

(translation from the Portuguese original)

## SHAREHOLDERS' ANNUAL GENERAL MEETING

GREENVOLT - ENERGIAS RENOVÁVEIS, S.A.

## **NOTICE OF MEETING**

As required by Law and the Company's Articles of Association, notice is hereby given that the Shareholders' Annual General Meeting of GreenVolt – Energias Renováveis, S.A., ("Company" or "GreenVolt"), will be held in person and by telematic means, at the head office located at **Rua Manuel Pinto de Azevedo 818, 4100-320 Porto**, on 28 April 20023, at 3:00 p.m., with the following Agenda:

- 1. To resolve on the Management Report, Balance Sheet and Individual and Consolidated Accounts, for the 2022 financial year;
- 2. To resolve on the proposed allocation of the 2022 financial year net result;
- 3. To assess the management and audit of the Company;
- To resolve on the reappointment of the Company's Statutory External Auditor for the financial year of 2023;
- To resolve on the ratification of the co-optation made by the Board of Directors up to the date of this General Meeting;
- 6. To resolve on the appointment of a new member of the Board of Directors following the resignation of a director;
- 7. To resolve on the increase of the number of members of the Board of Directors;
- 8. To resolve on the appointment of a new member to the Board of Directors;
- 9. To resolve on the reconfiguration of a bond issue into convertible bonds;
- 10. To resolve on the suppression of the pre-emptive right of shareholders with reference to the issuance of convertible bonds referred to under item 9 on this agenda;
- 11. To resolve on any capital increases that may be necessary for the conversion processes regarding the issuance of convertible bonds as referred to under item 9 on this agenda;
- 12. To resolve to renew the powers granted to the Board of Directors to increase the Company's share capital, pursuant to article 4, no. 2, of the Company's Articles of Association;
- 13. To resolve on the purchase and sale of own shares, up to the legal limit of 10%;
- 14. To resolve on the purchase and sale of own bonds, up to the legal limit of 10%.

**Greenvolt** 

As from the date of publication of this notice, are made available for consultation by Shareholders at the Company's head office during normal business hours by requesting an appointment by email addressed to <a href="mailto:agm2023@greenvolt.com">agm2023@greenvolt.com</a>, and on the Company's website – <a href="https://www.greenvolt.com">www.greenvolt.com</a> - and on the information disclosure system of the Portuguese Securities Market Commission (CMVM) – <a href="mailto:www.cmvm.pt">www.cmvm.pt</a> -, the financial statements, as well as the proposals regarding the items on the Agenda, in accordance with article 377, paragraph 8, of the Portuguese Commercial Companies Act (CSC).

Proposals for the appointment of members of the statutory bodies are accompanied by the information required by paragraph d) of no. 1 of article 289 of the CSC. All other information in preparation for the General Meeting, as provided for in article 289(1) of the CSC and in article 21-J(1) of the Portuguese Securities Code (CVM), is also available for consultation by the Shareholders at the Company's registered office and on its website - www.greenvolt.com.

## **INFORMATION RELATING TO THE GENERAL MEETING**

Shareholders are hereby given notice of the following conditions for attending the General Meeting:

## I. Shareholder participation requirements

- a) The General Meeting is composed only by the Shareholders:
  - Who, at the Record Date, corresponding to <u>00:00 hours (GMT)</u>, of the fifth trading day preceding the day on which the General Meeting is held, <u>21 April</u> <u>2023</u>, hold shares that confer to them, under the law and the articles of association of the Company, at least one vote;
  - ii. That have declared until, <a href="mailto:23:59">23:59</a> (GMT) on 20 April 2023, in writing, to the financial intermediary where the individual registration account is open, their intention to participate in the meeting, using for that purpose the forms available at <a href="https://www.greenvolt.com">www.greenvolt.com</a>, as from the present date;
  - iii. Whose respective financial intermediaries, informed in accordance with paragraph ii. above of the intention of the Shareholder to participate in the General Meeting, have sent to the Chairman of the Board of the General Meeting, with reception no later than 23:59 (GMT) on 21 April 2023, information on the number of shares registered in the name of the client, with reference to the Record Date, to the email address agm2023@greenvolt.com;

**Greenvolt** 

b) Shareholders who have declared their intention to participate in the General Meeting and have transferred ownership of their shares between 21 April 2023 and the end of

the Annual General Meeting, must immediately inform the Chairman of the Board of the

General Meeting (sent by email to agm2023@greenvolt.com) and the CMVM, such not

affecting the exercise of their right to participate and vote at the Annual General

Meeting;

c) Shareholders who, on a professional basis, hold shares in their own name but on behalf

of clients, may vote differently with their shares, provided that, in addition to the

information elements in items ii. and iii. of paragraph a) above, they submit, using

sufficient and proportionate means of proof, to the Chairman of the Board of the

General Meeting, by email sent to agm2023@greenvolt.com, by no later than 23:59

(GMT) on 21 April 2023, the following information

i. The identification of each client;

ii. The number of shares on behalf of whom they will vote; and

iii. The voting instructions given by each client specifically for each item on the

agenda;

d) Following the sending of the information described in the above paragraph, Shareholders

who, on a professional basis, hold shares in their own name, but on behalf of clients, will

receive a message at their email address, with a username and key and a link to access

the electronic platform to validate the respective information, which must be done no

later than 23:59 (GMT) on 26 April 2023;

e) Shareholders who intend to participate in the General Meeting by electronic means must

complete the form that will be available on www.greenvolt.com from the present date

and send it by email to <a href="mailto:agm2023@greenvolt.com">agm2023@greenvolt.com</a> no later than <a href="mailto:23:59">23:59</a> (GMT) on 21 April

2023, indicating an email address to access the digital platform for participation in the

**General Meeting by electronic means**;

f) Shareholders who are registered and duly authorised to participate in the General

Meeting by electronic means will have access to a video transmission of the meeting, for

which purpose, on 27 April 2023, a message will be sent to the email address provided in

the form indicated in the previous paragraph, with the link, username and access key to

the electronic voting platform, through which they will have access to the mentioned

**Greenvolt** 

video transmission of the General Meeting, as well as to the electronic ballot for the exercise of the voting right during the General Meeting. The Shareholder, or their representatives, seek access with data other than those previously provided, access to

the digital platform for attending the General Meeting will be denied;

g) If the Shareholders do not vote in favour or against on all of the points included in the

electronic voting ballot, the points not voted on will be considered as abstentions;

h) Once the electronic vote is submitted, the Shareholder will receive an automatic

confirmation, sent through the platform to the email address indicated by the

Shareholder. The Shareholder may also obtain a proof of submission made in the digital

platform for participation in the General Meeting;

i) The Shareholder, or the representative of the Shareholder, who participates by telematic

means may ask questions related to the matters included in the Agenda that he/she/it

wishes to see answered in the meeting, under the terms of the provisions of article 290

of the Portuguese Commercial Companies Code;

j) It is recommended that Shareholders who participate by electronic means access the link

to the digital platform to participate in the General Meeting 30 minutes before the

beginning of the meeting to check the technical conditions of participation;

k) In case of any doubts, Shareholders are requested to send them to

agm2023@greenvolt.com;

II. Shareholder's Representation Rights

Shareholders may be represented at a General Meeting by sending a written representation

document addressed to the Chairman of the Board of the General Meeting by post to the

Company's head office or to the email address agm2023@greenvolt.com (in this latter case,

the original, in compliance with paragraph 4 of article 12 of the Company's Articles of

Association, must be delivered to the Chairman of the Board of the General Meeting). For this

purpose, the form available at www.greenvolt.com may be used.

The representation document (sent by post to the head office or electronically to the email

agm2023@greenvolt.com) must be received by the Chairman of the Board of the General

Meeting until 23:59 (GMT) of 26 April 2023.

Greenvolt

Shareholders may appoint different representatives in relation to the shares held in different securities accounts, without prejudice to the principle of unity of vote, pursuant to article 385

of CSC.

III. Right to Information and Right to Include Items on the Agenda

Any Shareholder is entitled to obtain information at the General Meeting, and may request

for true, detailed and clear information so as to permit Shareholders to form a grounded

opinion on the matters submitted to resolution of the General Meeting. The information

obligation includes relations between the Company and any of its affiliate companies. Any

information so requested shall be given by the corporate body qualified to provide such

information and may only be withheld in the event its disclosure might cause serious harm to

the Company, or to a related company, or might constitute a breach of a secrecy imposed by

law.

Under the terms of article 23-B of the CVM, only Shareholders who hold shares corresponding

to at least 2% of the share capital may request:

i. The inclusion of new items on the agenda, in accordance with article 378 of

CSC, provided that the request for inclusion of items on the agenda is

accompanied by a proposal of resolution for each item whose inclusion is

requested;

ii. The presentation of proposals for resolutions on matters referred to in, or

added to, the General Meeting's notice of meeting.

The requests referred to in the previous paragraph must be submitted in writing and

addressed to the Chairman of the Board of the General Meeting within 5 (five) days following

the publication of this Notice.

IV. Voting by Post

Shareholders entitled to attend the General Meeting under the terms of the previous item I

above may vote by post in relation to all points of the Agenda subject to the General Meeting,

in accordance with paragraph 5 of article 12 of the Company's Articles of Association:

Greenvolt

a) The voting by post shall be exercised by written declaration issued by the holder of the

shares or by the person legally representing the latter. Should the Shareholder be a

natural person, the ballot must include a copy of Shareholder's identification document

and, should the Shareholder be a legal entity, have the signature certified in its capacity

and with powers for the act. In light of the provisions of paragraph 2, article 5, of Law

no. 7/2007, of 5 February, as an alternative to sending a copy of the identification

document, the voting ballot may contain a certified signature under the terms of the

applicable law;

b) Voting by post will only be admitted if delivered by registered mail with

acknowledgement of receipt or if delivered by protocol at the Company's head office

until 23:59 (GMT) of 26 April 2023, with identification of the sender and addressed to

the Chairman of the Board of the General Meeting. Shareholders may use the form for

voting by post made available on the Company's website a

https://www.greenvolt.com/;

c) Voting ballots shall:

(i) indicate the item or items on the agenda to which they relate;

(ii) the specific proposal to which they refer, indicating the proponents; and,

(iii) the precise and unconditional indication of the vote for each proposal;

d) Votes cast by post count for the purpose of verifying the quorum of the General

Meeting, and the result of the vote by post in relation to each item of the agenda shall

be disclosed in the item to which it refers;

e) Ballots sent by post shall be considered as negative votes in relation to deliberative

proposals presented after the vote has been issued;

f) Should the voting ballot not indicate the exercise of the vote in relation to proposals

presented prior to the date on which the voting ballot was issued, the Shareholder shall

be deemed to have abstained in relation to those proposals;

g) It is the responsibility of the Chairman of the Board of the Shareholders' General

Meeting to verify the conformity of the voting by post, and the votes corresponding to

the declarations that are not accepted shall be deemed as not cast;

**Greenvolt** 

h) It is the Company's responsibility to ensure the confidentiality of voting by post until the

moment of voting;

i) Voting by post shall be considered revoked if the Shareholder who issued it, or

his/her/its appointed representative, is present at the Meeting.

٧. **Electronic Vote** 

Shareholders entitled to attend the Annual General Meeting under the terms indicated above

in section I, may vote electronically on all items of the Agenda subject to approval by the General

Meeting, in accordance with paragraph 6 of article 12 of the Company's Articles of Association:

a) Electronic votes will be considered when received at the digital platform

agm2023@greenvolt.com, until 23:59 (GMT) of 26 April 2023;

b) Shareholders must indicate in the participation form that they wish to vote by e-mail

and provide an e-mail address to which the instructions and access data to the digital

voting platform will be sent, which must be sent to the e-mail address

agm2023@greenvolt.com until 23:59 (GMT) of 26 April 2023;

c) The username, key and access link to exercise the electronic vote on the digital platform

will be subsequently sent to the e-mail address indicated by the Shareholders;

d) Voting ballots shall:

(i) indicate the item or items on the agenda to which they relate;

(ii) the specific proposal to which they refer, indicating the proponents; and,

(iii) the precise and unconditional indication of the vote for each proposal;

e) Votes cast by electronic means count for the purpose of verifying the quorum of the

General Meeting, and the result of the vote by electronic means in relation to each item

of the agenda shall be disclosed in the item to which it refers;

f) Ballots sent by electronic shall be considered as negative votes in relation to deliberative

proposals presented after the vote has been issued;

g) Should the voting ballot not indicate the exercise of the vote in relation to proposals

presented prior to the date on which the voting ballot was issued, the Shareholder shall

**Greenvolt** 

be deemed to have abstained in relation to those proposals;

h) It is the responsibility of the Chairman of the Board of the Shareholders' General

Meeting to verify the conformity of the voting by electronic means, and the votes

corresponding to the declarations that are not accepted shall be deemed as not cast;

i) It is the Company's responsibility to ensure the confidentiality of voting by electronic

means until the moment of voting;

j) Voting by electronic means shall be considered revoked if the Shareholder who issued

it, or his/her appointed representative, is present at the Meeting.

VI. Additional Information

Pursuant to paragraph 8 of article 12 of the Company's Articles of Association, the Annual

General Meeting may be held at the first instance, as long as shareholders holding shares

representing more than fifty per cent of the Company's share capital are present or represented.

If the quorum is not reached on the date scheduled, the meeting is hereby rescheduled for the

18 May 2023, at the same time and by the same means (meeting in person and by telematic

means), in which case the General Meeting may be held regardless of the percentage of share

capital present or represented.

VII. Place where the documents relating to the Annual General Meeting are made

available

All the information necessary to participate in the Annual General Meeting, namely the

following, is available on the Company's website at <a href="www.greenvolt.com">www.greenvolt.com</a>:

(i) Proposals to be submitted to the General Meeting;

(ii) Templates for the declaration of intention to attend the Annual General

Meeting;

(iii) Template for the representation instrument;

(iv) Ballot forms for voting by post;

VIII. Technical Requirements for the Annual General Meeting by Electronic Means

If the Shareholders wish to attend the General Meeting by telematic means, they must ensure

**Greenvolt** 

that they have the following minimum technical and operational resources to access the digital

platform for attending the General Meeting online:

• Computer with Windows or Mac software installed and internet access;

 $\bullet$  Windows 10 / 8.1 operating system or Mac OS X 10.11 El Capitan (or higher) operating

system;

• Camera, speakers and microphone (internal or external devices may be used); and

• Browser installed on the computer for internet access: Google Chrome or Microsoft

Edge.

IX. Protection of Personal Data

The personal data that the Shareholders, the custodian financial entities and the representatives

of the Shareholders provide to the Company in the exercise of their participation rights,

representation and shareholder voting rights at the General Meeting, shall be processed by the

Company for the compliance with its legal obligations in the organisation of the General

Meeting, being retained for the periods legally established in the Portuguese Commercial

Companies Code and in the Portuguese Securities Code or for the duration of any dispute

regarding the procedural arrangements of the General Meeting, including the respective

deliberative process and respective outcome.

Shareholders are also informed that they may exercise their legal rights regarding the processing

of their personal data at their personal data, through the e-mail address

dadospessoais@greenvolt.com.

Porto, 6 April 2023

Chairman of the Board of the General Shareholders' Meeting,

Mr. António Lobo Xavier