

**THE REQUEST FOR AUTHORIZATION OF THE VOLUNTARY TAKEOVER BID
FILED BY SIEMENS ENERGY GLOBAL GMBH & CO. KG OVER ALL THE
SHARES REPRESENTING THE SHARE CAPITAL OF SIEMENS GAMESA
RENEWABLE ENERGY, S.A.**

This authorization request is made public in accordance with the provisions of Article 17 of Royal Decree 1066/2007 of 27 July 2007 (*Royal Decree 1066/2007*) and refers to a bid which is subject to the mandatory authorization of the National Securities Market Commission (the *CNMV*).

The detailed terms and characteristics of the offer will be set out in the prospectus which will be published after the authorization is obtained.

TO THE NATIONAL SECURITIES MARKET COMMISSION

Siemens Energy Global GmbH & Co. KG (the *Offeror* or *SE KG*), is a company of German nationality, with registered office at Otto-Hahn-Ring 6, 81739 Munich, Germany, and duly registered with the commercial register (*Handelsregister*) of the local court (*Amtsgericht*) of Munich under registration number HRA 111200, duly represented by Mr. Karin Flesch of legal age, of German nationality, with date of birth 9 October 1967, and Mr. Anton Steiger, of legal age, of Austrian nationality, with date of birth 16 July 1972, and both with professional domicile for these purposes at Otto-Hahn-Ring 6, 81739 Munich, Germany, in their capacity as authorized representatives (*Prokurist*), of SE KG and authorized by virtue of agreements adopted by the managing directors (*Geschäftsführer*), the supervisory board (*Aufsichtsrat*) and the shareholders' meeting (*Gesellschafterversammlung*) of Siemens Energy Management GmbH (*SE Management*), general partner (*Komplementär*) of SE KG, on 21 May 2022,

STATE

I. DECISION TO FILE THE OFFER

That the decision to launch the offer (the *Offer*) addressed to all the shares representing the share capital of Siemens Gamesa Renewable Energy, S.A. (*SGRE*), in the terms and conditions described in this authorization request and in the prospectus attached (the *Prospectus*), has been approved on 21 May 2022 by (i) the managing directors (*Geschäftsführer*), the supervisory board (*Aufsichtsrat*) and the shareholders' meeting (*Gesellschafterversammlung*) of SE Management, acting as the general partner (*Komplementär*) of ROBIN KG; (ii) the shareholders' meeting (*Gesellschafterversammlung*) of SE KG; and (iii) the executive board (*Vorstand*) and the supervisory board (*Aufsichtsrat*) of Siemens Energy AG (*SE*, and together with its subsidiaries, the *SE Group*), the indirect holder of the shares in SGRE.

II. TERMS AND CONDITIONS OF THE OFFER

On 21 May 2022, the prior announcement of the Offer was submitted to the CNMV, which was published by means of the inside information notice number 1451, in accordance with the provisions of article 17 of the Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014, article 226 of the revised text of the Spanish Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October, article 16 of Royal Decree 1066/2007, and Rule One of CNMV's Circular 8/2008, of 10 December.

SE KG confirms the information and features of the Offer contained in the prior announcement and notes that there has been a variation with respect to the voting rights in SGRE attributed to SE, which amounts to 67.11% instead of 67.10%, as a result of the attribution to SE, by virtue of Article 5.1.a) of Royal Decree 1066/2007, of the voting rights deriving from the SGRE shares owned by the members of the management bodies of the subsidiaries of SE (including SGRE and its subsidiaries and including the stakes of Mr. Horst Hakelberg, Mr. Dieter Kupferschmidt and Mr. Jochen Eickholt already included in the prior announcement).

III. GUARANTEE OF THE OFFER

In accordance with Article 15 of Royal Decree 1066/2007 and in order to guarantee compliance with the obligations resulting from the Offer, SE KG has submitted to the CNMV, together with this request, the supporting documentation of the lodging of the following guarantees, granted by the entities listed below, for an aggregate amount of 4,048,461,556.96 euros for the purpose of guaranteeing the cash consideration which is necessary to settle the Offer (the **Bank Guarantees**):

Guaranteeing entities	Amount in euros of each of the relevant Bank Guarantees
Bank of America, National Association Frankfurt Branch / Filiale Frankfurt am Main	2,024,778.48
J.P. Morgan SE	2,024,778.48
Total secured amount	4,048,461,556.96

The amount of the Bank Guarantees covers the full maximum amount of the consideration for the Offer in cash (i.e., 4,048,461,556.95 euros).

IV. DOCUMENTS ACCOMPANYING THIS REQUEST

That, for the purposes of article 17.1 of Royal Decree 1066/2007, the following documents accompany this request:

- (a) Duly executed copy of the Prospectus.
- (b) The supporting documentation regarding the resolutions approving the Offer passed by SE Management as general partner (*Komplementär*) of SE KG.
- (c) The supporting documentation regarding the resolutions approving the Offer passed by SE KG.
- (d) The supporting documentation regarding the resolutions approving the Offer passed by SE.
- (e) The notarial certificates in relation to the valid incorporation of SE KG, and its current articles of association, together with their sworn translations into Spanish.

- (f) The notarial certificates in relation to the valid incorporation of SE Management, its current articles of association and details of the members of the supervisory board (*Aufsichtsrat*), together with their sworn translations into Spanish.
- (g) The notarial certificates in relation to the valid incorporation of SE, its current articles of association and details of the members of the supervisory board (*Aufsichtsrat*), together with their sworn translations into Spanish.
- (h) The audited and consolidated financial statements of SE as of 30 September 2021.
- (i) The consolidated financial results of SE for the first half of year 2022.
- (j) The certificate of immobilisation of SGRE shares held by SE KG, from the sub-custodians UniCredit and CACEIS and letter of undertaking not to pledge the shares.
- (k) The report prepared by PricewaterhouseCoopers Asesores de negocio, S.L., as independent expert, for the purposes of Articles 9 and 10 of Royal Decree 1066/2007.
- (l) Certificate from the Stock Exchange on the weighted average share price in the six-month period prior to the request for authorization of the Offer.
- (m) The model of the announcement of the Offer.
- (n) The letter delivered by SE KG to the CNMV regarding the publication of the Offer.
- (o) The copy of the letter of acceptance of Banco Santander, entity responsible for the settlement and intermediation of the Offer and, if applicable, the squeeze out.

The remaining documents necessary according to the provisions of Article 20 of Royal Decree 1066/2007 will be submitted within 7 business days following the date of the submission of this authorization request.

V. NOTIFICATIONS

That, for the purposes of any communication regarding this file, attention is drawn to:

Freshfields Bruckhaus Deringer

Att. D. Jose Armando Albarrán Jimenez
Paseo de la Castellana 95,
28046 Madrid
Tel.: +34917003700
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By virtue of the above, SE KG

REQUESTS

To the National Securities Market Commission to consider the document submitted, together with the Prospectus and further accompanying documentation, all statements contained herein made, to admit the above for processing and, upon presentation of the remaining documentation that is necessary and the appropriate legal formalities, to authorize the filing of the Offer.

In Munich, on 30 May 2022

Siemens Energy Global GmbH & Co. KG

P.p.