

TECNICAS REUNIDAS, S.A. BOARD OF DIRECTORS REPORT CONCERNING THE RE-ELECTION OF MS. INÉS ANDRADE MORENO AS INDEPENDENT DIRECTOR PROPOSED BY APPOINTMENTS AND REMUNERATION COMMISSION

I. Whereas

1. Ms. Inés Andrade Moreno was appointed as independent director of Técnicas Reunidas, S.A. (the “**Company**”) by means of a resolution passed by the Company’s Annual Shareholders Meeting held on June 25, 2020, for the statutory period of four (4) years pursuant to the provisions of the law and the Bylaws.
2. Based on the provisions of article 21.1 of the Company’s Board of Directors Regulations and given the imminent end of the term for which Ms. Inés Andrade Moreno was appointed director of the Company, the Appointments and Remuneration Commission according to the article 3.1 a) of the Appointments and Remuneration Commission Regulations has assessed the opportunity of re-electing Ms. Inés Andrade Moreno as independent director.
3. In this respect, the Commission has taken into account, among other aspects, that the efficiency of the Board of Directors in the fulfillment of its functions increases with the presence of independent directors, who generally have extensive experience since they usually participate or they have been members of other boards of directors, which enriches the vision they may have on a certain matter and, in addition, they are professionals of a recognized prestige in their field of education and experience. Likewise, the Good Governance Code of Listed Companies of the National Securities Market Commission, revised in June 2020 (the “**Good Governance Code**”) recommends that proprietary and independent directors constitute a large majority of the Board of Directors and that the number of executive directors is the minimum necessary, taking into account the complexity of the corporate group and the percentage of participation of the executive directors in the capital of the Company, and that the number of independent directors represents at least one third of the total number of directors, when the Company is not highly capitalized.
4. After concluding the evaluation process, the Company’s Appointments and Remuneration Commission decided that Ms. Inés Andrade Moreno has the proper profile for re-election as Company independent director.
5. Subsequently, the Appointments and Remuneration Commission unanimously agreed to propose the re-election of Ms. Inés Andrade Moreno as independent director so that said body may then submit such proposal to the Company’s Annual Shareholder Meeting which is expected to be

held on June 26, 2024 at first quorum call.

6. Likewise, the Company's Board of Directors approved this Explanatory Report issued for the purposes of evaluating Ms. Inés Andrade Moreno's competence, experience and merits based on the Appointments and Remuneration Commission proposal attached as Annex I.

II. Legal particulars

Director's category

7. As set forth in Article 529 duodecies.4 of the Spanish Corporate Enterprises Act , approved by Spanish Royal Legislative Decree 1/2010, dated July 2 (hereinafter, "**LSC**"), independent directors shall be those who are appointed because of their personal and professional qualities and can perform their duties without being hampered by relations with the Company or its Group, its significant shareholders, or managers. Persons who do not meet the aforementioned conditions shall not be considered independent directors.
8. Thus, Ms. Inés Andrade Moreno is not related to the Company and is not involved in any of the situations mentioned in Article 529. duodecies.4 of the LSC, which ensures that she will be able to perform her duties without being hampered by relations with the Company or its Group, its significant shareholders, or managers.

Re-election procedure

9. As set forth in Articles 529. decies.4 and 529, quindecies. 3. c) of the LSC and in Articles 18 of the Board of Directors Regulations and 3.1 of the Appointments and Remuneration Commission Regulations, the re-election of Ms. Inés Andrade Moreno as independent director must be proposed to the Board of Directors by the Appointments and Remuneration Commission and approved by the Company's Annual Shareholders Meeting.

Furthermore, the re-election proposal must be accompanied by an explanatory report by the Board of Directors evaluating the director's competence, experience and merits as established in article 529.decies.5 LSC and article 18 of the Company's Board of Directors Regulations.

10. At the same time, article 20 of the Board Regulations provides that the Board of Directors, before proposing the re-election of directors to the Annual Shareholders Meeting, shall evaluate, with the abstention of the affected parties, the quality of the work and dedication to the position of the proposed directors during the previous term of office.

III. Substantiation of the re-election. Director's competence, experience,

and merits

11. Ms. Inés Andrade Moreno has the competence, experience, and merits necessary to perform the office of director as clearly reflected in her *curriculum vitae* attached as Annex II to this Report. In this respect, the candidate demonstrates an excellent education and impressive professional experience in the financial and investment sectors.
12. Specifically, regarding her academic background, Ms. Inés Andrade Moreno has a degree in Business Management, specialized in Finance and International Business, at Georgetown University (Washington, D.C.) from which she graduated.
13. As regards her professional career, Ms. Inés Andrade Moreno has wide professional experience in the financial and investment sectors. In this respect, Ms. Inés Andrade Moreno held positions of utmost responsibility at JP Morgan, Inversiones Ibersuizas, iNova Capital or Grupo Rio Real. Currently, Ms. Inés Andrade Moreno is a partner and head of “*Client Solutions*” Division of Altamar CAM Partners group.
14. At the same time and as concerns the provisions of Recommendation 25 of the Good Governance Code, the Appointments and Remuneration Commissions has confirmed that the director currently has the necessary time available for proper performance of her duties as an independent member of the Company’s Board of Directors.
15. In accordance with the foregoing, the Board of Directors believes that Ms. Inés Andrade Moreno’s profile and experience along with her knowledge of how the Company works and its business, not to mention the positive assessment of the exercise of her duties throughout her last term, make her ideal for re-election as Company independent director.
16. The Board of Directors also considers that the appointment of Ms. Inés Andrade Moreno will ensure that the Company can continue to count upon the capacity, knowledge, experience, and other characteristics needed for the best performance of her duties, taking into consideration the corresponding legal criteria and Good Governance recommendations and particularly to increase the gender diversity of the Board of Directors.

IV. Conclusion

17. To sum up, Ms. Inés Andrade Moreno’s excellent abilities and qualifications, as well as her knowledge of economics, administration, sustainability, governance, and international markets, repeatedly demonstrated throughout her professional career, and her contribution to the diversity of the Board of Directors make her an ideal choice for appointment as independent director of the Company.

Annex I

APPOINTMENTS AND REMUNERATION COMMISSION PROPOSAL IN RELATION TO THE RE-ELECTION OF MS. INÉS ANDRADE MORENO AS INDEPENDENT DIRECTOR OF TÉCNICAS REUNIDAS, S.A.

1. Introduction

In accordance with Article 529 decies.4 of the recast text of the Spanish Corporate Enterprises Act approved by Spanish Royal Legislative Decree 1/2010, dated July 2 (hereinafter, “**LSC**”) and Articles 18 a) of the Board of Directors’ Regulations and 3.1 of the Appointments and Remuneration Commission Regulations of Técnicas Reunidas, S.A. (hereinafter, “*Técnicas Reunidas*” or the “*Company*”), the proposals for the appointment or re-election of members of the Board of Directors who are independent directors correspond to the Appointments and Remuneration Commission.

For such purposes, the Company’s Appointments and Remuneration Commission has taken the current composition of the Board of Directors into account, considering that overall, it has the adequate knowledge, competence, experience and other various characteristics to effectively deal with Técnicas Reunidas activities and thus, ensuring the Board of Directors’ full capacity to make autonomous and independent decisions in the interest of the Company and, thus, of all of its shareholders.

To this end and in view of the imminent end of her current term as director, the Company’s Appointments and Remuneration Commission makes the following proposal concerning the re-election of Ms. Inés Andrade Moreno as member of the Técnicas Reunidas Board of Directors as independent director.

2. Education and professional experience

Ms. Inés Andrade Moreno has a degree in business management, specialized in Finance and International Business, from Georgetown University (Washington, D.C.). As regards her professional career, Ms. Inés Andrade Moreno has a vast professional experience in the financial and investment sectors. In this respect, Ms. Inés Andrade Moreno held positions of utmost responsibility at JP Morgan, Inversiones Ibersuizas, iNova Capital or Grupo Rio Real. Currently, Ms. Inés Andrade Moreno is partner and head of “*Client Solutions*” Division of Altamar CAM Partners group.

3. Other Boards of Directors membership

Ms. Inés Andrade Moreno is a member of Vidralia S.A. Board of Directors and she is also President of its Audit Commission and member of Junior Achievement España Foundation Patronage.

4. Director's category

Ms. Inés Andrade Moreno performs her duties as member of the Board of Directors of Técnicas Reunidas as independent director, as set forth in Article 529 duodecies. 4 of the Spanish Corporate Enterprises Act (LSC).

As such, Ms. Inés Andrade Moreno is not associated with the Company and is not involved in any of the situations described in Article 529 duodecies. 4 of the LSC. Therefore, the Commission considers that she will be able to perform her duties without being hampered by associations with the Company or its Group, its significant shareholders or managers.

5. Company's shares and any options on these shares owned

6.395

6. Suitability's assessment

The Appointments and Remuneration Commission has evaluated the suitability of Ms. Inés Andrade Moreno considering her knowledge and experience as well as her contribution to the diversity of the Board of Directors in addition to her availability and possibilities of dedication to the performance of her position. To this end, the Appointments and Remunerations Commission has especially evaluated Ms. Inés Andrade Moreno's education, her knowledge of economics, sustainability, finances, and investments, acquired throughout her professional career and her experience in relevant sectors associated with the activities of the Company and its Group, and in this particular case, the financial and investments sectors, among others.

Likewise, as stated in Recommendation 25 of the Good Governance Code, the Appointments and Remuneration Commission has studied the rest of the candidate's occupations and considers that Ms. Inés Andrade Moreno is available and willing to perform her duties as a Company director properly and that there are no conflicts of interest that could jeopardize the correct performance of her duties.

In view of the above, the Appointments and Remuneration Commission believes that Ms. Inés Andrade Moreno fulfills the necessary conditions of suitability for the performance of the office as a member of the Board of Directors considering the legal demands to this end, all subject to the selection criteria and procedures established in the Board of Directors Regulations, and further considering the Good Governance recommendations on this matter.

7. Proposed candidate contribution to the diversity of the Board of Directors

In preparing this report, the Appointments and Remuneration Commission of Técnicas Reunidas has assessed both the individual suitability of each of the directors whose appointment or re-election is proposed to the Annual Shareholders Meeting (either at the proposal of the Board of Directors or of the

Commission itself) and the appropriate diversity of the Board of Directors as a whole, so that the re-elections and appointments proposed, assessed as a whole, contribute to the plurality of backgrounds, knowledge, professional experience, gender and abilities that best serve the full exercise of their duties by the Board of Directors of the Company, all within the framework of the selection criteria and procedures established in the Board of Directors Regulations and in the Selection of Directors and Diversity Policy on the Board of Directors, taking into account the complexity of the Group and the markets in which it operates.

In this regard, in the re-election and appointment of directors, the Appointments and Remunerations Commission seeks to coordinate the principles of representativeness with those of diversity and independence, taking into account the recommendations of Good Governance. In this sense, it ensures the appropriate stability of the composition of the Board of Directors and its Commissions, preserving the experience and knowledge of those who have held the position of director, in order to maintain the necessary suitability of the Board as a whole.

Currently, the percentage of independent directors is over 66%, representing, therefore, an ample majority on the Board of Directors. Likewise, being the proportion of female directors 33%, if the proposed re-elections and appointments are approved by the Annual Shareholders' Meeting, the percentage of female directors would be 40%, thus complying with the recommendations of the Good Governance Code and the best corporate governance practices.

8. Proposal

As a result of all of the above and considering the current needs of the Técnicas Reunidas Board of Directors, the Appointments and Remunerations Commission has decided to make the following proposal for re-election and appointment which shall be submitted to the Annual Shareholders Meeting expected to be held on June 26, 2024 in its first quorum call:

“Re-elect Mrs. Inés Andrade Moreno as director of the Company, with the category of independent director for a statutory period of four (4) years following the proposal of the Appointments and Remuneration Commission and in view of the Board of Directors supporting report”.

Madrid, on May 16th, 2024.

Annex II

A) Professional and biographical profile.

Ms. Inés Andrade Moreno has a degree in Business management, specialized in Finance and International Business, from Georgetown University (Washington, D.C.).

JP Morgan – Department of Financial Analysis, Mergers and Acquisitions.

Inversiones Ibersuizas – Senior Analyst

iNova Capital – Investments Director

Grupo Río Real – General Director

Acciona Energías Renovables Corporation, LAR Inversiones Inmobiliarias Group, INJAT and Grupo Seguriber – Member of their respective Boards of Directors, of their various commissions or advisory councils.

Level20 Spain – Member of the Steering Committee and responsible of its Mentorship program.

Grupo Altamar CAM Partners - a partner and head of *Client Solutions* Division.

B) Other Boards of Directors membership

Vidralia S.A. - Independent Director and President of Audit Commission

Junior Achievement España Foundation - Member of Patronage

C) Specify the category of director to which he/she belongs and, in case of proprietary directors, indicate the shareholder they represent or with whom they are associated.

Independent director.

D) Date of first and subsequent appointments as a Director of the Company.

First and only appointment: 25-06-2020.

E) Company's shares and any options on these shares owned.

6.395