

- 7C SOLARPARKEN AG -

Corporate governance declaration in accordance with sections 289f, 315d German Commercial Code (HGB)

The corporate governance declaration to be submitted in accordance with sections 289f and 315d HGB is an integral part of the combined management report of 7C Solarparken AG and the 7C Solarparken Group. Unless otherwise stated below, the following statements thus apply to both 7C Solarparken AG (“the Company”) and 7C Solarparken Group.

RELEVANT DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES

The corporate governance principles are based on the German Corporate Governance Code (GCGC). The Management Board and Supervisory Board keep a constant eye on the recommendations and suggestions of the Code and monitor its implementation, taking into account the Declaration of Compliance to be issued annually by the Management Board and Supervisory Board.

The current Declaration of Compliance is partly based on the GCGC in the version dated 28 April 2022, which was published in the Federal Gazette on 27 June 2022, and is published on our website <https://www.solarparken.com/en/entsprechenserklaerung.php> under the heading “Corporate Governance”.

The shareholders of 7C Solarparken AG are regularly informed and updated about the Company’s situation and any significant business changes. In addition to news providers, 7C Solarparken AG mainly uses its website to provide comprehensive, equitable and timely information, where all announcements, presentations and press releases are made available on the Investor Relations or News Center pages.

Information on the business performance and results of 7C Solarparken AG is provided in the annual report and the half-year financial statements, which are also available on the website at Financial Reports/Publications. Optional quarterly reports are issued during the year.

Ad hoc announcements are published if events occur with regard to 7C Solarparken AG outside the regular reporting that are likely to have a significant impact on the share price of 7C Solarparken AG. Ad hoc news announcements are available on the website under the News Center heading.

DESCRIPTION OF THE PROCEDURES AND COMPOSITION OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD AS WELL AS THE PROCEDURES OF THE COMMITTEES

MANAGEMENT BOARD

Since the 2014 financial year, the Management Board of 7C Solarparken AG has consisted of two members and has a Chair. Rules of procedure laid down by the Supervisory Board govern the various responsibilities and cooperation within the Management Board.

Information on the composition of the Management Board and additional mandates of members of the Management Board is detailed in the notes to the separate financial statements and consolidated financial statements in accordance with section 285 no. 10 German Commercial Code (HGB).

The remuneration of the Management Board comprises the fixed and performance-related components set out in detail in the remuneration report for the respective financial year. The remuneration of the Management Board is determined by the Supervisory Board in accordance with the remuneration system approved by the Annual General Meeting on 21 July 2021 pursuant to section 87a (1) and (2) sentence 1 German Stock Corporation Act (AktG). The remuneration system as well as the remuneration reports and the auditor's report pursuant to section 162 AktG for the financial years 2021 to 2023 are available on the website (only in German):

<https://www.solarparken.com/en/verguetung.php>

SUPERVISORY BOARD

The Supervisory Board of 7C Solarparken AG currently consists of four members. The members are elected by the shareholders at the Annual General Meeting. Information on the composition of the Supervisory Board and additional mandates and memberships of Supervisory Board members in comparable supervisory bodies as per section 285 No. 10 HGB is presented in the combined management report. The Supervisory Board has drawn up its own rules of procedure. The rules of procedure of the Supervisory Board can be viewed on the website (only available in German):

<https://solarparken.com/en/geschaeftsordnung.php>

The members of the Supervisory Board have duly been elected by the shareholders at the Annual General Meeting. The Chair of the Supervisory Board has never been a member of the Management Board of 7C Solarparken AG. The guiding principle for the composition of the Supervisory Board is to ensure qualified supervision and advice for the Company's Management Board. Proposals to the Annual General Meeting regarding candidates for the Supervisory Board must be based on specialist knowledge and experience, integrity, commitment, independence and personality to enable them to successfully fulfil the tasks of a Supervisory Board member at a company operating solar installations and wind turbines. All members of the Supervisory Board are independent and have extensive business experience, especially in the areas of accounting and auditing, as required by section 100 (5) AktG. The expertise of the individual members of the Audit Committee in the aforementioned areas is as follows:

Ms. **Bridget Woods** holds a Bachelor of Business Administration from Lincoln University, Lincoln (New Zealand). She has over fifteen years' experience with a leading financial investor for whom she manages a large investment portfolio. In this role, she supervised the financial audit and acted as the link between the auditors and the financial investor. In addition, she has particular expertise in process auditing and due diligence. Finally, she completed further training in sustainability and ESG reporting at the University of Cambridge (United Kingdom) in 2023 and therefore has in-depth knowledge in this new area. She has also been the Supervisory Board member in charge of the financial statements audit of 7C Solarparken for several years. She has headed the Audit Committee as Chair since the 2023 financial year.

Mr **Paul De fauw** holds a Master's degree in Industrial Engineering from the Catholic University of Leuven (Belgium). He was finance director of West-Vlaamse Energiemaatschappij (WVEM, now part of Fluvius) for over 10 years and was chair of the audit committee of Fluxys Belgium NV, Brussels (Belgium) and Fluxys International NV, Brussels (Belgium) from 2008 to 2012. Based on his experience, Mr Paul De fauw has in-depth knowledge in the areas of accounting and auditing. In addition to his role as a member of the Supervisory Board, he has also been a member of the Audit Committee since the 2023 financial year.

Mr **Paul Decraemer** holds a Master in Financial Management from the Vlerick Leuven Ghent Management School (Belgium) and has many years of experience in analysing accounting information as an investor and CFO in several

companies in the field of sustainability sector since 2006 to date. He has chaired the audit committee of the listed company Abo-Group Environment NV, Ghent (Belgium) since 2009. In addition to his role as a member of the Supervisory Board, he has also been a member of the Audit Committee since the 2023 financial year.

Mr **Joris De Meester** holds a Master in Accounting and Taxation from Ghent University (Belgium) and an Advanced Executive Master of Business Administration from Vlerick Leuven Ghent Management School (Belgium). Due to his extensive experience as an international tax manager at Arthur Andersen and as a private equity investor, he has a sound understanding of accounting and auditing. In addition to his role as a member of the Supervisory Board, he has also been a member of the Audit Committee since the 2023 financial year.

The Supervisory Board analysed the qualifications represented in the Board in the first quarter of 2023 and drew up a skills matrix of the Supervisory Board members' skills. These can be summarised as follows:

Qualification matrix: Competencies of the Supervisory Board members:

	Joris De Meester	Bridget Woods	Paul Decraemer	Paul De fauw
Managing companies, associations and networks	✓	✓	✓	✓
Traditional energy sector and associated value chains				✓
Renewable energy sector/ solar industry and associated value chains	✓	✓	✓	✓
Finance, accounting, risk management, legal & compliance	✓	✓	✓	✓
Sustainability issues		✓	✓	
Accounting/auditing incl. sustainability reporting	✓	✓	✓	
Innovation, research & development & technology	✓	✓	✓	✓
Digitalisation, IT, business models & start-ups		✓	✓	
Personnel, society, communication, media		✓	✓	✓
Economic sectors other than renewable energies	✓	✓	✓	✓

The Supervisory Board has not set any specific targets for optimising its composition. The composition of the Supervisory Board has been perfectly adapted to the Company's specific situation since 2014. There is therefore no need to further optimise it.

The standard retirement age for members of the Supervisory Board is the end of the year in which the person turns 75.

In the 2023 financial year, the Supervisory Board did not carry out a self-assessment of how effectively it fulfils its duties. The Supervisory Board plans to carry out such a self-assessment in the 2024 financial year.

Consultancy or other service and work contracts between a member of the Supervisory Board and the Company must be approved by the Supervisory Board. The members of the Supervisory Board have no business or personal relationship with 7C Solarparken AG that would constitute a conflict of interest and thus restrict their independence.

The Supervisory Board formed an Audit Committee in the first quarter of 2023. The Audit Committee mainly deals with monitoring the accounting process, the effectiveness of the internal control system, the risk management system and the internal audit system as well as the effectiveness of the audit of the financial statements, in particular the independence of the auditor and the additional services provided by the auditor.

The Supervisory Board has dispensed with forming further committees. In view of the size of the Supervisory Board with four members, the Supervisory Board considers the formation of committees to be unnecessary. The formation of committees for additional specialist topics would result in increased organisational effort for the Supervisory Board members and the Company. Furthermore, due to the size of the Company and the number of Supervisory Board members, it has proven practicable for the Supervisory Board to work as one.

The Supervisory Board decides on the number of Management Board members, the required qualifications and the appointment of suitable individuals to the individual positions within the framework of legal requirements and the statutory articles. The Supervisory Board sets targets for the proportion of women on the Management Board. The Supervisory Board has also defined a skills profile for the members of the Management Board, which was taken into account when organising the roles in the Management Board's rules of procedure. In addition, the Supervisory Board takes the principle of diversity into consideration for the composition of the Management Board in terms of professional training and experience, cultural background, internationality, gender and age to best achieve the goals for corporate development ("diversity concept"). The number of Management Board members is determined by the understanding that 7C Solarparken is an integrated company and is determined by the necessities arising from how the Management Board members work with each other.

The Supervisory Board consults with the Management Board on any necessary changes to the composition of the Management Board. No personnel changes were made to the Management Board in the financial year under review. In its current composition, the Management Board fully meets the competence profile and the requirements of the diversity concept.

The Supervisory Board works closely with the Management Board for the benefit of the Company and is involved in all decisions of fundamental importance. In addition, the Supervisory Board monitors and advises the Management Board on managing the Company in accordance with the provisions of the German Stock Corporation Act and the Management Board's rules of procedure. With its many years of experience and expertise, it is an important advisor to the Management Board and monitors its management within the set framework.

The remuneration of the Supervisory Board comprises fixed components set out in detail in the remuneration report for the respective financial year. The remuneration of the Supervisory Board is in line with the remuneration system as adopted by the Annual General Meeting on 21 July 2021 in accordance with section 113 (3) AktG. The remuneration system as well as the remuneration reports and the auditor's report pursuant to section 162 AktG for the financial years 2021 to 2023 can be viewed on the website (only available in German):

<https://www.solarparken.com/en/verguetung.php>

7C Solarparken AG has taken out D&O insurance for the Supervisory Board without a deductible. This is in line with international standards. Furthermore, 7C Solarparken AG is of the opinion that agreeing to a deductible is not suited to improving the sense of responsibility with which the members of the Supervisory Board fulfil the tasks and functions assigned to them.

Specific information on the work of the Supervisory Board can be found in the report of the Supervisory Board on the relevant pages of the annual report.

COLLABORATION BETWEEN THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

In accordance with legal requirements, 7C Solarparken AG has a dual management system, which ensures the personnel of the management and supervisory bodies are separated. The Management Board is responsible for managing the Company. The Supervisory Board at 7C Solarparken AG consists of members elected by the Annual General Meeting and its role is to monitor and advise. The two bodies are strictly separated both in terms of their members and their competences.

The Management Board and the Supervisory Board cooperate on a trust basis to the benefit of 7C Solarparken AG. The Management Board develops 7C Solarparken AG's strategy, coordinates it with the Supervisory Board and ensures its implementation. The Management Board informs the Supervisory Board continuously, promptly and comprehensively about the business development, strategy, planning and risk management of 7C Solarparken AG. The Chair of the Management Board is in regular contact especially with the Chair of the Supervisory Board. The Supervisory Board meets regularly following a regular Supervisory Board meeting without the Management Board.

The number of Management Board members is determined by the understanding that 7C Solarparken is an integrated company and is determined by the necessities arising from how the Management Board members work with each other. No personnel changes were made to the Management Board in the financial year under review. In its current composition, the Management Board fully meets the competence profile and the requirements of the diversity concept.

In the 2023 financial year, the Supervisory Board worked with the Management Board to develop a long-term succession plan for the composition of the Management Board. The Company bodies came to the conclusion that the following should be taken into consideration when making appointments to the Management Board: in order to ensure the long-term orientation of the Management Board, the standard age limit for Management Board members, which has been set at the age of 67, should be observed when making new appointments to the Management Board. The Management Board should also have an appropriate level of diversity, particularly in terms of gender diversity. However, the Supervisory Board and the Management Board regard it as a far higher priority to appoint the best person to the Management Board. When making new appointments, the Supervisory Board therefore values professional and life experience that can enrich the Management Board (professional and personal qualifications are recognised equally to actual experience). In addition, a new member of the Management Board should have complementary competences and skills to the existing members of the Management Board, thus creating synergy effects on the Management Board. After all, a new member of the Management Board should be able to fit into the corporate strategy and culture and be in a position to influence these positively.

PROVISIONS FOR THE PROMOTION OF EQUAL PARTICIPATION OF WOMEN AND MEN IN LEADERSHIP POSITIONS IN ACCORDANCE WITH SECTIONS 76 (4) AND 111 (5) AKTG

With regard to the gender composition of the Supervisory Board and the Management Board of the Company, the Supervisory Board has set corresponding targets in accordance with the German Act on Equal Participation of Women and Men in Management Positions. First of all, it should be made clear that both the Supervisory Board and the Management Board reject any discrimination based on specific features such as gender, race, skin colour, origin or sexual orientation within the Company and outside the Company, and are convinced that the best candidate should be sought and appointed for each position on the Supervisory Board or Management Board in the Company, *regardless of these specific features*, but not *because* of one or more of these specific features.

Period until 30 June 2017

According to the aforementioned act, the first deadline for achieving these targets expired on 30 June 2017. From this date onwards, a further maximum period of five years applies for setting new deadlines. Accordingly, the first deadline set by the Supervisory Board and Management Board of 7C Solarparken AG for fulfilling the quotas expired on 30 June 2017. The 2018 Corporate Governance Declaration included a report on how these deadlines were achieved.

Period until 30 June 2022

The Management Board and Supervisory Board have selected 30 June 2022 as the second period for meeting new targets. In light of the fact that the Supervisory Board comprised two men and one woman at the time of the resolution in 2017, the Supervisory Board set a target figure of 33.33% for 30 June 2022. The Supervisory Board has continued to set the target of zero percent for the Management Board as at 30 June 2022.

On 30 June 2022, the composition of the Management Board was in line with the target set by the Supervisory Board, as the Management Board continues to comprise the same two members. The Company fell short of the target figure for the proportion of women on the Supervisory Board, as 25 percent of the Supervisory Board consisted of women on this date (target figure: 33.33 percent). This is due to the fact that, in accordance with the Company's statutory articles, the Supervisory Board consists of four members, meaning that the proportion of one gender can only be 0, 25, 50, 75 or 100 percent, i.e. never 33.33 percent. At the time the target figure was determined, the number of Supervisory Board members was still three.

Period until 30 June 2027

On 7 April 2022 the Supervisory Board set new targets for the composition of the Management Board and the Supervisory Board. The target figure for the Management Board for the period from 1 July 2022 to 30 June 2027 was set by the Supervisory Board at zero percent. The objective is to achieve a proportion of women on the Supervisory Board of 50 percent in the aforementioned period.

The Management Board has set a target of zero percent for the two management levels below the Management Board, should these be established during the period. To date there are no such management levels.

SHAREHOLDERS AND THE ANNUAL GENERAL MEETING

The shareholders of 7C Solarparken AG exercise their rights at the Annual General Meeting by exercising their voting rights there. The Annual General Meeting of 7C Solarparken AG generally takes place in the first eight months of the financial year. In principle, the Annual General Meeting is chaired by the Chair of the Supervisory Board, but may also be chaired by another person to be elected by the Supervisory Board from outside the group of shareholders or board members.

The Annual General Meeting decides on all tasks assigned to it by law (including the election of Supervisory Board members, amendments to the statutory articles, appropriation of profits and capital measures, accounting and auditing).

The auditor is elected by the Annual General Meeting in accordance with the statutory provisions. A detailed explanation of the Group accounting rules can be found in the notes to the consolidated financial statements.

Bayreuth, March 2024

The Management Board