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In accordance with the prospectus of the initial offering of ordinary shares of Opdenenergy Holding, S.A. ("**Opdenenergy**" or the "**Company**") which was approved by and registered with the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*, the "**CNMV**") on April 23, 2021 (the "**Prospectus**"), and 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, the Company, hereby notifies the following

OTHER RELEVANT INFORMATION

In connection with 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) it is hereby announced that the Company and the selling shareholders, following consultation with the Joint Global Coordinators of the Offering, Banco Santander, S.A. and Citigroup Global Markets Europe AG, have decided to postpone the Offering and the Admission, in light of the challenging market conditions overall and for renewable energy companies. Consequently, the orders and indications of interest received from investors in the Offering are terminated.

Madrid, May 5, 2021

Luis Cid Suárez

Chief Executive Officer



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The Prospectus is available at the Company's registered offices and on the respective websites of the Company (<https://www.opdenenergy.com/inversores/>) and the CNMV (www.cnmv.es). 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



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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 Shareholders 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.



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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.

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