

Internal Reporting and Whistleblower Protection Policy

September 26, 2024

The Board of Directors of Avangrid, Inc. (“Avangrid”) oversees the management of Avangrid and its business with a view to enhance the long-term value of Avangrid. Avangrid is a member of the group of companies controlled by Iberdrola, S.A. The Board of Directors of Avangrid (the “Board of Directors”) has adopted this Internal Reporting and Whistleblower Protection Policy (this “Policy”) to assist in exercising its responsibilities to Avangrid and its shareholders. This Policy is subject to periodic review and modification by the Board of Directors from time to time. This Policy and Avangrid’s certificate of incorporation, by-laws, corporate governance guidelines and other policies pertaining to corporate governance and regulatory compliance, risk, sustainable development, and social responsibility (collectively, the “Governance and Sustainability System”) form the framework of governance of Avangrid and its subsidiaries (collectively, the “Avangrid Group”). Avangrid’s Governance and Sustainability System is inspired by and based on a commitment to ethical principles, transparency and leadership in the application of best practices in good governance and is designed to be a working structure for principled actions, effective decision-making and appropriate monitoring of both compliance and performance.

1. Purpose

Avangrid is committed to adhering to the principles of integrity, honesty and social responsibility. Avangrid’s actions should reflect the highest standards of ethical behavior and compliance with the law and with its Governance and Sustainability System and, in particular, with its Code of Business Conduct and Ethics. This Policy, together with the Anti-Corruption Policy adopted by the Board of Directors, articulates Avangrid’s commitment to preventing fraudulent or illegal conduct, maintaining effective mechanisms for communication and awareness-raising among directors, officers and employees, and developing and maintaining a corporate culture of ethics and honesty. This Policy contributes to the achievement of goal sixteen (Peace, Justice and Strong Institutions) of the Sustainable Development Goals (SDGs) adopted by the member states of the United Nations.

To further develop and support the principles set forth in this Policy, Avangrid has implemented a set of measures designed to prevent, detect and react to possible crimes, which shall also cover the prevention and control of other fraud, administrative violations, and serious irregularities (the “Crime Prevention Program”). This program is intended to demonstrate to Avangrid’s external stakeholders, including governmental authorities, that the Avangrid Group effectively complies with its duties of supervision, monitoring and control by establishing appropriate measures to prevent crimes or to significantly reduce the risk of commission thereof. Additionally, the Crime Prevention Program is intended to strengthen the existing commitment to work against all forms of fraud and corruption, including extortion and bribery of public officials or other persons. The Crime Prevention Program includes action and supervision protocols designed to reduce the risk of commission of criminal wrongs and fraudulent activities in general (*i.e.*, conduct that is illegal or contrary to Governance and Sustainability System including the Code of Business Conduct and Ethics), supplemented by effective and permanent control systems that may be updated as required.

This Policy also provides an avenue for employees and other stakeholders to make good faith reports about accounting, internal accounting controls or auditing practices, as well as good faith reports about possible or suspected violations of the Code of Business Conduct and Ethics, including those related to the Foreign Corrupt Practices Act, the Foreign Extortion Prevention Act, the Sarbanes-Oxley Act, and the Dodd-Frank Act. Avangrid prohibits retaliation against individuals for making such reports in good faith or for participating in an investigation of any such report.

2. Scope

This Policy shall apply to all directors, officers and employees of the Avangrid Group. Furthermore, all third persons acting as representatives of the Avangrid Group shall, to the extent possible, promote the implementation of crime prevention programs within their own organizations.

3. Principles

The principles governing Avangrid's actions to prevent fraudulent and illegal acts shall include the following:

- (a) Avangrid will continuously review and update its developed set of integrated and coordinated actions to prevent and combat the possible commission of fraudulent or illegal conduct by any director, officer or employee of the Avangrid Group. This includes compliance with the Anti-Corruption Policy, General Risk Control and Management Policy, Sustainable Development Policy, Code of Business Conduct and Ethics, and Supplier Code of Ethics adopted by the Board of Directors.
- (b) Avangrid will create a transparent environment including respect for free market competition, integrating the various systems developed to prevent crimes, any improper, illegal, fraudulent conduct, corruption or conduct which is contrary to law or the Governance and Sustainability System and maintaining appropriate internal channels to encourage the reporting of such possible conduct. This includes the Ethics and Compliance Helpline ("Helpline"), which allows directors, officers and employees of the Avangrid Group and other interested third parties to report financial or accounting improprieties, other conduct that may entail a breach of Avangrid's Governance and Sustainability System, or the commission of any act contrary to the law or to the rules of the Code of Business Conduct and Ethics.
- (c) Avangrid Group directors, officers and employees at all times will act in compliance with applicable laws and within the framework established by the Code of Business Conduct and Ethics, as well as pursuant to internal Avangrid rules and regulations.
- (d) Avangrid Group directors, officers and employees will foster a preventative culture based on the principle of "zero tolerance" for fraudulent or illegal conduct or corruption and on the highest principles of ethical and responsible behavior by all representatives of the Avangrid Group.
- (e) Avangrid will encourage that all actions and decisions made by directors, officers and employees be based substantially on four basic premises: (i) whether the action or decision is ethical; (ii) whether the action or decision is legal; (iii) whether the action or decision is in the best interests of Avangrid and the Avangrid Group; and (iv) whether the individual is prepared to assume responsibility for such action or decision.
- (f) Avangrid will ensure that the Compliance Unit has the resources required to efficiently and proactively both monitor the implementation of and compliance with this Policy.
- (g) Avangrid will develop and implement appropriate procedures and preventative measures for the control and comprehensive management of crime prevention at all companies of the Avangrid Group.
- (h) Avangrid will endeavor to prioritize proactive measures, such as compliance risk assessment, incentives and prevention and detection controls, while also maintaining and being able to rely upon effective response procedures, such as investigations, remediation, and discipline.
- (i) Avangrid will promptly investigate any allegation of fraudulent or illegal conduct and, to the extent feasible, ensure confidentiality to the reporting party and the person(s) investigated. In addition, Avangrid will fully cooperate with appropriate government investigations, with coordination at the direction of Avangrid's Legal Services Division.
- (j) Avangrid will endeavor to use fair, non-discriminatory, and reasonable disciplinary measures. Notwithstanding the foregoing, Avangrid strictly prohibits retaliation against individuals for reporting known or suspected incidents of fraudulent or illegal conduct or violations of this Policy in good faith. Punishment, penalties, and all other forms of retaliatory action are strictly prohibited.
- (k) Avangrid will notify all directors, officers and employees of the Avangrid Group regarding their duty to report any fraudulent or illegal conduct and will implement training programs for employees, and third parties where appropriate, whether in person, online or by another appropriate method, regarding the duties imposed by applicable law and this Policy.

- (l) Avangrid will impose disciplinary penalties in accordance with applicable law for conduct that contributes to preventing or impeding the discovery of crimes as well as the breach of any specific duty to inform the Compliance Unit or other control functions of violations that may have been detected.
- (m) Avangrid will provide appropriate assistance and cooperation to internal, judicial, or administrative bodies including domestic or international institutions, entities, and competition authorities regarding investigations of acts that are allegedly improper, illegal or contrary to law or the Governance and Sustainability System.
- (n) Avangrid will ensure that relationships with suppliers are based on business ethics, transparency, and honesty and will adopt and maintain appropriate due diligence measures to promote principled, sustainable and responsible business behavior throughout Avangrid's supply chains.
- (o) Avangrid will implement appropriate employee training programs and communication plans for its employees with a frequency sufficient to ensure that their knowledge of the issues covered by this Policy remains current. Annual employee ethics training and supplemental compliance trainings shall include instruction around the operation of Avangrid's reporting mechanisms and protective measures against retaliation.

4. Control, Evaluation, and Review

Control

Avangrid's Compliance Unit (the "Compliance Unit") is responsible for ensuring compliance with this Policy and monitoring the effectiveness of the principles set forth herein. The Compliance Unit, under the oversight of the Governance and Sustainability Committee, shall be responsible for ensuring effective implementation and development of, and compliance with, the Crime Prevention Program. For such purposes, the Compliance Unit shall have the power of initiative, independence and control required to oversee such responsibilities, ensuring that the Crime Prevention Program responds to the needs and circumstances of Avangrid and that the disciplinary system appropriately penalizes the breach of the measures provided for in the program.

The Compliance Unit and its associated processes shall be reviewed periodically to incorporate industry best practices and to ensure the dissemination, implementation and monitoring of conduct set out in this Policy. In support of this, the Compliance Unit incorporates the highest standards of independence and transparency and shall be chaired by an experienced and qualified individual who is independent and does not have a material relationship with the Avangrid Group.

The foregoing is without prejudice to such bodies or units specifically focusing on the control of criminal or fraudulent activities as it may be necessary or advisable to create at certain companies of the Avangrid Group in order to comply with the industry-specific or local laws in which such Avangrid Group member carries out its respective activities. Relations shall be established with such bodies or units for coordination purposes as appropriate pursuant to the respective applicable law.

Evaluation

At least once annually, the Compliance Unit shall evaluate the compliance with and effectiveness of this Policy, of the Crime Prevention Program, or elements thereof. If there are significant violations of the program or material changes in the organization, the structure of control, or the activities carried out by the Avangrid Group, the Compliance Unit shall assess whether amendment or modification of this Policy and/or the Crime Prevention Program is appropriate.

Review

The Governance and Sustainability Committee shall periodically review this Policy and shall propose to the Board of Directors such changes, amendments or updates that may be necessary or advisable to the development and ongoing improvement thereof, taking into account any suggestions or proposals made by or through the Compliance Unit.

5. Avangrid's Internal Reporting System

Avangrid is committed to creating an environment of transparency and fostering respect for the law and the rules of conduct established in the Code of Business Conduct and Ethics by its directors, officers, employees and its suppliers. To that end, Avangrid has implemented an internal reporting system to encourage directors, officers, employees and third parties to report suspected fraudulent or illegal conduct or any other conduct that may entail a breach of Avangrid's Governance and Sustainability System, including the commission of any act contrary to the law or to the rules of the Code of Business Conduct and Ethics. The Compliance Unit is responsible for managing Avangrid's internal reporting system.

Avangrid's internal reporting system is designed and managed in a secure manner to ensure: (1) that Avangrid maintains internal reporting channels, which allow directors, officers, employees or other interested third parties to report any crimes, conduct, or acts that are allegedly improper, illegal, or contrary to law or to the Governance and Sustainability System; (2) the confidentiality of the identity of any whistleblower and, to the extent feasible, of any third party mentioned in a report; (3) the protection of personal data, including preventing access to the content of the investigation by unauthorized personnel; and (4) that the reports submitted through the internal reporting channels can be dealt with effectively within Avangrid. Communications through the internal reporting system may be made anonymously and shall be processed, and investigated where appropriate, in accordance with procedures established pursuant to the Regulations of the Compliance Unit and related Compliance Unit protocols for reporting to the Avangrid Governance and Sustainability Committee.

Avangrid employees are obligated to make reports about any of the following:

- (a) Unethical business conduct or a violation or suspected violation of any Avangrid policy including the Code of Business Conduct and Ethics;
- (b) A violation or suspected violation of state or federal law;
- (c) A violation or suspected violation of accounting standards, internal accounting controls or audit matters; or
- (d) Substantial specific risks to the employee's, or public's, health and safety.

Avangrid employees can make reports to their managers, the People and Organizations Division, the Compliance Division, members of the Avangrid leadership team, or through the Helpline. The Helpline is available for all Avangrid directors, officers, employees, suppliers and other third parties to make anonymous reports by telephone toll-free and by direct online submission. The Compliance Unit is responsible for overseeing the operation of the Helpline under the direction of the Governance and Sustainability Committee. The Helpline is staffed by an independent service provider 24 hours a day, every day, and can be accessed at the following:

Toll-free: 877-606-9171

Online: [avangrid.com/speakup](https://www.avangrid.com/speakup)

Once a report is made through the Helpline, the independent service provider who manages the Helpline will submit a written report to the Compliance Division. The Compliance Division will then follow-up on the report and initiate an investigation if appropriate, referring the matter internally to an Avangrid investigator with appropriate subject matter expertise. The report and the investigation details will be kept confidential, subject to legitimate business need.

The Audit Committee ("AC") shall also be notified of reports that could have a material impact on Avangrid's financial statements or internal controls. For these purposes, the Compliance Unit shall inform the AC of the report and provide documentation it may request in relation to the investigation.

For reports involving a director or officer of the company, Avangrid will retain an independent investigator consistent with the procedure outlined in Compliance Unit protocols for reports to the Avangrid Governance and Sustainability Committee. Similarly severe allegations that may materially impact Avangrid will be expedited to the Governance and Sustainability Committee of the Board of Directors consistent with such protocols. Employees who (i) commit such severe violations; (ii) are aware of such violations and fail to report them; or (iii) make a report of a malicious nature or based solely on rumor, gossip, or knowingly false information, will be subject to disciplinary action up to and including termination of the relationship with Avangrid. Adverse action will not be taken against an employee who it is found made a good-faith report.

6. Whistleblower Protection and Safeguards

Speaking up is key to the success of the Avangrid compliance program and protecting Avangrid. Avangrid strictly prohibits retaliation against individuals who report violations in good faith pursuant to this Policy. Avangrid, its directors, officers, employees, and third party contractors are prohibited from taking any retaliatory actions against any person within the Avangrid Group or third party who makes a report, or anyone who assists the whistleblower in making their report.

Retaliation may include direct or indirect actions, including any negative job-related action such as demotion, discipline, termination, salary reduction, or detrimental job or shift reassignment. The following actions also can be considered forms of retaliation depending on the particular facts and circumstances:

- (a) Suspension of an employment contract, dismissal or termination of employment or relevant relationship with the Avangrid Group;
- (b) Imposition of any disciplinary measure;
- (c) Demotion or denial of promotion or any other material change in working conditions;
- (d) Decision to not convert a temporary employment contract into a permanent one;
- (e) Reputational damage;
- (f) Financial loss;
- (g) Coercion, intimidation, harassment or ostracism;
- (h) Negative evaluation or references regarding work or professional performance;
- (i) Blacklisting or dissemination of information intending to make it difficult for such person to be employed or hired elsewhere;
- (j) Denial or revocation of a license or permit;
- (k) Denial of training or participating in group events; and
- (l) Any form of discrimination or unfavorable or unfair treatment.