

Announcement of the call to the 2023 Extraordinary General Meeting of Shareholders

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General Meeting of
Shareholders of
“**Siemens Gamesa
Renewable Energy, S.A.**”

**SIEMENS GAMESA RENEWABLE ENERGY, SOCIEDAD ANÓNIMA
2023 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

At its meeting held on 28 April 2023, the Board of Directors of Siemens Gamesa Renewable Energy, Sociedad Anónima (the “**Company**”) resolved to call an Extraordinary General Meeting of Shareholders of the Company, to be held, on first call, on 12 June 2023, Monday, at 10:00 hours, at Calle de Ramírez de Arellano 37, 28043 Madrid, or, in the event that the legally required quorum is not reached, **on second call, on 13 June 2023, Tuesday, at 10:00 hours, at the same place**, in order to deliberate and resolve on the matters included in the following:

Agenda

ITEM RELATING TO THE RATIFICATION AND/OR APPROVAL OF RELATED PARTY TRANSACTIONS:

One.- Examination, ratification and/or approval of certain related party transactions.

- 1.1. Examination and ratification, if appropriate and for purposes of articles 230 and 231-bis of the Corporate Enterprises Act, of the framework agreement for the granting of financing entered into between Siemens Gamesa Renewable Energy, Sociedad Anónima, as borrower, and Siemens Energy Finance B.V., as lender, and the transactions already carried out thereunder.
- 1.2. Examination and approval, if appropriate and for purposes of articles 230 and 231-bis of the Corporate Enterprises Act, of a financing transaction under the framework agreement between Siemens Gamesa Renewable Energy, Sociedad Anónima, as borrower, and Siemens Energy Finance B.V., as lender, for an amount of EUR 2,500,000,000.
- 1.3. Examination and approval, if appropriate and for purposes of articles 230 and 231-bis of the Corporate Enterprises Act, of all future financing transactions under the framework agreement between Siemens Gamesa Renewable Energy, Sociedad Anónima, as borrower, and Siemens Energy Finance B.V., as lender, different from the one referred to in item 1.2, for a maximum aggregate amount of borrowed moneys of EUR 1,500,000,000.

ITEM RELATING TO THE REDUCTION OF THE SHARE CAPITAL:

Two.- Examination and approval, if appropriate, of the reduction of the share capital of Siemens Gamesa Renewable Energy, Sociedad Anónima.

- 2.1. Examination and approval, if appropriate, of the reduction of the share capital of Siemens Gamesa Renewable Energy, Sociedad Anónima, by the amount of EUR 2,559,974.92, charged against unrestricted reserves, being fixed at EUR 113,234,400.02, through the redemption of 15,058,676 shares with a par value of EUR 0.17, owned by the shareholders of Siemens Gamesa Renewable Energy, Sociedad Anónima other than Siemens Energy Global GmbH & Co. KG, in order to return the value of the contributions to the aforementioned shareholders, at a value of EUR 18.05 per share. Amendment of Article 7 of the By-laws. Establishment of the restricted reserve provided for by section 335.c) of the Corporate Enterprises Act.

- 2.2. Separate vote by Siemens Energy Global GmbH & Co. KG for the resolution regarding the reduction of share capital submitted for the approval of the Extraordinary General Meeting of Shareholders under item two on the agenda, pursuant to sections 293 and 329 of the Corporate Enterprises Act.
- 2.3. Separate vote by the shareholders other than Siemens Energy Global GmbH & Co. KG affected by the resolution regarding the reduction of share capital submitted for the approval of the Extraordinary General Meeting of Shareholders under item two on the agenda, pursuant to sections 293 and 329 of the Corporate Enterprises Act.

ITEM RELATING TO GENERAL MATTERS:

Three.- Delegation of powers for the formalisation and implementation of all the resolutions adopted by the shareholders at the Extraordinary General Meeting of Shareholders, for the conversion thereof into a public instrument and for the interpretation, correction, supplementation or further development thereof until all required registrations are accomplished.

I. Rules for Conducting the Extraordinary General Meeting of Shareholders

The Board of Directors of the Company has approved Rules for Conducting the Extraordinary General Meeting of Shareholders that systematise and further develop the regulations governing the Extraordinary General Meeting of Shareholders (the “**Rules**”).

The Rules are available to all shareholders on the Company’s corporate website (www.siemensgamesa.com) and at the registered office (Parque Tecnológico de Bizkaia, Edificio 222, Ibaizabal Bidea, 48170 Zamudio (Biscay)).

II. Rights to Attend, to Proxy Representation and to Absentee Voting

The holders of at least one share having the right to vote may attend the Extraordinary General Meeting of Shareholders and take part in the deliberations thereat, with the right to be heard and to vote, provided that they have the shares registered in their name in the respective book-entry register at or before 23:59 on 7 or 8 June, depending if the General Meeting is held on first or second call, respectively.

All shareholders having the right to attend may be represented at the Extraordinary General Meeting of Shareholders by another person, whether or not a shareholder, by giving a proxy in writing or by postal or electronic correspondence in a manner such that adequate evidence of the identity of the shareholder giving the proxy is provided.

Shareholders having the right to attend may also cast an absentee vote on the agreement’s proposals relating to items included in the agenda, either by post (by sending the attendance, proxy and absentee voting card to Siemens Gamesa Renewable Energy, Sociedad Anónima, Parque Tecnológico de Bizkaia, Edificio 222, Ibaizabal Bidea, 48170 Zamudio (Biscay)) or electronically (issued using a valid digital certificate (electronic DNI or electronic certificate issued by the Royal Spanish Mint (*Fábrica Nacional de Moneda y Timbre-Real Casa de la Moneda*) (FNMT-RCM) in respect of which no revocation has been recorded), or with their user name and password) using the application available on the corporate website (www.siemensgamesa.com).

The rights to attend, to proxy representation and to absentee voting shall be exercised pursuant to the provisions of the Corporate Enterprises Act (*Ley de Sociedades de Capital*), the By-laws and the Regulations for the General Meeting of Shareholders, and in accordance with the instructions contained in the Rules.

The Board of Directors has approved a sample form of attendance, proxy and absentee voting card which is available to all shareholders on the Company’s corporate website (www.siemensgamesa.com) and at the registered office (Parque Tecnológico de Bizkaia, Edificio 222, Ibaizabal Bidea, 48170 Zamudio (Biscay)).

In order to verify the identity of the shareholders or of those who validly represent them, at the entrance of the venue where the General Meeting is held, attendees may be requested to verify their identity by presenting a National Identity Document or any other official document generally accepted for these purposes.

III. Separate votes under item two on the agenda

Pursuant to the provisions of section 293 of the Corporate Enterprises Act, by reference to section 329 thereof, it is hereby stated that the reduction of share capital submitted for the approval of the Extraordinary General Meeting of Shareholders under item two on the agenda requires the approval of the Extraordinary General Meeting of Shareholders in accordance with the legal and statutory requirements. In addition, in the corresponding separate votes, the approval of the majority of the concurrent share capital corresponding to the shareholders affected by the referred reduction of share capital (i.e. the holders of the shares called to be redeemed), as well as the one corresponding to the shareholder not affected, is required.

To this end, two separate votes will be taken under item two on the agenda, in which only the affected shareholders present or represented at the Extraordinary General Meeting of Shareholders, on the one side, and only the non-affected shareholder, on the other side, will participate.

IV. Supplement to the call to meeting

Pursuant to the provisions of section 172 of the Corporate Enterprises Act, shareholders representing at least five per cent of the share capital may request the publication of a supplement to the call to the Extraordinary General Meeting of Shareholders including one or more items in the agenda. The supplement to the call to meeting shall be published at least fifteen days in advance of the date set for the holding of the Extraordinary General Meeting of Shareholders on first call.

Such right must be exercised by means of duly authenticated notice, addressed to the attention of the Secretary of the Board of Directors, which must be received at the registered office within five days of the date of publication of this call to meeting with a statement of the identity of the shareholders exercising the right and verification of the number of shares that they own.

In any event, such right shall be exercised pursuant to the provisions of the Corporate Enterprises Act, the By-laws and the Regulations for the General Meeting of Shareholders, and in accordance with the instructions contained in the Rules.

V. Right to receive information

The documents and information listed below are made available to the shareholders, in electronic format, on a continuous basis and on the terms established by the law, on the corporate website (www.siemensgamesa.com) in accordance with the Company's commitment to respect and protect the environment:

(1) the announcement of the call to the Extraordinary General Meeting of Shareholders; (2) the full text of the proposed resolutions relating to the items included on the agenda; (3) the report of the Board of Directors on the proposal for the reduction of the share capital under item two on the agenda; (4) the Rules; (5) the current restated texts of the By-laws and the Regulations for the General Meeting of Shareholders; and (6) the sample form of attendance, proxy and absentee voting card.

As from the date of publication of the notice of call, the shareholders are entitled to examine at the registered office and to request the immediate delivery or dispatch free of charge (which may be sent by e-mail with acknowledgement of receipt if the shareholder accepts this means) of copies of the proposed resolutions and the report of the Board of Directors, documentation which includes the proposals and reports justifying the amendment of the By-laws, as well as all other documentation that, on the occasion of this Extraordinary General Meeting of Shareholders, must be made available to the shareholders.

For further information on the Extraordinary General Meeting of Shareholders, shareholders can send a communication addressed to Siemens Gamesa Renewable Energy, Sociedad Anónima (Parque Tecnológico de Bizkaia, Edificio 222, Ibaizabal Bidea, 48170 Zamudio (Biscay, Spain) / Telephone (toll-free number): (900 645 476) (hours: Monday to Friday from 10:00 to 19:00) / E-mail: sgre.jge@investor.morrowsodali.com).

VI. Participation of a Notary at the Extraordinary General Meeting of Shareholders

The Board of Directors has resolved to request the presence of a Notary to prepare the notarial minutes of the Extraordinary General Meeting of Shareholders.

VII. Protection of personal data

(A) Processing responsible and personal data categories

The personal data appearing in this document or in any other document of the General Meeting, that shareholders and any of their proxy representatives provide to Siemens Gamesa Renewable Energy, Sociedad Anónima upon the exercise or delegation of their rights to receive information, to attend, to proxy representation and to vote at the Extraordinary General Meeting of Shareholders, or that are provided for such purpose by the financial institutions and by the investment services companies that are depositaries or custodians of the shares held by such shareholders, as well as by the entities in charge of the book-entry registers, as well as data obtained through a potential recording of the General Meeting (i.e. image and voice) (the "**Personal Data**") will be processed under the responsibility of Siemens Gamesa Renewable Energy, Sociedad Anónima.

(B) Purposes and bases of legitimacy of the processing

The Personal Data will be processed for the following purposes and under the following bases of legitimacy: (a) manage the development, compliance and control of the existing shareholder relationship and of the call, under the basis of complying with the execution of the contractual relationship; (b) the recording and public dissemination, for example, on the corporate website (www.siemensgamesa.com) of the General Meeting that has as its basis of legitimacy the general interest of Siemens Gamesa Renewable Energy, Sociedad Anónima consisting of complying with the principle of transparency; and (c) guarantee compliance with the applicable regulations.

In compliance with the *General Data Protection Regulation (GDPR)*, the *Organic Law 3/2018, of December 5, on protection of personal data and guarantee of digital rights* and the *Organic Law 1/1982, of May 5, on the protection of the right to honor, personal and family privacy and to one's own image*, by attending the general meeting the attendee authorizes the taking of photographs, the audiovisual recording of image and/or voice, as well as their reproduction and/or publication and dissemination. Attendees may exercise their right to object to the processing of personal data derived from the recording of their image at any time by the means specified in this clause. In this sense, in the room where the General Meeting is carried out, a space that is not subject to recordings will be enabled.

(C) Communication and retention of Personal Data

If, upon voting or granting representation powers, the shareholder provides the personal data of individuals other than the shareholder, and if a third party attends the General Meeting, the shareholder shall inform such persons of the details set forth in this clause and shall comply with any other requirements that may apply for the proper provision of such personal data to Siemens Gamesa Renewable Energy, Sociedad Anónima, which need not take any additional action with respect to the data subjects. The legal grounds for processing the data of these third parties are the same as those described above for shareholders.

The data shall be accessible to the notary, who will attend and prepare the minutes of the General Meeting, and may be provided to third parties in the exercise of the right to receive information provided by law or be accessible to the public to the extent the data appear in the documentation available on the corporate website (www.siemensgamesa.com) or are stated at the Extraordinary General Meeting of Shareholders, which may be publicly broadcast on said website and in accredited media.

As a general rule, the Personal Data will be processed during the course of the shareholding relationship, as well as for a period of 6 years thereafter, solely to handle any legal or contractual actions that may be commenced, unless a greater limitation period exceptionally applies to any legal or contractual action.

(D) Rights exercise and claims

Personal Data subjects may contact and send their requests for the exercise of the rights of access, rectification, erasure, objection, restricted processing, portability, withdrawal of consent previously provided, and any other rights recognised by the legal provisions on data protection by sending a letter addressed to Siemens Gamesa Renewable Energy, Sociedad Anónima, Parque Tecnológico de Bizkaia, Edificio 222, Ibaizabal Bidea, 48170 Zamudio (Biscay, Spain) or contacting the Data Protection Officer via the e-mail address: dataprotection@siemensgamesa.com. Personal Data subjects may also submit claims to the Spanish Data Protection Agency (www.aepd.es). To exercise your rights, accompany your request with a copy of your ID or equivalent document proving your identity.

Although this announcement provides for two calls to meeting, the Board of Directors informs the shareholders that the Extraordinary General Meeting of Shareholders will, in all likelihood, be held **on second call, on 13 June 2023, Tuesday, at 10:00 hours**, at Calle de Ramírez de Arellano 37, 28043 Madrid.

In Zamudio (Biscay), on 28 April 2023

Clara Eguiluz de la Rica
Secretary of the Board of Directors