, or any entity that is wholly or partially state-owned or state-invested, and any officer or employee of such entities;
2. Public international organizations and any officer or employee of such entities;
3. Any other individual who performs public service;
4. Political Parties, political parties' officials, or candidates for office;

5. All customers, suppliers or agents of the Group, and any director, officer or employee of such entities; or
6. An agent or other individual acting on behalf of any of the individuals or entities covered by points 1 to 5.

Facilitation payments: also known as “back-handers” or “grease payments”. Payment made to a public official or private sector employee in order to endorse or expedite the performance of an action, or to obtain an omission or refusal, contrary or not to the duties of the respective positions or functions, as long as the payment was not due. Consequently, the facilitation payment always presupposes the demand for a consideration (usually pecuniary) for the practice of an act or the adoption of a conduct that should not be demanded according to applicable legal requirements.

The **kickbacks** are typically payments made in return for a business favor or advantage.

Family / Close family members: Spouse or cohabiting partner, all relatives/persons that permanently cohabit with the relevant person, relatives and the like in first degree, in the straight line or in the collateral line, their cohabiting partners, insofar as they do not benefit from the affinity status, and also the people who, in other legal systems, have similar positions.

Global Compliance Program: set of transversal compliance mechanisms, designed to promote and monitor compliance with relevant regulations in all activities, businesses and geographies in which the EDPR Group is present.

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 nonpecuniary 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 nonpecuniary advantage to the persons referred to in the preceding paragraph for the purpose of obtaining an unlawful favorable decision.

International Sanctions: restrictive measures adopted by specific countries, regional governments and multinational organizations under a specific foreign policy and, usually, in pursuit of security objectives. Sanctions may have a trade,

economic or financial nature and can target other countries, specific individuals, institutions, entities or goods and services.

Money Laundering: The goal of a large number of criminal acts is to generate a profit for the individual or group that carries out the act. Money laundering is the processing of these criminal proceeds to disguise their illegal origin. This process is of critical importance, as it enables the criminal to enjoy these profits without jeopardising their source.

Illegal arms sales, smuggling, and the activities of organised crime, including for example drug trafficking and prostitution rings, can generate huge amounts of proceeds. Embezzlement, insider trading, bribery and computer fraud schemes can also produce large profits and create the incentive to “legitimise” the ill-gotten gains through money laundering. (Source: Financial Action Task Force on Money Laundering).

Personal safety payment: payment made to a public official in order to ensure health or an individual personal security facing a serious risk.

Persons recognized as being closely associated: i) Any natural person, known to be a joint owner, with the politically exposed person, of a legal person or of a center of collective interests with no legal personality; ii) Any natural person who holds the share capital or voting rights of a legal person, or the assets of a collective interests center with no legal personality, which is known to have a politically exposed person as the beneficial owner; iii) Any natural person known to have corporate, commercial or professional relations with a politically exposed person.

Politically Exposed Person (“PEP”): Individuals who are or have been entrusted within the terms established by the applicable legislation,, domestically or by a foreign country, with prominent public functions, including Heads of State or of government, senior politicians, senior government, judicial or military officials, senior executives of state owned corporations, important political party officials.

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 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.

Public Official: “Public official” shall mean: (i) any person holding a legislative, executive, administrative or judicial office at local, state, federal or national level (according to the country specific organization), whether appointed or elected, whether permanent or temporary, whether paid or unpaid, irrespective of that person’s seniority; or (ii) any employee of such state or federal legislative, executive, administrative or judicial office , to whom lobbying, financial disclosure or other “ethics in government” requirements apply under local, state, federal or national law.

Retaliation: Reprisals, retribution or revenge.

Service providers: includes any third party acting in any capacity in name and on behalf of the Group who may interact from time to time with External Parties (i.e. agents, consultants, customs clearance agents).

Sponsorship: Delivery in cash or in kind granted to public or private entities, in order to promote the name, brand, image, activities or products of the entity that grants it.

Third party: Any physical or legal person who is not an employee but participates in the activities of or represents any EDPR Group entity, in the capacity of service provider, supplier as well as business partners or costumers of any company of the Group.

Terrorism Financing: Act of supplying, collecting or holding (directly or indirectly) funds or assets of any kind, as well as products or rights capable of being transformed into funds, intended for use or knowing that they may be used, in whole or in part, in the planning, preparation or commission of terrorist acts.

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 dependents, pornography of minors, computer and communications fraud, extortion, abuse of a guarantee or credit card, counterfeit currency or equivalent securities, depreciation of the value of currency or equivalent securities, passing of counterfeit currency in collusion with the counterfeiter, or equivalent securities, passing of counterfeit currency or equivalent securities, or acquisition of counterfeit currency to be put into circulation or equivalent securities, computer fraud, damage related to computer programs or other information technologies data, computer sabotage, illegitimate access , illegitimate interception or illegitimate reproduction of protected program, criminal

association, terrorism, drug trafficking, arms trafficking, human trafficking, aid to illegal immigration, trafficking in human organs or tissues, damage to nature, pollution, activities dangerous to the environment, or danger to animals or plants, tax or social security fraud, influence peddling, undue receipt of advantages, corruption, embezzlement, employee fraud, harmful management in a public sector economic unit, fraudulently obtaining or diverting a subsidy, grant or credit, corruption to the detriment of international trade or the private sector, insider trading or manipulation of the market, violation of exclusive patent, utility model or topography of semiconductor products, violation of exclusive design rights, counterfeiting, imitation and illegal use of trademarks, theft, sale or concealment of products or fraud on goods 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.

6. DESCRIPTION AND RESPONSABILITIES

i. EDPR's Commitments

EDPR is committed to pursue its activity in strict compliance with the laws and regulations in force, together with the promotion of responsible action and guided by the highest standards of ethics and integrity.

Compliance with the national and international legislation applicable to each entity in EDPR, 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.

EDPR promotes a legally compliant, unbiased, honest, upright, professional and fair conduct and requires that Group entities, their employees guide their behavior in accordance with this commitment.

Thus, EDPR actively assumes a zero-tolerance policy in relation to any type of act non-compliant with legal and regulatory applicable requirements, also guaranteeing the availability to collaborate with authorities aiming to eradicating such behaviors.

In this context, EDPR implements procedures to prevent and mitigate the risk of occurrence of criminal practices in its activities, such as acts of corruption, prevarication, bribery, etc. In parallel, EDPR also adopt the necessary procedures to detect eventual occurrences of this type and to communicate them to the

competent judicial entities. EDPR also adopts the necessary procedures to conform its activities to the legal and regulatory standards in force in order to prevent the verification of any violation of standards to which the employees are bound.

EDPR is also committed to periodically reviewing and adapting its internal procedures and mechanisms, and immediately whenever they are proven inadequate, safeguarding its alignment with legal requirements and best market practices.

ii. Principles of Action

a. General Principles

All EDPR employees must know and fully comply the procedures and rules set out in this Policy, ensuring that (i) they do not, and will not infringe it, (ii) comply with the set of legal and regulatory rules from national or international sources applicable to the activities undertaken, (iii) do not, and will not engage in any improper, irregular or unlawful conduct, (iv) do not, and will not adopt any unlawful action in the name of EDPR, or in the exercise of functions or activities within the EDPR Group, or and (v) do not, and will not do any act which may unlawfully or unduly favor third parties, directly or indirectly, either in the private sector or in the public sector.

EDPR Group entities shall only enter into formalized legal transactions with third parties, partners and clients that comply with the laws of their countries, international best practices, adopt internal procedures aligned with EDPR Group internal policies and standards, and undertake to comply with social responsibility practices in their chain of production.

The practice of any acts that may fit or create the appearance of framing with situations that constitute crime or that result in non-compliance with legal and regulatory rules and with the integrity rules to which EDPR is bound is totally forbidden. Any practice or conduct that may configure, assist or appear any of the situations below are, in particular, strictly forbidden.

- corruption,
- bribery, including facilitation payments;
- money laundering e terrorism financing;
- influence peddling;
- embezzlement, harmful management in a public sector economic unit;
- fraud, extortion;

- other crimes against justice;
- insider trading/dealing;
- crimes against data protection and privacy;
- crimes against environment and safety.
- antitrust/anti-competitive practices;
- financing and association of EDPR's brand to political parties, candidates, campaigns, political candidacy structures or related persons or entities;
- discrimination against customers or counterparts based on ancestry, gender, race, language, territory of origin, religion, political or ideological beliefs, education, economic status, social status or sexual orientation.

b. Preventing corruption

EDPR, their management, employees and service providers acting on their behalf may not, under any circumstances, directly or indirectly, give, promise, authorize to give to PEPs, public officials, private sector employees and close family members or persons recognized as being closely associated to the aforementioned, as well as to any other third parties, unlawful advantages or any other pecuniary or nonpecuniary 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 (facilitation payment).

In addition, their management, employees and service providers acting on their behalf may not under any circumstances, directly or indirectly, request, agree to accept 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 (facilitation payment).

c. Facilitation payments, kickbacks and safety payments

The making or acceptance of facilitation payments or kickbacks is strictly prohibited by this Policy, and any activity that may result in a facilitation payment or kickback made or accepted or that may suggest that said payment may be made or accepted, must be avoided.

However, recognizing that an employee may exceptionally be faced with situations where a payment is requested to avoid physical harm or an imminent threat to his

health, safety and property, payments for personal safety are permitted under exceptional situations³.

These payments shall, if circumstances permit, be preceded by consultation with the Compliance Officer or with the Corporate Compliance Department.

When there is an imminent threat or danger, these payments may be made without prior consultation, in order to guarantee the employee's personal safety. As soon as reasonably possible, EDPR requires that any Safety Payment be reported to the Compliance Officer.

For more information please check the [Donations and Sponsorship Procedure of EDPR](#).

d. Relations with Public Officers and Political Exposed Persons (PEPs)

The relationship of the EDPR Group companies, employees and service providers acting on their behalf with PEPs, public officials and close family members or persons recognized as being closely associated to the aforementioned, must reflect a conduct of honesty, integrity and transparency, in any and all interactions, whether direct or indirect, active or receptive, ensuring compliance with applicable legislation and defined internal procedures.

In this sense, in all interactions with the persons mentioned in the previous paragraph, any kind of privilege or payment, whether in cash, gifts, entertainment, hospitality or invitations to events intended to corrupt or obtain any type of undue advantage to oneself or to EDPR or that can be understood in this sense will not be tolerated.

The specific rules to be observed regarding this matter are embodied in specific procedures developed for this purpose. Specifically, it is developed on the [EDPR Procedure for Public Officials and PEPs](#).

e. Gifts, meals, travels, lodging, events, entertainment and hospitality

The offer or acceptance of goods, services, gifts, meals, travels, participation in events or other advantages (hereinafter “business gifts and hospitalities”), even if free of charge, is likely to be interpreted as being associated with acts of bribery

³ Examples of these situations are:

- Being stopped by individuals identifying themselves as police, military, or paramilitary personnel who demand a payment in order for you to pass through or to avoid retention of identification documents;
- Being threatened with imprisonment for alleged infringement (e.g. traffic offence) unless a payment is made.

and/or corruption. In this context, both offers given to third parties and offers received by employees of the EDPR Group are relevant.

Consequently, the acceptance, promise, offer or payment of business gifts and hospitalities will only be admissible if the applicable legal requirements are met, and in accordance with the principles of the EDPR Group Code of Ethics and this Policy, respecting the rules of internal procedures specifically defined for that purpose. This information is provided on the **Offers and Events Procedure of EDPR**.

Regardless of the respective value, the acceptance, promise or assignment of offers contrary to the high ethical standards that guide the activities of the EDPR Group and which are included in this Policy is prohibited. In particular, acceptance, promise or assignment of offers is strictly prohibited in the following cases:

- in cash or financial instruments, or other values or instruments of a fungible nature;
- when requested by its recipient;
- in situations that may generate some undue benefit or are likely to create a conflict of interest for any of the parties involved⁴;
- that have an illegal or improper purpose or are contrary to the applicable laws and regulations and
- that are likely to appear in any of the situations mentioned above or when they have a socially reprehensible nature and / or that may jeopardize the good name and reputation of the EDPR Group.

f. Donations and Sponsorships

The delivery of any kind of benefit to external entities, in the form of sponsorships or donations, shall be carried out in an ethical, honest and transparent manner, always in accordance with the applicable law, the principles of the Code of Ethics and of this Policy, as well as obeying the specific rules in the Social Investment Policy and other applicable internal procedures.

Benefits can only be attributed to idoneous entities. The donations and sponsorship are subjected to the internal integrity due diligence analysis, and these entities are also required to report about the application of financial or in-kind resources they have benefited from.

⁴ For example: (i) Inducing to obtain or retain business or any other business advantage; rewarding the provision or retention of business or of any other business advantage; or exchanging (explicitly or implicitly) favors; (ii) during periods when important decisions, regarding the award or retention of business or of a business advantage, are being made with an External Party; (iii) providing gifts or offering or paying for meals and entertainment expenses of a spouse, relative, or guest of an External Party

Additionally, payments related to donations and sponsorship must comply with the Donations and Sponsorship Procedure of EDPR.

g. Contributions to Political Parties

The making of contributions or the association of EDPR's brand to political parties, candidates, campaigns, political candidacy structures or related persons or entities, namely through the delivery of assets or provision of services, directly or indirectly, in the name or in representation of EDPR, may affect the integrity of the EDPR Group and is, therefore, prohibited.

If an employee 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 EDPR.

h. Conflict of Interests

Employees should not become involved in any activity potentially conflicting with the interest of EDPR Group business.

The duties, processes and rules designed to ensure that there is no risk of conflict of interest are implemented in specific procedures relating to transactions with related parties (taking into account the definition of related parties provided for therein) and the prevention of conflicts of interest.

All employees who are in an apparent or actual position of conflict of interest with EDPR business shall communicate the conflict to their line manager and refrain from doing any act or making any decision related with the said conflict, following the terms of the internal procedures applicable.

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

Family relationships that may create potential conflicts of interest, referred to above, are, among others, the following:

- 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 performed by both are dependent;

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

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

i. Prevention of Money laundering and terrorism financing

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

EDPR Group entities considered obliged to comply with the legislation and sectorial regulations related to the prevention of money laundering and terrorism financing, define and adopt policies, internal control procedures and risk management models that are effective and adequate to their operations, in accordance with best practices and in order to comply with specific legal obligations in terms of anticipating, mitigating, preventing, identifying and monitoring this risk, as well as in what is related to the treatment of information, communication of suspicious operations and to the collaboration with sectoral and judicial authorities.

In particular, EDPR Group entities considered obliged to comply with the legislation and sectoral regulations related to the prevention of money laundering and terrorism financing must ensure compliance with the legally established duties, namely, the duties of control, identification and due diligence, communication, abstention, refusal, conservation, examination, collaboration, non-disclosure and training.

Procedures must be adopted to ensure the knowledge of counterparties, in particular with regards to identity, respective beneficial owners, control structure and reputation. EDPR Group entities considered obliged to comply with the legislation and sectoral regulations related to the prevention of money laundering and terrorism financing provide the collaboration required by the applicable judicial and sectoral authorities, reporting the operations considered suspicious.

The establishment of business relationships, the conduct of occasional transactions or the completion of other operations should be refused when the identifying elements and respective supporting means, as well as information on the nature, object and purpose of the business relationship are not obtained. In these situations, entities must put an end to the business relationship, analyze

possible reasons for not obtaining the elements, means or information, and whenever legal requirements are verified, they report suspicious transactions.

The duties, processes and procedures applicable to each of the sectors in which the obliged entities of the EDPR Group operate, are materialized in the different internal Regulations and Specific Procedures for the Prevention of Money Laundering and Financing of Terrorism in force.

EDPR Group entities, members of their governing bodies and employees must comply with the legal and regulatory duties and the internal policies and procedures regarding the prevention and repression of money laundering.

j. International Sanctions

EDPR Group is committed to preventing corruption, bribery, money laundering, combating the financing of terrorism and other crimes, committing itself to taking into account international sanctions applicable to its business relationships and respective counterparties, in accordance with their legal obligations and specific procedures developed for such purpose.

EDPR Group entities and their employees must endeavor to ensure that they establish business relationships taking into account the international sanctions provided for in the procedures in force, namely, they should not contract, form partnerships or other activities with or for the benefit of any designated person, entity or country, and shall not make available, directly or indirectly, funds or economic resources that they may use or which they may benefit from.

k. Third Party Integrity Due Diligence

In order to deepen and strengthen the general principles of action and the duties included in this Policy and in the Code of Ethics, EDPR Group has developed and implemented a **Third Party Integrity Due Diligence procedure**, thus reinforcing the internal mechanisms for preventing and combating unlawful acts, in particular conducts associated with corruption, bribery, as well as responding to the Anti-money laundering and Anti-Terrorism Financing legal requirements, as mentioned on the previous section.

In this context and in order to assess and mitigate the integrity risk of the counterparties with whom EDPR Group relate, they must ensure that they know, evaluate and mitigate the integrity risks associated with the business relationships that they intend to establish, particularly with suppliers, contractors, business

partners / counterparties and M&A, beneficiaries of sponsorships and donations, job candidates and other counterparties subject to specific legal requirements.

iii. Compliance Programs

EDPR Group adopts principles, standards, measures, processes and procedures in order to prevent, identify and respond to the practice of illegal acts provided for in this Policy and related procedures.

These mechanisms, including this Policy, are systematized in the Global Compliance Program and are defined and periodically reviewed, considering, at each moment:

- The context of the Group, its entities and its activities;
- The legal and regulatory context;
- Stakeholders expectations and inputs;
- Risk assessment results.

a. Responsibilities and Resources

EDPR's Board of Directors (hereinafter "*EDPR BoD*") is the body responsible for setting out the objectives and for approving and implementing the policies and management models of the EDPR Group, in line with said strategic objectives, including this Policy and the Global Compliance Program and the respective governance model.

The Compliance Officer with the support of EDPR's Corporate Compliance Department and Local Legal Counsels in every country have primary day-to-day responsibility for implementing this Policy, and for monitoring its use and effectiveness. In addition, they have to promote the development of the Integrity/Anti-Corruption Compliance Program, ensuring, namely, the identification, assessment, monitoring and reporting of the non-compliance risks.

Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this Policy and are given adequate and regular training on it. EDPR's representatives in the management bodies of the local/subsidiary/controlled companies, are responsible for adopting the measures and carrying out the necessary acts for the transposition of this Policy.

b. Risk Assessment

EDPR Group maintains processes for assessing the non-compliance risk, on a periodic basis and whenever there are relevant changes in context, which should include:

- the identification and assessment of risks that the organization can reasonably anticipate;
- the respective analysis and evaluation of the adequacy and effectiveness of the existing control mechanisms;
- the identification of additional risk mitigation and control measures.

c. Procedures and Internal control mechanisms

As a result of the risk assessment carried out, the EDPR Group develops procedures and implement transversal and or specific control mechanisms, which make it possible to detail and implement the principles of this Policy and mitigate the risks identified within the scope of the Global Compliance Program.

d. Training and Communication

This Policy as well as the procedures associated with the Global Compliance Program, is widely disseminated to all employees of the EDPR Group and it should also be ensured that they understand its reach and significance and commit to act accordingly, adopting the necessary procedures.

e. Communication of irregularities or complaints / Non-Retaliation / Investigation of suspicious incidents

EDPR Group makes available a range of means for communicating irregularities (identified in Appendix I) and encourages all employees to report any type of behavior that, in good faith, they consider to be in breach of this Policy, the EDPR Group Code of Ethics, the law, regulations, policies and procedures implemented by the EDPR Group.

The reporting of situations of non-compliance shall be carried out through the channels mentioned above, so that they are properly dealt with, avoiding the exposure of employees and third parties to unnecessary risks or situations not compatible with the regularity of the EDPR Group's activities. Employees shall not, on the one hand, refrain from communicating situations that they consider irregular, and on the other hand, must not individually and directly take any actions aimed at the hypothetical repression of irregular practices.

In addition, If any employee at EDPR identify any “red flag” (See Annex II) or other issues arise, it is necessary to inform to the Compliance Officer of EDPR in order to analyze the red flags.

The management and the resolution of all whistleblowing cases at EDPR are under the responsibility of exempt and control, compliance and governance areas/bodies, who must guarantee the confidentiality of the entire process, namely with regards to the protection of the identity of the whistleblower and denounced person.

EDPR ensures the protection and non-discrimination of whistleblowers, employees or third parties, who report inappropriate practices or non-compliance with current policies and procedures. Any acts of reprimand and retaliation against those who make such communications or complaints in good faith will not be tolerated.

Likewise, EDPR will not tolerate any act of reprimand, retaliation, discrimination or disciplinary action against anyone who refuses to engage in a certain activity for reasonably considering that it involved the risk of corruption, bribery or other illegal act repudiated by this Policy and associated procedures.

Any action in this regard must be reported to the EDPR Ethics Ombudsperson and will be subject to disciplinary action, in accordance with the law and with EDPR's internal policies.

The Compliance Officer monitors the complaints related to the practice of illegal acts in the scope of this Policy, in order to ensure the identification and mitigation of risk situations.

The Compliance Officer shall (i) ensure the analysis and, when justified, investigation of all situations of non-compliance or misalignment with this Policy that it becomes aware / that are reported to the Compliance Officer and about which any reasonable indication of suspected non-compliance is raised and (ii) promote the development of appropriate corrective actions, under the terms defined in the following section.

f. Monitoring, Continuous Improvement and report

The Compliance Officer of EDPR jointly with the support of EDPR Compliance Area and Local Legal Counsels are responsible for promoting appropriate mechanisms and procedures for monitoring the Global Compliance Program, and must also monitor the respective development, including in particular:

- Monitoring relevant legislative changes with an impact on the EDPR Group;
- Monitoring the adequacy of risk identification and assessment methodologies, policies, procedures and control mechanisms, promoting updates as deemed necessary;
- Monitoring communications of irregularities associated with this Policy and related procedures;
- Monitoring the effectiveness and review periodically the implementation of this Policy, regularly considering its suitability, adequacy and effectiveness.
- Monitoring of the effective implementation / operationalization of the control procedures and mechanisms.

When it becomes aware of situations of non-compliance or misalignment with this Policy, the Compliance Officer shall:

- Analyze the situation, namely trying to determine the respective causes and consequences;
- Ascertain the possibility of triggering immediate mitigating actions;
- Determine the possibility of similar situations occurring in other circumstances;
- Identify the necessary corrective actions so that the situation does not occur again in that or any other circumstance;
- Promote the implementation of corrective actions, proposing the adequacy of existing procedures and controls, if necessary;
- Ensure the monitoring of the implementation of the corrective actions identified.

The employees are responsible for the success of this Policy and should ensure they raise concerns about any issue or suspicion of bribery or corruption following the provisions stated in this Policy. In the same way, the employees are invited to consult or comment on this Policy and to suggest ways in which this Policy might be improved through the Compliance Officer of EDPR, who will count with the support of the Compliance Area and Local Legal Counsels.

The Compliance Officer ensures the reporting to the Management Team, the Board of Directors and the Audit and Control Committee of EDPR of the monitoring and continuous improvement activities carried out.

g. Audit

The Internal Audit Department ensures that internal audits are carried out in specific areas of the Global Compliance Program, and specifically to provide

assurance that they are effective in countering bribery and corruption, assessing the Group's risk management, control and governance processes independently, objectively and systematically, in order to identify deviations and opportunities for improvement in the design and effectiveness of the EDPR's processes.

Internal audits are planned at regular intervals based on a pre-identified risk map and focus of interest.

When deemed pertinent and / or due to specific events, audits may be requested from specialized third parties in order to obtain an external view of a specific topic or of the Global Compliance Programs themselves.

iv. Failure to Comply with the Group Policy and Applicable Law

Failure to comply with this Policy and with the Applicable Laws can have severe consequences for the EDPR Group and its employees.

Failure to comply with this Policy will be subject to internal penalties and the appropriate disciplinary and/or legal measures.

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

Any liability of the EDPR Group entities 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.

In applicable and contractually foreseen situations, non-compliance with the principles of this Policy by persons or third parties with whom the EDPR Group companies relate (suppliers, service providers, customers, beneficiaries of sponsorships and donations, business partners, associates or others) may result in the suspension of the contractual relationship or in the termination of the respective contract.

7. FINAL PROVISIONS

Any question regarding the interpretation or the application of this Policy and related procedures should be directed to the Compliance Officer, which will provide advice on the most appropriate way of acting.

The Compliance Officer is responsible for reviewing this Policy every two-years or whenever there are relevant changes to the legal framework and the context of the Group's activities and also when new elements emerge that demonstrate its non-integral adequacy, submitting the change proposals to the approval of the EDPR's Board of Directors.

Appendix I – Contacts

Whistleblowing channels:

- Ethics Ombudsperson: [*Make a complaint | EDP Renováveis*](#) or codeofethics@edpr.com
- Compliance Department: complianceofficer@edpr.com

Appendix II – Red flags

One of the key aspects of the Applicable Laws related due diligence investigations is the identification of “red flags” which may indicate the potential existence of a corruption problem. Red flags do not necessarily end the possibility of a business relationship with an External Party but require significant additional investigation and resolution.

The following list is not intended to be exhaustive and is for illustrative purposes only.

If any employee encounters any of these “red flags” while working for the Group, it must be reported promptly to the Compliance Officer:

- The prospective External Party refuses to agree to comply with the Applicable Laws and to abide by this Policy;
- Any employee become aware that a prospective External Party engages in, or has been accused of engaging in, improper business practices;
- Any employee learns that a prospective External Party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials;
- A government customer recommends or insists on use of a particular prospective External Party;
- The prospective External Party insists that its identify remains confidential or refuse to divulge the identify of its owners, directors or offices;
- The prospective External Party insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a government function or process for us;
- The prospective External Party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- The External Party requests that payment is made to a country or geographic location different from where it resides or conducts business;
- The External Party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- The External Party requests that a payment is made to "overlook" potential legal violations;
- The External Party requests that any employee provides employment or some other advantage to a friend or relative;
- Any employee receives an invoice from an External Party that appears to be non-standard or customized;

- The External Party insists on the use of side letters or refuses to put terms agreed in writing;
- Any employee notices that the Group has been invoiced for a commission or fee payment that appears large given the service stated to have been provided; or
- The External Party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to the Group.