



COMISION NACIONAL DEL MERCADO DE VALORES

Madrid, 11 de mayo de 2023

Muy Sres. nuestros:

Dear Sirs,

En cumplimiento de lo dispuesto en el Art. 227 del texto refundido de la Ley del Mercado de Valores, aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre, ACCIONA, S.A. (en adelante, la “Sociedad” o “ACCIONA”) comunica lo siguiente:

Pursuant to the provisions of Art. 227 of the consolidated text of the Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October, ACCIONA, S.A. (the “Company” or “ACCIONA”) reports the following:

INFORMACIÓN RELEVANTE

MATERIAL INFORMATION

El Consejo de Administración de Acciona ha convocado Junta General Ordinaria de Accionistas para el próximo día 19 de junio de 2023 a las 12:00hs, en primera convocatoria y 20 de junio de 2023 en segunda convocatoria, a la misma hora (siendo previsible que se celebre en segunda convocatoria). Se adjunta texto íntegro de la convocatoria que será publicada asimismo en el diario El País y en la página web de la sociedad, www.acciona.com.

Acciona’s Board of Directors has convened the Annual General Shareholders’ Meeting to be held on the 19th of June 2023 at 12.00pm on first call and 20th of June 2023, on second call, at the same time (being most likely that the meeting takes place on second call). Attached hereto is the full text of the call which shall be published in the newspaper El País and in the Company’s website www.acciona.com.

Se remiten asimismo las propuestas de acuerdos que el Consejo de Administración de Acciona somete a la consideración de la Junta General de Accionistas en relación con todos los puntos del orden del día y que, junto con la restante documentación relacionada con la Junta General, estarán a disposición de los accionistas en el domicilio social y página web de la sociedad www.acciona.com en los términos previstos en el anuncio de convocatoria.

Likewise, attached hereto are the proposals that the Board of Directors of Acciona submits to the Annual General Shareholders Meeting for its approval in connection with all the items included in its agenda and which, together with the other documentation related to said Meeting, shall be available to the shareholders at the Company’s registered address and on the Company’s web page www.acciona.com in the terms provided for in the call.

Esta comunicación de información relevante se publica en idiomas español e inglés, en caso de discrepancia entre ambas versiones, prevalecerá la versión española.

This material information statement is published in Spanish and English and in case of discrepancy between both versions, the Spanish version shall prevail.

Atentamente/Yours faithfully,
Jorge Vega-Penichet López
Secretario del Consejo
Company Secretary

2023 ORDINARY GENERAL SHAREHOLDERS' MEETING

The Board of Directors of **ACCIONA, S.A.** calls the shareholders to the Ordinary General Meeting on the date, at the time and venue and with the agenda indicated below:

- **DATE:** 19 June 2023, at 12:00 p.m., at first call, and **20 June 2023**, at the same time, at second call (being most likely held at **second call**).
- **VENUE:** Avenida de la Gran Vía de Hortaleza, 3, 28033 (Madrid)
- **Attendance either in person or via electronic means**

AGENDA

ITEM ONE.- Annual Accounts and Audit.

- 1.1 Examination and approval, if applicable, of the individual annual accounts of Acciona, S.A. and consolidated accounts of the group of which it is the dominant entity, corresponding to financial year 2022.
- 1.2 Examination and approval, if applicable, of the individual management reports of Acciona, S.A. and consolidated report of the group of which is the dominant entity, corresponding to the financial year 2022.
- 1.3 Approval, if applicable, of the corporate management and actions carried out by the administrative body of Acciona, S.A. in the financial year 2022.
- 1.4 Examination and approval, if applicable, of the consolidated non-financial information statement, contained in the consolidated management report, for financial year 2022.
- 1.5 Application of the results of financial year 2022.
- 1.6 Re-election of KPMG Auditores, S.L. as auditor of the individual annual financial statements of Acciona, S.A. and of its consolidated group for financial year 2023.

ITEM TWO.- Renewal of the Board of Directors.

- 2.1 Re-election of Mr. Jerónimo Marcos Gerard Rivero as Independent Director.
- 2.2 Appointment of Ms. María Salgado Madriñán as Independent Director.
- 2.3 Appointment of Ms. Teresa Sanjurjo González as Independent Director.
- 2.4 Setting the number of members on the Board of Directors at 13.

ITEM THREE.- Delegations and authorisations in favour of the board of directors.

3.1 Delegation to the Board of Directors, for a term of five years and with express power of replacement, of the power to increase share capital one or more times by means of cash contributions up to a maximum €27,428,326, equivalent to half the share capital at the time of this delegation, under the terms and conditions considered appropriate by the Board of Directors at any time. Said authorisation also includes the power to exclude preferential subscription rights, whether in whole or in part, up to a limit equal to 20% of share capital at the time of this delegation, including, as appropriate, any capital increases which may be agreed under the proposed resolution included in item 3.2 on the agenda, as well as express authorisation to amend the relevant articles of the Articles of Association accordingly, as

appropriate, leaving void the authorisation granted by the Ordinary General Shareholders' Meeting of 28 May 2020.

3.2 Delegation to the Board of Directors, for a term of five years and with express power of replacement, of the power to issue securities, convertible into the Company's shares, as well as warrants or other similar securities which may give the direct or indirect right to the subscription of shares in the Company for a total amount of up to €3,000,000,000; in addition, the power to increase the share capital by the necessary amount, and the power to exclude, where necessary, the preferential subscription right up to an amount equivalent to 20% of the capital of the Company at the time of this delegation, including, where appropriate, any capital increases which may be agreed under the proposed resolution included on item 3.1 on the agenda; and authorisation to recast, where appropriate, the relevant Articles of Association, leaving void the authorisation granted by the Ordinary General Shareholders' Meeting of 28 May 2020.

3.3 Authorisation, where necessary, to call Extraordinary General Meetings of the Company with a minimum notice of fifteen days, under article 515 of the Corporate Enterprises Act.

ITEM FOUR.- Annual Directors' Remuneration Report for 2022.

ITEM FIVE.- Sustainability Report for 2022 and Report on the 2025 Sustainability Master Plan.

ITEM SIX.- Delegation of powers to the Board of Directors for the development, interpretation, amendment and execution of the resolutions agreed by the General Meeting, and to replace the powers it receives from the General Meeting; and the recording of this delegation as a notarial instrument, interpretation, amendment, complement, development and registration.

OPERATING RULES OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING

1. Supplement to the announcement and presentation of proposals for resolutions.

Shareholders representing, at least, three per cent of the share capital, may (i) request that a supplement to the announcement of this General Meeting be published, including one or more items on the agenda, provided the new points are accompanied by a justification or, if applicable, of a justified proposal for a resolution; and (ii) present reasoned proposals for resolutions on matters already included or to be included on the agenda.

The requests or proposals must be sent via official channels to the Secretary of the Board of Directors of Acciona, S.A. ("Acciona" or the "Company"), and received at the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid) within five (5) days following the publication of this announcement.

The writ will set out the agenda items to be included in the announcement or proposal for a resolution to be formulated, in clear and express terms, as well as the identity of the shareholders exercising the right and confirmation of the number of shares they own.

The supplement to the announcement will be published at least fifteen days in advance of the date established for holding the Ordinary General Meeting.

2. Rules governing the General Meeting. Attendance in person or via electronic means.

The Board of Directors has resolved to call the Ordinary General Shareholders' Meeting to be held in person at the venue indicated in the header. However, shareholders entitled to attend the General Meeting will also be able to do so remotely, via electronic means, as it takes place, all in accordance with the terms of article 15 bis of the General Meeting Regulations and article 18.6 of the Articles of Association.

The General Meeting will be held in accordance with the terms of the Regulations of the General Meeting (available on the Acciona website (www.acciona.com), on the website of the CNMV and at the Commercial Registry), the Acciona Articles of Association and the restated text of the Corporate Enterprises Act ("**Corporate Enterprises Act**").

It is stated for the record that the quorum for the General Meeting to be constituted is at least 67% of the subscribed capital with voting rights at first call or 50% of the subscribed capital with voting rights at second call, to be able to decide on items 3.1 and 3.2 on the agenda. Moreover, it is stated for the record that the adoption of the resolution proposed in item 3.3 on the agenda requires the vote in favour of two thirds of the subscribed capital with voting rights.

3. Right of attendance.

Those shareholders whose shares are registered in the corresponding book-entry register five (5) days prior to the date of the General Meeting are entitled to attend. It will not be necessary to hold a minimum number of shares to attend the General Meeting.

4. Right of representation.

Shareholders who are entitled to attend can be represented at the General Meeting by another person or persons, who may or may not be shareholders.

The representation may be granted **(1)** by post or by email or **(2)** by electronic means via the mechanisms provided in the "**Vote and Electronic Delegation**" area in the section devoted to the 2023 Ordinary General Shareholders' Meeting on the Company's website (www.acciona.com).

Delegation by post, email or by electronic means via the website will be governed by the terms of this section and section 5 below.

The delegation of representation will state the identity of the representative. If the document is received by Acciona with the name of the representative left blank, the representation will be considered to have been conferred on the Chairperson, Vice President, Coordinating Director or Secretary of the Board of Directors, in this order, and unless stated otherwise, for all items submitted to a vote at the General Meeting. In the event the representative is affected by a conflict of interest for voting on any of the proposals submitted to the Meeting, whether included on the agenda or not, the representation will be considered conferred on the next person mentioned who is not in the same situation, following the order indicated above.

The documents establishing the representations for the General Meeting will state the instructions on how to vote, it being understood that, if nothing is stated in this regard, the principal will give precise instructions to vote in accordance with the proposed resolutions formulated by the Board of Directors on the items included on the agenda and, unless stated otherwise, abstain in relation to any other matter that,

not appearing on the agenda and, as such, being unknown on the date of delegation, may be submitted for a vote at the General Meeting, unless the representative is in a position to judge whether a vote in favour or against such proposals would be more favourable for the interests of the principal.

For the purposes of the terms of articles 523 and 526 of the Corporate Enterprises Act, be informed that if the designated representative is a director, he/she may find him-/herself in a conflict of interest situation with regard to resolutions concerning the following items on the agenda: item 1.3 (Approval of the management of the company), item TWO (Renewal of the Board of Directors), if their re-election or appointment is submitted to the General Meeting, item FOUR (Annual Directors' Remuneration Report for 2022) and, if applicable, in the scenarios envisaged in sections b) and c) of article 526.1 of the Corporate Enterprises Act.

In the event the person holding the representation, whether by public request or otherwise, is in a conflict-of-interest situation, he/she will be entitled to vote if he/she has notified the shareholder of this situation in advance and has received precise voting instructions from the shareholder represented.

The shareholder will, in writing or via electronic means, notify who it designates as representative, of the representation conferred in their favour and revocation thereof, as the case may be. When the representation is granted in favour of a member of the Board of Directors, including the Secretary and Vice-Secretary of the Board of Directors, the notification will be deemed made when the Company receives the documentation of which the same consists.

5. Delegation and remote voting procedure prior to the General Meeting.

Shareholders may cast their vote or appoint a representative before the General Meeting is held, using the voting form included on the delegation/remote voting card, sending it to Acciona by post, via email or via the mechanisms provided in the "**Vote and Electronic Delegation**" area in the section devoted to the 2023 Ordinary General Shareholders' Meeting on the Acciona website (www.acciona.com), following the instructions contained there.

Voting and delegation of remote voting prior to the General Meeting may be carried out:

- a) **By post or email:** The shareholder can send Acciona, S.A. the documents for voting or delegating a representative via the following means: (i) via post sent to the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid), for the attention of the Shareholder Relations Department, or (ii) via email attaching documentation in pdf form (or other commonly used) to juntageneral@acciona.com. The documentation to be sent in both cases will be the following:

In order to cast votes:

- Acciona Card available on the Acciona website for remote voting, signed by the shareholder or an authorised representative, clearly and expressly stating how the shareholder wishes to vote. This formula will not be necessary if the shareholder sends the Company an attendance card issued by a depositary entity that includes a section on "remote voting".

In order to delegate representation:

- Original Delegation Card issued in the name of the shareholder by a depositary entity or by Acciona, signed by the shareholder or by an authorised representative, clearly and expressly stating the delegation of representation in favour of a representative (with any instructions that, if applicable, the shareholder gives the representative), using the formula, rules and instructions appearing on the Card issued by the depositary entity or on the Acciona Card.
- b) Via electronic means using the Acciona website: The vote or delegation of representation may be formalised using the mechanisms provided in the “Vote and Electronic Delegation” area in the section devoted to the 2023 Ordinary General Shareholders’ Meeting on the Acciona website (www.acciona.com) following the instructions contained there.

The vote or delegation formalised in this manner will be sent to Acciona via internet by means of a connection with the Acciona website subject to the secure data transfer procedures that will be automatically activated when communication is established with the Acciona website.

The vote or delegation will, moreover, include a recognised, valid user electronic certificate in force, issued by any of the following certification authorities: CERES that (the Spanish Mint-*Fábrica Nacional de Moneda y Timbre*); CAMERFIRMA or included in the Spanish electronic National Identity Document.

The deadline by which Acciona must receive votes and delegations of representation by post, email or via electronic means using the mechanisms provided on the website is **23:59 hrs. (Madrid time) on 18 June 2023**.

Shareholders issuing their vote or delegation via electronic means can obtain electronic confirmation of the issue and receipt of their vote using the same system.

- c) Delegation with the representative attending via electronic means: If the person delegated to attend does so via electronic means, the shareholder who conferred the delegation will have notified the representative of such delegation and send a copy of the delegation conferred, or the powers of representation in the case of a legal person, to the Shareholder Relations Department of Acciona, S.A., at the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid) or by means of an email addressed to juntageneral@acciona.com, together with a copy of the national ID document or passport of the representative, no later than **23:59 hrs. (Madrid time) on 18 June 2023**. The representative who so requests may attend the Meeting via electronic means by connecting in the “Attendance via electronic means” section of the website (www.acciona.com) following the instructions included in the section below.

6. Attendance in person by the shareholder or its representative.

In order to attend the General Meeting, shareholders must obtain the Attendance Card issued by the depositary entities, which will be recognised as an Entry Ballot, or the Acciona Card, which can be downloaded from the website by following the instructions on the same or requested at the registered office.

Both shareholders attending in person and representatives attending by delegation will have to duly identify themselves to the services of Acciona before the start of the General Meeting.

7. Attendance and voting via electronic means at the General Meeting.

Those shareholders who so wish will be able to attend the Ordinary General Meeting via electronic means, pursuant to the rules approved by the Board of Directors of the Company to that end and that can also be found on the Company website (www.acciona.com), in the “Attendance via electronic means” area devoted to the 2023 Ordinary General Shareholders’ Meeting, which also contains the mechanisms for attending the General Meeting via electronic means.

In order to attend in this way, shareholders or their representatives will have to register on the “Attendance via electronic means” application on the date of the Meeting, following the procedures established below by the corresponding deadlines.

- **Connection, registration and attendance**: with a view to facilitating proper management of the electronic attendance systems, any shareholder or representative wishing to attend the Meeting and via remote communication means will have to register establishing the corresponding connection between **09:00 a.m. and 11:30 a.m. (Madrid Time)** on the date of the Meeting. Those attending may not register outside these times.
- **Identification**: in order to guarantee the identity of attendees, the proper exercise of their rights and the appropriate conduct of the meeting, those shareholders or their representatives who wish to use electronic attendance mechanisms will have to register using a recognised, valid user electronic certificate in force, issued by any of the following certification authorities: CERES that (the Spanish Mint-Fábrica Nacional de Moneda y Timbre); CAMERFIRMA or included in the Spanish electronic National Identity Document.
- **Intervention**: Any interventions and proposed resolutions or requests for information or clarification that, pursuant to said Act, persons intending on attending via electronic means plan to make, will have to be sent to the Company, in the form and subject to the terms and conditions established on the “Attendance via Electronic Means” platform between **9:00 a.m. and 11:30 a.m. (Madrid Time)** on the date of the Meeting. The person attending remotely who wishes his intervention to appear in the minutes of the General Meeting must expressly indicate this in the intervention itself. Requests for information or clarification made by persons attending via electronic means may be replied to in the course of the meeting and or in writing, within seven days following the Meeting.

Interventions by persons attending via electronic means will be accessible for the rest of persons attending via electronic means as of constitution of the General Shareholders’ Meeting via the “Electronic Attendance” application.

- **Voting**: The casting of votes in relation to the proposals made regarding the items on the agenda may be made as of the moment of registration by the shareholder or representative and until the Chairperson or, if applicable, the Secretary of the Meeting, announces the conclusion of the period of voting the proposed resolutions on the items contained on the agenda. As for the proposed resolutions on those matters that, due to legal imperative, are not required to be included in the agenda, persons attending via electronic means will be able to issue their votes as of the moment the

Secretary of the General Meeting reads such proposals so that they can be voted on and the electronic platform for casting the same is activated. In order to vote on the proposed resolutions, the procedure envisaged in the Articles of Association and Regulations of the General Meeting will apply.

The Company reserves the right to ask shareholders for any additional means of identification it deems necessary in order to verify their status as shareholders and guarantee the authenticity of the attendance via electronic means.

Shareholders voting using the “Attendance via Electronic Means” application can obtain an electronic confirmation of the issue and receipt of their vote in said application in accordance with the terms established in Commission Implementing Regulation (EU) 2018/1212 of 3 September 2018.

For those matters not expressly regulated in this announcement, shareholders or representatives attending the Meeting via electronic means will be subject to the same rules on voting and adoption of resolutions envisaged in the Regulations on the General Meeting as the shareholders who attend the Meeting in person.

8. Precedence rules.

If the shareholder attends the General Meeting in person or via electronic means, this will cancel the vote or delegation of representation notified to Acciona by post or via electronic means using the Acciona website. Attendance by the shareholder at the General Meeting in person will take precedence over attendance via electronic means.

Moreover, regardless of the means used to cast it, a vote will cancel any delegation (electronic or postal) whether issued previously, which will be deemed revoked, or subsequently, which will be deemed not issued. If the shareholder has cast votes in different directions, or several delegations, via electronic or postal means, the last ones received will take precedence.

9. Documentation at the disposal of shareholders.

As of the publication of this announcement, the following documents are at the disposal of shareholders at the registered address, Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid, and via the website of the Company (www.acciona.com):

- This announcement.
- Individual annual accounts of Acciona, S.A. and consolidated accounts of the group for financial year 2022, with their respective management reports (which include the annual corporate governance report and annual directors’ remuneration report), the consolidated non-financial information statement, audit reports and directors’ liability declarations; and proposal for the application of the results from financial year 2022.
- Full text of the proposals for resolutions being submitted for the approval of the General Meeting.
- Information on the directors whose re-election or appointment has been proposed to the General Shareholders’ Meeting, together with their CVs and categories. Report and proposal for re-election and appointment of the Appointments and Remuneration Committee. Reasoned report by the Board,

assessing the competence, experience and merits of the proposed candidates, in accordance with article 529 *decies* of the Corporate Enterprises Act.

- Reports by the Board of Directors justifying the proposed resolutions submitted to the General Meeting in relation to items 3.1 and 3.2 on the agenda, and the proposed delegation of the power to exclude the preferential subscription right.
- 2022 Sustainability Report (including the 2025 Sustainability Master Plan).
- Report on the functioning of the committees, including the reports from the Audit and Sustainability Committee (containing the reports on the independence of the auditor and on related-party transactions) and the Appointments and Remuneration Committee.
- 2022 Annual Corporate Governance Report.
- 2022 Annual Directors' Remuneration Report.
- Acciona cards (Attendance, Delegation and Voting).
- Total number of shares and voting rights at the date of the announcement.
- Privacy Policy of the General Shareholders' Meeting.
- Board of Directors' Regulations.
- Articles of Association.
- Regulations of the General Shareholders' Meeting.
- Summary of the procedure for attendance in person or via electronic means and casting votes and granting representation at the General Shareholders' Meeting via remote communication.

The right of the shareholders to examine the documents referred to in this section at the registered address and to be provided with or sent a copy free of charge (they may be sent via email with acknowledgement of receipt if the shareholder accepts this method) is expressly stated for the record.

The information and documentation on the General Meeting can also be consulted, downloaded and printed via the Company website (www.acciona.com)

10. Right of information.

Up to the fifth day prior to the date envisaged for the General Meeting, shareholders may ask the Board of Directors for any information or clarification they deem necessary on the matters included on the agenda of the General Meeting called, on any publicly accessible information that Acciona has supplied to the Spanish Securities Market Commission since the last General Meeting was held, and regarding the auditor's report. To that end, the information requests will be sent to the Shareholder Relations Department of Acciona, S.A., at the registered office (Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas, Madrid) or via email sent to juntageneral@acciona.com. In order to ensure the shareholder is duly identified, the request for information will include his/her full name (or company name), tax identification number and number of shares held. The Company will not be obliged to respond to requests for information, clarification or questions in the cases and by the deadlines envisaged by law.

11. Online Shareholder Forum.

In accordance with the terms of article 539.2 of the Corporate Enterprises Act, an Online Shareholder Forum will be set up on the Company website (www.acciona.com) as of the publication of this announcement and until **23:59 hrs. on 18 June 2023**, which may be accessed with due guarantees by both individual shareholders and the voluntary associations established and recorded at the Commercial Registry and special Registry created for that purpose at the Spanish Securities Market Commission (CNMV), for the purpose of facilitating communication prior to the General Meeting. The Forum may be used to publish proposals based on matters already included or that should be included on the agenda, initiatives to reach the necessary percentage to exercise a minority right envisaged by law, as well as offers or requests for voluntary representation.

The Rules of Operation of the Online Shareholder Forum, approved by the Board of Directors will be available on the Acciona website and must be complied with by all shareholders.

In order to be able to access the Forum and use its applications, shareholders and voluntary shareholder associations must register as a “Registered User” accrediting their identity and their status as shareholder or voluntary association of shareholders, in the terms and conditions described on the Company website, by means of the corresponding registration form.

Access to the Forum by Registered Users will be contingent on maintaining status as shareholder or duly established and recorded voluntary association of shareholders at all times.

12. Data Protection.

In accordance with Regulation (EU) 2016/679, on data protection, and other relevant law on data protection, the shareholders are informed that their personal data and those of their representatives, if applicable, or data supplied by credit institutions and investment services companies in which the shareholders have deposited or safeguarded their shares, will be processed by Acciona, S.A. (NIF A08001851, Address: Avenida de Europa, 18, Parque Empresarial La Moraleja, 28108 Alcobendas (Madrid), Tel: +34 91 663 28 50, email: juntageneral@acciona.com), acting as data controller for the purpose of processing the handling, management and control of shareholder relations and the arrangement of the General Meeting, complying with its legal obligations derived from this relation, and managing the exercise of the attendance, information, delegation and voting rights. The legal basis for the processing is compliance with the obligations derived from the shareholder relationship and relevant commercial law.

The data obtained will be stored for the periods provided by law and limitation periods applicable. The personal data collected shall be transferred to the Notary Public who records the minutes of the General Meeting; to the Commercial Registry of Madrid; to the suppliers who provide services for the purposes indicated and to those third parties exercising the right to information under law, or which may be accessible to the public in general to the extent that they are included in documents available on the website or are disclosed during the General Meeting. The General Meeting may be recorded in whole or in part in sound and vision and broadcast publicly on www.acciona.com. Those attending the General Meeting grant their consent for the recording and broadcast.

Any interested parties will be entitled to exercise their rights of access to, correction, erasure and portability of their data, as well as the limitation and opposition to processing, or revoke their consent before the data controller by writing to Acciona, S.A., by sending an email to the following address: protecciondedatos@acciona.com. A copy of the Spanish ID (DNI) or other ID may be requested if necessary to verify identity. Moreover, the data subject may file a complaint before the Supervisory Authority (Spanish Data Protection Agency www.agpd.es). For more information about the processing of personal data, see the [general privacy policy](#) and the [privacy policy of the General Meeting](#).

Duty to inform third parties: If the attendance or delegation card includes personal data referring to natural persons other than the card holder, the shareholder must have the consent of the holders to transfer personal data to the data controller, and inform them of the information indicated in this meeting call in relation to the processing of personal data. The controller may not carry out any additional action in terms of information or consent.

13. Technical issues.

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for attendance, delegation and voting via electronic means, using the website when technical or security concerns so require or dictate. The Company will not be responsible for harm caused to the shareholder derived from faults, overloads, breakdowns, connection failures or any other similar situation, beyond the control of the Company preventing the use of mechanisms of attendance, delegation or voting via electronic means using the internet via the website. Therefore, these circumstances will not constitute an unlawful deprivation of shareholder rights, notwithstanding the validity of delegations already conferred and votes already cast, or, if applicable, of the actions that the Board of Directors decides to adopt in this regard.

In the event that any of the circumstances envisaged in this section arises, the shareholders will be informed via the website as soon as possible.

14. Notarial Minutes. Attendance gift or premium.

A Notary Public will be present to take the minutes of the General Meeting.

Be informed that no present or gift or attendance premium will be given for the 2023 Ordinary General Shareholders' Meeting.

The resolution to announce the meeting was adopted by the Board of Directors on 11 May 2023.

Madrid, 11 May 2023.

Jorge Vega-Penichet López.
Secretary to the Board of Directors



PROPOSED RESOLUTIONS SUBMITTED BY THE BOARD OF DIRECTORS OF ACCIONA, S.A. TO THE 2023 ORDINARY GENERAL SHAREHOLDERS' MEETING

ITEM ONE: ANNUAL ACCOUNTS AND AUDIT.

Justification and appropriateness of the proposed resolutions:

The purpose of these resolutions is to comply with articles 164, 272 and 273 of the restated text of the Spanish Corporate Enterprises Act, approved by legislative royal decree 1/2010, of 2 July (the "Corporate Enterprises Act"), which establishes that the General Meeting must, within six months following the closing of the corresponding financial year, approve the annual accounts, the management of the company and the proposal for the allocation of results, drawn up by the Board of Directors. Moreover, and in accordance with articles 42 and 49.6 of the Commercial Code, the consolidated accounts of the group of which Acciona, S.A. is the parent company are also submitted for approval, together with the Sustainability Report, which includes the non-financial information statement and forms part of the consolidated management report. The non-financial information statement has been duly verified by an independent verification service provider.

Finally, with the auditor's one-year mandate having expired, it is proposed to re-elect it for the 2023 financial year, in accordance with article 264 of the Corporate Enterprises Act. Pursuant to article 529 *quaterdecies* of the Corporate Enterprises Act and article 40 bis of the Articles of Association, the Board proposal is submitted following a proposal from the Audit and Sustainability Committee.

Proposed resolutions:

1.1 Examination and approval, if applicable, of the individual annual accounts of Acciona, S.A. and consolidated accounts of the group of which it is the parent company, corresponding to financial year 2022.

To approve the individual Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes) of Acciona, S.A. corresponding to the 2022 financial year, as drawn up by the Board of Directors.

To approve the consolidated Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes) of the group of companies of which Acciona, S.A. is the parent company corresponding to the 2022 financial year, as drawn up by the Board of Directors.

1.2 Examination and approval, if applicable, of the individual management report of Acciona, S.A. and the consolidated report of the group of which is the parent company, corresponding to the financial year 2022.

To approve the management reports, both individual and consolidated, for financial year 2022, drawn up by the Board of Directors.

1.3 Approval, if applicable, of the corporate management and actions carried out by the administrative body of Acciona, S.A. in the financial year 2022.

To approve the management of the Board of Directors and of the Company's executives and attorneys during financial year 2022.

1.4 Examination and approval, if applicable, of the consolidated non-financial information statement, contained in the consolidated management report, for financial year 2022.

To approve the consolidated non-financial information statement which forms part of the consolidated management report of the group of companies of which Acciona, S.A. is parent company, for financial year 2022, as drawn up by the Board of Directors. This report has been duly verified by an independent verification service provider.

1.5 Allocation of the results of financial year 2022.

To approve the allocation of the results of the 2022 financial year, as follows:

	2022
Distribution base:	
Profit and loss of Acciona, S.A.	74,790,478.81
Voluntary reserves distributed	180,156,231.64
Distribution:	
To legal reserves	
To reserves provided for by the Articles of Association	7,479,047.88
To capitalisation reserves	612,724.07
To voluntary reserves	
To dividends	246,854,938.50
Total	254,946,710.45

Payment date of dividends for a gross amount of approximately **€4.5** per share (or a higher figure set by the Board of Directors or its members with delegated powers in the event there is direct treasury stock) will take place on **6 July 2023**. The dividend will be paid via the subsidiaries of Sociedad de Gestión de los Sistemas de Registro Compensación y Liquidación de Valores, S.A. (Sociedad Unipersonal).

1.6 Re-election of KPMG Auditores, S.L. as auditor of the annual financial statements of Acciona, S.A. and of its consolidated group for financial year 2023.

To re-elect KPMG Auditores, S.L., with tax ID number B-78510153, a Spanish entity, recorded at the Commercial Registry of Madrid on folio 84, volume 11961, sheet M-188007, with registered office in Madrid, Paseo de la Castellana 259C, recorded in the Official Registry of Auditors of the Accounting and Audit Institute under number S0702, as auditor for Acciona, S.A., for the review of its individual annual accounts and the consolidated accounts of the group of which it is the parent company, for the financial year 2023.

This resolution is submitted for the approval of General Shareholders' Meeting by the Board of Directors, acting on a proposal from the Audit and Sustainability Committee.

ITEM TWO.- RENEWAL OF THE BOARD OF DIRECTORS.

Justification and appropriateness of the proposed resolutions:

In accordance with article 529 *decies*, the General Shareholders' Meeting is responsible for the appointment and re-election of the members of the Board of Directors. As it is a case of re-election and appointment of independent directors, the Appointments and Remuneration Committee is responsible for the proposal.

The specific proposal formulated by the Appointments and Remuneration Committee has been to re-elect Jerónimo Marcos Gerard Rivero as independent director and to appoint two new independent directors, increasing the number of members on the Board of Directors from 12 to 13.

The proposal by the Appointments and Remuneration Committee and the report by the Board of Directors providing detailed justification of the proposed re-election and appointments under item TWO on the agenda have been made available to the shareholders.

Proposed resolutions:

2.1 Re-election of Mr. Jerónimo Marcos Gerard Rivero as Independent Director.

2.2 Appointment of Ms. María Salgado Madriñán as Independent Director.

2.3 Appointment of Ms. Teresa Sanjurjo González as Independent Director.

All these appointments shall be for the period specified in the Articles of Association.

2.4 Setting the number of members on the Board of Directors at 13.

To set the number of members on the Board of Directors at 13, within the minimum of 3 and maximum of 18 provided for under article 29 of the Articles of Association.

The reports and information on the candidates proposed to the General Meeting are available to the shareholders from the publication date of the notice calling the General Meeting on the Company's website, www.acciona.com.

ITEM THREE.- DELEGATIONS AND AUTHORISATIONS IN FAVOUR OF THE BOARD OF DIRECTORS.

Justification and appropriateness of the proposed resolutions:

First under item 3.1, it is proposed to renew the delegation granted to the Board of Directors to increase the capital up to the limit of half the share capital, and thus update the current delegation to take into account the amendments of the Corporate Enterprises Act in this respect.

Under item 3.2 on the agenda and given its connection with the above item, the delegation in favour of the Board of Directors is also renewed to issue debentures, bonds and other fixed-income securities of a similar nature, which are convertible into (including contingently) shares in the Company.

Pursuant to articles 506.2 and 511.2 of the Corporate Enterprises Act, the shareholders have been provided in separate documents with reports from the Board of Directors giving a detailed justification of the proposed resolutions included under items 3.1 and 3.2 of the agenda.

Furthermore, as far as item 3.3, article 515 of the Corporate Enterprises Act makes it possible to reduce the notice given for calling extraordinary general meetings to a minimum of fifteen days, provided that the Company allows all shareholders to vote via electronic means, and this reduction is approved in an Ordinary General Meeting with the favourable vote of shareholders representing two thirds of the share capital subscribed with voting rights.

As of today it is not expected that an Extraordinary General Meeting will have to be called with a reduced notice, but the Board of Directors considers it reasonable to reserve this possibility should it be required.

Proposed resolutions:

- 3.1 Delegation to the Board of Directors, for a term of five years and with express power of replacement, of the power to increase share capital one or more times by means of cash contributions up to a maximum €27,428,326, equivalent to half the share capital at the time of this delegation, under the terms and conditions considered appropriate by the Board of Directors at any time. Said authorisation also includes the power to exclude preferential subscription rights, whether in whole or in part, up to a limit equal to 20% of share capital at the time of this delegation, including, where appropriate, any capital increases which may be agreed under the proposed resolution included under item 3.2 on the agenda, and with express authorisation to amend the relevant articles of the Articles of Association accordingly, as appropriate, leaving void the authorisation granted by the Ordinary General Shareholders' Meeting of 28 May 2020.**

To delegate to the Board of Directors, under article 297.1(b) of the Corporate Enterprises Act, the power to increase one or more times the share capital of the Company by a maximum amount of half the share capital at the date of this authorisation, i.e. up to a maximum amount of 27,428,326 euros.

The capital increase or increases which may be agreed must be made within a maximum term of five years counting from the date of this resolution is adopted.

1.- Monetary contributions.- The capital increase or increases may be carried out with or without an issue premium, by the issue of new ordinary or preference shares, with or without voting rights, or redeemable shares, or any others permitted under law, or several procedures at the same time, with the equivalent value of the new shares being monetary contributions.

2.- Scope of delegation.- It is also agreed that in all cases not specified in this delegation resolution, the Board of Directors are authorised to fix the terms and conditions of the capital increases and the nature of the shares, as well as to determine the investors and markets to which the capital increases are directed, the placement procedure to be followed, and to offer freely the new shares not subscribed within the deadline or deadlines for exercising the preferential subscription right. The Board of Directors may also determine that, in the case of an incomplete subscription, the capital increase should be void or the capital may be increased only by the amount of the subscriptions paid, and recast the corresponding article of the Articles of Association relating to the share capital.

3.- Calculation of the limit.- Included within the limit available at any time of the maximum amount referred to above will be the amount of capital increases which may be used for the purpose of converting debentures, bonds and other fixed-income securities into new shares, or the exercise of warrants or other financial instruments giving a right to delivery of new shares, as agreed by the Board of Directors exercising the powers delegated to it by the Company's General Shareholders' Meeting, under item 3.2 on the agenda, or any other which may replace it in the future.

4.- Exclusion of the preferential subscription right.- The power to exclude in whole or in part the preferential subscription right is attributed expressly to the Board of Directors, under article

506 of the Corporate Enterprises Act, in relation to all or any of the issuances it may agree, based on this authorisation, up to a limit of 20% of the current share capital. This calculation shall also take into account issuances carried out under the authorisation under item 3.2 on the agenda, or any other which may replace it in the future.

The Board of Directors may make use of the power granted under the provision of this section 4 when the interest of the Company requires it, and provided that the nominal value of the shares to be issued, plus the issue premium (where appropriate), corresponds to the fair value of the Company's shares, and in all cases complying with the rest of the legal requirements which may be applicable.

5.- Admission to trading.- In virtue of this authorisation, the Board of Directors is also empowered to request admission to trading on regulated or unregulated markets, whether organised or not, in Spain or abroad, of the shares issued under the delegation, authorising the Board of Directors to carry out any procedures and actions necessary to obtain this admission to trading before the competent bodies of the different Spanish or foreign securities markets.

6.- Power of replacement.- The Board of Directors is expressly authorised to delegate, in turn, under the provisions of article 249 *bis* of the Corporate Enterprises Act the powers to develop, specify, execute, interpret and amend any deficiencies in the resolutions on capital increases referred to by this resolution, to the Chairman and Deputy Chairman of the Board of Directors, acting jointly and severally.

This delegation of powers to the Board of Directors replaces and renders void that conferred by the General Shareholders' Meeting of the Company on 28 May 2020, which is thereby void.

- 3.2 Delegation to the Board of Directors, for a term of five years and with express power of replacement, of the power to issue securities, convertible into for the Company's shares, as well as warrants or other similar securities which may give the direct or indirect right to the subscription of shares in the Company for a total amount of up to €3,000,000,000; in addition, the power to increase the share capital by the necessary amount, and the power to exclude, where necessary, the preferential subscription right up to an amount equivalent to 20% of the capital of the Company at the time of this delegation, including, where appropriate, the capital increases which may be agreed under the proposed resolution included on item 3.1 on the agenda; and authorisation to recast, where appropriate, the relevant Articles of Association, leaving void the authorisation granted by the Ordinary General Shareholders' Meeting of 28 May 2020.**

To delegate to the Board of Directors the power to issue debentures, bonds and other fixed-income securities which are convertible into Company shares, as well as warrants and any other instruments which give the right to subscribe new or outstanding shares in the Company, in accordance with the general rules governing the issue of debentures and under the provisions of articles 286, 297.1 (b), 417 and 511 of the Corporate Enterprises Act and 319 of the Regulation of the Commercial Registry, with a limit of €3,000,000,000 and with the attribution of the power to fully or partially exclude the preferential subscription right up to a limit of 20% of the share capital at the time of this delegation; including, where appropriate, the capital increases which may be agreed in the proposed resolution under item 3.1 of the agenda, in accordance with the following conditions:

1. Securities which are the subject of the issue.- The tradeable securities referred to by this delegation may be debentures, bonds and other fixed-income securities of a similar nature, which are convertible (including contingently) into the Company's shares. This delegation may also be used to issue promissory notes, preference shares (if legally permitted) and warrants (options to subscribe new shares in the Company).

2. Delegation period.- The securities which are the subject of the delegation may be issued one or more times, at any time, within a maximum period of five (5) years, counting from the date when this resolution is adopted.

3. Maximum delegated amount.- The total maximum amount of the issue or issues of debentures, bonds and other convertible fixed-income securities, as well as warrants or other financial instruments which may be agreed under this delegation, shall be three billion euros (€3,000,000,000) or its equivalent in another currency at the time of the issue, provided that the values issued are not convertible to an amount which is greater than half the Company's share capital at the date of this resolution.

In the case of warrants, the sum of the issue premiums and the exercise price of the warrants of each issue approved under this delegation shall be taken into account for the purpose of calculating the above limit.

4. Scope of the delegation.- The Board of Directors, acting in accordance with the delegation of powers agreed herein, shall be responsible for matters including, but not limited to: determining the amount of each issue, within the specified overall total amount, the form of payment, place of payment (in Spain or abroad) and the currency - if foreign, its equivalence in euros; the denomination or type, whether bonds, debentures or warrants (which may in turn be settled by the physical delivery of the shares, or by CFDs), or any other admitted by law; the date or dates of issue; the number of securities and their nominal value, which may not be less than the nominal value of the shares; in the case of warrants and similar securities that give the right to subscription of shares, the issue and/or premium price, the exercise price - which may be fixed (determined or determinable) or variable - the conversion ratio; and the procedure, deadline and other conditions applicable to the exercise of the subscription right or, where appropriate, the exclusion of this right; the interest rate, whether fixed or variable, dates and procedures for payment of the coupon; the repayment period and the due date or dates; guarantees, type of repayment, premiums and tranches; the form of representation, by physical titles or book-entries, or any other system admitted by law; anti-dilution clauses; the subscription rules; the order of priority of securities and any possible subordination clauses; the legislation applicable to the issue; any request for admission to trading on secondary national or foreign securities markets of securities issued with the requirements of current law; and, in general, any other condition for the issuance, as well as, in this case, appointment of the commissioner and approval of the basic rules which must govern legal relations between Acciona and the syndicate of holders of the issued securities if the constitution of said syndicate is necessary or has been decided.

Moreover, the Board of Directors is empowered to modify at its discretion the conditions of the securities issued, subject (if applicable) to obtaining the correct authorisations and agreement from the assemblies of the corresponding syndicates or equivalent bodies of the holders of the securities.

5. Bases and procedures for conversion.- The following criteria have been agreed for the purpose of determining the bases and procedures for conversion:

(i) The securities issued in accordance with this resolution shall be convertible for shares in the Company with a fixed or variable conversion ratio (determined or determinable); the Board of Directors being authorised to determine whether they are necessarily or voluntarily convertible, at the discretion of the issuer, subject to conditions or only in certain situations; and if they are voluntarily convertible and/or exchangeable, at the option of their owner or Acciona, with the frequency and for the period established in the issuance, which may not exceed fifteen (15) years, counting from the issue date, except in the case of securities without an expiry date or when the special financial characteristics of the issue require it, in the opinion of the Board of Directors.

(ii) If the issue is convertible, the Board of Directors may also establish that the issuer should reserve the right to choose at any time between conversion into new shares in the Company make a settlement by cash payment of its value.

(iii) For the purpose of determining the conversion ratio, the securities shall be valued by their nominal amount and the Company's shares by the fixed price (determined or determinable) which is established in the issuance agreement, or at the variable price to be determined at the date or dates indicated in the Board's resolution itself, depending on the stock-market price of the Company's shares at the date(s) or period(s) which is/are taken as a reference in said resolution.

If the conversion ratio is fixed, the price of the Company's shares taken as a reference may not be lower than whichever of the following two is greater: (i) the average arithmetic or weighted exchange, as decided in each resolution for issuance, of the Company's shares in the market in which they are admitted to trading, according to the closing prices for a period to be determined by the Board of Directors, which is not greater than three months or less than fifteen calendar days before the date of adopting the resolution to issue the securities; or (ii) the closing price of the shares on the day before the adoption of said resolution to issue.

(iv) If the conversion ratio is variable, the price of the Company's shares for the purpose of conversion shall be the average arithmetic or weighted exchange (as decided in each resolution to issue) of the shares in question in the market in which they are admitted to trading, for a period to be determined by the Directors, not greater than three calendar months or less than fifteen calendar days before the date of conversion, with a premium or, where appropriate, a discount on said price per share. The premium or discount may be different for each conversion date of each issuance (or, where appropriate, each tranche of an issuance), although in the case of setting a discount on the price per share, this may not be greater than 20% of the value of the shares taken as a reference as provided for above.

(v) At the time of conversion, the fractions of the share which is to be delivered to the holder of the debentures will be rounded down by default to the whole number immediately lower and each holder will receive in cash (if specified by the issuance terms and conditions) the difference which may result in this case.

(vi) In no case shall the value of the share for the purpose of the conversion ratio of the debentures for shares be less than its nominal value. Moreover, in accordance with article 415.1 of the Corporate Enterprises Act, debentures may not be converted into shares when the nominal value of the debentures is lower than the nominal value of the shares.

When approving an issuance of convertible securities under the authorisation included in this resolution, the Board of Directors shall issue a directors' report, developing and specifying the bases and procedures for conversion specifically applicable to said issuance, based on the above criteria.

In accordance with the provisions of article 510 of the Corporate Enterprises Act, an issuance of debentures convertible into shares shall not require a report from an independent expert other than the Company's auditor, when such an issuance does not exceed twenty per cent (20%) of the share capital, although the Board of Directors has the power to commission such reports voluntarily in this case.

6. Bases and procedures for the exercise of warrants and other similar securities.- In the case of issues of warrants, to which the provisions of the Corporate Enterprises Act shall be applied for convertible debentures by analogy, the Board of Directors is empowered in the broadest term, for the purpose of determining the bases and procedures of their exercise, to decide on the criteria applicable to the exercise of the subscription rights of shares in the Company, derived from the securities of this class which are issued under this authorisation, applying in relation to these issuances the criteria established in section 5 above, with the

necessary adaptations to make them compatible to the legal and financial rules governing this class of securities.

7. Rights of the holders of convertible securities.- The holders of convertible securities and warrants shall have the rights recognised by relevant law, in particular that of being protected by the appropriate anti-dilution clauses; and in the case of convertible debentures and warrants on new shares, that of preferential subscription.

8. Exclusion of the preferential subscription right and capital increase.- This delegation to the Board of Directors also includes the delegation of the following powers in its favour, without limitation:

(i) The power to exclude the preferential subscription right of shareholders with respect to the issue of convertible securities or instruments, or securities or instruments which give a right to the subscription of shares in the Company, when this is necessary to gather financial resources on the international markets, the use of techniques based on book-building, or required for another reason of corporate interest. This power may only be exercised to the extent that the Board of Directors does not exceed the limit of 20% of the share capital at the date of this agreement when calculating the capital increased to pay for the issue of convertible securities or securities which give the right to subscription of shares, excluding the right to preferential subscription and the other capital increases which may have been agreed under the powers delegated by the General Meeting of the Company under item 3.1 on the agenda, or any other authorisation which may replace it in the future.

In any case, if the Board of Directors decides to remove the preferential subscription right with respect to a specific issuance of convertible debentures or bonds or warrants on new shares which it may decide to carry out under this authorisation, it must comply with all the legal requirements applicable.

(ii) The power to increase the capital by the necessary amount to meet the requests for conversion and/or the exercise of the share subscription right. This power may only be exercised to the extent that the Board of Directors does not exceed this limit of half the share capital provided for by article 297.1 (b) of the Corporate Enterprises Act when adding the capital increased to pay for the issue of convertible securities or securities which give the right to subscription of shares and the other capital increases it may have agreed under the powers delegated by this General Meeting of the Company under item 3.1 on the agenda, or any other authorisation which may replace it in the future. This authorisation to increase the capital includes the power to issue and put into circulation, one or more times, the shares representing this capital, as necessary to carry out the conversion and/or exercise of the share subscription right, as well as giving a new drafting to the article of the Articles of Association relating to the amount of the share capital and, where appropriate, to void the part of this capital increase which has not been necessary for the conversion and/or exercise of the share subscription right.

(iii) The power to develop and specify the bases and procedures for conversion and/or the exercise of share subscription rights, derived from the securities to be issued, taking into account the criteria established in section 5 and 6 above and, in particular, that of determining the time of conversion or the exercise of the warrants, which may be limited to a predetermined period, the ownership of the right to conversion of the debentures or exercise, which may be attributed to the Company or the debenture or warrant holders, the form of satisfying the debenture or warrant holder (the nature of the debentures or instruments issued may be established as necessarily convertible); and, in general, any items and conditions which may be necessary or appropriate for the issue.

(iv) The delegation to the Board of Directors includes the broadest powers necessary under law for the interpretation, application, execution and development of the resolutions to issue securities which are convertible into shares in the Company, one or more times, and the corresponding

capital increase, where appropriate; also granting powers for their amendment and supplement as necessary, as well as compliance with any requirements which may be legally necessary to complete the process successfully. The Board may correct any omissions or defects in the resolutions noted by any authorities, public officials or bodies, whether in Spain or abroad, and is also authorised to adopt any resolutions and execute any public or private documents it may consider necessary or appropriate to adapt the aforementioned resolutions to issue convertible securities and the corresponding capital increase for verbal or written assessment by the Commercial Registrar or, in general, any other authorities, public officials or Spanish or foreign institutions with competence in these matters.

9. Admission to trading.- The Company shall request, where appropriate, admission to trading on secondary markets, whether regulated, organised, Spanish or foreign, of the convertible debentures and/or bonds or warrants issued by the Company in virtue of this authorisation; and the Board of Directors is authorised as broadly as necessary to carry out any procedures and actions needed for the admission to trading before the competent bodies of the different Spanish or foreign securities markets.

It is expressly noted that any subsequent request for exclusion from trading be adopted with the same formal procedures as the request for admission, to the extent they are applicable; and in this case, the interest of the shareholders or debenture holders who oppose or do not vote for the resolution must be guaranteed in the terms provided for under relevant law. Moreover, it is expressly stated that the Company is subject to any laws which are in place or may be in place in the future governing stock markets and, in particular, on contractual relations, maintenance and exclusion from trading.

10. Power of substitution.- The Board of Directors is expressly empowered under article 249 *bis* of the Corporate Enterprises Act, to delegate in turn the powers to develop, specify, execute, interpret and amend the resolutions on issuance referred to in this resolution, to the Chairman and Deputy Chairman of the Board of Directors, jointly and severally.

The Board of Directors is also authorised to guarantee, in the name of the Company and for the period and in the terms and conditions provided for in this resolution, any obligations of any kind which may arise for its subsidiaries from the issuance of the negotiable securities referred to in this delegation made by them.

This delegation of powers to the Board of Directors replaces and voids that granted by the General Shareholders' Meeting held on 28 May 2020.

3.3 Authorisation, where necessary, to call Extraordinary General Meetings of the Company with a minimum notice of fifteen days, under article 515 of the Corporate Enterprises Act.

To authorise the announcement of Extraordinary General Meetings of the Company with a minimum of fifteen (15) days' notice, pursuant to article 515 of the Corporate Enterprises Act.

ITEM FOUR.- ANNUAL DIRECTORS' REMUNERATION REPORT FOR 2022.

Justification and appropriateness of the proposed resolution:

Under item four and in accordance with article 541.4 of the Corporate Enterprises Act, the Annual Directors' Remuneration Report for financial year 2022, the full text of which has been available to shareholders since the annual accounts for financial year 2022 were drawn up, is submitted to an advisory vote.

Proposed resolution:

To approve the Annual Directors' Remuneration Report for financial year 2022, on an advisory basis.

ITEM FIVE.- SUSTAINABILITY REPORT FOR 2022 AND REPORT ON THE 2025 SUSTAINABILITY MASTER PLAN.

Justification and appropriateness of the proposed resolution:

Since 2012 the Sustainability Report has been submitted for approval by the General Shareholders' Meeting. The report includes the main environmental and social activities and initiatives carried out by Acciona, S.A. and its group, and the corporate social policy forms part of them.

Proposed resolution:

Approve the Sustainability Report for 2022, as well as the report on the 2025 Sustainability Master Plan, included in the Sustainability Report.

ITEM SIX.- DELEGATION OF POWERS TO THE BOARD OF DIRECTORS FOR THE DEVELOPMENT, INTERPRETATION, AMENDMENT AND EXECUTION OF THE RESOLUTIONS AGREED BY THE GENERAL MEETING, AND TO REPLACE THE POWERS IT RECEIVES FROM THE GENERAL MEETING; AND THE RECORDING OF THIS DELEGATION AS A NOTARIAL INSTRUMENT, INTERPRETATION, AMENDMENT, COMPLEMENT, DEVELOPMENT AND REGISTRATION.

Proposed resolution:

To delegate to the Board of Directors the broadest powers of implementation, interpretation, amendment and execution of the resolutions adopted by this General Meeting, with the express authorisation for the powers to be exercised by the Directors or the Secretary designated by the Board of Directors.

Thus, among other actions, such persons are empowered so that any of them, acting severally and indistinctly, can remedy any defects in the formalisation of the resolutions adopted by the General Meeting in the sense indicated by the verbal or written observations from the Commercial Registry, record them as a notarial instrument, and carry out any other procedures necessary for their implementation.
