

REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE PROPOSED APPOINTMENT OF ESTHER KOPLOWITZ ROMERO DE JUSEU AS PROPRIETARY DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company the following report, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, regarding the proposed appointment of Esther Koplowitz Romero de Juseu as proprietary director.

II. SUITABILITY ASSESSMENT

Pursuant to Article 529 bis of the Corporate Enterprises Act, as amended by Law 5/2021¹, listed companies must be managed by a Board of Directors composed exclusively of natural persons, subject to certain exceptions provided for by law. Therefore, the Board proposes to appoint Esther Koplowitz Romero de Juseu, who until

¹Law 5/2021 of 12 April, which amends the consolidated text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July, and other financial regulations, with regard to the promotion of long-term shareholder involvement in listed companies.

now has held the position of natural person representative of the legal person director Samede Inversiones 2010, S.L.U.

In this regard, the Appointments and Remuneration Committee has considered that the performance of Esther Koplowitz Romero de Juseu, as representative of Samede Inversiones 2010, S.L.U. since her appointment, has been very appropriate in all aspects, taking into account both her good performance of the position of representative of a director, and the quantity and quality of her work; and her dedication to the position, as well as favouring diversity in the composition of the Board of Directors.

The Committee has highly valued Esther Koplowitz Romero de Juseu's extensive experience in FCC and her knowledge of the Company and its Group, which she has acquired in recent years as a result of her position as a natural person representative of the director Samede Inversiones 2010, S.L.U.

In addition, the Committee has analysed the current composition of the Board of Directors, assessing that the incorporation of Esther Koplowitz Romero de Juseu to the Board would help to ensure that the Board has among its members directors with the knowledge, skills and experience that, as a whole, allow it to properly perform its functions.

Likewise, the Appointments and Remuneration Committee has assessed that Esther Koplowitz Romero de Juseu's curriculum vitae and business career demonstrate that she has the appropriate skills, experience and merits to fulfil her duties as a proprietary director.

In addition, the appointment of Esther Koplowitz Romero de Juseu contributes to further progress in gender diversity in accordance with the selection criteria and procedures foreseen in the Regulations of the Board of Directors and in line with best practices of good governance.

In light of the foregoing, the Appointments and Remuneration Committee unanimously resolves to report favourably on the proposed appointment of Esther Koplowitz Romero de Juseu as member of the Board of Directors of the Company, with the category of proprietary director for the statutory period of four years.

ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO ESTHER KOPLOWITZ ROMERO DE JUSEU

(i) Professional and biographical profiles:

Esther Koplowitz Romero de Juseu is a shareholder of FCC through the company Nueva Samede 2016, S.L., a company that has been a member of the Board of Directors of FCC since 2015 and is First Deputy Chairman of the Company. Mrs. Koplowitz is the natural person representative of the company Samede Inversiones 2010, S.L.U.

She holds a degree in philosophy and arts from the University of Madrid; she has developed her business experience in the international field as a director of Veolia and Vivendi.

She is founder and chairwoman of the Esther Koplowitz Foundation. The Recognitions and Distinctions she has received include the following: Grand Cross of the Order of Civil Merit, Gold Medal for Merit in the Workplace, Grand Cross of the Civil Order of Alfonso X El Sabio, Grand Cross of the Civil Order of Environmental Merit, Gold Medal of the Royal Academy of History, Gold Medal for Scientific Merit and Research of the City of Barcelona, Gold Cross of the Civil Order of Social Solidarity, Gold and Diamond Badge of the Police, Gold Medal of the Community of Madrid, Cross of the Order of Knight of the French Legion of Honour, Adoptive Daughter of Valencia, Coat of Arms of the City of Barcelona, Blanquerna Award from the Generalitat of Catalonia, Grand Silver Cross of the Civil Guard, "Infanta Cristina" Inmerso Award for Social Merit, Grand Cross of Madrid for Health, Gold Medal from the Francisco de Vitoria University, Business Leader of the Year, awarded by the Spanish Chamber of Commerce in the US, "Conde de Latores" Award for Humanitarian Work, from the Corps of the Nobility of the Principality of Asturias, Annual Adecco Award, Gold Medal of the Spanish Highway Association, Silver Medal of the Valencian Council of Culture, Medal of Honour of the Francisco de Vitoria University, Gold Key of the Yad Vashem Authority in memory of the martyrs and heroes of the Holocaust, Award for Entrepreneurial Work from the Association of Business Women of Asturias (La Xana), Bilbotarra "Goxua" Award from the Association of Business Women and Professionals of the 21st Century of Bilbao, Montblanc Award for the Best Director of the Year, Social and Business Responsibility Award from Fundación de Construcción y Madera CCOO, Award for the best Construction and Real Estate Development Businesswoman, Honorary Member of the Association of Relatives of the Intellectually Disabled of "La Nostra Casa" Vall of the Ballestera of Valencia and Honorary Member of the Valencian Association of Amyotrophic Lateral Sclerosis.

(ii) Categories of directorship on listed and unlisted companies:

She is currently the sole administrator of the companies Diseño Especializado en Organización de Recursos, S.L., Ordenamientos Ibéricos, S.A., Dominum Desga, S.A.,



Ejecución Organización de Recursos, S.L., Samede Inversiones 2010, S.L., and Nueva Samede 2016, S.L.U.

(iii) Director category:

Proprietary, in the capacity as shareholder through the company Nueva Samede 2016, S.L.U.

(iv) Dates of first and subsequent appointments as director of the Company:

If her appointment is approved by the forthcoming Annual General Meeting, this would be her first appointment as a director of the Company.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 0 (direct) and 2,761 (indirect).

REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE PROPOSED APPOINTMENT OF CARLOS SLIM HELÚ AS PROPRIETARY DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company the following report, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, regarding the proposed re-election of Carlos Slim Helú as proprietary director.

II. SUITABILITY ASSESSMENT

Pursuant to Article 529 bis of the Corporate Enterprises Act, as amended by Law 5/2021², listed companies must be managed by a Board of Directors composed exclusively of natural persons, subject to certain exceptions provided for by law. Therefore, the Board proposes to appoint Carlos Slim Helú, who until now has been the

²Law 5/2021 of 12 April, which amends the consolidated text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July, and other financial regulations, with regard to the promotion of long-term shareholder involvement in listed companies.

natural person representative of the legal person director Inmobiliaria AEG, S.A. de C.V., as a director.

In this regard, the Appointments and Remuneration Committee has considered that the performance of Carlos Slim Helú, as representative of Inmobiliaria AEG, S.A. de C.V. since his appointment, has been very appropriate in all aspects, taking into account his good performance as a director, the quantity and quality of his work, and his dedication to the position.

The Committee has highly valued Carlos Slim Helú's extensive experience in FCC and his knowledge of the Company and its Group, which he has acquired in recent years as a result of his position as a natural person representative of the director Inmobiliaria AEG, S.A. de C.V.

The Committee has also analysed the current composition of the Board of Directors, assessing that the addition of Carlos Slim Helú to the Board would help to ensure that the Board has among its members directors with the knowledge, skills and experience that, as a whole, allow it to properly perform its functions.

Likewise, the Appointments and Remuneration Committee has assessed that Carlos Slim Helú's curriculum vitae and business career demonstrate that he has the appropriate skills, experience and merits to fulfil his duties as a proprietary director.

In light of the foregoing, the Appointments and Remuneration Committee unanimously resolves to report favourably on the proposed appointment of Carlos Slim Helú as member of the Board of Directors of the Company, with the category of proprietary director for the statutory period of four years.



ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO CARLOS SLIM HELÚ

(i) Professional and biographical profiles:

Civil Engineer from the National Autonomous University of Mexico (UNAM). Founder of Grupo Carso, S.A.B. de C.V., América Móvil, Grupo Financiero Inbursa, and Inversora bursátil. He also owns Teléfonos de México (Telmex).

He has been Vice-President of the Mexican Stock Exchange and President of the Mexican Association of Brokerage Houses.

He was the first Chairman of the Latin American Committee of the Board of Directors of the New York Stock Exchange.

He is chairman of the Fundación Carlos Slim de la Educación, A.C. and of Fundación Telmex, A.C.

(ii) Categories of directorship on listed and unlisted companies:

Currently Chairman of the Board of Directors of Carso Infraestructuras y Construcción, S.A. de C.V., Minera Frisco S.A.B. de C.V. In addition, he is a member of the Board of Directors of Inmuebles Carso, S.A. de C.V. and Ideal.

(iii) Categories of directorship held:

Proprietary, appointed at the proposal of Control Empresarial de Capitales, S.A. de C.V.

(iv) Dates of first and subsequent appointments as director of the Company.

If approved at the forthcoming Annual General Meeting, this would be his first appointment as a director of the Company.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 0 (direct) and 49,347,803 (indirect).

REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE PROPOSED APPOINTMENT OF CARMEN ALCOCCER KOPLOWITZ AS PROPRIETARY DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company the following report, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, regarding the proposed appointment of Carmen Alcocer Koplowitz as proprietary director.

II. SUITABILITY ASSESSMENT

Pursuant to Article 529 bis of the Corporate Enterprises Act, as amended by Law 5/2021³, listed companies must be managed by a Board of Directors composed exclusively of natural persons, subject to certain exceptions provided for by law. The Board therefore proposes to appoint Carmen Alcocer Koplowitz, who until now has held

³Law 5/2021 of 12 April, which amends the consolidated text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July, and other financial regulations, with regard to the promotion of long-term shareholder involvement in listed companies.

the position of natural person representative of the legal person director Dominum Dirección y Gestión S.A.U., as director.

In this regard, the Appointments and Remuneration Committee has considered that the performance of Carmen Alcocer Koplowitz, as representative of Dominum Dirección y Gestión, S.A.U. since her appointment, has been very appropriate in all aspects, taking into account both her good performance of the position of representative natural person of director, and the quantity and quality of her work, and her dedication to the position, as well as favouring diversity in the composition of the Board of Directors.

The Committee has highly valued Carmen Alcocer Koplowitz's extensive experience in FCC and her knowledge of the Company and its Group, which she has acquired in recent years as a result of her position as a natural person representative of the director Dominum Dirección y Gestión, S.A.U.

Furthermore, the Committee has analysed the current composition of the Board of Directors, assessing that the incorporation of Carmen Alcocer Koplowitz to the Board would help to ensure that the Board has among its members directors with the knowledge, skills and experience that, as a whole, allow it to properly perform its functions.

Likewise, the Appointments and Remuneration Committee has assessed that Carmen Alcocer Koplowitz's curriculum vitae and business career demonstrate that she has the appropriate skills, experience and merits to fulfil her duties as a proprietary director.

In addition, the appointment of Carmen Alcocer Koplowitz contributes to further progress in gender diversity in accordance with the selection criteria and procedures set out in the Regulations of the Board of Directors and in line with best practices of good governance.

Based on the foregoing, the Appointments and Remuneration Committee unanimously resolves to report favourably on the proposed appointment of Carmen Alcocer Koplowitz as a member of the Board of Directors of the Company, with the category of proprietary director for the statutory period of four years.



ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO CARMEN ALCOECER KOPLOWITZ

(i) Professional and biographical profiles:

Graduate in Law from the Francisco de Vitoria University of Madrid.

She is the natural person representative in FCC of the director Dominum Dirección y Gestión, S.A.U. and is present on the Board of Directors of Cementos Portland Valderrivas, S.A., representing Meliloto, S.L.

(ii) Categories of directorship on listed and unlisted companies:

Currently, she is joint administrator of EAC Inversiones Corporativas, S.L., EAC Medio Ambiente, S.L. and Meliloto, S.L.

(iii) Categories of directorship held:

Proprietary, appointed at the proposal of Control Empresarial de Capitales, S.A. de C.V.

(iv) Dates of first and subsequent appointments as director of the Company:

If her appointment is approved by the forthcoming Annual General Meeting, this would be her first appointment as a director of the Company.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 37,264,147 (direct) and 0 (indirect).

REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE PROPOSED RE-ELECTION OF ALEJANDRO ABOUMRAD GONZÁLEZ AS PROPRIETARY DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company the following report, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, regarding the proposed re-election of Alejandro Aboumrad González as proprietary director.

II. SUITABILITY ASSESSMENT

The Appointments and Remuneration Committee has considered that the performance of Alejandro Aboumrad González as a member of the Board of Directors of the Company has been very appropriate since his appointment in all its aspects, taking into account both his performance as proprietary director and, in particular, in his capacity as Vice-Chairman of the Board and Chairman of the Executive Committee; and the quantity and quality of his work, and his dedication to the position. Likewise, the Appointments and Remuneration Committee has highly valued Alejandro Aboumrad González's extensive experience in FCC and his knowledge of the Company and its Group, which he has acquired in recent years as a result of his position as a director.



In turn, the Appointments and Remuneration Committee has assessed that the curriculum and business career of Alejandro Aboumrad González accredits that he has the appropriate skills, experience and merits to fulfil his duties as proprietary director, having performed this position with diligence and loyalty to the Company to date.

Based on the foregoing, the Appointments and Remuneration Committee unanimously resolves to report favourably on the proposed re-election of Alejandro Aboumrad González as member of the Board of Directors of the Company, with the category of proprietary director for the statutory period of four years.



ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO ALEJANDRO ABOUMRAD GONZALEZ

(i) Professional and biographical profiles:

Industrial Engineer graduate from the University of Anáhuac (Mexico). He has worked in subsidiaries and companies related to Grupo Carso during the last 15 years, of which five years he worked at Grupo Financiero Inbursa in the area of Project Evaluation and Risk Assessment.

He is Vice-Chairman of the Board of FCC and Chairman of the Executive Committee and is also a director of Cementos Portland Valderrivas, S.A. representing Inmobiliaria AEG, S.A. de C.V.

(ii) Categories of directorship on listed and unlisted companies:

Currently he is a member of the Board of Directors of Inmuebles Carso, S.A.B. de C.V. and Minera Frisco, S.A.B. de C.V., holding the position of Managing Director of the latter company. He is also Chairman of the Board of Directors of FCC Aqualia, S.A. and Chairman of FCC Servicios Medio Ambiente Holding, S.A.U.

(iii) Categories of directorship on listed and unlisted companies:

Proprietary, appointed at the proposal of Control Empresarial de Capitales, S.A. de C.V.

(iv) Dates of first and subsequent appointments as director of the Company:

He was appointed by co-option by the Board of Directors on 13 January 2015, subsequently ratified by the General Meeting held on 25 June 2015 and re-elected by the General Meeting held on 8 May 2019.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 30,035 (direct) and 0 (indirect).

REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE PROPOSED RE-ELECTION OF GERARDO KURI KAUFMANN AS PROPRIETARY DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company the following report, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, regarding the proposed re-election of Gerardo Kuri Kaufmann as proprietary director.

II. SUITABILITY ASSESSMENT

The Appointments and Remuneration Committee has considered that the performance of Gerardo Kuri Kaufmann as a member of the Board of Directors of the Company has been very appropriate since his appointment in all its aspects, taking into account both his good performance as executive director and the quantity and quality of his work, and his dedication to the position, in particular as a member of the Executive Committee.

In particular, the Committee has valued his experience and knowledge of the Company and its Group acquired as a result of his position as Chief Executive Officer of the Board of Directors of Realia Business, S.A. and Cementos Portland Valderrivas, S.A. until his

resignation on 22 February 2023 (companies in which he has become non-executive Vice-Chairman), for which reason until that date he held the category of executive director, being reclassified as proprietary director by the Board of Directors of FCC, at the proposal of the Appointments and Remuneration Committee, with effect from 23 February 2023.

Likewise, the Appointments and Remuneration Committee has assessed that Gerardo Kuri Kaufmann's curriculum vitae and business career demonstrate that he has the appropriate skills, experience and merits to fulfil his duties as a director.

Based on the foregoing, the Appointments and Remuneration Committee unanimously resolves to report favourably on the proposed re-election of Gerardo Kuri Kaufmann as a member of the Board of Directors of the Company, with the category of proprietary director for the statutory period of four years.

ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO GERARDO KURI KAUFMANN

(i) Professional and biographical profiles:

A graduate in Industrial Engineering from the University of Anáhuac (Mexico), he has extensive experience in the real estate sector, where he has held and continues to hold positions of the highest relevance.

He has worked as Purchasing Director of Carso Infraestructuras y Construcción, S.A.B. de C.V. and is currently a member of the Board of Directors of this company. He was general manager of Inmuebles Carso, S.A. de C.V. from its creation in 2010 until 2015, and is currently a member of its board of directors, as well as that of all its subsidiary companies.

In Spain, he is a member of the Board of Directors of FCC, and is a member of its Executive Committee, and has been CEO of Realia Business, S.A. and Cementos Portland Valderrivas, S.A. until 22 February 2023.

(ii) Categories of directorship on listed and unlisted companies:

Currently, he is a member of the Boards of Directors of Elementia Materiales, S.A.P.I. de C.V., and alternate Chairman of the Board of Directors of Fortaleza Materiales, S.A.P.I. de C.V.; he is a director and member of the Executive Committee of Operadora de Sites Mexicanos, S.A.B. de C.V. and subsidiaries, and a director and Managing Director of Minera Frisco S.A.B. de C.V.

He is also a member of the Board of Directors and non-executive Vice-Chairman of Realia Business, S.A. and Cementos Portland Valderrivas, S.A.

(iii) Categories of directorship held:

Proprietary, appointed at the proposal of Control Empresarial de Capitales, S.A. de C.V.

(iv) Dates of first and subsequent appointments as director of the Company:

He was first appointed by the Board of Directors by co-option on 13 January 2015, which was ratified by the Annual General Meeting held on 25 June 2015, and subsequently re-elected by the Annual General Meeting held on 8 May 2019.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 4,535 (direct) and 0 (indirect).

PROPOSAL OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE RE-ELECTION OF MANUEL GIL MADRIGAL AS AN INDEPENDENT DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, the following proposal for the re-election of Manuel Gil Madrigal as independent director for the statutory period of four years.

II. SUITABILITY ASSESSMENT

The Appointments and Remuneration Committee considers that the performance of Manuel Gil Madrigal as a member of the Board of Directors of the Company since his appointment has been very appropriate in all respects, taking into account his good performance as an independent director, the quantity and quality of his work, and his dedication to the position.

Likewise, the Appointments and Remuneration Committee has assessed that Manuel Gil Madrigal's curriculum vitae and business career demonstrate that he has the appropriate skills, experience and merits to fulfil his duties as an independent director.

In this regard, the Appointments and Remuneration Committee has proposed that the General Shareholders' Meeting re-elect Manuel Gil Madrigal as independent director in view of his personal and professional qualities, having performed his duties during his last term of office without being conditioned by relations with the Company, its significant shareholders or its executives, and these circumstances being maintained at present, all in accordance with the provisions of article 529 duodecies, section 4, of the Corporate Enterprises Act.

Based on the foregoing, the Appointments and Remuneration Committee unanimously resolves to propose the re-election of Manuel Gil Madrigal as member of the Board of Directors of the Company, with the category of independent director for the statutory period of four years.

III. PROPOSAL

Accordingly, the following is proposed:

"Re-elect Manuel Gil Madrigal to the Board of Directors as an independent director following a favourable report by the Appointments and Remuneration Committee, effective as of the date of this Meeting and for the statutory period of four (4) years".

ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO MANUEL GIL MADRIGAL

(i) Professional and biographical profiles:

He holds a degree in law and business studies (E-3) from ICADE and is a founding partner of the company Tasmania Gestión. In 2000, he also founded the financial company N+1 and has been a director of Grupo Ezentis, S.A., Funespaña, S.A., General de Alquiler de Maquinaria, S.A. and Campofrio Food Group, S.A.U., among other companies.

He has also been Director of Capital Markets at AB Asesores Bursátiles, a partner at Morgan Stanley and an auditor at Arthur Andersen.

(ii) Categories of directorship on listed and unlisted companies:

He is currently a director of the company Barón de Ley, S.A., Joint Administrator in Tasmania Gestión, S.L., as well as Chairman and CEO of Tasmania Inmuebles, S.L.

(iii) Categories of directorship on listed and unlisted companies:

Independent.

(iv) Dates of first and subsequent appointments as director of the Company:

He was appointed by co-option by the Board of Directors on 27 February 2015, subsequently ratified by the General Meeting held on 25 June 2015 and re-elected by the General Meeting held on 8 May 2019.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 780 (direct) and 34,653 (indirect).

PROPOSAL OF THE APPOINTMENTS AND REMUNERATION COMMITTEE TO THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. REGARDING THE RE-ELECTION OF ÁLVARO VÁZQUEZ DE LAPUERTA AS AN INDEPENDENT DIRECTOR

I. INTRODUCTION

Pursuant to article 529 decies of the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July ("**Corporate Enterprises Act**"), the proposal for appointment or re-election of the members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of independent directors, and of the Board itself, in other cases, and the proposal must be accompanied in all cases by a report from the Board justifying the competence, experience and merits of the proposed candidate. Likewise, the proposal for appointment or re-election of any non-independent director must be preceded by a report from the Appointments and Remuneration Committee.

For these purposes and in accordance with article 18 of the Rules of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**"), prior to any re-election of directors to be submitted to the General Meeting, the Appointments and Remuneration Committee must issue a report evaluating the quality of work and dedication to the post of the proposed directors during the previous term of office.

Moreover, article 9.d) of the Regulations of the General Meeting of the Company contains certain information that must be included in respect of each director whose appointment or re-election is proposed, which is included as an Annex to this report.

For these purposes, the Appointments and Remuneration Committee of the Company, at its meeting held on 21 April 2023, unanimously agreed to submit to the Board of Directors of the Company, in accordance with the provisions of the aforementioned article 529 decies, section 6, of the Corporate Enterprises Act, the following proposal for the re-election of Álvaro Vázquez de Lapuerta as independent director for the statutory period of four years.

II. SUITABILITY ASSESSMENT

The Appointments and Remuneration Committee considers that the performance of Álvaro Vázquez de Lapuerta as a member of the Board of Directors of the Company since his appointment has been very appropriate in all respects, taking into account his good performance as an independent director, the quantity and quality of his work, and his dedication to the position.

Likewise, the Appointments and Remuneration Committee has assessed that Álvaro Vázquez de Lapuerta's curriculum vitae and business career demonstrate that he has

the appropriate skills, experience and merits to fulfil his duties as an independent director.

In this regard, the Appointments and Remuneration Committee has proposed that the General Shareholders' Meeting re-elect Álvaro Vázquez de Lapuerta as independent director in view of his personal and professional qualities, having performed his duties during his last term of office without being conditioned by relations with the Company, its significant shareholders or its executives, and these circumstances being maintained at present, all in accordance with the provisions of article 529 duodecies, section 4, of the Corporate Enterprises Act.

Based on the foregoing, the Appointments and Remuneration Committee unanimously resolves to propose the re-election of Álvaro Vázquez de Lapuerta as member of the Board of Directors of the Company, with the category of independent director for the statutory period of four years.

III. PROPOSAL

Accordingly, the following is proposed:

"Re-elect Álvaro Vázquez de Lapuerta to the Board of Directors as an independent director following a favourable report by the Appointments and Remuneration Committee, effective as of the date of this Meeting and for the statutory period of four (4) years".

ANNEX

PROFESSIONAL AND BIOGRAPHICAL PROFILES AND FURTHER INFORMATION RELATED TO ÁLVARO VÁZQUEZ DE LAPUERTA

(i) Professional and biographical profiles:

He holds a degree in law and business studies (E-3) from ICADE and is currently a partner of the firms Akiba Partners and Meridia Capital Partners.

He has been Managing Director for Spain and Portugal at Dresdner Kleinwort and Head of Capital Markets and Investor Relations at BBVA and Managing Director of the securities firm BBVA Bolsa.

Previously, he held various positions at JP Morgan in Mexico, New York, London and Madrid.

(ii) Categories of directorship on listed and unlisted companies:

He is a director of Cementos Portland Valderrivas, S.A.

(iii) Categories of directorship held:

Independent.

(iv) Dates of first and subsequent appointments as director of the Company:

He was appointed by co-option by the Board of Directors on 27 February 2015, subsequently ratified by the General Meeting held on 25 June 2015 and re-elected by the General Meeting held on 8 May 2019.

(v) FCC shares and/or share options that he or she holds:

Number of shares: 3,385 (direct) and 0 (indirect).