

PROPOSAL FOR THE RE-ELECTION OF MS IRENE HERNÁNDEZ ÁLVAREZ MADE BY THE APPOINTMENTS, REMUNERATIONS AND SUSTAINABILITY COMMITTEE OF ELECNOR, S.A. 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 above, the Appointments, Remuneration and Sustainability Committee of Elecnor, S.A. (hereinafter, "Elecnor" or the "Company") makes this proposal for the re-election of **Ms Irene Hernández Álvarez** as Director, with the category of **independent 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. Assessment of the profile of Ms Irene Hernández Álvarez

In preparing this proposal for the reappointment of Ms. Hernández Álvarez, the Appointments, Remunerations and Sustainability Committee has considered the suitability of her professional profile to the Board's competency matrix, as well as the competencies required on the Board of Directors, taking into account the diversity objectives set by the Company, all within the framework established in the "Policy for the diversity of the Board of Directors and selection of Directors" (the "Policy") approved by the Board of Directors.

On the other hand, the Appointments, Remunerations and Sustainability Committee has taken into account the same factors that motivated her initial

selection as a Board Member and has assessed Ms Hernández Álvarez's performance in her role since 2018 as a Member of the Board of Directors of Elecnor and as a member of the Audit Committee and the Appointments, Remuneration and Sustainability Committee of the Company as highly satisfactory, considering that she meets all the requirements, needs, capacity and experience required to continue performing her duties satisfactorily.

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 her career as Director of several companies widely prove her competence as a director, her merits to hold the position of Director. Furthermore, her extensive experience in relevant sectors for the Company and its Group and her deep knowledge in various business fields, guarantee her contribution to the formation of an adequate criterion by the Board, which has been demonstrated since she joined in 2018.

In this regard, the dedication shown by the Director during the previous term, her participatory and informed attitude in the Board meetings, her ability to make critical judgments independently of third-party opinions, and to safeguard the company's interests in the exercise of her duties, demonstrate her commitment to the Company and its Group.

At the same time, her career as Director and member of the Audit Committee and the 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 she has demonstrated she shares through her impeccable performance in her role since her appointment.

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

In this sense, 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 Ms. Irene Hernández Álvarez is the most suitable person to serve as a Board Member for a new four-year term.

Furthermore, it is noted that this proposal for reappointment has been formulated taking into consideration and in strict compliance with the Policy, and also considering 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).

3. Professional and biographical profile of Ms Irene Hernández Álvarez

PROFESSIONAL AND BIOGRAPHICAL PROFILE

Degree in in E-2 Economic and Business Sciences from ICADE, obtaining the Extraordinary End of Degree Award, as well as the Second National Economics Award and the VI Carlos Cubillo Valverde Award (1988), sponsored by Price Waterhouse.

Position: Board Member

Category: Independent Director

Dates of appointment and re-election as a Board Member of ELECNOR, S.A.: on June 1, 2018, re-elected on May 18, 2022.

Committees: Member of the Audit Committee since June 1, 2018, re-elected on May 18, 2022. Also, Member of the Appointments, Remunerations and Sustainability Committee since March 20, 2024.

Shareholding in the share capital of ELECNOR, S.A.:

- Direct: 0,007%
- Indirect: 0,000%

OTHER PROFESSIONAL POSITIONS AND ACTIVITIES

She is currently a founding partner of Impulsa Capital, S.L., a company specialising in corporate financial advisory services in the private equity/venture capital segment and Registered Advisor of BME GROWTH and Listing Sponsor of Euronext Growth; and Coordinating Director, member of the Executive Committee, Member of the Audit Committee and Member of the Appointments and Remuneration Committee of ENCE ENERGÍA Y CELULOSA, S.A.

In relation to her professional career, she has been Chair of the Audit Committee of ELECNOR, S.A.; Coordinating Director, Chair of the Appointments, Remuneration and Sustainability Committee and Member and Secretary of the Audit Committee of Saint Croix Holding Immobilier SOCIMI, S.A.; and she has worked at J.P. MORGAN.

4. Category of Director

Regarding her classification on the Board of Directors of Elecnor, Ms Irene Hernández Álvarez, in accordance with the provisions of article 529 duodecies.4 of the Spanish Companies Act, has the status of independent director.

5. Proposal

As a result of the foregoing and taking into account the current needs of the Company's Board of Directors, the Appointments, Remunerations and Sustainability Committee submits the following proposal for consideration at the Ordinary General Shareholders' Meeting:

“To re-appoint Ms Irene Hernández Álvarez as Director of ELECNOR, S.A. at the proposal of the Appointments, Remunerations and Sustainability Committee, following the justifying report from the Board of Directors, for the statutory period of four years and with the category of independent director. Identification details of Ms Hernández Álvarez are registered in the registration sheet opened in the name of the Company.”

To this end, the Committee requests the Board of Directors, in accordance with the provisions of Article 529 decies.5 of the Spanish Companies Act, to issue the corresponding explanatory report on the proposed re-appointment, to be made available to the shareholders on the occasion of the convening of the next Ordinary General Shareholders' Meeting.

In Madrid, 23 March 2026.