PROPOSAL BY THE APPOINTMENTS AND REMUNERATION COMMITTEE ON THE RENEWAL OF PART OF THE BOARD OF DIRECTORS OF ACCIONA, S.A., WHICH WILL BE SUBMITTED FOR APPROVAL TO THE 2026 ORDINARY GENERAL SHAREHOLDERS' MEETING

(ITEM 2 ON THE AGENDA)

1. PURPOSE

This proposal on the re-election of independent directors and the favourable report on the re-election of a director in the category of "other external director" is issued for the purpose provided for under Article 529 *decies* of Spanish Companies Act and in accordance with the provisions of the Board Composition Policy of ACCIONA, S.A. (hereinafter "**ACCIONA**" or the "**Company**").

Proposals on the re-election of the Directors are based on the compliance of the Board of Directors Composition Policy, on an analysis of what the Board of Directors needs, and favour diversity with respect to age, knowledge, experience and gender equality.

This proposal and report includes making available to the 2026 General Meeting the following information with respect to the Directors whose re-election is proposed: (i) professional experience and biographical information; (ii) category to which the Director belongs; (iii) other Boards of Directors to which they belong, as well as other remunerated activities; (iv) the date of their first appointment as Director in ACCIONA and any subsequent appointments; (v) ACCIONA shares and any options on the Company's shares held by the Director.

The Appointments and Remuneration Committee has valued positively the quality of the work and dedication to the post during the term in office of the directors whose re-election is proposed and favourably reported.

It is expressly stated that the members of the Committee who are affected by this proposal and report have abstained from approving this document as far as they are concerned.

Thus, this Committee **proposes** that the Board of Directors should submit to the Company's General Shareholders' Meeting, to be held on 24 June 2026 at the first quorum call and 25 June 2026 at the second quorum call, the re-election of the following Directors:

2. RE-ELECTION OF DIRECTORS

A) This Committee **proposes** that the Board of Directors should submit to the Company's General Shareholders' Meeting, to be held on 24 June 2026 at the first quorum call and 25 June 2026 at the second quorum call, **the re-election of the following Independent Directors**:

2.1 RE-ELECTION OF MS. MARÍA SALGADO MADRIÑÁN

Given the fact that the term for which Ms. María Salgado Madriñán was appointed director of the Company ends this year 2026, the Committee has examined the appropriateness of her reelection.

In this regard, the Committee proposes the re-election of Ms. María Salgado Madriñán as Director due to her qualifications and extensive experience, particularly in the fields of finance, accounting, auditing, information security, cybersecurity, as well as in sustainability, innovation and digital experience, risk management, transportation and mobility, talent management, human resources, and remuneration. The Committee also considered her knowledge of ACCIONA to be particularly noteworthy, as Ms. María Salgado Madriñán has served as an independent director since 20 June 2023. Since that same date and until 7 May 2026, she has also served as Chair of the Audit and Sustainability Committee. She is currently a member of the Appointments and Remuneration Committee and holds the position of Lead Independent Director.

The Appointments and Remuneration Committee has also verified the performance and dedication of Ms. Salgado Madriñán since her appointment, highlighting her high attendance rate at the meetings of the Board of Directors and the Audit and Sustainability Committee of which she is a member, the positive evaluation of the performance of her duties throughout her term of office, and her effective availability to continue providing the dedication required to the performance of her position without being conditioned by relationships with the Company, its significant shareholders or its directors, which makes her worthy of the status of director with independent category.

- *Professional Profile*

Ms. María Salgado Madriñán has spent most of her professional career in energy and industrial companies.

In 2004, she co-founded GDES Wind S.L., an international wind blade company (formerly Sálvora Vento, S.L.), where she was managing director and partner until 2017, actively participating in the management and growth of the company through international projects and technological innovation.

Member of the Board of Directors of the Spanish Wind Energy Association (AEE) between 2015 and 2016.Shehas participated in various Renewable Industry forums through AEE, Renewable UK, the American Wind Energy Association (AWEA) and the Chair of Connected Industry, at the Universidad Pontificia de Comillas (ICAI), among others. She has also mentored several startups in innovation, sustainability and renewable energies. In 2020, she joined WAS (Women Action Sustainability), a non-profit association whose main objective is to elevate sustainability to the highest strategic level in companies, organisations, institutions and society.

She has extensive international experience in Europe, the United States, Latin America and Australia. In Europe, she managed industrial and wind projects in 10 countries and developed strategic alliances. In the United States, she was responsible for the launch of GD Energy Services Wind Inc. and was Vice President and Director of new projects,. In Latin America, she created GDES Eólica do Brazil LTD. She also managed and coordinated projects in numerous countries around the world, including Australia, Japan, China, South Korea, Morocco, Ethiopia and South Africa.

In 2022, she directed the Mauricio and Carlota Botton Foundation, based in Madrid, managing in particular the signing of agreements with MIT and the University of Cambridge to support physics research. María Salgado Madriñán holds a degree in Law from the Complutense University of Madrid and a Diploma in Business Administration from the CEU San Pablo University, where she graduated in 1992. She also holds an Executive MBA from IE Business School (2004) and a Digital Business Executive Program at ISDI (2018). In 2019, she completed the Advanced Programme in Connected Industry, Leadership and Digital Transformation at ICAI, Universidad Pontificia de Comillas and in 2020 she obtained the Certificate in Corporate Governance from INSEAD after completing the International Directors Program (IDP), in Fontainebleau (France). She is currently a member of the Board of Directors of CORPORACIÓN ACCIONA ENERGÍAS RENOVABLES, S.A.

- *Other Boards of Directors on which she sits, as well as any other remunerated activities*

COMPANY	POSITION
Corporación ACCIONA Energías Renovables, S.A.	Proprietary Director and member of the Appointments and Remuneration Committee

- *Date of first appointment as a director of ACCIONA and subsequent re-elections, if applicable*

Ms. María Salgado Madriñán was first appointed as a director of the Company on 20 June 2023.

- *ACCIONA shares and any share options held by the director*

Ms. María Salgado Madriñán does not hold shares or options on Company's shares.

Having examined all the above information, the Appointments and Remuneration Committee has concluded that Ms. María Salgado Madriñán meets all the requirements of business and professional good standing, and has the necessary knowledge, experience, and availability to perform good governance of the Company.

Furthermore, after the corresponding investigations, it is concluded that Ms. María Salgado Madriñán continues to meet the necessary requirements to be considered an Independent Director of the Company.

2.2 RE-ELECTION OF MS. TERESA SANJURJO GONZÁLEZ

Given the fact that the term for which Ms. Teresa Sanjurjo González was appointed director of the Company ends this year 2026, the Committee has examined the appropriateness of her reelection.

In this regard, the Committee proposes the reelection of Ms. Teresa Sanjurjo González as a director due to her solid training and extensive experience, particularly in sustainability, risk management, human resources, and remuneration, as well as in finance, accounting and auditing, innovation, and digital experience, as reflected in her professional profile, which is included below. The Committee also considered her knowledge of ACCIONA to be particularly noteworthy, having served as an independent director since June 23, 2022. Furthermore, since 7 May 2026, she is a member of the Appointments and Remuneration Committee.

The Appointments and Remuneration Committee has also verified Ms. Sanjurjo González performance and dedication since her appointment, highlighting her high attendance rate at meetings of the Board of Directors, the positive evaluation of the performance of her duties throughout her term of office, and her effective availability to continue providing the dedication required to perform her duties without being conditioned by relationships with the Company, its significant shareholders or its executives, which makes her worthy of the status of independent director.

- *Professional Profile*

Director of the Princess of Asturias Foundation since 2009 and member of its Board of Trustees since 2018.

Member of the Advisory Council on university policies at the University of Oviedo.

Honorary member of the Colombian Academy of the Language and academic member of the Royal Asturian Academy of Jurisprudence. Member of the Management Board of the Spanish Association of Directors. Member of The Hague Club and its president between 2016 and 2017.

In September 2014 she was awarded the Cross of Police Merit with White Distinction by the Interior Ministry.

She was born in Madrid in 1972 and studied at Comillas Pontifical University (ICADE), where in 1995 she received a degree in Law and a diploma of Corporate Legal Advisor. She has a Master in the Administration and Management of Foundations and other Non-Profit Entities from the Autonomous University of Madrid (1999/2000). In 2007 she took the General Management Programme at IESE; and in 2021 the Executive to Director Programme at Escuela de Consejeros (IESE-AED-KPMG).

She has always worked in the field of non-profit organisations, particularly, foundations. Until she joined the Princess of Asturias Foundation, and since 2003, she was general director of the Spanish Association of Foundations. Before that, since 2001, she was technical director of the Spanish Confederation of Foundations, which she joined in 1999.

- *<u>Other Boards of Directors on which she sits, as well as any other remunerated activities</u>*

Ms. Teresa Sanjurjo is Director of the Princess of Asturias Foundation and a member of the Advisory Council on university policies at the University of Oviedo.

- *<u>Date of first appointment as a director of ACCIONA and subsequent re-elections, if applicable</u>*

Ms. Teresa Sanjurjo González was first appointed as a director of the Company on 20 June 2023.

- *<u>ACCIONA shares and any share options held by the director</u>*

Ms. Teresa Sanjurjo González does not hold shares or options on shares in the Company.

Having examined all the above information, the Appointments and Remuneration Committee has concluded that Ms. Maite Arango García-Urtiaga meets all the requirements of business and professional good standing, and has the necessary knowledge, experience, and availability to perform good governance of the Company.

Furthermore, after the corresponding investigations, it is concluded that Ms. Teresa Sanjurjo continues to meet the necessary requirements to be considered an Independent Director of the Company.

B) This Committee proposes and recommends the re-election —a proposal which has also been seconded by the Board of Directors—so that the Board may submit to the General Meeting of Shareholders the re-election of Mr. Jerónimo Marcos Gerard Rivero as "**Other External Director**", in accordance with the provisions of Article 529 decies of the Spanish Companies Act.

2.3 REELECTION OF MR. JERÓNIMO MARCOS GERARD RIVERO

Given the fact that the term for which Mr. Jerónimo Marcos Gerard Rivero was appointed director of the Company ends this year 2026, the Committee has examined the appropriateness of his reelection.

In this regard, the Committee has issued a favourable report on the re-election Mr. Jerónimo Marcos Gerard Rivero as a director due to his solid training and extensive experience, particularly in construction, engineering, water and utilities sector, urban and real estate development, as well as in private equity, investment, M&A, sustainability, finance, accounting, auditing, risk management, talent management, human resources and remuneration experience.

The Committee also considered his knowledge of ACCIONA to be particularly noteworthy, as Mr. Jerónimo Marcos Gerard Rivero has served as an independent director since June 24, 2014. He has been a member of the Audit and Sustainability Committee from 30 June 2021 until 7 May 2026. In addition, he has served as Lead Independent Director from 23 June 2022 until 7 May 2026. He currently serves on the Appointments and Remuneration Committee.

The Appointments and Remuneration Committee has also verified Mr. Gerard's performance and dedication since his appointment, highlighting his high attendance rate at meetings of the Board of Directors and the Audit and Sustainability Committee, of which he serves, the positive evaluation of the performance of his duties throughout his term of office, and his effective availability to continue providing the dedication required to perform his duties.

As the maximum term of 12 consecutive years as an independent director has been reached, the Committee proposes to the Board of Directors and recommends the Director's re-election, on this occasion, under the category of "Other External Director", in accordance with the provisions of Article 529-duodecies of the Spanish Companies Act.

- *Professional Profile*

He is the Chairman and CEO of the México Retail Properties Group (MRP).

In addition to his position as CEO of MRP, he is a Director at the Rotoplas Group and Grupo Hotelero Santa Fé.

He has been CFO of Telefónica Móviles México and CEO of Telefónica B2B; he also worked at Goldman Sachs & Co. He served as Partner of the Private Equity Firm Latin America Enterprise Fund. He served as an adviser to the Undersecretary of Revenue of the Ministry of Finance and Credit.

He has a bachelor's degree in Economics from the Autonomous Technology Institute of Mexico (ITAM) and a master's degree in Business Administration from Stanford University.

He is a professor of Microeconomics at the Mexico Autonomous Technology Institute (ITAM)..

- *Other Boards of Directors on which he sits, as well as any other remunerated activities:*

COMPANY	POSITION
Hotelera SF, S de RL de CV	Director
Grupo México Retail Properties (MRP).	Chairman
Rotoplas, S.A.B. de CV	Director
Grupo Aeroportuario del Pacífico S.A.B. de C.V.	Director

- *Date of first appointment as a director of ACCIONA and subsequent re-elections, if applicable*

Mr. Jerónimo Marcos was first appointed as a director of the Company on 24 June 2014. He has been re-elected subsequently on 18 May 2027, 28 May 2020, and finally on 20 June 2023.

- *ACCIONA shares and any share options held by the director*

Mr. Jerónimo Marcos Gerard Rivero does not hold shares or options on Company's shares.

Having examined all the above information, the Appointments and Remuneration Committee has concluded that Mr. Jerónimo Marcos Gerard Rivero meets all the requirements of business and professional good standing, and has the necessary knowledge, experience, and availability to perform good governance of the Company.

This report and proposal was approved by the Appointments and Remuneration Committee of ACCIONA, S.A. at its meeting held on 13 May 2026.

****

REPORT BY THE BOARD OF DIRECTORS ON THE PROPOSAL FOR RE-ELECTION OF DIRECTORS

(ITEM 2 ON THE AGENDA)

This report has been drafted by the Board of Directors of ACCIONA, S.A. (the "**Company**"), in accordance with section 5 of Article 529 *decies* of the consolidated text of the Corporate Enterprises Act. Its aim is to provide grounds for the proposal for re-election and appointment of Directors, which is to be submitted for approval by the General Shareholders' Meeting of the Company called for 24 June 2026 at the first call and 25 June 2026 at the second call, as item 2 on the agenda.

In accordance with the provisions of section 4 of the aforementioned article 529 *decies* of the Corporate Enterprises Act, the proposal to re-elect members of the Board of Directors has corresponded to the Appointments and Remuneration, In the case of the independent directors, and to the Board of Directors in the case of the "other external directors".

The Board of Directors considers that to exercise its supervisory and control function correctly, as established in the Company's Board of Directors' Composition Policy, its members as a whole must combine adequately sufficient capacities and competences, including:

a) knowledge of the sectors in which the Company and its group operate;

b) knowledge and experience in economic and financial matters, management of highly-qualified human resources, and regulatory frameworks and standards;

c) international experience; and

d) experience and knowledge of management, leadership and business strategy.

In this respect, the criteria used by the Appointments and Remuneration Committee and the Board of Directors in relation to their proposal for the re-election of directors, which is submitted for approval by the General Shareholders' Meeting and which is attached to this report, were : **(i)** the individual suitability of each of the Directors; **(ii)** the assessment of their performance in their last term of office; **(iii)** the sufficient diversity of the Board of Directors as whole; and **(iv)** the progress towards the objective of diversity of skills, age, experience, origins, nationalities and gender; all within the framework of the selection criteria and procedures set out in the Regulations of the Board of Directors and in the Company's Board Composition Policy.

The professional profile of the persons whose re-election or appointment as directors is being submitted for approval to the General Shareholders' Meeting, as set out in the proposal by the Appointments and Remuneration Committee, and which the Board accepts, proves the necessary honourability, suitability, professional competence, experience, training, availability and commitment necessary for discharging the position, guaranteeing the contribution of plural points of view to the issues to be discussed by the Board of Directors.

With the proposals for re-election and appointment of Directors which are submitted to the General Shareholders' Meeting, the Board of Directors will be made up of 12 Directors, 7 of whom will have the category of Independent Directors (58.33% of the total Directors), 2 Executive Directors (16.66% of the total) and 2 Proprietary Directors (16.67% of the total) and 1 Other External Director (8.33%).

Thus, external directors constitute an ample majority of the Board of Directors (83.33%), and women account for 41.66% of the directors, thus meeting the target of ensuring that at least 40% of the Board's members are from the under-represented gender, as set out in in the Board of Directors' Composition Policy and article 529 bis of the Corporate Enterprises Act.

The Board considers that the re-elections proposed consolidate the high level of independence and the diversity in the knowledge, skills, age, experience, background, nationality and gender required for the best performance of the duties which they have to carry out.

It is expressly noted that the directors whose re-election is proposed or reported favorably have abstained from approving this document in regard to them.

This report has been approved by the Board of Directors of ACCIONA, S.A. at its meeting held on 13 May 2026.

****