

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

### ORDINARY GENERAL MEETING

Agenda for the Annual General Meeting of ACS, ACTIVIDADES DE CONSTRUCCIÓN Y SERVICIOS, S.A., called by the Board of Directors on 24 March 2022, to be held in Madrid, Auditorio Sur de IFEMA (IFEMA Trade Fair Complex, South Auditorium), located at Partenón 5, at 12:00 noon on 5 May 2022, at first call, and the following day, **6 May 2022**, at the same time and place, at second call, **(the Meeting is expected to be held on second call, unless announced otherwise on the Company's website, [www.grupoacs.com](http://www.grupoacs.com), on the website of the CNMV, [www.cnmv.es](http://www.cnmv.es), in one of the most widely distributed newspapers in Spain, and in the rest of the appropriate media).**

The Board offers the options of either attending the meeting in person or participating in the meeting by attending remotely, as well as options for conferral of representation and voting in advance by remote means of communication. However, in view of the current public health situation, the Board recommends that shareholders should participate in the General Meeting remotely, either through remote attendance or by exercising their delegation rights and early voting options remotely, before the date when the General Meeting is held.

### AGENDA

1. Approval of the Annual Financial Statements and Directors' Reports for the 2021 financial year, both of the Company and of the consolidated Group of Companies of which ACS, Actividades de Construcción y Servicios, S.A. is the parent company. Allocation of profit/loss.
2. Approval of the Consolidated Non-Financial Information Statement for financial year 2021.
3. Approval of the performance of the Board of Directors during financial year 2021.
4. Establishment of the number of Board members of Directors. Appointment of directors.
  - 4.1. Establishment of the number of Board members as fifteen.
  - 4.2. Appointment of Mr Juan Santamaría Cases as a director, in the category of executive director.
  - 4.3. Appointment of Ms María José García Beato as a director, in the category of independent director.
5. Directors' remuneration:

5.1. Annual report on directors' remuneration corresponding to financial year 2021, to be submitted to a consultative vote.

5.2. Amendment of the policy on remuneration for the Board of Directors, to adapt it to Spanish Law 5/2021 of 12 April, on promoting long-term involvement of shareholders in publicly traded companies (*Ley 5/2021, de 12 de abril, de fomento de la implicación a largo plazo de los accionistas en las sociedades cotizadas*).

6. Appointment of auditors for the Company and for the Group.

7. Capital increase charged fully to reserves and authorization of a capital reduction in order to amortize treasury shares.

8. Authorization to buy back treasury shares and for a capital reduction in order to amortize treasury shares.

9. Amendment of the Articles of Association to adapt them to Spanish Law 5/2021 of 12 April, on promoting long-term involvement of shareholders in publicly traded companies, by adding some provisions related to other recent legal reforms and some technical or systematic clarifications:

9.1. Amendment of articles 10 and 12 from Chapter II.

9.2. Amendment of articles 21 and 22 from Chapter III.

9.3. Amendment of articles 27, 28, 29, 32, 35, and 37 from Chapter IV.

9.4. Addition of a new article 28 bis to Chapter IV.

10. Amendment of the Rules of Procedure for the General Meeting, to adapt them to Spanish Law 5/2021 of 12 April, on promoting long-term involvement of shareholders in publicly traded companies, by adding some provisions related to other recent legal reforms and some technical or systematic clarifications:

10.1. Amendment of article 7 ("Authorities") from Title I.

10.2. Amendment of articles 8 ("Call Notice for the General Meeting"), 11 ("Information Available from the Call Notice Date"), and 12 ("Right to Information Before the General Meeting") from Title II.

10.3. Amendment of article 15 ("Right of Representation") from Title III.

10.4. Amendment of articles 19 ("Opening of the Meeting Location and Shareholder Registration"), 24 ("Requests to Address the Meeting"), 26 ("Right to Information during the General Meeting"), 27 ("Remote Voting"), 28 ("Remote Attendance of the General Meeting"), and 29 ("Voting on Resolution Proposals") from Title V.

10.5. Amendment of article 34 ("Minutes for the Meeting") from Title VII.

11. Delegation of powers for the entering into and signing of agreements.
12. Acknowledgement of the amendment of the Rules of Procedure of the Board of Directors.

## **I**

### **ADDENDUM TO THE MEETING ANNOUNCEMENT AND SUBMISSION OF NEW PROPOSED RESOLUTIONS**

Pursuant to section 519 of the Spanish Corporate Enterprises Act [*Ley de Sociedades de Capital*] and Articles 28 of the Articles of Association and 10 of the General Meeting Regulations, shareholders representing at least three per cent of the share capital may request the publication of a complement to the call to the Ordinary General Meeting, including one or more points in the agenda, provided that the new points are justified or, if relevant, include a justified proposed resolution.

This right must be exercised through a notice by duly authenticated means to be received at the company's registered office (Avenida de Pío XII, 102, 28036 Madrid) within five days following publication of the call notice. The complement to the call to the Meeting will be published at least fifteen days in advance of the date established for the General Meeting to be held.

Shareholders that represent at least three per cent of the capital stock may, within the period indicated in the paragraph above, submit supported proposals for resolutions on matters already included or that must be included in the agenda of the meeting called, which must be received in the company's registered office (Avenida de Pío XII, 102, 28036 Madrid).

## **II**

### **RIGHT TO INFORMATION**

Pursuant to Article 12 of the General Meeting Regulations, sections 197 and 520 Corporate Enterprises Act, and other legal provisions in force:

1. From the date of publication of the call to the General Meeting and until five days before the date scheduled for the first call, shareholders may request the information and clarifications they consider appropriate, and prepare in writing any questions they consider fit regarding the matters included in the Agenda, any information accessible to the public that has been provided by the Company to the Spanish Securities and Exchange Commission since the date of the last General Meeting, 7 May 2021, and about the report of the Company's auditor.
2. All of these requests for information may be made by sending a request to the registered office, sending it to the Company by post and via remote electronic communication, to the postal and electronic addresses that are specified at the end of this section II. Shareholders exercising their right to information must appear as such in the Company's

records at the date of publication of the call, or failing that, provide the corresponding legitimacy certificate issued in accordance with the regulatory provisions of the Securities Market. Shareholders will be responsible for sending the request to the Company in due time and form.

3. Any valid requests for information, clarification, or questions made in writing and the answers provided in writing by the Board of Directors will be included in the Company website.

In compliance with the provisions of Article 11 of the General Meeting Regulations, sections 517 and 518 Corporate Enterprises Act and other provisions in force, shareholders are informed that, from the publication of the announcement of the call, the Company will uninterruptedly publish on its website, [www.grupoacs.com](http://www.grupoacs.com), the following information that any shareholder may, likewise, inspect at the registered office, or obtain immediately and for free in the legally established cases:

- Announcement of the call.
- Total number of shares and voting rights in the Company, which as of the date of announcement of this call are 294,664,594 shares, each with a nominal value of fifty euro cents, fully subscribed and paid up. Every share will entitle its owner to one vote.
- Full texts of the proposed resolutions regarding each and every one of the items in the Agenda. Any proposed resolutions submitted by shareholders will be included in the order in which they are received.
- The addendum to the call, if any, from the date of its publication. The Company will also publish on its website the text of the proposals and justifications provided to the Company to which said complement pertains.
- The separate annual financial statements and directors reports, together with the auditor's report.
- The consolidated annual financial statements and directors reports, together with the auditor's report
- Consolidated non-financial statement verification report together with the justificatory report of the consolidated non-financial statement.
- Justificatory Report of the Board of Directors assessing the competence, experience and merits of the Directors whose appointments are proposed and reports of the Appointments Committee, within the framework of the proposals for appointment of Board members of Directors, submitted for approval by the Company's Ordinary General Meeting under the fourth item of the agenda.

- Annual Report on Board members' remuneration for 2021 which, pursuant to Article 541.4 Corporate Enterprises Act, is subject to a consultation vote in the Company's Ordinary General Meeting under the Item Five on the agenda.
- The policy on remuneration for the Board of Directors, the justified proposal from the Board of Directors, and the Remuneration Committee's report on that policy, which is subject to approval by the Company's Annual General Shareholder' Meeting under item Five on the agenda.
- Report issued by the Board of Directors pursuant to sections 286, 296, and 318 Corporate Enterprises Act, and any other applicable legal provisions, with the justification of the proposal for a capital increase charged entirely to reserves and authorization for capital decrease to amortize own shares and ensuing amendment of Article 6 of the Articles of Association, subject to approval by the General Meeting under Item Seven on the agenda.
- Report issued by the Board of Directors pursuant to sections 286 and 318 Corporate Enterprises Act, and any other applicable legal provisions, with the justification of the proposal for an authorization for capital decrease to amortize own shares and ensuing amendment of Article 6 of the Articles of Association, subject to approval by the General Meeting under Item Eight on the agenda.
- Report from the Board of Directors on the proposal to amend the Articles of Association, which is subject to approval by the Company's Annual General Meeting under item Nine on the agenda.
- Report from the Board of Directors on the proposal to amend the Rules of Procedure for the General Meeting, which is subject to approval by the Company's Annual General Meeting under item Ten on the agenda.
- Report of the Board of Directors on the amendment of its Rules of Procedure, approved at its meeting held on 16 December 2021.
- 2021 Annual Activity Report of the Audit Committee, which includes the report on the independence of the Auditors as stipulated in section 529(14)(4)(f) Corporate Enterprises Act.
- 2021 Annual Activity Report of the Appointments Committee.
- 2021 Annual Activity Report of the Remuneration Committee.
- Procedures and digital forms for remote early voting and electronic representation.
- Forms for early voting and appointment or revocation of representation by postal mail.
- Rules of operation of the Electronic Forum for Shareholders.

- Rules on the remote attendance at the General Meeting.

In particular, in accordance with section 272(2) Corporate Enterprises Act, shareholders may obtain from the Company, immediately and free of charge, the individual financial statements and directors' reports, the consolidated financial statements of the ACS Group and the consolidated directors' report, which includes the consolidated non-financial information statement, and the respective reports of the auditors.

Moreover, in accordance with section 529 *novodecies.4* Corporate Enterprises Act, the shareholders may request delivery or sending, at no cost, of the proposal for the policy on remuneration for the Board of Directors, the justified proposal from the Board, and the Remuneration Committee's report related to item Five on the agenda.

Also, in accordance with sections 296(1), 297(1) and 318(1) Corporate Enterprises Act, shareholders may inspect, at the registered office, the documentation relating to Items Seven and Eight on the agenda, and request the free delivery or shipment of this, as well as any other legally required documents and information.

Also, in accordance with section 287 Corporate Enterprises Act, the shareholders may inspect, at the registered office, the entire text of the amendment to the Articles of Association proposed under item Nine on the agenda and the corresponding report, and they may also request delivery or sending of those documents at no cost.

The postal and electronic addresses and phone numbers that shareholders may use to inspect or request immediate delivery for free of these documents, are the following:

ACS, Actividades de Construcción y Servicios, S.A.  
General Secretariat  
Avda. de Pío XII nº 102  
28036 Madrid, Spain.

Telephone no.: 900-460-255  
Fax: 900-460-258

Email address: [junta2022@grupoacs.com](mailto:junta2022@grupoacs.com)

Corporate website: [www.grupoacs.com](http://www.grupoacs.com)

### III

#### ATTENDANCE AND VOTING RIGHTS

Pursuant to Articles 26, 29, and 30 of the Articles of Association and Articles 15 and 13 of the General Meeting Regulations, shareholders owning at least one hundred shares with voting rights, whose ownership is registered in the relevant book-entry accounting record five days before the Meeting date will be entitled to attend the General Meeting.

Shareholders exercising their voting rights using remote communication means must also satisfy this requirement when casting their votes. Each shareholder is entitled to a number of votes equal to the number of shares owned or represented.

Shareholders that hold fewer shares may delegate shareholders to attend meetings for them, and combine together with other shareholders in the same situation until they have the necessary shares, where the combined shareholders would have to assign their representation to one of their number.

**Registration of shareholders attending in person at the location where the General Meeting is held.**

Any shareholders or their representatives who want to attend the General Meeting in person must, upon arrival at the location planned for the General Meeting on the corresponding date, on first or second call, present to the staff members responsible for shareholder registration, from one hour before the time announced for the start of the meeting, the certificate issued by the entity responsible for maintaining and performing annotation of the register of members, as corresponding to each case, or the other documents verifying their status as shareholders, as well as the documents verifying the representation conferred to them, if applicable.

No documents verifying the status of shareholder, or verifying representation, will be accepted if presented to the staff members responsible for shareholder registration after the time established for the start of the General Meeting.

#### IV

#### **VOLUNTARY REPRESENTATION**

Pursuant to sections 184, 185, 187, 189, 522, and 523 Corporate Enterprises Act, Article 29 of the Articles of Association, and Article 15 of the General Meeting Regulations, any shareholder who is entitled to attend the meeting may be represented in the General Meeting by another person, even if the latter is not a shareholder. The representation conferred by shareholders who only have voting rights by pooling their shares may be vested in any of them.

The proxy must be granted in writing or by remote communication means that meet the requirements established by law and especially for each Meeting, except in the case of the principal's spouse, forbears and issue with general power of attorney conferred in a public document, with powers to manage all of the represented shareholder's assets in Spain.

Proxy documents for General Meetings must reflect the instructions on how to vote. 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 Board resolutions on the items on the agenda. Similarly and unless otherwise specified by the shareholder, the proxy will extend to any matters which, even if not included in the agenda and thus overlooked on the date when

the power of representation was given, may be subject to vote in the Meeting, in which case the representative will cast the vote that they consider most suitable for the interests of the Company and the represented party. This rule will also apply to any proposals subjected to the Meeting's decision which were not presented by the Board of Directors.

The Chair and Secretary of the Board of Directors or the Chair and Secretary of the General Meeting from its incorporation and those whom any of them delegate will have the broadest powers to verify the identities of the shareholders and their proxies, to verify the ownership and legitimacy of their rights, and to check and admit the validity and effectiveness of the document or proof of the right of attendance or representation. For cases of both voluntary and legal representation, there may not be more than one proxy in the General Meeting. As an exception, intermediary companies entitled to attend as shareholders pursuant to the register of members but that act on behalf of more than one persons with significant control or beneficial owners may, without limitation, delegate their votes to any of the persons with significant control or beneficial owners or to any third parties those persons may designate. Those entities may also, in any case, divide their votes and vote differently in compliance with different voting instructions, if that is how they received them, pursuant to the General Meeting Regulations.

Proxies may also be revoked at any time. As a general rule, the last action performed by the shareholder before the Meeting is held will be considered valid, in the sense that the last delegation revokes all previous ones. In any case, attendance at the General Meeting of the represented party (either in person or remotely) will have the value of revocation of the representation. Likewise, the delegations made before the casting of the remote vote will be considered revoked and those conferred afterwards will be considered not to have been made. Power of representation will also be rendered null and void by any disposal of the shares of which the Company becomes aware.

If the 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 Director. Likewise, if the proxy has a conflict of interest and the proxy document does not give specific instructions, 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 representative will vote as they consider most suitable for the interests of the Company and represented party.

The proxy may represent more than one shareholder with no limit on the number of shareholders they may represent. When a proxy represents various shareholders, they may issue different votes according to the instructions received from each shareholder.

In any event, the number of shares represented will be included in the number required to hold a valid Meeting.

### **1.- Conflict of interest of the representative**



Before appointment, the proxy must notify the shareholder as to whether they are affected by any conflicts of interests. If the conflict is subsequent to the appointment and the represented shareholder has not been notified of its possible existence, they must be informed immediately. In both cases, if new precise voting instructions are not received for each of the issues on which the proxy should vote on behalf of the shareholder, they must abstain from voting.

## **2.- Exercise of voting rights by Board Members due to a public request for representation**

In accordance with sections 523 and 526 Corporate Enterprises Act, in the event that the Board Members, or another person on behalf of any of them or in their interest, has made a public request for representation, the Board Member, before their appointment as a representative, will inform the shareholder in detail of whether or not there is a conflict of interest. If the conflict is subsequent to the appointment and the represented shareholder has not been notified of its possible existence, they must be informed immediately. In both cases, if new precise voting instructions are not received for each of the items on which the Board Member should vote on behalf of the shareholder, in accordance with section 523 Corporate Enterprises Act, they must abstain from voting.

The proxy may also include items that are not included on the agenda established in the notice of the general meeting but which are dealt with, in accordance with the law, in the General Meeting. In this case the preceding section will apply in the event of conflicts of interest.

It is stated here that a situation of conflict of interest is understood to exist: (i) for all Board members in relation to items 3 and 5 on the agenda; (ii) with respect to items 4.2 and 4.3 on the agenda, only the person whose appointment is proposed; and (iii) under any of the circumstances described in indents b) or c) of section 526.1 Corporate Enterprises Act, occurring without appearing on the agenda in accordance with the law, any directors affected, as the case may be.

## **3.- Appointment or revocation of the representative by the shareholder by means of remote communication. Notice to the Company.**

Appointment or revocation of the representative by the shareholder and notice of the appointment or revocation to the Company may be made in writing or by electronic means that duly guarantee the identities of the represented and the representing parties. In order to be valid, the power of representation granted by any of the above means will be received by the Company before 24 hours before the date scheduled for the first call to the Meeting.

### **3.1. Appointment or revocation of the representative by postal mail.**

Shareholders may use the original forms sent by the entities that hold the powers of representation for the General Meeting for this purpose. Likewise, on the corporate website, [www.grupoacs.com](http://www.grupoacs.com), the form used to appoint a representative and the form used for revoking such appointment will be made available in a format that allows for their

printing. They may also ask the Company for immediate free delivery of these forms by email or post.

Once completed and signed, the form sent by the depository entities for the share ownership documents or, as applicable, the form available at the Company's website, may be submitted together with a photocopy of the shareholder's Spanish National Identity Card (or equivalent supporting document) by post to the following address:

ACS, Actividades de Construcción y Servicios, S.A.  
General Secretariat  
Avda. de Pío XII nº 102  
28036 Madrid, Spain.

### **3.2. Appointment or revocation of the representative by electronic means.**

Appointment or revocation of a representative by electronic means and notice to the Company will be made through a platform installed on the Company's website, [www.grupoacs.com](http://www.grupoacs.com), which will be active from the date of publication of the call for the General Meeting.

In order to access the system and use its applications, shareholders must log on as a "Registered User" evidencing both their identity and their status as a shareholder of the company, by filling out the corresponding registration form and agreeing to the Terms and Conditions described on the Company's website.

In the case of shareholders that are legal entities, the individuals representing them must certify their respective powers of representation by filling out the corresponding registration form and agreeing to the Terms and Conditions described on the Company website.

The identity of those individuals who wish to access the system as shareholders or representatives of legal entities that are shareholders must be certified by:

- (i) Their Spanish Electronic National Identity Document; or
- (ii) Their recognised, valid electronic user certificate in force, issued by the Spanish Public Certification Authority (CERES) affiliated with the Spanish National Mint.

Any shareholders whose data are already included in the Company records as of the date of publication of the call for the Meeting will be automatically recognized by the system, once they have certified their identity by the means specified in the previous sections.

Any shareholders whose data are not yet included in the Company records as of the date of publication of the call for the Meeting may provide them by sending, via the application and following the procedure described, a digital copy of the nominative document issued for the call to the General Meeting by the financial institution where the shareholder holds

the security account or a notarization certificate issued pursuant to the Spanish Securities Market regulations.

Once the shareholder's identity and capacity as Shareholder have been established by the above means, the user will be granted access to the system as a Registered User. The relevant passwords will be sent to the email address provided by the user for this purpose.

Access to the system by Registered Users is subject at all times to maintaining status as a shareholder of the Company.

If the Company has reasonable doubt at any point about the fulfilment of these conditions by any Registered User, it may require proof that these conditions continue to be met, and may request any evidence that it sees necessary for this purpose.

## V

### **REMOTE EARLY VOTING**

Shareholders may vote before the meeting is held via remote communication means. For quorum purposes, these voters will be considered to be present.

Early votes via remote communication means may be cast by the shareholder by post or electronic means.

#### **1.- Remote early voting by postal mail.**

Votes on proposals regarding items in the General Meeting Agenda may be cast by postal mail provided that identification of the shareholder is duly guaranteed.

Shareholders may use the original forms sent by the entities that hold the powers of representation for the General Meeting for this purpose. Likewise, the corporate website, [www.grupoacs.com](http://www.grupoacs.com), will contain the postal vote form in a format that allows it to be printed. They may also ask the Company for immediate free delivery of this form by email or postal mail.

Once completed and signed, the form may be submitted together with a photocopy of the shareholder's Spanish National Identity Card (or equivalent supporting document) by post to the following address:

ACS, Actividades de Construcción y Servicios, S.A.  
General Secretariat  
Avda. de Pío XII nº 102  
28036 Madrid, Spain.

#### **2.- Remote early voting by electronic means.**

Remote early votes by electronic means will be cast through a platform installed on the Company website, [www.grupoacs.com](http://www.grupoacs.com), which will be active from the date of publication of the General Meeting date.

In order to access the system and use its applications, shareholders must log on as a "Registered User" evidencing both their identity and their status as a shareholder of the company, by filling out the corresponding registration form and agreeing to the Terms and Conditions described on the Company's website.

In the case of shareholders that are legal entities, the individuals representing them must certify their respective powers of representation by filling out the corresponding registration form and agreeing to the Terms and Conditions described on the Company website.

The identity of those individuals who wish to access the system as shareholders or representatives of legal entities that are shareholders must be certified by:

- (i) Their Spanish Electronic National Identity Document; or
- (ii) Their recognised, valid electronic user certificate in force, issued by the Spanish Public Certification Authority (CERES) affiliated with the Spanish National Mint.

Any shareholders whose data are already included in the Company records as of the date of publication of the call for the Meeting will be automatically recognized by the system, once they have certified their identity by the means specified in the previous sections.

Any shareholders whose data are not yet included in the Company records as of the date of publication of the call for the Meeting may provide them by sending, via the application and following the procedure described, a digital copy of the nominative document issued for the call to the General Meeting by the financial institution where the shareholder holds the security account or a notarization certificate issued pursuant to the Spanish Securities Market regulations.

Once the shareholder's identity and capacity as Shareholder have been established by the above means, the user will be granted access to the system as a Registered User. The relevant passwords will be sent to the email address provided by the user for this purpose. From this point on, the shareholder may cast their vote.

Access to the system by Registered Users is subject at all times to maintaining status as a shareholder of the Company.

If the Company has reasonable doubt at any point about the fulfilment of these conditions by any Registered User, it may require proof that these conditions continue to be met, and may request any evidence that it sees necessary for this purpose.

Any shareholders casting their votes by this means may vote on the items in the Agenda which have been published as a complement to the call as of the date when they cast their remote early votes, pursuant to section 519(1) of the Corporations Act or on the reasoned

proposals for agreement on items already included or to be included in the Agenda for the meeting convened, pursuant to section 519(3) of the Corporations Act, which will be published, if relevant, on the corporate website in the order in which they are received.

Shareholders casting early votes remotely may not formulate any requests or questions, or justify their vote.

### **3.- Common rules regarding early voting by post and electronic means.**

Pursuant to Article 27.5 of the General Meeting Regulations, the vote cast by any means set forth in the previous sections must be received by the Company before midnight on the night before the date scheduled for the General Meeting on first or second call, as relevant.

Early votes cast remotely will be without effect under the terms legally set forth and those in the Company's internal regulations, and in this regard:

- (a) Through later express revocation by the same means employed for their casting within the period stipulated for this purpose.
- (b) Due to attendance at the meeting, either in person or remotely, by the shareholder who cast the vote.
- (c) Due to a disposal of the shares before the Meeting that is brought to the Company's attention.

If a remote vote does not include express instructions, or only has instructions about certain items on the agenda of the meeting call, unless the shareholder expressly indicates otherwise, the vote will be assumed to refer to all of the items on the agenda of the General Meeting call and to be in favour of the proposals formulated by the Board of Directors.

From the simultaneous publication of the call and until the General Meeting is held, the Company will uninterruptedly publish on its website, [www.grupoacs.com](http://www.grupoacs.com), the forms required for revocation of the remote early votes cast and send these immediately and for free to any shareholders that request them.

## **VI**

### **REMOTE ATTENDANCE AT THE GENERAL MEETING**

Shareholders who have the right to attend, and their representatives, may attend the General Meeting using remote means.

To ensure the identity of the attendees, the correct exercise of their rights, real-time interactivity and the smooth running of the meeting, shareholders who wish to use the remote attendance mechanisms will have access to the link enabled for this purpose in the Company's website, [www.grupoacs.com](http://www.grupoacs.com), called "Telematic Attendance" to the remote

attendance website: <https://www.juntaaccionistas.com/JuntaACS/index.html>, under the terms provided for in section 1 below.

Once the shareholders or their representatives have accessed the "Telematic Attendance" link, they will be able to attend and vote at the Meeting through real-time remote means.

In addition, those attending remotely (and anyone else who wants to, even if they are not shareholders) may follow the full Meeting, which will be streamed in real time through the Company's website, [www.grupoacs.com](http://www.grupoacs.com).

### **1.- Registration, access and attendance:**

In order to facilitate the proper management of the telematic attendance systems, shareholders wishing to attend the Meeting and vote telematically and in real time must:

- (a) Register via the "Telematic Attendance Pre-registration" link <https://www.juntaaccionistas.com/PreinscripcionACS/Inicio.do> enabled for this purpose on the website, [www.grupoacs.com](http://www.grupoacs.com), and accredit their identity between 12:00 pm on 20 April 2022 and 11:59 pm on 4 May 2022, using one of the following methods: (i) The Electronic National Identity Document; (ii) a recognized, valid electronic user certificate in force, issued by the Spanish Public Certification Authority (CERES) affiliated with the Spanish National Mint; or (iii) attaching a photocopy of the national identification card, foreigner identification card or Passport. Registration of attendees will not be allowed outside this time period.
- (b) Once registered in accordance with the previous section (a), attendees who wish to attend using telematic means are required to register by clicking on the "Telematic Attendance" link <https://www.juntaaccionistas.com/JuntaACS/index.html> on the website, [www.grupoacs.com](http://www.grupoacs.com), between 9:00 am and 11:45 am on the day of the meeting and register using one of the methods in section (a). Since the Meeting is expected to be held on the second calling, shareholders are advised to access the "Telematic Attendance" link on the website on 6 May 2022. Only attendees who registered during the specified period may speak and vote at the General Meeting.

In order for representatives to be able to attend the General Meeting remotely, proof of the delegation of powers (unless granted electronically) and the identity of the representative must be submitted to the Company via the form published on the corporate website, [www.grupoacs.com](http://www.grupoacs.com), together with a copy of the DNI, NIE or passport of the representative, which must be received by the Company, care of the General Secretariat at the address Avda. de Pío XII no. 102, 28036 Madrid, or at the email address: [junta2022@grupoacs.com](mailto:junta2022@grupoacs.com) before midnight on the third day before the day of the Meeting at the first calling. Without prejudice to the above accreditation, representatives must also register with the "Telematic Attendance" link enabled for this purpose on the website, [www.grupoacs.com](http://www.grupoacs.com), and be accredited as remote attendees in the same terms as those provided for in paragraphs (a) and (b) above in relation to shareholders.

The Company reserves the right to request additional means of identification from shareholders as it considers necessary to verify their status as shareholders and to ensure the authenticity of the vote or delegation.

## **2. Exercising the rights of intervention, information and proposal in the event of telematic attendance:**

Shareholders or their representatives who, in exercising their rights, intend to participate in the Meeting remotely and, where appropriate, intend to request information or clarification regarding the items on the agenda or regarding the information available to the public that the Company has provided to the National Securities Market Commission since the last General Meeting, or regarding the auditor's report or to make any legally permitted proposals, must submit their intervention, question or proposal in writing by sending an electronic communication with their intervention or by attaching their written intervention via the "Telematic Attendance" link enabled on the corporate website until 9:00 am on the day of the Meeting.

Telematic attendees who wish to have their intervention recorded literally in the minutes of the Meeting must indicate this clearly and expressly in the text of their intervention.

Requests for information or clarification made by remote attendees will be answered verbally during the General Meeting or in writing, within seven days of it being held, in accordance with the provisions Corporate Enterprises Act.

## **3. Voting:**

Remote votes on proposed resolutions on the agenda may be cast from 9:00 am on the day that the meeting is held, until the Chair declares the end of the voting period for the proposed resolutions on the agenda.

With regard to proposed resolutions on matters not on the agenda that had been submitted in the legally admissible cases, remote attendees may cast their votes from the time the Secretary of the General Meeting reads out the proposals and they are made available at the "Telematic Attendance" link for voting.

In any event, the remote voting process for all proposals submitted to the Meeting will end when, after the reading of the summaries of the proposed resolutions by the Secretary of the Meeting, the Chair declares the end of the voting period for the proposed resolutions.

## **4. Leaving the meeting:**

Remote attendees who wish to demonstrate their express leaving of the Meeting must do so by sending an electronic communication via the "Telematic Attendance" link enabled on the corporate website. Once they have communicated their express wish to leave the meeting, all the actions they perform subsequently will be considered not to have been completed.

## **5. Other issues:**

The remote attendance of shareholders will prevail over the remote votes cast in advance as well as the powers of representation granted before the holding of the General Meeting.

The Company reserves the right to adopt appropriate measures in relation to mechanisms for remote attendance at the Meeting when technical or security reasons require or impose this. The Company may not be held liable for any damage that may be caused to Shareholders arising from breakdowns, overloads, faulty lines, connection problems or any other cases of the same or similar nature, which is out of the Company's control, that prevent the use of the remote attendance mechanisms for the Meeting, or due to the occasional lack of availability of its website, without prejudice to the adoption of the measures required in each situation, including the possible temporary suspension or postponement of the General Meeting if necessary to ensure the shareholders and their representatives may fully exercise their rights.

## **VII**

### **ELECTRONIC SHAREHOLDERS' FORUM**

An Electronic Shareholders' Forum will be provided on the company's website, which can be accessed with the appropriate guarantees by both individual shareholders and any voluntary associations that, pursuant to the Corporate Enterprises Act, may be formed, in order to facilitate communication before the holding of Ordinary General Meetings. The rules of operation of the Electronic Forum for Shareholders approved by the Board of Directors will be made available on the Company's website, and compliance with these rules will be mandatory for shareholders.

## **VIII**

### **LIVE BROADCASTING (STREAMING) OF THE GENERAL MEETING**

The General Meeting will be broadcast in real time ("live streamed") via the Company's website at [www.grupoacs.com](http://www.grupoacs.com). This will be accessible to the Company's shareholders as well as non-shareholders, and the meeting may also be recorded and publicly distributed via that same website.

## **IX**

### **PERSONAL DATA PROTECTION**

Under the applicable rules on the protection of personal data, shareholders are informed that, on the occasion of the General Meeting called herein, their personal data will be processed by ACS, Actividades de Construcción y Servicios, S.A. to enable the legal rights and obligations arising from the contractual relationship existing within the scope of the Company's General Meeting.



Personal data may have been provided to ACS, Actividades de Construcción y Servicios, S.A. by shareholders or their legal representatives, as well as by banks, Securities Companies and Agencies in which they have deposited their shares or by the entity legally entrusted with the share registry book, Iberclear. The categories of data processed for the purpose described are: Identification, economic and financial and other (securities accounts, shareholder reference number, bank name, account number and classification code, and details of any power of attorney).

Shareholders or their representatives may exercise, under the circumstances contemplated under Law, rights to access, rectify, erase, challenge, restricted processing and portability of the data by contacting ACS, Actividades de Construcción y Servicios, S.A., Avenida Pio XII, Number 102, 28036 Madrid, or emailing [pdd@grupoacs.com](mailto:pdd@grupoacs.com) (Ref. Data protection). Forms for this purpose can be obtained, along with more information about the processing of your data, at the following link: <https://www.grupoacs.com/proteccion-de-datos/sus-datos-personales/> . ACS, Actividades de Construcción y Servicios, S.A. reserves the right to request additional information if there is reasonable doubt regarding the data subject's identity.

The shareholders or their representatives may contact the data protection officer at [pdd@grupoacs.com](mailto:pdd@grupoacs.com) to obtain more information about processing of their data. If they believe that their rights have been insufficiently protected or if they do not receive an appropriate reply, they may submit a claim to the data protection officer of the ACS Group, and if their concerns are not addressed, they may submit a claim to the Spanish Data Protection Agency (AEPD) by using its website at [www.aepd.es](http://www.aepd.es) or by postal mail sent to Calle Jorge Juan. 6, 28001 – Madrid.

ACS, Actividades de Construcción y Servicios S.A., as the Data Controller, hereby notifies of the adoption of the security measures legally required in its facilities and systems. Furthermore, the Data Controller hereby guarantees the confidentiality of the personal information, although it will disclose to the corresponding public authorities personal information and any other information in its possession or to which it has access which it is legally required to disclose in accordance with the corresponding legal provisions and regulations, or if required by court order.

## **X**

### **PRESENCE OF A NOTARY**

Pursuant to section 203(1) Corporate Enterprises Act, the Board of Directors has decided to request the presence of the Notary Public to certify that the Meeting was held.

## **XI**

### **GENERAL INFORMATION**

For any clarifications and additional information, shareholders may contact the Shareholder Service Office at the following addresses:

- Postal address:  
ACS, Actividades de Construcción y Servicios, S.A.  
General Secretariat  
Avda. de Pío XII nº 102  
28036 Madrid, Spain.
- Telephone: 900-460-255
- Fax: 900-460-258
- Email address: [junta2022@grupoacs.com](mailto:junta2022@grupoacs.com)

In Madrid, on 24 March 2022.

Board Member/Secretary of the Board of Directors José-Luis del Valle Pérez.