

## Spanish Securities Market Commission (CNMV)

19 May 2022

In compliance with the provisions of art. 227 of the Consolidated Text of the Securities Market Act, ELECNOR, S.A. (hereinafter Ecnor or the Company) notifies the following:

### **OTHER RELEVANT INFORMATION**

#### **Reappointment and appointment of Directors and members of the Executive Committee, Audit Committee and Appointments, Remunerations and Sustainability Committee.**

##### **Board of Directors**

The General Shareholders' Meeting of Ecnor, held in Madrid on 18 May 2022, approved, among others agreements, the reappointment of **Mr. Jaime Real de Asúa Arteche, Mr. Ignacio María Prado Rey-Baltar, Mr. Miguel María Cervera Earle, Mr. Juan Ignacio Landecho Sarabia, Mr. Miguel Morenés** and **Mr. Rafael Prado Aranguren** as Directors of Ecnor, for the statutory period of **four years** and with the category of **Proprietary Director**, as well as **Ms. Irene Hernández Álvarez** as Director, for the statutory term of four years, with the category of **Independent Director**.

Likewise, the General Shareholders' Meeting resolved to appoint **Ms. Francisca Ortega Hernández-Agero** as a Director of the Company, for the statutory term of four years, with the category of **Independent Director**.

Furthermore, **Mr. Fernando Azaola Arteche** and **Mr. Gabriel Oraa Moyúa** sent a letter to the Chairman of the Board of Directors, which was made available to all its members, **communicating their voluntary resignation from their posts as Directors** effective as of 18 May 2022, being the reason for both resignations to facilitate the restructuring of the Board of Directors in accordance with the criteria of the Company's Appointments, Remuneration and Sustainability Committee, within the framework of the restructuring of the Group.

As a result of these appointments, together with the voluntary resignation of Mr. Fernando Azaola Arteche and Mr. Gabriel Oraa Moyúa, the composition of Ecnor's Board of Directors is as follows:

##### **Non-Executive Chairman**

Mr. Jaime Real de Asúa Arteche (Proprietary Director)

##### **Vice-Chairman**

Mr. Ignacio Prado Rey-Baltar (Proprietary Director)

##### **CEO**

Mr. Rafael Martín de Bustamante Vega (Executive Director)

### Members

Mr. Miguel Cervera Earle (Proprietary Director)  
Ms. Isabel Dutilh Carvajal (Independent Director)  
Mr. Joaquín Gómez de Olea Mendaro (Proprietary Director)  
Ms. Irene Hernández Álvarez (Independent Director)  
Mr. Juan Landecho Sarabia (Proprietary Director)  
Mr. Santiago León Domecq (Proprietary Director)  
Mr. Miguel Morenés Giles (Proprietary Director)  
Ms. Francisca Ortega Hernández-Agero (Independent Director)  
Mr. Rafael Prado Aranguren (Proprietary Director)  
Mr. Emilio Ybarra Aznar (Independent Director)

### Director-Deputy Secretary

Mr. Cristóbal González de Aguilar Alonso-Urquijo (Proprietary Director)

### Secretary non-Director

Mr. Pedro Enrile Mora-Figueroa

### **Executive Committee**

The Board of Directors of the Company, at its meeting held after the General Shareholders' Meeting on 18 May 2022, resolved, on the one hand, to reappoint **Mr. Jaime Real de Asúa, Mr. Miguel Morenés Giles and Mr. Ignacio Prado Rey-Baltar** as members of the Executive Committee for a period of four years, and, on the other hand, to appoint **Mr. Joaquín Gómez Gómez Olea Mendaro** as a member of such Committee for the same period for which he was appointed Director of the Company at the General Shareholders' Meeting held on 20 May 2020, this is, until 20 May 2024.

It is also reported that at the meeting of the Executive Committee held on 11 May 2022, and as a result of the voluntary resignation of Mr. Fernando Azaola Arteché from his position as Secretary of said Committee, it was agreed to appoint the non-director Secretary of the Board of Directors, **Mr. Pedro Enrile Mora-Figueroa**, as **Secretary non-Director of the Executive Committee**.

Finally, the Executive Committee, at its meeting of 18 May 2022 held after the General Shareholders' Meeting and the Board of Directors' meeting of the same day, approved the re-election of **Mr. Jaime Real de Asúa Arteché** as **Chairman of the Executive Committee**.

As a result of the foregoing, the composition of the Executive Committee is as follows:

#### Chairman

Mr. Jaime Real de Asúa Arteché (Proprietary Director)

#### Members

Mr. Joaquín Gómez de Olea Mendaro (Proprietary Director)  
Mr. Cristóbal González de Aguilar Alonso-Urquijo (Proprietary Director)  
Mr. Rafael Martín de Bustamante Vega (Executive Director)  
Mr. Miguel Morenés Giles (Proprietary Director)  
Mr. Ignacio Prado Rey-Baltar (Proprietary Director)

#### Secretary non-Director

Mr. Pedro Enrile Mora-Figueroa

### **Audit Committee**

The Board of Directors of the Company, at its meeting held after the General Shareholders' Meeting on 18 May 2022, resolved (i) to accept the voluntary resignation of **Mr. Emilio Ybarra Aznar** as a member of the Audit Committee; (ii) to reappoint **Ms. Irene Hernández Álvarez, Mr. Miguel Morenés Giles and Mr. Ignacio Prado Rey-Baltar** as members of said Committee for a period of four years; and (iii) to appoint **Ms. Francisca Ortega Hernández-Agero** as a member of the Audit Committee for a period of four years.

On the other hand, the Audit Committee, at its meeting held on 18 May 2022 following the General Shareholders' Meeting and the Board of Directors' meeting of the same day, approved the reappointment of **Ms. Irene Hernández Álvarez** as **Chairman of the Audit Committee** and **Mr. Miguel Morenés Giles** as **Secretary** of the same.

In accordance with the voluntary resignation and the re-elections and appointments made, the composition of the Company's Audit Committee is as follows:

#### Chairman

Ms. Irene Hernández Álvarez (Independent Director)

#### Members

Ms. Isabel Dutilh Carvajal (Independent Director)

Ms. Francisca Ortega Hernández-Agero (Independent Director)

Ms. Ignacio Prado Rey-Baltar (Proprietary Director)

#### Secretary

Mr. Miguel Morenés Giles (Proprietary Director)

### **Appointments, Remuneration and Sustainability Committee**

The Board of Directors of the Company, at its meeting held after the General Shareholders' Meeting on 18 May 2022, resolved to reappoint **Mr. Jaime Real de Asúa Arteche** and **Mr. Miguel Cervera Earle** as members of the Nomination, Remuneration and Sustainability Committee for a period of four years.

Likewise, said Committee, at its meeting held after the General Shareholders' Meeting and the Board of Directors' meeting on 18 May 2022, approved the reappointment of Mr. Jaime Real de Asúa Arteche as **Secretary of the Appointments, Remuneration and Sustainability Committee**.

In accordance with the above, the Appointments, Remuneration and Sustainability Committee is composed of:

#### Chairman

Mr. Emilio Ybarra Aznar (Independent Director)

#### Members

Mr. Miguel Cervera Earle (Proprietary Director)

Ms. Isabel Dutilh Carvajal (Independent Director)

#### Secretary

Mr. Jaime Real de Asúa Arteche (Proprietary Director)