

Spanish Securities Market Commission (CNMV)

18 May 2023

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

Agreements reached in the General Shareholders' Meeting of Ecnor held at second call in Madrid on 17 May 2023.

The General Shareholders' Meeting of Ecnor, held in Madrid on 17 May 2023, at second call and attended by 196 shareholders (82.53% of the paid up share capital), of which 65 attended personally (6.00% of the share capital), and 131 duly represented (76.53% of the share capital), reached the following agreements:

AGREEMENTS

1. Examination and approval, where appropriate, of the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Statement of Cash Flows and Notes) and of the Directors' Report of the Company and its Consolidated Group, corresponding to financial year 2022.

The General Meeting approves, by majority, the individual annual accounts of ELECNOR, S.A. (balance sheet, income statement, statement of changes in equity, statement of cash flows and notes), the consolidated annual accounts with its subsidiaries (consolidated statement of financial position, consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flow and notes), along with the corresponding directors' reports of ELECNOR, S.A. and those of its consolidated Group for the financial year closed on 31 December 2022, which were drafted by the Board of Directors at its meeting of 22 February 2023 and audited by ELECNOR, S.A.'s auditors, KPMG AUDITORES, S.L., as attested to by the Report issued on 24 February 2023.

Voting: 69,484,724

Votes in favour: 69,482,102

Votes against: 1,000

Abstentions: 1,622

Consequently, this agreement was approved with votes in favour of 96.77% of the share capital present and represented.

2. Examination and approval, where appropriate, of the Non-Financial Information Statement of the Company and its Consolidated Group, corresponding to financial year 2022.

The General Meeting approves, by majority, the Non-financial Information Statement of ELECNOR, S.A. and its consolidated Group for the financial year closed on 31 December 2022, which were drafted by the Board of Directors at its meeting of 22 February 2023, and which have been verified by the independent entity, KPMG Asesores, S.L., as attested by the Report issued on 24 February 2023.

Voting:69,484,724

Votes in favour: 69,483,674

Votes against: 1,000

Abstentions: 50

Consequently, this agreement was approved with votes in favour of 96.77% of the share capital present and represented.

3. Examination and approval, if applicable, of the proposed allocation of results corresponding to financial year 2022.

In 2022, the Consolidated Elecnor Group (ELECNOR, S.A. and its subsidiaries) returned a positive result attributable to the shareholders of the parent company amounting to **€ 102,812,547.62**, being the individual result of ELECNOR, S.A. of **€ 36,882,215.70**.

The General Meeting approves, by majority, the allocation of results proposed by the Board of Directors at its meeting of 22 February 2023, as per below:

BASIS OF DISTRIBUTION

Result of fiscal year 2022: **Profits of € 36.882.215,70**

TOTAL DISTRIBUTION BASIS € 36.882.215,70

Allocation:

■	To dividends	€ 36.812.251,71
	■ To account	€ 5.446.085,16
	■ Complementary	€ 31.366.166,55
	TOTAL	€ 36.812.251,71
■	A voluntary reserve	€ 69.963,99

Accordingly, it is agreed to distribute a complementary dividend of **€ 0.36053065** euros per ELEC NOR, S.A. share, against the results for financial year closed on 31 December 2022.

This dividend will be paid on 31 May 2023.

The distribution of this dividend shall be made through the participating entities adhered to the "**Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (IBERCLEAR)**", that may cash the amount of the dividend by presenting the position certificates issued by it to the entity **BANCO BILBAO VIZCAYA ARGENTARIA, S.A. (BBVA)**.

Voting: 69,484,724

Votes in favour: 69,484,674

Votes against: 0

Abstentions: 50

Consequently, this agreement was approved with votes in favour of 96.77% of the share capital present and represented.

4. Examination and approval, where appropriate, of the management carried out by the Company's Board of Directors during financial year 2022.

The General Meeting approves, by majority, the management carried out by the Board of Directors of ELEC NOR, S.A. during the financial year closed on 31 December 2022.

Voting: 69,484,724

Votes in favour: 69,478,993

Votes against: 1,000

Abstentions: 4,731

Consequently, this agreement was approved with votes in favour of 96.76% of the share capital present and represented.

5. Re-appointment of directors

5.1. Re-appointment of Mr. Cristóbal González de Aguilar Alonso-Urquijo as Company director in the category of Proprietary Director.

It is agreed, by majority, to re-appoint Mr. Cristóbal González de Aguilar Alonso-Urquijo as Director of ELECNOR, S.A. at the proposal of the Board of Directors, based on a justifying report from the same and from the Appointments, Remuneration and Sustainability Commission, for the statutory period of four years and with the category of Proprietary Director. Identification details of Mr. Cristóbal González de Aguilar Alonso-Urquijo are registered in the registration sheet opened in the name of the Company.

Voting: 69,484,724

Votes in favour: 64,851,887

Votes against: 3,945,359

Abstentions: 687,478

Consequently, this agreement was approved with votes in favour of 90.32% of the share capital present and represented.

5.2. Re-appointment of Ms. Isabel Dutilh Carvajal as Company director in the category of Independent Director.

It is agreed, by majority, to re-appoint Ms. Isabel Dutilh Carvajal as Director of ELECNOR, S.A., at the proposal of the Appointments, Remuneration and Sustainability Committee, following a report by the Board of Directors, for the statutory term of four years and as an Independent Director. The identification details of Ms Dutilh Carvajal are registered in the registration sheet opened in the name of the Company.

Voting: 69,484,724

Votes in favour: 69,414,202

Votes against: 36,816

Abstentions: 33,706

Consequently, this agreement was approved with votes in favour of 96.67% of the share capital present and represented.

5.3. Re-appointment of Mr. Emilio Ybarra Aznar as Company director in the category of Proprietary Director.

It is agreed, by majority, to re-appoint Mr. Emilio Ybarra Aznar as Director of ELECNOR, S.A., at the proposal of the Appointments, Remuneration and Sustainability Committee, following a report by the Board of Directors, for the statutory term of four years and as an Independent Director. The identification details of Mr Ybarra Aznar are registered in the registration sheet opened in the name of the Company.

Voting: 69,484,724

Votes in favour: 66,580,219

Votes against: 2,217,027

Abstentions: 687,478

Consequently, this agreement was approved with votes in favour of 92.72% of the share capital present and represented.

6. Amendment of the Preamble and articles 3 ("Call for the Meeting "), 4 ("Information Available as of the Call Notice"), 16 ("Disclosure of the Meeting agreements") and 20 ("Disclosure") of the Regulations of the General Meeting of Shareholders of the Company.

Approve, by majority, the modification of the Preamble and articles 3 ("Call for the Meeting"), 4 ("Information Available as of the Call Notice"), 16 ("Disclosure of the Meeting agreements") and 20 ("Disclosure") of the Regulations of the Elecnor General Shareholders' Meeting, replacing the domain www.elecnor.com by the domain www.grupoelecnor.com and, all of this, in order to update the aforementioned Regulations to the resolution adopted by Elecnor's Board of Directors on 26 January 2022, whereby the company's corporate website was modified, by virtue of article 11 bis.2 of the LSC, changing from being accessible from the domain www.elecnor.com to the domain www.grupoelecnor.com.

In accordance with the foregoing and with the Board of Directors' explanatory report made available to the shareholders since the publication of the announcement of the call to the General Meeting, it is resolved to amend Preamble and articles 3 ("Call for the Meeting"), 4 ("Information Available as of the Call Notice"), 16 ("Disclosure of the Meeting agreements") and 20 ("Disclosure") of the Regulations of the General Meeting of Shareholders of Elecnor which, with express repeal of their previous wording, shall now read as follows:

"PREAMBLE

The relationship of Elecnor, S.A. (the "Company") with its shareholders responds to

the principles of equality in their treatment, transparency and the continual supply of comprehensive information so that they can all be made sufficiently familiar with the situation of the Company and fully exercise their rights.

In this regard, Royal Legislative Decree 1/2010 of 2 July adopting the Revised Spanish Companies Act establishes that the General Shareholders' Meetings of Public Limited Companies with shares listed on an official secondary securities market must approve a specific regulation to systematise how General Shareholders' Meetings work, which in turn will facilitate the participation of shareholders in the meeting with a view to complementing and developing the rules contained in company law and in the Company Bylaws.

This Regulation has a dual purpose: firstly to unify in a single text all the different obligations, both legal and statutory, that apply to how the General Shareholders' Meeting works, thereby facilitating access to the same for shareholders; and, secondly to boost the participation of shareholders at the General Shareholders' Meeting by way of ordering and systematising mechanisms that provide them with information, stimulating company engagement by exercising their rights to contribute to deliberations and to vote.

This Regulation will apply as of the first General Shareholders' Meeting that is called after its approval or, where appropriate, its modification, and will be communicated to the Spanish National Securities Market Commission and entered in the corresponding Companies Register. Likewise, it will be published on the Company website (www.grupoelecnor.com).

Article 3.- Call for the Meeting

The Ordinary General Meeting shall be convened by means of a notice published in the Official Gazette of the Commercial Registry or in one of the most widely distributed newspapers in Spain, on the website of the Spanish National Securities Market Commission, and on the Company's website (www.grupoelecnor.com), at least one month before the date set to hold the meeting.

The notice shall state the date, place and time of the meeting in the first call and all matters to be addressed, as well as the place, date and time at which, if appropriate, the Meeting shall be held in a second call.

At least 24 hours must pass between the first and second meetings.

Shareholders representing at least three percent of the share capital may request an addition to the notice of an Ordinary General Shareholders' Meeting, including one or more items on the Agenda, provided the new items are accompanied by an explanation or, if applicable, by a justified agreement proposal. This right shall be exercised by sending a certified notification that must be received at the company's registered office within five days of the publication date of the notice of the General Meeting.

The addition to the call shall be published at least fifteen days before the date on which the Meeting is scheduled to be held.

The failure to publish the addition to the call within the legally established deadline shall be the grounds for appealing the Meeting.

Shareholders representing at least three percent of the share capital may, within the five days following the publication of the call, present substantiated proposed agreements on matters already included or that should be included in the Agenda of the Meeting convened.

The Board of Directors may convene the Extraordinary General Shareholders' Meeting whenever it deems it appropriate for corporate interests, and should also convene it when requested by shareholders who hold at least three percent of the share capital, stating the shareholders making said request for the matters to be addressed at the Meeting. In this case, the Meeting shall be called to be held within two months of the date on which the directors have requested via a notary, including in the Agenda the items that were the subject of the request and those that may be agreed upon by the Board of Directors.

Article 4.- Information Available as of the Call Notice

As of the publication of the call notice and up to the holding of the General Shareholders' Meeting, the Company will uninterruptedly publish the following information on its website (www.grupoelecnor.com):

- a) The notice of the call.*
- b) The complete texts of the resolutions for consideration, of all the items on the agenda and, in relation to merely informative points, a report from the pertinent bodies, commenting on each of the items on the agenda. The resolutions submitted for consideration by shareholders will also be published as they are received.*
- c) The information made available, where appropriate, to shareholders at the company's registered office to hold the General Shareholders' Meeting.*
- d) In the event of the appointment, ratification or re-appointment of Board of Directors' members, the identity, curriculum and category to which each belongs, as well as the proposal and reports referred to in Article 529 of the Spanish Companies Act.*
- e) Where appropriate, comprehensive Company Annual Accounts documentation, along with the proposed distribution of profit/loss corresponding to the financial year in question.*
- f) Documents that must be submitted to the General Shareholders' Meeting and, particularly, reports by directors, accounts auditors and independent experts.*
- g) Any other mandatory report, or which is so ordered by the Board of Directors.*
- h) Information on the venue for the General Shareholders' Meeting.*
- i) The voting forms that must be used for proxy and distance voting, save when they are sent directly by the Company to each shareholder. If it is not possible to publish the forms on the website for technical reasons, the Company must*

indicate where it will be possible to obtain hard copies of them, which must be sent to all shareholders that request them.

- j) Information, where appropriate, on systems and processes that make it possible to follow the Shareholders' Meeting, such as simultaneous translation facilities, broadcasting over audiovisual media, information in other languages, etc.*
- k) The total number of shares and voting rights on the day the call is made, broken down by different types of shares, where appropriate.*

The Company will send its shareholders, either directly or indirectly through third parties named by the said shareholders, the central securities depository or the intermediary entity, notice indicating where to find the information required to enable the exercise of share-related rights under the terms and conditions established in the applicable regulation.

The Company website will have an Electronic Shareholder Forum enabled that can be accessed by individual shareholders, as well as any voluntary associations that may be formed, with all due guarantees in order to facilitate their communication prior to the holding of General Shareholders' Meetings. Resolutions seeking addition to the items of business in the announced call Agenda, requests to sign up to the said resolutions, initiatives to reach the sufficient percentage to exercise a minority right under the applicable legislation, as well as offers of, or requests for, voluntary representation can be published on the Forum.

Article 16.- Disclosure of the Meeting agreements

Regardless of the disclosure measures that are enforceable legally or by regulation in each case, the agreements approved and the result of the votes shall be published in full on the Company's website (www.grupoelecnor.com) within five days of the completion of the General Meeting.

Any shareholder and the people who, if any, have attended the General Meeting on behalf of non- attending shareholders may at any time obtain certification of the agreements adopted and the Meeting Minute. Likewise, the agreements entered into must be submitted for registration in the corresponding Commercial Registry.

The Company shall inform the Spanish National Securities Market Commission of the agreements adopted by the General Meeting, either literally or through providing an excerpt of its contents.

Article 20.- Disclosure

Upon approval, these Regulations of the General Meeting shall be registered in the corresponding Commercial Registry and made available through the Company's website (www.grupoelecnor.com), for the information of shareholders and investors."

Voting: 69,484,724

Votes in favour: 69,452,827

Votes against: 1,000

Abstentions: 30,897

Consequently, this agreement was approved with votes in favour of 96.72% of the share capital present and represented.

MATTERS FOR AN ADVISORY VOTE

7. Advisory vote on the Annual Report on Directors' Remuneration for 2022.

It is agreed, by majority, to approve, by way of an advisory vote, the Annual Report on Directors' Remuneration for 2021, drawn up along with the Company's Annual Corporate Governance Report, and which was sent to the Spanish National Securities Market Commission (CNMV) as Other Relevant Information on 27 February 2023, the text of which has been made available to shareholders along with the rest of the Shareholders' Meeting related documentation as of the date of the call notice on the Company website.

Voting: 69,484,724

Votes in favour: 69,450,363

Votes against: 3,464

Abstentions: 30,897

Consequently, this agreement was approved with votes in favour of 96.72% of the share capital present and represented.

MATTERS FOR INFORMATION

8. Information to the General Meeting on the amendment of article 24 of the Board of Directors' Regulations, approved on 21 December 2022.

Those attending this General Shareholders' Meeting are hereby informed of the amendment of article 24 of the Regulations of the Board of Directors of the Company approved by the Board of Directors at its meeting held on 21 December 2022.

The purpose of said amendment was to adapt article 24, relating to the remuneration system for the Company's Directors, to the provisions of the current article 12 of the Articles of Association, following its amendment by the Ordinary General Meeting of Shareholders held on 18 May 2022, in accordance with the reform of the Capital Companies Act, introduced by Act

5/2021. The Board of Directors also unanimously agreed to amend the heading of the aforementioned article 24 to read "Remuneration of the Board of Directors".

The amendment of the Board of Directors' Regulations is explained in detail in the explanatory report issued by the Board of Directors in accordance with articles 528 and 518.d) of the Capital Companies Act.

ANY OTHER BUSINESS

9. Delegation of authority for the formalisation of the resolutions that are adopted and, where appropriate, for their interpretation, correction and execution, as well as for the filing of the Annual Accounts of the Company and its Consolidated Group and the entry of the resolutions adopted by the General Meeting in the Commercial Registry.

The General Meeting approves, by majority, to delegate to the Board of Directors, as well as to any of the members of the Board of Directors and to the Secretary Non-Director thereof, without distinction, the broadest powers for the full execution and application of all the resolutions adopted at the General Shareholders' Meeting, so that they can carry out as many steps as are necessary for the formalization of the agreements adopted and appear before a Notary Public, making the appropriate statements regarding the agreements adopted and granting as many public or private documents as are required or convenient, as well as signing any others, with express authorization to clarify, complete, rectify and correct the deficiencies, errors or omissions that occur, both in the agreements and in the titles of their formalization; and also to correct or clarify according to the verbal or written qualification or verbal or written suggestion of the Mercantile Registrar, and so that, ultimately, they proceed to the registration, even partial, of such agreements in the corresponding Commercial Registry and for the deposit of the Annual Accounts of the Company and its Consolidated Group. Likewise, they are empowered so that, where appropriate, they can proceed to the publication of as many advertisements as are necessary or convenient.

Voting: 69,484,724

Votes in favour: 69,484,227

Votes against: 0

Abstentions: 497

Consequently, this agreement was approved with votes in favour of 96.77% of the share capital present and represented