

REPORT PREPARED BY THE APPOINTMENTS, REMUNERATIONS AND SUSTAINABILITY COMMITTEE OF ELECNOR, S.A. REGARDING THE PROPOSAL FOR THE RE-APPOINTMENT OF MR. SANTIAGO LEÓN DOMEcq IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 529 DECIES OF THE SPANISH COMPANIES ACT.

1. Introduction

Article **529 decies of the Spanish Companies Act** establishes that proposals for the re-appointment of members of the Board of Directors must be accompanied by a supporting report from the Board evaluating the competence, experience and merits of the proposed candidate. Proposals which, in the case of non-independent directors, must also be preceded by a report from the Appointments, Remunerations and Sustainability Committee.

In compliance with the abovementioned regulations, this report is prepared by the Appointments, Remunerations and Sustainability Committee of Elecnor, S.A. (hereinafter, "Elecnor" or the "Company") for submission to the Board of Directors, in accordance with the provisions of Articles 529 decies and 529 quidecies of the **Spanish Companies Act**, in relation to the proposal for the re-appointment of **Mr. Santiago León Domecq** as Director, with the category of **proprietary director**, for the statutory term of **four years** and whose last appointment, for the same term, was produced by resolution of the Ordinary General Shareholders' Meeting of the Company held in Madrid on June 23, 2021.

For this purpose, the Company's Appointments, Remunerations and Sustainability Committee has analyzed **the current composition of the Board of Directors**, assessing that the Board as a whole has sufficient knowledge, skills and experience to meet the legal requirements and good governance recommendations in relation to the composition of the Board of Directors and its Committees.

2. Professional and biographical profile of Mr. Santiago León Domecq

PROFESSIONAL AND BIOGRAPHICAL PROFILE

Degree in Law and MBA from the University of Cadiz.

Position: Board Member

Category: Proprietary (CANTILES, XXI, S.L.)

Dates of appointment and re-election as a Board Member of ELECNOR, S.A.: appointed by co-optation on October 28, 2020, re-elected by the General Meeting on June 23, 2021.

Committees: N/A

Shareholding in the share capital of ELEC NOR, S.A.:

- Direct: 0,414%
- Indirect: 0,000%

OTHER PROFESSIONAL POSITIONS AND ACTIVITIES

He is currently a Director of PROBIGRAF, S.L., F LEON MANJON, S.L., AGROPECUARIA DEL TREVEGIL, S.L., as well as Director and Secretary of the Board of Directors of JUVER XXI, S.L. and Director and President of the Board of Directors of BODEGAS LEON DOMECCO, S.L. He is also the sole Director of SAUCILLO, S.L., MALUZA, S.L., AOBAN 27, S.L. and MEGALER XXI, S.L.

In relation to his professional career, he has been Director of Engineering, Studies and Projects at NIP, S.A., ELECDEY, S.L., ENERFÍN SOCIEDAD DE ENERGÍA, S.L.U., DEIMOS SPACE, S.L.U., ELECDEY CARCELERN, S.L., ELECDEY ASCOY, S.A., EUROPAPEL, S.A., GRAFICARTÓN, S.A., JEREZ INDUSTRIAL, S.A., CONTIFORM, S.A., as well as High Net Worth Agent at BANKINTER, President of VOLVO TURISMOS LA RAZA, Territorial Director of Private Banking at BANESTO, Vice-President of CHASE MANHATAN BANK and Manager of MANUFACTURES HANNOVER TRUST CO.

3. Assessment of the profile of Mr. Santiago León Domecc

Within the framework of drafting this report on the re-election of the aforementioned Director, the Nominations, Remunerations and Sustainability Committee has carried out a prior analysis of the skills, knowledge and experience of the Directors who are already part of the Board, as well as the skills required by the Board of Directors, concluding favorably on the adequacy of the Director's professional profile to the competency matrix of the Board of Directors and the diversity principles assumed by the Company, all of which is explained below, in accordance with the provisions of the "Policy for the Diversity of the Board of Directors and Selection of Directors" (hereinafter, the "Policy") approved by the Board of Directors.

In this regard, the Company's Appointments, Remunerations and Sustainability Committee understands that, in order to properly exercise its functions of defining the Group's strategic and management guidelines and supervising their implementation, as well as decisions on matters of strategic importance at the level of Group, all the members of the Board of Directors must adequately combine sufficient capacities and skills in the following areas:

- a) knowledge of the activity sectors in which the Company and its Group operate;

- b) experience and knowledge in economic and financial aspects, in the management of highly qualified human resources and in legal and regulatory frameworks;
- c) international experience and knowledge of the most relevant geographic markets for the Company and its Group; and
- d) experience and knowledge in management, leadership and business strategy.

The candidate's curriculum vitae and his career as Director of several companies widely prove his competence as a director, his merits to hold the position of Director with the category of proprietary, his extensive experience in relevant sectors for the Company and its Group and his deep knowledge in various business fields, which guarantees his contribution to the formation of an adequate criterion by the Board of Directors which has been demonstrated since he joined in 2020.

In this sense, the dedication shown during the previous mandate by the Director, his participatory and informed attitude in meetings, his ability to make critical judgments independently of the opinions of third parties and to ensure social interests in the exercise of his position, demonstrate his commitment with the Company and its Group.

At the same time, his career as a Director of the Company entails a deep knowledge of the Group, from the perspective of its businesses and the sector of activity to which it belongs, its corporate and organizational structure, including its marked international character, and its corporate culture, whose values he has demonstrated to share with the impeccable performance of his position since his appointment.

Likewise, it has analyzed the rest of professional activities of Mr. León Domecq, considering that there are no potential conflicts of interest that could generate undue influence from third parties and that he has sufficient time to duly carry out the functions inherent to the position of member of Elecnor's Board of Directors.

This report has been prepared taking into consideration and in strict compliance with the Policy and taking into account the recommendations of the Good Governance Code of Listed Companies and the Technical Guide 1/2019, of February 20, on Appointment and Remuneration Committees, of the National Securities Market Commission (Comisión Nacional del Mercado de Valores).

In this sense, and without prejudice to the fact that, within the framework of what is established in the Policy, the promotion of diversity in all its aspects has been taken into account, including gender diversity, this Committee has

concluded that Mr. Santiago León Domecq is the most suitable person to hold the position of Director for a new term.

4. Category of Director

Regarding his classification on the Board of Directors of Elecnor, Mr. Santiago León Domecq in accordance with the provisions of Article 529 duodecies.3 of the Spanish Companies Act, is considered to be a proprietary director, since he represents the significant shareholder Cantiles XXI, S.L.

5. Conclusion

In view of the foregoing, this Committee favourably reports the re-appointment of Mr. Santiago León Domecq as Director of the Company, with the category of proprietary director, considering that he is the most suitable candidate for the performance of said position by gathering the knowledge, necessary experience, skills and abilities.

In Madrid February 24, 2025.