

**BALLOT PAPER**  
**ANNUAL GENERAL SHAREHOLDERS' MEETING**  
**April 15<sup>h</sup>, 2009**

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

**AGENDA:**

**MOTION**

**In favour      Abstention      Against**

**Item One** – Ratification of the resolutions approved in the meeting of the General and Supervisory Board held on March 5th, 2009.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Two** – Resolve on the individual and consolidated accounts' reporting documents for the 2008 financial year, including the sole management report (which includes a chapter regarding corporate governance), the individual accounts and consolidated accounts, the annual report and the opinion of the General and Supervisory Board and the legal certification of individual and consolidated accounts.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Three** – Resolve on the proposal for the allocation of profits in relation to the 2008 financial year.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Four** – Resolve on the general appraisal of the management and supervision of the company, in accordance with article 455 of the Portuguese Companies Code.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Five** – Resolve on the election of the members of the corporate bodies for the three year period 2009-2011.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Six** – Granting of authorization to the Executive Board of Directors for the acquisition and sale of treasury stock by EDP and subsidiaries of EDP.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Seven** – Granting of authorization to the Executive Board of Directors for the acquisition and sale of treasury bonds by EDP and subsidiaries of EDP.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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**Item Eight** – Resolve on the appraisal, with advisory nature, of the remuneration policy of the members of the corporate bodies.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Date \_\_\_\_\_, 2009.

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(Signature identical to that contained in the Identification Card)

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 rights by correspondence on each of the points of the Agenda;
2. Shareholders with intention to exercise their voting rights by correspondence must, as any other shareholder and pursuant to article 14 of the by-laws of EDP, proof the ownership of the shares delivering to the Chairman of the General Shareholders' Meeting, at the head office, **at least five business days in advance** of the date of the General Meeting, a **statement issued and certified by the financial intermediary responsible for the registry of the shares**, which must mention that the relevant shares are registered in the account of the relevant Shareholder since, at least, the 5th business day prior to the date of the General Meeting and that such shares are blocked until the term of the General Meeting;
3. In case of suspension of the meeting, in accordance with the terms of the law, the blocking of shares may be cancelled and the Shareholders who intend to participate in the new session of the meeting shall have to execute a new blocking since, at least, the 5th business day prior to the date of said new meeting; in this case the Shareholder shall address to the Chairman of the General Shareholders' Meeting, to the head office, with at least five business days in advance in relation to the date of the new meeting, a declaration issued and authenticated by the financial intermediary to which the book-entry registry of the shares has been entrusted, which must state that the relevant shares are registered in the corresponding account since at least the 5th business day prior to the date of the new meeting and that the blocking of such shares was made until the term of the new meeting.
4. To exercise the voting rights by correspondence, shareholders must use this ballot paper (which does not represent a solicitation of a proxy) which must be signed, with a signature similar to that contained in the Identification Card, 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 **April 9th, 2009**. The same envelope shall contain a legible copy of the identification card of the signer.
5. 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 ([www.edp.pt](http://www.edp.pt)).

**For additional information please contact:**

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