

ANNOUNCEMENT OF GENERAL MEETING OF BONDHOLDERS

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT IMMEDIATELY YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR ANY APPROPRIATELY AUTHORISED INDEPENDENT PROFESSIONAL ADVISER.

IF YOU HAVE SOLD OR OTHERWISE TRANSFERRED ANY HOLDING(S) OF THE BONDS REFERRED TO BELOW, YOU SHOULD IMMEDIATELY FORWARD THIS DOCUMENT AS SOON AS POSSIBLE EITHER TO THE PURCHASER OR TRANSFEREE OR TO THE PERSON WHO ARRANGED THE SALE OR TRANSFER SO THEY CAN PASS THESE DOCUMENTS TO THE PERSON WHO NOW HOLDS THE BONDS.

NOTICE OF MEETING

to each of the bondholders (the “**Bondholders**”) of

AUDAX RENOVABLES, S.A.

(incorporated as a public limited liability company under the laws of Spain)

outstanding

€125,000,000 2.75 per cent. Green Conditionally Convertible Bonds due 2025

ISIN CODE: XS2263652815

issued by

AUDAX RENOVABLES, S.A., S.A. (the “Issuer**”)**

pursuant to an issue deed (*escritura pública de emisión*) dated 19 November 2020

NOTICE IS HEREBY GIVEN that, in compliance with the provisions of (i) Article 422 et seq. of the consolidated text of the Spanish Capital Companies Act approved by Spanish Royal Legislative Decree 1/2010, of 2 July (the “**Spanish Companies Act**”) and (ii) the terms and conditions of the Bonds dated 30 November 2020 (the “**Terms and Conditions**”) the Issuer has convened a general meeting of Bondholders (the “**General Meeting**”) in accordance with the information below.

Unless the context otherwise requires, capitalised terms used in this notice shall bear the meanings given to them in the Terms and Conditions or, as applicable, the document with the proposed resolutions prepared by the Issuer (the “**Proposed Resolutions**”).

The General Meeting will take place at C. Electrónica, 19, floor 7, door C, 08915 - Badalona (Barcelona), Spain on 28 November 2022, at 13:00 Spanish peninsular time.

The General Meeting shall be held in accordance with the following.

AGENDA

First.- Authorisation, in the context of the potential subscription by Audax, Unieléctrica Energía S.A. and its relevant Spanish retail subsidiaries of a structured supply model in Spain of supplier of gas, electricity and other energy products with a third strategic partner (the "Market Access"), of the waiver request of the negative pledge prohibition provided for in clause 2 of the Terms and Conditions to allow, if applicable, the Issuer and its Subsidiaries to grant securities in connection with their assets and credit rights related to their retail business in Spain.

Second.- Delegation of faculties and power of attorney to the Issuer to execute as many deeds as they deem necessary or appropriate for the full effectiveness of the resolutions adopted by the General Meeting.

Third.- Drafting and approval of the minutes of the General Meeting as appropriate.

RIGHT TO INFORMATION

In relation to the proposals on the agenda, as of the delivery of the notice of the announcement of this General Meeting to Euroclear and Clearstream, Luxembourg, Bondholders may consult them on the website of Issuer Solutions, S.L., www.issuersolutions.com/meeting/audaxconvertible, in its capacity as the information, Tabulation and Proxy agent of the General Meeting (the “**Information and Tabulation Agent**”).

Furthermore, those Bondholders that wish to do so may examine them at the Issuer’s registered address and request the immediate, free-of-charge email delivery of the full text of the same (including the Syndicate Regulations), which provides a detailed description of (among other matters) the Proposed Resolutions to be submitted to the vote of the General Meeting as well as instructions for the exercise of the rights of attendance, representation and voting at the General Meeting.

Those Bondholders who are interested in receiving additional copies of the aforementioned documentation may request it by sending an e-mail to the Information and Tabulation Agent at the following e-mail address: projects@issuersolutions.com.

INFORMATION, QUORUM AND VOTING RIGHTS

The attention of Bondholders is particularly drawn to the majorities required for the General Meeting which is set out in the Proposed Resolutions. Having regard to such requirements, Bondholders are strongly urged either to attend the General Meeting or to take steps to be represented at the General Meeting, as referred to below, as soon as possible.

Bondholders who have held this status as of or for at least 2 days prior to the scheduled meeting date, and can provide proof of ownership of the Bonds by sending the relevant electronic voting instruction to the Information and Tabulation Agent via Euroclear Bank NL/NV or Clearstream Banking, Luxembourg, shall be entitled to attend and vote at the General Meeting.

The directors of the Issuer and the Paying Agent shall also be entitled to attend the General Meeting.

The Proposed Resolutions details the procedure to be followed by Bondholders to cast their vote at the General Meeting.

REPRESENTATION RIGHTS

Any Bondholder entitled to attend the General Meeting may be represented by another person by any means permitted by the Spanish Companies Act. In addition, any Bondholder entitled to attend may, be represented by Issuer Solutions, S.L., the Information, Tabulation and Proxy Agent. They may not, under any circumstances, be represented by the directors of the Issuer.

Representation must be permitted in writing and on a specific basis for this General Meeting.

The "Proposed Resolutions" document, details the procedure to be followed by Bondholders who wish to delegate their representation to the Commissioner or another person.

ADDITIONAL INFORMATION

The following means of contact have been made available for the purpose of providing information or resolving queries related to the General Meeting hereby convened:

Information and Tabulation Agent

Issuer Solutions, S.L.

Av. de Francia, 17, A, 2

46023 Valencia, Spain

Att.: Marina Pettis

By telephone: +34 963 222 555

By email: projects@issuersolutions.com

This announcement is regulated by Spanish law and shall be interpreted in accordance therewith.

4 November 2022