

REPORT OF THE APPOINTMENTS AND REMUNERATIONS COMMITTEE OF SIEMENS GAMESA RENEWABLE ENERGY, S.A. REGARDING THE RATIFICATION AND RE-ELECTION OF MR TIM DAWIDOWSKY AS A PROPRIETARY NON-EXECUTIVE DIRECTOR OF THE COMPANY

In Zamudio (Biscay), on January 21, 2021, the Appointments and Remunerations Committee (the “**Committee**”) of Siemens Gamesa Renewable Energy, S.A. (the “**Company**”) unanimously resolves to issue and submit to the Board of Directors this report regarding the ratification and re-election on an interim basis (*cooptación*) of Mr Tim Dawidowsky as director of the Company with the status of proprietary non-executive director, for submission to the shareholders at the General Shareholders’ Meeting of the Company (the “**Meeting**”).

1. OBJECT AND REGULATORY FRAMEWORK

Pursuant to section 529 decies.6 of the Corporate Enterprises Act (Ley de Sociedades de Capital), article 13.2. of the Regulations of the Board of Directors and article 6.2.a) of the Regulations of the Appointments and Remuneration Committee, proposed appointments of directors adopted by the Board through the co-option procedure or for submission to the shareholders at a Meeting must be preceded, in the case of proprietary directors, by a favourable report of the Committee. In addition, this Committee must issue an opinion regarding whether the category assigned to each director should be maintained in the event of re-election.

This report is thus issued in compliance with the aforementioned provisions.

2. REPORT

For such purposes as may be appropriate, it is noted for the record that prior to the issuance hereof, at its meeting of September 23, 2020 this Committee has issued the mandatory report regarding the appointment on an interim basis (*cooptación*) of Mr Tim Dawidowsky as a member of the Board of Directors of the Company, which provided the reasons supporting his appointment and stated that the requirements therefor were complied with. Attached as an **Annex** is a copy of said report.

In the opinion of the Committee, the reasons supporting the aforementioned report fully apply in order to assess the suitability of ratifying the appointment on an interim basis (*cooptación*) and re-election of Mr Tim Dawidowsky as a proprietary non-executive director of the Company.

3. CONCLUSION

In consideration of the foregoing, the Committee unanimously resolves to confirm the favourable report previously issued regarding the appointment of Mr Tim Dawidowsky as a director on an interim basis (*cooptación*), which is attached hereto as **Annex**, and, based thereon, to issue this report regarding his ratification and re-election as an proprietary non-executive director of the Company.

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ANNEX

Report of the Appointments and Remunerations Committee of Siemens Gamesa Renewable Energy, S.A. regarding the appointment by co-option of Mr Tim Dawidowsky as a proprietary non-executive director on an interim basis (*cooptación*)

**FAVOURABLE REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE OF
SIEMENS GAMESA RENEWABLE ENERGY, S.A. REGARDING THE INTERIM
APPOINTMENT OF MR TIM DAWIDOWSKY AS A PROPRIETARY NON-EXECUTIVE
DIRECTOR**

In Zamudio (Biscay), on September 23, 2020, the Appointments and Remuneration Committee (the “**Committee**”) of Siemens Gamesa Renewable Energy, S.A. (“**Siemens Gamesa**” or the “**Company**”) unanimously resolves to issue and submit to the Board of Directors this favourable report regarding the appointment by co-option of Mr Tim Dawidowsky as a director of the Company with the classification of proprietary non-executive director.

1. OBJECT AND REGULATORY FRAMEWORK

Pursuant to section 529 decies.6 of the Corporate Enterprises Act (Ley de Sociedades de Capital), article 13.2. of the Regulations of the Board of Directors and article 6.2.a) of the Regulations of the Appointments and Remuneration Committee, proposed appointments of directors adopted by the Board through the co-option procedure must be preceded, in the case of proprietary directors, by a favourable report of the Committee.

This report is thus issued in compliance with the aforementioned provisions.

2. THE CANDIDATE. NOTEWORTHY EXPERIENCE FOR HOLDING THE POSITION THEREOF AT THE COMPANY

Mr Tim Dawidowsky holds a MSc in Industrial Engineering and Business Administration from the Technical University of Berlin.

He currently holds the position of Senior Vice President of Project Excellence at Siemens Gas & Power since April 2020. Additionally, he has also served as the Chief Executive Officer (CEO) of Siemens AG’s EPC business unit from 2019 to 2020, as well as CEO of the Large Drives (2015 – 2019) and Transmission Solution business units (2012 – 2015).

He previously held various roles in the Siemens AG Group, such as Procurement Vice President for Industrial Solutions and Services and CEO of the North East Asia Industrial Solution, among others.

3. RATIONALE

In the opinion of the Committee, and based on the report prepared by “PricewaterhouseCoopers Asesores de Negocios, S.L.”, Mr Tim Dawidowsky meets the requirements established by law and the Company’s *Corporate Governance Rules* to serve on the Board of Directors as a proprietary non-executive director; specifically, in the opinion of the Committee, he meets the requirements of good character, solvency, competence and experience established in the *Corporate Governance Rules* of Siemens Gamesa.

In addition, the Committee has verified that the candidate has sufficient availability of time for the proper performance of the duties thereof.

The Committee has also verified that he is not affected, either directly or indirectly, by any of the grounds for disqualification from or prohibition against holding his position and that he does not have interests that conflict with or are in opposition to the company’s interest as set out in provisions of a general nature or in Siemens Gamesa’s *Corporate Governance Rules*.

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Furthermore, in preparing this report, the Committee has taken into account the suitability of Mr Tim Dawidowsky's professional profile in view of the specific characteristics of the business and the industry in which the Company operates.

Additionally, in the opinion of the Committee, the appointment by co-option of Mr Tim Dawidowsky as a director of the Company by the Board of Directors in order to fill the vacancy left by the resignation, to the extent applicable, of Mr Andreas Christian Hoffmann would comply with the provisions of the Company's *Corporate Governance Rules* as regards the required proportion between executive and non-executive directors, because his appointment would not change the proportion between executive and non-executive directors (1/9), the latter representing a very ample majority of the Board.

Following the appointment of Mr Dawidowsky by co-option, 10% of the Board of Directors would be made up of executive directors, and 90% would be made up of non-executive directors (50% being proprietary directors and 40% being independent directors).

The proportion of independent directors will thus comply with recommendation number 17 of the *Good Governance Code of Listed Companies* of February 2015 (revised June 2020) as it addresses large cap companies, taking into account that the Company currently has a shareholder that controls more than 30% of its share capital.

4. CONCLUSION

In view of all of the foregoing, the Committee unanimously resolves to submit to the Board of Directors this favourable report on the appointment of Mr Tim Dawidowsky as a member of the Board of Directors of the Company, with the classification of proprietary non-executive director, as all of the requirements established for such purpose by the *Corporate Enterprises Act* and the *Corporate Governance Rules* of Siemens Gamesa are duly complied with.

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