

NOTICE OF MEETING OF THE HOLDERS OF THE BONDS**“GREEN BONDS GREENVOLT 2022-2027”****ISIN: PTGNVGOM0004****GREENVOLT – ENERGIAS RENOVÁVEIS, S.A.**

Share Capital: €367,094,274.62

Registered Office: Rua Manuel Pinto de Azevedo, no. 818, 4100-320 Porto

Registered with the Commercial Registry Office of Lisbon under

Corporate Taxpayer No. (NIPC): 506 042 715

NOTICE OF MEETING

Under the terms of Article 355, number 2, of the Portuguese Companies Code, holders of the bonds (the “**Bondholders**”) issued by Greenvolt – Energias Renováveis, S.A. (the “**Issuer**”), with the ISIN code PTGNVGOM0004, representing the issue “Green Bonds Greenvolt 2022-2027” (the “**Green Bonds Greenvolt 2027**”), are hereby convened to attend the Bondholders’ meeting (the “**Meeting**”) to be held on 14 May 2024, at 10 a.m. (GMT), exclusively through telematic means, for the purposes of considering and, if deemed appropriate, passing the following resolution which will be proposed as an Extraordinary Resolution (*Deliberação Extraordinária*), in accordance with the provisions of the Conditions of the Green Bonds Greenvolt 2027 (as defined below), thus composing the following agenda:

Sole Item: To resolve on the amendment of paragraph (a) of section 14.11.3 (*Bondholders’ Put Option*) of the terms and conditions of the Green Bonds Greenvolt 2027 set out in Chapter 14 (*Terms and Conditions of the Green Bonds Greenvolt 2027*) of the prospectus for public subscription offer and admission to trading of the Green Bonds Greenvolt 2027 approved by CMVM on 25 October 2022, as amended by the addendum approved by CMVM on 9 November 2022 (respectively, the “**Conditions of the Green Bonds Greenvolt 2027**” and the “**Prospectus**”), to read as follows:

“14.11.3. Bondholders’ Put Option

*The occurrence of any of the following events (each an “**Early Redemption Event**”) shall be an Early Redemption Event at the option of the Bondholders:*

- (a) The aggregate of the shareholdings directly or indirectly held by one or more KKR Entities, ceases to represent the majority of the Issuer’s share capital and/or voting rights. For the purposes of this paragraph (a), “**KKR Entities**” shall mean any entities through which KKR & Co. Inc and/or Kohlberg Kravis Roberts & Co. L.P., directly or indirectly, controls the exercise of voting rights attached to shares representing the share capital of the Issuer, thereby determining the direction in which such voting rights are exercised.*
- (b) [Unchanged]; or*
- (c) [Unchanged].*

If any Early Redemption Event of the Green Bonds Greenvolt 2027 at the Bondholders’ option occurs, the Issuer shall immediately inform the public after becoming aware of it, through CMVM’s information disclosure system.

*For purposes of this section, an Early Redemption Event shall be deemed to have occurred on the date of their disclosure to the market by the Issuer or whomever has such duty, through CMVM’s information disclosure system (such date constituting an “**Early Redemption Event Date**”).”*

The effectiveness of the amendment of paragraph (a) of section 14.11.3 (*Bondholders’ Put Option*) of the Conditions of the Green Bonds Greenvolt 2027, under the terms set out above, is subject to the holding, directly or indirectly, of a set of shareholdings representing the majority of the Issuer’s share capital and/or voting rights by one or more KKR Entities (as defined above), taking effect at the exact moment when the set of shareholdings representing the Issuer’s share capital and/or voting rights, directly or indirectly, held by one or more KKR Entities (as defined above) represents the majority of the Issuer’s share capital and/or voting rights, provided that such holding starts until the withdrawal, revocation or settlement (inclusive) of the public tender offer for the acquisition of all the shares corresponding to the share capital of Greenvolt referred to in the preliminary announcement published on 21 December 2023 (as amended on 6 March 2024), whichever occurs first.

INFORMATION TO BONDHOLDERS

The Meeting is convened following a request submitted to that effect by the Issuer's Board of Directors and will be chaired by the chairman of the General Meeting of shareholders of the Issuer¹ (the "Chairman of the General Meeting of Shareholders") given that a common representative of the Bondholders was not elected.

If, on the scheduled date, the Meeting cannot be held due to lack of constitutive quorum (as per the *Applicable Quorums* section below), an adjourned meeting is hereby convened, to be held on 31 May 2024, at 10 a.m. (GMT), also exclusively through telematic means and with the same agenda.

Interpretation

Unless defined herein or in the context requires otherwise, all capitalised terms contained in this notice will have the meaning assigned to them in the Prospectus.

Available Documents

The proposal regarding the sole item of the agenda, as well as the legally required preparatory information and documents of the Meeting, will be available for consultation as from the date of release of this convening notice. Such information and documentation may be consulted at the Issuer's registered office, by requesting an appointment by email addressed to agobrigacionistas@greenvolt.com, during office hours, on any day of the week (except Saturdays, Sundays and public holidays), until and including the business day preceding the date of the Meeting and on the website of the Issuer (www.greenvolt.com). All documents are also available on the Information and Tabulation Agent's (as defined below) website dedicated to the Meeting (www.issuersolutions.com/meeting/greenvolt).

Inclusion of items in the agenda and proposals

The Bondholders that, individually or jointly with other Bondholders, hold Green Bonds Greenvolt 2027 corresponding to, at least, 2% (two per cent) of the principal amount of the Green Bonds Greenvolt 2027 then outstanding may require the addition of new items to the Meeting's agenda, as well as present new proposals of resolution in respect of the item already included in the agenda or the item(s) whose inclusion is requested.

¹ In this notice, references to the Chairman of the General Meeting shall be deemed to refer to whoever is acting as Chairman of the General Meeting on the relevant date.



The request for the inclusion of new items in the agenda and the presentation of proposals shall be addressed, in writing, to the Chairman of the General Meeting of Shareholders within 5 (five) days following the publication of this convening notice, to the email agobrigacionistas@greenvolt.com, together with a certificate of ownership of the Green Bonds Greenvolt 2027 corresponding to, at least, 2% (two per cent) of the principal amount of the Green Bonds Greenvolt 2027 then outstanding, as referred to above, the certificate of ownership of the Green Bonds Greenvolt 2027 in question being issued by the respective financial intermediary(ies) with which the respective individual securities account is held. In the event that any new item is requested to be included in the agenda, the request shall contain the relevant justification and be accompanied by the proposal pertaining thereto. The relevant Green Bonds Greenvolt 2027 shall be blocked from the date of the request until the end of the Meeting, pursuant to Article 72 of the Portuguese Securities Code.

The Board of Directors of the Issuer may, within the deadline and in the terms referred to above (save if the Chairman of the General Meeting of Shareholders, justifiably, accepts a different procedure), present changes to the proposal in respect of the item already included in the agenda.

PARTICIPATION, EXERCISE OF VOTING RIGHTS AND QUORUM REQUIREMENTS

Bondholders should take into account the provisions of condition 14.15 (*Representation of Bondholders and meetings of Bondholders*) of the Conditions of the Green Bonds Greenvolt 2027, as well as in Article 355 of the Portuguese Companies Code, regarding the participation in the Meeting and the exercise of their voting rights.

The Bondholders may participate in the Meeting personally (through telematic means) or may appoint a representative for such purpose, as described below. Issuer Solutions, S.L. has been appointed as Information and Tabulation Agent (the “**Information and Tabulation Agent**”) to provide information and assist with participation in the Meeting, at no cost to the Bondholders. The Information and Tabulation Agent’s electronic infrastructure complies with European data protection legislation and is ISO certified on information security management systems.

Investors are advised to seek information from their financial intermediaries, credit institutions, brokers, custodians or other entities (including, where applicable, international central securities depositories, such as Euroclear Bank, S.A./N.V. and Clearstream Banking, Société Anonyme) through which they hold the Green Bonds Greenvolt 2027 regarding any questions, requirements,



instructions or deadlines that these entities require for the purposes of the effective exercise of their rights.

Requirements for Participation in the Meeting

Bondholders are advised that:

- (a) In addition to the Issuer and its advisers, as well as any person that the Chairman of the General Meeting of Shareholders authorises to attend the Meeting, only Bondholders or their representatives may attend the Meeting through telematic means;
- (b) Only those Bondholders registered as holders of Green Bonds Greenvolt 2027 at 0 hours (GMT) of the 5th (fifth) trading day prior to the date scheduled for the holding of the Meeting, i.e. at 0 hours (GMT) of 7 May 2024, on first call, or at 0 hours (GMT) of 24 May 2024, on second call (“**Blocking Date**”), as applicable, may attend the Meeting and exercise their voting rights;
- (c) The exercise of the above mentioned rights shall be subject to the delivery of (i) a certificate of ownership applicable (“**Certificate of Ownership**”) that confirms the Bonds’ blocking as from the Blocking Date until the conclusion of the Meeting and (ii) the Card (as defined below) available at www.issuersolutions.com/meeting/greenvolt. The Certificate of Ownership shall be issued by the relevant affiliate member of Interbolsa – Sociedade Gestora de Sistemas de Liquidação e de Sistemas Centralizados de Valores Mobiliários, S.A. in accordance with Article 78 of the Portuguese Securities Code and shall be delivered to the Information and Tabulation Agent at least 2 (two) hours prior to the commencement of the Meeting, whether in the first meeting or the second meeting, as applicable;
- (d) Bondholders who do not hold their Green Bonds Greenvolt 2027 directly through a financial intermediary participant in the Portuguese central security depository, i.e., the *Central de Valores Mobiliários*, operated by Interbolsa – Sociedade Gestora de Sistemas de Liquidação e de Sistemas Centralizados de Valores Mobiliários, S.A., and who intend to attend/be represented at the Meeting should consult with their custodians in advance in order to ensure that they comply, in a timely manner, with any procedures (required by such custodians or other financial intermediaries, such as Euroclear Bank S.A./N.V. or Clearstream Banking, Société Anonyme) necessary for their participation/representation in the Meeting, including the issue of a Certificate of Ownership (as defined above) in the terms described below;
- (e) In cases where the Green Bonds Greenvolt 2027 are held in co-ownership, only the common representative, or its representative, may attend the Meeting.



Procedures for Participation in the Meeting (Attendance and Proxy Vote Card)

The Bondholders who wish to participate in the Meeting may choose one of the following options, alternatively:

- To attend the Meeting through telematic means; or
- To vote by correspondence by postal mail to the Issuer's registered office; or
- To appoint Issuer Solutions, S.L. as its representative to vote for, against or abstain from voting on the proposal, in accordance with the instructions provided by the represented Bondholder and, in case any extraordinary circumstances occur, to vote in such a way as to satisfy the best interests of the represented Bondholder; or
- To appoint another person as representative but in no circumstances may they be represented by the Issuer's directors.

Please follow the steps below for all the options above:

1. Complete the attendance and proxy vote card (the "**Card**") available at www.issuersolutions.com/meeting/greenvolt, in accordance with the participation option selected.
2. Print and sign the Card. It must be signed by the person/legal entity who is the legal owner of the Green Bonds Greenvolt 2027 (when the legal owner is a legal entity, the Card must be signed by its legal representative(s)) or by the legal owner of the Green Bonds Greenvolt 2027 and its representative if the right to participate and vote is delegated to a representative other than Issuer Solutions, S.L..
3. Scan the duly executed and signed Card and send it to agobrigacionistas@greenvolt.com (to the attention of the Chairman of the General Meeting of Shareholders) and to projects@issuersolutions.com up to 2 (two) hours before the beginning of the Meeting, so that the validity of such document can be confirmed before the Meeting starts, attaching:
 - Copy of the identification document of the Bondholder and of any representative, in what concerns individuals, or copy of the Commercial Registry Certificate (or similar constitutional document or access code thereto) of the legal entity and copy of the identification document of the legal representative(s) thereof, in what concerns legal entities;



- Copy of the Certificate of Ownership issued by the financial intermediary with which the Green Bonds Greenvolt 2027 in question are registered, which should include: (i) the full name of the bondholder; (ii) the number of Green Bonds Greenvolt 2027 held in the account in question as of the Blocking Date; and (iii) confirmation that the Green Bonds Greenvolt 2027 in question are registered and will remain registered in a blocked account until the end of the Meeting, held on first or second call, as applicable, in accordance with Article 72 of the Portuguese Securities Code; and
 - Copy of the power of attorney or any other document confirming the powers of the signatories of the Card, if applicable.
4. When sending the documentation listed in the previous point, the Bondholder shall indicate an email address to which the link to participate in the Meeting shall be sent under the terms described in the section *“Technical requirements for participation in the Meeting by telematic means”*.
 5. Bondholders must ensure that they have the technical and operational resources described below in *“Technical requirements for participation in the Meeting by telematic means”*.
 6. Bondholders who attend the Meeting personally (through telematic means) will need to provide a valid identification document, the Card and the Certificate of Ownership, which may be verified before the beginning of the Meeting by the Chairman of the General Meeting of Shareholders.

Those who attend the Meeting on behalf of a legal entity will need to present the valid power of attorney or any other document confirming the powers of the signatories of the Card. As referred in number 3 above, a copy of all such documents shall be sent to agobrigacionistas@greenvolt.com (to the attention of the Chairman of the General Meeting of Shareholders) and to projects@issuersolutions.com up to 2 (two) hours before the beginning of the Meeting, so that the validity of such document can be confirmed before the Meeting starts.
 7. Whenever Issuer Solutions, S.L. is appointed by a Bondholder as its representative, the Bondholder shall send the Card and the Certificate of Ownership by email, as requested in number 3 above.
 8. Whenever attendance and vote are delegated to another person, the relevant representative must present at the commencement of the Meeting, the Card, the Certificate of Ownership of the Bondholder, and its own valid identification document. If such representative attends the



Meeting on behalf of a legal person, they must also present a valid power of attorney or any other document demonstrating the powers of the signatories of the Card. The granting of a power of attorney may be revoked, such revocation taking place if the Bondholder that has granted the power of attorney attends the Meeting personally (through telematic means).

9. The procedures carried out and the votes cast refer to the Meeting, regardless of whether it is held on first call or on second call, so unless otherwise indicated, the procedures carried out and the votes cast remain effective if the Meeting is held on second call.
10. Bondholders wishing to attend the Meeting personally (through telematic means) or via a representative, other than Issuer Solutions, S.L. (through telematic means), are requested to confirm such attendance option, by completing the Card available at www.issuersolutions.com/meeting/greenvolt, by no later than 8 May 2024, at 5 p.m. (GMT).

For further information or any clarifications in connection with the participation in the Meeting, please contact Issuer Solutions, S.L., as Information and Tabulation Agent appointed by the Issuer, using the following contact details:

Website: www.issuersolutions.com/meeting/greenvolt

Telephone: +34 963 222 555

Email: projects@issuersolutions.com

A/C: Marina Pettis

The Bondholders willing to exercise their voting rights shall follow the above procedures, namely reaching out to the Information and Tabulation Agent and the custodian entities where they have registered their Green Bonds Greenvolt 2027 in order to be able to do so at the Meeting.

Bondholders that experience any technical, operational or other problem that may hinder compliance with the procedures described above should immediately contact the Information and Tabulation Agent to get support/access to other ways to participate in the Meeting.

Technical requirements for participation in the Meeting by telematic means

Each Bondholder that participates in the Meeting shall ensure that it has the following minimum technical and operational resources to access the Zoom software:

- A computer with Windows or Mac software installed and with internet access;
- Windows 7/10/8.1 operating system or MAC OS X 10.11 El Capitan (or higher) operating system;

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- Camera, speakers and microphone (internal or external computer devices may be used); and
- Browser installed on the computer for internet access: Google Chrome, Microsoft Edge, Internet Explorer or Safari.

For any doubt or clarification on the technical requirements for participation in the Meeting to be held by telematic means, the Bondholders may contact agobrigacionistas@greenvolt.com.

The Issuer will also provide technical means of support to the system for participation in the Meeting, and any request for support should be shared with the email address agobrigacionistas@greenvolt.com, including the name and contact number.

Bondholders are advised to test in advance the system for participation in the Meeting by telematic means in order to be able to participate and exercise their voting rights.

In case the Bondholders eventually find that they do not have the technical and operational resources to access the above-mentioned communication platform, they are requested to contact the telephone number/email address indicated above.

The Issuer further informs on the following conditions of participation in the Meeting to be complied with by the Bondholders in order to ensure the normal and proper conduct of the proceedings:

- Bondholders shall, before the beginning of the Meeting, at 09:30 a.m. (GMT), access the link that will be sent to the email address set out in the communication of their intention to participate in the Meeting, in order to attend the Meeting via Zoom where all the prior formalities for verification of identity will be complied with, and must bring the documents listed above;
- Access to the Meeting should be via Zoom;
- For the exercise of the voting rights, at the end of the presentation of the resolution proposal by the Issuer, the Bondholders shall indicate their vote;
- The Issuer shall provide, on the date of the Meeting, telephone contacts for simultaneous technical support of the Bondholders that participate in the Meeting; and
- Bondholders shall, throughout the entire Meeting, observe the technical or operational indications conveyed to them in order to ensure the normal and proper management of the agenda of the Meeting.

Applicable Quorums

Greenvolt - Energias Renováveis, S.A.

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The Meeting may convene on 14 May 2024, at 10 a.m. (GMT), on first call, provided that the holders of the Green Bonds Greenvolt 2027 the principal amount of which corresponds to at least 50% (fifty per cent) of the principal amount of the Green Bonds Greenvolt 2027 then outstanding are present or duly represented.

In the event that this quorum is not achieved on first call, the Meeting is hereby considered convened, as indicated above, to meet on second call on 31 May 2024, at 10 a.m. (GMT), also through telematic means and with the same agenda, provided that any holder of the Green Bonds Greenvolt 2027 then outstanding is present or duly represented, irrespectively of the principal amount thereof.

Each Green Bond Greenvolt 2027 corresponds to 1 (one) vote.

So that the Meeting approves, on 14 May 2024, on first call, the resolution which constitutes the sole item of the agenda, the favourable vote of the holders of Green Bonds Greenvolt 2027 the principal amount of which corresponds to at least 50% (fifty per cent) of the principal amount of the Green Bonds Greenvolt 2027 then outstanding is required.

In the event that a constitutive quorum is not achieved on first call, so that the Meeting approves, on 31 May 2024, on second call, the resolution which constitutes the sole item of the agenda, the favourable vote of the holders of Green Bonds Greenvolt 2027 with a principal amount outstanding corresponding to, at least, 2/3 (two thirds) of the votes cast will be required.

Voting will be carried out in the manner indicated by the Chairman of the General Meeting of Shareholders.

The resolution passed at the Meeting will be binding on all Bondholders, whether or not they attended the Meeting or voted against the approved resolution.

Right to Information

During the Meeting, any Bondholder may request to be provided with truthful, complete and clarifying information, which allows the Bondholder to formulate an informed opinion on the matters on the agenda. Any requested information can only be denied when its disclosure may cause serious damage to the Issuer or breach of a duty of confidentiality imposed by law.

Data Protection

The Issuer is the controller regarding the processing of personal data in the context of the Meeting, under the General Data Protection Regulation.



The Information and Tabulation Agent will process any personal data made available to it by Bondholders, as subcontractor, in the name and on behalf of the Issuer, in accordance with appropriate technical and logistical security measures and for the purpose of pursuing its lawful interests as the entity responsible for organising the Meeting. Any personal data processed is kept only for the period of time necessary for the holding of the Meeting, the fulfilment of any legal obligation and/or the context of any potential judicial or administrative proceedings, being deleted after this period.

For the purposes of Issuer Solutions, S.L.'s provision of assistance to the Meeting, as agreed with the Issuer, Issuer Solutions, S.L. will determine the appropriate way(s) and format(s) to facilitate the participation of Bondholders (and/or appropriate representatives) in the Meeting as described above.

In view of the above, if you wish to obtain any information regarding this document, the procedures adopted, the terms of process of your data (and/or should you wish to exercise your rights of access, clarification, opposition, rectification or elimination of your personal data) by Issuer Solutions, S.L.], please use the following contact details: dpo@issuersolutions.com.

Porto, 22 April 2024

Chairman of the Statutory Audit Board²

Pedro João de Matos Silva

² In the performance of the duties of Chairman of the General Meeting of in view of the resignations submitted on 14 March 2024 by the elected Chairman and Secretary of the Board of the General Meeting, disclosed at <https://www.cmvm.pt/PInstitucional/PdfVierInfPriv?Input=228FF10F26CC52698480F0C0CFFD5344E0AD6E1A9EA370B8815A1EB02BA25345>. All references in this notice to the Chairman of the General Meeting refer to the Chairman in office, pursuant to Article 374(3) of the Portuguese Companies Code, in view of the resignations submitted.