

## Additional information regarding the Remuneration Policy for the CEO (Item 12 on the agenda of the 2017 Shareholders' General Meeting)

Following the proposal of the Appointments and Remuneration Committee of Gamesa Corporación Tecnológica, S.A. (hereinafter, the "Company"), as well as derived from the engagement with Proxy Advisors and institutional investors, the Company would like to share additional information regarding Directors Remuneration Policy, specifically related to the criteria for the specific structure of the **CEO's remuneration, as the only Director who receives a variable remuneration** and has Compensation clauses.

This detailed information is included in the company's website, as additional information to 2017 Shareholders Meeting's documentation, specifically to complement item 12 of the Agenda related to Directors' Remuneration Policy.

Concept	Percentage	Metrics / Parameters	Other Details
Short Term Incentive Scheme	<u>Target</u> : <b>100% of annual</b> <b>base salaries</b> . <u>Maximum</u> : <b>130%</b> (best- case /extraordinary performance)	<ul> <li>New GMBO remuneration model will combine financial and business targets in order to assess the global performance of the company</li> <li>Group financial targets (40%) : ROCE, EPS, EBIT, FCF, WC/Revenues, etc)</li> <li>Group business and non financial targets (30%): Order intake, CSR, etc.</li> <li>Area and/or personal targets (30%): Sales growth in offshore business.</li> </ul>	<ul> <li><u>Collection mechanisms</u></li> <li><u>Collection timing</u>: At the end of the year, once the amount of the bonuses has been determined</li> <li>100% in cash</li> </ul>
Long-Term Incentive Scheme (LTIS)*	Target: 300% of annual base salaries. to be distributed in 3 years period (based on the 3-YR Business Plan) and subject to approval of Governing bodies	<ul> <li>Aligned to the company's multi-year business plan targets</li> <li>Strategic Indicators</li> <li>Share price performance (TSR) relative to a basket of comparable stocks</li> </ul>	<ul> <li>Collection mechanisms</li> <li>Collection period: 3 year</li> <li>Collection method (% in shares) to be defined</li> <li>20% of mandatory retention, until keeping 2x BS in shares</li> <li>Application of malus and clawback clauses</li> </ul>

## Summary of Variable Remuneration Scheme for the CEO:



## \*Key issues to consider in LTIS design

- Alignment of the scheme targets with the company's business plan, encouraging the executives to attain the priority objectives set for the period.
- Focus in the **creation of sustainable shareholder value** by comparing the company's performance with that of its sector peers.
- Convenience of matching **performance assessment** and incentive **collection periods** (3 year spans),
- Application of **malus and clawback clauses** and partial settlement in shares, in line with market recommendations

Main terms and conditions for Executive Contract. CEO (Summary)		
Remuneration	Base salary	
	<ul> <li>STI: 100% of Base Salary annual + 30% extraordinary performance</li> </ul>	
	LTI: Entitled to 300% base salary, to be distributed in 3 years period subject	
	to approval of Governing bodies	
	<ul> <li>Pension plan and other company benefits</li> </ul>	
Termination	1 years of base salary	
benefits	3 month notice period	
	1-year non-compete obligation remunerated at 1x base salary payable 50%	
	upon termination and 50% after 6 months of termination.	
Share holding	<ul> <li>20% of shares retention, until keeping 2x Base Salary (associated to LTI)</li> </ul>	
programmes	• 20% of shares retention, until keeping 2x base salary (associated to ETT)	
Other terms	EXCLUSIVITY AND FULL COMMITMENT: Exceptional participation in non-	
	executives positions in other Board of Director to be considered case by	
	case.	

For further information regarding the criteria applied for the CEO Remuneration Policy, as well as its main terms and conditions, please refer to the following <u>link</u>.