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COMISIÓN NACIONAL DEL MERCADO DE VALORES

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Madrid, 7 de junio de 2021

Muy Sres. nuestros:

Dear Sirs,

En cumplimiento de lo dispuesto en el Art. 227 del texto refundido de la Ley del Mercado de Valores, ACCIONA, S.A. (“**Acciona**” o la “**Sociedad**”), comunica lo siguiente

Pursuant to the provisions of Art. 227 of the consolidated text of the Securities Market Act, ACCIONA, S.A. (“**Acciona**” or the “**Company**”), reports the following,

INFORMACIÓN RELEVANTE

MATERIAL INFORMATION

Como continuación de las comunicaciones de Información Privilegiada publicadas el 18 de febrero de 2021 (IP número de registro 724 y 728), Acciona informa sobre su intención de realizar la Oferta Pública de Venta (“**Oferta**”) de las acciones de su filial Corporación Acciona Energías Renovables, S.A. Unipersonal (“**Acciona Energía**”), cabecera de la división de Energía.

As a follow-up to the Insider Information statements published on 18 February 2021 (IP number 724 and 728), Acciona informs of its intention to proceed with the Initial Public Offering (“**IPO**”) relating to the shares of its subsidiary and head of the Energy division of the Group, Corporación Acciona Energías Renovables, S.A. Unipersonal (“**Acciona Energía**”).

En el marco de la Oferta, Acciona Energía tiene intención de solicitar la admisión a cotización de sus acciones en las Bolsas de Valores de Madrid, Barcelona, Bilbao y Valencia, para su negociación a través del Sistema de Interconexión Bursátil (Mercado Continuo).

In the context of the IPO, Acciona Energía intends to apply for admission of its shares to listing on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges for trading through the Automated Quotation System (*Mercado Continuo*).

La Oferta estará compuesta por un tramo

The IPO will consist of a secondary

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secundario de acciones dirigido a inversores institucionales cualificados. Acciona tiene la intención de mantener una participación mayoritaria en Acciona Energía después de la Oferta.

offering of shares directed at qualified institutional investors. Acciona intends to retain a majority shareholding in Acciona Energía after the IPO.

Los fondos de la Oferta se usarán por la Sociedad para la amortización parcial de deuda existente a nivel Acciona.

Proceeds from the Offering will be used by the Company for the partial amortization of existing debt at Acciona level.

Está previsto que la Oferta tenga lugar tras la aprobación por la Comisión Nacional del Mercado de Valores (CNMV) del correspondiente folleto informativo.

The Offering is expected to take place following the approval by the Spanish National Securities Market Commission (CNMV) of the relevant prospectus.

La aprobación final de la Oferta se encuentra sujeta a la valoración que lleven a cabo los correspondientes órganos de administración de la Sociedad, teniendo en cuenta, entre otros factores, las condiciones de mercado y el interés de los inversores.

Final approval of the IPO is subject to the assessment of the relevant management bodies of the Company, taking into consideration, among other factors, market conditions and investors' interest.

Se adjunta el anuncio de la intención de realizar la oferta publicado hoy por Acciona Energía, disponible también en las páginas web de la Sociedad (www.acciona.com) y de Acciona Energía (www.acciona-energia.com)

Attached to this communication is the ITF announcement published today by Acciona Energía that is also available on the websites of the Company (www.acciona.com) and of Acciona Energía (www.acciona-energia.com).

Atentamente/Sincerely,

Jorge Vega-Penichet López
Secretario del Consejo de Administración

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El presente anuncio no constituye un folleto ni un documento equivalente a un folleto, ni una oferta de venta o una solicitud de oferta de compra de valores emitidos por Corporación Acciona Energías Renovables, S.A.U. (la "**Sociedad**") en aquellas jurisdicciones en las que dicha oferta o venta sea ilegal. Los inversores no deben suscribir, comprar, vender o disponer de cualquier otro modo de los valores a los que se refiere el presente documento, salvo sobre la base de la información contenida en el folleto que se publicará en las páginas web de la Sociedad y de la CNMV en su momento, en relación con la potencial de oferta pública de venta de acciones ordinarias (las "**Acciones**") de la Sociedad (la "**Oferta**").

La emisión y venta de las Acciones en la Oferta estarán sujetas a restricciones legales y reglamentarias específicas en determinadas jurisdicciones. La Sociedad no asume ninguna responsabilidad en caso de que cualquiera infrinja dichas restricciones.

La Sociedad no ha autorizado ninguna oferta pública de valores en el Reino Unido ni en ningún Estado miembro del Espacio Económico Europeo.

En cualquier Estado miembro del Espacio Económico Europeo, esta comunicación solo se dirige y está dirigida a inversores cualificados en ese Estado miembro en el sentido del Reglamento (UE) 2017/1129 del Parlamento Europeo y del Consejo, de 14 de junio de 2017, sobre el folleto que debe publicarse en caso de oferta pública o admisión a cotización de valores en un mercado regulado (el Reglamento de Folletos).

En el Reino Unido, esta comunicación solo se distribuye a, y solo está dirigida a, y cualquier inversión o actividad de inversión a la que se refiera esta comunicación solo está disponible para, y solo se realizará con, "inversores cualificados" (según la definición del artículo 86(7) de la Financial Services and Markets Act 2000) (i) que sean personas con experiencia profesional en asuntos relacionados con las inversiones que entren dentro de la definición de "profesionales de la inversión" del artículo 19(5) de la Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, tal y como ha sido modificada (la "**Orden**"); o (ii) que sean entidades de alto patrimonio neto que entren en el ámbito de aplicación del artículo 49(2)(a) a (d) de la Orden (todas estas personas conjuntamente serán referidas como "**personas relevantes**"). Todo aquél que en el Reino Unido no sea una persona relevante no debe tomar ninguna decisión sobre la base de esta comunicación y no debe actuar o ampararse en ella.

Los valores a los que se hace referencia en el presente documento no han sido ni serán registrados en virtud de la Securities Act, y no pueden ofrecerse o venderse en los Estados Unidos si no se registran o no están exentos de registro en virtud de la Securities Act. No existe ninguna intención de registrar los valores aquí mencionados en los Estados Unidos ni de realizar una oferta pública de los mismos en dicho país.

*This announcement is neither a prospectus nor a prospectus equivalent document nor an offer to sell or a solicitation of any offer to buy any securities issued by Corporación Acciona Energías Renovables, S.A.U. (the "**Company**") in such jurisdictions where such offer or sale would be unlawful. Investors should not subscribe for or purchase, sell or otherwise dispose of any securities referred to in this document except on the basis of information in, or incorporated by reference to, the prospectus to be published on the websites of the Company and the CNMV in due course in connection with the proposed initial public offering of ordinary shares (the "**Shares**") of the Company (the "**Offering**").*

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The issue and sale of the Shares in the Offering are subject to specific legal and regulatory restrictions in certain jurisdictions. The Company assumes no responsibility in the event there is a violation by any person of such restrictions.

The Company has not authorized any offer to the public of securities in the United Kingdom or in any Member State of the European Economic Area.

In any Member State of the European Economic Area, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of Regulation (EU) 2017/1129 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market (the Prospectus Regulation).

*In the United Kingdom, this communication is only being distributed to, and is only directed at, and any investment or investment activity to which this communication relates is available only to, and will be engaged in only with, “qualified investors” (as defined in section 86(7) of the Financial Services and Markets Act 2000) (i) who are persons having professional experience in matters relating to investments who fall within the definition of “investment professionals” in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”); or (ii) who are high net worth entities falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as “**relevant persons**”). Persons in the United Kingdom who are not relevant persons should not take any action on the basis of this communication and should not act or rely on it.*

Any securities referred to herein have not been and will not be registered under the Securities Act, and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. There is no intention to register any securities referred to herein in the United States or to make a public offering of the securities in the United States.

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FOR IMMEDIATE RELEASE

June 7, 2021



ANNOUNCEMENT OF INTENTION TO FLOAT ON THE SPANISH STOCK EXCHANGES

CORPORACIÓN ACCIONA ENERGÍAS RENOVABLES, S.A. Unipersonal (“**Acciona Energía**” or the “**Company**”), a pure-play leader in the renewable energy sector with a fully integrated business model and high diversification across geographies and technologies, announces today its intention to proceed with the initial offering (the “**Offering**”) of its ordinary shares (the “**Shares**”) to qualified investors. The Company intends to apply for admission of the Shares to listing on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges (respectively, the “**Admission**” and the “**Spanish Stock Exchanges**”) and on the Automated Quotation System (*Mercado Continuo*). The Offering will consist of a secondary offering of existing Shares by the Company’s current sole shareholder, Acciona, S.A. (“**Acciona**” or the “**Selling Shareholder**”).

Rafael Mateo, CEO of Acciona Energía, stated:

“Today’s announcement of Acciona Energía’s intention to float is a significant milestone in our mission to lead and drive forward the global clean energy transition. We are proud of our role as renewables pioneer and believe that the deep experience we have gained from over 30 years of operations, combined with our zero fossil-fuel legacy and unparalleled global footprint, have underpinned our strong track record of value creation and strongly positions us for future success.

The global energy transition represents a secular growth opportunity. Our planned IPO is expected to reduce Acciona Energía’s cost of capital, unlocking its significant growth potential and supporting the delivery of attractive returns. Acciona Energía is focused on long-term growth and creating value for shareholders, aiming to double our installed capacity by 2025. It will be driven by projects in key geographies, which are supported by attractive regulatory frameworks, hard currency contracts and strong fundamentals. As a standalone business, Acciona Energía will remain committed to best-in-class corporate governance and further enhancing our world leading sustainability position.”

POTENTIAL OFFER HIGHLIGHTS

Should Acciona Energía proceed with the Offering the current expectation is that:

- The Offering will consist of a secondary offering of existing shares by the Selling Shareholder
- Shares will be admitted to listing on the Spanish Stock Exchanges and on the Automated Quotation System
- Proceeds from the Offering will be used by the Selling Shareholder for the partial amortization of existing debt at Acciona level. The Selling Shareholder has already capitalized, by way of contribution to the Company’s equity, c. €1.9bn credit rights arising from intragroup loans, leaving the Company’s balance sheet optimized for growth (2.1x pro-forma net financial debt / adj. EBITDA 2020)

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INFORMATION ON THE COMPANY

Acciona Energía is one of the world's largest pure-play renewable energy platforms. With a total installed capacity of approximately 11.0GW as of March 31, 2021 (net installed capacity of 9.2GW), the Company owns and operates renewable assets in five main markets globally, and is present in 16 countries across five continents, with over 90% of total capacity located in OECD countries. Besides its strong geographic diversification, Acciona Energía has proven an extensive expertise across multiple renewable energy technologies, including onshore wind, solar PV, hydraulic, solar CSP, biomass and storage.

With over 30 years of experience, Acciona Energía has been committed to 100% renewable energy since inception with no fossil-fuel legacy, and has played a key role in the creation of energy solutions that have become industry standards.

The Company fosters a culture of excellence and innovation and continuously works on cutting-edge energy solutions that can help progress the decarbonization of modern-day power markets. Acciona Energía is focused on technological improvements across the value chain, pioneering new solutions such as hybridization and storage, utilizing advanced technologies like green hydrogen and applying disruptive technologies such as blockchain to certify the renewable origin of energy.

Acciona Energía has a solid foundation for growth targeting 20GW by 2025, through strong, visible and diversified pipeline. The Company has further identified 28GW of additional opportunities beyond 2025 targeting over 30GW of installed capacity in 2030.

Acciona Energía is fully integrated and present across the entire value chain: from project development, project structuring and engineering and construction to O&M and asset and energy management. Acciona Energía operates under the highest standards of operational excellence across the entire value chain, with the objective of maximizing production and profitability, extending useful life beyond industry standards and with safety at the core of its operations ("Assets for life" model). These operational activities are conducted remotely from its in-house control center CECOER, one of the largest in the world. Its operational leadership allows for a high asset quality across Acciona Energía's portfolio resulting in improved value creation and LCOE optimization.

The Company benefits from a well-defined and broad combination of different offtake options, sales mechanisms and energy products that provide the Company with high flexibility to be ready to adapt to its customers' needs and which allows it to maintain optimum and predictable cash flow streams. As a key aspect of its growth strategy, the Company has an increased focus on expanding its Business to Business customer base with existing customers including Amazon, Google and Telefonica. In 2020, Acciona Energía was the largest 100% renewable energy supplier in Spain by energy sold¹ and one of the top-four developers worldwide by volume of corporate PPAs signed².

Focused on meeting the challenges of a more sustainable future, Acciona Energía was ranked the world's top green power generator in 2020 for the sixth consecutive year³ and the sustainability industry leader worldwide in the Dow Jones Sustainability Index.

¹ According to the CNMC

² According to H1 2021 Corporate Energy Market Outlook by Bloomberg New Energy Finance

³ According to the Top 100 Green Utilities ranking by Energy Intelligence

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DETAILS OF THE OFFERING

The Offering will consist of a secondary offering of existing Shares by the Company's current sole shareholder, Acciona. The Selling Shareholder will grant one of the Managers (as defined below), as stabilization manager, an option to purchase, on behalf of the Managers, over-allotment Shares of up to 15% of the size of the Offering.

Proceeds from the Offering will be used by the Selling Shareholder for the partial amortization of existing debt at Acciona level. The Selling Shareholder has already capitalized, by way of contribution to the Company's equity, c. €1.9bn credit rights arising from intragroup loans. Moreover, the Company will repay to Acciona following completion of the Offering any outstanding intragroup loans by drawing down on its new ESG €2.5bn syndicated credit facility secured on May 26, 2021 which will allow it to benefit from very competitive interest rates and achieve full financial independence from Acciona group going forward.

Bestinver S.V., S.A., Citigroup Global Markets Limited AG, Goldman Sachs Bank Europe SE, JP Morgan Chase & Co. and Morgan Stanley Europe SE are acting as Joint Global Coordinators for the Offering (together the "**Joint Global Coordinators**"). Banco Santander, S.A., BofA Securities Europe S.A., Joh. Berenberg, Gossler & Co. Kg, Crédit Agricole Corporate and Investment Bank, Credit Suisse Securities Sociedad de Valores, S.A., HSBC Continental Europe and Société Générale are acting as Joint Bookrunners (the "**Joint Bookrunners**"). Alantra Capital Markets, S.V., S.A., Banco de Sabadell, S.A., ING Bank N.V. in cooperation with Stifel Europe Bank AG, Intesa Sanpaolo S.p.A., Mirabaud Securities Limited, Mizuho Securities Europe GmbH, Norbolsa, S.V., S.A. and RBC Capital Markets Europe GMBH are acting as Co-Lead Managers (the "**Co-Lead Managers**") and together with the Joint Global Coordinators and the Joint Bookrunners, the "**Managers**"). STJ Advisors Group Limited and AZ Capital, S.L. are acting as independent financial advisors to the Company in the Offering. Uría Menéndez Abogados, S.L.P. and Davis Polk & Wardwell LLP are acting as legal counsels of the Company and Linklaters S.L.P. as the Managers' legal counsel.

The Company, the Selling Shareholder and members of senior management of the Company will agree to certain lock-up arrangements with the Managers during a period from the date on which the underwriting agreement is signed to and including 180 days (in the case of the Company and the Selling Shareholder) and 365 days (in the case of the members of senior management of the Company) from Admission.

The Company has today obtained approval by the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*, the "**CNMV**") and published a share registration document containing comprehensive information on Acciona Energía. Further details of the proposed Offering will be included in the prospectus (the "**Prospectus**") to be approved by the CNMV in connection with the Offering and the potential Admission. The Prospectus approval process is ongoing. Once approved, the Prospectus will be published and made available at the Company's corporate website (www.acciona-energia.com), in subsection "Shareholders and Investors", and at the CNMV's website (www.cnmv.es), where Acciona Energía's Capital Markets Day presentation dated May 7, 2021 is also available.

Any acquisition of Shares in the Company should be made solely on the basis of the Prospectus approved by the CNMV. The approval of the Prospectus by the CNMV does not constitute an evaluation of the merits of the Offering.

FOR INVESTOR ENQUIRIES

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