

# Reports: items six, seven and eight on the Agenda

Master report issued by the Board of Directors of Siemens Gamesa Renewable Energy, S.A. in relation to the proposed ratification and re-election of directors under items six, seven and eight on the Agenda.

Individual reports on items six, seven and eight on the Agenda.

At its meeting of February 18, 2022, the Board of Directors approved this master report in connection with the proposed ratification and re-election of directors included in items six, seven and eight on the Agenda for the General Meeting of Shareholders of “Siemens Gamesa Renewable Energy, S.A.”, which will be held in Bilbao (Biscay), at 12:00 on March 24, 2022, on first call, or on March 25, 2022, at the same place and time, on second call.

## 1. Object of the Report

This master report is issued by the Board of Directors of Siemens Gamesa Renewable Energy, S.A. (“**Siemens Gamesa**” or the “**Company**”) pursuant to the provisions of section 529 *decies* of the *Corporate Enterprises Act (Ley de Sociedades de Capital)* in connection with (i) the proposed ratification of the appointment by co-option and re-election of Dr.-Ing. Jochen Eickholt as an executive director; (ii) the proposed ratification of the appointment by co-option and re-election of Mr Francisco Belil Creixell as an independent non-executive director; and (iii) the proposed ratification of the appointment by co-option and re-election of Mr André Clark as a proprietary non-executive director of the Company.

Pursuant to the provisions of said section and the Company’s Corporate Governance Rules, the proposed ratification and re-election of Dr.-Ing. Jochen Eickholt as an executive director, and Mr André Clark as proprietary non-executive director are submitted to the shareholders at the General Meeting of Shareholders after the corresponding favourable report from the Appointments and Remunerations Committee of Siemens Gamesa (the “**Committee**”) dated February 2, 2022, and February 17, 2022 respectively.

Likewise, the proposed ratification and re-election of Mr Francisco Belil Creixell as an independent non-executive director is submitted to the shareholders at the General Meeting of Shareholders after a proposal from the Committee dated February 17, 2022.

Pursuant to the provisions of section 529 *decies.5* of the *Corporate Enterprises Act*, the proposed appointment or re-election of any director must always be accompanied by an explanatory report of the Board of Directors evaluating the competence, experience and merits of the proposed candidate, which is this report.

This report is structured into two separate parts: the first, the master report itself, providing both an evaluation and a rationale for the ratification of the appointment by co-option and re-election of Dr.-Ing Jochen Eickholt, of Mr Francisco Belil Creixell, and of Mr André Clark, and the second, which contains the individual reports on each of them.

## 2. Process of selection and justification for the proposals as a whole

In items six, seven and eight on the Agenda, respectively, a proposal is made to the shareholders at the General Meeting of Shareholders to ratify the Board’s appointment by co-option and the re-election of Dr.-Ing. Jochen Eickholt as an executive director, as well as the ratification of the appointment by co-option and re-election of Mr Francisco Belil Creixell as an independent non-executive director and the ratification of the appointment by co-option and re-election of Mr André Clark as a proprietary non-executive director of the Company.

After analysing the profiles of the candidates in accordance with the Corporate Governance Rules and the needs of the Company, as well as the reports issued by “PricewaterhouseCoopers Asesores de Negocios, S.L.” for the appointment by co-option of Dr.-Ing. Jochen Eickholt, and for Mr Francisco Belil Creixell and Mr André Clark, the Committee has found that the proposed candidates are suitable for the performance of the duties of director.

### 3. Situation of the Board of Directors after the proposed ratification and re-election

Pursuant to the proposed ratification and re-election being submitted at the General Meeting of Shareholders, the Board of Directors would be composed of the following:

Name	Classification
Miguel Ángel López Borrego	Proprietary
Jochen Eickholt	Executive
Mariel von Schumann	Proprietary
Gloria Hernández García	Independent
Andre Clark	Proprietary
Tim Dawidowsky	Proprietary
Maria Ferraro	Proprietary
Rudolf Krämmer	Independent
Francisco Belil Creixell	Independent
Harald von Heynitz	Independent

10% of the Board of Directors will be made up of executive directors, and 90% will be made up of non-executive directors (50% being proprietary directors and 40% being independent directors).

Therefore, the proportion of independent directors complies with the literal text of Recommendation 17 of the *Good Governance Code of Listed Companies*, which provides that at companies with a shareholder that controls more than 30% of the share capital, the independent directors must represent at least one third of the members of the Board of Directors, and the percentage of 40% is thus above the recommended one third.

Furthermore, Recommendation 16 of the *Good Governance Code of Listed Companies* provides that the proportion between proprietary directors and all non-executive directors should be no greater than the proportion between the share capital of the shareholders represented on the Board and the remainder of the share capital. In the case of the proprietary directors of Siemens Energy, this recommendation would be met as the percentage of Siemens Energy's proprietary directors will be less than its 67% percentage in the share capital.

### 4. Individual explanatory reports

Set forth below are the individual explanatory reports on the ratification of the appointment by co-option and re-election of Dr.-Ing. Jochen Eickholt as an executive director, of Mr Francisco Belil Creixell as an independent non-executive director and of Mr André Clark as a proprietary non-executive director.

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# Report: item six on the Agenda

Individual report in connection with item six on the Agenda for the General Meeting of Shareholders regarding ratification of the appointment by co-option and re-election of Dr.-Ing. Jochen Eickholt as an executive director, prepared by the Board of Directors of Siemens Gamesa Renewable Energy, S.A.

At its meeting of February 18, 2022, the Board of Directors approved this report in connection with the proposed ratification and re-election of Dr.-Ing. Jochen Eickholt as an executive director, included in item six on the Agenda for the General Meeting of Shareholders of “Siemens Gamesa Renewable Energy, S.A.”, which will be held in Bilbao (Biscay), at 12:00 on March 24, 2022, on first call, or on March 25, 2022, at the same place and time, on second call.

## 1. Introduction

This explanatory report has been prepared by the Board of Directors of Siemens Gamesa Renewable Energy, S.A. (“**Siemens Gamesa**” or the “**Company**”) pursuant to the provisions of sections 518.e) and 529-decies.5 of the *Corporate Enterprises Act (Ley de Sociedades de Capital)*, in connection with the proposed ratification and re-election of Dr.-Ing. Jochen Eickholt as a director.

This report assesses the professional and biographical profile of the candidate and the other information required by applicable law and by the Corporate Governance Rules.

## 2. Favourable report of the Appointments and Remunerations Committee

In compliance with section 529 *decies.6* of the *Corporate Enterprises Act* and with the Company’s Corporate Governance Rules, on November 23, 2021, the Appointments and Remunerations Committee of Siemens Gamesa (the “**Committee**”) issued a favourable report on the interim appointment (co-option) by the Board of Dr.-Ing. Jochen Eickholt as a member of the Board of Directors, with the classification of proprietary non-executive director.

On January 25, 2022, the Committee, under the assumption that the Board of Directors decided to propose at the next General Meeting the ratification of his appointment by co-option and his re-election, issued the favorable report on the ratification of the appointment by co-option and re-election at the Meeting as director of the Company for the statutory term of four years of said director, maintaining the aforementioned category. Said report was replaced and superseded by the report that the Committee issued on February 2, 2022 on the appointment of Dr.-Ing. Jochen Eickholt as Chief Executive Officer and on the consequent change in his category from proprietary non-executive director to executive director.

## 3. Rationale for the proposed ratification and re-election as a member of the Board of Directors

The Committee verified on the occasion of his appointment by co-option that Dr.-Ing. Jochen Eickholt met the requirements established by law and by the Company’s Corporate Governance Rules to hold the position of proprietary non-executive director; specifically, in the opinion of the Committee, the candidate met the requirements of renowned reputation, credibility, solvency, competence and experience established in the Corporate Governance Rules of Siemens Gamesa.

Additionally, the Committee considered based on the report of “PricewaterhouseCoopers Asesores de Negocios, SL”, that Dr.-Ing. Jochen Eickholt met the requirements established by Law and the Company’s Corporate Governance Rules to be part of the Board of Directors, as a Chief Executive Officer under the category of executive director, and that specifically, in the opinion of the Committee, he met the requirements renowned reputation, credibility, solvency, competence and experience established in the Corporate Governance Rules of Siemens Gamesa.

The Committee verified that the candidate was not affected, either directly or indirectly, by any of the instances of disqualification from or prohibition against holding such office and did not have interests that conflicted with or were in opposition to the company's interest as set forth in provisions of a general nature or in the Corporate Governance Rules of Siemens Gamesa.

The candidate also confirmed his effective availability to provide the dedication required by the holding of such position.

In consideration of the foregoing, after analysing the profile of Dr.-Ing. Jochen Eickholt in accordance with the Corporate Governance Rules and the needs of the Company, as well as the report issued by "PricewaterhouseCoopers Asesores de Negocios, S.L." for his appointment by co-option, the Board of Directors adopts as its own the considerations of the Committee in connection with the proposed ratification and re-election of Dr.-Ing. Jochen Eickholt as a director, with the classification of executive director.

#### **4. Situation of the Board of Directors after the proposed ratification and re-election**

The ratification and re-election as director of Dr.-Ing. Jochen Eickholt, with the classification of executive director, would comply with the provisions of the Company's Corporate Governance Rules regarding the proportion that must exist between executive directors and non-executive directors since, if effectively ratified and re-elected both he and the other candidates proposed to the General Meeting, the proportion between executive and non-executive directors would remain at 1 to 9, the latter representing a large majority on the Board.

After the ratification and re-election, when applicable, of Dr.-Ing. Jochen Eickholt, the Board of Directors would be made up of 10% executive directors, and 90% of non-executive directors (50% being proprietary directors and 40% being independent directors).

Therefore, the proportion of independent directors complies with the literal text of Recommendation 17 of the Good Governance Code of Listed Companies, which provides that at companies with a shareholder that controls more than 30% of the share capital, the independent directors must represent at least one third of the members of the Board of Directors, and the percentage of 40% is thus above the recommended one third.

Furthermore, Recommendation 16 of the Good Governance Code of Listed Companies provides that the proportion between proprietary directors and all non-executive directors should be no greater than the proportion between the share capital of the shareholders represented on the Board and the remainder of the share capital. In the case of the proprietary directors of Siemens Energy, including Dr.-Ing. Jochen Eickholt, this recommendation would be met as the percentage of Siemens Energy's proprietary directors will be less than its 67% percentage interest in the share capital, since Dr.-Ing. Jochen Eickholt has ceased to hold the category of proprietary, to become executive, in accordance with article 529-duodecies.1 paragraph II of the Corporate Enterprises Act.

#### **5. Professional profile and biographical data of Dr.-Ing. Jochen Eickholt**

Dr.-Ing. Jochen Eickholt holds a Doctorate in Engineering from the Fraunhofer Institute for Production Technology (IPT) in Aachen. Previously, he received his electrical engineering Diplom at the RWTH Aachen University and at the Imperial College of Science, Technology and Medicine in London.

He currently holds the position of member of the Managing Board of Siemens Energy AG, member of the Managing Board of Siemens Energy Management GmbH, and Deputy Chairman of EthosEnergy Group Ltd. U.K. He is responsible for the Generation and Industrial Applications businesses and for Asia-Pacific and China.

Previously, he held various positions within the Siemens AG group, such as Chairman and Managing Partner of the Siemens Portfolio Companies or Chief Executive Officer of Siemens Mobility, among others.

**6. Membership on other Boards of Directors**

Dr.-Ing. Jochen Eickholt is member of the Managing Board of Siemens Energy AG and Siemens Energy Management GmbH, and Deputy Chairman of EthosEnergy Group Ltd. U.K. There is no further evidence of his role in the Board of other companies.

**7. Category to which the director should be assigned**

If his appointment by co-option is ratified and his re-election is approved, Dr.-Ing. Jochen Eickholt will be assigned to the category of executive director.

**8. Date of first appointment as a director of the Company and positions held within the Board of Directors**

He was appointed by co-option by the Board of Directors as a director of the Company on November 23, 2021, effective as from January 1, 2022, and he currently holds the vice chairman role within the Board.

He is also member of the Company's Delegated Executive Committee.

**9. Shares of the Company and derivative financial instruments based on shares of the Company held thereby**

Dr.-Ing. Jochen Eickholt holds 850 shares of the Company.

**10. Proposed resolution**

The Board of Directors has concluded that the technical expertise and the experience of Dr.-Ing. Jochen Eickholt warrant proposing to the shareholders at the General Meeting of Shareholders the ratification of his appointment by co-option and his re-election as a member of the Board of Directors of the Company, with the classification of executive director.

The proposed resolution submitted to the shareholders for approval at the General Meeting of Shareholders reads as follows:

**“Item six on the agenda: “Ratification of the appointment by co-option and re-election of Mr Jochen Eickholt as a director of Siemens Gamesa Renewable Energy, Sociedad Anónima, with the classification of executive director, for the bylaw-mandated four-year term.”**

*To ratify the appointment of Mr Jochen Eickholt as a director, appointed by co-option by resolution of the Board of Directors dated 23 November 2021, with effects on 1 January 2022, with the classification of proprietary non-executive director, classification changed by resolution of the Board of Directors dated 2 February 2022 to executive director as being appointed Chief Executive Officer with effects on 1 March 2022; and to re-elect him, after a report from the Appointments and Remunerations Committee, for the bylaw-mandated four-year term, with the classification of executive director”.*

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# Report: item seven on the Agenda

Individual report in connection with item seven on the Agenda for the General Meeting of Shareholders regarding the re-election of Mr Francisco Belil Creixell as an independent non-executive director, prepared by the Board of Directors of Siemens Gamesa Renewable Energy, S.A.



**At its meeting of February 18, 2022, the Board of Directors approved this individual report in connection with the proposed re-election of Mr Francisco Belil Creixell as an independent non-executive director, included in item seven on the Agenda for the General Meeting of Shareholders of “Siemens Gamesa Renewable Energy, S.A.”, which will be held in Bilbao (Biscay), at 12:00 on March 24, 2022, on first call, or on March 25, 2022, at the same place and time, on second call.**

## **1. Introduction**

This explanatory report has been prepared by the Board of Directors of Siemens Gamesa Renewable Energy, S.A. (“**Siemens Gamesa**” or the “**Company**”) pursuant to the provisions of sections 518.e) and 529-decies.5 of the *Corporate Enterprises Act (Ley de Sociedades de Capital)*, in connection with the proposed ratification and re-election of Mr Francisco Belil Creixell as a director.

This report individually assesses the professional profile and biographical data of the candidate and the other information required by applicable law and by the Corporate Governance Rules.

## **2. Reasoned proposal of the Appointments and Remunerations Committee**

In compliance with section 529 decies.4 of the *Corporate Enterprises Act* and with the Company’s Corporate Governance Rules, on February 17, 2022 the Appointments and Remunerations Committee of Siemens Gamesa (the “**Committee**”) issued a motivated proposal on the interim appointment (co-option) by the Board of Mr Francisco Belil Creixell as a member of the Board of Directors, with the classification of independent non-executive director. In turn, on February 17, 2022, the Committee, ad cautelam for the event that the Board of Directors decided to appoint Mr. Francisco Belil Creixell as an independent non-executive director and, consequently, decided to propose at the next General Meeting the ratification of his appointment by co-option and his re-election, also issued a motivated proposal on the ratification of the appointment by co-option and the re-election at the General Meeting as director of the Company for the statutory term of four years of said director, maintaining the aforementioned category.

## **3. Rationale for the proposed re-election as a member of the Board of Directors**

The Committee verified, on the occasion of his appointment by co-option, that Mr Francisco Belil Creixell met the requirements established by law and in the Company’s Corporate Governance Rules to hold the position of independent non-executive director; specifically, in the opinion of the Committee, the candidate met the requirements of renowned reputation, credibility, solvency, competence and experience established in the Corporate Governance Rules of Siemens Gamesa.

The Committee verified that the candidate was not affected, either directly or indirectly, by any of the instances of disqualification from or prohibition against holding such office and did not have interests that conflicted with or were in opposition to the company’s interest as set forth in provisions of a general nature or in the Corporate Governance Rules of Siemens Gamesa.

Additionally, the effective availability of the candidate to provide the dedication required for the performance of the position was verified with the candidate.

In consideration of the foregoing, after analysing the profile of Mr Francisco Belil Creixell in accordance with the Corporate Governance Rules and the needs of the Company, as well as the reports issued by “PricewaterhouseCoopers Asesores de Negocios, S.L.” and by “Spencer Stuart C.D. S.A.” for his appointment by co-option, the Board of Directors adopts as its own the considerations of the Committee in connection with the proposed ratification and re-election of Mr Francisco Belil Creixell as a director, with the classification of independent director.

#### **4. Situation of the Board of Directors after the proposed ratification and re-election**

The ratification and re-election as director of Mr Francisco Belil Creixell, with the classification of independent non-executive director, would comply with the provisions of the Company's Corporate Governance Rules regarding the proportion that must exist between executive directors and non-executive directors since, if effectively ratified and re-elected both he and the other candidates proposed to the General Meeting, the proportion between executive and non-executive directors would remain at 1 to 9, the latter representing a large majority on the Board.

After the ratification and re-election, when applicable, of Mr Francisco Belil Creixell, the Board of Directors would be made up of 10% executive directors, and 90% of non-executive directors (50% being proprietary directors and 40% being independent directors).

Therefore, the proportion of independent directors complies with the literal text of Recommendation 17 of the Good Governance Code of Listed Companies, which provides that at companies with a shareholder that controls more than 30% of the share capital, the independent directors must represent at least one third of the members of the Board of Directors, and the percentage of 40% is thus above the recommended one third.

Furthermore, Recommendation 16 of the Good Governance Code of Listed Companies provides that the proportion between proprietary directors and all non-executive directors should be no greater than the proportion between the share capital of the shareholders represented on the Board and the remainder of the share capital. In the case of the proprietary directors of Siemens Energy, this recommendation would be met as the percentage of Siemens Energy's proprietary directors will be less than its 67% percentage interest in the share capital.

#### **5. Professional profile and biographical data of Mr Francisco Belil Creixell**

Mr Francisco Belil Creixell has an Engineering degree from the Universidad Politécnic de Barcelona. Afterwards, he studied at the University of Pittsburgh (PA, USA) and INSEAD (Fontainebleau, France).

Mr Francisco Belil Creixell developed part of his professional career in the Bayer Group, where he held several responsibilities inside the company in Mexico, Germany and Spain, for more than 20 years. Later, he held various positions at Siemens Group. Among others, he served as Vice President and CEO for Siemens Spain from 2006 to 2008. As of 2008, he was appointed CEO for the Southwest Europe Region of Siemens Group until 2011.

Additionally, he served as an independent director, Chairman of the Audit and Control Committee and member of the Appointments, Remuneration and Corporate Governance Committee of Naturgy, from May 2015 to February 2022, and served as a member of the Board of Directors of Uriach (from November 2012 to December 2021).

Mr Francisco Belil Creixell is part of the governance bodies and advisory committees of several nonprofit organizations and business associations.

#### **6. Membership on other Boards of Directors**

Mr Francisco Belil Creixell does not hold any positions in Boards of Directors of other companies.

#### **7. Category to which the director should be assigned**

If his ratification and re-election is approved, Mr Francisco Belil Creixell will continue to be assigned to the category of independent non-executive director, as all the requirements established for such purpose by the *Corporate Enterprises Act* and by the Corporate Governance Rules of Siemens Gamesa are complied with.

**8. Date of first appointment as a director of the Company and positions held within the Board of Directors**

He was appointed by co-option by the Board of Directors as a director of the Company on 18 February 2022, and he does not currently hold any internal position within the Board of Directors.

In addition, he is member of the Appointments and Remunerations Committee.

**9. Shares of the Company and derivative financial instruments based on shares of the Company held thereby**

Mr Francisco Belil Creixell is not the direct or indirect holder of shares of the Company or of derivative financial instruments based on the shares thereof.

**10. Proposed resolution**

The Board of Directors has concluded that the technical expertise and the experience of Mr Francisco Belil Creixell warrant proposing to the shareholders at the General Meeting of Shareholders the re-election thereof as a member of the Board of Directors of the Company, with the classification of independent non-executive director.

The proposed resolution submitted to the shareholders for approval at the General Meeting of Shareholders reads as follows:

**“Item seven on the agenda: “Ratification of the appointment by co-option and re-election of Mr Francisco Belil Creixell as a director of Siemens Gamesa Renewable Energy, Sociedad Anónima, with the classification of independent non-executive director, for the bylaw-mandated four-year term.”**

*To ratify the appointment of Mr Francisco Belil Creixell as a director, appointed by co-option by resolution of the Board of Directors dated 18 February 2022, and to re-elect him, after a reasoned proposal of the Appointments and Remunerations Committee, for the bylaw-mandated four-year term, with the classification of independent non-executive director”.*

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# Report: item eight on the Agenda

Individual report in connection with item eight on the Agenda for the General Meeting of Shareholders regarding the re-election of Mr André Clark as a proprietary non-executive director, prepared by the Board of Directors of Siemens Gamesa Renewable Energy, S.A.

At its meeting of February 18, 2022, the Board of Directors approved this individual report in connection with the proposed ratification and re-election of Mr André Clark as a proprietary non-executive director, included in item eight on the Agenda for the General Meeting of Shareholders of “Siemens Gamesa Renewable Energy, S.A.”, which will be held in Bilbao (Biscay), at 12:00 on March 4, 2022, on first call, or on March 25, 2022, at the same place and time, on second call.

## 1. Introduction

This explanatory report has been prepared by the Board of Directors of Siemens Gamesa Renewable Energy, S.A. (“**Siemens Gamesa**” or the “**Company**”) pursuant to the provisions of sections 518.e) and 529-decies 5 of the *Corporate Enterprises Act (Ley de Sociedades de Capital)*, in connection with the proposed re-election of Mr André Clark as a director.

This report individually assesses the professional profile and biographical data of the candidate and the other information required by applicable law and by the Corporate Governance Rules.

## 2. Favourable report of the Appointments and Remunerations Committee

In compliance with section 529 decies.6 of the Corporate Enterprises Act and with the Company's Corporate Governance Rules, on February 17, 2022 the Appointments and Remunerations Committee of Siemens Gamesa (the “Committee”) issued a favourable report on the interim appointment (co-option) by the Board of Mr André Clark as a member of the Board of Directors, with the classification of proprietary non-executive director. In turn, on February 17, 2022, the Committee, ad cautelam for the event that the Board of Directors decided to appoint Mr. André Clark as an proprietary non-executive director and, consequently, decided to propose at the next General Meeting the ratification of his appointment by co-option and his re-election, also issued a favourable report on the ratification of the appointment by co-option and the re-election at the General Meeting as director of the Company for the statutory term of four years of said director, maintaining the aforementioned category.

## 3. Rationale for the proposed re-election as a member of the Board of Directors

The Committee verified, on the occasion of his appointment by co-option, that Mr André Clark met the requirements established by law and in the Company's Corporate Governance Rules to hold the position of proprietary non-executive director; specifically, in the opinion of the Committee, the candidate met the requirements of renowned reputation, credibility, solvency, competence and experience established in the Corporate Governance Rules of Siemens Gamesa.

The Committee verified that the candidate was not affected, either directly or indirectly, by any of the instances of disqualification from or prohibition against holding such office and did not have interests that conflicted with or were in opposition to the company's interest as set forth in provisions of a general nature or in the Corporate Governance Rules of Siemens Gamesa.

Additionally, the effective availability of the candidate to provide the dedication required for the performance of the position was verified with the candidate.

In consideration of the foregoing, after analysing the profile of Mr André Clark in accordance with the Corporate Governance Rules and the needs of the Company, as well as the report issued by “PricewaterhouseCoopers Asesores de Negocios, S.L.” for his appointment by co-option, the Board of Directors adopts as its own the considerations of the Committee in connection with the proposed ratification and re-election of Mr André Clark as a director, with the classification of proprietary director.

#### **4. Situation of the Board of Directors after the proposed ratification and re-election**

The ratification and re-election as director of Mr André Clark, with the classification of proprietary non-executive director, would comply with the provisions of the Company's Corporate Governance Rules regarding the proportion that must exist between executive directors and non-executive directors since, if effectively ratified and re-elected both he and the other candidates proposed to the General Meeting, the proportion between executive and non-executive directors would remain at 1 to 9, the latter representing a large majority on the Board.

After the ratification and re-election, when applicable, of Mr André Clark, the Board of Directors would be made up of 10% executive directors, and 90% of non-executive directors (50% being proprietary directors and 40% being independent directors).

Therefore, the proportion of independent directors complies with the literal text of Recommendation 17 of the Good Governance Code of Listed Companies, which provides that at companies with a shareholder that controls more than 30% of the share capital, the independent directors must represent at least one third of the members of the Board of Directors, and the percentage of 40% is thus above the recommended one third.

Furthermore, Recommendation 16 of the Good Governance Code of Listed Companies provides that the proportion between proprietary directors and all non-executive directors should be no greater than the proportion between the share capital of the shareholders represented on the Board and the remainder of the share capital. In the case of the proprietary directors of Siemens Energy, this recommendation would be met as the percentage of Siemens Energy's proprietary directors will be less than its 67% percentage interest in the share capital.

#### **5. Professional profile and biographical data of Mr André Clark**

Mr André Clark holds a degree in Chemical Engineering from Sao Paulo University (Escola Politecnica). Afterwards, he completed a Master on Business Administration with majors in Finance and Operations Management in the New York University (Leonard N. Stern School of Business).

After joining Siemens group in November 2017, he holds the position of Senior Vice President for the Latin America Hub, General Manager of Siemens Energy Brazil, Latam VP of Industrial Applications Division and Chairman of the Regional Board of Siemens Gamesa (Windpower). He is also a member of the Board of Trustees of the Siemens Foundation in Brazil.

Simultaneously to his positions within Siemens group, Mr André Clark serves as a member of the Board of different companies and associations: he is independent Board member of Comerc Participações; Board member of the Brazil China Business Council; Board member of the German-Brazilian Chamber of Commerce; Board member of the Business Council for Brazil, Russia, India and China (CEBRICS); and Board member of the Latin American Business Council (CEAL). He is also member of the Advisory Board of the Brazilian Business Council for Sustainable Development (CBEDS), Vice Chairman of the Advisory Council of the Brazilian Infrastructure Association (ABDIB), member of the extended Board of the Brazil Institute for Oil and Gas (IBP), member of the Supervisory Council of the International Chamber of Commerce of Brazil, member of the Advisory Board of the Brazilian Center for International Relations (CEBRI), and member of the national board for Foreign Trade (CONEX)

Previously, he held various positions in different companies related to the construction and infrastructure sectors, such as, Construções e Comércio Camargo Correa or Acciona Infraestructuras S.A.

**6. Membership on other Boards of Directors**

Mr André Clark is also a member of the Board of Directors of Comerc Participações, member of the extended Board of the Brazil Institute for Oil and Gas (IBP), and he is also a member of the Board of Trustees of the Siemens Foundation in Brazil.

**7. Category to which the director should be assigned**

If his re-election is approved, Mr André Clark will continue to be assigned to the category of proprietary non-executive director, as all the requirements established for such purpose by the *Corporate Enterprises Act* and by the Corporate Governance Rules of Siemens Gamesa are complied with.

**8. Date of first appointment as a director of the Company and positions held within the Board of Directors**

He was appointed by co-option by the Board of Directors as a director of the Company on 18 February 2022, becoming effective on of 1 March, 2022, and he does not currently hold any internal position within the Board of Directors.

**9. Shares of the Company and derivative financial instruments based on shares of the Company held thereby**

Mr André Clark is not the direct or indirect holder of shares of the Company or of derivative financial instruments based on the shares thereof.

**10. Proposed resolution**

The Board of Directors has concluded that the technical expertise and the experience of Mr André Clark warrant proposing to the shareholders at the General Meeting of Shareholders the re-election thereof as a member of the Board of Directors of the Company, with the classification of proprietary non-executive director.

The proposed resolution submitted to the shareholders for approval at the General Meeting of Shareholders reads as follows:

**“Item eight on the agenda: “Ratification of the appointment by co-option and re-election of Mr André Clark as a director of Siemens Gamesa Renewable Energy, Sociedad Anónima, with the classification of proprietary non-executive director, for the bylaw-mandated four-year term.”**

To ratify the appointment of Mr André Clark as a director, appointed by co-option by resolution of the Board of Directors dated 18 February 2022, with effects on 1 March 2022, and to re-elect him, after a report from the Appointments and Remunerations Committee, for the bylaw-mandated four-year term, with the classification of proprietary non-executive director”.

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