

NOT FOR PUBLICATION OR DISTRIBUTION IN THE UNITED STATES, AUSTRALIA, CANADA, JAPAN OR SOUTH AFRICA OR IN ANY OTHER JURISDICTION IN WHICH OFFERS OR SALES WOULD BE PROHIBITED BY APPLICABLE LAW

## SPANISH SECURITIES MARKET COMMISSION

In compliance with the reporting requirements set forth in article 17 of Regulation (EU) 596/2014 of 16 April 2014 on Market Abuse and article 226 of Law 6/2023, of 17 March, on securities markets and investment services (*Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión*), BofA Securities hereby notifies the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*) the following

### INSIDE INFORMATION NOTICE

Further to the inside information communication published yesterday (number 2777):

Daruan Group Holding, S.L.<sup>1</sup> (the “**Principal Seller**”) has placed approximately 1.33 million existing ordinary shares in Grenergy Renovables, S.A. (the “**Company**” and the “**Principal Seller Shares**”), representing approximately 4.68% of the Company’s share capital through an accelerated bookbuild process directed to qualified investors (the “**Principal Seller Offering**”) conducted by BofA Securities (the “**Sole Global Coordinator**”) and BNP Paribas, CaixaBank, JB Capital Markets and RBC Capital Markets (together with the Sole Global Coordinator, the “**Joint Bookrunners**”).

Concurrently with the Principal Seller Offering, a group of senior managers of the Company (the “**Selling Managers**” and together with the Principal Seller, the “**Sellers**”) have placed 240,259 existing ordinary shares in the Company (the “**Selling Managers Shares**”, and together with the Principal Seller Shares, the “**Shares**”), representing approximately 0.84% of the Company’s share capital through an accelerated bookbuild process directed to qualified investors (the “**Selling Managers Offering**” and together with the Principal Seller Offering, the “**Offering**”) conducted by CaixaBank.

The Offering has priced at €61 per Share, for a total consideration of €96,245,190, being multiple times oversubscribed at that level with high quality international investors.

The Sellers have entered into a block trade agreement with the Joint Bookrunners containing customary terms and conditions for this type of transaction. Under the block trade agreement, Daruan Group Holding, S.L. and the director of the Company Mr. Florentino Vivancos Gasset have undertaken to the Joint Bookrunners not to transfer or dispose of any of their remaining holding of ordinary shares in the Company for 90 days after the date of settlement of the Offering, subject to certain customary exceptions and waiver by the Sole Global Coordinator (on behalf of the Joint Bookrunners).

Further to the completion of the Offering, the Principal Seller will hold 14,292,259 ordinary shares of the Company, representing approximately 50.01% of its share capital. The director of the Company Mr. Florentino Vivancos Gasset will hold 135,000 ordinary shares of the Company, representing approximately 0.47% of its share capital. The rest of Selling Managers will hold collectively 80,951 ordinary shares of the Company, representing approximately 0.28% of its share capital. Additionally, the Selling Managers retain rights over 316,465 shares (representing approximately 1.1% of the share capital) through stock option schemes that shall remain unvested for at least 90 days following the date of settlement of the Offering.

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<sup>1</sup> Daruan Group Holding, S. L. is an investment vehicle 100% controlled by David Ruiz de Andres, founder, and CEO of Grenergy Renovables, and the company’s main shareholder.

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Settlement of the transaction is expected to take place on 20 June 2025.

18 June 2025

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The contents of this announcement have been prepared by and are the sole responsibility of the Sellers.

This announcement is not for publication or distribution, directly or indirectly, in or into the United States, Australia, Canada, Japan or South Africa or in any other jurisdiction in which offers or sales would be prohibited by applicable law. The distribution of this announcement and the offer and sale of the Shares in certain jurisdictions may be restricted by law and persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The Shares are not being offered to the public in any jurisdiction and may not be offered to the public in any jurisdiction in circumstances which would require the preparation or registration of any prospectus or offering document relating to the Shares in such jurisdiction. This announcement is not an offer of securities for sale in any jurisdiction, including the United States, Canada, South Africa, Australia, Japan or in any jurisdiction to whom or in which such offer or solicitation is unlawful. No action has been taken by the Sellers, BofA Securities Europe SA ("**BofA Securities**" or the "**Sole Global Coordinator**"), BNP Paribas, CaixaBank, JB Capital Markets and RBC Capital Markets (together with the Sole Global Coordinator, the "**Joint Bookrunners**") or any of their respective affiliates to permit a public offering of the Shares or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Neither this announcement nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or purchase whatsoever in any jurisdiction and shall not constitute or form part of an offer to sell or the solicitation of an offer to buy any securities in the United States or in any other jurisdiction.

The securities referred to herein may not be offered or sold in the United States unless registered under the US Securities Act of 1933 (the "**Securities Act**") or offered in a transaction exempt from, or not subject to, the registration requirements of the Securities Act. The offer and sale of the securities referred to herein have not been registered under the Securities Act, and the securities may not be offered or sold in the United States without registration thereunder or pursuant to an available exemption therefrom. No public offering of the Shares will be made in the United States.

In the member states of the European Economic Area (the "**EEA**"), this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" within the meaning of the Prospectus Regulation (Regulation (EU) 2017/1129) ("**Qualified Investors**"). In the United Kingdom this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" within the meaning of the UK Prospectus Regulation (Regulation (EU) 2017/1129) as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Order**") or (ii) who fall within Article 49(2)(A) to (D) of the Order, or (iii) to whom it may otherwise lawfully be communicated (all such persons together with Qualified Investors in the EEA being referred to herein as "**Relevant Persons**"). This document is directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this document relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. This announcement is not an offer of securities or investments for sale nor a solicitation of an offer to buy securities or investments in any jurisdiction where such offer or solicitation would be unlawful. No action has been taken that would permit an offering of the securities or possession or distribution of this announcement in any jurisdiction where action for that

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purpose is required. Persons into whose possession this announcement comes are required to inform themselves about and to observe any such restrictions.

In connection with the sale of the Shares, any of the Joint Bookrunners and any of their affiliates may take up a portion of the Shares in the Offering as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such Shares and other securities of the Company, or related investments in connection with the Offering or otherwise. Accordingly, references in this announcement to the Shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, any of the Joint Bookrunners and any of their affiliates acting in such capacity. In addition any of the Joint Bookrunners and any of their affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Joint Bookrunners and any of its affiliates may from time to time acquire, hold or dispose of Shares. The Joint Bookrunners do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

A communication that a transaction is or that the book is “covered” (i.e. indicated demand from investors in the book equals or exceeds the amount of the securities being offered) is not any indication or assurance that the book will remain covered or that the transaction and securities will be fully distributed by the Joint Bookrunners. The Joint Bookrunners reserve the right to take up a portion of the securities in the offering as a principal position at any stage at their sole discretion, inter alia, to take account of the objectives of the seller, UK MiFID II requirements and in accordance with allocation policies.

None of the Joint Bookrunners or any of their affiliates or any of their or their affiliates’ directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Sellers, the Company, their respective subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

Each of the Joint Bookrunners is acting on behalf of the Principal Seller and no one else in connection with any offering of the Principal Seller Shares and will not be responsible to any other person for providing the protections afforded to any of its clients or for providing advice in relation to any offering of the Shares.

CaixaBank is acting on behalf of the Selling Managers and no one else in connection with any offering of the Selling Managers Shares and will not be responsible to any other person for providing the protections afforded to any of its clients or for providing advice in relation to any offering of the Shares.