

THIS DOCUMENT MAY NOT BE DISCLOSED, DISTRIBUTED OR PUBLISHED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA, JAPAN, SOUTH AFRICA, OR ANY OTHER JURISDICTION WHERE SUCH DISCLOSURE, DISTRIBUTION OR PUBLICATION WOULD BE UNLAWFUL

La Coruña, April 30, 2021

GRUPO ECOENER, S.A.U.

Pursuant to article 227 of the consolidated text of the Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October, and in accordance with the prospectus of the initial offering and admission to listing of the ordinary shares of Grupo Ecoener, S.A.U. ("**Ecoener**" or the "**Company**") approved by the Spanish National Securities Market Commission ("**CNMV**") on April 15, 2021 (official registry number 11,158) (the "**Prospectus**") and with the supplement to the Prospectus approved by the CNMV on April 29, 2021 (official registry number 11,158.1) (the "**Supplement**"), Ecoener informs of the following:

OTHER RELEVANT INFORMATION

As stated in the other relevant information communication dated April 28, 2021 (official registry number 8,900) and in the inside information communication dated April 29, 2021 (official registry number 865), on today's date, Ecoener has granted the notarial deed of share capital increase for a total amount of EUR 99,999,985 (nominal value and issuance premium) by virtue of which a total of 16,949,150 new shares fully subscribed and paid up have been issued. The total number of new shares issued is within the range of the offering of shares set out in the Supplement to the Prospectus.

The notarial deed has been registered today with the Commercial Registry of La Coruña.

Admission to trading of the Company's shares on the Madrid, Barcelona, Bilbao and Valencia stock exchanges is expected to take place on Tuesday, May 4, as stated in the calendar set out in the other relevant information communication dated April 28, 2021 (official registry number 8,900).

La Coruña, April 30, 2021

Mr. Luis Valdivia Castro
Executive President

THIS DOCUMENT MAY NOT BE DISCLOSED, DISTRIBUTED OR PUBLISHED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA, JAPAN, SOUTH AFRICA, OR ANY OTHER JURISDICTION WHERE SUCH DISCLOSURE, DISTRIBUTION OR PUBLICATION WOULD BE UNLAWFUL

IMPORTANT INFORMATION

This announcement is for information purposes only and does not constitute an invitation or offer to underwrite, subscribe for or otherwise acquire or dispose or a solicitation of any offer to underwrite, subscribe for or otherwise acquire or dispose any securities issued by the Company in the United States of America, Canada, Australia, Japan or in any jurisdiction where such offer or sale would be unlawful. Any 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**”), or with any securities regulatory authority of any state or other jurisdiction in the United States of America and may not be offered or sold, directly or indirectly, in the United States of America absent registration or an exemption from, or in a transaction not subject to, the registration requirements under the Securities Act. There is no intention to register any securities referred to herein in the United States of America or to make an offering of the securities in the United States of America.

This announcement is only being distributed to and is only directed at persons in member states of the European Union Economic Area (“**EEA**”) 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 June 14, 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 (including any delegated regulations) (the “**Prospectus Regulation**”) (“**Qualified Investors**”). In addition, in the United Kingdom (“**UK**”), this announcement is only being distributed to and is only directed at qualified investors within the meaning of the Prospectus Regulation as it is part of the UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK Prospectus Regulation**”) who are also persons (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”); (ii) who fall within Article 49(2)(a) to (d) of the Order; (iii) who are outside the UK; or (iv) other persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as “relevant persons”). This announcement must not be acted on or relied on (i) in the UK, by persons who are not relevant persons; and (ii) in any member state of the EEA, by persons who are not Qualified Investors. Any investment or investment activity to which this announcement relates is available only to (i) in the UK, relevant persons, and (ii) in any member state of the EEA, Qualified Investors, and will be engaged in only with such persons. THE DOCUMENT MAY ONLY BE PROVIDED TO PERSONS IN THE UK IN CIRCUMSTANCES WHERE SECTION 21(1) OF THE ORDER DOES NOT APPLY TO THE COMPANY.

In connection with the Offering, each Underwriter and any controlling entities and/or any of its affiliates, acting as investors for their own account may take up shares of the Offering and in that capacity, may retain, purchase or sell for its own account such shares and any securities of the Company or related investments and may offer or sell such securities or other investments otherwise than in connection with the Offering. Accordingly, references in this announcement and the Prospectus to the shares being offered or placed should be read as including any offering or placement of such shares by or to the Underwriters and any relevant affiliate acting in such capacity. The Underwriters 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. This communication is an advertisement for the purposes of Article 22 of the Prospectus Regulation and Article 28 of Spanish Royal Decree 1310/2005 of 4 November (*Real Decreto 1310/2005 de 4 de noviembre*). Investors should not purchase any shares referred to in this announcement except on the basis of information in the prospectus of the offering of ordinary shares of the Company and its admission to listing expected on the Madrid, Barcelona, Bilbao and Valencia stock exchanges (the “**Spanish Stock Exchanges**”) for trading through the *Sistema de Interconexión Bursátil* of the referred Spanish Stock Exchanges, approved and registered by the Spanish National Securities Market Commission (CNMV) on April 15, 2021, as amended by the supplement approved and registered by the CNMV on April 29, 2021, both available to investors in the CNMV’s webpage (www.cnmv.es) and on the Company’s webpage (www.ecoener.es), as finalized and completed by this Offering pricing announcement.

INFORMATION TO DISTRIBUTORS IN THE EEA

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended (“**MiFID II**”); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the “**MiFID II Product Governance Requirements**”), and disclaiming all and any

THIS DOCUMENT MAY NOT BE DISCLOSED, DISTRIBUTED OR PUBLISHED, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA, JAPAN, SOUTH AFRICA, OR ANY OTHER JURISDICTION WHERE SUCH DISCLOSURE, DISTRIBUTION OR PUBLICATION WOULD BE UNLAWFUL

liability, whether arising in tort, contract or otherwise, which any “**manufacturer**” (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Offer Shares have been subject to a product approval process, which has determined that such shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the “**Target Market Assessment**”). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Company’s shares may decline and investors could lose all or part of their investment; the Company’s shares offer no guaranteed income and no capital protection; and an investment in the Company’s shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Offer. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Underwriters will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the shares and determining appropriate distribution channels.