



NINTH ITEM OF THE AGENDA

Change of the corporate name of the Company and consequent amendment of Articles 1, 23 and 28 of the Bylaws.

PROPOSED RESOLUTION FOR THE NINTH ITEM

In accordance with the complement to the notice for the call requested on 13 March 2026 by the shareholder of the Company EDP, S.A., holder of the shares representing approximately 71.3% of the share capital of the Company, which incorporates the justification of this proposal, to change the corporate name of the Company, currently called "EDP RENOVÁVEIS, SOCIEDAD ANÓNIMA", to be hereinafter referred to as "EDP RENEWABLES, SOCIEDAD ANÓNIMA".

As a result of the above, Article 1 of the Bylaws Company is amended, which hereinafter shall have the literal wording transcribed below:

"ARTICLE 1.- COMPANY NAME

The Company is called "EDP RENEWABLES, SOCIEDAD ANÓNIMA" and it shall be subject to the present Articles of Association, the Spanish Companies Act and any other applicable regulations."

Likewise, to approve the modification of the additional references to 'EDP Renováveis, S.A.' or 'EDP Renováveis Group' contained in Articles 23 and 28 of the Bylaws of the Company by 'EDP Renewables, S.A.' and 'EDP Renewables Group', respectively, as follows:

PREVIOUS WORDING	NEW WORDING
<p>ARTICLE 1.- COMPANY NAME</p> <p><i>The Company is called "EDP RENOVÁVEIS, SOCIEDAD ANÓNIMA" and it shall be subject to the present Articles of Association, the Spanish Companies Act and any other applicable regulations.</i></p>	<p>ARTICLE 1.- COMPANY NAME</p> <p><i>The Company is called "EDP RENEWABLES, SOCIEDAD ANÓNIMA" and it shall be subject to the present Articles of Association, the Spanish Companies Act and any other applicable regulations.</i></p>
<p>ARTICLE 23.- LIMITATIONS IN ORDER TO BE A DIRECTOR. VACANCIES.</p> <p>1. <i>The following may not be Directors of the Company:</i></p>	<p>ARTICLE 23.- LIMITATIONS IN ORDER TO BE A DIRECTOR. VACANCIES.</p> <p>1. <i>The following may not be Directors of the Company:</i></p>

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| <p>a. <i>Anyone who is a director or has any relationship with a competing company of EDP RENOVÁVEIS, S.A., as well as those who have any family relationship with the latter. To this end, it shall be assumed in any case that a company is a rival of EDP RENOVÁVEIS, S.A. when, directly or indirectly, it is involved in the production of electrical fluid derived from renewable sources; and also when the competing company or any of the companies in its Group and the Directors, employees, lawyers, advisors or representatives of any of the latter have interests opposing those of EDP RENOVÁVEIS, S.A. Under no circumstances shall companies belonging to the same Group as EDP RENOVÁVEIS, S.A., including abroad, be regarded as competitors.</i></p> <p>b. <i>People who find themselves in any other eventuality involving incompatibility or a prohibition determined by law or in the articles of association.</i></p> <p>2. <i>If, during the timeframe, for which the Directors were appointed, any vacancies arise, for whatsoever reason, the Board may designate those people who have to occupy them until the first General Meeting meets up.</i></p> <p>3. <i>The election of the members of the Board shall be voted on. With this in mind, those shares which voluntarily group together, until forming an amount of the share capital equal to or greater than that deriving from dividing the latter by the number of members of the Board, shall be entitled to designate those who, when exceeding whole numbers, are</i></p> | <p>a. <i>Anyone who is a director or has any relationship with a competing company of EDP RENEWABLES, S.A., as well as those who have any family relationship with the latter. To this end, it shall be assumed in any case that a company is a rival of EDP RENEWABLES, S.A. when, directly or indirectly, it is involved in the production of electrical fluid derived from renewable sources; and also when the competing company or any of the companies in its Group and the Directors, employees, lawyers, advisors or representatives of any of the latter have interests opposing those of EDP RENEWABLES, S.A. Under no circumstances shall companies belonging to the same Group as EDP RENEWABLES, S.A., including abroad, be regarded as competitors.</i></p> <p>b. <i>People who find themselves in any other eventuality involving incompatibility or a prohibition determined by law or in the articles of association.</i></p> <p>2. <i>If, during the timeframe, for which the Directors were appointed, any vacancies arise, for whatsoever reason, the Board may designate those people who have to occupy them until the first General Meeting meets up.</i></p> <p>3. <i>The election of the members of the Board shall be voted on. With this in mind, those shares which voluntarily group together, until forming an amount of the share capital equal to or greater than that deriving from dividing the latter by the number of members of the Board, shall be entitled to designate those who, when exceeding whole numbers, are deducted</i></p> |
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<p><i>deducted proportionately.</i></p> <p>4. <i>In the event that this power of proportional representation is used, any shares grouped together in this way shall not take part in voting on the other members of the Board</i></p>	<p><i>proportionately.</i></p> <p>4. <i>In the event that this power of proportional representation is used, any shares grouped together in this way shall not take part in voting on the other members of the Board</i></p>
<p>ARTICLE 28.- AUDIT, CONTROL AND RELATED-PARTY COMMITTEE</p> <p>1. <i>The Board of Directors shall form an Audit, Control and Related-Party Committee on a permanent basis which shall be formed by between three (3) and five (5) of its members, the majority of whom must Independent Directors.</i></p> <p>2. <i>The Audit, Control and Related-Party Committee shall carry out supervision tasks on an independent basis from the actions of the Board of Directors.</i></p> <p>3. <i>This Committee shall have a Chairman, who must have status as an Independent Director, and a Secretary, and the latter does not have to have status as a Company Director. Both posts shall be designated by the Board.</i></p> <p>4. <i>The term of the office of a member of the Audit, Control and Related-Party Committee shall coincide with that of a Director of each member. The members of the Audit, Control and Related- Party Committee may be re-elected and removed at the wishes of the Board of Directors.</i></p> <p>5. <i>The post of Chairman shall last no more than four (4) consecutive years and he may be re-elected once a year has elapsed since his removal. Where applicable, the outgoing Chairmen may</i></p>	<p>ARTICLE 28.- AUDIT, CONTROL AND RELATED-PARTY COMMITTEE</p> <p>1. <i>The Board of Directors shall form an Audit, Control and Related-Party Committee on a permanent basis which shall be formed by between three (3) and five (5) of its members, the majority of whom must Independent Directors.</i></p> <p>2. <i>The Audit, Control and Related-Party Committee shall carry out supervision tasks on an independent basis from the actions of the Board of Directors.</i></p> <p>3. <i>This Committee shall have a Chairman, who must have status as an Independent Director, and a Secretary, and the latter does not have to have status as a Company Director. Both posts shall be designated by the Board.</i></p> <p>4. <i>The term of the office of a member of the Audit, Control and Related-Party Committee shall coincide with that of a Director of each member. The members of the Audit, Control and Related- Party Committee may be re-elected and removed at the wishes of the Board of Directors.</i></p> <p>5. <i>The post of Chairman shall last no more than four (4) consecutive years and he may be re-elected once a year has elapsed since his removal. Where applicable, the outgoing Chairmen may</i></p>

continue to be members of the Audit, Control and Related-Party Committee.

6. *Without prejudice to any other tasks assigned to it by the Board of Directors or responsibilities attributed to it by law, the competences of the Audit, Control and Related-Party Committee shall be, by way of example and without being limited to, the following:*

A. Audit and Control Duties:

- a. To inform, through its Chairman, at the General Meetings, about any issues falling within its competences.*
- b. To propose to the Board of Directors for its submission to the General Meeting the appointment of the Accounts' Auditors and Validators (verificadores) of the Sustainability Information of the Company, as well as the terms of their hiring, the scope of their work– in particular as regards audit services, “audit related” and “non- audit” –, the annual evaluation of their activity and the revocation and renewal of their post.*
- c. To supervise the financial information and sustainability information reporting process and the operation of the internal control and risk management systems, as well as to evaluate said systems and propose the respective adjustments to suit the needs of the Company, as well as to supervise the reliability of the preparation and publication process of the financial*

continue to be members of the Audit, Control and Related-Party Committee.

6. *Without prejudice to any other tasks assigned to it by the Board of Directors or responsibilities attributed to it by law, the competences of the Audit, Control and Related-Party Committee shall be, by way of example and without being limited to, the following:*

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- b. To propose to the Board of Directors for its submission to the General Meeting the appointment of the Accounts' Auditors and Validators (verificadores) of the Sustainability Information of the Company, as well as the terms of their hiring, the scope of their work– in particular as regards audit services, “audit related” and “non- audit” –, the annual evaluation of their activity and the revocation and renewal of their post.*
- c. To supervise the financial information and sustainability information reporting process and the operation of the internal control and risk management systems, as well as to evaluate said systems and propose the respective adjustments to suit the needs of the Company, as well as to supervise the reliability of the preparation and publication*

and sustainability information by the Board of Directors, including the reliability of the accounting policies, estimates, judgments, attendant publication and their constant application between tax years with an appropriate form of communication and documentation.

d. To supervise internal auditing activities, in particular:

(i) Approving and supervising, in coordination with the CEO, the Annual Internal Audit Account;

(ii) Approving and reviewing the Internal Audit Regulation; and

(iii) Supervising, in coordination with the CEO and the Management Team, the implementation of the recommendations made by the Internal Audit.

e. To set up a permanent relationship with the Accounts' Auditor and the Validator (verificador) of the Sustainability Information, striving to ensure that the conditions of independence are guaranteed and the appropriate rendering of the services by the Auditors and Validators acting as the liaison of the Company in any of those matters related with the accounts' auditing and validation of sustainability information processes; as well as to receive and maintain information about any issue related

process of the financial and sustainability information by the Board of Directors, including the reliability of the accounting policies, estimates, judgments, attendant publication and their constant application between tax years with an appropriate form of communication and documentation.

d. To supervise internal auditing activities, in particular:

(i) Approving and supervising, in coordination with the CEO, the Annual Internal Audit Account;

(ii) Approving and reviewing the Internal Audit Regulation; and

(iii) Supervising, in coordination with the CEO and the Management Team, the implementation of the recommendations made by the Internal Audit.

e. To set up a permanent relationship with the Accounts' Auditor and the Validator (verificador) of the Sustainability Information, striving to ensure that the conditions of independence are guaranteed and the appropriate rendering of the services by the Auditors and Validators acting as the liaison of the Company in any of those matters related with the accounts' auditing and validation of sustainability information processes; as well as to receive and maintain information about

with accounts auditing and validation of sustainability information subjects.

f. To draw up an annual report about its supervisory action, including any limitations found and issue its opinion about the directors' report on the accounts and the proposals drawn up by the Board of Directors, as well as its opinion on the reliability of the Sustainability Report. To receive communications about any irregularities reported through the whistleblowing channel in financial, accounting, internal accounting controls, and auditing matters that have been reported by Ethics & Compliance.

g. To hire the services of experts to cooperate with any of the members of the Committee during the course of their duties, and the hiring and remuneration of said experts must bear in mind the importance of the matters assigned to them and the economic situation of the Company.

h. To draw up Reports at the request of the Board and its Committees.

i. To approve and supervise, in coordination with the Management Team, the Annual Activity Plan of the Corporate Compliance Department.

j. To analyse and monitor any recommendations about the measures to be adopted in

any issue related with accounts auditing and validation of sustainability information subjects.

f. To draw up an annual report about its supervisory action, including any limitations found and issue its opinion about the directors' report on the accounts and the proposals drawn up by the Board of Directors, as well as its opinion on the reliability of the Sustainability Report. To receive communications about any irregularities reported through the whistleblowing channel in financial, accounting, internal accounting controls, and auditing matters that have been reported by Ethics & Compliance.

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h. To draw up Reports at the request of the Board and its Committees.

i. To approve and supervise, in coordination with the Management Team, the Annual Activity Plan of the Corporate Compliance Department.

j. To analyse and monitor any recommendations about the measures to be adopted in

situations involving significant non-compliance.

- k. To supervise compliance with the regulations and alignment of the business processes with the requirements of the Compliance Management System in order to install a sustainable compliance culture at the Company.*

B. Operations' duties between Related Parties:

The Audit, Control and Related-Party Committee shall carry out the following tasks commissioned to it by the Board of Directors, without prejudice to the Board of Directors commissioning others to it:

- a. By delegation of the Board of Directors:*

- (i) to analyse and, where applicable, approve in advance any related transactions (i) (a) intragroup or (b) between the EDP **Renováveis** Group and the EDP Group, whose amount or value is 10 % less than the total items of the assets in accordance with the latest annual balance sheet approved by the Company, provided that they are carried out in the context of ordinary management and under market conditions; and (ii) any transactions which are arranged under contracts whose standard terms apply in masse to a high number of customers, are carried out at prices or rates determined on a general basis by whosoever acts as the supplier of the good or*

situations involving significant non-compliance.

- k. To supervise compliance with the regulations and alignment of the business processes with the requirements of the Compliance Management System in order to install a sustainable compliance culture at the Company.*

B. Operations' duties between Related Parties:

The Audit, Control and Related-Party Committee shall carry out the following tasks commissioned to it by the Board of Directors, without prejudice to the Board of Directors commissioning others to it:

- a. By delegation of the Board of Directors:*

- (i) to analyse and, where applicable, approve in advance any related transactions (i) (a) intragroup or (b) between the EDP Renewables Group and the EDP Group, whose amount or value is 10 % less than the total items of the assets in accordance with the latest annual balance sheet approved by the Company, provided that they are carried out in the context of ordinary management and under market conditions; and (ii) any transactions which are arranged under contracts whose standard terms apply in masse to a high number of customers, are carried out at prices or rates determined on a*

service in question, and whose amount does not exceed 0.5 per cent of the net turnover of the company; and

(ii) to periodically inform the Board of Directors about the transactions that the Committee has approved as a result of the aforementioned delegation, about the fairness and transparency thereof and, where applicable, about compliance with the legal criteria applicable.

*b. To analyse and inform any modification to the Framework Agreement formalised by EDP and EDP **Renováveis** on 7 May 2008.*

c. To submit a report to the Board of Directors of the Company about the transactions between related parties which have to be approved by the Board of Directors of EDPR SA or by its Shareholders' Meeting in accordance with the law, and which includes: (i) information about the nature of the transaction and about the relationship with the related party, (ii) the identity of the related party, (iii) the date and value or amount of the recompense for the transaction and (iv) any other information required to assess whether the latter is fair and reasonable from the perspective of the company and of the shareholders who are not related parties.

general basis by whosoever acts as the supplier of the good or service in question, and whose amount does not exceed 0.5 per cent of the net turnover of the company; and

(ii) to periodically inform the Board of Directors about the transactions that the Committee has approved as a result of the aforementioned delegation, about the fairness and transparency thereof and, where applicable, about compliance with the legal criteria applicable.

b. To analyse and inform any modification to the Framework Agreement formalised by EDP and EDP [Renewables](#) on 7 May 2008.

c. To submit a report to the Board of Directors of the Company about the transactions between related parties which have to be approved by the Board of Directors of EDPR SA or by its Shareholders' Meeting in accordance with the law, and which includes: (i) information about the nature of the transaction and about the relationship with the related party, (ii) the identity of the related party, (iii) the date and value or amount of the recompense for the transaction and (iv) any other information required to assess whether the latter is fair and reasonable from the perspective of the company and of the shareholders who are

<p><i>d. To ask EDP for access to any information necessary to fulfil its competences.</i></p> <p><i>7. The Audit, Control and Related-Party Committee shall meet at least once a quarter or whenever deemed opportune by the Chairman. The Audit, Control and Related-Party Committee shall be validly formed when half plus one of its members attend the meeting, in person or represented.</i></p> <p><i>8. Furthermore, the resolutions of the Audit, Control and Related-Party Committee shall be adopted with the vote in favour of the majority of its members, with the Chairman having the casting vote if there is a tie.</i></p> <p><i>9. The operating rules of the Audit, Control and Related-Party Committee shall be drawn up by the Board of Directors.</i></p>	<p><i>not related parties.</i></p> <p><i>d. To ask EDP for access to any information necessary to fulfil its competences.</i></p> <p><i>7. The Audit, Control and Related-Party Committee shall meet at least once a quarter or whenever deemed opportune by the Chairman. The Audit, Control and Related-Party Committee shall be validly formed when half plus one of its members attend the meeting, in person or represented.</i></p> <p><i>8. Furthermore, the resolutions of the Audit, Control and Related-Party Committee shall be adopted with the vote in favour of the majority of its members, with the Chairman having the casting vote if there is a tie.</i></p> <p><i>9. The operating rules of the Audit, Control and Related-Party Committee shall be drawn up by the Board of Directors.</i></p>
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