

REPORT PREPARED BY THE APPOINTMENTS, REMUNERATIONS AND SUSTAINABILITY COMMITTEE OF ELECNOR, S.A. REGARDING THE PROPOSAL FOR THE RE-APPOINTMENT OF MR MIGUEL MARÍA CERVERA EARLE 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. Furthermore, in the case of non-independent directors, the proposals must be preceded by a report from the Appointments, Remunerations and Sustainability Committee.

In compliance with the above, 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 quindecies of the Spanish Companies Act, in relation to the proposal for the re-appointment of **Mr Miguel María Cervera Earle** 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 18 May 2022.

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 Miguel María Cervera Earle

PROFESSIONAL AND BIOGRAPHICAL PROFILE

Graduate of the Centre for Computer Studies (Madrid), with a master's degree in business programming from SPHNIX, Ltd. (London) and MP - Programme for Directors. Keys to successfully addressing the new challenges of the Boards of Directors. ESADE BUSSINES SCHOOL MADRID.

Position: Board Member

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

Dates of appointment and re-election as a Board Member of ELEC NOR, S.A.: on October 25, 2017, re-elected on May 18, 2022.

Committees: Member of the Appointments, Remunerations and Sustainability Committee since March 24, 2021, re-elected on May 18, 2022.

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

- Direct: 0,164%
- Indirect: 0,004%

OTHER PROFESSIONAL POSITIONS AND ACTIVITIES

He is currently the Director of MARIA DEL MAR MANCA S.L and INVERSIONES BERRETIN, S.L.

In relation to his professional career, he has been Founder and Manager of SOLUCIÓN DENTAL, S.L. and SOLUCIÓN SALUD S.L., Partner and founder of SMI ESPAÑA INFOCLINIC and MIRCO LTD, as well as Director of ECHEPOLITA S.L., of CLONSILA INVERSIONES, S.L., of Ingeniería, Estudios y Proyectos NIP, S.A., Director of CELEO CONCESIONES E INVERSIONES, S.L. and Vice Secretary of ENERFÍN SOCIEDAD DE ENERGÍA, S.L.U.

3. Assessment of the profile of Mr Miguel María Cervera Earle

Within the framework of drafting this report on the re-appointment of Mr Cervera Earle, the Appointments, 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. Furthermore, his extensive experience in relevant sectors for the Company and its Group and his deep knowledge in various business fields, guarantee his contribution to the formation of an adequate criterion by the Board, which has been demonstrated since he joined in 2001.

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 Director and member of the Company's Appointments, Remunerations and Sustainability Committee of the Company entails a deep understanding of the Group, from the perspective of its businesses and the sector to which it belongs, its corporate and organizational structure, including its distinctly international character, and its corporate culture, whose values he has demonstrated he shares through his impeccable performance in his role since his appointment.

Likewise, the Committee has analyzed the rest of professional activities of Mr Cervera Earle, 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.

In this regard, having taken into account the provisions of the Policy, and, in particular, the promotion of diversity in all its aspects, as well as gender equality, this Committee has concluded that Mr Miguel María Cervera Earle is the most suitable person to hold the position of Director for a new four-year term.

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).

4. Category of Director

Regarding his classification on the Board of Directors of Elecnor, Mr Miguel María Cervera Earle 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 Miguel María Cervera Earle as Director of the Company, with the category of proprietary director, considering that he possesses the knowledge, experience, abilities and aptitudes necessary for the proper performance of the position.

In Madrid, 23 March 2026.