

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2021

The Board of Directors of ACCIONA, S.A. calls the shareholders to the Extraordinary General Meeting on the date, at the time and venue and with the agenda indicated below:

- **DATE:** 12 April 2021, at 1:30 p.m., single call.
- **VENUE:** Avenida de Europa 18, Parque Empresarial La Moraleja, 28108 Alcobendas (Madrid)

AGENDA

SOLE ITEM: AUTHORISATION, FOR THE PURPOSES OF ARTICLE 160.F) OF THE SPANISH COMPANIES ACT, OF THE TRANSFER OF SHARES IN CORPORACIÓN ACCIONA ENERGÍAS RENOVABLES, S.A., INCLUDING BY MEANS OF A PUBLIC OFFERING OF SHARES AS PART OF ITS STOCK EXCHANGE LISTING.

OPERATING RULES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

1. Presentation of proposals for resolutions

Shareholders representing, at least, three per cent of the share capital, may present reasoned proposals for resolutions on matters already included or to be included on the agenda.

Proposals must be sent via official channels to the Secretary of the Board of Directors de Acciona, S.A. (Acciona or the Company), and received at the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid) within five (5) days following the publication of this announcement.

The writ will set out the proposal for a resolution to be formulated, in clear and express terms, as well as the identity of the applicant, who will have to demonstrate his/her status as shareholder and the number of shares he/she owns.

2. General Meeting Regime. Situation arising from the State of Emergency

The Board of Directors has resolved to call an Extraordinary General Meeting at least twenty-one (21) days in advance, pursuant to the authorisation granted by the ordinary General meeting held on 28 May 2020, under item 3.3 of the agenda, pursuant to article 515 of the Spanish Companies Act.

Moreover, the Board of Directors, taking into account the current State of Emergency situation, and with a view to safeguarding the health and welfare of shareholders, employees and directors at all times, has decided, pursuant to the provisions of article 18.5 of the Articles of Association and article 15bis of the General Meeting Regulations and in accordance with the provisions of Royal Decree-law 34/2020, of 17 November, on urgent measures to support business solvency and the energy sector (partially amended by Royal Decree-law 5/2021, of 12 March) that **the Extraordinary General Meeting of Shareholders be held in electronic form only**, that is, without shareholders, their representatives or guests and, in general, any other person attending the General Meeting in person, with the exception of those strictly required to enable the meeting to be organised and held, heeding at all times the restrictions and recommendations imposed by the health authorities as a result of the healthcare crisis caused by COVID19.

The means and procedures for attending the General Meeting in electronic form are established in section 6 of this announcement and are compatible with compliance with corporate obligations and fully guarantee the political rights of shareholders.

Acciona also recommends that its shareholders use the remote representation and voting systems envisaged for this General Meeting, the procedures for which are established below. The Junta General will be broadcast live and may be followed via the Company website (www.acciona.com).

The General Meeting will be held in accordance with the terms of the Regulations of the General Meeting (available on the Acciona website (www.acciona.com), on the website of the CNMV and at the Commercial Registry), the Acciona Articles of Association and the Spanish Companies Act.

Acciona will inform its shareholders via the Company website and that of the CNMV of any modification or measure adopted in relation to the General meeting, seeking at all times to safeguard the health and welfare of shareholders, employees and directors.

3. Right of attendance

Those shareholders whose shares are registered in the corresponding book-entry register five (5) days prior to the date of the General Meeting are entitled to attend via electronic means. It will not be necessary to hold a minimum number of shares to attend the General Meeting.

4. Right of representation

Shareholders who are entitled to attend via electronic means can be represented at the General Meeting by another person or persons, who may or may not be shareholders.

The representation may be formalised **(1)** by post, by filling in and signing either the Attendance Card issued by a depositary entity, or the Acciona Card, or **(2)** by electronic means via the Acciona website (www.acciona.com).

Delegation by post or by electronic means via the website will be governed by the terms of this section and section 5 below.

The delegation of representation will state the identity of the representative. If the document is received by Acciona with the name of the representative left blank, the representation will be considered to have been conferred on the Chairperson, Vice-Chairperson, coordinating Director or Secretary of the Board of Directors. In the event the designated representative is affected by a conflict of interest for voting on any of the proposals submitted to the Meeting, whether included on the Agenda or not, the representation will be considered conferred on any of the other persons mentioned that are not in the same situation.

The documents establishing the representations for the General Meeting will state the instructions on how to vote, it being understood that, if nothing is stated in this regard, the representative will give precise instructions to vote in accordance with the proposed resolutions formulated by the Board of Directors on the items included on the Agenda and, unless stated otherwise, against any other matter that, not appearing on the Agenda and, as such, being unknown on the date of delegation, may be submitted for a vote at the General Meeting.

In the event the person holding the representation, whether public or otherwise, is in a conflict-of-interest situation, he/she will be entitled to vote if he/she has notified the shareholder of this situation in advance and has received precise voting instructions from the shareholder represented.

The shareholder will, in writing or via electronic means, notify who it designates as representative, of the representation conferred in their favour and revocation thereof, as the case may be. When the representation is granted in favour of a member of the Board of Directors, including the Secretary and Vice-Secretary of the Board of Directors, the notification will be deemed made when the Company receives the documentation of which the same consists.

The notification to the Company of the appointment of the representative will be deemed made: **(i)** by sending the delegation card, by post, to the Shareholder Relations Department or; **(ii)** by the shareholder granting the representation via electronic means using the Company website (www.acciona.com).

5. Remote voting procedure or delegation of remote representation, prior to the General Meeting.

Shareholders may cast their vote or appoint a representative using the voting form included on the attendance/remote voting card prior to the General Meeting, sending it to Acciona by post, via email or using the website (www.acciona.com), following the instructions contained there.

Casting votes and delegating representatives remotely prior to the General Meeting, may be done:

- a) By post or email: the shareholder can send Acciona, S.A. the documents for delegating a representative or casting their vote via the following means: (i) via post sent to the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid), for the attention of the Shareholder Relations Department, or (ii) via email attaching documentation in pdf form (or other commonly used) to juntageneral@acciona.com. The documentation to be sent in both cases will be the following:

In order to delegate representation:

- Original Attendance Card issued in the name of the shareholder by a depositary entity or by Acciona, signed by the shareholder or by an authorised representative, clearly and expressly stating the delegation of representation in favour of a representative (with any instructions that, if applicable, the shareholder gives the representative), using the formula, rules and instructions appearing on the Card issued by the depositary entity or on the Acciona Card.

In order to cast votes:

- Acciona Card available on the Acciona website for remote voting, signed by the shareholder or an authorised representative, clearly and expressly stating how the shareholder wishes to vote. This formula will not be necessary if the shareholder sends the Company an attendance card issued by a depositary entity that includes a section on "remote voting".
- b) Via electronic means using the Acciona website: The vote or delegation of representation may be formalised using the electronic forms available on the Acciona website (www.acciona.com).

The vote or delegation formalised in this manner will be sent to Acciona via internet by means of a connection with the Acciona website subject to the secure data transfer procedures that will be automatically activated when communication is established with the Acciona website.

The vote or delegation will, moreover, include a recognised, valid user electronic certificate in force, issued by any of the following certification authorities: CERES (the Spanish Mint-*Fábrica Nacional de Moneda y Timbre- Real Casa de la Moneda*); CAMERFIRMA or included in the Spanish electronic National Identity Document.

The deadline by which Acciona must receive votes and delegations of representation by post or via electronic means using the website is **11:59 p.m. (Madrid time) on 11 April 2021**.

- c) **Delegation with the representative attending via electronic means**: If the person delegated to attend does so via electronic means, the shareholder who conferred the delegation will have notified the representative of such delegation and send a copy of the delegation conferred, or the powers of representation in the case of a legal person, to the Shareholder Relations Department of Acciona, S.A., at the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid) or by means of an email addressed to juntageneral@acciona.com, together with a copy of the national ID document or passport of the representative, no later than **11:59 p.m. (Madrid time) on 11 April 2021**. The representative who so requests may attend the Meeting via electronic means by connecting in

the “Asistencia Telemática” (*Attendance via electronic means*) section of the website (www.acciona.com) following the instructions included in the section below.

6. Attendance via electronic means and remote voting at the General Meeting:

The mechanisms for attending the General Meeting via electronic means will be facilitated in the area devoted to the 2021 Extraordinary General Meeting of Shareholders on the Company website (www.acciona.com). Shareholders or their representatives wishing to attend via electronic means will have to register on the “Asistencia Telemática” (*Attendance via electronic means*) IT application on the date of the Meeting, following the procedures established below.

- **Connection, registration and attendance:** with a view to facilitating proper management of the electronic attendance systems, any shareholder or representative wishing to attend the Meeting and via remote communication means will have to register establishing the corresponding connection between **09:00 a.m. and 12:45 p.m. (Madrid Time)** on the date of the Meeting. Attendees will not be permitted to register outside of that time period.
- **Identification:** in order to guarantee the identity of attendees, the proper exercise of their rights and the appropriate conduct of the meeting, those shareholders or their representatives who wish to use electronic attendance mechanisms will have to register using a recognised, valid user electronic certificate in force, issued by any of the following certification authorities: CERES that (the Spanish Mint-*Fábrica Nacional de Moneda y Timbre*); CAMERFIRMA or included in the Spanish electronic National Identity Document.
- **Intervention:** in accordance with the terms of the Spanish Companies Act, any interventions and proposed resolutions or requests for information or clarification that, pursuant to said Act, persons intending on attending via electronic means plan to make, will have to be sent to the Company, in writing and, in any event, in the form and subject to the terms and conditions established on the website of the company between **9:00 a.m. and 12:00 p.m. (Madrid Time)** on the date of the Meeting. Persons attending via electronic means wishing to have their intervention recorded in the minutes of the Meeting will have to expressly state as much in the text of the same. Requests for information or clarification made by persons attending via electronic means will be replied to in the course of the meeting and, in any event, in writing, within seven days following the Meeting, in accordance with the terms of the Spanish Companies Act.

Interventions by persons attending via electronic means will be accessible for the rest of persons via the IT application, as of constitution of the General Meeting of Shareholders.

- **Voting:** the casting of votes in relation to the proposals made regarding the items on the agenda may be made as of the moment of registration by the shareholder or representative and until the Chairperson or, if applicable, the Secretary of the Meeting, announces the conclusion of the period of voting the proposed resolutions on the items contained on the agenda. As for the proposed resolutions on those matters that, due to legal imperative, are not required to be included in the agenda, persons attending via electronic means will be able to issue their votes as of the moment the Secretary of the General Meeting reads such proposals so that they can be voted on. In order to vote on the proposed resolutions, the procedure envisaged in the Articles of Association and Regulations of the General Meeting will apply.

The Company reserves the right to ask shareholders for any additional means of identification it deems necessary in order to verify their status as shareholders and guarantee the authenticity of the attendance via electronic means.

For those matters not expressly regulated in this announcement, shareholders or representatives attending the Meeting via electronic means will be subject to the same rules on voting and adoption of resolutions envisaged in the Regulations on the General Meeting as the shareholders who attend the Meeting in person.

7. Precedence rules

If the shareholder attends the General Meeting via electronic means, this will cancel the vote or delegation of representation notified to Acciona, S.A. by post or via electronic means using the website.

Moreover, regardless of the means used to cast it, a vote will cancel any delegation (electronic or postal) whether issued previously, which will be deemed revoked, or subsequently, which will be deemed not issued. If the shareholder has cast votes in different directions, or several delegations, via electronic or postal means, the last ones issued will take precedence.

8. Documentation at the disposal of shareholders

As of the publication of this announcement, the following documents are at the disposal of shareholders at the registered address, Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid, and via the website of the Company (www.acciona.com):

- This announcement.
- Full text of the proposed resolution being submitted for the approval of the General Meeting.
- Report from the Board of Directors on the sole item on the agenda.
- Acciona Cards (Delegation and Vote).
- Total number of shares and voting rights at the date of the announcement.
- Data Protection Policy
- Restated text of the Articles of Association
- Restated text of the Regulations of the General Meeting of Shareholders.

The right of the shareholders to examine the documents referred to in this section 8 at the registered address and to be provided with or sent a copy free of charge (they may be sent via email with acknowledgement of receipt if the shareholder accepts this method) is expressly stated for the record.

The information and documentation on the General Meeting can also be consulted, downloaded and printed via the Company website (www.acciona.com)

9. Right of information

Up to the fifth day prior to the date envisaged for the General Meeting, shareholders may request in writing, or verbally, via electronic communication while it is in progress, any information or clarification they deem necessary on the matters included on the agenda of the General Meeting called, on any publicly accessible information that Acciona has supplied to the Spanish Securities Market Commission since the last General Meeting was held. To that end, the information requests will be sent to the Shareholder Relations Department of Acciona, S.A., at the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid) or via email sent to juntageneral@acciona.com. In order to ensure the shareholder is duly identified, the request for information will include his/her full name (or company name), tax identification number and number of shares held.

10. Online Shareholder Forum

In accordance with the terms of article 539.2 of the Spanish Companies Act, an Online Shareholder Forum will be set up on the Company website (www.acciona.com) as of the publication of this announcement and until **11:59 p.m. (Madrid time) on 11 April 2021**, which may be accessed with due guarantees by both individual shareholders and the voluntary associations established and recorded at the Commercial Registry and special Registry created for that purpose at the Spanish Securities Market Commission, for the purpose of facilitating communication prior to the General Meeting. The Forum may be used to publish proposals based on matters already included or that should be included on the agenda, initiatives to reach the necessary percentage to exercise a minority right envisaged by law, as well as offers or requests for voluntary representation.

The Rules of Operation of the Online Shareholder Forum, approved by the Board of Directors will be available on the Acciona S.A. website and must be complied with by all shareholders.

In order to be able to access the Forum and use its applications, shareholders and voluntary shareholder associations must register as a “Registered User” accrediting their identity and their status as shareholder or voluntary association of shareholders, in the terms and conditions described on the Company website, by means of the corresponding registration form.

Access to the Forum by Registered Users will be contingent on maintaining status as shareholder or duly established and recorded voluntary association of shareholders at all times.

11. Data Protection

The shareholder is informed that his/her personal data and, if applicable, that of his/her representative, including his/her image and voice, as well as that supplied by credit institutions and investment services companies in which the shareholders have deposited their shares or in which they are safeguarded or data obtained by the recording of the General Meeting, will be processed by Acciona, S.A., (Tax ID No.: A08001851, Address: Avenida de Europa, 18, Parque Empresarial de la Moraleja, 28108 de Alcobendas (Madrid), Tel: +34 91 663 28 50, email: juntageneral@acciona.com) as Data Controller; for the purpose of developing, managing and monitoring shareholder relations and the holding, recording and dissemination of the General Meeting, complying with the legal obligations derived from the same, and managing the exercise of the rights of attendance, information, delegation and voting.

Any interested parties will be entitled to exercise their rights of access, correction, erasure and portability of their data, as well as the limitation and opposition to processing, by writing to Acciona, S.A., by sending an email to the following address: protecciondedatos@acciona.com, attaching a copy of their national identity document or other identity document in both cases. Interested parties are also entitled to file a complaint before the Supervisory Authority (Spanish Data Protection Agency www.agpd.es). For more information, consult the data protection policy in the are prepared by the General Meeting on the website: www.acciona.com

12. Technical issues

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for attendance, delegation and voting via electronic means, using the website when technical or security concerns so require or dictate. The Company will not be responsible for harm caused to the shareholder derived from faults, overloads, breakdowns, connection failures or any other similar situation, beyond the control of the Company preventing the use of mechanisms of attendance, delegation or voting via electronic means using the internet via the website. Therefore, these circumstances will not constitute an unlawful deprivation of shareholder rights, notwithstanding the validity of delegations already conferred and votes already cast.

In the event that any of the circumstances envisaged in this section arises, the shareholders will be informed via the website as soon as possible.

13. Notarial Minutes

As in past years, a Notary Public will be present to take the minutes of the General Meeting.

The resolution to announce the meeting was adopted by the Board of Directors on 16 March 2021.

Madrid, 16 March 2021.

Jorge Vega-Penichet López
Secretary to the Board of Directors