

# AGENDA AND EXPLANATORY NOTES FOR THE EXTRAORDINARY GENERAL MEETING OF CORRE ENERGY B.V.

Agenda and explanatory notes for the extraordinary general meeting (the "EGM") of **Corre Energy B.V.**, with registered office in Groningen, the Netherlands ("**Company**"), to be held on 7 December 2021 at 14:00 CET by electronic means only, without physical access

## AGENDA

- 1. Opening of the meeting and announcements**
- 2. Composition of the Board**
  - a) Announcement regarding the composition of the Board (*discussion*)
  - a) Appointment of Mr Luca Moro as Non-Executive Director (*resolution*)
  - b) Remuneration of Mr Luca Moro as Non-Executive Directors (*resolution*)
- 3. Any other business**
- 4. Close**

The EGM documents are also available for inspection at the offices of the Company (Helperpark 278 3, 9723 ZA Groningen, the Netherlands). Copies may be obtained free of charge by shareholders and others entitled to attend the meeting. These documents are also available on the Company's website (<https://corre.energy>).

# EXPLANATORY NOTES TO THE AGENDA

## 2.a. Announcement regarding the composition of the Board (discussion)

On 7 June 2021 the Company signed an equity linked funding agreement (the "**FIEE Agreement**") with Italian Energy Efficiency Fund II ("**IEEF**"), an Italian reserved alternative investment fund set-up and managed by Fondo Italiano per l'Efficienza Energetica SGR S.P.A. ("**FIEE**"), an Italian alternative investment fund manager specialising in energy efficiency for the energy transition. With €320 million assets under management, the fund is backed by prestigious institutional investors, including the European Investment Bank. IEEF has provided and will provide the Company with capital in the form of an equity-linked convertible loan instrument.

On 17 September 2021, IEEF, Bloomsbury Holding Limited, Lorlen Investments Limited, Air Corre Ltd, Ledaig Mor Ltd, Corre Energy Group Holdings C.V. and the Company entered into an investment agreement (the "**Investment Agreement**").

Pursuant to the FIEE Agreement and the Investment Agreement, IEEF has the right to nominate one non-executive director to the Board. IEEF has nominated Mr. Luca Moro for appointment.

## 2.b. Appointment of Mr. Luca Moro as Non-Executive Director (resolution)

Under this agenda item it is proposed by the Board to appoint Mr. Luca Moro as non-executive director of the Company.

Luca Moro is a Senior Investment Manager for the Italian Energy Efficiency Fund, a Private Equity focused on Energy Transition. He earned a Master Degree in Management Engineering and a Bachelor Degree in Industrial Engineering at Politecnico di Torino. Luca started his career in JPMorgan, Investment Banking division in London, before joining the buy-side at several hedge funds, dealing with distressed, turnarounds and special situations. Specifically, he was previously Senior Investment Analyst at Bardin Hill, Co-Founder and Head of Research at Eyck Capital and Portfolio Manager at both Numen Capital and Ironshield Capital.

Luca has been a member of many restructuring committees in the role of creditors representative, implementing corporate turnarounds for mid-cap companies in various European Countries and he invested across the capital structure in European and US companies for over 15 years.

Name	Mr Luca Moro
Age	40
Nationality	Italian
Profession	Senior Investment Manager
Other positions and directorships	N/A
Number of Company shares held	N/A

## 2.c. Remuneration of Mr. Luca Moro as Non-Executive Director (resolution)

Pursuant to article 13.10 of articles of association of the Company, the general meeting shall decide on the remuneration for each of the Non-Executive Directors, on a proposal made by the Board and in accordance with the Company's remuneration policy.

Under this agenda item it is proposed to the general meeting to determine that the remuneration to be awarded to Mr. Luca Moro is EUR 30,000 per annum. In addition, Mr. Luca Moro will be reimbursed for all reasonable business expenses incurred in the course of performing his duties.