



**VOTING CARD**  
**ANNUAL GENERAL SHAREHOLDERS' MEETING**  
**EDP - Energias de Portugal, S.A.**  
**May 6<sup>th</sup>, 2013**

Chairman of the General Shareholders' Meeting  
EDP - Energias de Portugal, S.A.  
Praça Marquês de Pombal, n.º 12  
1250-162 LISBON  
PORTUGAL

Name \_\_\_\_\_  
Address \_\_\_\_\_  
Tax Number \_\_\_\_\_

**Agenda**

|  | In favour | Abstention | Against |
|--|-----------|------------|---------|
| <b>Item 1</b> - Resolve on the approval of the individual and consolidated accounts' reporting documents for 2012, including the global management report (which incorporates a chapter regarding corporate governance), the individual and consolidated accounts, the annual report and the opinion of the General and Supervisory Board and the legal certification of the individual and consolidated accounts. |           |            |         |
| <b>Item 2</b> - Resolve on the allocation of profits in relation to the 2012 financial year.   |           |            |         |
| <b>Item 3</b> - Resolve on the general appraisal of the management and supervision of the company, under article 455 of the Portuguese Companies Code.   |           |            |         |
| <b>3.1</b> - Vote of confidence to the Executive Board of Directors  |           |            |         |
| <b>3.2</b> - Vote of confidence to the General and Supervisory Board   |           |            |         |
| <b>3.1</b> -Vote of confidence to the Statutory Auditor  |           |            |         |
| <b>Item 4</b> - Resolve on the granting of authorization to the Executive Board of Directors for the acquisition and sale of own shares by EDP and subsidiaries of EDP.  |           |            |         |
| <b>Item 5</b> - Resolve on the granting of authorization to the Executive Board of Directors for the acquisition and sale of own bonds by EDP and subsidiaries of EDP.   |           |            |         |
| <b>Item 6</b> - Resolve on the remuneration policy of the members of the Executive Board of Directors presented by the Remunerations Committee of the General and Supervisory Board.   |           |            |         |



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| <b>Item 7</b> - Resolve on the remuneration policy of the other members of the corporate bodies presented by the Remunerations Committee elected by the General Shareholders' Meeting. |  |  |  |
| <b>Item 8</b> - Resolve on the election of members of the General and Supervisory Board, for the current 2012-2014 term of office.   |  |  |  |
| <b>8.1</b> – Resolve on the election of Augusto Carlos Serra Ventura Mateus  |  |  |  |
| <b>8.2</b> – Resolve on the election of Nuno Manuel da Silva Amado   |  |  |  |
| <b>Item 9</b> - Resolve on the election of a member of the Environment and Sustainability Board, for the current 2012-2014 term of office.   |  |  |  |

Signature *(Please see note 4)*

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#### Notes

1. Pursuant to article 22 of the Portuguese Securities Code and to article 14 of the by-laws of EDP, Shareholders entitled to intervene in the General Meeting may also exercise their voting right correspondence in relation to any items in the Agenda,
2. Shareholders may only participate at the General Shareholders' Meeting, in person or through a representative, or exercise its voting rights by correspondence, by post or electronically, if such Shareholders own, at least, one share as of 00:00 hours (GMT) of the fifth negotiation day prior to the date of General Shareholders' Meeting, ie, April 26<sup>th</sup>, 2013 ("Registration Date").
3. Shareholders that intend to participate at the General Shareholders' Meeting must declare previously and in writing such intention, (i) to the Chairman of the General Shareholders' Meeting and (ii) to the financial intermediary to which the book-entry registry of the shares has been entrusted, until 23:59 hours (GMT) of the negotiation day prior to the Registration Date, ie, April 25<sup>th</sup>, 2013.
4. To exercise the voting rights by correspondence, shareholders must use this voting card (which does not represent a solicitation of a proxy) which must be signed, being required, in case the shareholder is a single person, an identical signature to the one on the identity card and accompanied of a readable copy of it, and in case the shareholder is a corporate body, the signature of their representative shall be recognized in that quality, noting that in any case the referred letter shall be addressed to the Chairman of the General Shareholders' Meeting, by registered mail with acknowledgment of receipt, which must be received at the head office of the company until February 30<sup>th</sup>, 2013.
5. The votes by correspondence are counted as negative votes regarding deliberation proposals submitted latter than the vote issuance.
6. To exercise the voting rights by correspondence through electronic means, shareholders should consult the information regarding the requirements for participation published at the notice and on EDP's website.