

**SIEMENS GAMESA RENEWABLE ENERGY, S.A.  
OTHER RELEVANT INFORMATION**

**As per section 227 of the restated text of the Securities Market Law (*texto refundido de la Ley del Mercado de Valores*), approved by the Royal Legislative Decree 4/2015, of 23 October, and related provisions, the Company announces the following other relevant information:**

In furtherance of the resolution passed by the General Shareholders' Meeting of the Company, held today under item three of the agenda, Siemens Gamesa has filed with the Spanish National Securities Market Commission (the "**CNMV**") today the application for the delisting of the shares representing the entire capital of Siemens Gamesa from the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges (which is attached hereto), together with its attachments.

The standing purchase order of shares of the Company launched by Siemens Energy GmbH & Co. KG, which commenced on 23 December 2022, is scheduled to end on 7 February 2023, at market close, application having been made to the CNMV for the suspension of trading of the shares of the Company from that point in time until the definitive delisting.

Zamudio (Bizkaia), 25 January 2023

Juan Antonio García Fuente

Secretary to the Board of Directors

**TO THE NATIONAL SECURITIES MARKET COMMISSION**

**APPLICATION FOR THE DELISTING OF THE SHARES REPRESENTING THE ENTIRE SHARE CAPITAL OF SIEMENS GAMESA RENEWABLE ENERGY, S.A. FROM THE MADRID, BARCELONA, BILBAO AND VALENCIA STOCK EXCHANGES AND FROM THE STOCK EXCHANGE INTERCONNECTION SYSTEM**

This application for delisting is made in accordance with the provisions of Article 82 of the restated text of the Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October (the “**Spanish Securities Market Act**”), and Article 11.d) of Royal Decree 1066/2007, of 27 July, on the regime governing public takeover bids (“**Royal Decree 1066/2007**”).

Siemens Gamesa Renewable Energy, S.A. (“**Siemens Gamesa**” or the “**Company**”), a Spanish company with registered office at Parque Tecnológico de Bizkaia, Edificio 222, Zamudio, Viscay (Spain), with tax identification number A-01011253 and LEI code 9598004BR8D81D3M1D64, duly represented by Mr Juan Antonio García Fuente, in his capacity as Secretary to the Board of Directors of the Company, duly authorised by virtue of the resolutions passed by the General Shareholders Meeting of the Company held on 25 January 2023, a certification of which is attached as schedule 1, appears before the National Securities Market Commission (the “**CNMV**”), and

**STATES**

- I. On 31 May 2022, Siemens Energy GmbH & Co. KG (the “**Bidder**”), a wholly owned subsidiary of Siemens Energy AG (“**Siemens Energy**”), submitted the application for authorization of a voluntary public tender offer effectively targeted to all the shares of Siemens Gamesa. The Bidder held 456,851,883 Siemens Gamesa shares, representing 67.07% of the share capital of Siemens Gamesa, which were blocked, so the Offer was effectively extended to 224,291,499 shares of Siemens Gamesa, representing 32.93% of its share capital (the “**Offer**”). The Offer price was EUR 18.05 per share.
- II. The Offer was authorised by the CNMV on 7 November 2022. In chapter 4, section 4.10 of the prospectus (the “**Offer Document**”) the Bidder stated its intent to pursue the delisting of the shares of the Company from the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges following completion of the Offer, availing itself of the delisting tender offer exemption regulated by article 82.2 of the Spanish Securities Market Act and article 11.d) of Royal Decree 1066/2007 if Siemens Energy did not meet the requirements set out in Article 136 of the Spanish Securities Market Act for squeeze-out transactions but did hold at least 75% of the voting capital of Siemens Gamesa on the settlement date of the Offer. In that regard, said section explicitly provided verbatim, among other matters, the following:

*“If the thresholds provided for in such Articles are not met and, therefore, the squeeze-out right cannot be exercised as set out in Section 4.11 of the Prospectus, but Siemens Energy reaches on the date of the settlement of the Offer a minimum shareholding of 75% of Siemens Gamesa’s share capital with voting rights, the delisting will be pursued by Siemens Energy Global through the procedure regarding the exception to make a delisting bid provided for in Article 11.d) of Royal Decree 1066/2007, which shall be submitted to the general meeting of shareholders of Siemens Gamesa at the proposal of its board of directors.*”

*The valuation report issued by PwC for this purpose in accordance with the rules of Article 10 of Royal Decree 1066/2007 is described in section 2.2.2. and is attached to this Prospectus as Annex 12.*

*In this second scenario, in accordance with Article 11.d) of Royal Decree 1066/2007, Siemens Energy Global shall promote, through Siemens Gamesa, the calling and holding of a general shareholders' meeting of Siemens Gamesa to which the delisting of its shares will be submitted pursuant to such procedure in which the Offeror shall facilitate the sale of the remaining shares of Siemens Gamesa through a sustained purchase order on the outstanding shares for a minimum period of one month whose price will be the same as the Offer Price.*

*The delisting of the shares of Siemens Gamesa will take place after its approval by the general shareholders' meeting of Siemens Gamesa, the authorization by the CNMV of the delisting request to be filed by Siemens Gamesa and, in any case, within six months after the settlement of the Offer."*

- III. For the purposes of article 11.d) of Royal Decree 1066/2007, Siemens Energy Global provided as a supplementary document to the Offer Document a valuation report prepared by PricewaterhouseCoopers Asesores de Negocios, S.L. ("**PricewaterhouseCoopers**") as an independent expert in which it has applied the valuation methods of article 10 of Royal Decree 1066/2007, with the price of the Offer being justified in accordance with the provisions of sections 5 and 6 of article 10 of Royal Decree 1066/2007.
- IV. On 19 December 2022, the CNMV reported that the Offer had been accepted by 174,686,626 shares of the Company, representing 77.88% of the shares to which the Offer was addressed and 25.65% of its share capital. Accordingly, the Bidder did not meet by virtue of the Offer the requirements necessary for it to exercise the squeeze-out right but his shareholding exceeded as a result of the Offer 75% of the share capital of Siemens Gamesa, reaching a shareholding of 92.72% in the share capital of Siemens Gamesa. The Offer settled on 22 December 2022.
- V. On 20 December 2022, the Board of Directors of the Company resolved to convene an Extraordinary General Meeting of Shareholders to be held at first call on 25 January 2023, at which, among other resolutions, the shareholders of the Company were to submit to the shareholders of the Company, as the third item on the agenda, the resolution in respect to the application for the delisting of the shares of the Company from the Stock Exchanges included verbatim in the certification attached hereto.
- VI. The Bidder has enabled the sale by the remaining shareholders of Siemens Gamesa of their shares of the Company in full by way of a standing purchase order (the "**Standing Purchase Order**"), announced by Siemens Gamesa by way of an other relevant information ad-hoc announcement filed with the CNMV on 20 December 2022 (registry number 19715), satisfying the requirements of article 11.d) of Royal Decree 1066/2007:
  - (a) The Standing Purchase Order commenced on 23 December 2022 and remains in place as at the date hereof. Thus, the Standing Purchase Order has been in place for more than one month within the six-month period following completion of the Offer, as required by article 11.d) of Royal Decree 1066/2007.
  - (b) The Standing Purchase Order was issued at a price of EUR 18.05 per share, i.e., the same price of the Offer, which was duly justified according to the requirements of sections 5 and 6 of article 10 of the aforementioned Royal Decree 1066/2007

through a valuation report prepared by PricewaterhouseCoopers which was attached as a schedule to the Offer Document.

- VII.** As at the date of this request, the Bidder holds at least 653,499,962 shares of Siemens Gamesa, representing 95.94%% of the Company's share capital, as per the following breakdown:
- (a) 456,851,883 shares, representing 67.07% of the share capital of Siemens Gamesa, were held by the Bidder prior to the launching of the Offer.
  - (b) 174,686,626 shares, representing 25.65% of the share capital of Siemens Gamesa, were acquired by the Bidder on 22 December 2022 as a result of the Offer.
  - (c) 21.961.453 shares, representing 3.22% of the share capital of Siemens Gamesa, have been acquired by the Bidder by means of the Standing Purchase Order during the period comprised between 23 December 2022 and 24 January 2023 (both included). Said shares have been purchased at a price of EUR 18.05 per share.
- VIII.** The Company does not hold any shares as treasury stock. The 320,602 shares which Siemens Gamesa held as treasury stock as at the date of authorization of the Offer were tendered by the Company in the Offer and sold to the Bidder as stated in the report issued by Siemens Gamesa's Board of Directors on the Offer on 17 November 2022.
- IX.** In addition, it is hereby stated that:
- (a) neither Siemens Gamesa nor any of its group companies nor any of their respective directors have acquired or agreed to acquire any of their own shares from the date of the Offer Document until the date of this delisting request; and
  - (b) neither Siemens Energy nor any of its group companies, nor any of their respective directors, has acquired or agreed to acquire any shares in Siemens Gamesa from the date of the Offer Document until the date of this exclusion request (other than acquisitions of shares made by Siemens Energy as a result of the Offer and by means of the Standing Purchase Order).
- X.** The Extraordinary General Shareholders' Meeting of the Company held on 25 January 2023 (as reported by the Company by way of an other relevant information ad-hoc announcement of even date) approved the proposal to delist all the Company's shares from the Stock Exchanges of Barcelona, Bilbao, Madrid and Valencia, in application of the provisions of Article 82 of the Spanish Securities Market Act and article 11.d) of Royal Decree 1066/2007 and to request to the CNMV the application for the granting of the exemption to the obligation to make a public delisting offer provided for in Article 82.2 of the Spanish Securities Market Act and in Article 11.d) of Royal Decree 1066/2007, both included as point three of the agenda of the meeting by the requisite majority, as detailed below and as stated in the certification of the aforementioned agreement attached hereto as schedule 1:

	Votes	% of the quorum of the Meeting	% of the total of voting rights
For(*)	648,513,096	98.43%	95.21 %
Against	10,025,107	1.52 %	1.47 %
Withhold	300,272	0.05 %	0.04 %
<b>Total</b>	<b>658,838,475</b>	<b>100.00 %</b>	<b>96.73 %</b>

(\*) Of which 647,530,967 votes, representing 98.28% of the votes validly casted at the General Shareholders' Meeting and 95.07% of the votes corresponding to all the shares representing Siemens Gamesa's share capital, correspond to the shares held by Siemens Energy on 20 January 2023, that is, on the fifth day prior to the date of the Meeting.

- XI.** Thus, all the requirements to request the delisting of the Company's shares from the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges pursuant to the exception to the delisting tender offer provided for in Article 82.2 of the Spanish Securities Market Act and Article 11.d) of Royal Decree 1066/2007 are met.
- XII.** The Standing Purchase Order is expected to end on 7 February 2023. Once the Standing Purchase Order expires, Siemens Gamesa will file with the CNMV an other relevant information ad-hoc announcement reporting the results of the Standing Purchase Order and the resulting participation of the Siemens Energy in Siemens Gamesa.

In view of the foregoing,

### REQUESTS

That, deeming this delisting application, together with its accompanying certification, it is admitted, the statements contained herein as held to have been made and, following the pertinent process, it approves

**First.-** The delisting of all the shares representing Siemens Gamesa's share capital from the Stock Exchanges of Barcelona, Bilbao, Madrid and Valencia and, consequently, from the Stock Exchange Interconnection System, pursuant to the exception to the delisting tender offer provided for in Article 82.2 of the Spanish Securities Market Act and article 11.d) of Royal Decree 1066/2007, as the relevant requirements have been met.

**Second.-** The suspension of trading of Siemens Gamesa shares effective from the market closure of the day on which the Standing Purchase Order ends, which is scheduled for 7 February 2023.

Bilbao, 25 January 2023.

\*\*\*

It is requested that any communication relating to this delisting application be sent to the attention of Juan Antonio García Fuente, Secretary of the Board of Directors, preferably by e-mail (the receipt of which shall be acknowledged so that there is a record of its receipt) to the e-mail addresses [jagarcia@siemensgamesa.com](mailto:jagarcia@siemensgamesa.com) and [armando.albarran@freshfields.com](mailto:armando.albarran@freshfields.com), indicating the following address if necessary: Siemens Gamesa Renewable Energy, S.A., Parque Tecnológico de Bizkaia, Edificio 222, Zamudio, Vizcaya (Spain).

---

Mr Juan Antonio García Fuente  
Secretary to the Board of Directors

**SCHEDULE 1**

**CERTIFICATION OF THE RESOLUTIONS PASSED BY THE EXTRAORDINARY GENERAL  
SHAREHOLDERS MEETING OF SIEMENS GAMESA ON 25 JANUARY 2023**