



*Non-binding translation  
For information purposes only*

## **ANNUAL GENERAL SHAREHOLDERS' MEETING**

**EDP – ENERGIAS DE PORTUGAL, S.A.**

14<sup>th</sup> April 2021

### **PROPOSAL FOR INCLUSION IN THE AGENDA**

#### **Proposal for the election of the Statutory Auditor and Alternate Statutory Auditor for the 2021-2023 term of office**

Whereas:

- a) PricewaterhouseCoopers & Associados - Sociedade de Revisores de Auditores, Lda. ("PwC"), was elected Statutory Auditor (SA) of EDP Group (except for EDP Energias do Brasil Group) for the ending mandate regarding the 2018-2020 term of office;
- b) Under the terms of article 11, number 2, paragraph b) and article 22, number 1, paragraph c) of EDP's Articles of Association, the General Shareholders' Meeting is responsible for electing the SA, following a proposal from the General and Supervisory Board (GSB) or, upon delegation of this Board, from the Financial Matters Committee / Audit Committee (AUDC) which is also competent to issue a grounded opinion on the maintenance or not of the SA in the end of each mandate, which should be presented to the GSB;
- c) In accordance to numbers 3 and 4 of article 54 of the Statutory Auditor Association Statute, the maximum period of exercise of functions of accounting review by the SA applicable to EDP Group is correspondent to three mandates, this maximum period may be exceptionally extended up to ten years, provided that such extension is approved by the competent corporate body, under a grounded proposal by the supervisory board;
- d) The GSB has resolved to approve the proposal submitted by the AUDC, regarding the nomination / reelection process of EDP Group's SA for the 2021-2023 term of office, having the AUDC approved, in its meeting held on 19<sup>th</sup> November 2020, to propose to the GSB to submit to the General Shareholders' Meeting of EDP – Energias de Portugal, S.A. (EDP) the reelection of PwC for SA of EDP Group (except for EDP Energias do Brasil Group), for the 2021-2023 term of office, having contributed to the resolution the following aspects:
  - the results of the analysis and discussion carried out on the fee proposal presented by PwC;
  - the conclusions of an "ad-hoc" Committee, constituted for this purpose, regarding the fee proposal, which gave a favorable opinion on the PwC's



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indication for the provision of services of (i) Statutory Audit/Audit Accounts, (ii) evaluation of the Internal Control System on Financial Reporting (SCIRF) and (iii) assessment of Sustainability Information for the 2021-2023 term of office, communicated by the Vice-Chairman of the AUDC;

- the favorable results obtained by the Questionnaire made to EDP's Management Bodies and Directors with greater involvement in monitoring the work carried out by PwC;
  - the consideration of the terms of independence of the SA, attested by the quality, competence, rigor, and exemption in the performance of its functions;
- e) Pursuant to numbers 2 and 3 of article 16 of Regulation (EU) No. 537/2014, of 16<sup>th</sup> April, the proposal for the renewal of the SA is carried out within the maximum time limits legally established for the exercise of functions, referred to in paragraph c) above, not requiring the execution of any selection competition, nor the submission of a proposal with two alternatives of candidates with an indication of preference duly justified.

Accordingly, the GSB proposes to the General Shareholders' Meeting to resolve:

- (i) the election of **PricewaterhouseCoopers & Associados - Sociedade de Revisores de Contas, Lda.** (SROC no. 183), represented by João Rui Fernandes Ramos (ROC No. 1333), as Statutory Auditor, to perform duties in the 2021-2023 term of office; and,
- (ii) the election of **Aurélio Adriano Rangel Amado** (ROC no. 1074), as Alternate Statutory Auditor, to perform duties in the 2021-2023 term of office.

Lisbon, 12<sup>th</sup> March 2021

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**Luís Amado**

Chairman of the General and Supervisory Board

**ROC  
Efetivo**

- **PricewaterhouseCoopers & Associados  
- Sociedade de Revisores Oficiais de Contas, Lda.**

Morada: Palácio Sottomayor - Rua Sousa Martins, 1- 3º  
1069-316 Lisboa

Freguesia: Arroios

NUPC: 506 628 752

**Inscrição na CMVM nº: 20161485**

**Inscrição na Lista dos ROC nº: 183**

***Representada por:***

**João Rui Fernandes Ramos**

Natural de: Lisboa, freguesia de Alvalade

Morada Profissional: Palácio Sottomayor - Rua Sousa Martins, 1-3º  
1069-316 Lisboa

Contribuinte nº: 167 337 939

Cartão de cidadão nº: 10569760 5 Zx9

**Registo na CMVM nº: 20160943**

**ROC nº: 1333**

**ROC  
Suplente**

- **Aurélio Adriano Rangel Amado**

Natural de: Aveiro, freguesia da Glória

Morada Profissional: Palácio Sottomayor - Rua Sousa Martins, 1-3º  
1069-316 Lisboa

Contribuinte nº: 203 145 828

Cartão de Cidadão nº: 08084041 8 ZX8

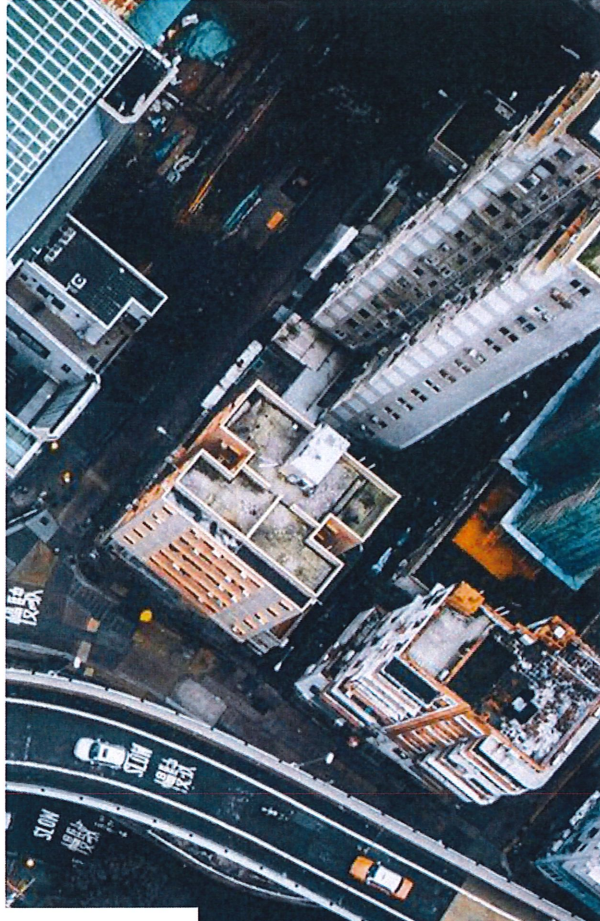
**Registo na CMVM nº: 20160686**

**ROC nº: 1074**

pwc.pt

# Inspiration, innovation and leadership

PwC in Portugal, Cabo Verde and Angola  
March 2021



# Agenda



## 01 About us

- Worldwide
- Portugal, Cabo Verde and Angola



## 02 Our services



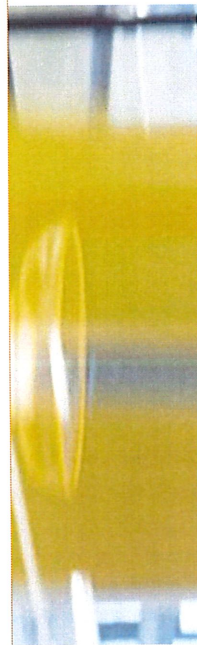
## 03 Distinctive

- Firm
- People

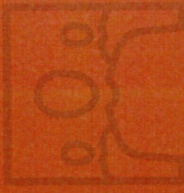


## 04 Curricula Vitae

“ Our purpose:  
Building trust in society and solving  
important problems.”



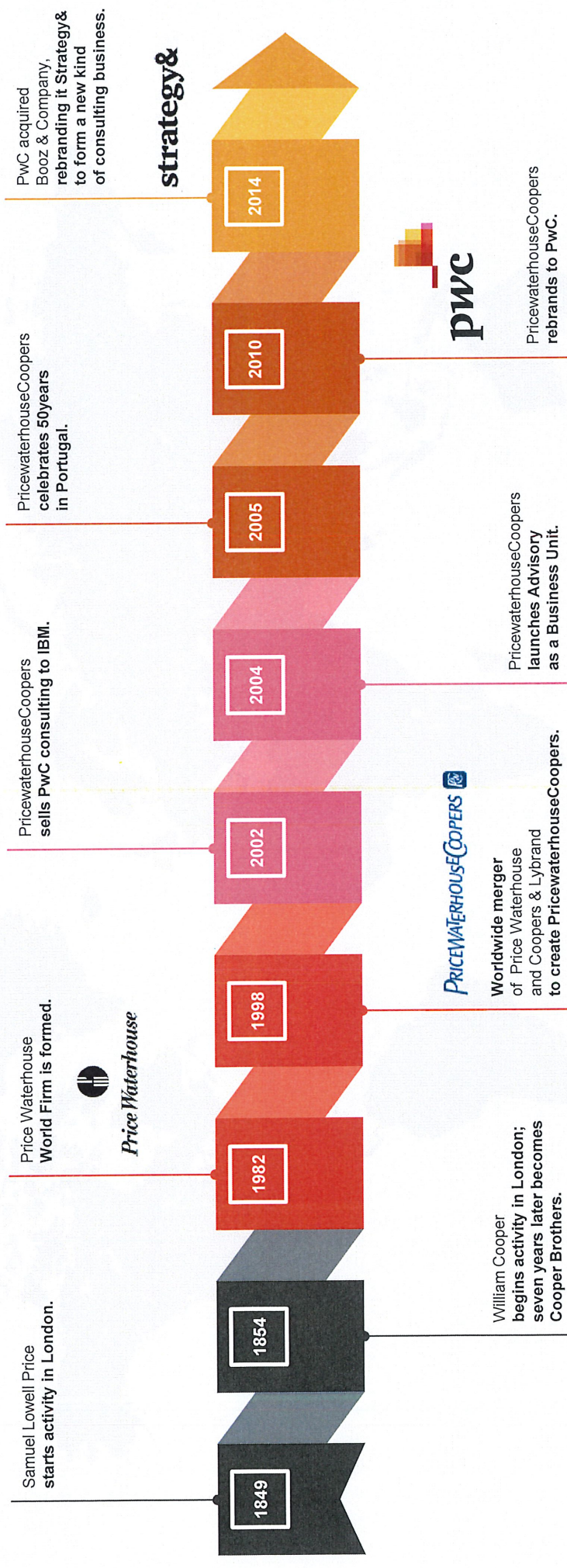
**1** About us



“  
More than 280,000 people  
committed to provide  
quality service.”

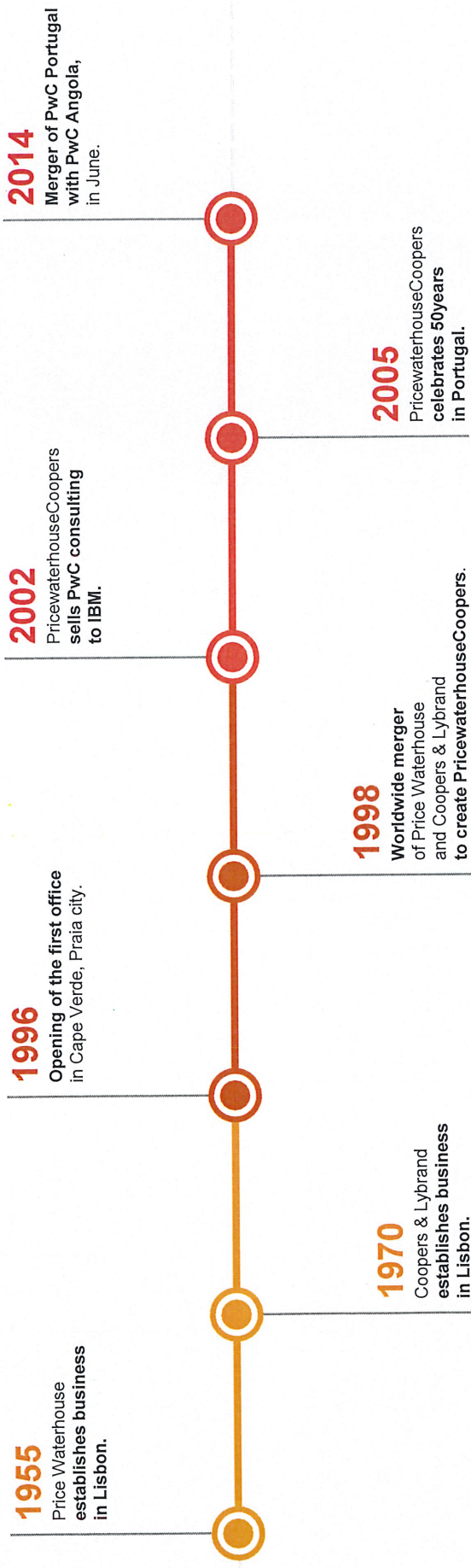


# Once upon a time...



# PwC Portugal

## Our history





# PwC worldwide

## Our people



**155**  
countries



PwC firms  
provide services to **84%**  
of the companies on the list  
**Fortune Global 500**

**284,258**   
people



**3%**  
**69,053**  
new collaborators

**35,591**   
New graduates

**23,251**   
Experienced professionals

**4,211**   
Professionals from internal support areas



**52%**

of the enquired clients recommend  
PwC's services.

Source: PwC Client Survey FY18

Source: PwC Global Annual Review 2020

PwC Inspiration, innovation and leadership

March 2021

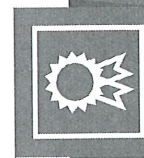
6

# Global Our values

Our values and behaviours reflect what PwC is and what it stands for today. They help our strategy in order to achieve success in our business areas.



Build trust in society and solve important problems, by...



Acting with integrity

Speak up for what is right and deliver the highest quality outcomes.



Making a difference

Create impact with our colleagues, our clients and society through our actions.



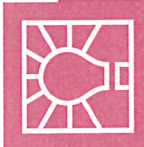
Caring

Make the effort to understand every individual and recognize the value that each person contributes.



Working together

Collaborate and share relationships, ideas and knowledge.



Reimagine the possible

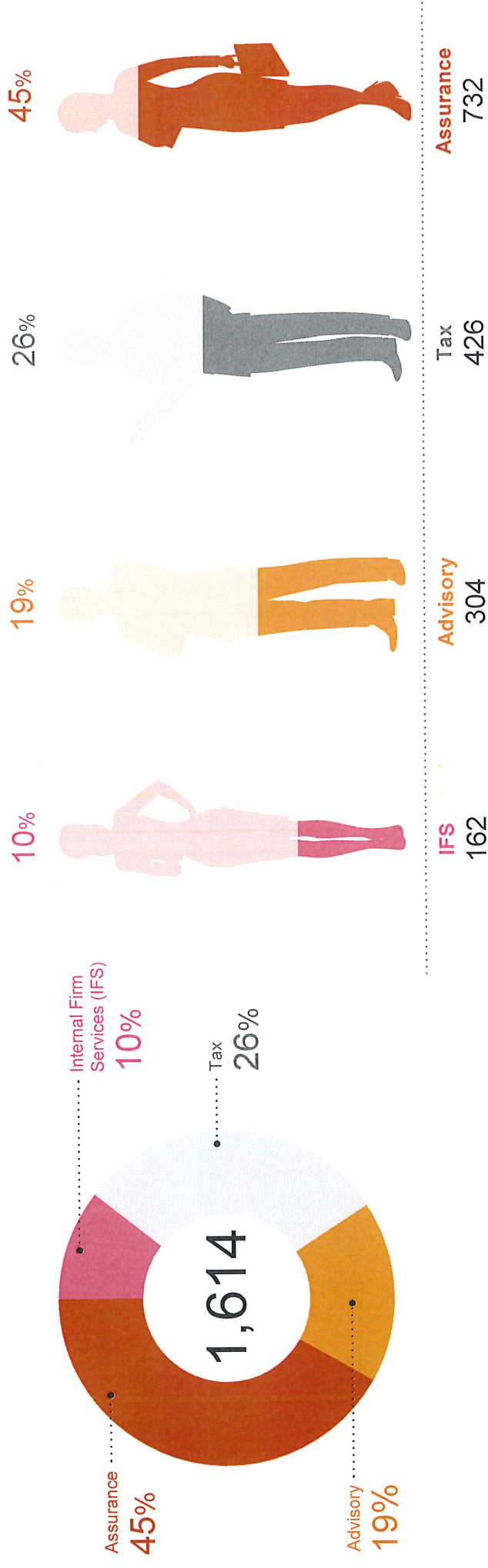
Innovate by having an open mind to the possibilities in every idea.

# Portugal, Cabo Verde and Angola

## Our people

Partners	41
Client Service Staff	1,333
Practice Support Staff	240

### How many are we?



Source: PwC Portugal, February 2021

# Our offices

## Lisbon, Oporto, Praia and Luanda

### International structure

Present in Portugal for more than 50 years, we represent a network of separate legal entities, which has always distinguished itself by the high quality of services provided to its customers.

We have 41 partners and more than **1,600 permanent employees**, with offices in Lisbon, Oporto, Praia and Luanda.



Source: PwC Portugal, February 2021

# 2

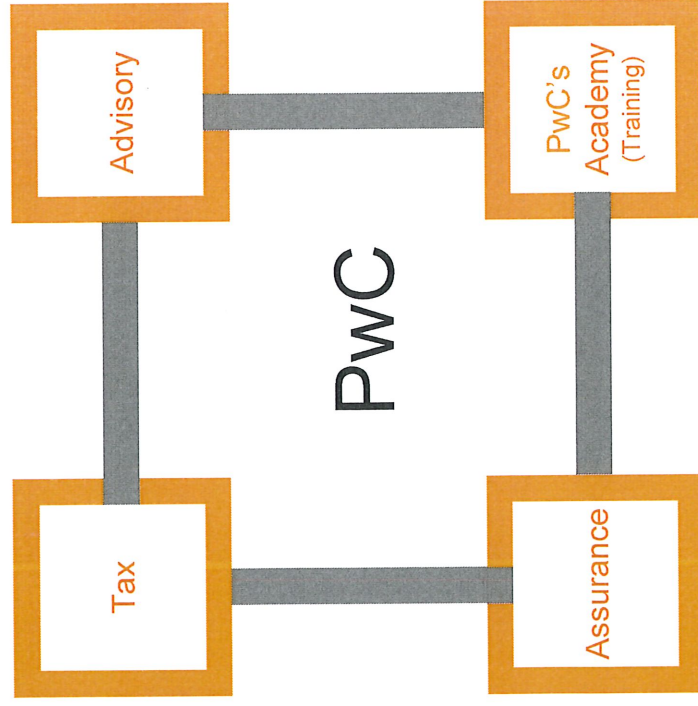
## Our services



Build public trust and  
add value to our customers.



# Our services

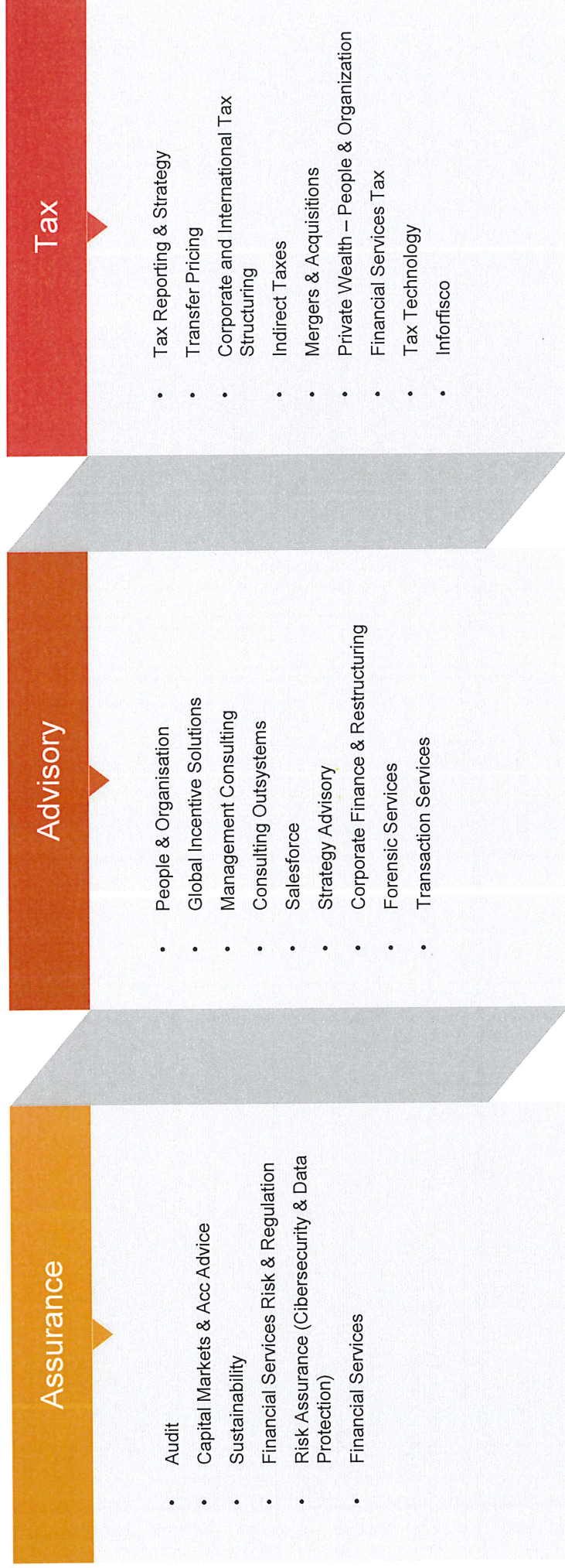


“

PwC develops solutions through a wide range of services, with the aim of building public trust and improving value for our clients.

# Our competencies

PwC develops solutions through a wide range of industry-oriented services, with the goal of building trust and adding value for our customers.



# Portugal

Our experience by industry

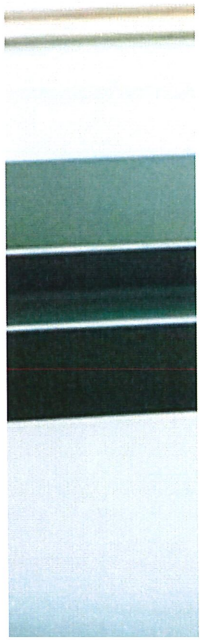






“

Make decisions that highlight integrity in the relationship with the customer and the market in general.



3 Distinctive

A stylized icon consisting of a square with rounded corners, containing a smaller square with a checkmark inside. The icon is rendered in a light gray color.

# Distinctive Our credentials



Considered by DiversityInc. at the top of companies for “LGBT employees”, “Executive Diversity Councils” and “Environmental, Social, and Governance (ESG)”.

(DiversityInc, 2020).

Ranked as the most attractive company in the services sector in the 2020 edition of “Randstad Employer Brand Research”.

(“The Forrester Wave” report, Q4 2019)

Nominated leader of Worldwide Digital Strategy Consulting Services in 2019.

(IDC Marketplace report, June 2019)

Nominated as leader in “European Pensions Consultancy of the Year”.

(European Pensions Awards 2019)



Classified on 8th position of the ranking “World’s Most Attractive Employer for business students” of 2020.

(World Universum 2019)

Classified on 36th position of the ranking “2020 Fortune 100 Best Companies to Work For”.

(Fortune, 2020)

Nominated as “2020 BEST in KLAS” – a recognition of outstanding efforts to help healthcare professionals deliver better patient care – in “Financial Improvement Consulting”.

(KLAS, 2020)



PwC positioned as a Leader in Gartner Magic Quadrant for CRM and Customer Experience Implementation Services and Oracle Cloud Applications Services Worldwide.

(Gartner’s Magic Quadrant, 2020)

PwC Named by ALM Intelligence as a Leader in Procurement Operations Consulting and additionally named ‘Best in Class’ for Operating System.

(ALM Vanguard report, 2020)

Winner of “Portugal Transfer Pricing Firm of the Year” and “African Tax Firm of the Year”.

(European Tax Awards, 2019)

# Distinctive Our credentials



We are the only Big Four with a local office in Cape Verde.



PwC is the leading auditor of companies quoted on the Lisbon Euronext.



Considered the best place to work in the "Big Companies" category in Portugal, in the same sector/CAE (industry code), by Exame/Accenture in 2015.



We are services provided leaders in the oil sector, in Angola.



Elected for the 5th consecutive year (2008 to 2012) "International Transfer Pricing Firm" in Portugal by the International Tax Review.



PwC is the only triple certified Big Four firm in Portugal: management efficiency; environmental protection; hygiene, security and health parameters in the workplace.

We are the Big Four with the biggest Implementation in Oporto.

# Distinctive Our credentials

**9<sup>th</sup>** **2020**  
**brand**  
**+ powerful**  
**in the world**

Brand Finance Global 500

PwC is in the world's top 10  
of the **most powerful brands**  
in **2020**.



**18<sup>th</sup>** **2018**  
**brand**  
**+ important**  
**in the world**

MSN Money portal

PwC is ranked 18th in the world's  
**50 most important brands**, according  
to MSN Money portal, in 2018.

# Distinctive

## We share and manage knowledge (Thought leadership)



**22º CEO Survey**  
This survey reveals how CEO view the current economic scenario. Almost 1,400 leaders from more than 90 countries participated in this 22<sup>nd</sup> edition, with a participation of 70 CEO in Portugal.



**Inquérito Global sobre Empresas de Raiz Familiar 2018**  
In this document, the reader will have access to the results of an international survey, in which around 2,950 leaders from more than 50 countries participated, of various Family Businesses. This year focus is on the impact of family values for the business.



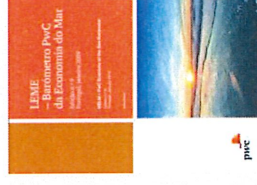
**Coletânea Tributária Anotada 2019, 8ª edição**  
PwC Publication, with the main Codes and other relevant legislation of the Portuguese tax system, updated on January 1, 2019.



**Os desafios das empresas portuguesas na priorização dos ODS e no relato não-financeiro 2017**  
This PwC publication assesses the commitment of the business world to the Sustainable Development Goals (SDGs) and the tangible actions they are taking to achieve them.



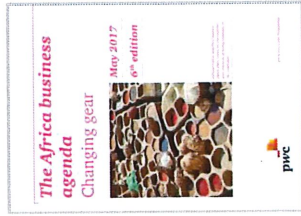
**INSIDE(R) Lisboa – Hotelaria Conceptual, Turismo e Imobiliário**  
This publication is the result of a partnership between PwC and ESSENTIA and seeks to reflect the dynamics that the hotel sector and niche real estate have been conquering in Lisbon in recent years.



**LEME – Barómetro PwC da Economia do Mar, 9ª edição**  
This annual publication aims to be a tool for the comprehension of the importance of the Sea for Portuguese economy.

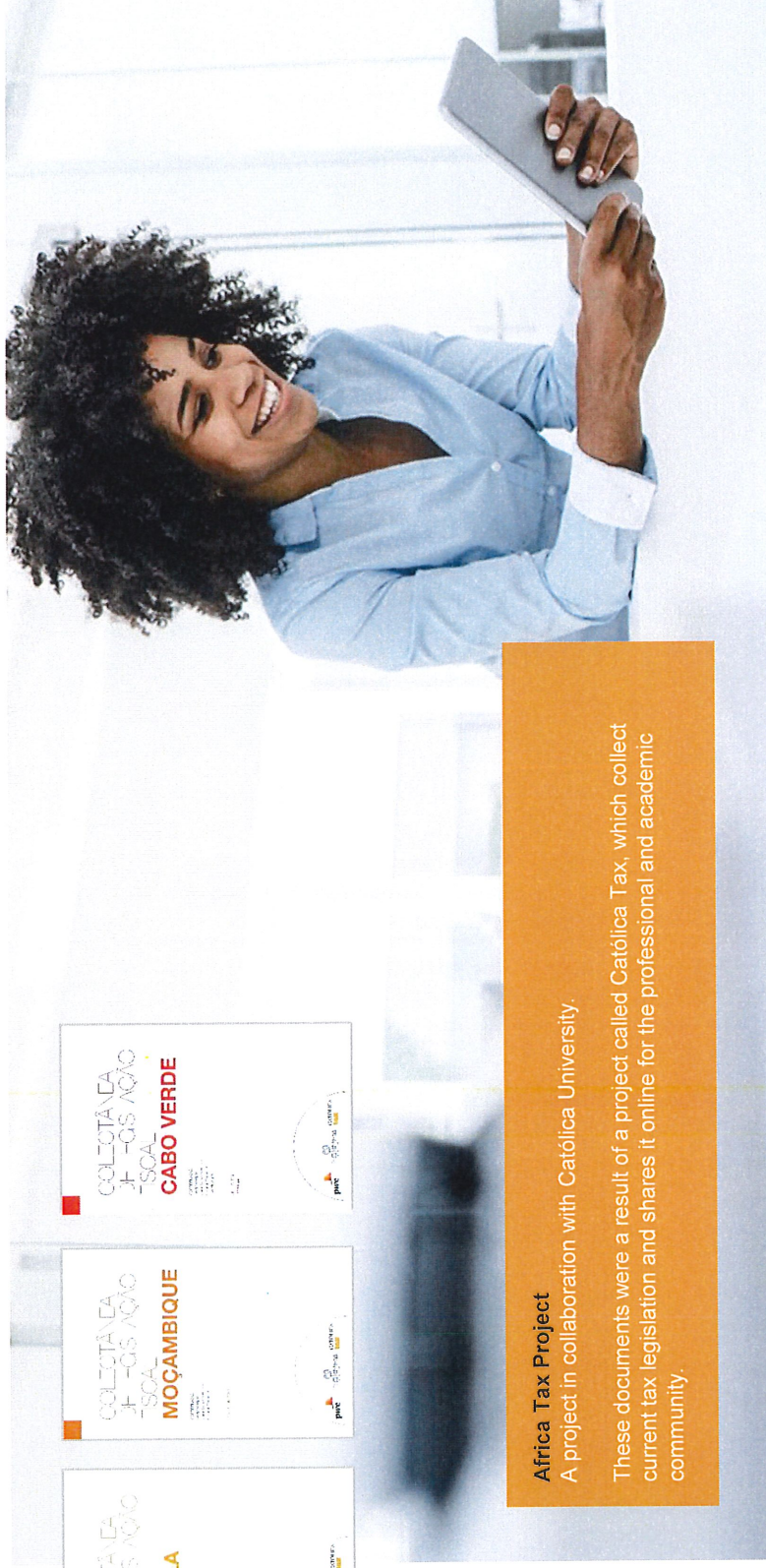
# Distinctive

We share and manage knowledge (Thought leadership)



## The Africa Business Agenda

This study provides a deep analysis of the opportunities and challenges in African countries.



## Africa Tax Project

A project in collaboration with Católica University.

These documents were a result of a project called Católica Tax, which collect current tax legislation and shares it online for the professional and academic community.

# Distinctive Corporate Social Responsibility

part of it  
PwC is part  
of the solution  
to responsible  
business challenges.

**We aim to:**

- Do the right thing  
and be a catalyst for change

**We focus on:**

- Responsible business
- Diversity and inclusion
- Community engagement
- Environmental stewardship

**We manage RC  
using:**

- Our leadership ladders



**We believe that Corporate Responsibility  
is about showing leadership.**

It's about making decisions that emphasize the integrity we place in our relationship with the customer and with the market in general, as well as representing our commitment to our employees and the community.



# Corporate responsibility

We collaborate with some organizations that stand out in their area, in order to contribute to redefine the agenda and find solutions for global changes.



The Educating the Children of Darfur project is tangible proof of the good that can be achieved through public and private-sector partnership, even in the most remote and difficult of locations. The project is only one component of the partnership between UNHCR and PwC.

The success of our partnership over the last three years has reset the bar for our relationship with the private sector.

António Guterres, UN High Commissioner for Refugees

**Partners from all PwC network firms collaborate with developing countries** by contributing their time and professional skills.



# Distinctive

## Corporate responsibility

### Network

47,864



Number of PwC employees who participated in activities for the community.

24,770,769



Community investment in volunteering hours (USD).

640,298



Provision of qualified volunteer services (number of hours).

82,906,447



Donations (USD).



# Distinctive

## Corporate responsibility

### Portugal

2.484 hours 

Pro bono work (number of hours).

56.484 

Training hours to our staff.

62% 

Of our people are satisfied with our environmental initiatives.

ISO 9001, ISO 14001, ISO 45001

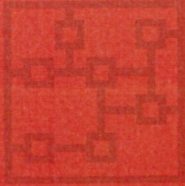
Triple certification of our management system.





4

Curricula Vitae



# Curricula Vitae



**João Ramos**  
Partner – Statutory Auditor

## **Academic profile**

- Degree in Management and Business Administration.
- Post-graduate in Tax Management.
- Management Course for Top Executives (PADE) – AESE.

## **Professional profile**

- Executive board member at PwC
- Partner responsible for the electricity and utilities sector in Portugal.
- State recognised statutory auditor.

## **Professional experience General**

- Experience in the coordination of listed groups and providing audit and consulting services to international companies, managing and coordinating multidisciplinary international teams.
- Secondment at PwC Washington and experience in projects developed in the United States of America, Angola and Brazil, as well as Quality Review projects in Brazil, France and Mozambique.
- João works with several clients under USGAAP, IFRS and German GAAP.

## **Listed and PIE companies**

- João has a vast experience serving PIEs and listed Groups. He has been the lead partner for the audit of listed companies and subsidiaries of listed companies, managing and participating in international teams for the financial audit and the evaluation of controls, including Power & Utilities companies.



**Aurélio Amado**  
Partner – Alternate Statutory Auditor

## **Academic profile**

- Degree in Accounting and Management
- Several internal and international training courses in dealing with International Financial Reporting Standards (IFRS) and US GAAP as well as the Securities and Exchange Commission (SEC) requirements in relation to the reporting of foreign entities listed in the New York Stock Exchange.

## **Professional profile**

- Partner responsible for the assurance financial services area in Portugal
- State recognised statutory auditor

## **Professional experience General**

- Experience in the coordination of listed groups, namely in the financial industry. Coordination of several international projects and the Asset Quality Review project (AQR) at BCE request.

## **Listed and PIE companies**

- He has provided professional services to several PIEs clients in Portugal, also participating in international teams for financial audits and other assurance services.

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