



GREENERGY RENOVABLES, S.A.

Notice of General Meeting of Shareholders

The Board of Directors of Greenergy Renovables, S.A. (the “**Company**”) has agreed to convene an ordinary general meeting of shareholders, to be held on first call on 24 April 2023, at 12 pm, at the Company’s registered office located in Madrid, calle Rafael Botí 26, and on second call, on 25 April 2023, at the same time and location, in order to discuss and decide on the items on the agenda, as specified below.

The ordinary meeting of shareholders is expected to be held on first call, i.e., on 24 April 2023. Any change in this assumption would be notified in due course.

Agenda

- I. Items concerning the annual accounts, the appropriation of profit and the management of the company.**
 - First.-** Review and approval of Greenergy Renovables, S.A. and its consolidated group’s annual accounts and management report for financial year ended 31 December 2022.
 - 1.1. Review and approval of the annual accounts and management report of Greenergy Renovables, S.A. for the financial year ended 31 December 2022.
 - 1.2. Review and approval of the consolidated annual accounts and consolidated management report of Greenergy Renovables, S.A. for the financial year ended 31 December 2022.
 - Second.-** Review and approval of the consolidated non-financial information statement for financial year ended 31 December 2022.
 - Third.-** Review and approval of the proposed appropriation of profit of the Company for financial year ended 31 December 2022.
 - Fourth.-** Review and approval of the Board of Directors’ corporate management for financial year ended 31 December 2022.
- II. Items concerning authorisations given to the Board of Directors**
 - Fifth.-** Authorisation given to the Board of Directors, pursuant to the provisions of section 297.1 b) of the Joint Stock Companies Act, to increase the share capital by means of contributions in cash up to half of the current share capital, within a maximum period of 5 years, in one or several occasions, with such timing and in such amount as it may deem expedient. Without exceeding the maximum amount specified, the Board of Directors shall be entitled to exclude the pre-emptive subscription right in respect of up to 20% of the share capital.
 - Sixth.-** 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.

III. Items concerning the re-election of Directors

Seventh.- Re-election of Directors

7.1. Re-election of Mr. David Ruiz de Andrés as Director of the Company.

7.2. Re-election of Mr. Antonio Francisco Jiménez Alarcón as Director of the Company.

7.3. Re-election of Mr. Florentino Vivancos Gasset as Director of the Company.

7.4. Waiver, for any purposes required, of the obligation not to conduct any activities that effectively compete with those of the Company, in accordance with the provisions of section 230 of the Joint Stock Companies' Act, in respect of Director Ms. María del Rocío Hortigüela Esturillo.

7.5. Re-election of Ms. María del Rocío Hortigüela Esturillo as Director of the Company.

IV. Items concerning Directors' compensation

Eight.- Modification of the Compensation Policy applicable to the Directors of the Company.

Ninth.- Advisory vote on the annual report regarding the compensation paid to Company's Directors in financial year 2022.

V. Items concerning amendments to the Company's By-laws

Tenth.- Amendment to articles 23 ("Composition and legal regime of Directors"), 26 ("Delegation of powers") and 28 ("Appointments and Remuneration Committee"), in order to modify the name of the Appointments and Remuneration Committee to "Appointments, Remuneration and Sustainability Committee".

Eleventh.- Amendment to section 22 ("Term of office") of the By-laws.

VI. Informative item

Twelfth.- Information to the General Meeting of Shareholders regarding the amendments to the Board of Directors' Regulations approved since the previous General Meeting of Shareholders.

VII. Item regarding the delegation of powers

Thirteenth.- Delegation of powers to formally execute, interpret, remedy, implement and register, as appropriate, the resolutions adopted at this meeting.

Supplement to the notice of meeting and presentation of new resolution proposals

Shareholders representing at least 3% of the share capital may request the publication of a supplement to the notice of General Meeting of Shareholders, including one or more items on its agenda, provided that the new items are accompanied by a justification or, if appropriate, by a substantiated resolution proposal. This shareholders' right may be exercised by sending a written notice that must be received at the registered office

within 5 days of the date of publication of the notice of meeting. The supplement to the notice of meeting must be published at least 15 days prior to the scheduled date of the General Meeting.

Shareholders representing at least 3% of the share capital may, within 5 days of publication of the notice of meeting, present substantiated resolution proposals concerning issues already included or which should be included on the agenda of the convened meeting. As they are received, the Company shall ensure that these proposals are notified to the remaining shareholders, together with any supporting documentation, if applicable, and the Company shall ensure publication thereof on its corporate website (www.greenergy.eu) during the period established by the legal regulations in force.

Right of attendance

In accordance with the provisions of article 16 of the Company's By-laws and of article 7 of the General Meeting of Shareholders' Regulations, the General Meeting of Shareholders may be attended by all shareholders registered as such in the Company's relevant book-entry ledger at least 5 days prior to the date of the Meeting, as evidenced by producing the relevant entitlement certificate or attendance card delivered by the Company or by any company in charge of keeping the book-entry ledger, or by any other means admitted by current legislation. Registration of attendance cards shall commence two hours before the scheduled time of the Meeting.

Representation right

Any shareholder having the right to attend General Meetings may be represented thereat by another person, whether a shareholder or not, in such manner and under such conditions as are set forth in Spain's Joint Stock Companies (Consolidated) Act, as approved by Royal Legislative Decree 1/2010, of 2 July (the "**Joint Stock Companies Act**"), in article 16 of the By-laws and in article 7 of the General Meeting of Shareholders' Regulations.

Proxies must be in writing and specific for each General Meeting. The conditions and scope thereof are set forth in the Joint Stock Companies Act. In any event, the number of shares represented shall be taken into account when calculating the quorum for a Meeting. Proxies may always be revoked. The proxy shall be deemed revoked if the shareholder who appointed the proxy attends the Meeting, whether in person or as a result of casting a vote remotely.

When voting, the proxy holder is required to follow the instructions, if any, given by the shareholder he/she represents. Proxies may represent more than one shareholder, and there is no maximum limit to the number of shareholders they may represent. If several shareholders are represented by the same proxy, the latter may issue different votes in line with the different instructions given to him/her by each shareholder.

Proof of granting of proxy may be provided by the representative, on the date of the General Meeting, by producing the attendance card, duly filled out and signed. The form of the attendance card, as adapted to this General Meeting of Shareholders, is available on the Company's corporate website (www.greenergy.eu).

In the event of doubt regarding the beneficiary or the scope of the representation, the proxy is deemed: (i) to be granted to the Chairperson of the Board of Directors (unless a conflict of interest exists); (ii) to cover all the items on the agenda, as stated in the notice of meeting; (iii) to vote for the approval of all proposals made by the Board of Directors in connection with the items on the agenda, as stated in the notice of meeting; and (iv) to cover any items not included on the agenda, as stated in the notice of meeting, which may be dealt with at the General Meeting of Shareholders in accordance with law, in respect of which the proxy shall cast his/her vote as he/she deems right having regard to the interests of the shareholder who appointed the proxy within the framework of the Company's interests.

Right to information

As from the date of the publication of this notice, shareholders may review at the Company's registered office, and access on its corporate website (www.greenergy.eu), all the documents referred to below, and have the Company deliver or send to them, free of charge, a copy thereof:

- The notice of meeting.
- The total number of shares and voting rights held as of the date of the notice.
- The resolution proposals regarding each of the items on the agenda, as well as, where appropriate, the proposed resolutions submitted by shareholders.

In addition, in connection with the items on the agenda concerning annual accounts, the appropriation of profit and the Company's management, the following documents are made available to shareholders:

- The Company's individual annual accounts and individual management report for financial year ended 31 December 2022, together with the audit report.
- The consolidated annual accounts and the consolidated management report of the Company and its dependent companies for financial year ended December 2022, together with the audit report.
- The corporate governance report for financial year 2022.
- The Audit Committee's report on the independence of the external auditor.
- The statement of non-financial information for financial year ended 31 December 2022.

In connection with the items on the agenda concerning the approval items on the agenda concerning authorisations given to the Board of Directors, the following documents are made available to shareholders:

- Board of Directors' report concerning the proposed resolution to authorise the share capital pursuant to the provisions of section 297.1.b) of the Joint Stock Companies' Act.

In connection with the item on the agenda concerning the re-election of Directors, the following documents are made available to shareholders:

- The Board of Directors' supporting report assessing the competence, experience and merits of the candidates whose re-election is proposed.
- The Appointments, Remuneration and Sustainability Committee's report on the proposals for the re-election of Directors.
- Information on the Directors whose re-election is submitted for approval to the General Meeting of Shareholders.

In connection with the items on the agenda concerning the compensation payable to Directors, the following documents are made available to shareholders:

- The Directors' Compensation Policy.
- The Appointments, Remuneration and Sustainability Committee's report on the proposal to modify the Directors' Compensation Policy.
- The Board of Directors' report on the proposal to modify the Directors' Compensation Policy.
- The annual report regarding directors' compensation for financial year 2022.

In connection with the item on the agenda concerning the amendment to the By-laws:

- The Board of Directors' report on the proposal to partially amend the By-laws.
- The amended By-laws.

In connection with the informative item on the agenda, the following documents are made available to shareholders:

- The Board of Directors' report on the partial amendment to the Board of Directors' Regulations.
- The amended Board of Directors' Regulations.

In connection with the capital increase excluding the pre-emptive subscription conducted by the Board of Directors in June 2022 under the authorisation granted by the General Meeting of Shareholders on 29 June 2021, the following documents are made available to shareholders:

- Report delivered by Greenergy Renovables, S.A.'s Board of Directors in connection with the capital increase through contributions in cash, excluding the pre-emptive subscription right and with incomplete subscription forecast.
- Independent expert report delivered by Auren Auditores SP, S.L.P. in connection with the capital increase through contributions in cash, excluding the pre-emptive subscription right and with incomplete subscription forecast.

In addition, on a general basis:

- The report on the related-party transactions carried out by the Company throughout financial year 2022.
- The Audit Committee's report on its own functioning for financial year 2022.
- The Appointments, Remuneration and Sustainability Committee's report on its own functioning for financial year 2022.
- The attendance card and the form to vote by proxy and remote voting.
- Rules on the use of the Shareholders' Electronic Forum.

Shareholders may request, between the date of publication of this notice and up to five days prior to, and including, the date on which the General Meeting is to be held, in writing or verbally during the General Meeting, 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. In addition, shareholders may request directors, in writing and within the same period, or verbally during the General Meeting, any explanations they may deem expedient regarding the audit report and the information accessible to the public provided by the Company to the *Comisión Nacional del Mercados de Valores* since the date of the last ordinary general meeting, i.e., since 11 May 2022. This right may be exercised by sending the written communication to the e-mail address inversores@greenergy.eu or to the mailing address 28023 Madrid, Calle Rafael Botí 26, *Departamento de Relación con Inversores* (Investor Relationship Department).

Voting and appointment of proxies by means of remote communication systems prior to the Meeting

Prior to the Meeting, shareholders with attendance rights may appoint a proxy or cast a vote by means of remote communication systems on the proposals concerning the items on the agenda, as stated in the notice of meeting, by any of the following means: (i) letter sent by postal mail (with shareholders sending the duly filled-out attendance card to the Company's registered office, at Calle Rafael Botí 2, 28023 Madrid); (ii) platform for proxy voting or for voting by remote means specifically enabled on the Company's corporate website (www.greenergy.eu); or (iii) any other means of remote communication, provided that the identity of the person

exercising his/her voting right is properly ascertained. More specifically, the identity of the person exercising his/her voting right shall be deemed to be properly ascertained if: (a) the communication is made by electronic means and carries an advanced electronic signature; or (b) if the shareholder has affixed his/her handwritten signature thereon, and that signature has previously been certified by a notary public.

The proxies and remote voting forms sent by any of the means specified above must be received by the Company, as a general rule, prior to 23:59 pm on 23 April 2023. However, the Chairperson has the right to admit votes received thereafter.

The attendance card form and the rules approved by the Company's Board of Directors concerning the exercise by shareholders of representation and voting rights by remote communication means are posted on the Company's website (www.greenergy.eu).

Votes cast by electronic means shall be null and void:

- (a) In the event of subsequent express revocation notified by the same means used to issue the same and within the timeline established therefor.
- (b) If the shareholder that voted by electronic means attends the meeting.

Shareholders who cast their vote by remote means shall be deemed to attend the General Meeting personally for the purposes of calculation of the quorum thereat.

Personal data protection

Any personal data supplied by shareholders to the Company in connection with the exercise of their attendance, representation and voting rights at General Meetings, or to be supplied by financial institutions and securities agencies and companies with which their shares are deposited, through the entity that is legally entitled to keep the book-entry ledger, as well as any audio-visual recording of the entire General Meeting, if appropriate, so that the latter may be easily followed and adequately publicised, shall be processed with the purpose of managing the development, lawfulness and monitoring of the shareholding relationship existing between the Company and its shareholders, as well as with the purpose of submitting any information requested by shareholders, as the case may be. In addition, shareholders are informed that their data shall be processed with the purposes stated above. Shareholders are entitled to exercise their rights of access, erasure, rectification, portability, purpose limitation and objection, as well as their right to withdraw their consent, in accordance with the provisions of the General Data Protection Regulation and other provisions in force, by sending a letter (which should include the identification information of the rightsholder by means of a photocopy of his/her identity card) to Greenergy Renovables, S.A. - Calle Rafael Botí 26, Madrid.

The Company, acting as data controller, states that it has adopted all legally required security measures at its facilities, systems and files, thus guaranteeing the confidentiality of the relevant personal data, except in the event that personal data must be disclosed by law or in accordance with a court or governmental order.

Involvement of a notary at the General Meeting

The Board of Directors has agreed to have a Notary attend the Meeting to draw up the minutes thereof, in accordance with the provisions of sections 203 of the Joint Stock Companies' Act and section 101 of the Register of Companies' Regulations, as approved by Royal Decree 1784/1996, of 19 July.

General information

In order to guarantee compliance with section 539 of the Joint Stock Companies Act, a Shareholders' Electronic Forum has been set up on the Company's website (www.greenergy.eu), which shall be accessible from the date

of publication of this notice to the scheduled date of the General Meeting. The rules governing its operation and the form that must be filled out to participate therein are available on the Company's website.

The Company reserves the right to make such amendments to this notice of meeting as are deemed required or expedient in the light of the circumstances involved or any legal changes that may be implemented. The Company shall provide information, through its website (www.greenergy.eu) or by any means deemed expedient, on any applicable measures resulting from the resolutions or recommendations issued by competent authorities.

For any additional explanation or information, shareholders may contact the Company by any of the following means:

- Postal mail: calle Rafael Botí 26, 28023, Madrid.
- E-mail: inversores@greenergy.eu.

Madrid, 22 March 2023.

David Ruiz de Andrés

Chairman of the Board of Directors