



GREENERGY RENOVABLES, S.A.

Notice of General Meeting of Shareholders

The Board of Directors of the Company has agreed to convene a General Meeting of Shareholders, to be held, upon first notice, on 27 June 2016, at 12:00 noon, at the registered office, located at Calle Rafael Botí, number 2, Madrid (Moncloa-Aravaca District), and upon second notice, one day later, at the same time and location, in order to discuss and, if deemed expedient, decide on the items included in the agenda, as specified below:

Agenda

- 1.- Review and approval, if deemed appropriate, of the Annual Accounts (including the Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Statement of Cash Flows and Annual Report) and of the Company's Management Report for Fiscal Year ending 31 December 2015.
- 2.- Review and approval, if deemed appropriate, of the Consolidated Annual Accounts and Consolidated Management Report for Fiscal Year ending 31 December 2015.
- 3.- Review and approval, if deemed appropriate, of the proposed appropriation of profit of the Company for Fiscal Year ending 31 December 2015.
- 4.- Review and approval, if deemed appropriate, of the Board of Directors' corporate management for Fiscal Year ending 31 December 2015.
- 5.- Appointment of directors.
- 6.- Remuneration of the Board of Directors and its members.
- 7.- Decision on the authorisation to the Company's management body to potentially transfer essential assets of the Company, according to section 160 of the Joint Stock Companies Act.
- 8.- Decision to give power of attorney to the Board of Directors, so that they may increase the Company's share capital in accordance with the provisions of section 297.1.a) of the Joint Stock Companies Act, thus revoking the authorisation granted under the seventh resolution of the General Meeting of Shareholders held on 19 May 2015.
- 9.- Decision to grant power of attorney so that the resolutions adopted in this meeting may be formalised, interpreted, corrected, implemented and registered, as the case may be.
- 10.- Drawing up, reading and approval, if deemed appropriate, of the minutes of the Meeting.

Information right:

Pursuant to the provisions of section 272 of the Joint Stock Companies Act, shareholders may access, immediately and free of charge, the full documentation relating to the Company's and its Consolidated Group's Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Statement of Cash Flows and Annual Report of the Company and its Consolidated Group), as well as the Management Reports and the Auditors' Report prepared by the Company's Auditors, both for individual and consolidated accounts, for Fiscal Year ending 31 December 2015. Shareholders may exercise their information right by directly inspecting the aforesaid documentation at the registered office, or by having it delivered or shipped to them, free of charge.

In connection with the 8th item on the Agenda, in accordance with section 287 of the Joint Stock Companies Act, it is provided that shareholders may have access, at the registered office, to the full wording of the proposed resolutions and to the Board of Directors' compulsory report. Shareholders may exercise their information right by directly inspecting the aforesaid documentation at the registered office, or by having it delivered or shipped to them, free of charge.

In addition, pursuant to section 197 of the Joint Stock's Company Act, shareholders may request directors, up to seven days prior to the date on which the meeting is to be held upon first notice, to provide them with such information or explanations as they may deem expedient, or to submit such questions in writing as they may deem appropriate, in connection with any items on the agenda. Directors must provide such information in writing prior to, and including, the date of the General Meeting.

In this respect, all documents relating to the General Meeting of Shareholders may be inspected on the Company's corporate website, www.greenergy.eu, under "Investors" (Inversores) and, within this page, under "Meetings of Shareholders" (Juntas de Accionistas).

As of the date of this notice, shareholders owning at least 5% of the Company's share capital may request that a supplement to the notice of General Meeting be published, including one or several additional items on the Agenda. This right may be exercised by sending a written request to the Company, to be received at its registered office within five days of publication of this notice of meeting.

Right of attendance:

Pursuant to the provisions of Section 17 of the Articles of Association, the General Meeting of Shareholders may be attended by all shareholders registered as such in the Company's relevant book-entry ledger at least five days prior to the date of the Meeting, as evidenced by the relevant attendance card, by a certificate delivered by a depository institution that is a member of IBERCLEAR Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A., or by any other means admitted by current legislation. Any shareholders who are entitled to attend this General Meeting may be represented thereat by any other person. The proxy must be given in writing and must be specifically granted for each General Meeting.

Madrid, 26 May 2016. The Secretary of the Board of Directors, Mr. Florentino Vivancos Gasset.