

**TO THE SPANISH NATIONAL SECURITIES MARKET
COMMISSION**

GRUPO ECOENER, S.A. (“Ecoener” or the “Company”), in compliance with that set out in Article 17 of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and Article 227 of the Spanish Securities Market Law, issues the following

COMMUNICATION OF OTHER RELEVANT INFORMATION

The Company’s Annual General Meeting was held today at 12:00 p.m., on first call and solely by electronic means, in accordance with Article 23.7 of the Articles of Association and Article 11 of the General Meeting Regulations.

The shareholders at the Company’s Annual General Meeting passed all the resolutions included as an appendix to this communication, with the majorities required by law and by the articles of association, under the terms set out in the proposals put forward by the Company’s Board of Directors, and included in the documentation made available to the shareholders on the Company’s website in relation to the Annual General Meeting called.

La Coruña, 23 June 2023

Luis Valdivia Castro
Chairman of the Board of Directors

Appendix

GRUPO ECOENER, S.A.

ANNUAL GENERAL MEETING OF 23 JUNE 2023

RESOLUTIONS PASSED

One. Examination and approval, where applicable, of the separate financial statements (balance sheet, income statement, statement of changes in equity, statement of cash flows and notes to the financial statements) and the separate directors' report of the Company for the year ended 31 December 2022.

Approve the Company's separate financial statements for the year ended 31 December 2022, comprising the balance sheet, the income statement, the statement of changes in equity, the statement of cash flows and the notes to the financial statements, all in standard form, as authorised for issue by the Board of Directors and verified by the Company's auditor as set out in the corresponding auditor's report. In addition, approve the separate directors' report for the year ended 31 December 2022 (including the Annual Remuneration Report for the year ended 31 December 2022 and the Annual Corporate Governance Report for the year ended 31 December 2022) as authorised for issue by the Board of Directors.

Two. Examination and approval, where applicable, of the consolidated financial statements (statement of financial position, income statement, statement of other comprehensive income, statement of changes in equity, statement of cash flows and notes to the financial statements) and the consolidated directors' report of the Company and its subsidiaries for the year ended 31 December 2022.

Approve the Company's consolidated financial statements for the year ended 31 December 2022, comprising the statement of financial position, the income statement, the statement of other comprehensive income, the statement of changes in equity, the statement of cash flows and the notes to the financial statements, all in consolidated form, as authorised for issue by the Board of Directors and verified by the Company's auditor as set out in the corresponding auditor's report. In addition, approve the consolidated directors' report (including the Annual Remuneration Report for the year ended 31 December 2022 and the Annual Corporate Governance Report for the year ended 31 December 2022) for the year ended 31 December 2022, as authorised for issue by the Board of Directors.

Three. Examination and approval, where applicable, of the proposed distribution of profit for 2022.

Distribute the profit obtained by the Company for the year ended 31 December 2022 in accordance with the separate income statement approved with the corresponding financial statements, in accordance with that proposed by the Board of Directors as follows:

	Euros
Basis of distribution:	
Profit for the year	6,820,709
Distribution	-
To legal reserve	682,071
To voluntary reserves	4,023,490
To offset prior years' losses	2,115,148
Total	6,820,709

Four. Examination and approval, where applicable, of corporate management for 2022.

Approve the management and all actions carried out by the Board of Directors and its delegated committees (Audit Committee, Appointments and Remuneration Committee and Sustainability Committee) for 2022.

Five. Advisory vote on the Company's Annual Report on Directors Remuneration for 2022.

Proposed resolution

“Approve, by an advisory vote, the Company's Annual Report on Directors Remuneration for 2022, which includes information on the Company's remuneration policy in force for the current year, an overall summary of how the remuneration policy was applied in 2022, and details on the individual remuneration earned by each of the directors.”

The full text was made available to the shareholders, along with the rest of the documentation relating to the 2023 Annual General Meeting, before the date on which the call notice for the Meeting was published.

Six. Appointment of a new independent non-executive director of the Company.

Appoint Marta Fernández Currás, of legal age, a Spanish national, with address for professional purposes at Rúa Cantón Grande 6, 15003, A Coruña, Spain, and holder of national identification document number 35297767-N, as an independent non-executive director for the period of four (4) years as stipulated in the Articles of Association.

Seven. Amendment to Article 1 of the Articles of Association.

Amend Article 1 of the Articles of Association, relating to the Company's corporate name, so as to bring its corporate name into line with the trade name generally used to identify the Company in the course of its business activities. Accordingly, Article 1 of the Articles of Association will now be worded as follows (proposed amendment underlined):

“Article 1. Company name and applicable regulations

*The Company will operate under the corporate name ECOENER, S.A. (the “**Company**”) and will be governed by these Articles of Association (the “**Articles of Association**”) and, insofar as not provided therein, by the consolidated text of the Spanish Corporate Enterprises Act, enacted by Royal Legislative Decree 1/2010, of 2 July (the “**Corporate Enterprises Act**”), by other legal provisions relating to listed companies, by any other legal provisions applicable to the Company and by its internal corporate governance regulations.”*

This amendment to the Articles of Association was subject to a report by the Board of Directors, in accordance with Article 286 of the Corporate Enterprises Act, the full text of which was made available to the shareholders, along with the rest of the documentation relating to the 2023 Annual General Meeting, before the date on which the call notice for the Meeting was published.

If the proposed amendment is approved, the Company will update its public documents to reflect the new corporate name.

Eight. **Appointment of Deloitte, S.L. as auditor of the financial statements of the Company and its Group for 2023, 2024 and 2025.**

Appoint Deloitte, S.L., registered with the Mercantile Registry of Madrid in volume 13,650, section 8, page 188, sheet M-54414, entry 96, with registered office at Plaza Pablo Ruiz Picasso, 1, Torre Picasso, 28020 (Madrid), holder of tax identification number B-79104469 and registered in the Official Auditors’ Register under number S0692, as the Company’s auditor to review the separate financial statements and director’s reports of the Company and the consolidated financial statements of the Group for 2023, 2024 and 2025.

Nine. **Authorisation for the Board of Directors to call, when necessary, an Extraordinary General Meeting of the Company with prior notice of at least fifteen days, in accordance with Article 515 of the Spanish Corporate Enterprises Act.**

In accordance with that set out in Article 515 of the Spanish Corporate Enterprises Act, a resolution is passed so that, until the Company’s next Annual General Meeting is held, Extraordinary General Meetings may be called with prior notice of at least fifteen days, provided that the Company offers shareholders the effective possibility of voting by electronic means that are accessible to all shareholders.

Ten. **Delegation of powers to formalise and execute all resolutions passed by the shareholders at the Annual General Meeting.**

A resolution is passed to authorise all members of the Board of Directors, the Non-Director Secretary to the Board and the Non-Director Deputy Secretary to the Board, with the express power to sub-delegate this authority, so that any of them, indistinctly and jointly and severally, may carry out any actions that may be necessary or advisable to execute, implement and ensure the effectiveness and successful outcome of the decisions taken and, in particular and without limitation, to carry out the following:

- a) appear before a notary and execute on behalf of the Company any public deeds that may be necessary or advisable in relation to the decisions taken by the shareholders at the Annual General Meeting; appear, where applicable, before the corresponding Spanish Mercantile Registry or any other registries; and, in general, carry out any actions that may be necessary or advisable for the effective registration of the decisions taken by the shareholders at the General Meeting;

- b) interpret, clarify, specify, correct and supplement the decisions taken and answer any questions or resolve any issues that may arise, correcting and supplementing any defects or omissions that were pointed out by the Mercantile Registrar in their assessment and, in general, any defects or omissions that may prevent or hinder the effectiveness or registration of the corresponding decisions, all to the extent necessary or advisable;
- c) pass any resolutions that may be necessary or advisable to execute and implement the decisions taken, enter into any public and private documents, carry out any actions and legal transactions, enter into contracts, make declarations and perform any transactions that may be advisable for such purpose; and
- d) execute any other public or private documents that may be necessary or advisable to execute, implement, and ensure the effectiveness and positive outcome of all resolutions passed by the shareholders at the General Meeting, without any limitation.