NOT FOR RELEASE, DISTRIBUTION OR PUBLICATION IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES (INCLUDING ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES AND THE DISTRICT OF COLUMBIA), CANADA, AUSTRALIA, JAPAN, SOUTH AFRICA OR ANY OTHER STATE OR JURISDICTION IN WHICH SUCH RELEASE, DISTRIBUTION OR PUBLICATION WOULD BE UNLAWFUL

Pursuant to article 227 of the consolidated text of the Spanish Securities Market Act, approved by Royal Legislative Decree 4/2015 of October 23 and its concordant provisions, Opdenergy Holding, S.A. (hereinafter, "**Opdenergy**" or the "**Company**"), in relation with the information disclosed in the prospectus relating to the initial offering of ordinary shares of the Company (the "**Offering**") and the admission to listing on the Barcelona, Bilbao, Madrid and Valencia Stock Exchanges (the "**Spanish Stock Exchanges**" and the "**Admission**", respectively), which was approved by and registered with the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*, "**CNMV**") on April 23, 2021 (the "**Prospectus**"), hereby notifies the following

OTHER RELEVANT INFORMATION NOTICE

In connection with the information disclosed under the "*Risk Factors*" and "*Business*" sections of the Prospectus whereby the Company has several power purchase agreements ("**PPAs**") in an advanced stage of negotiation or with indicative pricing with over 15 off-takers for pipeline projects with an aggregate potential gross installed capacity of c.4 GW, it is hereby notified that the Company has obtained today final approval from the board of directors of a German investment grade utility off-taker for eight new 10-year term PPAs related to eight Backlog projects for an aggregate potential gross installed capacity of c.362 MW (the "**New PPAs**"). The New PPAs are expected to be signed during the first half of May 2021.

The New PPAs relate to the following eight solar photovoltaic projects in Spain with an aggregate potential gross installed capacity of c.362 MW: c.37 MW in Manzanares (Ciudad Real), c.150 MW in Minglanilla[1] (Cuenca), c.75 MW in Zamora[2] and c.100 MW in Alcalá de los Gazules (Cádiz)[3]. These projects are targeted to reach ready-to-build ("**RTB**") status between the second half of 2021 and the first quarter of 2022, and commercial operation date ("**COD**") between second half of 2022 and first quarter of 2023. As described in the Prospectus, the foregoing projects are comprised within the Company's Backlog projects with an aggregate potential gross installed capacity of c.907 MW.

The New PPAs covering c.362MWs associated with eight Backlog projects in Spain add to the two PPAs covering c.182MWs of the projects in the United States that Opdenergy signed

[1] The projects in Minglanilla (Cuenca) include Covatillas 2, Covatillas 3 and Covatillas 4, of c.50 MW each.

[2] The projects in Zamora include Las Mulas (c. 25.4 MW) and Las Capillas (c. 50 MW).

[3] The projects in Cádiz include Gazules 1 and Gazules 2, of c.50 MW each.

earlier this year. These PPAs associated to Backlog projects amount to c.544MWs in total and relate to projects that are expected to start the construction phase as early as the second half of 2021.

Opdenergy expects to obtain the project-level financing needed to fund the debt portion and ancillary guarantees required for the development of these projects under the up to €500 million project-level financing arrangement and underwriting mandate signed with BBVA on April 16, 2021 which is expected to be launched before summer 2021.

The New PPAs are expected to cover an estimated 70% of the total production of the eight Backlog projects, which is in line with the PPAs already in place for each of the plants of the Company’s current portfolio in Spain (as disclosed in the Prospectus).

Madrid, April 29, 2021

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Alfonso Álvarez Herráiz
Secretary of the Board of Directors

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IMPORTANT NOTICE

This announcement has been prepared by and is the sole responsibility of the Company. The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy, fairness or completeness.

This announcement and the information contained herein are not for release, distribution or publication in whole or in part, directly or indirectly, in or into the United States, Canada, Australia, Japan, South Africa or any other jurisdiction where to do so might constitute a violation of the relevant laws or regulations of such jurisdiction. The Offering and the distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession any document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This announcement is not an offer to sell or a solicitation of any offer to buy or subscribe for any securities of the Company in any jurisdiction where such offer, sale or subscription would be unlawful and the announcement and the information contained herein is not for distribution or release in whole or in part, directly or indirectly, in or into such jurisdictions.

The Prospectus is available at the Company's registered offices and on the respective websites of the Company (https://www.opdenergy.com/inversores/) and the CNMV (www.cnmv.es). The Prospectus may contain information different from the information contained in this announcement The approval of the Prospectus by the CNMV does not constitute an evaluation of the merits of the transactions proposed to investors. Investors should subscribe for the securities referred to herein solely on the basis of the Prospectus and should carefully read the Prospectus before making an investment decision in order to fully understand the potential risks and rewards associated with the decision to invest in the securities referred to herein.

Before purchasing any of the securities referred to herein, persons viewing this announcement should ensure that they fully understand and accept the risks which are set out in the Prospectus.

Any of the securities referred to herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), and may not be offered or sold, directly or indirectly, in the United States absent registration under the Securities Act or pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There is no intention to register any of the securities referred to herein in the United States or to make a public offering of the securities referred to herein in the United States. There will be no public offer of the securities referred to herein in Australia, Canada, Japan or South Africa.

In member states of the European Economic Area (the "**EEA**"), this Announcement is only addressed to and directed at persons who are "qualified investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("**Qualified Investors**"). In the United Kingdom, this Announcement and any other materials in relation to the securities referred to herein are only being distributed to, and are only directed at, and any investment or investment activity to which this announcement relates is available only to, and will be engaged in only with, a Qualified Investor (i) having professional experience in matters relating to investments so as to qualify as "investment professional" under Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"); (ii) falling within Article 49(2)(a) to (d) of the Order; or (iii) being a person to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "**Relevant Persons**"). Persons who are not Relevant Persons should not take any action on the basis of this announcement and should not act or rely on it or any of its contents. This Announcement and its contents must not be acted on or relied upon in any member state of the EEA or in the United Kingdom by persons who are not Qualified Investors or Relevant Persons. The communication of this Announcement in any member state of the EEA or in the United Kingdom to persons who are not Qualified Investors or Relevant Persons is unauthorized and may contravene applicable law.

Banco Santander, S.A., Citigroup Global Markets Europe AG, Alantra Capital Markets, S.V., S.A., BofA Securities Europe S.A, Joh. Berenberg, Gossler & Co. KG and RBC Capital Markets (Europe) GmbH (collectively, the "**Managers**") and their respective affiliates are acting exclusively for the Company and/or the selling shareholder and no-one else in connection with the

Offering. They will not regard any other person as their respective clients in relation to the Offering and will not be liable to anyone other than the Company and the selling shareholders for providing the protections afforded to their respective clients, or for providing advice in relation to the Offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

In connection with the Offering, each Manager and any of its respective affiliates, may take up a portion of the securities referred to herein as a principal position and in that capacity may retain, sell, offer to sell, purchase or otherwise deal for its or their own account(s) such securities and any securities of the Company or related investments and may offer or sell such securities or other investments in connection with the Offering or otherwise. Accordingly, references in this announcement or the Prospectus to the securities being issued, offered, subscribed, acquired, placed or otherwise dealt with should be read as including any issue, offering, subscription, acquisition, placement of or dealing with such securities by or to the Managers and any relevant affiliate acting in such capacity. In addition, certain of the Managers or their affiliates may enter into financing arrangements and swaps in connection with which they or their affiliates may from time to time acquire, hold or dispose of the securities referred to herein. The Managers do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

The Offering timetable, including the date of Admission, may be influenced by a range of circumstances such as market conditions. There is no guarantee that the Offering will proceed and Admission will occur and you should not base your financial decisions on the Company's intentions in relation to Admission at this stage.

Subscribing the securities to which this announcement relates may expose an investor to a significant risk of losing all or part of the amount invested. Persons considering making such an investment should consult an authorized person specializing in advising on such investments. This announcement does not constitute a recommendation concerning the Offering. The value of the securities referred to herein can decrease as well as increase. Potential investors should consult a professional adviser as to the suitability of the Offering for the person concerned. Past performance cannot be relied upon as a guide to future performance.

None of the Managers, or any of their respective affiliates or any of the respective directors, officers, employees, advisers, representatives or agents of any of their foregoing entities accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

This announcement includes forward-looking statements within the meaning of the securities laws of certain applicable jurisdictions. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms “advanced stage”, “backlog”, “expects”, “intends”, “may”, “pipeline”, “potential”, “should”, “targets” and “will” as well as their negative or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this announcement and include statements regarding the Company’s investment strategy and intentions, beliefs or current expectations concerning, among other things, the PPA, the Company’s financial performance, prospects, growth, pipeline, strategies and the industry in which the Company intends to operate.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements rely on a number of assumptions including, among others, those related to the evolution of the industry, regulatory and economic trends and the Company’s ability to successfully fund and carry out its growth plan, meet its targets and execute its pipeline. Such assumptions are inherently subject to significant business, operational, economic and other risks and uncertainties. You are hereby cautioned that forward-looking statements are not guarantees of future performance and that the Company’s actual financial condition, results of operations and cash flows, the size of its portfolio and the development of the industry in which the Company operates, may differ materially from those made in or suggested by the forward-looking statements contained in this announcement. In addition, even if the Company’s financial condition, results of operations and cash flows, and the development of the industry in which it operates are consistent with the forward-looking statements contained in this announcement, those results or developments may not be indicative of the Company’s results or developments in subsequent periods and may be impacted by important factors. No representation or warranty is made that any forward-looking statement will come to pass. No one undertakes to publicly update or revise any such forward-looking statement.

The definition and classification of the pipeline of the Company, which comprises “Backlog”, “Advanced Stage”, “Early Stage” and “Identified Opportunities”, may not necessarily be the same as that used by other companies engaged in similar businesses. As a result, the expected capacity of the Company’s pipeline may not be comparable to the expected capacity of the pipeline reported by such other companies. In addition, given the dynamic nature of the pipeline, the pipeline is subject to change and certain projects classified under a certain pipeline category as identified above could be reclassified under another pipeline category or could cease to be pursued in the event that unexpected events occur.

Certain figures contained in this announcement, including financial information, have been subject to rounding adjustments. Accordingly, in certain instances, the sum or percentage change of the numbers contained in this announcement may not conform exactly with the total figure given.

The information, opinions and forward-looking statements contained in this announcement speak only as at its date and are subject to change without notice.