

ID: 13.03.01	TITLE: INTERNAL RULE OF THE SUSTAINABILITY COMMITTEE	
Version: 2.0	Owner: ESG	Security Level: Public
Published: 30/01/2021	Level: 1	Page: 1 of 8

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Internal standard of the Sustainability Committee

Proposed by	Reviewed by	Approved by
ESG	Audit Committee	Board of Directors
Date: 07/12/2020	Date: 22/06/2020	Date: 29/01/2021

Knowledge Matrix

- ALL FUNCTIONS, AREAS OR DEPARTMENTS
- 1. FINANCIAL DEPARTMENT
- 2. STRATEGY & CAPITAL MARKETS
- 3. LEGAL & COMPLIANCE
- 4. HR, IT & SSGG
- 5. DEVELOPMENT
- 6. M&A
- 7. ENERGY
- 8. POWER GENERATION & EQUITY
- 9. EPC
- 10. SERVICES
- 11. PURCHASING
- 12. INTERNAL AUDIT
- 13. ESG
- OTHER:

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Control Requirements

The Control requirements resulting from this policy are as follows:

Risk	Description of the risk	Responsible for implementing controls	Summary of controls in place
13.03.01	Failure to comply with the provisions of the Sustainability Policy.	ESG	<ul style="list-style-type: none"> - To comply with the Sustainability Policy - Determine the principles of action and the Committee's internal rules of procedure

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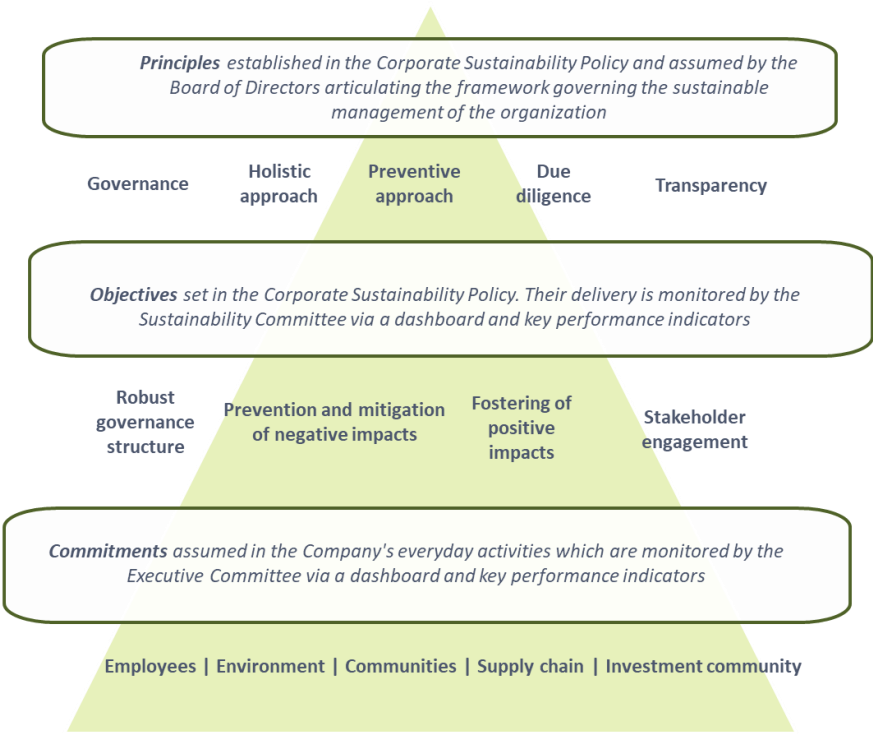
1.- INTRODUCTION

The Board of Directors of Greenergy S.A. ("Greenergy" or the "Company") constitutes the Greenergy Sustainability Committee (the "Committee") in compliance with its Sustainability Policy.

The purpose of this Internal Rule is to determine the principles of action and the internal functioning of the Committee, and it must be approved and amended by the Board of Directors.

2.- FUNCTIONS OF THE SUSTAINABILITY COMMITTEE

Based on the basic principles of action, the Company has established four foundational objectives. As indicated in the Sustainability Policy, the monitoring of these objectives is the responsibility of the Sustainability Committee and will be carried out with appropriate monitoring indicators in line with the Company's strategy.



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- Having a robust and cross-cutting ESG (Environmental, Social and Governance) governance structure in place
- Prevent and mitigate negative impacts
- Promoting positive impacts
- Develop a framework for stakeholder relations that allows for two-way, win-win communication.

From these objectives, in turn, derive the specific commitments that the Company assumes towards each of Greenergy's stakeholders in line with the Sustainable Development Goals (SDGs).

3.- COMPOSITION OF THE SUSTAINABILITY COMMITTEE

The Sustainability Committee is composed of members with knowledge and aptitude appropriate to the duties to be performed, striving for diversity in terms of gender, professional experience and competencies. The appointed members are:

1. Director of IR and Communication, as chairman.
2. Director of Sustainability, as secretary.
3. Director of Services, member
4. Legal Director, member

The tasks of convening the Committee, taking minutes and inviting attendees to the Committee to deal with specific issues are the responsibility of the secretary. The chairman is responsible for proposing the agenda and moderating the Committee to ensure its smooth running and efficiency.

4.- FUNCTIONING OF THE SUSTAINABILITY COMMITTEE

The Committee's meeting schedule is subject to the meetings of the Board of Directors and will be scheduled at least 10 days prior to Board meetings on those boards where the company's quarterly results are presented.

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The venue shall be communicated well in advance by the Secretary of the Committee.

Attendance at Committee meetings shall be preceded by sufficient dedication of its members to analyse and evaluate the information received. The absence of its members due to force majeure must be justified and each member shall have a substitute appointed to attend in his or her place.

5.- FUNCTIONS OF THE SUSTAINABILITY COMMITTEE

The main function of the Committee is to improve the decision-making process so as to ensure cross-cutting compliance with the Sustainability Policy, in particular by performing the following functions:

- Ensure the integration of the objectives set out in the Sustainability Policy in the definition of other internal Greenergy policies and standards.
- Analyse the need for further development of the Sustainability Policy.
- Develop quantifiable and time-bound commitments and define their degree of fulfilment through specific key indicators.
- Facilitate the process of collecting the necessary data from each area and monitoring progress towards ESG objectives and compliance with the ESG Action Plan.
- Provide relevant information regarding ESG risks identified in each business area and their mitigation.
- Make the Policy and potential amendments to it available to all interested parties.
- Collaborate in the elaboration of the annual report or Sustainability Report and other reports adapted to specific stakeholders.
- Such other functions as may be assigned by the Board of Directors as a result of the Company's evolving sustainability needs.
- Approval and preparation of quarterly ESG reports to be submitted to the Council
- Facilitating and regularly monitoring sustainability roadmap policies

6.- RESERVATION CLAUSE

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GREENERGY and the different companies that make up the same expressly reserve the right to unilaterally modify, update and/or eliminate any matter regulated in this regulation, without, therefore, any condition contained in the same being understood to be consolidated.

7.- TRANSITIONAL PERIOD

There is no transitional period for this rule.

8.- APPENDICES

Appendix No.	Title

9.- ABBREVIATIONS AND DEFINITIONS

Abbreviation	Description
SDG	Sustainable Development Goals
ESG	Environmental, Social, Governance

10.- MAJOR CHANGES COMPARED TO LAST REVISION

Version:	Description of the change
1.0	Initial version