

# CODE OF CONDUCT

REN  
PORTGÁS DISTRIBUIÇÃO

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NATURAL GAS DISTRIBUTION  
NETWORK OPERATOR

REN 

# ÍNDICE

<b>A</b>	CODE OF CONDUCT	04
<b>1</b>	OBJECT AND SCOPE OF APPLICATION	06
<b>2</b>	PRINCIPLES AND GENERAL RULES OF CONDUCT	08
<b>3</b>	COMMITMENT TO COMPLIANCE	14
<b>4</b>	APPLICATION OF THE CODE	16
<b>5</b>	DISSEMINATION AND PUBLICATION	18
<b>B</b>	ANNEX: REN GROUP CODE OF CONDUCT	20
<b>C</b>	ANNEX: REN GROUP CODE OF CONDUCT	21



A

# Code of Conduct

## A. Code of Conduct

REN Portgás Distribuição, S.A. (REN Portgás Distribuição) is the public service concessionaire for natural gas distribution, and its core business is the development and operation of the gas distribution network in the northern coastal region of Portugal, covering a concession area of 29 municipalities in the districts of Porto, Braga and Viana do Castelo.

This Code of Conduct applies to REN Portgás Distribuição as the Natural Gas Distribution Network Operator, in compliance with the provisions of Articles 20, 21, 49 and 50 of the Natural Gas Sector Commercial Relations Regulations and as a complement to the principles, values and guidelines of the REN Group Code of Conduct (attached as ANNEX I and which forms an integral part of this Code), more specifically with regard to independence, impartiality and professionalism in relations with stakeholders.



# Object and Scope of Application

## 1.1. Object

**a)** The aim of this Code of Conduct is to establish, in functional terms, the principles and general rules of conduct so as to ensure independence and transparency in the performance of responsibilities and competences arising from activities as the Natural Gas Distribution Network Operator.

**b)** This Code of Conduct further seeks to ensure the exclusion of discriminatory behaviour and to provide a behavioural framework, defining specific obligations for employees of REN Portugal Distribuição, in order to pursue these goals

## 1.2. Scope of Application

**a)** The rules set out in this Code of Conduct apply to all members of the corporate bodies and full-time employees of REN Portugal Distribuição, workers bound by labour contracts of indefinite duration and workers bound by fixed-term contracts, in all cases and even in situations of temporarily suspended working relationships, when directly or indirectly performing duties as part of the activities of the distribution network operator.

**b)** This Code of Conduct further applies, with the necessary adaptations, to workers employed on secondment or at the requisition of REN Portugal Distribuição and to those working under a consultancy or provision of services contract performing functions as part of the activities of the Natural Gas Distribution Network Operator.

**c)** This Code of Conduct further shall also be disclosed and promoted with regard to proxies, authorized representatives and service providers who are in any way empowered to act on behalf of and/or in representation of REN Portugal Distribuição. Such persons are required to comply with this Code of Conduct.

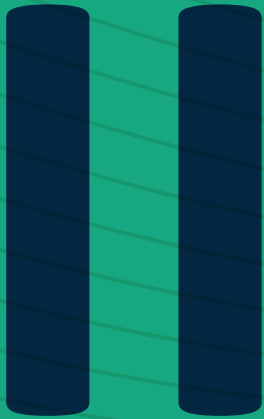
**d)** The principles set out in this Code of Conduct shall also be communicated and recommended to other REN Portugal Distribuição service providers and suppliers in all relationships so established.

**e)** The implementation of the principles and values set out in this Code of Conduct is the responsibility of all the employees referred to in this point, both with regard to relationships among the employees themselves, as well as in relationships by those responsible for the functions attributed to the Natural Gas Distribution Network Operator with the Transmission System Operator, with Retail Suppliers of Last Resort and with Wholesale Suppliers of Last Resort, with Market Regime Suppliers and with customers.

**f)** The implementation of this Code of Conduct or its principles does not preclude the simultaneous application of other codes of conduct in force at the REN Group or respective companies, including the REN Group Code of Conduct (attached, and which forms an integral part of this Code), in accordance with the cases so applicable.

**g)** The application of this Code of Conduct does not invalidate or preclude compliance with other rules of conduct or deontological standards required by law or otherwise, which apply to specific functions, activities or professional groups.

**h)** The principles and provisions of this Code of Conduct shall not apply to the entities referred to in the preceding paragraphs who are required to abstain from compliance due to their specific nature.



# Principles and General Rules of Conduct



## 2.1. General Principles

In the exercising of the attributions and competences arising from the activities of the persons addressed by this Code of Conduct, observance shall be required of the general principles to safeguard of public interest, more specifically, that laid down by the Energy Services Regulator (ERSE) in sector regulations for equality of treatment and opportunity, non-discrimination and transparency in decisions. Such observance will be achieved through information and audit mechanisms, independence in the performance of activities, respect for applicable laws and regulations, and the assurance of confidentiality of information, particularly information which is considered to be commercially sensitive.

## 2.2. General Rules of Conduct

In the activities of the Natural Gas Distribution Network Operator, those addressed by this Code of conduct are required to comply with the following rules of conduct:

### 2.2.1. Independence and impartiality

#### 2.2.1.1. Employees

Persons addressed by this Code of Conduct performing their functions at the Natural Gas Distribution Network Operator are required to adopt behaviour and make decisions which are governed by the principles of independence, impartiality and exemption and shall be responsible for their actions and professionalism, always acting objectively and at the exclusion of any self-interest or interest of third parties when performing duties.

### 2.2.1.2. Operator

In order to ensure functional independence, the Natural Gas Distribution Network Operator and those addressed by this Code of Conduct shall observe the principles laid down in Decree-Law No 30/2006 of 15 February in the version in force at the respective time, in the performance of their activities, competences and functions.

### 2.2.2. Equal treatment and non-discrimination

a) Those addressed by this Code of Conduct may not discriminate against or treat in any different manner the users or categories of users of the National Natural Gas Transmission Network (RNTGN) and may not favour any natural gas supplier.

b) Excluded from the previous subparagraph are specific treatments provided for by law, regulations or concession contracts relating to the safeguarding of public interest.

### 2.2.3. Confidentiality of information

a) Those addressed by this Code of Conduct are required to preserve and ensure the confidentiality of information obtained in the performance of duties, particularly information on network users and information classified as commercially sensitive, in accordance with the list drawn up under Article 23 of the Regulations on Commercial Relationships in the Natural Gas Sector.

b) For the purposes of the provisions of the previous subparagraph, those addressed by this Code of Conduct are required to ensure that information of a confidential nature remains limited to the departments or persons directly involved in each specific activity and operation. This particularly refers

to confidential information approved by ERSE, which they may come to have knowledge of as a result of performing their duties, and which is subject to professional secrecy.

**c)** Those addressed by this Code of Conduct may not contribute to the discriminatory disclosure of information relating to their own activity and which may represent a commercial advantage.

**d)** Those addressed by this Code of Conduct are required to manage all confidential information with maximum discretion, and may not use or transmit internal facts or information, except to the departments which are required to have access due to the nature of their work.

**e)** In the event of doubt with regard to the information which those addressed by this Code of Conduct come to have knowledge of in the performance of their respective duties, the said persons so addressed shall maintain the confidentiality of this information and seek clarification from the REN Audit Committee.

**f)** This duty of confidentiality shall continue to bind such persons even when they no longer perform the duties giving rise to their compliance with this Code.

## 2.2.4. Reporting to superiors

**a)** Employees are required to report to their direct superiors and within the scope of operation of the Natural Gas Distribution Network Operator, respecting the legal unbundling of this activity with regard to other activities in the natural gas business or those of the REN Group parent company.

**b)** Employees transferring from the Natural Gas Distribution Network Operator to other

companies whether part of the REN Group or otherwise, are required to remain loyal to the principles set out in this Code of Conduct, more specifically, with respect to the non-provision and non-use of privileged information.

## 2.2.5. Reservation and discretion

**a)** Those addressed by this Code of Conduct and those who terminate their relationship with the company are required to preserve total confidentiality with regard to external entities in relation to all information relating to the Natural Gas Distribution Network Operator which they come to have knowledge of in the performance of their duties, and which due to its nature, may affect the interests or business of the said operator, particularly with respect to confidential information. Exceptions to these restrictions are the situations as provided for by Law, Regulations or specific authorizations.

**b)** Included in the preceding subparagraph is computer data of a personal nature or other data considered as private, strategic information on working methods and business, as well as information relating to any project undertaken or presently in development, when such information is considered as being required to be limited to the respective departments or persons needing this information to perform their duties or as a result of such duties.

**c)** Without prejudice to the rights and special duties provided for by law with regard to the members of structures representing workers, the persons addressed by this Code of Conduct, except when so authorized for the purpose, shall respect the principle of discretion and shall refrain from issuing public statements or opinions, at their own initiative or at the request of third parties, with regard to matters about

which the company is required to pronounce, more specifically those which may jeopardize the company's image. This particularly applies in relation to use of the media, websites, apps, social platforms and any other means of dissemination.

### 2.2.6. Personal Data

**a)** REN Portgás Distribuição is concerned about the privacy of people and is committed to strict compliance with legislation applying to personal data protection. REN Portgás Distribuição is responsible for the processing of personal data of employees, consumers, suppliers and commercial partners. "Personal Data" is understood to be all information which may be used directly or indirectly to identify a natural person, when used independently or in combination with other information.

**b)** Those addressed by this Code of Conduct are required to process personal data responsibly, complying with all applicable legislation and the policies and procedures of the REN Group. This means that personal data are required to be maintained under conditions of strict confidentiality and used only when necessary and by persons who need to use such data when performing their duties.

**c)** Those addressed by this Code of Conduct play a vital role in the prevention of personal data breaches and as such, must be always vigilant in relation to any unauthorized processing thereof.

### 2.2.7. Duty of loyalty, independence and responsibility

**a)** Those addressed by this Code of Conduct are required to make a commitment of loyalty to the Code, and pledge to safeguard its credibility,

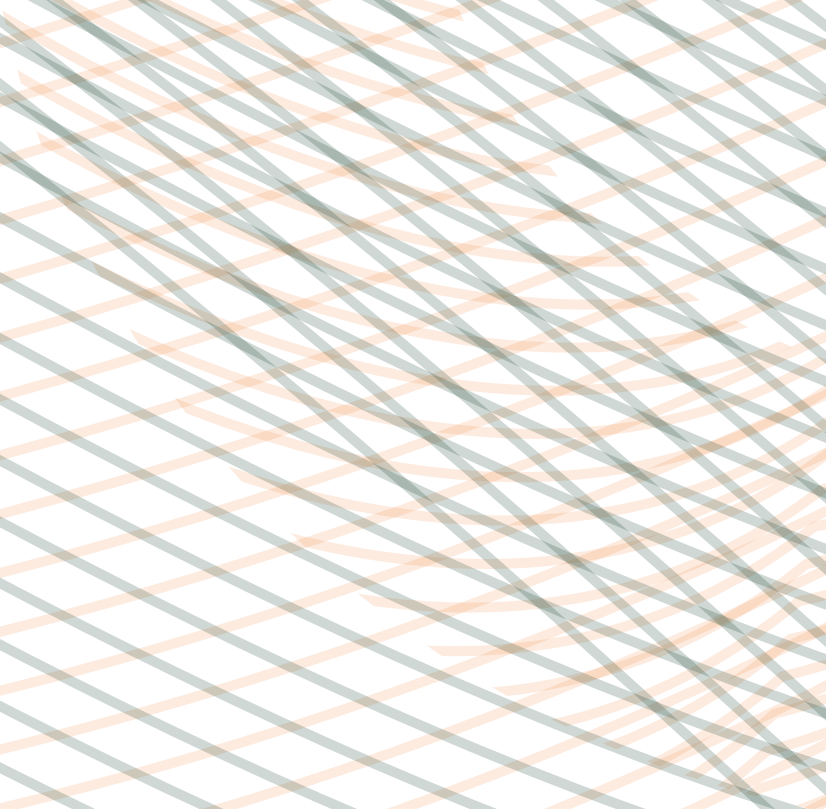
prestige and image in all situations. In order to achieve this goal, they shall act properly, with responsibility, exemption, commitment and objectivity when analysing decisions to be made on behalf of REN Portgás Distribuição.

**b)** When performing their duties and competences, those addressed by this Code of Conduct shall always bear in mind the interests of the REN Portgás Distribuição and the respective stakeholders. They shall act with impartiality and observe professional ethics, refusing favourable treatment, avoiding pressures and make decisions with total honesty, integrity and transparency, in full knowledge of the good practices employed by the company and as set out in the REN Group Code of Conduct (attached as ANNEX I and which forms an integral part of this Code of Conduct).

**c)** Those addressed by this Code of Conduct shall act in strict compliance with the limits of responsibility inherent to their duties. They shall thus employ the goods attributed and the power delegated in a non-abusive, sensible and rational manner, with a view to pursuing the objectives of the company and exclusively within the scope of and for the purposes of their duties.

### 2.2.8. Conflicts of Interests

**a)** When those addressed by this Code of Conduct are called, as part of their functions or competences, to intervene in processes or decisions, directly or indirectly involving persons, entities or organizations with which they work or have worked, or where financial or other interests are or may be in question relating to the employee himself or herself or to related persons or entities, including in



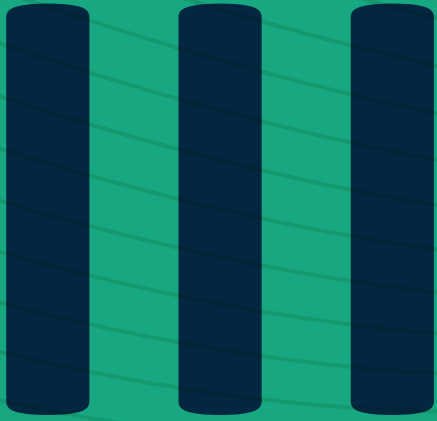
tender procedures, in the assessment or awarding of proposals, they are required to notify the company immediately of such relations, and, in the event of any doubt with regard to their impartiality, shall refrain from taking part in such decisions.

**b)** When those addressed by this Code of Conduct take on the role of proxies, authorized representatives and service providers of REN, they are also required to communicate any situation of conflict of interest in identical terms to those laid down in the preceding subparagraph. They shall equally refrain from any action in the performance of their duties which may influence decisions in such cases.

**c)** Non-compliance with the provisions of the preceding subparagraphs shall be considered as a very serious breach of this Code of Conduct, without prejudice to other legally applicable penalties.

### **2.2.9. REN Group Code of Conduct**

Those addressed by this Code of Conduct are also required to comply with the rules and values set out in the REN Group Code of Conduct (attached as ANNEX I, and which forms an integral part of this Code of Conduct).



# Procedures

### 3.1. Network Planning

In order to ensure the existence of natural gas distribution networks with natural gas reception and delivery capacity which has suitable levels of quality of service and safety, when performing duties relating to the planning of networks, those addressed by this Code of Conduct shall execute such activities in accordance with the RNTIAT (National Transmission Network, Storage Infrastructure and LNG Terminals) Development and Investment Plan (PDIR) approved by the regulatory entities, the Energy Services Regulator (ERSE) and the Directorate General of Energy and Geology (DGEG).

### 3.2. Connection to Networks

As a means of ensuring equal treatment in customer requests for network connection, when performing their duties in the said network connection, those addressed by this Code of Conduct shall execute budgets and works in accordance with that set out in applicable legislation, regulations and internal procedures, and are, in particular, required to:

- a) Deal with any connection request on a basis of equality and transparency and independently of any possible third-party interests;
- b) Provide parties requesting a network connection with the necessary information on technical and financial conditions relating to the connection request;
- c) Draw up network connection budgets in accordance with that set out in regulations;
- d) Execute the work only after approval of the budget by the requesting party;
- e) Provide explanatory information on connection work and the costs billed in this regard, more specifically, giving information

to the requesting party on possible delays in the execution of the connection.

### 3.3. Changing Supplier

a) In the exercising of activities of changing supplier, those addressed by this Code of Conduct shall manage operations in a non-discriminatory manner, taking into consideration legal provisions in force and carrying out processes in accordance with that as approved by ERSE.

b) Whenever those addressed by this Code of Conduct are requested to provide information on suppliers operating in mainland Portugal, this information shall be provided in an impartial and neutral manner, through an up to date list of the said suppliers, and confirmation shall be provided via the ERSE website.

### 3.4. Access to networks

a) In order to provide network access in a non-discriminatory manner to all interested parties, when performing network connection duties, those addressed by this Code of Conduct shall provide customers or suppliers with a Network Usage Contract in accordance with the general conditions approved by ERSE and available for consultation on the REN Portgás Distribuição website.

b) When billing network access, those addressed by this Code of Conduct shall apply the access tariffs established by ERSE.

### 3.5. Operation of networks

a) Whenever work on network assets is necessary, when performing duties in the

areas of network operation and maintenance, those addressed by this Code of Conduct shall act in a non-discriminatory manner with respect to customers, independently of any possible third-party interests.

**b)** Exceptions from the provisions of the previous point include those situations as provided for in legislation and regulations in force, more specifically in relation to special needs or priority customers.

### **3.6. Confidentiality of commercially sensitive information and information where the disclosure of which would be liable to create a competitive advantage**

Those addressed by this Code of Conduct shall ensure full confidentiality of commercially sensitive information and information where the disclosure of which would be liable to create a competitive advantage, and are particularly required to:

- a)** Strictly comply with procedures established with respect to the classification, access to and disclosure of documents containing commercially sensitive information;
- b)** Only allow the allocation, authorization and use of access keys to I.T. applications containing commercially sensitive information by those persons whose duties justify such need to access the information in question.

### **3.7. Reading and availability of data**

**a)** When performing their duties relating to the reading and availability of reading data,

those addressed by this Code of Conduct shall act in a non-discriminatory manner, taking into consideration applicable legal and regulatory provisions, more specifically those set out in the Measurement, Reading and Data Availability Guide as approved by ERSE.

**b)** Those addressed by this Code of Conduct shall only provide reading data from customer meters to the customer or the supplier/supplier of last resort with which the customer established a gas supply contract.

### **3.8. Customer Support**

Procedures relating to customer support are set out in Annex II to this Code of Conduct, and are an integral part thereof and shall be available at in-person customer service points.

### **3.9. Handling Complaints**

When handling complaints, those addressed by this Code of Conduct shall:

- a)** Act in a non-discriminatory manner, independently of any possible third-party interests;
- b)** Seek to comply with established deadlines;
- c)** Maintain a record of all complaints submitted.

Information on submitting complaints is available on the REN Portugal Distribuição website.

# IV

## Commitment to Compliance



## 4.1. Statement of Commitment to compliance

**a)** The employees identified in point 1.2 are required to provide a statement confirming that they will comply with this Code of Conduct. This statement will be renewed periodically with a mention of the non-occurrence of any breaches of the principles and duties laid down herein.

**b)** It is assumed that all current REN Portgás Distribuição employees adhere to this Code of Conduct when they do not contest it in writing within 21 (twenty-one) days from the initial disclosure date.

**c)** Those addressed by this Code of Conduct are further required to comply with and respect the principles and rules set out in this Code of Conduct and in the REN Group Code of Conduct (attached and which forms an integral part thereof), as well as observe applicable laws and regulations.

Furthermore, the relationship so established shall be subject to review, without prejudice to other legally applicable penalties.

## 4.2. Non-compliance

**a)** In the event of any breach of the provisions set out in this Code of Conduct, those addressed by this Code, when applicable, shall be subject to disciplinary proceedings by REN, in accordance with the terms provided for in the Labour Code, as well as in the Collective Labour Agreement in force at the time, without prejudice to other legally applicable penalties, including civil and/or criminal proceedings.

**b)** In the event of any breach by suppliers, service providers or REN proxies or authorized representatives of the provisions set out in this Code of Conduct, or by other third parties who have adhered to the Code of Conduct or its principles, such persons shall be subject to the penalties laid down in the contractual arrangements established with REN.

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# Application of the Code

## 5.1. Whistleblowing

Communication of possible irregularities or breaches of this Code of Conduct must be in writing, on paper or digitally (e-mail with reserved access: [comissão.auditoria@ren.pt](mailto:comissão.auditoria@ren.pt)), and addressed to the Chairman of the Audit Committee and may be sent by any member of a corporate body, employee, supplier or any interested party directly related to the activity of REN Portgás Distribuição.

## 5.2. Auditing

Verification of compliance with the rules and general principles of conduct by those addressed by this Code of Conduct, shall be subject to audit in accordance with that set out in Regulations on Commercial Relationships in the Natural Gas Sector.

## 5.3. Reference

For the purposes of proceedings related to compliance with and application of this Code of Conduct, not explicitly provided for herein, the provisions of Chapter V (Application of the Code) of the REN Group Code of Conduct, shall apply with the necessary adaptations (attached as ANNEX I, and which forms an integral part of this Code).

**VI**

**Disclosure  
and  
Publication**

## 6.1. Disclosure

The Board of Directors of REN Portgás Distribuição will promote the disclosure of this Code of Conduct which will be available for consultation by all those it is intended for, on REN Portgás Distribuição I.T. platforms (Internet and intranet), so as to consolidate the application of the principles and the adopting of the behaviour set out therein.

## 6.2. Publication

This Code of Conduct shall be published on the REN Portgás Distribuição intranet and internet portals.

**B**

**ANNEX:  
REN Group  
Code of Conduct**



**ANNEX:  
Commercial  
Procedures  
for serving  
REN Portgás  
Distribuição  
consumers<sup>1</sup>**

**1.** For the purposes of providing service, customers of REN Portgás Distribuição are considered to be those persons or entities which use a service point for in-person service or the Contact Center for handling issues relating to distribution networks, more specifically:

- Information requests;
- Complaints;
- Requests for network connection
- Readings;
- Requests for technical assistance;
- All other services relating to distribution network infrastructure.

## 2. General Principles

- When providing service for customers of REN Portgás Distribuição, the general principles of this Code of Conduct of the Distribution Network Operator shall be observed. This includes the principles of safeguarding the public interest, equal treatment and opportunity, non-discrimination and competition in commercial relations and transparency in decisions.

- In any service channel, those addressed by this Code of Conduct shall be impartial, professional and independent and may not discriminate against or treat customers or categories of customers in any different manner, more specifically with regard to the respective supplier.

- Information obtained in the performance of natural gas distribution and which is protected by legislation on personal data protection, or which has been classified as commercially sensitive shall be held in a manner to ensure confidentiality.

- Information on customers in the database may not be used by or provided to third-parties without prior and express authorization from the said customers and without prejudice to compliance with legal obligations.

## 3. Information for customers

- REN Portgás Distribuição is required to inform customers on their right to choose suppliers and, when requested, shall provide an up to date list of such suppliers and inform customers that detailed information is available in this regard on the ERSE website.

- Complaints and requests for information submitted by customers shall be duly analysed and replied to within a maximum of 15 (fifteen) working days, without prejudice to that set out in applicable regulations on complaints regarding billing, operation of metering equipment, quality of electrical power or natural gas supply characteristics, which are also required to comply with the terms and conditions laid down in ERSE Regulations.

- In the event that it proves impossible to comply with the deadlines referred to in the previous point due to reasons beyond the control of REN Portgás Distribuição, customers shall be informed in writing within the time limit established in the preceding paragraph of the steps taken and the reasons why response is not possible within the defined time limit. Customers shall also be informed of the expected time of the final reply and, whenever possible, be provided with the name of a contact person.

- Customers shall be informed of their rights with respect to response time.

<sup>1</sup> The procedures to be followed in service provided to distribution network users are available for consultation on the REN Portgás Distribuição website and are also displayed at in-person service points.



## **4. In-person Service**

- REN Portgás Distribuição has a customer service point which is duly identified on the company website, which complies with the provisions set out in the Quality of Service Regulations with regard to the recording of information and assessment of performance.

## **5. Contact Center service**

- REN Portgás Distribuição provides specific telephone numbers for its customers to communicate readings, emergency situations and for general support. This latter number provides replies to technical and commercial issues.

