

# ACS, ACTIVIDADES DE CONSTRUCCIÓN Y SERVICIOS S.A.

# ORDINARY GENERAL SHAREHOLDERS' MEETING May 2023

## FORMS FOR

- Casting votes early by post
- Appointing proxies by post
- Revoking votes cast early by post
- Revoking proxies by post



### **1.-** Casting votes early by post.

ACS, Actividades de Construcción y Servicios, S.A. Office of the Secretary General Avda. de Pío XII n. ° 102 28036 Madrid Spain.

In ..... on ..... 2023,

...., as shareholder holding....., as shareholder shares of ACS, Actividades de Construcción y Servicios, S.A. deposited in securities account number...., hereby **exercises the right to vote remotely at the Ordinary General Shareholders' Meeting** of ACS, Actividades de Construcción y Servicios, S.A., to be held in Madrid, at the IFEMA Auditorio Sur, located at Avenida del Partenón, 5, 12:00 noon on 4 May 2023, on first call, and the next day, **5 May 2023**, in the same place and time, on second call (**the General Meeting is expected to meet on second call** unless otherwise announced on the Company's website, **www.grupoacs.com**, on the CNMV website, **www.cnmv.es**, in one of the newspapers with the largest circulation in Spain and in the other appropriate media).

Mark with an X in the corresponding boxes of the Agenda items shown below (if no express instructions are included, or if they are only included in respect of some of the items on the Agenda of the call to the General Shareholders' Meeting, it will be understood that the absentee vote refers to all the items on the Agenda of the call to the General Shareholders' Meeting and that it is in favour of the proposals made by the Board):

Agenda Item	Yes	No	Abstain	Blank
1 Approval of the 2022 Individual Financial Statements and Directors' Report of the Company and of the 2022 Consolidated Financial Statements and Directors' Report of the group of companies of which ACS, Actividades de Construcción y Servicios, S.A. is the parent. Allocation of profit/(loss).				
<b>1.1.</b> Approval of the 2022 Annual Financial Statements and the Directors' Reports, for both the Company and the Group of which it is the parent.				
<b>1.2.</b> Approval the proposed allocation of profit/loss for 2022.				
<b>2</b> Approval of the 2022 Consolidated Non-Financial Information Statement.				
<b>3</b> Approval of the work performed by the Board in 2022.				
4 Setting of the number of Board members. Re-appointment and appointment of Board members.				
<b>4.1.</b> Establishment of the number of members of the Board at 15.				
<b>4.2.</b> Re-appointment of Florentino Pérez Rodríguez to the Board, with the status of executive director.				



<b>4.3.</b> Re-appointment José Luis del Valle Pérez to the Board, with the status of executive director.		Blank
the status of executive director		
the status of executive director.		
4.4. Re-appointment of Antonio Botella García to the Board, with		
the status of independent director.		
4.5. Re-appointment of Emilio García Gallego to the Board, with		
the status of independent director.		
4.6. Re-appointment of Catalina Miñarro Brugarolas to the		
Board, with the status of independent director.		
4.7. Re-appointment of Pedro José López Jiménez to the Board,		
with the status of other external director.		
4.8. Re-appointment of María Soledad Pérez Rodríguez to the		
Board, with the status of proprietary director.		
<b>4.9.</b> Appointment of Lourdes Máiz Carro to the Board, with the		
status of independent director.		
4.10. Appointment of Lourdes Fraguas Gadea to the Board, with		
the status of independent director.		
5 Remuneration of the Board Members.		
5.1. 2022 Director Remuneration Report, to be submitted to a		
consultative vote.		
5.2. Approval of the Director Remuneration Policy.		
6 Authorisation for the Board to set up a stock bonus and		
options plan.		
7 Appointment of the Company's and the Group's auditors.		
<b>8</b> Capital increase with charged fully to reserves and		
authorisation for a capital reduction to redeem treasury shares		
9 Permission to acquire treasury shares and to reduce the		
capital to redeem treasury shares.		 
<b>10</b> Delegation of powers to execute and formalise resolutions.		

In relation to the proposed resolutions relating to items not on the Agenda of the call, shareholders who cast their vote remotely may delegate their proxy using the proxy forms published on the website.

**Documents attached:** Document issued by the depositary bank proving ownership of the shares and a photocopy of the shareholder's identity document (national identification card, foreigner identification card or passport, or equivalent document).

Signed: .....



## 2.- Appointment of proxy by post.

ACS, Actividades de Construcción y Servicios, S.A. Office of the Secretary General Avda. de Pío XII n. ° 102 28036 Madrid Spain.

In on				
			, as s	hareholder
holding	shares of	of ACS, Actividades de Con	nstrucción y	Servicios,
S.A. deposited in securities	s account number.			, grants
special	power	of		attorney
to			with	national
identification number			, to vo	te on the
shareholder's behalf at th	ie Ordinary Gen	eral Shareholders' Meetin	g of ACS, A	Actividades
de Construcción y Servicio	s, S.A., to be held	l in Madrid, at the IFEMA A	uditorio Sur	, located at
Avenida del Partenón, 5, 12	2:00 noon on 4 Ma	ay 2023, on first call, and the	next day, 5	May 2023,
in the same place and time,	on second call (th	ne General Meeting is expec	cted to meet	on second
call unless otherwise annou	inced on the Comj	pany's website, <b>www.grupoa</b>	acs.com, on f	the CNMV
website, <b>www.cnmv.es</b> , in	one of the newspa	apers with the largest circula	tion in Spain	and in the
other appropriate media).				

If you wish to give precise voting instructions to the proxy for specific items on the Agenda, tick the corresponding boxes of the Agenda items shown below with an X:

Agenda Item	Yes	No	Abstain	Blank
1 Approval of the 2022 Individual Financial Statements and Directors' Report of the Company and of the				
2022 Consolidated Financial Statements and Directors' Report of the group of companies of which ACS,				f which ACS,
Actividades de Construcción y Servicios, S.A. is the parent. Allocation of profit/(loss).				
<b>1.1.</b> Approval of the 2022 Annual Financial Statements and the				
Directors' Reports, for both the Company and the Group of				
which it is the parent.				
<b>1.2.</b> Approval the proposed allocation of profit/loss for 2022.				
2 Approval of the 2022 Consolidated Non-Financial				
Information Statement.				
<b>3</b> Approval of the work performed by the Board in 2022.				
4 - Setting of the number of Board members Re-appointment and	l annoin	tment of	Roard member	s
4 Setting of the number of Board members. Re-appointment and appointment of Board members.				
<b>4.1.</b> Establishment of the number of members of the Board at 15.				
4.2. Re-appointment of Florentino Pérez Rodríguez to the Board,				
with the status of executive director.				
4.3. Re-appointment José Luis del Valle Pérez to the Board, with				
the status of executive director.				



Agenda Item	Yes	No	Abstain	Blank
4.4. Re-appointment of Antonio Botella García to the Board, with				
the status of independent director.				
4.5. Re-appointment of Emilio García Gallego to the Board, with				
the status of independent director.				
4.6. Re-appointment of Catalina Miñarro Brugarolas to the				
Board, with the status of independent director.				
<b>4.7.</b> Re-appointment of Pedro José López Jiménez to the Board, with the status of other external director.				
4.8. Re-appointment of María Soledad Pérez Rodríguez to the				
Board, with the status of proprietary director.				
<b>4.9.</b> Appointment of Lourdes Máiz Carro to the Board, with the status of independent director.				
4.10. Appointment of Lourdes Fraguas Gadea to the Board, with				
the status of independent director.				
5 Remuneration of the Board Members.				
5.1. 2022 Director Remuneration Report, to be submitted to a				
consultative vote.				
5.2. Approval of the Director Remuneration Policy.				
<b>6</b> Authorisation for the Board to set up a stock bonus and options plan.				
7 Appointment of the Company's and the Group's auditors.				
<b>8</b> Capital increase with charged fully to reserves and authorisation for a capital reduction to redeem treasury shares				
<b>9</b> Permission to acquire treasury shares and to reduce the capital to redeem treasury shares.				
<b>10</b> Delegation of powers to execute and formalise resolutions.				

Unless the shareholder conferring a proxy expressly indicates otherwise, the proxy will be assumed to refer to all of the items on the Agenda of the meeting call, and to impart specific voting instructions on the proposed resolutions of the Board of Directors on the items on the Agenda. Unless specified otherwise by the shareholder, the proxy will extend to any matters that, even if not included in the agenda and thus overlooked on the date when the proxy was issued, may be voted on at the Meeting, in which case the proxy will cast the vote that they deem most suitable for the interests of the Company and the principal. This rule will also apply to any proposals submitted to the Meeting's decision that were not presented by the Board.

If this document with the proxy does not indicate the specific person the shareholder wants to be the proxy, it will be considered granted to the Chair of the Board or its Deputy Chair (if there are several, they will be substituted in order), or the Secretary of the Board, in this order, in the event of their absence, or indistinctly to the Corporate General Manager. Likewise, if the proxy has a conflict of interest and no specific instructions were given, the power of representation will be understood to have been granted to the corresponding remaining person, also following the order in which they have been listed. In any case, in the absence of voting instructions, the new proxy will vote as they deem most suitable for the interests of the Company and the principal.



Pursuant to sections 523 and 526 of the Corporate Enterprises Act, the following are reported to be have a conflict of interest: (i) in relation to items 3 and 5 of the Agenda, all the members of the Board; (ii) in respect of items 4.2 to 4.10 of the Agenda, only the director whose re-election or appointment is proposed with respect to his or her own re-election or appointment; (iii) with respect to item 6 of the Agenda, only the executive directors; and (iv) in the cases provided in sections 526(1)(b) or (c) Corporate Enterprises Act, those that may be presented but are not on the Agenda pursuant to the Law, the affected director, if any.

**Documents attached:** Document issued by the depositary bank proving ownership of the shares and a photocopy of the shareholder's identity document (national identification card, foreigner identification card or passport, or equivalent document).

Signed: .....



### 3.- Revocation of votes cast early by post.

ACS, Actividades de Construcción y Servicios, S.A. Office of the Secretary General Avda. de Pío XII n. ° 102 28036 Madrid Spain.

**Documents attached:** Document issued by the depositary bank proving ownership of the shares and a photocopy of the shareholder's identity document (national identification card, foreigner identification card or passport, or equivalent document).

Signed: .....



#### 4.- Revocation of proxy by post.

ACS, Actividades de Construcción y Servicios, S.A. Office of the Secretary General Avda. de Pío XII n. ° 102 28036 Madrid Spain.

In ..... on ..... 2023, ....., as shareholder holding...... shares of ACS, Actividades de Construcción y Servicios, S.A. deposited in securities account number...., revokes special the power of attorney to..... with national identification number ..... to vote on the shareholder's behalf at the Ordinary General Shareholders' Meeting of ACS, Actividades de Construcción y Servicios, S.A., to be held in Madrid, at the IFEMA Auditorio Sur, located at Avenida del Partenón, 5, 12:00 noon on 4 May 2023, on first call, and the next day, 5 May 2023, in the same place and time, on second call (the General Meeting is expected to meet on second call unless otherwise announced on the Company's website, www.grupoacs.com, on the CNMV website, www.cnmv.es, in one of the newspapers with the largest circulation in Spain and in the other appropriate media).

**Documents attached**: Photocopy of the shareholder's identity document (national identification card, foreigner identification card or passport, or equivalent document) and, where applicable, a photocopy of the deed of special power of attorney sent to the Company to which this revocation refers.

Signed: .....