

**REPORT ISSUED BY THE BOARD OF DIRECTORS OF ACS ACTIVIDADES DE CONSTRUCCIÓN Y SERVICIOS, S.A. CONCERNING NOMINATIONS TO THE COMPANY'S BOARD**

**APPROVED AT ITS MEETING HELD ON 24 MARCH 2022**

**I. PURPOSE OF THE REPORT**

This report has been issued by the Board of Directors of ACS, Actividades de Construcción y Servicios, S.A. ("**ACS**" or the "**Company**"), in compliance with the provisions of section 529 decies Spanish Corporate Enterprises Act [*Ley de Sociedades de Capital*], which requires the preparation of an explanatory report to evaluate the abilities, experience and qualities of Board members in the context of the proposals to elect Board members, which is submitted for approval at the Company's Annual General Meeting, convened for 5 May 2022 on first call, and for 6 May 2022 on second call, under item four on the Agenda.

When preparing the nominations to the Board submitted to the General Meeting, the Board took into account the proposals and reports that the Appointments Committee issued as regards candidate nominations, which are attached as Schedules I and II to this Report and include the information required by Article 11 of the General Meeting Regulations. The Board accepts in every aspect the proposals and reports of the Appointments Committee.

Pursuant to section 529 decies Corporate Enterprises Act and of Article 3.2 of the Board Regulations, the re-election to the Board of Juan Santamaría Cases, included under the category of Executive Board members, is submitted to the General Meeting following a proposal by the Appointments Committee.

The nomination to the Board of María José García Beato, classified as an Independent Director, was submitted to the shareholders at the Annual General Meeting on a proposal from the Appointments Committee.

In accordance with the proposals referred to above, the number of members of the Board will be 15.

The Board considers that with these appointments it will continue to be able to rely on the abilities, knowledge, experience and other aspects of various kinds required for the best performance of the duties that are incumbent upon it, taking into account the legal criteria and recommendations in terms of good governance, while avoiding discrimination of any form.

Pursuant to section 518(e) Corporate Enterprises Act, this report contains information concerning the identity, curriculum and category of the nominated Board members, and will be published, together with the attached proposals and reports of the Appointments Committee, on the Company's website ([www.grupoacs.com](http://www.grupoacs.com)) as part of the documentation relating to the General Meeting.

## **II. APPOINTMENT OF JUAN SANTAMARÍA CASES AS A MEMBER OF THE BOARD OF ACS UNDER THE CATEGORY OF EXECUTIVE DIRECTORS.**

### **Professional profile and experience**

Degree and MA in Civil Engineering from the Escuela Técnica Superior de Caminos, Canales y Puertos de Madrid.

He has worked in the Transport Department of the Escuela Técnica Superior de Caminos, Canales y Puertos de Madrid and as a Business Analyst for the Public Works Department of the Government of the Republic of Chile.

In 2002 he joined Dragados, S.A. as a Civil Engineer, holding the position of Project Manager in South Africa for Dragados. Subsequently, he held the position of Project Manager in Spain and Europe for Iridium (ACS Group) from 2004 to 2006.

2006 to 2013: held the positions of Project Director, Chief Operating Officer and CEO at ACS Infrastructure Development, Inc (ACSID) and was a Board member of Windsor Essex Mobility Group (Ontario, Canada), South Fraser Development Group (British Columbia, Canada), I 595 ITS Solutions, LLC (Florida, USA), Mid Currituck Development Group, LLC (North Carolina, USA), Capital City Link Partners (Alberta, Canada); and a member of the Board of the Association for the Improvement of American Infrastructure (AIAI).

2013 to 2015: he was Chair and CEO Iridium Concesiones de Infraestructuras, Authorised Representative ACS Concesiones y Servicios; and member of the Boards of: ACS Infrastructure Development (USA), ACS Infrastructure Canada (Canada), ACS Infraestructuras Perú (Peru), ACS Infraestructuras México S de R.L. de C.V. (Mexico), Iridium Colombia (Colombia), Desarrollo de Concesiones Ferroviarias, S.L. (Spain), Desarrollo de Concesiones Viarias Dos, S.L. (Spain), Desarrollo de Concesiones Viarias Uno, S.L (Spain), CAT, Desenvolupament de Concessions Catalanes, S.L. (Spain), Concesiones de Infraestructuras Chile Uno, S.A. (Chile), Concesiones Viarias Chile Tres, S.A. (Chile), Concesiones Viarias Chile, S.A. (Chile), Accesos de Madrid Concesionaria Española, S.A., Alazor Inversiones, S.A., Autopista del Henares, S.A.U., Autovía del Pirineo, S.A., Capital City Link Sociedad Anónima, Ciralsa Sociedad Anónima Concesionaria del Estado, Eix Diagonal Concesionaria de la Generalitat de Catalunya, S.A., Erredosa Infraestructuras, S.A., Iridium Aparcamientos, S.L., Metro de Sevilla, Sociedad Concesionaria de la Junta de Andalucía, S.A., Servicios, Transportes y Equipamientos Públicos, S.L. and TP Ferro Concesionaria, S.A.

From August 2015 to January 2017 he was Executive General Manager WA, NT, Broad and PPP for CPB (Cimic Group) headquarters in Australia, subsequently holding the position of General Manager of UGL (Cimic Group) (based in Australia) and sitting on the boards of: UGL PTY LIMITED, UGL Asia SDN BHD, UGL (NZ) LIMITED, UGL (SINGAPUR) PTE LTD, UGL ENGINEERING PTY LTD, UGL OPERATIONS AND MAINTENANCE (SERVICES) PTY LTD, UGL RESOURCES (CONTRACTING)

PTY LTD, UNITED GONINAN CONSTRUCTION PTY LTD, UNITED GROUP INFRASTRUCTURE (NZ) LIMITED, UNITED GROUP MELBOURNE TRANSPORT PTY LTD, UNITED GROUP MELBOURNE TRANSPORT PTY LTD, Newcastle Engineering PTY, Rail Fleet Maintenance Services and Olympic Dan Maintenance.

September 2017 to February 2020: served as General Manager of CPB Contractors (Cimic Group) (based in Australia) and Board member of: Broad Construction Services Pty Ltd, Broad Goup Holdings, CPB Contractors Pty Limited, Leighton Infrastructure Investments Pty, Leighton Contractors Pty Ltd, Silvertown Group Pty Ltd, Sustaining Works Pty Ltd, Leighton Foundation Engineering (Asia) Limited, Leighton M&E Limited, Leighton Asia Limited, Leighton International Limited, Leighton Contractors (Asia) Limited, CPN Contractors (PNG) Limited, Leighton Engineering and Construction (Singapore) Pty Ltd, Leighton Offshore Pte Ltd and Leighton Contractors (Malaysia) Sdn Bhd.

Currently: Executive Chair and CEO of CIMIC Group since November 2020 (Australian Headquarters) and CEO of CIMIC Group (February 2020 to November 2020). He is also a member of the Boards of: CIMIC GROUP LIMITED, CPB CONTRACTORS PTY LIMITED, EIC ACTIVITIES PTY LIMITED (NZ), EIC ACTIVITIES PTY LTD, LEIGHTON PROPERTIES PTY LIMITED, PACIFIC PARTNERSHIPS HOLDINGS PTY LTD, PACIFIC PARTNERSHIPS PTY LTD, SEDGMAN PTY LIMITED, THIESS GROUP FINANCE PTY LTD, THIESS GROUP FINANCE USA PTY LTD, THIESS GROUP HOLDINGS PTY LTD and UGL PTY LIMITED.

### **Board member Category**

As regards his classification on ACS's Board, Juan Santamaría Cases is classified as an Independent Director based on the duties he performs at the Company, pursuant to section 529 duodecies(1) Corporate Enterprises Act.

### **Assessment of experience, competence and achievements**

Juan Santamaría Cases' education, knowledge and the experience that he has acquired during his professional career, and his knowledge of the operations of the ACS Group and its business activities, certify the necessary requirements and his competence to occupy the position of Executive Director, with him not being subject to any grounds for incompatibility, prohibition or conflict of interest.

Based on the report of the Appointments Committee, the Board considers that Juan Santamaría Cases has the appropriate experience, competence and merits to hold the position of Executive Director, particularly valuing his experience in management, leadership and business strategy.

### **Proposal:**

To appoint Juan Santamaría Cases, Spanish, an adult, a Civil Engineer, with address for these purposes at Avenida de Pío XII, 102, 28036 Madrid, and holder of tax identification number 01933640F, as Board member, with the category of

Executive Director, for a four-year term, following the report from the Appointments Committee.

### **III. RE-ELECTION OF MARÍA JOSÉ GARCÍA BEATO AS A MEMBER OF THE BOARD OF ACS UNDER THE CATEGORY OF INDEPENDENT DIRECTORS.**

#### **Professional profile and experience**

Law Degree. Graduate in Criminology. State lawyer (currently on voluntary leave). She has been executive director of Banco Sabadell (2018-2021), independent director of Red Eléctrica Corporación (2012-21), deputy secretary of the Board of Banco Sabadell (2012-21), general secretary and member of the management committee with responsibility for the Legal Counsel, Regulatory Compliance, Communication and Institutional Relations, Sustainability and Corporate Governance Departments of Banco Sabadell (2008-21), Director of the Legal Department of Banco Sabadell (2005-08), State Lawyer in the Legal Service before the National High Court (2004-05), Undersecretary of the Ministry of Justice (2002-04), Director General of the Office of the Minister of Justice (2000-02), State Lawyer in the General Secretariat of Communications of the Ministry of Public Works and Transport, State Lawyer in the Deputy Directorate of the Advisory Services of the Directorate of the State Legal Service (1998-2000), Head of the Legal Office of the Data Protection Agency (1995-98), State Lawyer in the High Court of Justice of Madrid (1992-95), State Lawyer in Soria and La Rioja (1991-92). She has also held various positions as Director of Sabadell United Bank (Miami) (2016-17), Secretary of the Board of Sabadell United Bank (Miami) (2010-16), Secretary of the Board of Trustees of the Fundación de Estudios de Economía Aplicada (FEDEA) (2007-16), Director of Banco Gallego (2013-14), Director of Banco CAM (2012), Director of Banco Guipuzcoano (2010-12), Secretary of the Board of Banco Urquijo Sabadell Banca Privada (2006-12), Director of Sociedad Estatal para Exposiciones Internacionales (2002-04), Director of the Sociedad Estatal Correos y Telégrafos (2002-04), Director of INFOINVEST (2000-02), Director of the Sociedad Estatal de Gestión Inmobiliaria de Patrimonio (2003-04), Secretary of the Board of RETEVISION (2000), Advisor to the Board of the Fábrica Nacional de Moneda y Timbre for the CERES project (Spanish Certification of Electronic Transactions) (1997-99) and Spanish representative on the Council of Europe's Advisory Committee on Data Protection (1995-98).

She is currently an External Director of Banco de Sabadell, Director of Papelera Guipuzcoana de Zicuñaga (Iberpapel Group-nominated as an independent Director of the Group at the next General Meeting), Trustee of the Banco Sabadell Foundation, Trustee of the Spanish Banking Association Foundation, Member of the Advisory Board of the Cajasur Foundation and Director of MdF Family Partners.

#### **Board member Category**

As regards her classification on ACS's Board, María José García Beato is classified as an Independent Director due to meeting the requirements under section 529 duodecies(4) Corporate Enterprises Act.

#### **Assessment of experience, competence and achievements**

María José García Beato's training, her knowledge acquired during her professional career, and her experience in the business field and on the boards of listed and unlisted companies and other governing bodies of public or private entities, certify the necessary requirements and her competence to hold the position of independent director of the Company, and she is not subject to any grounds of incompatibility, prohibition or conflict of interest.

Based on the Appointments Committee's proposal, the Board considers that María José García Beato has the appropriate experience, competence and merits to hold the position of independent director, particularly valuing her extensive professional experience as a director of various companies and her knowledge of good corporate governance practices in listed companies.

**Proposal:**

To appoint María José García Beato, Spanish, an adult, single, a lawyer, with address for these purposes at Calle Nuñez de Balboa 99, 28006 Madrid, and holder of tax identification number 0501286C, as a Board member, with the category of Independent Director, for a four-year term, at the Appointments Committee's proposal.

**IV. CONTRIBUTION OF THE PROPOSED CANDIDATES TO DIVERSITY ON THE BOARD.**

When drafting this Report, ACS' Board took into account the criteria applied by the Appointments Committee in relation to its reports and proposals concerning the appointment of Board members to be proposed to the General Meeting, considering both the individual suitability of each nominee, and the appropriate diversity of the Board as a whole. In this way the proposed appointments will contribute to the plurality of educational qualifications, knowledge, professional experience, abilities and other aspects of diversity that will best serve the full performance of the duties of the Board of ACS, while also taking into account that their re-elections will also contribute to making it possible to make progress in terms of gender diversity, and all the above within the context of the selection criteria and procedures established in the Board Regulations and in the Diversity Policy approved by the Board.

The Board positively values the appointment as members of the Board of ACS of those nominated under point four of the agenda.

## ANNEX I

### **APPOINTMENT COMMITTEE REPORT ON THE APPOINTMENT OF JUAN SANTAMARÍA CASES**

#### **1. Introduction**

Pursuant to section 529 decies(6) Corporate Enterprises Act and Article 3 of the Board Regulations of ACS, Actividades de Construcción y Servicios, S.A. ("ACS" or the "*Company*"), proposals by the Board to reappoint or re-elect Board members who are not Independent Directors must be preceded by a report from the Appointments Committee.

The Appointments Committee took into account the current composition of the Board, considering that it brings together all the appropriate knowledge, competencies, experiences and other diversity aspects to effectively address the activities of ACS and its Group, without prejudice to the advisability of strengthening its composition with a new Executive Director to ensure the full capacity of the Board to adopt decisions autonomously and independently in the interest of the Company and therefore all its shareholders.

#### **2. Professional training and experience**

Degree and MA in Civil Engineering from the Escuela Técnica Superior de Caminos, Canales y Puertos de Madrid.

He has worked in the Transport Department of the Escuela Técnica Superior de Caminos, Canales y Puertos de Madrid and as a Business Analyst for the Public Works Department of the Government of the Republic of Chile.

In 2002 he joined Dragados, S.A. as a Civil Engineer, holding the position of Project Manager in South Africa for Dragados. Subsequently, he held the position of Project Manager in Spain and Europe for Iridium (ACS Group) from 2004 to 2006.

2006 to 2013: held the positions of Project Director, Chief Operating Officer and CEO at ACS Infrastructure Development, Inc (ACSID) and was a Board member of Windsor Essex Mobility Group (Ontario, Canada), South Fraser Development Group (British Columbia, Canada), I 595 ITS Solutions, LLC (Florida, USA), Mid Currituck Development Group, LLC (North Carolina, USA), Capital City Link Partners (Alberta, Canada); and a member of the Board of the Association for the Improvement of American Infrastructure (AIAI).

2013 to 2015: he was Chair and CEO Iridium Concesiones de Infraestructuras, Authorised Representative ACS Concesiones y Servicios; and member of the Boards of: ACS Infrastructure Development (USA), ACS Infrastructure Canada (Canada), ACS Infraestructuras Perú (Peru), ACS Infraestructuras México S de R.L. de C.V. (Mexico), Iridium Colombia (Colombia), Desarrollo de Concesiones Ferroviarias, S.L. (Spain), Desarrollo de Concesiones Viarias Dos, S.L. (Spain), Desarrollo de Concesiones Viarias Uno, S.L (Spain), CAT, Desenvolupament de Concessions Catalanes, S.L. (Spain), Concesiones de Infraestructuras Chile Uno, S.A. (Chile), Concesiones Viarias Chile Tres,

S.A. (Chile), Concesiones Viarias Chile, S.A. (Chile), Accesos de Madrid Concesionaria Española, S.A., Alazor Inversiones, S.A., Autopista del Henares, S.A.U., Autovía del Pirineo, S.A., Capital City Link Sociedad Anónima, Ciralsa Sociedad Anónima Concesionaria del Estado, Eix Diagonal Concesionaria de la Generalitat de Cataluña, S.A., Erredosa Infraestructuras, S.A., Iridium Aparcamientos, S.L., Metro de Sevilla, Sociedad Concesionaria de la Junta de Andalucía, S.A., Servicios, Transportes y Equipamientos Públicos, S.L. and TP Ferro Concesionaria, S.A.

From August 2015 to January 2017 he was Executive General Manager WA, NT, Broad and PPP for CPB (Cimic Group) headquarters in Australia, subsequently holding the position of General Manager of UGL (Cimic Group) (based in Australia) and sitting on the boards of: UGL PTY LIMITED, UGL Asia SDN BHD, UGL (NZ) LIMITED, UGL (SINGAPUR) PTE LTD, UGL ENGINEERING PTY LTD, UGL OPERATIONS AND MAINTENANCE (SERVICES) PTY LTD, UGL RESOURCES (CONTRACTING) PTY LTD, UNITED GONINAN CONSTRUCTION PTY LTD, UNITED GROUP INFRASTRUCTURE (NZ) LIMITED, UNITED GROUP MELBOURNE TRANSPORT PTY LTD, UNITED GROUP MELBOURNE TRANSPORT PTY LTD, Newcastle Engineering PTY, Rail Fleet Maintenance Services and Olympic Dan Maintenance.

September 2017 to February 2020: served as General Manager of CPB Contractors (Cimic Group) (based in Australia) and Board member of: Broad Construction Services Pty Ltd, Broad Goup Holdings, CPB Contractors Pty Limited, Leighton Infrastructure Investments Pty, Leighton Contractors Pty Ltd, Silvertown Group Pty Ltd, Sustaining Works Pty Ltd, Leighton Foundation Engineering (Asia) Limited, Leighton M&E Limited, Leighton Asia Limited, Leighton Internation Limited, Leighton Contractors (Asia) Limited, CPN Contractors (PNG) Limited, Leighton Engineering and Construction (Singapore) Pty Ltd, Leighton Offshore Pte Ltd and Leighton Contractors (Malaysia) Sdn Bhd.

Currently: Executive Chair and CEO of CIMIC Group since November 2020 (Australian Headquarters) and CEO of CIMIC Group (February 2020 to November 2020). He is also a member of the Boards of: CIMIC GROUP LIMITED, CPB CONTRACTORS PTY LIMITED, EIC ACTIVITIES PTY LIMITED (NZ), EIC ACTIVITIES PTY LTD, LEIGHTON PROPERTIES PTY LIMITED, PACIFIC PARTNERSHIPS HOLDINGS PTY LTD, PACIFIC PARTNERSHIPS PTY LTD, SEDGMAN PTY LIMITED, THIESS GROUP FINANCE PTY LTD, THIESS GROUP FINANCE USA PTY LTD, THIESS GROUP HOLDINGS PTY LTD and UGL PTY LIMITED.

### **3. Membership on other boards**

Juan Santamaría Cases serves on the boards of CIMIC GROUP LIMITED, CPB CONTRACTORS PTY LIMITED, EIC ACTIVITIES PTY LIMITED (NZ), EIC ACTIVITIES PTY LTD, LEIGHTON PROPERTIES PTY LIMITED, PACIFIC PARTNERSHIPS HOLDINGS PTY LTD, PACIFIC PARTNERSHIPS PTY LTD, SEDGMAN PTY LIMITED, THIESS GROUP FINANCE PTY LTD, THIESS GROUP FINANCE USA PTY LTD, THIESS GROUP HOLDINGS PTY LTD and UGL PTY LIMITED.

#### **4. Shares held in the Company and any options on them**

Juan Santamaría Cases holds 647 shares of ACS.

#### **5. Assessment of suitability**

The Appointments Committee has assessed Juan Santamaría Cases's suitability, taking into account the matrix of competencies of the Board and, essentially, his commercial and professional honour, knowledge and experience with the consequent contribution to the diversity of the Board as a whole, and his willingness and ability to dedicate himself to the exercise of the position and thus his contribution to the good governance of the Company. The Appointments Committee particularly valued the extensive professional experience of Santamaría Cases in the field of management, leadership and business strategy.

The Committee therefore considers that Juan Santamaría Cases meets the necessary conditions of suitability to be a Board member, in accordance with the above matrix of competencies established by the Appointments Committee, taking into account the legal requirements and all within the framework of the selection criteria and procedures established in the Board Regulations and in the Diversity Policy approved by the Board, also taking into consideration the recommendations of good governance in this matter.

In turn, taking into account the requirement of dedication to the post of Director, the Appointments Committee has analysed the candidate's other occupations, considering that Santamaría Cases has sufficient availability and dedication to properly perform his duties as Director.

#### **6. Favourable report**

As a result of the above, and in view of the current needs of the Board of ACS, the Appointments Committee considers that Juan Santamaría Cases has the appropriate knowledge, experience and merits to hold the position of Board member as an Executive Director, and has therefore it has resolved to submit its favourable report to the Board on the proposal to ACS' General Meeting for his appointment to the Board for a period of four years, with the category of Executive Director.

In Madrid, on 24 March 2022.



## ANNEX II

### **NOMINATION COMMITTEE PROPOSAL FOR THE APPOINTMENT OF MARÍA JOSÉ GARCÍA BEATO**

#### **1. Introduction**

Pursuant to section 529 decies(4) Corporate Enterprises Act and Article 3 of the Board Regulations of ACS, Actividades de Construcción y Servicios, S.A. ("ACS" or the "*Company*"), proposals by the Board to reappoint or re-elect Board members must be submitted by the Appointments Committee in the case of Independent Directors.

The Appointments Committee took into account the current composition of the Board, considering that it brings together all the appropriate knowledge, competencies, experiences and other diversity aspects to effectively address the activities of ACS and its Group, without prejudice to the advisability of strengthening its composition with a new Independent Director to ensure the full capacity of the Board to adopt decisions autonomously and independently in the interest of the Company and therefore all its shareholders.

#### **2. Professional training and experience**

Law Degree. Graduate in Criminology. State lawyer (currently on voluntary leave). She has been executive director of Banco Sabadell (2018-2021), independent director of Red Eléctrica Corporación (2012-21), deputy secretary of the Board of Banco Sabadell (2012-21), general secretary and member of the management committee with responsibility for the Legal Counsel, Regulatory Compliance, Communication and Institutional Relations, Sustainability and Corporate Governance Departments of Banco Sabadell (2008-21), Director of the Legal Department of Banco Sabadell (2005-08), State Lawyer in the Legal Service before the National High Court (2004-05), Undersecretary of the Ministry of Justice (2002-04), Director General of the Office of the Minister of Justice (2000-02), State Lawyer in the General Secretariat of Communications of the Ministry of Public Works and Transport, State Lawyer in the Deputy Directorate of the Advisory Services of the Directorate of the State Legal Service (1998-2000), Head of the Legal Office of the Data Protection Agency (1995-98), State Lawyer in the High Court of Justice of Madrid (1992-95), State Lawyer in Soria and La Rioja (1991-92). She has also held various positions as Director of Sabadell United Bank (Miami) (2016-17), Secretary of the Board of Sabadell United Bank (Miami) (2010-16), Secretary of the Board of Trustees of the Fundación de Estudios de Economía Aplicada (FEDEA) (2007-16), Director of Banco Gallego (2013-14), Director of Banco CAM (2012), Director of Banco Guipuzcoano (2010-12), Secretary of the Board of Banco Urquijo Sabadell Banca Privada (2006-12), Director of Sociedad Estatal para Exposiciones Internacionales (2002-04), Director of the Sociedad Estatal Correos y Telégrafos (2002-04), Director of INFOINVEST (2000-02), Director of the Sociedad Estatal de Gestión Inmobiliaria de Patrimonio (2003-04), Secretary of the Board of RETEVISION (2000), Advisor to the Board of the Fábrica Nacional de Moneda y Timbre for the CERES project (Spanish Certification of Electronic Transactions) (1997-99) and Spanish representative on the Council of Europe's Advisory Committee on Data Protection (1995-98).

She is currently an External Director of Banco de Sabadell, Director of Papelera Guipuzcoana de Zicuñaga (Iberpapel Group-nominated as an independent Director of the Group at the next General Meeting), Trustee of the Banco Sabadell Foundation, Trustee of the Spanish Banking Association Foundation, Member of the Advisory Board of the Cajasur Foundation and Director of MdF Family Partners.

### **3. Membership on other boards**

María José García Beato is an External Director of Banco de Sabadell and Director of Papelera Guipuzcoana de Zicuñaga (Iberpapel Group - proposed as an independent Director of the Group at the next General Meeting).

### **4. Shares held in the Company and any options on them**

María José García Beato does not own any ACS shares.

### **5. Assessment of suitability**

The Appointments Committee has assessed the suitability of María José García Beato, taking into account the matrix of competencies of the Board and, essentially, her commercial and professional honour, knowledge and experience with the consequent contribution to the diversity of the Board as a whole, and her willingness and ability to dedicate herself to the exercise of the position and thus her contribution to the good governance of the Company. The Appointments Committee particularly valued García Beato's knowledge and experience in the business world and on the boards of listed and unlisted companies and other governing bodies of public or private entities.

The Committee therefore considers that María José García Beato meets the necessary conditions of suitability to be a Board member, in accordance with the above matrix of competencies established by the Appointments Committee, taking into account the legal requirements and all within the framework of the selection criteria and procedures established in the Board Regulations and in the Diversity Policy approved by the Board, also taking into consideration the recommendations of good governance in this matter.

In turn, taking into account the requirement of dedication to the post of Director, the Appointments Committee has analysed the candidate's other occupations, considering that García Beato has sufficient availability and disposition to properly perform her duties as Director.

### **6. Proposal**

As a result of the above, and in view of the current needs of the ACS Board, the Appointments Committee makes the following proposal for submission to the shareholders at the Annual General Meeting:

To appoint María José García Beato, Spanish, an adult, single, a lawyer, with address for these purposes at Calle Nuñez de Balboa 99, 28006 Madrid, and holder of tax identification number 0501286C, as a Board member, with the category of Independent Director, for a four-year term, at the Appointments Committee's proposal.

In Madrid, on 24 March 2022.