

**ATTENDANCE, PROXY AND ABSENTEE VOTING CARD**

Name or company name:
NIF:
Address:

**Securities Account Code:**

**Number of Shares:**

Bar Code

This attendance, proxy and absentee voting card is issued in relation to the Extraordinary General Meeting of Shareholders of Siemens Gamesa Renewable Energy, S.A. (the "**Company**") to be held at the Mitxelena Auditorium of Bizkaia Aretoa, Avenida Abandoibarra 3, Bilbao, **at 12:00 on 25 January 2023, on first call**, or on second call, the next day, 26 January 2023, in and at the same place and time, pursuant to the agenda attached hereto and which also appears in the announcement of the call to meeting published on the corporate website [www.siemensgamesa.com](http://www.siemensgamesa.com).

The holder of this card may alternatively:

- a)** use it as a document of accreditation to **attend the General Meeting of Shareholders in person**, bringing the duly completed and signed card and together with a document proving your identity;
- b)** **exercise the holder's right to cast an absentee vote** and, additionally, to grant their proxy for certain agreement's proposals or matters not included in the agenda, by sending the duly completed and signed card by post to the registered office of the Company (Parque Tecnológico de Bizkaia, Edificio 222, 48170 Zamudio (Biscay)) or by e-mail pursuant to the provisions of the Rules for Conducting the General Meeting of Shareholders and in the announcement of call; or
- c)** **grant their proxy** to a third party, who need not be a shareholder of the Company, by either giving this duly completed and signed card to their proxy representative or sending it by post to the address set forth above or by e-mail pursuant to the provisions of the Rules for Conducting the General Meeting of Shareholders and in the announcement of call.

The card must be completed in accordance with the instructions here contained pursuant to the provisions of the announcement of call, the General Meeting of Shareholders Regulations, the Rules for Conducting the General Meeting of Shareholders and the other Corporate Governance Rules of the Company published on the corporate website [www.siemensgamesa.com](http://www.siemensgamesa.com), and must in any case be signed by the holder and/or proxy representative in the spaces provided for this purpose.

**ATTENDANCE CARD – For shareholders who wish to attend the General Meeting in person**

A shareholder holding this card who desires to attend the General Meeting of Shareholders in person should sign it in the space appearing below and present it on the day of the meeting at the place where it is held.

**Signature of attending shareholder**

In ..... on ..... 2023

**ABSENTEE VOTING – For shareholders to wish to cast absentee vote**

The shareholder holding this card votes in favour of all of the resolutions proposed by the Board of Directors in relation to the items on the agenda published by the Company, unless a different vote is indicated below (*check the corresponding boxes*):

Item on the agenda	1	2	3	4.1	4.2	4.3	4.4	4.5	4.6	5.1	5.2	5.3	5.4	6	7	8
For																
Against																
Abstain																
Blank																

The shareholder who casts absentee vote will be considered as present for the purposes of the constitution of the General Meeting. Absentee votes cannot be cast for any proposals not included on the agenda. As regards resolutions not proposed by the Board of Directors or relating to items not included on the attached agenda, and unless otherwise expressly indicated below, the proxy shall be deemed granted to the chair of the Board of Directors, applying the rules on voting direction and conflicts of interest contained in the "PROXY" section of this card (including the proxy representative substitution rules).

Check the NO box if you do not wish to grant this proxy and do not authorise a replacement, in which case it shall be deemed that you abstain: NO

**Signature of shareholder casting absentee vote**

In ..... on ..... 2023

**GRANT OF PROXY – For shareholders who wish to grant their proxy for the General Meeting**

The shareholder holding this card grants their proxy to:

.....

In the event of a substitution of the proxy representative, and unless the shareholder does not authorize such substitution, the first-appointed proxy representative must provide the details of the substitute proxy representative here:..... ID (DNI)/Passport no. ....

All proxies received by the Company without a statement naming the person to whom it is granted shall be deemed granted to the chair of the Board of Directors (including the proxy representative substitution rules established in the Rules for Conducting the General Meeting of Shareholders). For this proxy to be valid, the delegating shareholder must sign at the place designated for that purpose.

To give precise voting instructions to the proxy representative, check the corresponding box in the following table. **If any of such boxes are not completed, it shall be deemed that the specific instruction given to the proxy representative is to vote in favour of the resolution proposed by the Board of Directors.** Check the corresponding boxes:

Item on the agenda	1	2	3	4.1	4.2	4.3	4.4	4.5	4.6	5.1	5.2	5.3	5.4	6	7	8
For																
Against																
Abstain																
Blank																

Coverage of proxy: unless otherwise expressly stated below, the proxy covers the agreement’s proposals not formulated by the Board of Directors and those not included on the attached agenda. Check the NO box only if you do not wish to extend the coverage of the proxy, in which case it shall be deemed that the shareholder instructs the proxy representative to abstain: NO

In the event of agreement’s proposals included on the agenda which have not been formulated by the Board of Directors, and in the absence of precise instructions by the shareholder, the proxy representative shall interpret that the instructions are to abstain from the voting of said items. While, if the proxy shall be exercised by a member of the Board of Directors (or by its secretary) and the Board of Directors shall have taken a stance in favor or against the concerned proposals through an express agreement, it is understood that the shares vote for or against these, as the case may be. To the previous effects, the shareholder instructs that the sense of the vote is as follows (include one of the following alternatives: in favour, against, abstention or blank): .....

In respect of those matters not included in the agenda that may arise in the General Meeting of Shareholders according to the law, the representative will exercise the vote in the sense as instructed below, and in the absence thereof, it shall be deemed that the shareholder being represented instructs the representative thereof to abstain from voting on these items. To the previous effects, the shareholder instructs that the sense of the vote is as follows (include one of the following alternatives: in favour, against, abstention or blank): .....

Matters in which the proxy representative is affected by a conflict of interest: if the proxy representative appointed pursuant to the preceding instructions has a conflict of interest and the shareholder being represented has not given specific voting instructions as provided in this card, and unless the following NO box is checked, the proxy shall be deemed to have been granted, in connection with the conflicted matters, jointly and successively to the chair of the General Meeting of Shareholders and to the secretary for the Meeting. If the following NO box is checked, the shareholder shall be deemed to instruct the proxy representative to abstain in connection with such conflicted matters: NO

Information regarding conflicts of interest of directors acting as proxy representatives: for purposes of the provisions of sections 523 and 526 of the Corporate Companies Act (Ley de Sociedades de Capital) it is noted that the members of the Board of Directors might have a potential conflict of interest with respect to items one (only the person whose ratification and re-election is being proposed), two (only the person whose ratification and reelection is being proposed), item four.2 (only the propriety directors representing the Siemens Energy group), item four.4 (only the directs who are still in office after the delisting of the shares, if applicable); as well as in the case that the removal or filing of a corporate liability action (acción social de responsabilidad) against any member of the Board of Directors is submitted to the General Meeting of Shareholders.

Prevalence: in the case of signing the sections corresponding to grant of proxy and absentee voting, absentee voting will prevail and the proxy granting will be without effect.

Signature of shareholder

Signature of proxy representative

In ..... on ..... 2023

In ..... on ..... 2023

## Agenda for the 2023 Extraordinary General Meeting of Shareholders

### ITEMS REGARDING THE COMPOSITION OF THE BOARD OF DIRECTORS

**One.-** Ratification of the appointment by co-option and re-election of Mr. Christian Bruch as a director of Siemens Gamesa Renewable Energy, Sociedad Anónima, with the classification of non-executive proprietary director, for the bylaw-mandated four-year term.

**Two.-** Ratification of the appointment by co-option and re-election of Mr. Anton Steiger as a director of Siemens Gamesa Renewable Energy, Sociedad Anónima, with the classification of non-executive proprietary director, for the bylaw-mandated four-year term.

### ITEMS REGARDING THE DELISTING OF THE SHARES OF THE COMPANY

**Three.-** Examination and approval, if applicable, of the delisting of the shares representing the entire capital of Siemens Gamesa Renewable Energy, Sociedad Anónima from the Barcelona, Bilbao, Madrid and Valencia Stock Exchanges in accordance with the provisions of Articles 82 of the revised text of the Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October (*texto refundido de la Ley del Mercado de Valores, aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre*) and 11.d) of Royal Decree 1066/2007, of 27 June, on the regime for public takeover bids for securities (*Real Decreto 1066/2007, de 27 de junio, sobre el régimen de las ofertas públicas de adquisición de valores*).

### ITEMS REGARDING THE AMENDMENT OF THE CORPORATE GOVERNANCE RULES

**Four.-** Amendment of the By-laws of the Company and approval of a new revised text, subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.

- 4.1.** Amendment of Articles 2, 8, 11, 13, 15, 19.4, 20, 21, 24, 31, 32, 33, 35, 48, 50 and 52.1 of the By-laws, to reorganize Title III, including the repeal of Articles 29, 30, 37, 39 and 42, and addition of a new Article 27-bis of the By-laws and a transitory provision, for its adaptation to the applicable regulations of a non-listed company. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 4.2.** Amendment of Articles 5 and 12.2 of the By-laws to adapt them to a non-listed company within a corporate group whose parent company is Siemens Energy AG. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 4.3.** Amendment of Article 17.1 of the By-laws relative to the venue of the General Meeting of Shareholders. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 4.4.** Amendment of Article 45 of the By-laws relative to the remuneration system of directors. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 4.5.** Amendment of Articles 10 and 18 and repeal of Articles 3, 9, 14, 16, 25, 27, 28, 34, 36, 38, 40, 41, 43, 46, 47, 51 and 53 of the By-laws to simplify its content in accordance with the situation of an unlisted company. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 4.6.** Approval of the revised text of the By-laws. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.

**Five.-** Amendment of the Regulations for the General Meeting of Shareholders and approval of a new restated text, subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.

- 5.1.** Amendment of Articles 3, 4, 7, 8, 9, 11, 12, 14, 16.1, 17, 18.1, 21, 23, 25.2, 27, 28.1, 29, 31, and 36, repeal of Article 10 of the Regulations for the General Meeting of Shareholders and introduction of a transitory provision to adapt them to the applicable regulations of a non-listed company. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 5.2.** Amendment of Article 6 and repeal of Article 37 of the Regulations for the General Meeting of Shareholders to simplify their content in accordance with the situation of an unlisted company. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 5.3.** Amendment of Articles 1.2, 2, 19, 22, 24 and 32.2 of the Regulations for the General Meeting of Shareholders, to improve their drafting and introduce technical enhancements. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.
- 5.4.** Approval of the revised text of the Regulations for the General Meeting of Shareholders. This resolution is subject to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.

### ITEMS REGARDING OTHER ISSUES WHICH DERIVE FROM THE DELISTING OF THE SHARES OF THE COMPANY

**Six.-** Repeal of the Remuneration Policy of Directors, conditioned to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.

**Seven.-** Acknowledgement of the resignations of Mr. Rudolf Krämmer, Ms. Mariel von Schumann, Ms. Gloria Hernández, Mr. Harald von Heynitz, Ms. Maria Ferraro, and Mr. Francisco Belil and establishment of the number of members of the Board of Directors at three, all of which is conditioned to the effective delisting of the shares of Siemens Gamesa Renewable Energy, Sociedad Anónima.

### ITEMS REGARDING GENERAL ISSUES

**Eight.-** Delegation of powers to formalize and execute all resolutions adopted by the Extraordinary General Meeting of Shareholders, to notarize them and to interpret, correct, supplement or develop them until the appropriate registrations are made.