

The logo for Greenvolt, featuring a stylized green and blue 'G' icon followed by the word 'greenvolt' in a lowercase, sans-serif font. The background of the entire page is a dark blue with a complex, white wireframe pattern that resembles a topographical map or a digital grid.

Shaped by nature

ESG COMMITTEE

Regulation

Article 1

(Object)

These Regulations establish the rules governing the competence, organisation and operation of the ESG Committee of GREENVOLT - ENERGIAS RENOVÁVEIS, S.A. ("**Greenvolt**" or the "**Company**"), created by resolution of the Board of Directors (BoD), pursuant to Article 15(6) of Greenvolt's Articles of Association.

Article 2

(Appointment and Composition)

1. The ESG Committee is appointed by the Board of Directors, which shall appoint its Chairman, and is composed of 3 to 5 non-executive directors of the Company, the majority of whom are independent.
2. The Committee is secretaried by the Company's Secretary.
3. The members of the ESG Committee must inform its Chairman on a regular basis of any facts that may constitute or give rise to a conflict between their interests and the Company's interests and, in the event of a conflict, must not interfere in the respective decision-making process, without prejudice to the duty to provide information and clarification as requested.

Article 3

(Mission and Principles)

1. The ESG Committee's mission is to assist the Board of Directors in integrating sustainability principles into the management process and incorporating environmental, social and governance (ESG) objectives into the Greenvolt Group's strategy, promoting the good practices of the sector in all its activities, with the aim of creating long-term value, as well as safeguarding and monitoring the implementation of and compliance with Greenvolt's Code of Ethics and Conduct, and ensuring that high standards of good

ethical practice are maintained in the Company's activity and in the professional conduct of all its employees.

2. The activity carried out by the ESG Committee, within the scope of its duties, covers the activity of Greenvolt and of all the companies in which Greenvolt has a direct or indirect stake and in which the Company has management control ("**Greenvolt Group**").

Article 4

(Functions)

1. The ESG Committee functions as an internal committee of the Board of Directors.
2. Without prejudice to other functions that the Board of Directors may expressly attribute to it, the ESG Committee is responsible for:

a. Sustainability:

- i. Proposing to the Board of Directors and supervising the fulfilment of commitments, objectives and targets in ESG (Environmental, Social and Governance) and sustainability matters, including those related to energy transition and social responsibility (together, "**Sustainability**"), in line with the good practices of the sector, identifying the resources necessary for their implementation, namely through the definition of the Company's sustainability policies and strategies, as well as plans for their concretization;
- ii. Ensuring that the Company's strategic plan is aligned with the Sustainability commitments made by the Company, its purpose, values and corporate culture, with a view to generating sustainable value, reporting on this monitoring exercise to the Board of Directors;
- iii. Preparation of Greenvolt's Annual Sustainability Report for approval by the Board of Directors;
- iv. Monitoring the activities of the sustainability department;

b. Corporate Governance:

- i. Defining and drawing up proposals for the Company's governance policies and rules to be submitted to the Board of Directors;
- ii. Monitoring and evaluating compliance with established policies and rules, as well as the suitability of the corporate governance model implemented and its consistency with the Company's purpose, strategy and corporate culture and internationally accepted corporate governance standards, proposing any recommendations to the Board of Directors deemed appropriate in this regard;

c. Ethics and Conduct:

- i. Supporting the definition of the Company and Greenvolt Group's policy on standards of conduct, the adoption of good practices and compliance with the highest ethical standards;
- ii. Supervising, monitoring and giving an opinion on the Greenvolt Group's Code of Ethics and Conduct and its application at the level of the Company and all its subsidiaries;
- iii. Implementing a Greenvolt Group whistleblowing channel, defining the procedures for receiving, recording and processing all information, communications and complaints concerning alleged irregularities or breaches of the Code of Ethics and Conduct, including rules that develop it or deal with the matters listed therein, as well as developing the necessary mechanisms to ensure its rigorous investigation and fair treatment, providing for the adoption of appropriate measures for the immediate regularisation of irregularities or breaches and penalisation of offenders;

d. People and Talent:

- i. Defining selection criteria, establishing the necessary competences for the structures, internal bodies and top positions of the Company and the companies of the Greenvolt Group, as well as other entities in relation to which the Company has the right to appoint the members of its governing bodies, and their repercussions on the respective

- composition, assisting in the drafting of instruments and policies that reflect these criteria, promoting merit, appropriate to the function and diversity;
- ii. Drawing up recruitment and fixed and variable remuneration policies for employees of the Company and its subsidiaries, to be submitted to the Board of Directors' approval;
 - iii. Assisting the Board of Directors in defining criteria and identifying and selecting potential candidates to be included in the list of persons to be appointed or proposed for election to the General Meeting as members of the Board of Directors and the Statutory Audit Board;
 - iv. Assisting the Board of Directors in drawing up the Gender Equality Plan, to be drawn up annually.
3. The ESG Committee establishes the necessary mechanisms for articulating its activity with the bodies and services of the Company and the Group, ensuring that joint meetings are held periodically and that procedures are defined for monitoring its activity, and that there is a regular exchange of information relevant to the exercise of these competences with other members of the Board of Directors.
 4. The ESG Committee draws up an annual report on its activities, which it presents to the Board of Directors.

Article 5

(Powers of the Chairman of the ESG Committee)

1. The special duties of the Chairman of the ESG Committee are the following:
 - a. To convene and direct the works of the meetings of the Committee;
 - b. Exercise a casting vote;
 - c. Report to the Board of Directors on the most relevant activities and decisions of the Committee and provide the respective minutes;

- d. Ensure the circulation of information to Committee members on the matters dealt with at meetings and other information deemed indispensable to the performance of their duties.
 - e. Act as spokesperson at the meetings of the Board of Directors and, if applicable, at the General Shareholders' Meeting.
- 2. The Chairman of the Committee shall promote the holding of meetings and contacts with external and internal Greenvolt Group entities deemed necessary for the performance of his duties.

Article 6

(Operation)

1. The ESG Committee will establish the dates and frequency of its meetings, meeting at least once every quarter.
2. The meetings shall be convened by the Chairman of the ESG Committee, on his own initiative or at the request of any member of the ESG Committee or the Chairman of the Board of Directors, at least five (5) days in advance, by email, indicating the place, time and date of the meeting and the respective agenda.
3. Any member of the ESG Committee may request the inclusion of other work items in the agenda.
4. Meetings of the ESG Committee will take place at the Company's registered offices or at another location chosen for the purpose, and may be held by telematics means, namely videoconference or conference call.
5. The ESG Committee may only resolve validly and effectively at meetings in which the majority of its members are present or duly represented.
6. The resolutions of the ESG Committee shall be taken by a majority of votes cast, with the Chairman having a casting vote in the event of a tied vote.
7. The ESG Committee may, whenever it sees fit, invite any director, officer or employee of the Company to participate in its meetings.

8. The Delegated Director has the right to attend ESG Committee's meetings, without the right to vote, provided that no matters are discussed in relation to which there may be a conflict of interest, to be determined at the discretion of the Chairman of the Committee.
9. Any member of the ESG Committee may be represented at a meeting by another member by means of a simple letter; however, each instrument of representation may not be used more than once.
10. Whenever deemed appropriate for the performance of its duties, the ESG Committee may invite external parties to participate in its meetings, and may in particular, with regard to the Company and the Greenvolt Group, jointly or separately, interview and request the attendance of:
 - a. Members of management bodies;
 - b. Representatives of the supervisory bodies;
 - c. Statutory External Auditor;
 - d. Senior management or other employees;
 - e. Shareholders;
 - f. External experts.
11. At least one of the meetings shall be held jointly with the Statutory Audit Board and the Audit, Risk and Related Parties Committee, with a view to analysing the non-financial information to be reported by the Company prior to its submission to the Board of Directors, as well as the supervision and control mechanisms for non-financial risk, ethics and business conduct.

Article 7

(Term of Office)

1. The term of office of the ESG Committee coincides with the term of office of the Board of Directors that appoints it.

2. The Board of Directors may, at any time and for any reason, decide to dismiss one or more members of the ESG Committee.
3. The members of the ESG Committee may resign at any time and for any reason, while maintaining their status as directors of the Company.

Article 8

(Minutes)

1. The minutes of all meetings shall be drawn up and subsequently approved and signed by the members present.
2. The minutes of the meetings shall, once approved and recorded in the appropriate book, be made available to the other members of the Board of Directors.

Article 9

(Final Provisions)

1. These Regulations shall enter into force on the date of their approval by the Board of Directors.
2. Any amendment to these Regulations is the exclusive responsibility of the Board of Directors.
3. These Regulations, as up-dated from time to time, shall be published in Greenvolt's website.
4. If not provided for in these Regulations, the provisions of the Regulations of the Board of Directors shall apply, the latter prevailing in case of conflict.