

**REPORT DRAWN UP BY THE APPOINTMENTS AND REMUNERATIONS' COMMITTEE OF
SOLARIA ENERGÍA Y MEDIOAMBIENTE S.A. FOR THE PURPOSES
OF ARTICLE 529 NOVODECIS OF THE REDRAFTED TEXT
OF THE CORPORATIONS' ACT.**

1. Introduction

Article 529 novodecis of the Redrafted Text of the Corporations' Act determines the obligation to prepare and submit to the approval of the General Shareholders' Meeting the remuneration policy for the Directors of SOLARIA ENERGÍA Y MEDIOAMBIENTE S.A. (the "Company").

Said remuneration policy must be adjusted in terms of the remuneration system established by the articles of association and it will be approved by the General Shareholders' Meeting as a separate item on the agenda, for its application during a maximum period of three years. However, the proposals for new remunerations' policies for directors must be submitted to the General Shareholders' Meeting prior to the end of the final year of application of the previous one and the general meeting may determine that the new policy is applicable as from the same date of approval and during the three following years. Any amendment or replacement thereof during said timeframe shall require the prior approval of the General Shareholders' Meeting in accordance with the procedure determined for its approval.

The remuneration policy, together with the date and result of the vote, will be accessible at the company's website free of charge as soon as from its approval and at least for as long as it is applicable.

The draft remuneration policy of the board of directors shall be duly well founded and it must be accompanied by a specific report from the Appointments and Remunerations' Committee. Both documents will be made available to the Shareholders at the Company website as from the convening of the General Meeting and they may also request its delivery or dispatch free-of-charge. The notice of convening of the General Meeting shall specifically mention this right.

In compliance with said legal precept, the Company's Appointments and Remunerations' Committee has proceeded to prepare this report further to a well-founded proposal of the Company's Board of Directors on the Directors' remuneration policy for the years 2023, 2024 and 2025 (the "Remuneration policy") and which replaces the previous policy approved by the General Shareholders' Meeting held on 30 June 2022.

The Remuneration policy is expected to be submitted to approval at the Ordinary General Shareholders' Meeting, which is scheduled to be held exclusively electronically on 29 June 2023 at 12:00 p.m., upon first convening, and in the same manner and at the same time, on 30 June 2022, upon second convening, including the following proposal as the fifth item on the agenda:

Five - Approval, where applicable, of the remuneration policy for Directors.

It is proposed to the General Meeting to approve, in accordance with the provisions of article 529 novodecis of the Corporations' Act, the remunerations policy for Directors for the years 2023, 2024 and 2025, pursuant to the duly well-founded proposal of the Board of Directors, which is accompanied by the mandatory report of the Appointments and Remunerations' Committee.

In accordance with the provisions of the aforementioned article 529 novodecis, both documents have been made available to the Shareholders at the Company's website as from the convening of the General Meeting.

2. Report of the Appointments and Remunerations' Committee.

For the aforementioned purposes, the Appointments and Remunerations' Committee approves this report on the draft Remuneration policy for Company Directors and requests the Board of Directors to make it available to shareholders as from the publication of the convening of the General Shareholders' Meeting.

2.1 Remunerations' scheme

The Committee has seen fit to update the remuneration that the Directors as a whole have been receiving in recent years, in such a way that it is in reasonable proportion to the size of the Company, its current economic situation and market standards for comparable companies, in accordance with article 217.4 of the Corporations' Act.

2.2 Compliance with the Corporations' Act

The Committee believes that the Remuneration policy is in accordance with the provisions of the Corporations' Act.

The remuneration system determined is also geared towards promoting the long-term profitability and sustainability of the Company and incorporating the necessary precautions to avoid the excessive assumption of risks and the rewarding of unfavourable results.

2.3 Compliance with the Company's statutory and internal regulations

The Committee considers that the Remuneration policy complies with the provisions of article 46 of the Corporate Articles of Association and article 26 of the Regulations of the Board of Directors, which contain the regulation on the remuneration of the Directors of the Company.

3. Validity of the Remuneration policy

The Directors' Remuneration Policy will be applicable for the years 2023, 2024 and 2025, unless the General Shareholders' Meeting agrees to the amendment or replacement thereof during its term of validity.

4. Conclusions

The Appointments and Remunerations' Committee reports favourably on the Directors' Remuneration policy proposed by the Company's Board of Directors.

Madrid: 24 May 2023