

Announcement of the call to the 2020 Annual General Meeting of Shareholders

Announcement of the call to
the 2020 Annual General
Meeting of Shareholders of
“**Siemens Gamesa
Renewable Energy, S.A.**”

**SIEMENS GAMESA RENEWABLE ENERGY, SOCIEDAD ANÓNIMA
2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

At its meeting of 19 February 2020, the Board of Directors of Siemens Gamesa Renewable Energy, Sociedad Anónima (the “Company”) resolved to call the Annual General Meeting of Shareholders of the Company, to be held on **Thursday 26 March 2020 at 13:00**, on first call, at the Mitxelena Auditorium of **Bizkaia Aretoa** in Bilbao, Avenida Abaindoibarra 3, or, in the event that the legally required quorum is not met, on Friday 27 March 2020 at 13:00, on second call, at the same place, in order to deliberate and adopt resolutions regarding the matters included in the following

Agenda

ITEMS RELATING TO THE ANNUAL ACCOUNTS AND TO CORPORATE MANAGEMENT:

One.- Examination and approval, if appropriate, of the individual annual accounts (balance sheet, profit and loss account, statement of changes in shareholders’ equity, statement of cash flows and notes) of Siemens Gamesa Renewable Energy, Sociedad Anónima, as well as of the consolidated annual accounts of the Company and its subsidiaries (balance sheet, profit and loss account, statement of changes in shareholders’ equity, statement of cash flows and notes), for the financial year ended on 30 September 2019.

Two.- Examination and approval, if appropriate, of the individual management report of Siemens Gamesa Renewable Energy, Sociedad Anónima and of the consolidated management report of the Company and its subsidiaries for the financial year ended on 30 September 2019.

Three.- Examination and approval, if appropriate, of the consolidated statement of non-financial information of Siemens Gamesa Renewable Energy, Sociedad Anónima for the financial year ended on 30 September 2019.

Four.- Examination and approval, if appropriate, of the corporate management and the activities of the Board of Directors during the financial year ended on 30 September 2019.

ITEM RELATING TO SHAREHOLDER REMUNERATION:

Five.- Examination and approval, if appropriate, of the proposed allocation of profits/losses and distribution of dividends of Siemens Gamesa Renewable Energy, Sociedad Anónima for the financial year ended on 30 September 2019.

ITEMS RELATING TO THE COMPOSITION OF THE BOARD OF DIRECTORS:

Six.- Ratification of the appointment by co-option and re-election of Mr Andreas C. Hoffmann 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.

Seven.- Ratification of the appointment by co-option and re-election of Mr Tim Oliver Holt 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.

Eight.- Ratification of the appointment by co-option and re-election of Mr Harald von Heynitz 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.

ITEM RELATING TO THE RE-ELECTION OF THE COMPANY'S STATUTORY AUDITOR:

Nine.- Re-election of Ernst & Young, Sociedad Limitada as statutory auditor of Siemens Gamesa Renewable Energy, Sociedad Anónima and of its consolidated Group for financial year 2020.

ITEMS RELATING TO THE EXPRESS AUTHORISATIONS AND DELEGATIONS BEING REQUESTED FOR THE BOARD OF DIRECTORS:

Ten.- Authorisation to the Board of Directors for the acquisition of own shares.

Eleven.- Authorisation to the Board of Directors, with express power of substitution, to increase the share capital upon the terms and within the limits set forth in section 297.1.b) of the Corporate Enterprises Act, with the power to exclude pre-emptive rights, limited to a maximum nominal amount of 20% of the share capital, including such amount as may arise from the approval and implementation of the proposed resolution set forth in item thirteen of the agenda.

Twelve.- Authorisation to the Board of Directors, with express power of substitution, to issue simple debentures and other fixed-income securities that are neither exchangeable for nor convertible into shares, as well as to guarantee the issue of securities by the Company's subsidiaries, with a limit of 800 million euros for notes and of 2,000 million euros for other fixed-income securities.

Thirteen.- Authorisation to the Board of Directors, with express power of substitution, for a term of five years, to issue debentures or bonds that are exchangeable for and/or convertible into shares of the Company or of other companies and warrants on newly-issued or outstanding shares of the Company or of other companies, with a maximum limit of 1,500 million euros. The authorisation includes the delegation of such powers as may be required to: (i) determine the basis for and terms and conditions applicable to the conversion, exchange or exercise; (ii) increase share capital to the extent required to accommodate requests for conversion; and (iii) exclude the pre-emptive rights of the shareholders in connection with the issues, limited to a maximum nominal amount of 20% of the share capital, including such amount as may arise from the approval and implementation of the proposed resolution set forth in item eleven of the agenda.

ITEM RELATING TO THE REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS:

Fourteen.- Approval, if appropriate, of the amendment of the Policy of Remuneration of Directors of Siemens Gamesa Renewable Energy, Sociedad Anónima 2019-2021 pursuant to the provisions of section 529 *novodecies* of the Corporate Enterprises Act.

ITEM RELATING TO GENERAL MATTERS:

Fifteen.- Delegation of powers for the formalisation and implementation of all the resolutions adopted by the shareholders at the 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.

ITEM SUBMITTED TO A CONSULTATIVE VOTE:

Sixteen.- Consultative vote on the Annual Report on Remuneration of Directors of Siemens Gamesa Renewable Energy, Sociedad Anónima for financial year 2019.

I.- Shareholder's Guide

Within the framework of the commitments assumed by Siemens Gamesa Renewable Energy, Sociedad Anónima in its Corporate Governance Policy, and in order to encourage the informed participation of the shareholders at the General Meeting of Shareholders, the Board of Directors of the Company has approved a Shareholder's Guide that systematises and further develops the regulations governing the proceedings at the General Meeting of Shareholders.

The Shareholder's Guide is available to all shareholders on the Company's corporate website (www.siemensgamesa.com) and at the Shareholder's Office (Address: 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 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 five calendar days in advance of the day set for the holding of the General Meeting of Shareholders on first or second call, as applicable, i.e. at or before 23:59 on 21 or 22 March, respectively.

All shareholders having the right to attend may be represented at the 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 proposals relating to items included in the agenda, either by post (by sending the attendance, proxy and absentee voting card to the Shareholder's Office of Siemens Gamesa Renewable Energy, Sociedad Anónima, located at Edificio 222, Parque Tecnológico de Bizkaia, 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 Shareholder's Guide.

The sample form of attendance, proxy and absentee voting card is available to all shareholders on the Company's corporate website (www.siemensgamesa.com) and at the Shareholder's Office (Address: 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 will be held, attendees may be requested to prove their identity by presenting the National Identity Document or any other official document generally accepted for this purpose.

III. Supplement to the Call to Meeting and Submission of New Proposed Resolutions

Pursuant to the provisions of section 519 of the Corporate Enterprises Act, shareholders representing at least three per cent of the share capital may request the publication of a supplement to the call to the General Meeting of Shareholders including one or more items in the agenda, provided that the new items are accompanied by the rationale therefor or, if applicable, by a well-founded proposed resolution. 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 General Meeting of Shareholders on first call.

In addition, shareholders representing at least three per cent of the share capital may, within the same period set forth in the preceding paragraph, submit well-founded proposed resolutions regarding matters already included or that should be included in the agenda of the called general meeting, the dissemination of which to the other shareholders shall be ensured by means of the publication thereof on the corporate website (www.siemensgamesa.com).

Such rights must be exercised by means of duly authenticated notice, addressed to the attention of the Secretary or the Deputy 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 indication of the identity of the shareholders who exercise the right and accreditation of the number of shares they own.

In any event, such rights 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 Shareholder's Guide.

The foregoing is without prejudice to the right of any shareholder, during the development of the General Meeting of Shareholders, to formulate in the terms provided in the Corporate Enterprises Act alternative proposals or proposals on items that do not need to be included in the agenda .

IV.- Right to Receive Information

The documents and information listed below are made available to the shareholders, in electronic format and on a continuous basis, 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 General Meeting of Shareholders; (2) the notice of other relevant information (*otra información relevante*) sent to the National Securities Market Commission in connection with the call to the General Meeting of Shareholders; (3) the full text of the proposed resolutions relating to the items included on the agenda; (4) the individual annual accounts of Siemens Gamesa Renewable Energy, Sociedad Anónima and the consolidated annual accounts of the Company and its subsidiaries for the financial year ended on 30 September 2019, as well as the respective reports of the statutory auditor; (5) the individual management report of the Company and the consolidated report of the Company and its subsidiaries for the financial year ended on 30 September 2019; (6) the consolidated statement of non-financial information of Siemens Gamesa Renewable Energy, Sociedad Anónima for the financial year ended on 30 September 2019; (7) the statement of responsibility of the directors provided for in sections 118 and 124 of the Securities Market Act (*Ley del Mercado de Valores*) which, together with the documents mentioned in the three preceding sections, constitutes the annual financial report of the Company for the financial year ended on 30 September 2019; (8) the master report of the Board of Directors regarding the ratification and re-election of directors in items six, seven and eight of the agenda, including the individual reports and the required professional and biographical profile of each of the directors for which any ratification and re-election is proposed under said items on the agenda; (9) the favourable report of the Appointments and Remuneration Committee regarding the ratification of the appointment on an interim basis (co-option) and re-election of Mr Andreas C. Hoffmann as a proprietary non-executive director; (10) the favourable report of the Appointments and Remuneration Committee regarding the ratification of the appointment on an interim basis (co-option) and re-election of Mr Tim Oliver Holt as a proprietary non-executive director; (11) the reasoned proposal of the Appointments and Remuneration Committee regarding the ratification of the appointment by co-option and re-election of Mr Harald von Heynitz as an independent non-executive director; (12) the report of the Board of Directors relating to the proposed authorisation to increase share capital, the approval of which is proposed under item eleven of the agenda, (13) the report of the Board of Directors relating to the proposed authorisation to issue simple debentures and other fixed-income securities that are neither exchangeable for nor convertible into shares, as well as to guarantee the issue of securities by the Company's subsidiaries, the approval of which is proposed under item twelve of the agenda; (14) the report of the Board of Directors relating to the proposed authorisation to issue convertible or exchangeable debentures and bonds, the approval of which is proposed under item thirteen of the agenda; (15) the proposed amendment of the Policy of Remuneration of Directors for financial years 2019, 2020 and 2021, the approval of which is proposed under item fourteen of the agenda, and the

explanatory report thereon; (16) the Annual Director Remuneration Report for financial year 2019 submitted to consultative voting in item sixteen of the agenda; (17) the Annual Corporate Governance Report for financial year 2019; (18) the annual activities report of the Board of Directors and of its committees for financial year 2019; (19) the report on the independence of the statutory auditor; (20) the report of the Audit, Compliance and Related Party Transactions Committee regarding its activities in connection with related-party transactions during financial year 2019; (21) the annual report on the application of the Policy on Communication and Contacts with Shareholders, Institutional Investors and Proxy Advisors; (22) the report on the level of compliance with the Global Corporate Social Responsibility Policy; (23) the Shareholder's Guide approved by the Board of Directors; (24) the current restated texts of the By-Laws, the Regulations for the General Meeting of Shareholders, the Regulations of the Board of Directors and other internal rules; and (25) the sample form of attendance, proxy and absentee voting card.

In addition, the information regarding the total number of shares and voting rights as of the date of publication of the announcement of the call to meeting shall be available to the shareholders on the corporate website (www.siemensgamesa.com).

Without prejudice to the foregoing and pursuant to section 272 of the Corporate Enterprises Act, as from the date of publication of the announcement of the call to meeting, shareholders are entitled to examine at the registered office and to request the immediate delivery or shipping to them without charge (which delivery may be carried out by e-mail, with confirmation of receipt, if the shareholder accepts this form of delivery) of a copy of the individual and consolidated annual accounts and management reports of Siemens Gamesa Renewable Energy, Sociedad Anónima, together with the respective audit reports for the financial year ended on 30 September 2019 and the statement of non-financial information – included in the consolidated management report -. The same applies to the proposed resolutions and reports of the Board of Directors, which include the amendment of the current Policy of Remuneration of Directors and the corresponding report of the Appointments and Remuneration Committee, as well as all the other documents that must be made available to the shareholders in connection with the holding of this General Meeting of Shareholders.

Pursuant to sections 197 and 520 of the Corporate Enterprises Act, shareholders may request of the Board of Directors, in writing, until the fifth day prior to the date set for the holding of the General Meeting of Shareholders, or verbally during the holding thereof, the clarifications that they deem are required, or ask the questions they deem pertinent, about (i) the items included in the agenda, (ii) the information accessible to the public that has been provided by the Company to the National Securities Market Commission since the holding of the last general meeting of shareholders, and (iii) the audit reports on the individual annual accounts and management report of the Company and on the consolidated annual accounts and management report of the Company and its subsidiaries for the financial year ended on 30 September 2019. For these purposes, shareholders or their representatives must prove their status as such in accordance with the Regulations of the General Meeting of Shareholders of the Company and the Corporate Governance Rules. In particular, the request must include the name and surname of the shareholder (and, where appropriate, the representative) and the shares of which he/she is the owner.

According to the provisions of the second paragraph of section 539.2 of the Corporate Enterprises Act, an Electronic Shareholders' Forum (the "**Forum**") has been enabled by the Company on the Company's website (www.siemensgamesa.com) as from the publication of this call until the General Meeting of Shareholders takes place. The regulations governing its operation and the form that must be completed to participate therein are available on the Company's website. The Forum does not constitute a communication channel with the Company to notify the exercise of any shareholder's rights against it.

For further information on the General Meeting of Shareholders, shareholders can contact the Shareholder's Office (Address: Parque Tecnológico de Bizkaia, Ibaizabal Bidea, Edificio 222, 48170 Zamudio (Biscay, Spain) / Telephone: (900 802 492) (hours: Monday to Friday from 10:00 to 19:00) / E-mail: info_accionista@siemensgamesa.com).

V.- Participation of a Notary at the General Meeting of Shareholders

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

VI.- Protection of Personal Data

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 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 pursuant to securities market regulations, as well as data obtained through the recording of the general meeting (i.e. image and voice) will be processed by Siemens Gamesa Renewable Energy, Sociedad Anónima in order to manage and control both the shareholding relationship and the call to meeting, holding of meeting, audiovisual recording and public broadcast of the general meeting on the corporate website (www.siemensgamesa.com), as well as to comply with its legal obligations. The processing is necessary for said purposes and the legal basis thereof is the implementation of the shareholding relationship and compliance with legal obligations.

If the shareholder provides the personal data of individuals other than the shareholder in the attendance, proxy and voting card, 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 General Meeting of Shareholders, which may be publicly broadcast on said website and in accredited media. By attending the general meeting (in person or remotely), the person attending consents to the taking of photographs, the audiovisual recording of image and/or voice, and the reproduction and/or publication and dissemination thereof upon the terms indicated above. The legal basis for processing data consisting of image and/or voice is both the existence of a legitimate interest of Siemens Gamesa Renewable Energy, Sociedad Anónima to record and broadcast the general meeting as recognised in the rules and principles of transparency applicable thereto and the consent of the shareholder deciding to attend the general meeting, who has other alternative means to exercise the rights thereof.

Generally, personal data will be processed during the shareholding relationship, and thereafter for a period of 6 years, only to handle any legal or contractual actions, unless a longer limitations period on any legal or contractual actions applies on an exceptional basis.

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, Ibaizabal Bidea, Edificio 222, 48170 Zamudio (Biscay, Spain) or contacting the Data Protection Officer via the e-mail address: dataprotection@siemensgamesa.com. Data subjects may also submit claims to the Spanish Data Protection Agency (www.aepd.es).

Although this announcement provides for two calls to meeting, the Board of Directors informs the shareholders that the General Meeting of Shareholders will, in all likelihood, be held on first call on Thursday **26 March 2020**, at **13:00**, at the Mitxelena Auditorium of **Bizkaia Aretoa** (Avenida Abandoibarra 3, Bilbao).

Zamudio (Biscay), 21 February 2020

Carlos Rodríguez-Quiroga Menéndez
Secretary of the Board of Directors