

**REPORT OF THE APPOINTMENTS AND REMUNERATIONS COMMITTEE OF SIEMENS GAMESA RENEWABLE ENERGY, S.A. REGARDING THE RATIFICATION AND RE-ELECTION OF DR.- ING. CHRISTIAN BRUCH AS A PROPRIETARY NON-EXECUTIVE DIRECTOR OF THE COMPANY**

In Zamudio (Biscay), on October 27, 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 (*cooptación*) and re-election on of Dr.-Ing. Christian Bruch 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 June 22, 2022 this Committee has issued the mandatory report regarding the appointment on an interim basis (*cooptación*) of Dr.- Ing. Christian Bruch 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 Dr.- Ing. Christian Bruch 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 Dr.-Ing. Christian Bruch 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 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 appointment by co-option of Dr.- Ing. Christian Bruch as a proprietary non-executive director on an interim basis (*cooptación*)**

**FAVOURABLE REPORT OF THE APPOINTMENTS AND REMUNERATIONS COMMITTEE OF SIEMENS GAMESA RENEWABLE ENERGY, S.A. REGARDING THE APPOINTMENT OF DR.-ING. CHRISTIAN BRUCH AS A PROPRIETARY NON-EXECUTIVE DIRECTOR**

In Zamudio (Biscay), on 22 June, 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 Dr.-Ing. Christian Bruch 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**

Dr.-Ing. Christian Bruch received his mechanical engineering Diplom at the University of Leibnitz (Hannover, Germany) and the University of Strathclyde (Glasgow, UK). Additionally, he holds a Doctorate in Engineering from the Swiss Federal Institute of Technology (ETH) (Zurich, Switzerland).

Dr.-Ing. Christian Bruch has developed most of his professional career in the Linde AG group, where he held various positions and became a member of the Executive Board of the company and was appointed as the Executive Vice President and CEO of Linde Engineering.

In 2020, Mr. Bruch joined the Siemens group, as the President, CEO and Chief Sustainability Officer of Siemens Energy AG and the President and CEO of Siemens Energy Management GmbH, positions which he currently holds.

Simultaneously to his role in the Siemens group, Mr. Bruch serves as a member of the Board of Directors of Lenzing AG, an Austrian textile company, and is part of different councils and non-profit organizations: the German Eastern Business Association, the CNBC ESG Council, and the German National Hydrogen Council and he co-chairs the Security Innovation Board of MSC (Munich Security Council).

**3. RATIONALE**

In the opinion of the Committee, and based on the report prepared by “PricewaterhouseCoopers Asesores de Negocios, S.L.”, Dr.-Ing. Christian Bruch 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.

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In addition, the Committee has verified that the candidate has sufficient availability of time for the proper performance of the duties thereof. Based on past interactions with the current CEO and the BoD, Dr.-Ing. Bruch understands the role and the time commitment and therefore the regular interview call with the Chairman of the Committee has not been held in this case.

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 Dr.-Ing. Christian Bruch 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 skill matrix, the candidate would reinforce different aspects, given his experience in the engineering and energy sectors and his knowledge on corporate social responsibility and sustainable development.

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

Following the appointment of Dr.-Ing. Christian Bruch 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, Dr.-Ing. Christian Bruch's appointment would not 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 Dr.-Ing. Christian Bruch 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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