

# Company Presentation

April 2024

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### Greenvolt

01 Who we are

## Greenvolt has a unique positioning within the renewable sector ...



... to capture the multiple accretive opportunities ahead

## Greenvolt is a 1.1 €bn market cap renewables player that operates in three business clusters



#### **01** WHO WE ARE

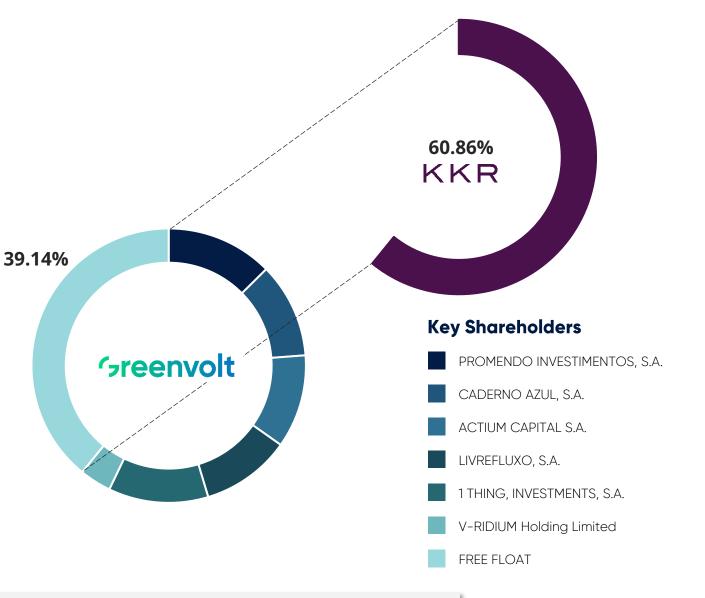
## **Shareholder Structure**

In February 2023, Greenvolt completed the Issuance of **200 €m** in **convertible bonds** to KKR.

In December 2023, KKR launched a **takeover bid** for 100% of Greenvolt's share capital, having already reached an agreement with **key shareholders representing 60.86%** of the company.

Greenvolt's Board of Directors believes that the launch of the public tender offer:

- Recognises the differentiating nature of Greenvolt's strategy, based on three strategic axes, notably Distributed Generation, aiming to maintain and strengthen Greenvolt's strategy
- Will strengthen the **relationship** between Greenvolt and its stakeholders



With a successful public tender offer, Greenvolt will be executing and delivering on its communicated strategy with a leading financial sponsor, such as KKR, that believes in the company and its goals

## **KKR's Tender Offer**

CMVM's decision to register

the Offer, publication of the

Prospectus

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	<ul> <li>21 December 2023: KKR publ</li> </ul>	lished the Preliminary Announcement of the	offer	
	• 10 January 2024: The draft of	the Prospectus became available to Greenv	olt, the CMVM <sup>1</sup> , and Euronext Lisbon	
<b>Greenvolt</b> KKR	disclosed to the public	ssued the Report of the Board regarding the to the fulfillment of the applicable preceder	opportunity and conditions of the offer. The opinion was a nt conditions <sup>2</sup>	lso
	<ul> <li>From 31 May 2024 onwards <sup>3</sup></li> </ul>	3: Closing of purchase and sale operations of	the shares owned by the Selling Shareholders <sup>4</sup>	
	Procedures for the conversion of the <b>200 €m convertible</b> <b>bonds</b> into equity	Calculation and publication of the <b>offer result</b>	Disclosure of the update of KKR's qualifying shareholding after the offer	
Next Steps > O-	O	OO	OO	

Offer period <sup>5</sup>

<sup>1</sup> Comissão do Mercado de Valores Mobiliários (Portuguese Securities Market Commission); <sup>2</sup> Approval of Competition Authorities, Foreign Direct Investment (FDI) clauses from Portugal, Romania, Ireland, United Kingdom, and Germany, and an independent expert; <sup>3</sup> If all conditions have been met; <sup>4</sup> Representing 60.86% of total shares; <sup>5</sup> The offer period may vary between 2 and 10 weeks

Physical and **financial** 

settlement

Decision to *squeeze* or not

squeeze out



02 Context

## Greenvolt continues to be well positioned to navigate the current environment structurally requiring an increased weight in renewables

#### Renewables are key to meet long-term energy policy targets



Fight against climate change



Guarantee energy independence



Cheapest source of energy



Safeguard a fair energetic transition through solar PV distributed generation sources

	Current Market		Greenvolt prospect / opportunity
¥=	Permitting is the bottleneck	>	Structural permitting barriers persist, which implies that local expertise is key for development success
~~	Price uncertainty	>	Volatile short- and long-term energy prices continue to drive PPA prices to levels much higher than in the past
X	Softer supply chain disruptions	>	Stabilization of the supply chain led to a sharp decrease in solar Capex
\$	High interest rates	>	Profitability of RtB projects maintained in most markets as the increase in interest rates is offset by electricity prices
	New market design	>	Renewables support scheme Fostering Distributed Generation and energy sharing
٥Ĩ٩	Growing intraday unbalances	>	Urgent need for flexibility and storage



03 Results 2023

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2023

# Resilient EBITDA in a challenging year and paving the way to more growth in 2024 and beyond

**Transition year** due to high Capex levels that will bear fruit in the future, lower electricity prices in the UK, and DG segment in ramp-up phase

		3.1 €m
Results		2 €m
		6.3x 3.2 €m
<b>Business Plan Consolidation</b>	<ul> <li>+200 MW of assets sold</li> <li>1.4 GW of storage assets in Poland with guaranteed revenues for years</li> <li>8.4 GW of pipeline in 17 countries, 2.9 GW already sold or RtB in</li> <li>Focus on more promising markets and businesses</li> </ul>	
2024 Outlook ✓ 4.5 ✓ EB	<b>Set rotation</b> of at least <b>500 MW</b> GW at least RtB at the end of the year TDA growth in Utility-Scale and DG with material increase in profitab ter and stronger growth enabled by the KKR offer	oility

<sup>1</sup> Liquidity defined as Cash and Cash Equivalents of 463.5 €m, unused credit lines in the amount of 120.5 €m, and increased by cash-like items linked to the operation of 39.2 €m – namely recoverable VAT associated to the construction of the parks, grid deposits, amongst others

#### **03** RESULTS 2023

## 2023 In Numbers

2023 was marked by strong investments, creating conditions for increased profitability in 2024 and beyond.

The Utility-Scale segment already represents around 50% of the Group's EBITDA, driven by the revenues from both asset rotation and operating assets, offsetting the decrease in the Biomass segment performance from lower prices in the UK.

In DG there was a continued focus on growth in new geographies and consolidation of the pan-European platform.



Energy Exported <sup>3</sup>

+9%

**584** €m

Liquidity <sup>5</sup>

Pipeline <sup>4</sup>

**372.4** €m

Unused guarantee-lines

**1.2** €m

Net Income <sup>2</sup>

(93)%

 $(\uparrow)$ +22%

+3%

**91.5** MWp

+200%

DG Installed Capacity



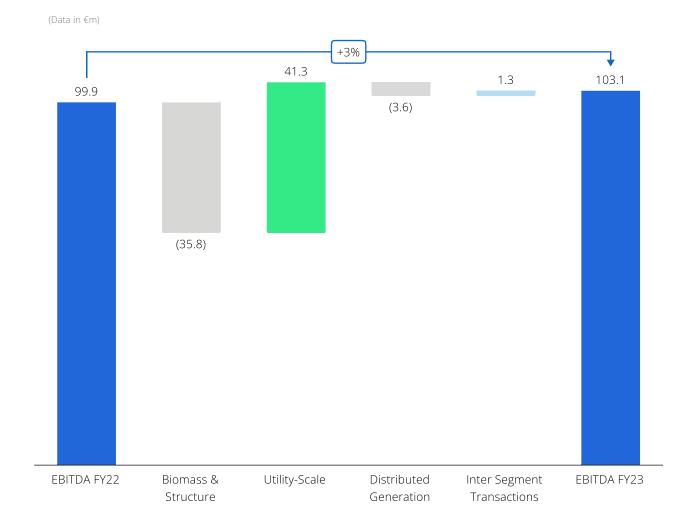
Values excluding discontinued operations and comparing with the restated of 2022, i.e. also excluding the discontinued operations

<sup>1</sup> Includes Sales, Services rendered and Other income; <sup>2</sup> Net Income attributable to Greenvolt; <sup>3</sup> From Biomass and Utility-Scale operating assets; <sup>4</sup> Probability-weighted pipeline capacity; <sup>5</sup> Includes cash and unused credit lines

## **2023 EBITDA Evolution**

EBITDA increased 3%, mostly impacted by substantially lower prices in the UK affecting the Biomass segment, which was offset by the performance of the Utility-Scale segment.

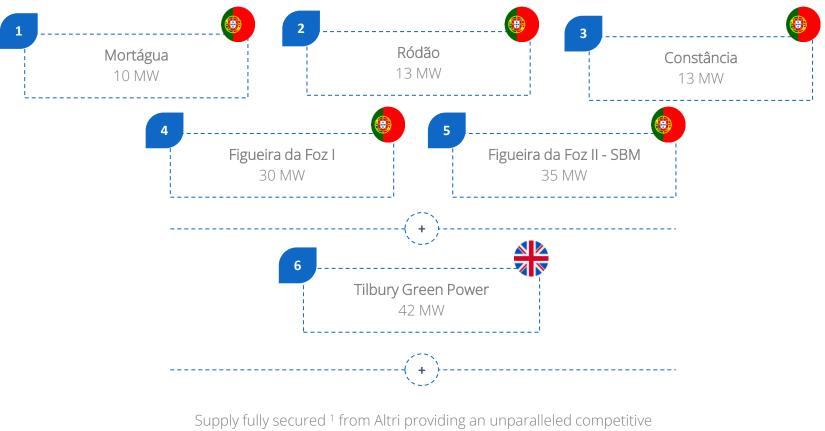
The DG segment decreased slightly reflecting the growing number of new geographies, the ramp-up phase of the segment and the efforts in consolidating the pan-European platform, this was mitigated by profitable results in Italy, Ireland and some of the companies in Portugal, where the business is at a more developed stage.





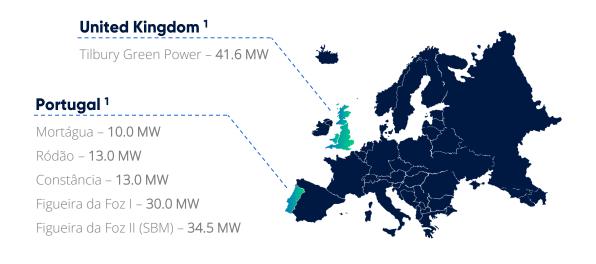
03 Greenvolt is a unique player in the new energy world

## Biomass operations with long term regulated tariffs



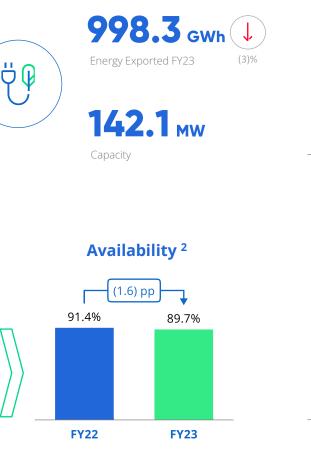
### **Biomass Overview**

The Biomass & Structure business unit is composed of 6 biomass plants in two geographies (Portugal and UK) and holding structure

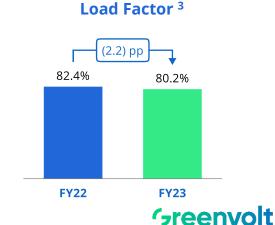


The load factor decrease is mostly explained by the decline in availability, a consequence of the scheduled outage of TGP during 2Q23 and the longer-thanexpected stoppage of Mortágua

### **01** Key Operational Data



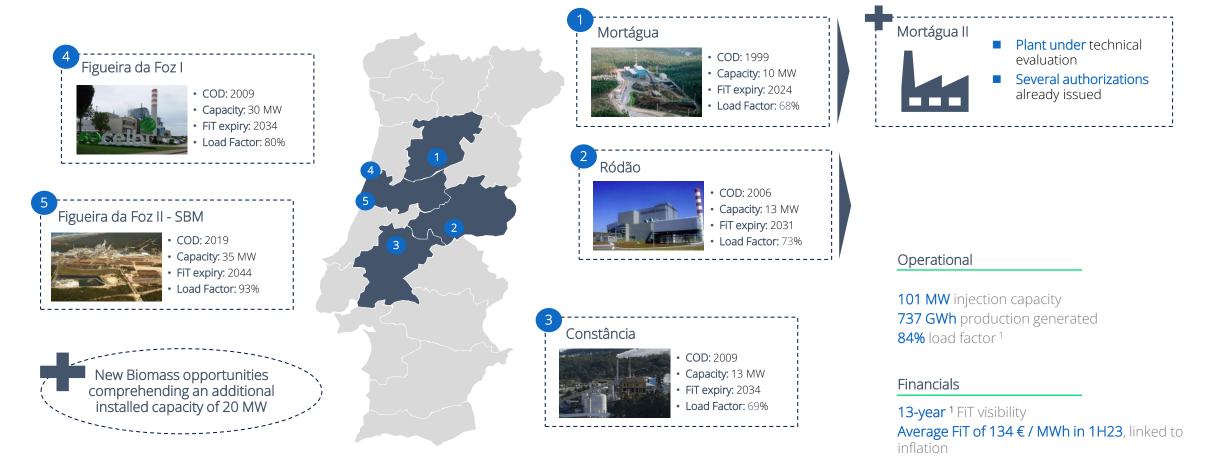
Energy Exported GWh (3)% 1,026.0 998.3 FY22 FY23



#### 16

<sup>1</sup> Capacity as per respective licenses; <sup>2</sup> Availability = Operational Hours / Total available hours in the period, weighted per license capacity of each plant; <sup>3</sup> Load factor = Energy Exported / Maximum production possible (as per license)

## Greenvolt is the leading Biomass player in Portugal ...



**Greenvolt** 

### <sup>1</sup> Capacity weighted average; 16 years including Mortágua extension

#### 17

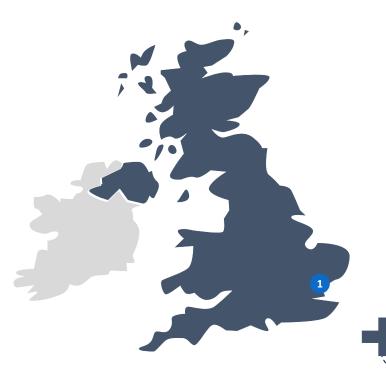
All data as of FY23

## ... pursuing European opportunities that can be optimized



#### **Tilbury Green Power Holdings Limited (TGPH)**

- 51% stake acquired in July '21
- Strategically located c.25 miles from London to economically process urban waste wood
- Multiple long-term value enhancement opportunities given strategic location and land leased until 2054
- High degree of cash flow visibility, including ROCs revenue underpinned by RPI-index up to 2037 and long-term agreements in O&M and supply of biomass



#### Operational

42 MW injection capacity289 GWh p.a. production generated78% load factor

#### Financials

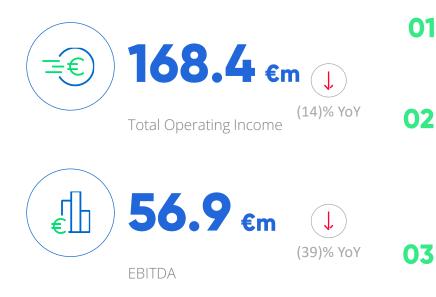
14-year ROC visibility 1.40 ROCs / MWh

> Potential acquisition of at least two more ~40 MW Biomass power plants in the next five years



# Results impacted by lower prices in the UK while operational performance in Portugal persists

### **2023 Key Financials**



#### **Highlights**

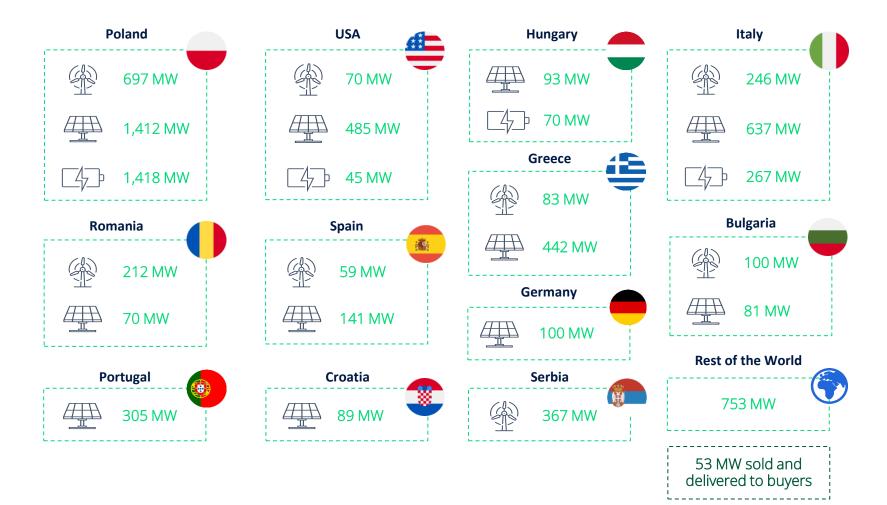
- The Biomass and Structure segment's Total Operating Income for 2023 amounted to 168.4 €m, down 14% on the same period last year. EBITDA totaled 56.9 €m, a 40% YoY decrease.
- 2 The biomass power plants in Portugal maintained a strong operational performance despite the slight decrease, with a load factor of 81.1% and availability of 92.9% compared to 83.7% and 94.7% respectively in 2022. The activity in Portugal has proven to be resilient with a very stable performance, even with a longer-than-expected stoppage of the Mortágua power plant.

Portuguese biomass plants continued to show a strong performance with a load factor of 81.1% over the year and an availability of 92.9%.

### Greenvolt

**Biomass & Structure** 

### 8.4<sup>1</sup> GW pipeline of wind, solar and batteries



Greenvolt

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# Greenvolt's core strategic positioning unchanged: selective extension to COD as a complement to development

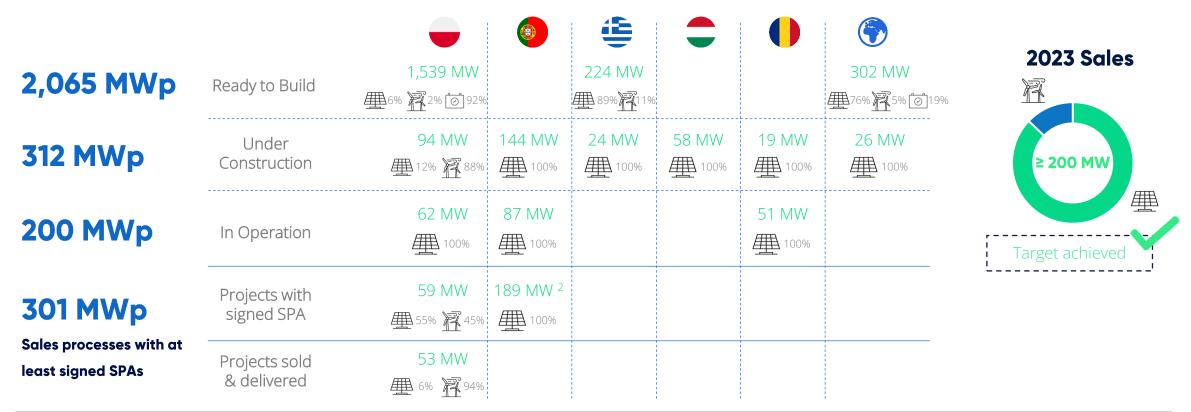


Greenvol

2 1

## 2.9 GW of assets sold or at least Ready to Build

#### Projects sold or at least RtB as of today



### **Overall Pipeline of 8.4** <sup>1</sup> **GW in 17 countries**

Greenvolt

#### 22

From 59 MW of projects with signed SPA, 20 MW of solar PV started injecting during 4Q23 while the remaining started in 1Q24. Pending usual conditions precedent to transfer the projects to the buyer. <sup>1</sup> Probability-weighted capacity; <sup>2</sup> Sold as forward contract, subject to projects reaching Ready to Build. Not in Ready to Build stage as of 31 December 2023. Projects at least RtB in 2024

# Greenvolt is confident in pipeline development and sales for 2024 ...

		-		÷			
<b>2,215</b> <sup>MWp</sup>	RtB	1,223 MW ∰17%			105 MW ∰33% @ີ]67%	177 MW	710 MW ∰90% ©10%
<b>1,353</b> <sup>MWp</sup>	Under Construction	760 MW ∰43% 🖗 4% 🙆 53%	56 MW	200 MW		35 MW	302 MW ∰66% <u>₹</u> 20% ©14%
<b>608</b> MWp	COD	156 MW ∰40% ਔ60%	179 MW	48 MW ∰50% <u>₹</u> 50%	58 MW	70 MW ∰ 100%	97 MW ∰98% ໍ© 2%
<b>301</b> MWp	Projects sold & delivered <sup>1</sup>	112 MW ∰ 32% 🛣 68%	189 MW				

**4.5**<sub>GW</sub>

#### Sales expected for 2024



Three sale processes already ongoing in three different geographies totaling more than 350 MW

#### Greenvolt

23

Numbers are rounded and probability-weighted <sup>1</sup> Only considering projects with a signed SPA until 31 December 2023

## ... and has established objectives for 2025 and beyond

				÷			<b>(</b>
<b>2,595</b> <sub>MWp</sub>	RtB	1,406 MW ∰26% 🛱 2% 🙋 72%		64 MW	35 MW		1,090 MW ∰22% <u>₹</u> 61% © 17%
<b>1,745</b> <sup>MWp</sup>	Under Construction	595 MW ∰26% <u>₹</u> 7% © 67%		92 MW	70 MW	177 MW	811 MW
<b>2,379</b> <sup>MWp</sup>	COD	551 MW	235 MW	369 MW ∰ <sup>93%</sup>	58 MW	105 MW ∰ <sup>97%</sup> <u>ഏ</u> 3%	1,061 MW ∰82% <u>₹</u> 8% ©10%
<b>242</b> MWp	Projects sold & delivered <sup>1</sup>	53 MW ∰ 6% <u>₹</u> 94%	189 MW				

#### Projects at least RtB in 2025

**7.0** GW Capacity net of minorities is 6.6 GW

∰ 3.3 GW 🕅 1.5 GW 🙆 1.8 GW

**Greenvolt** 

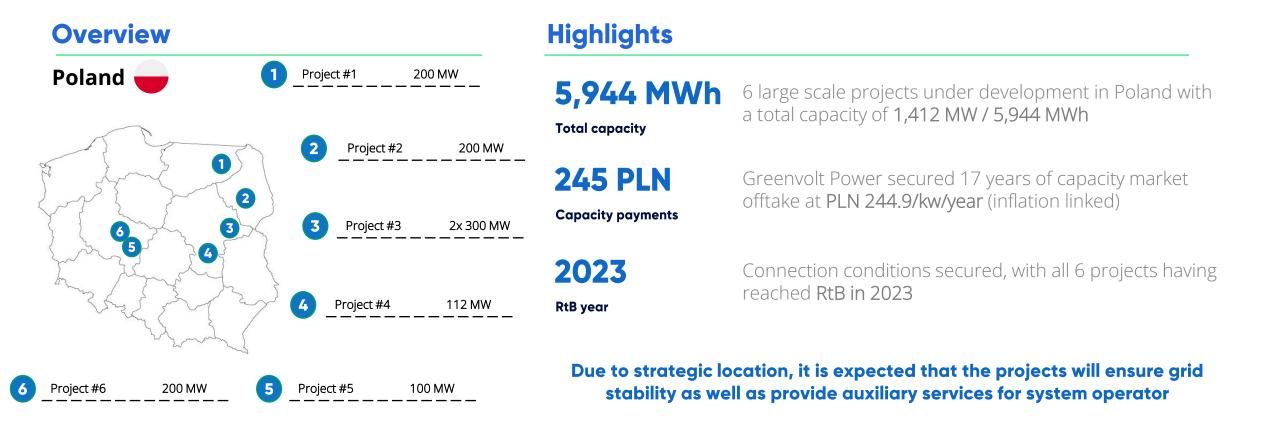
Numbers are rounded and probability-weighted <sup>1</sup> Only considering projects with a signed SPA until 31 December 2023

## **Recent milestones confirm Utility-Scale strategy**



#### Greenvolt

## BESS <sup>1</sup> pipeline under development by Greenvolt Power, with secured capacity market offtake for 17 years



Greenvolt

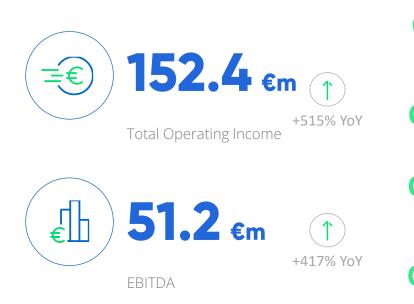
#### 26

<sup>1</sup> Battery Energy Storage System

05

# Performance driven by operating assets and the recognition of asset rotation margins

### **2023 Key Financials**



#### **Highlights**

### **Utility-Scale**

- O1 Total operating income amounted to 152.4 €m, 6.2x higher than that of the same period last year, with EBITDA totaling 52.4 €m, an increase of 5.2x compared to 2022. These results are mainly driven by sales of energy and green certificates from assets in operation, and by the contribution from the sale of assets developed and built during the year, totaling more than 200MW.
- **O2** Greenvolt has 26 solar parks operating in Poland, Romania, and Portugal, with a total capacity of 246 MW, which injected an aggregated total of 172.3GWh of electricity into the grid and an installed capacity in operation of 246 MWp, +30% than at 9M23.
- **O3** The total pipeline of projects amounts to 8.4 GW in 17 geographies. Currently, Greenvolt has 2.9GW sold or at least RtB, an increase of 108% compared to the last earnings release, having 6 storage projects in Poland that reached RtB in the last months. This total also considers the 53 MW of assets developed, sold and already delivered to their respective buyers.
- **O4** Oak Creek in the USA, and Greenvolt Power France are now discontinued activities. In the USA, Greenvolt is focused on niche markets and in France the plan is to sell or partially sell the business.
  - Greenvolt was awarded 1.2 GW of capacity at the Polish capacity auction held in December 2023 for its wholly owned 6 BESS projects. The contracts cover 17 years and are the largest BESS portfolio to ever clear an auction in Poland and probably the largest contracted portfolio in Europe.

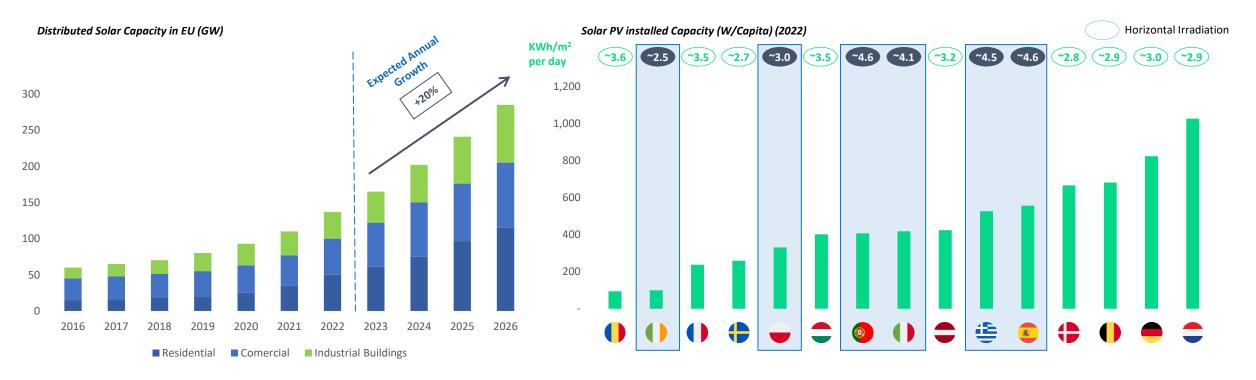
#### Greenvolt

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# DG in Europe is expected to grow 20% every year until 2026

Key mega-trends are driving Distributed Generation development in Europe

Greenvolt is present in countries with high solar irradiation that still have a significant amount of untap potential for self-consumption



Greenvolt

## Pan-European platform present in 10 countries



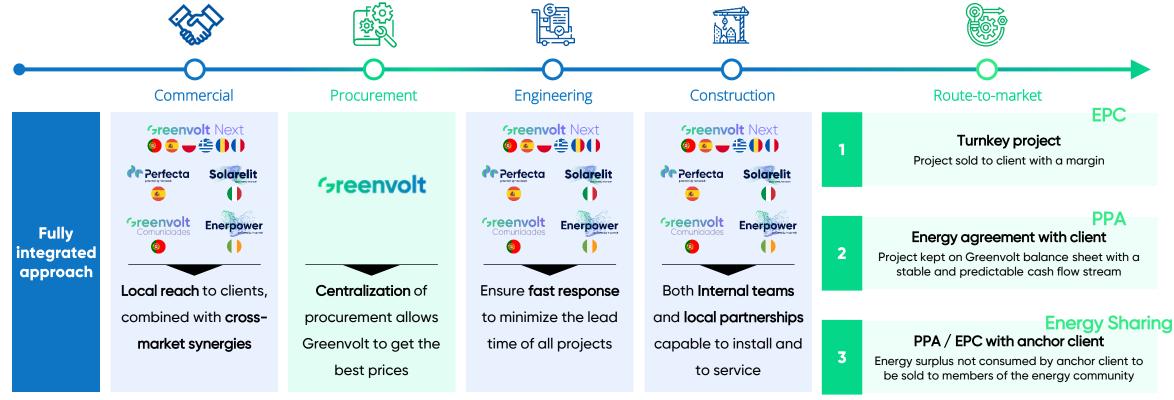


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## **Distributed Generation**

**Business Model** 

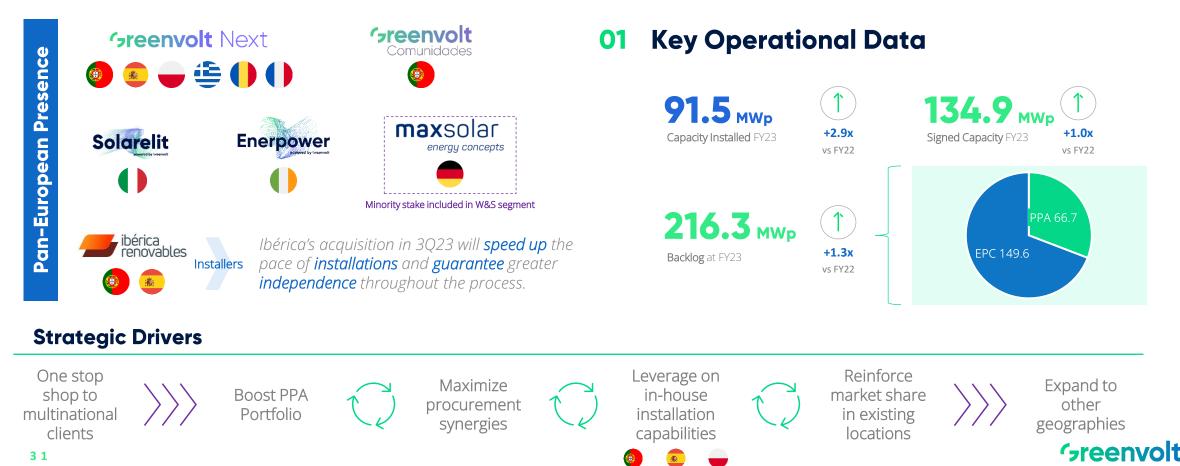
Designed to i) capture the exponential growth opportunity, ii) combine local expertise with the benefits from being able to tap several markets and iii) ensure scale at a Group level



End-to-end coverage of the value chain, resulting in a complete set of products

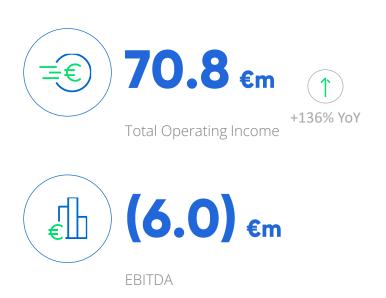
#### Greenvolt

# Distributed Generation is already EBITDA positive in three markets representing 85% of backlog <a>[]</a>



# Greenvolt is now in 10 countries worldwide but still in a ramp-up phase

### **2023 Key Financials**



### Highlights

### **Distributed Generation**

- **O1** Greenvolt entered 5 new DG markets during 2023: France, Greece, Ireland, Italy and Romania, and is now present in 10 geographies: 9 European and 1 Asian (Indonesia). Greenvolt reorganized its presence in the Spanish market by shifting its focus to the B2B sector. Therefore, Perfecta Energía is now considered a discontinued activity, for which the divestment process is still ongoing.
- O2 Self-consumption installations totaled 91.5 MWp in Portugal, Spain, Poland, Italy and Ireland +200% YoY, with installations through PPAs accounting for 10% of the total. At the end of 2023, Greenvolt had a total backlog of 216.3 MWp to install, +51% than in 2022, 66.7 MWp will be through PPAs
- O3 Total Operating Income for 2023 reached 70.8 €m, +136% YoY, driven by activities in Portugal, Italy and Ireland. The segment's total EBITDA was (6.0) €m, reflecting the ramp-up phase of this business as well as the focus on consolidating the platform.
- **O4** Considering the solid backlog of 216.3 MWp, the Group is confident the whole segment will be EBITDA positive in 2024.

### Greenvolt

FY22 and FY23 values exclude discontinued operations

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<sup>1</sup> With an option to acquire a majority position in 2027; <sup>2</sup> With an option to acquire 100% of the capital in 2028; <sup>3</sup> With an option to acquire 100% of the capital in 2027

## Profitability to accelerate in 2024 with more than 500 MW of asset sales and better performing DG operations

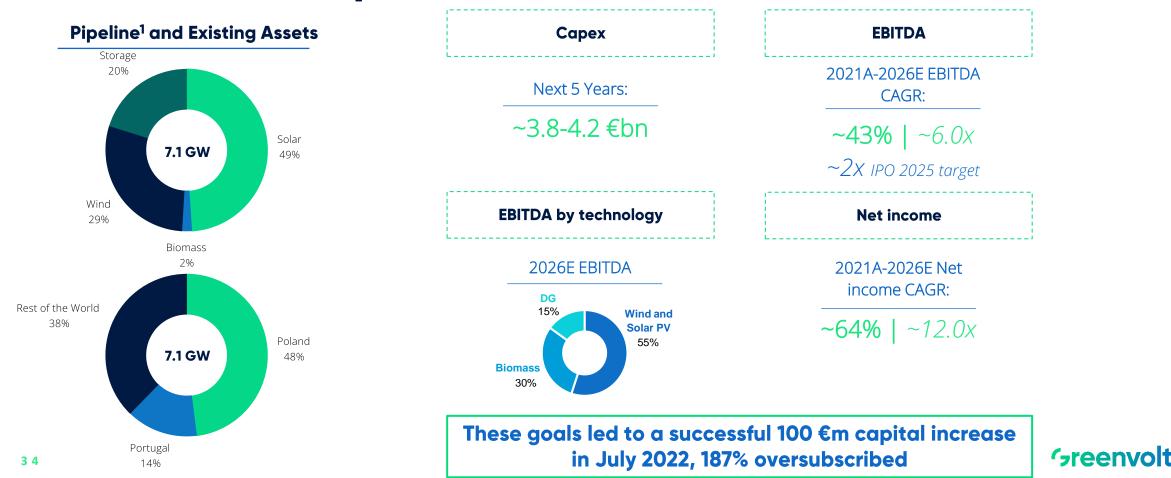
#### **Business Plan Execution**

#### **Targets**

<b>Utility-Scale</b>	) ジョン	<ul> <li>Sale of +250 MW of solar and wind projects</li> <li>Overall pipeline of 8.4 GW in 17 geographies</li> <li>2.9 GW of capacity developed with more than 1,419 MW reaching RtB since 9M23</li> </ul>	<ul> <li>Sell 500 MW in 2024, with 3 sale processes already ongoing in 3 geographies totaling more than 350 MW</li> <li>4.5 GW of capacity expected to be at least RtB by 2024 and 7.0 GW in 2025</li> </ul>
Distributed Generation		<ul> <li>Presence in 10 DG markets, of which 6 new during 2023: Greece, Italy, Romania, France, Ireland and Indonesia.</li> <li>Installations of 91.5 MWp, +200% compared to 2022</li> <li>Focus on the B2B segment</li> </ul>	<ul> <li>Further expansion and consolidation of the pan-European DG platform</li> <li>Reaching positive EBITDA in 2024 supported by a solid backlog of 216.3 MW</li> </ul>
Biomass	<b>X</b>	Continued optimization of biomass operational perform	mance, as it is the <b>steady foundation of cash flow generation</b>

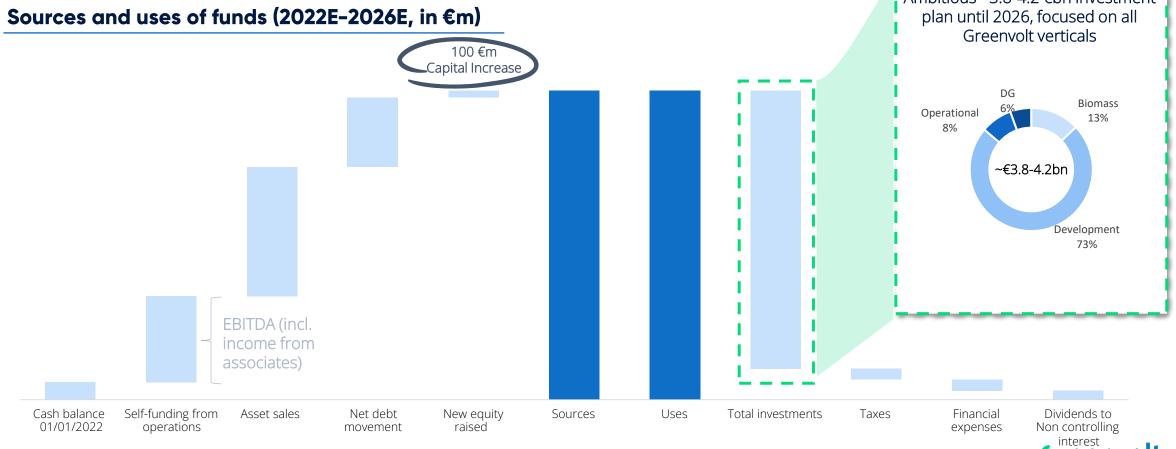
#### Greenvolt

## Business plan execution is on track with strong Wind and Solar development and DG acceleration



<sup>1</sup> Probability-weighted pipeline. Excludes MaxSolar

# Greenvolt plans to invest ~3.8-4.2 €bn until 2026, with moderate increase of financial debt



een

## **Financial Position**

Solid liquidity position maintained, fuelling faster execution of projects already in the pipeline, from RtB to COD

### 2023 Highlights

- Cash and unused credit lines amounting to **584.0** €m
- 408 €m raised during 2023, of which 311 €m are medium to long-term
- In November 2023, Greenvolt contracted a 90 €m Revolving Credit
   Facility to finance the construction of Utility-Scale projects in Poland.
   Additionally, in December 2023, it contracted a 36 €m Construction
   Facility to finance a Utility-Scale project in Hungary. As of 31 December 2023, both lines are unused.
- Greenvolt has a total of 513.9 €m approved guaranteed lines, of which 372.4 €m are available.
- Already in 2024, issued 100 €m green bonds in the Portuguese retail market with a 4.65% coupon rate.

### 01 Key Figures as of Dec23

**691.4** €m

Pro-forma Net Debt



Cost of Debt <sup>3</sup>

**6.3** x

Pro-forma Net Debt/LTM Adjusted EBITDA <sup>1</sup>

**623.2** €m

Cash, unused credit lines and cash-like items <sup>2</sup>



**Greenvolt** 

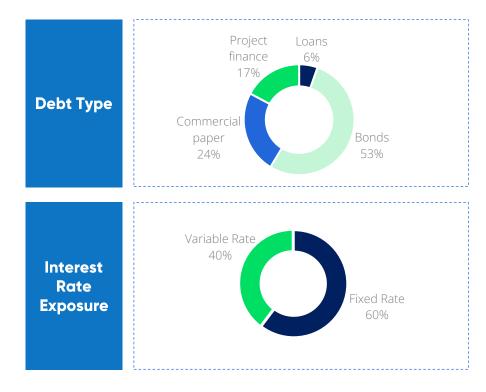
#### 36

<sup>1</sup> Net financial debt of 730.6 €m, deducted from cash recoverable amounts linked to operations of 39.2 €m – namely recoverable VAT associated to the construction of the parks, grid deposits, amongst others. EBITDA excluding transaction costs of 106.2 €m and including the pro-forma impact of the last 12 months of the recent acquisitions in the DG segment, not considered in the Group consolidated accounts, with a positive impact of 4.0 €m – namely Enerpower, Solarelit and Ibérica Renovables; <sup>2</sup>Cash and Cash Equivalents of 463.5 €m, unused credit lines of 120.5 €m, and cash recoverable amounts linked to the operation of 39.2 €m; <sup>3</sup> Weighted average cost of debt excluding fees

€

# Strong liquidity position to support the Business Plan needs for the future

#### Outstanding Debt Profile as of Dec23



#### Debt Maturity Profile as of Dec23

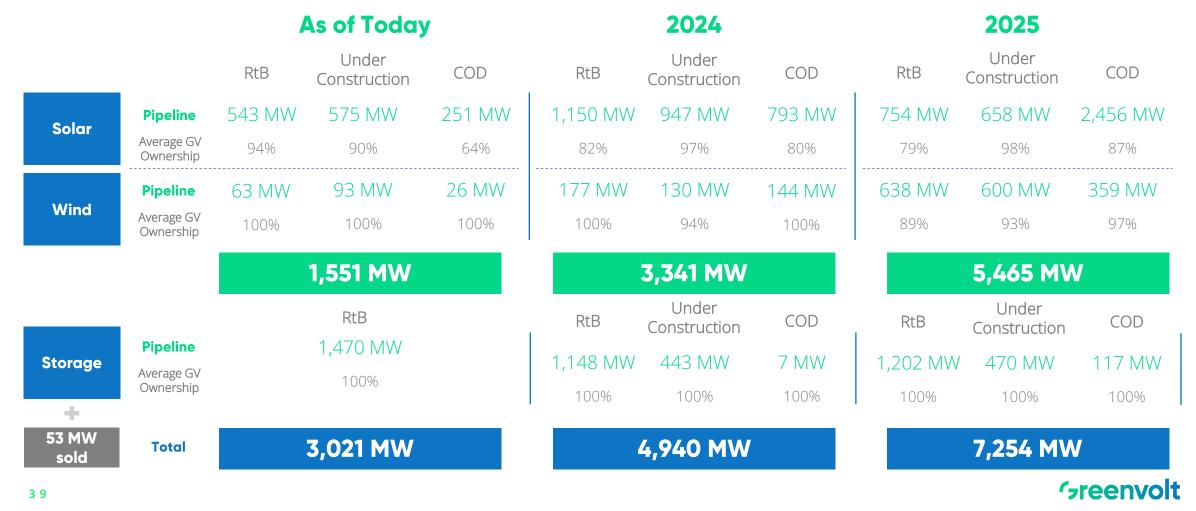


#### Greenvolt

### Greenvolt

04 Appendix

## **Pipeline shared with partners**



#### 04 APPENDIX

## **ESG is our DNA**

In 2023 Greenvolt continued to consolidate its leading position in the ESG ratings, to build credibility and transparency around sustainability

 Recognition for our ambitious commitments and efforts by several external investors and ESG analysts

ESG Rating Providers	Ratings range	Score 2022	Score 2023	Variation
a Moningstar company	100-0	29.3 (medium risk)	20.9 (medium risk)	$\bigcirc$
MSCI 🛞	CCC - AAA	A	А	∎
S&P Global	0-100	32	45	$\bigcirc$
ISS QualityScore	10-1	29.3 (medium risk)	20.9 (medium risk)	$\bigcirc$
ISS ESG ⊳	"D-" to "A+"	B (Prime Level)	B (Prime Level)	•
EthiFinance	"D-" to "A+"	64	76	$\bigcirc$
REFINITIV 🧮	"D-" to "A+"	B-	В	$\bigcirc$
	"D-" to "A+"	-	First participation in the CDP Climate Change programme (no score awarded))	-

✓ **Alignment** with the best ESG standards and frameworks



✓ **Joined** the Solar Stewardship Initiative to foster responsible production, sourcing and stewardship of materials across the global solar value chain



# Greenvolt aims to hold the highest sustainability standards and ethical business practices

Reflecting our performance according to ESG criteria

#### **Targets**

Reduce the carbon intensity of own operations by 45% by 2026

Align business and reporting activities according to Sustainable Finance best practices

Zero accidents with employees and top management commitment reflected in a company-wide specific KPI for variable compensation



#### Greenvolt

## **STOP Program 2023 Key Figures**

 Engagement In 2023 Greenvolt expanded the social programme integrating new geographies and ensuring the involvement of more employees





9 800€ Donations



+ 140 Volunteers Worlwide



Scholarships Delivered (Portugal & Poland)



**Children Involved** in the Talk to the future generations initiative

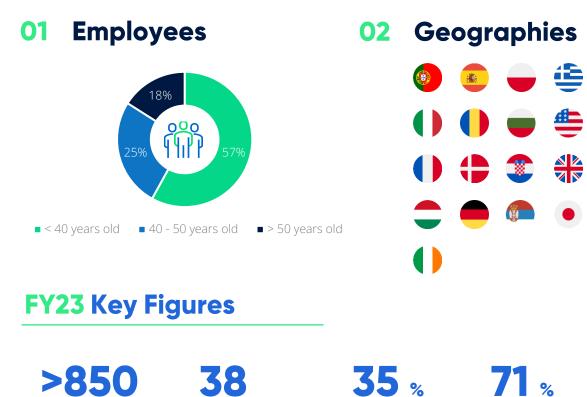


## **Competitive HR policy**

Well-defined HR strategy, based on attracting and retaining top-tier people across different geographies

#### HR Strategic pillars





### **Highlights**

✓ Already during 2023, Greenvolt conducted its first **climate study** 

> 90 % Climate Survey Answer Rate

Employees

Nationalities

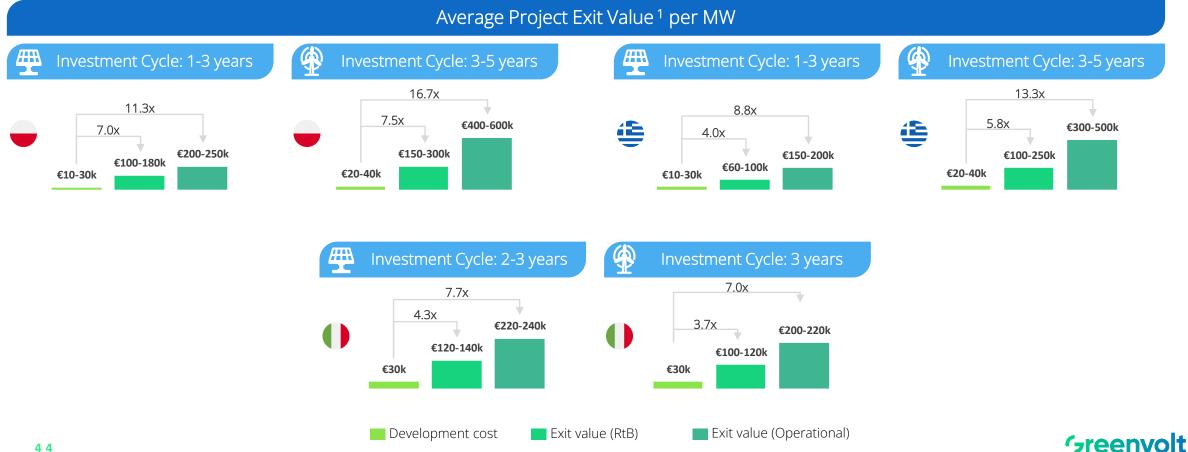
Women Talent

with University degree



## Greenvolt's value creation for each type of project

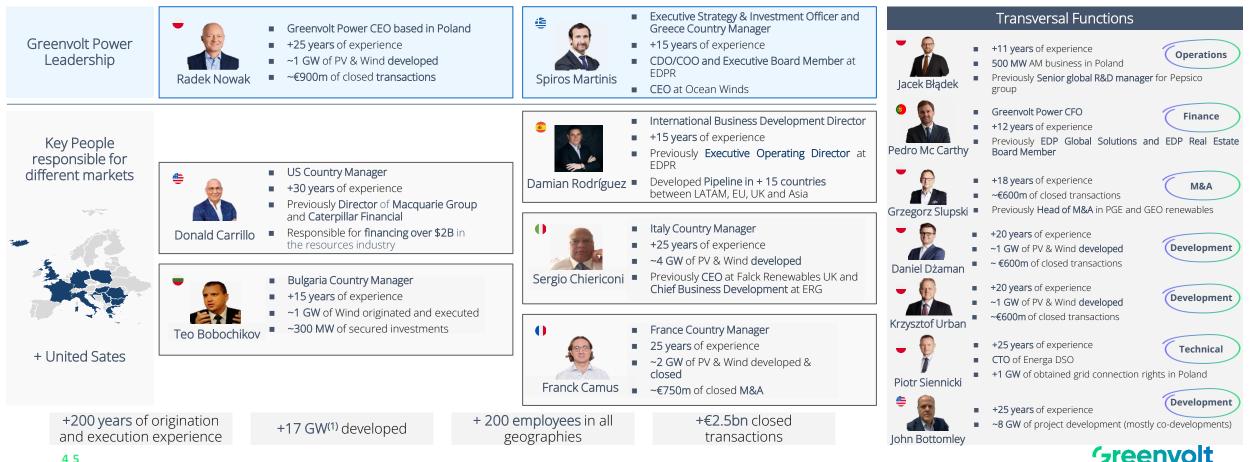
Greenvolt's investment decisions to be based on best risk-adjusted returns across core markets



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Notes: Exit values in Poland are derived from historical V-Ridium transactions and in-depth knowledge regarding investor yield expectations. Exit values in Greece are derived from V-Ridium insight into market transactions and in-depth knowledge regarding investor yield expectations. In the case of Italy and France, despite those markets currently yield higher exit values, V-Ridium is assuming a compression of exit values due to increased competition.<sup>1</sup> Only assuming value creation.

# Greenvolt Power: Strong local team with proven capabilities on pipeline development and asset rotation



<sup>1</sup> Net pipeline, including co-developments



Shaped by Nature

Thank you Please contact us at <u>ir@greenvolt.com</u> for any inquiries

www.greenvolt.com