

Milan, July 9, 2022

NOTICE OF CALL OF EXTRAORDINARY AND ORDINARY SHAREHOLDERS' MEETING

The Extraordinary and Ordinary Shareholders' Meeting of **FALCK RENEWABLES S.p.A.** is convened at the registered office of the Company in Milan, Corso Venezia 16, in a single call for **July 26, 2022, at 4.00 p.m. CET**, to discuss and resolve upon the following

AGENDA

Extraordinary session:

1. Adoption of new Articles of Association, including the adoption – effective immediately, as permitted by Article 2380, paragraph 2, of the Italian Civil Code – of the “one-tier” governance and control system pursuant to Articles 2409-*sexiesdecies et seq.* of the Italian Civil Code. Related and consequent resolutions.

Ordinary session:

1. Repeal of the Shareholders' Meeting Regulations. Related and consequent resolutions.
2. Appointment of the Board of Directors and of its Chairperson, following the adoption of the “one-tier” governance and control system, after determining the number of its members, its term and the relevant annual allowance (including the remuneration of members of the Audit Committee). Related and consequent resolutions.
3. Authorization of the work activities carried out, and of the offices held, by the directors in companies outside the group. Related and consequent resolutions.
4. Waiver of corporate liability actions and/or actions for damages against leaving directors and Statutory Auditors. Related and consequent resolutions.
5. Waiver of corporate liability actions and/or actions for damages against certain directors and other top managers, in execution of the agreements reached between the latter and the controlling shareholder. Related and consequent resolutions.

Falck Renewables S.p.A.

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Registered office: Corso Venezia, 16, 20121 Milan - Company Register Tax code and VAT no. 03457730962 - REA MI - 1675378

Pursuant to Article 106, paragraph 2, of Decree-Law no. 18 of March 17, 2020, on "*Measures to strengthen the National Health Service and provide economic support for families, workers and businesses related to the epidemiological emergency from COVID-19*", converted into law with amendments by Law no. 27 of April 24, 2020 – the effectiveness of which was most recently extended by Article 3 of Decree-Law no. 228 of December 30, 2021, converted into law with amendments by Law no. 15 of February 25, 2022 – **the Shareholders' Meeting will be held exclusively through means of tele/video communication that** guarantee the identification of the participants, their participation and the exercise of their voting rights, pursuant to and for the purposes of Article 2370, fourth paragraph, of the Italian Civil Code without in any case the need for the Chairman and secretary to be in the same place, where provided for.

The instructions for participation in the Shareholders' Meeting by means of tele/video communication, as well as the references to applicable laws and regulations that allow those entitled to exercise their rights in the Shareholders' Meeting, will be made known by the Company to those entitled to participate.

Sincerely,

For the Board of Directors
The Chairman