

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

In Zamudio (Biscay), on 15 November 2022, 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 of the appointment on an interim basis (co-option) of Mr Anton Steiger and his re-election as a 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 Remunerations Committee, proposed appointments of directors adopted by the Board through the co-option procedure or for submission to the General Meeting of Shareholders 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 this same meeting of 15 November 2022, this Committee has issued the mandatory report regarding the appointment on an interim basis (co-option) of Mr Anton Steiger 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 (co-option) and re-election of Mr Anton Steiger as a proprietary non-executive director of the Company.

**3. CONCLUSION**

In view of all of the foregoing, and *ad cautelam* for the event that the Board of Directors nominates Mr Anton Steiger as proprietary non-executive director and, consequently, decides to propose to the General Meeting of Shareholders the ratification of his appointment on an interim basis (co-option) and his re-election, the Committee unanimously resolves to confirm the favourable report previously issued regarding the appointment of Mr Anton Steiger as a director on an interim basis (co-option), which is attached hereto as **Annex**, and, based thereon, to issue this report regarding his ratification and re-election as a 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 interim appointment (co-option) of Mr Anton Steiger as a proprietary non-executive director**

**FAVOURABLE REPORT OF THE APPOINTMENTS AND REMUNERATIONS COMMITTEE OF SIEMENS GAMESA RENEWABLE ENERGY, S.A. REGARDING THE APPOINTMENT OF MR ANTON STEIGER AS A PROPRIETARY NON-EXECUTIVE DIRECTOR**

In Zamudio (Biscay), on 15 November 2022, the Appointments and Remunerations 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 Anton Steiger 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 Remunerations 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 Anton Steiger holds a law degree from the University of Vienna Law School, as well as an executive MBA from the University of St. Gallen.

He is currently responsible in Siemens Energy AG for the takeover and legal and compliance integration of Siemens Gamesa. He previously held various roles in the Siemens group, related to the regulatory and legal compliance, corporate finance and the global management of the businesses. During the last years he served as Siemens Energy Group General Counsel, Siemens AG General Counsel Corporate and M&A, and Chairman of the Supervisory Board of the Siemens Mobility Group.

According to the good practices described in CNMV’s Technical Guide 1/2019 on Nomination and Remuneration Committees, during the process to evaluate the suitability of this candidate the Chairman of Committee has met with Mr Anton Steiger before issuing this report.

**3. RATIONALE**

In the opinion of the Committee and based on the report prepared by “PricewaterhouseCoopers Asesores de Negocios, S.L.”, Mr Anton Steiger 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 renowned reputation, credibility, 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*.

Furthermore, in preparing this report, the Committee has taken into account the suitability of Mr Anton Steiger's professional profile in view of the specific characteristics of the business and the industry in which the Company operates. With regard to his contribution to the company's skills matrix, the candidate would reinforce different aspects, specially the Institutional, Regulatory and Legal knowledge, given his career and professional experience as General Counsel in the Siemens group.

Additionally, in the opinion of the Committee, the appointment by co-option of Mr Anton Steiger as a director of the Company by the Board of Directors in order to fill the potential vacancy left by Mr Miguel Angel López 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 vs. 9), the latter representing a very large majority on the Board of Directors.

Following the appointment of Mr Anton Steiger 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 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.

Notwithstanding the foregoing, Mr Anton Steiger's appointment would not contribute to reinforce the share of female directors. In this respect, the Spanish Good Governance Code of Listed Companies recommends that female directors represent at least 40% of the total number of members by 2022. Following his appointment, female directors would still represent 30% of the members of the Board.

#### **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 Anton Steiger 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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