



# **Whistleblowing Management Regulation *Speak Up***

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## 1. Framework

The EDP Group has long pursued a policy of trust and transparency regarding the way in which it carries out its activity and interacts with all its stakeholders. It has provided choices for the same, both through the Code of Ethics, created in 2005, and the Integrity Policy, as well as other highly relevant documents published over more than a decade, all of which define the company's principles and commitments in this field. This policy of trust and transparency naturally includes channels for reporting alleged unethical behaviour, which all stakeholders can use when they consider that the ethical principles and integrity of the group may be at risk.

The evolution that we have witnessed in this matter, with the proliferation of regulations of various natures, but which have as a common denominator the regulation of matters previously subject to ethical and moral evaluation, confirm that EDP Group's early and determined choice to adopt self-regulation regarding this type of issue was the right one.

With a growing concern on the part of both national and European legislatures to regulate matters that previously depended on commitments defined by each company, EDP Group, maintaining its policies as always, has been implementing the adaptations necessary to guarantee full compliance with such legislation.

An example is the recent Law 93/2021 of 20 December (hereinafter "Law 93") that transposed into Portuguese law Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of European Union law, which established the legal obligation to define and implement a whistleblowing channel for any legal person employing 50 (fifty) or more workers, or carrying out certain activities provided for in the aforementioned Directive. Along with the implementation of the established provisions and in order to foster even greater stakeholder confidence in EDP Group's performance in this field, the group reviewed and updated its whistleblowing management process, the procedures arising from it and the technological support of its already existing reporting channels. In compliance with the new legislation, specific channels for reporting complaints (hereinafter "*Speak Up*" Channels) have also been created for each EDP Group company with its registered office in Portugal, as obliged entities.

This update of the whistleblowing management process now reflects, more evidently, the decisive importance of fulfilling EDP Group's compliance obligations, especially in terms of its involvement in the investigation and proposed resolution of issues that are now based on specific and express legislation.

Also bearing in mind that business ethics is a discipline which aims to ensure appropriate behaviour in the organisation, a matter that EDP Group has from very early on dealt with via self-

regulation, we recommend that Ethics and Compliance act wholly in tandem, with a view to maintaining the strong ethical and integrity culture that characterises EDP Group.

In this context, the purpose of this Regulation is to establish the rules applicable to the procedure for receiving, processing, resolving and recording communications and complaints made through the *Speak Up* channels in order to guarantee all whistleblowers strict compliance with the law by adhering to rigorous, ethical business conduct. We will ensure that any justified complaint made in good faith can be submitted safely and effectively, without any fear of retaliation.

All those who file complaints on the *Speak Up* channels are also guaranteed the confidentiality that the matter requires. A corporate *Speak Up* culture is only effective if it is based on the utmost reserve, providing whistleblowers, those accused of wrongdoing and interested parties with a procedure that meets the highest standards of ethics and conduct, and which promotes confidence and the effective reporting of situations that constitute violations of ethical principles and commitments.

## 2. Purpose

This Regulation establishes the rules applicable to the procedure for receiving, handling, resolving and recording reports of complaints received by EDP Group companies with their registered offices in Portugal, with the exception of EDP Renováveis S.A. companies, on alleged unethical behaviour that does not comply with the law and internal regulations in force.

## 3. Terms and Definitions

The terms identified below, within the scope of this Regulation, shall have the following meanings:

- a) **Act of Retaliation:** act or omission, including threats or attempts that directly or indirectly, occurring in a professional context and motivated by an internal or external whistleblowing or public disclosure, which causes or may cause the whistleblower to unjustifiably suffer pecuniary or non-pecuniary damage.
- b) **Illicit conduct:** any failure to comply with the law or regulations in force, as well as with EDP Group's internal rules.
- c) **Unethical conduct:** any failure to comply with the principles of EDP's Code of Ethics.
- d) **Whistleblowing:** act of reporting unethical and/or illicit conduct.

- e) **Party accused of wrongdoing:** the person who, by virtue of the provisions of this Regulation, is seen by the whistleblower as having engaged in the alleged practice of unethical and/or illicit conduct.
- f) **Whistleblower:** for the purposes of these Regulations, a whistleblower is considered to be a person who makes a complaint through the means provided for that purpose.
- g) **Obligated entities:** EDP Group companies with their registered office in Portugal with 50 (fifty) or more employees and, in certain cases, whose number of employees is lower than this threshold but whose company object or activity pursued nevertheless means they are obliged to provide a channel reserved for complaints in general under the provisions of Law 93, specifically: EDP Energias de Portugal, S.A. (“EDP”), E-Redes – Distribuição de Eletricidade, S.A. (“E-Redes”), SU ELETRICIDADE, S.A. (“SU ELETRICIDADE”), EDP Global Solutions – Gestão Integrada de Serviços, S.A. (“EDP Global Solutions”), EDP - Gestão da Produção de Energia, S.A. (“EDP Produção”), EDP Comercial – Comercialização de Energia, S.A. (“EDP Comercial”), Labelec – Estudos, Desenvolvimentos e Atividades Laboratoriais, S.A. (“Labelec”), Tergen – Operação e Manutenção de Centrais Termoeléctricas, S.A. (“Tergen”), EDP Mediadora, S.A. (“EDP Mediadora”) and EDPR PT - Promoção e Operação, S.A.
- h) **Stakeholder:** person or organisation that may affect, be affected by or be perceived to be affected by a decision or activity (for example, at EDP: shareholders; employees; customers; suppliers; communities; etc.).

In addition to the specific definitions mentioned above, the definitions contained in the Code of Ethics, the EDP Group Integrity Policy should be considered.

#### 4. Guiding principles

The procedure of receipt, handling, resolution and recording of communications of complaints received by EDP Group companies shall be governed by the following guiding principles:

- a) **Anonymity** - the whistleblower may, if he or she so wishes, request anonymity when making the complaint by selecting the respective option on the *Speak Up* Channel form. Without prejudice to this option, anonymity does not prevent two-way communication between the person responsible for screening, analysis and management of the handling process and the whistleblower, maintaining the possibility of delivering documentation to support the facts reported through the field created for this purpose in the Channel support platform.

- b) **Good faith** - all communications must be made in good faith and with adequate grounds. Unjustified use of the *Speak Up* Channels may constitute a disciplinary, civil or criminal offence.
- c) **Confidentiality** - under the terms defined by the present Regulation, complaints shall be treated as confidential information by all those who receive information on the reported facts. The knowledge of its existence and the conclusions of the analysis will be limited to the team responsible that needs this information to carry out the respective tasks of receiving and following up the communications reported through the Channels created for this purpose. The identity of the whistleblower may only be disclosed with his or her consent or in order to comply with a legal obligation or judicial decision, and in these situations it must be preceded by written communication to him or her indicating the reasons for disclosing the confidential data in question, unless the provision of this information compromises investigations in progress or related judicial processes.
- d) **Voluntary basis** – This Regulation is based on voluntary whistleblowing.
- e) **Record keeping** - all information relating to the various stages of the complaints handling process is recorded in the *Speak Up* Channels' support tools, in accordance with the principles described in their Privacy Policy. The register of complaints received shall be kept for at least 5 (five) years and, irrespective of such period, while any court or administrative proceedings relating to the complaint are ongoing.
- f) **Independence and autonomy** – all persons who have, or are suspected of having, a conflicting interest or direct or indirect involvement with the situation reported are excluded from the investigation and decision-making process, in order to ensure that the receipt, screening, analysis and filing of complaints are handled independently and impartially, guaranteeing the absence of any actual or potential conflict of interest in the exercise of these functions.
- g) **Prohibition of retaliation** - the companies and other entities of the EDP Group may not, in particular, dismiss, threaten, suspend, repress, harass, withhold or suspend payment of salaries or benefits, demote, transfer or otherwise take any disciplinary or retaliatory action that unreasonably causes or may cause the whistleblower pecuniary or non-pecuniary damage as a result of a report of an internal or external whistleblower or public disclosure made in good faith and on serious grounds, in accordance with applicable law, for a period of 2 (two) years after that report. The prohibition of retaliation, in any form, extends to anyone who assists the whistleblower in the complaints procedure and whose assistance must remain confidential, including trade union representatives or workers' representatives, to any third party connected with the whistleblower who could be subject

to retaliation in a professional context, and to legal persons or similar entities owned or controlled by the whistleblower, for whom the whistleblower works or to whom the whistleblower is professionally connected.

- h) **Protection of the potential wrongdoer** – persons who, in the complaint or in the public disclosure, are mentioned as those who committed the offence or are associated with it shall not be denied any rights or procedural guarantees generally acknowledged, namely the presumption of innocence, the guarantees of defence in criminal proceedings and the confidentiality of their identity.
- i) **Data protection** - the mechanisms and procedures for receiving, registering and processing complaints covered by this Regulation shall comply with the data protection rules in force<sup>1</sup>, as well as the information security rules.
- j) **Legal protection** - whistleblowers, whenever their reports are made in good faith, will be protected and supported, namely through the guarantee of legal protection, and access to the courts to defend their rights.
- k) **Misuse** - abusive and bad-faith use of the Speak Up channels may expose the whistleblower or other persons involved to disciplinary or legal proceedings.

## 5. *Speak Up* Channels

The EDP Group has the following *Speak Up* Channels for submitting complaints:

### 5.1. *Speak Up* EDP and Corporate Channel

Global and transversal channel, available at <https://www.edp.com/pt-pt/sobre-nos/edp/speak-up> and on the intranet at [Speak Up | Page \(edp.com\)](#), which can be used by stakeholders of any EDP Group company to report complaints about alleged violations of the EDP Code of Ethics, including topics such as:

- a) specific compliance obligations such as those laid down in Law 93 and Law 83;
- b) financial matters;
- c) situations that may constitute moral and/or sexual harassment.

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<sup>1</sup> Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of individuals with regard to the processing of personal data and on the free movement of such data and Law 58/2019 of 8 August.

## 5.2. *Speak Up* Regulated Companies Channels

Complaint channels specific to E-REDES and SU ELETRICIDADE to report doubts and/or complaints about alleged breaches of the EDP Code of Ethics, internal policies, codes and regulations, as well as related to the matters provided for in Law 93 and Law 83, only in the respective company sphere; available at:

- *Speak up* E-REDES: <https://www.e-redes.pt/pt-pt/speak-e-redes> and on the intranet, at [Speak Up | Page \(edp.com\)](#);
- *Speak up* SU ELETRICIDADE: <https://sueletricidade.pt/en/page/2791/damos-voz> and on the intranet at [Speak Up | Page \(edp.com\)](#).

## 5.3. *Speak Up* Obligated Companies Channels

Complaint channels specific to obliged entities (except EDP, E-REDES and SU ELETRICIDADE) which, according to Article 8 of Law 93, must have their own internal complaint channel for reporting doubts and/or complaints about alleged infringements related to the matters provided for in Law 93 and only in the sphere of the respective company. For all matters not covered by Law 93, stakeholders of these obliged entities must use the *Speak Up* EDP and Corporate Channel.

These channels can be accessed through the following links:

- **EDP Global Solutions** - <https://www.edp.com/pt-pt/sobre-nos/edp/speak-up> and on the intranet at [Speak Up | Page \(edp.com\)](#);
- **EDP Produção** - <https://www.edp.com/pt-pt/sobre-nos/edp/speak-up> and on the intranet at [Speak Up | Page \(edp.com\)](#);
- **EDP Comercial** - [Who we are | EDP](#) and on the intranet at [Speak Up | Page \(edp.com\)](#);
- **Labelec** - <https://www.edp.com/pt-pt/sobre-nos/edp/speak-up> and on the intranet at [Speak Up | Page \(edp.com\)](#);
- **Tergen** - <https://www.edp.com/pt-pt/sobre-nos/edp/speak-up> and on the intranet at [Speak Up | Page \(edp.com\)](#);
- **EDP Mediadora** - <https://www.edp.com/pt-pt/sobre-nos/edp/speak-up> and on the intranet at [Speak Up | Page \(edp.com\)](#)

## 6. General description of the complaint management process

### 6.1. Types of complaint

Complaints may be filed by the whistleblower through internal or external complaint channels.



**6.1.1. Internal complaint** - Internal complaints are presented through the internal channel provided by EDP Group companies and under the following terms:

- Access through the *Speak Up* Channels identified in Point 5;
- Select the subject in relation to which the complaint is to be filed;
- Complete the respective form with information on the identity of the whistleblower, email and contact details (unless the anonymity option is selected), the subject of the complaint, identification of the company in question (if access is through the Corporate *Speak Up* Channel) and a description of the facts.

**6.1.2. External complaint** - without prejudice to the possibility of stakeholders submitting external complaints to the competent authorities in general terms, as regards the matters covered by Law 93, the terms and conditions of such submission are available at [link](#).

## **6.2. Screening process/preliminary analysis**

Upon receipt of the complaint, the person in charge designated or competent for the purpose (as explained in point 6.3. *iii*), shall perform a screening with a view to pre-assessing whether the situation reported constitutes a complaint without serious, deliberate grounds and thus manifestly unfounded, taking into consideration, in particular, the content of the irregularity reported, the grounds presented, and any evidence supplied by the complainant. A communication without serious, deliberate grounds and thus manifestly unfounded will result in a decision to liminal case close, and the whistleblower will be informed accordingly.

## **6.3. Investigation**

If the complaint is confirmed to be well-founded, the investigation phase begins. This is the process of gathering, analysing and investigating facts, conducted in a rigorous, independent and objective manner, in order to accurately determine the credibility of a complaint and the circumstances that gave rise to it, identify the parties involved, assess whether the situation in question constitutes unethical and/or unlawful conduct, the respective root causes and the potential impacts/consequences resulting therefrom.

### ***i.* Contact with the whistleblower**

Throughout the whole process, the investigating responsible may request, through the *Speak Up* Channel, additional information or supporting documentation from the

whistleblower, even if he/she chooses to remain anonymous, in order to better assess the facts concerning the complaint.

**ii. Urgent measures and immediate action**

Without prejudice to the final decision on the complaint submitted, in situations of manifest urgency and seriousness, appropriate measures must be adopted to protect the interests of EDP Group company concerned and/or stakeholders in the face of the irregularities detected.

**iii. Competence**

Complaints submitted to the *Speak Up* Channels are accessed by the following actors according to the matters in question:

- a) Complaints associated with unethical conduct are accessed by EDP's Ethics & Compliance Officer (hereafter "ECO"), who will carry out the respective investigation process. Complaints associated with situations that may constitute bullying and/or sexual harassment after a preliminary analysis of the situation and, confirming its classification, are sent for parallel analysis by the competent Legal Department.
- b) Complaints regarding financial matters are also forwarded to the Committee for Financial Matters/Audit Committee, which may recommend the actions complementary to those provided for in the investigation process.
- c) Complaints submitted to the Obligated Companies and Regulated Companies *Speak Up* channels regarding matters covered by Law 93 (excluding EDP) and, in the case of Regulated Companies, matters covered by the respective Codes of Conduct, are assessed by the ECO, and the specific responsible of the company in question, who will carry out the respective investigation process.

**6.4. Classification of the complaint, conclusion of the process and decision**

As a result of the analysis and investigation carried out on each of the reports on unethical and/or unlawful behaviour, the ECO will send a proposal for an opinion to the Ethics Committee, which will issue the respective decision. Such decision may consider the complaint:

- a) **Well founded**, if the investigations carried out confirm the infringement reported;
- b) **Unfounded**, if the investigations carried out do not confirm the infringement;
- c) **Inconclusive**: there is insufficient evidence to confirm the infringement;

As a result of the validity of the complaints, the management body of the company in question will be the competent body to take the decisions deemed appropriate in view of the situation reported.

In the case of complaints concerning financial matters, the Committee for Financial Affairs/Audit Committee will be notified of the decision taken by the Ethics Committee.

The conclusion of the process is reached when the case is duly recorded in the *Speak Up* Channel support tool, and the whistleblower will be informed of this as well as of the measures planned or adopted to follow up the complaint and the reasons for it within the deadlines laid down by law.

## 7. Supervision and reporting

The ECO regularly reports to the competent bodies his or her activity in the context of the complaints examined.

## 8. Final provisions

The ECO, in coordination with the Legal & Governance Department, is responsible for reviewing this Regulation every two years or whenever there are relevant changes in the applicable legal framework and in the context of the activities carried out by the EDP Group, and also whenever new elements arise that demonstrate that this Regulation is inadequate. He or she must submit the proposed changes for the approval of EDP's Executive Board of Directors.

## 9. Disclosure

This Regulation is published on the EDP website, the websites of the Obligated Entities which have them, and the websites of the regulated companies, along with their respective *Speak Up* channels.