PROPOSED RESOLUTIONS TO BE SUBMITTED TO GRENERGY RENOVABLES S.A.'S ORDINARY GENERAL MEETING CONVENED ON FIRST CALL FOR 11 MAY 2022

PROPOSED RESOLUTIONS

1st

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 Financial Year ended 31 December 2021.

To approve the individual annual accounts of the Company for financial year ended 31 December 2021, including the balance sheet, profit and loss account, statement of changes in equity, statement of cash flows and annual report, all of them as they were drawn up by the Board of Directors and reviewed by the Company's auditor, as established in the relevant audit report.

In addition, to approve the individual management report (including the annual report on corporate governance) for financial year ended 31 December 2021, as it was drawn up by the Board of Directors.

The individual annual accounts and the management report had already been put at shareholders' disposal, both at the registered office and on the Company's website, prior to publication of the notice of meeting.

2nd

Review and approval, if deemed appropriate, of the Consolidated Annual Accounts (including the Consolidated Balance Sheet, Consolidated Profit and Loss Account, Consolidated Statement of Changes in Equity, Consolidated Statement of Cash Flows and Consolidated Annual Report) and of the Consolidated Management Report of the Company and its dependent companies for Financial Year ended 31 December 2021.

To approve the consolidated annual accounts of the Company for financial year ended 31 December 2021, including the balance sheet, profit and loss account, statement of changes in equity, statement of cash flows and annual report, all of them in consolidated form, as they were drawn up by the Board of Directors and reviewed by the Company's auditor, as established in the relevant audit report.

In addition, to approve the consolidated management report (including the non-financial information statement, with its relevant independent verification report, and the aforesaid annual report on corporate governance) for financial year ended 31 December 2021, as it was drawn up by the Board of Directors.

The consolidated annual accounts and management report had already been put at shareholders' disposal, both at the registered office and on the Company's website, prior to publication of the notice of meeting.

3rd

Review and approval, if deemed appropriate, of the proposed appropriation of profit of the Company for Financial Year ended 31 December 2021.

According to the individual profit and loss account approved, in financial year ended 31 December 2021 the Company obtained a positive result (profit) of EUR 22,745,294.55, which it agrees to allocate in accordance with the proposal submitted by the board of directors, i.e., in the following manner:

- To the legal reserve: EUR 253,448.77
- To voluntary reserves: EUR 22,492,845.78

4th

Review and approval, if deemed appropriate, of the Board of Directors' corporate management for Financial Year ended 31 December 2021.

To approve the Board of Directors' corporate management and all acts carried out by the Board of Directors and its committees in financial year ended 31 December 2021.

5th

Expansion of the objects of the Company and, accordingly, amendment of article 2 of its By-laws to make specific provision for construction of facilities and energy commercialisation activities.

To expand the objects of the Company so that they include activities relating to the construction of facilities for using and producing energy, as well as the commercialisation of electrical power. Consequently, it is agreed to amend article 2 of the Company´s By-laws, which shall henceforth be drawn up as follows:

"Article 2.- Corporate objects.

1.- The corporate objects of the Company are as follows:

- *The promotion, management, operation, maintenance and commercialisation of land and facilities for energy utilisation and production, as well as the construction thereof.*

- *The production and commercialisation of electric power and any ancillary activities, including advice, support and technical management services in the field of energy.*

- *The production, distribution and sale of agricultural products.*

Consequently, the CNAE (business activity classification) for its core business is CNAE 4321 Electrical facilities.

2.- These activities may be carried out by the Company in whole or in part, or indirectly by means of the holding of shares in companies having the same or a similar corporate object.

3.- Any activities that may only be performed if certain conditions required by law are required, which are not met by the Company, are excluded from the corporate object.

4.- If the legal provisions applicable require, to perform some of the activities included in the corporate objects, a professional entitlement, a governmental authorisation or registration in a public registry, these activities shall be performed by means of a person holding said professional entitlement and, as the case may, shall not be commenced before all governmental conditions required are fulfilled."

6th

Renewal of appointment of the auditors of the Company and its consolidated group for financial years 2022 and 2023.

According to the Audit Committee's report, to appoint as auditor of the Company and its consolidated group for a two-year period, i.e., for financial years ending 31 December 2022 and 2023, the firm Ernst & Young S.L., with registered office at calle Raimundo Fernández Villaverde, 65, 28003 Madrid, entered in the Register of Companies of Madrid, in tome 9.364 general, 8.130 of Section 3 of the Companies Book, folio 68, sheet no. 87.690-1, and holder of tax identification number B-78970506, and also entered in the Official Auditors' Register under number S0530 and in the Spanish Institute of Chartered Accountants.

7th

Modification of the directors' compensation policy for financial year 2022.

To modify the directors' compensation policy for financial year 2022 with the sole purpose of updating, by increasing them, the amounts of the compensation items payable to non-executive directors. Accordingly, it is agreed that each non-executive director:

- In his/her capacity as director, should receive an annual compensation of EUR 34,000.
- In his/her capacity as member of the committees, should receive an annual compensation of EUR 6,500.
- In his/her capacity as chairperson of any committees, should receive an additional annual compensation of EUR 3,000.
- In his/her capacity as independent coordinator director, should receive an additional annual compensation of EUR 3,000.

Any director who also acts as secretary of the Board should receive an annual amount of EUR 40,000 payable to the director him/herself or to the professional company of which he/she is part, in consideration of the secretarial services provided. This annual amount will absorb the compensation he/she may receive as director up to a maximum sum of EUR 22,000.

Accordingly, the modification concerns sections 5.3. and 5.4. of the current compensation policy, which shall henceforth be drawn up as follows:

"5.3. Compensation payable to external or non-executive directors.

The compensation payable to non-executive directors shall consist of an annual fixed amount made up of the following items:

5.3.1. Cash amount.

An annual cash amount to be fixed by the Board of Directors having regard to the duties and responsibilities given to each director as member of one of the board's committees, as chairperson or as coordinator director. The following compensation ítems are considered:

a) A maximum fixed gross annual cash amount of EUR 34,000 to each member of the Board of Directors who is a non-executive director.

b) An additional fixed annual amount is established for members of any Board of Directors' committees. A yearly amount of EUR 6,500 is payable to each member of a committee, with an additional amount of EUR 3,000 being payable to the chairpersons.

c) If a coordinator director is appointed, he/she shall be entitled to an additional compensation amounting to EUR 3,000.

5.3.2. Compensation in kind.

This compensation takes the form of shares in the Company, by the delivery of the number of paid-up shares that may be purchased with an amount equal to 15% of the fixed cash compensation to be received by each director in respect of that financial year. The delivery shall take place in the month following financial year-end, and the price of *the shares to be taken into account shall be the average price of the shares in the last 90 trading sessions of the financial year.*

In any event, directors are required to retain the shares until they cease to act as such, unless they need to dispose thereof to pay the costs relating to their acquisition.

5.4. Compensation payable for secretarial functions within the Board of Directors.

Any director who also acts as secretary of the Board (or the professional company of which he/she is part) shall be entitled to receive an annual amount of EUR 40,000 in consideration of said secretarial services. This annual amount will absorb the compensation he/she may receive as director up to a maximum sum of EUR 22,000. Both the compensation received by directors in their capacity as such and the sum received for their secretarial services are included in the maximum amount provided for in section 5.1 of this policy."

8th

Advisory vote on the annual report on directors' compensation for financial year 2021.

To approve, on an advisory basis, the annual report on directors' compensation in respect of financial year ended 31 December 2021, including information on the Company's compensation policy to be applied in the current year, an overall summary of how the compensation policy was implemented in financial year 2021 and specific details on the individual remuneration paid to each director.

The full content thereof, together with the remaining documentation concerning the General Meeting of Shareholders, was made available to shareholders prior to publication of the notice of meeting.

9th

Determination of the maximum amount of the compensation payable to directors as a whole, in their capacity as such, for financial year 2022.

To approve that the maximum aggregate compensation payable to directors as a whole, in their capacity as such, for financial year 2022 shall amount to EUR 380,000.

The aforesaid amount includes all compensation items, except for payment of the premium for directors' liability insurance, in an amount not exceeding EUR 50,000.

10th

Determination of the maximum amount of the compensation payable to directors with executive functions for financial year 2022.

To approve that the maximum aggregate compensation payable to directors with executive functions for financial year 2022 shall amount to EUR 208,000.

The aforesaid amount includes all compensation items, except for the social security contributions payable by the Company (whose amount is strictly established in accordance with law) and the remuneration that takes the form of participation by executive directors, where appropriate, in the Stock Option Plan that was approved under a separate resolution of the General Meeting of Shareholders. Payment of the premium relating to a directors' liability insurance policy, in an amount not exceeding EUR 50,000, is not included therein either.

11th

Directors' compensation policy for financial years 2023, 2024 and 2025.

In accordance with the report delivered by the Board of Directors, to approve the compensation policy applicable to directors for financial years 2023, 2024 and 2025, as proposed by the Board of Directors, which has been made available to shareholders at the same time as the notice of Meeting.

12th

Authorisation given to shorten the period for calling extraordinary general meetings of shareholders in accordance with the provisions of section 515 of Spain's Joint Stock Companies Act *(Ley de Sociedades de Capital).*

Pursuant to the provisions of section 515 of the Joint Stock Companies Act, it is agreed to approve the option of convening extraordinary general meetings with a minimum prior notice of fifteen (15) days, provided that the Company gives to all shareholders the effective possibility of exercising their voting rights by electronic means that may be accessed by all shareholders. This authorisation is granted until the date of the Company's next extraordinary general meeting.

13^{th}

Granting power of attorney so that the resolutions adopted at this meeting may be formalised, interpreted, corrected, implemented and registered, as the case may be.

To give power of attorney to the members of the Board, so that any of them, acting on a joint and several basis and indistinctly, may appear before a notary so that the resolutions, together with such covenants, statements and representations directly or indirectly linked to these resolutions as are found expedient, may be recorded in a public deed; to do all acts and things necessary or useful to clarify or remedy these General Meeting’s resolutions and, more generally, to execute such public and/or private documents as may be necessary to implement the aforesaid resolutions and to have them entered in the relevant public registries; and, more particularly, to execute such public or private documents as may be required to have the adopted resolutions entered in Spain’s Register of Companies, including the power to request the partial registration thereof and to remedy or rectify the same in accordance with the verbal or written determination made by the Registrar of Companies.

14^{th}

Drawing up, reading and, if deemed appropriate, approval of the minutes of the Meeting.