

Corre Energy B.V.  
Corporate Governance Statement

Adopted 17 September 2021  
Updated 8 December 2021

The board (*bestuur*) (the “Board”) of Corre Energy B.V. (the “Company”) recognises the importance of maintaining good corporate governance and has chosen to apply the Quoted Companies Alliance Corporate Governance Code, issued in April 2018 (the “QCA Code”). The Company discloses in this corporate governance statement (the “Corporate Governance Statement”) (and shall within its annual report and accounts disclose) how it complies with the QCA Code and, where it departs from the QCA Code, and explains the reasons for doing so. The Company will review this information annually in accordance with the requirements of Euronext Growth Rules: Rulebook II, 5.26.

The Company’s chair of the Board (the “Chair”) leads the Board and oversees its function and direction, as well as having ultimate responsibility for implementing the Company’s corporate governance arrangements.

This Corporate Governance Statement describes the Company’s corporate governance arrangements including the application of the principles of the QCA Code by the Company. The ten principles of the QCA Code are set out below:

**Principle 1: Establish a strategy and business model which promotes long-term value for shareholders**

The goal of the Company and its affiliated undertakings (the “Group”) is to become a leader in the development, construction, and operation of grid-scale underground energy storage solutions, complemented by green hydrogen, which play a key role in the decarbonisation and deployment of renewable energy sources.

The following are some key steps that the Group intends to undertake to achieve this goal:

- Commercialisation of its energy storage technology and solutions;
- Execution of its pipeline projects;
- Exploration of the energy storage market in Northern Europe; and
- Building partnerships with experienced development partners.

The Company is focused on growth in value for its stakeholders and intends to apply its resources to the right projects, which have the opportunity to create a long-term environmental impact. The Board and the Group’s management comprise suitably skilled and experienced individuals who collectively hold a strong background in the renewable energy sector.

It is the intention of the Board to publish a statement in accordance with Principle 1 for inclusion in the Company’s future annual reports.

## **Principle 2: Seek to understand and meet shareholder needs and expectations**

The Company recognises the importance of maintaining regular communication with shareholders to ensure that its strategy and performance are understood. The Company will communicate with its shareholders by way of its annual general meeting, combined with publication of its annual report and financial statements and interim results announcements and presentations, which are distributed to shareholders via the Company's website ([corre.energy](https://www.corre.energy)).

Contact details for shareholder communication can be found in the Investor section of the Company's website or by emailing [info@corre.energy](mailto:info@corre.energy)

## **Principle 3: Take into account wider stakeholder responsibilities and their implications for long term success**

The Board is committed to maintaining open and honest relations with all of its stakeholders, both internal and external. The Board's familiarity with the Group's operations and the industry in which it operates enables the Board to clearly identify key stakeholders on which the Group's business relies, including employees, contractors, and regulators.

The Company's executive directors and executive management meet regularly with the Group's employees, such as individual department managers, to enable any key feedback to be obtained and reviewed. Additionally, executive management will regularly attend Board meetings to discuss their areas of the business.

Where the Group's projects directly affect the local community and environment, the Group will endeavour to proactively engage with affected stakeholders and make relevant information available.

The Group will endeavour to take account of feedback received from stakeholders, making amendments and improvements to processes and procedures where appropriate and where such amendments are consistent with the Company's longer-term strategy. Any significant concerns raised will be reported to the Board. Ultimate responsibility for ensuring that the Company delivers on its corporate responsibility to its stakeholders rests with the Board.

## **Principle 4: Embed effective risk management, considering both opportunities and threats, throughout the organisation**

The entire Board is responsible for ensuring that the risks faced by the Group are appropriately managed in order to allow for the execution and delivery of the Company's strategy. Day-to-day risks are identified, assessed, monitored and managed by the Chief Executive Officer, together with assistance from the executive management team. The Board

believes that the Chief Executive Officer, who has significant experience within the sector, has the required knowledge and skills to be able to manage daily risks.

The Board has processes in place for reviewing and evaluating risk. Board meetings are normally held quarterly, when the Board reviews operational performance, discusses budgets and forecasts and assesses any new area of material risk that have been identified. This ensures that significant risks and changes to risks are identified by the Board. The Board believes that the Group has robust financial procedures and safeguards are in place regarding expenditure and accounting functions.

#### **Principle 5: Maintain the Board as a well-functioning, balanced team**

The Board comprises three non-executive directors and two executive directors. The directors' information can be found on the [Board of Directors page](#) of the website. Members of the Board have a collective responsibility and legal obligation to promote the interests of the Company and are together responsible for defining the Company's corporate governance arrangements.

The QCA Code advises that the Board should comprise a balance of executive and non-executive directors, with at least two independent non-executive directors. The Board considers two of its non-executive directors to be independent, being Rune Eng and Frank Allen. Neither of these directors are employees, have significant business relationships with the Group, or material shareholdings in the Company. In accordance with QCA Code guidance, the non-executive directors will not participate in performance-related remuneration schemes.

#### **Principle 6: Ensure that between them the directors have the necessary up-to-date experience, skills and capabilities**

The Company considers that its Board has an effective and appropriate balance of skills and experience. The relevant experience, skills and capabilities that each director brings to the Board is outlined in the director biographies [here](#). The Board believes that its members possess the relevant qualifications and skills as well as the balance of personal qualities necessary to effectively oversee and execute the Group's strategy. The Board is committed to improving its diversity and gender balance when making future appointments.

The executive directors keep their skillsets up to date through attending industry specific events, and by monitoring activity within the sector and making use of professional training and technical and regulatory updates where appropriate. The Company has access to external professional advisors including, but not limited to, auditors, legal advisors, tax advisors and accountants, who are available to them to provide independent advice on all significant matters which arise during the course of the year.

The Board recognises that as the Company evolves, the range of skills and experience required amongst directors will change and that the composition of the Board may need to evolve to reflect these changes.

**Principle 7: Evaluate board performance based on clear and relevant objectives, seeking continuous improvement**

The performance and effectiveness of the Board and the individual directors will be evaluated on an annual basis, following the admission of the shares in the capital of the Company to Euronext Growth.

In reviewing each director's performance, the Board will consider, *inter alia*, the extent of the achievement of their objectives, assessment of their overall contribution to the performance of the Company and an assessment of their continued independence if applicable.

On an annual basis, the performance of the Audit and Risk Committee, and any future additional committees, will be evaluated by the Chair of the Board. The results of this will be reported to Board, together with any recommendations.

Succession planning is the responsibility of the Board and will be reviewed on a regular basis. When considering succession planning, the Board will take into account the skills and experience required as the Group grows and develops.

**Principle 8: Promote a corporate culture that is based on ethical values and behaviours**

The Board strives to lead by example in its dealings with all its stakeholders. The Company endeavours to operate its business to high standards in all respects, and to conduct its business in an honest and ethical manner. The Board believes that the Group has a culture of responsible and ethical behaviour. The Board will regularly monitor the Group's cultural environment and seek to address any concerns that may arise. The Board will consider the Group's cultural environment when seeking to recruit staff and directors, and when conducting training and engagement initiatives.

The Board recognises the importance of a strong and coherent corporate culture particularly as the Group grows. In particular, the Board aims for the actions and decisions of the Chief Executive Officer and the wider executive management team to be led by and to showcase the Group's culture. The Board believes that the Group's culture is instilled across all its staff by the example and leadership of its executive directors and executive management.

**Principle 9: Maintaining governance structures and processes that are fit for purpose and support good decision-making by the Board**

The Chair is responsible for overseeing and running the business of the Board, ensuring strategic focus and direction is maintained, ensuring that no individual or group dominates

the Board's decision-making, and ensuring the non-executives are kept up to date with the Company's business. With guidance from the Company's advisors, the Chair will assess the appropriateness of the Company's governance structures as the Group continues to develop.

In addition to formal Board meetings, the Chief Executive Officer maintains open and regular communications channels with all Board members and provides regular updates on the financial position and operational status of the Group.

The Company has an Audit and Risk Committee, with the two independent non-executive directors as the members. The Terms of Reference of the Audit and Risk Committee can be found [here](#).

The Company does not currently have a remuneration or nomination committee.

Given the size and stage of development of the Group, the Directors have decided, at this stage, not to establish a nomination committee or a remuneration committee. Relevant decisions in relation to nomination or remuneration matters (including executive management appointments) are identified and managed by the whole Board, subject to any relevant conflict of interest procedures. The remuneration of the members of the Board is governed by the Company's remuneration policy.

The Board believes that this is the most appropriate approach in respect of nomination and remuneration matters having regard to the size and stage of development of the Group. This will be regularly reviewed and these committees will be established if and when the Board believes this to be appropriate.

The Company is committed to the evolution of its corporate governance in line with best practice, to the extent the Board judges it appropriate considering the Group's size, stage of development and resources. The Company proposes to keep its systems and controls under review to ensure compliance with best practice.

**Principle 10: Communicate how the Company is governed and is performing by maintaining a dialogue with shareholders and other relevant stakeholders**

The Board will endeavour to ensure that all shareholders and relevant stakeholders are kept up to date on the Group's operations, with clear and transparent information being provided on a regular basis. The Board intends to maintain an active dialogue with institutional and private shareholders, and all material information will be released through notifications made via a Regulatory Information Service, which are also made available on the Company's website.

The Company's annual report and accounts will be published on or before the date of notice of the Company's annual general meeting in accordance with the requirements of Irish and Dutch law. The Company's interim results will be notified via Regulatory Information Service announcements.