

First Amendment to the Intraday Operations Agreement (IDOA) – Annex 2:
Adapted Exhibit 10 (Rules of Internal Order)
Confidential

Annex 2 to the First Amendment to the Intraday Operations Agreement

(IDOA):

Adapted Exhibit 10 to the IDOA – Rules of Internal Order

Exhibit 10 to the IDOA - Rules of Internal Order (RIO)

I. General

These Rules of Internal Order (the "**RIO**") set forth the decision-making process rules of the ID SC, the HLM, the OPSCOM and the Incident Committee as referred to in Article 12 of the Agreement.

All capitalised terms not expressly defined herein shall have the meanings attributed to them in Exhibit 1 (Definition List).

II. RIO for ID SC

1. Composition of the ID SC

1.1. Representatives

Each Party is entitled to nominate one or several representatives to the ID SC, but will, regardless of the number of the nominated representatives, always have one (1) vote. The representative(s) of each Party in the ID SC is/are designated in writing. The list of such representatives, including their contact details, are held by the ID SC Secretary. A Party may change its nominated representative(s) in the ID SC by providing the new contact details to the ID SC Secretary.

Only representatives from Voting Members are entitled to vote in the ID SC in accordance with Article 12.4 of the Agreement, it being understood that all representatives are entitled to participate in the discussions.

Each Party is, with respect to each meeting of the ID SC, duly represented either:

- by the nominated representative(s) (as designated by it in the conditions described above); or
- if a nominated representative cannot attend a meeting of the ID SC, by any other person duly mandated and empowered to take decisions binding upon its company on all items of the agenda for the meeting of the ID SC.

If a Party is unable to attend an ID SC meeting either by its nominated representative or by any other mandated person of this Party, such Party may mandate the ID SC representative of another Party to represent it.

In case of replacement, the concerned Party informs the ID SC Secretary in writing before the ID SC meeting that it cannot attend, with indication of the name of the person representing the Party on its behalf. In case of replacement by another Party, the concerned Party provides the ID SC Secretary with the power of attorney given to the other Party.

One representative may represent more than one Party, provided it is duly mandated to do so.

1.2. Chair

The meetings of the ID SC shall be jointly co-chaired by one (1) representative elected by the NEMOs and one (1) representative elected by the TSOs. The co-chairship of the meetings of the ID SC shall, unless otherwise agreed amongst the NEMOs or the TSOs respectively, be rotating on a yearly basis.

Each co-chair may, in exceptional circumstances which prevent him/her to exercise his/her functions at a meeting of the ID SC, delegate such task to the other co-chair or as the case may be, to a representative of the NEMOs or TSOs respectively.

Each co-chair shall not have voting rights and shall not be considered representatives.

1.3. ID SC Secretary

The ID SC Secretary role is performed either by one (1) Party on rotating basis or by a third party appointed by the Parties.

The ID SC Secretary has no voting rights and can never (including in extraordinary circumstances) be mandated to vote for any Party.

The ID SC Secretary assists the ID SC, amongst others by:

- Drafting the agenda, preparing session files and notices of the ID SC meetings and distributing them on behalf of the co-chairs;
- Preparing the attendance list of the ID SC meetings;
- Verifying before each ID SC meeting that the representatives attending the ID SC meetings have been either listed on the list of nominated representatives or has been notified as replacement. In

[REDACTED]

The meeting costs (hosting, organisation, etc.) are a Common Cost and shall be shared as set forth in the Agreement, it being understood that the travel costs of each Party's representative are borne by the Party(ies) he/she is representing.

The ID SC may meet either physically or by remote meeting devices (such as e.g. conference call, video call, written procedure, etc.) and the ID SC Secretary organising the ID SC meeting shall foresee the technical equipment that would allow remote access.

3. Decision-making rules within the ID SC

3.1. Quorum and decision making

The ID SC shall be quorate [REDACTED]

[REDACTED]

[REDACTED]

Article 12.3 of the Agreement applies for the voting.

[REDACTED]

[REDACTED]

4. Recording of ID SC decisions

4.1. Normal procedure

The decision(s) of the ID SC are recorded by the ID SC Secretary in written minutes.

The draft minutes (including decisions) are circulated by the ID SC Secretary to the members of the ID SC, within a maximum of three (3) Working Days of the meeting concerned.

Members of the ID SC may comment on the draft minutes within ten (10) Working Days after sending of the decisions in accordance with these RIO (it being understood that the decisions themselves cannot be challenged and are binding as of the meeting during which they are taken, except in the case specified in Article II.3.3). Unless agreed otherwise at the ID SC meeting, the minutes are approved at the next ID SC meeting.

The comments on the draft minutes received are discussed at the next available ID SC meeting.

The final minutes shall be circulated by the ID SC Secretary to all Parties, by two (2) Working Days of their approval.

The final minutes shall be stored in the common (online) storage place as set forth in Article 26.2 of the Agreement.

4.2. Procedure pursuant to Article II.3.1.2)

Decision(s) taken in application of Article II.3.1.2) shall be stored in the common (online) storage place as set forth in Article 26.2 of the Agreement.

III. RIO for HLM

The rules of internal order for the ID SC under Article II apply *mutatis mutandis* for the HLM.

IV. RIO for OPSCOM

1. Tasks and roles

General delegation by the ID SC

The OPSCOM shall have the following powers and tasks:

- Elaboration of advice and recommendations to the ID SC on the design and operation of the Single Intraday Coupling;
- Performance of all acts in relation to the monitoring of the daily operations of the SIDC and ensuring the well-functioning and continuity of it;
- Performance of the tasks appointed to it in the Change Control Procedure;
- Handling escalations from the Incident Committee in an ad hoc OPSCOM call;
- Organization and coordination of testing activities in the context of incidents and change control;
- Organization and coordination of training activities;
- Discussion and evaluation of any incident; and
- Recommendation of operational improvements based on experience.

In addition it performs any specific task delegated expressly to it by the ID SC.

In any event, should a decision (or several accumulated decisions) of OPSCOM have financial impact in excess of an amount to be decided upon by ID SC, it shall be subject to validation at ID SC level.

Tasks of the OPSCOM under the Change Control Procedure

The OPSCOM performs the specific tasks appointed to the function of “Change Control Board (CCB)”, as described in the Change Control Procedure.

2. Reporting and external communication

The OPSCOM periodically reports to the ID SC.

In addition, it provides input for the periodic regulatory reports:

- OPSCOM operational reports;
- Operational indicators; and
- Events – overview.

3. Organization and functioning rules

OPSCOM composition and functioning

In the OPSCOM, the following roles are distinguished:

- Member;
- Chair (no voting rights);
- OPSCOM Secretary (no voting rights); and
- Invited participants.

Each Party is entitled to nominate one or several representatives to the OPSCOM but will, regardless of the number of the nominated representatives, always have one (1) vote. The representative(s) of each Party in the OPSCOM is/are designated in writing. The list of such representatives, including their contact details, are held by the OPSCOM Secretary. A Party may change its nominated representative(s) in the OPSCOM by providing the new contact details to the OPSCOM Secretary.

Only representatives from Operational Parties are entitled to vote in the OPSCOM for Operational Decisions in accordance with Article 12.4 of the Agreement, it being understood that all representatives are entitled to participate in the discussions on such decisions.

Each Party is, with respect to each meeting of the OPSCOM, duly represented either:

- by the nominated representative(s) (as designated by it in the conditions described above); or

- if a nominated representative cannot attend a meeting of the OPSCOM, by any other person duly mandated and empowered to take decisions binding upon its company on all items of the agenda.

If a Party is unable to attend an OPSCOM meeting either by its nominated representative or by any other person of this Party, such Party may mandate the OPSCOM representative of another Party to represent it.

In case of replacement, the concerned Party informs the OPSCOM Secretary in writing before the OPSCOM meeting that it cannot attend this OPSCOM meeting, with indication of the name of the person representing the Party on its behalf. In case of replacement by another Party, the concerned Party provides the OPSCOM Secretary with the power of attorney given to the other Party.

One representative may represent more than one Party provided it is duly mandated to do so.

[REDACTED]

The **OPSCOM Chair** and **OPSCOM Secretary** will prepare and circulate an agenda for each OPSCOM meeting. The agenda will contain at least incidents and changes. Furthermore, it may include items such as the organization of testing and training activities.

Each Party commits to be present or represented at an OPSCOM meeting. In case (a) Party(ies) unwilfully does/do not attend an OPSCOM meeting, they are expected to arrange representation or to subscribe to the OPSCOM decisions, while the deemed acceptance principle is applied for them, *i.e.* in case the not represented party objects to a decision, they should indicate this within two (2) Working Days after distribution of the minutes.

The representatives of the Parties in the OPSCOM elect an OPSCOM Chair and an OPSCOM Secretary from among its members or from a designated external party during their first meeting. Both appointments will in principle occur on a six-monthly basis. In order to avoid the loss of historical knowledge, the following scheme is provided as guidance:

- one (1) month before the Initial Go-Live first OPSCOM meeting, where both chair and secretary are appointed:
 - OPSCOM Chair for six (6) months;
 - OPSCOM Secretary for eight (8) months;
- After this, the OPSCOM Chair and OPSCOM Secretary will be appointed for periods of six (6) months.

The costs of the OPSCOM Secretary are Common Costs and shall be shared as set forth in Article 15 of the Agreement.

[REDACTED]

[REDACTED]

The decisions of the OPSCOM are recorded in minutes ,which are circulated to the members of the OPSCOM as soon as possible and in any event within five (5) Working Days after the OPSCOM meeting. Final approval of the minutes, by consensus, is sought at the next OPSCOM meeting. In case of disagreement, the issue is escalated to the ID SC. Final minutes shall be stored in the common (online) storage place referred to in Article 26.2.

The OPSCOM reports regularly on its activities to the ID SC.

The OPSCOM is entitled to establish working groups to consider particular issues within its competencies.

V. RIO for Incident Committee

The rules of internal order regarding the Incident Committee are incorporated in the Incident Management Process.