

## **REPORT OF THE BOARD OF DIRECTORS OF FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. SUPPORTING THE PROPOSAL FOR THE RE-ELECTION OF A DIRECTOR (ITEM 2.1 OF THE AGENDA)**

### BACKGROUND AND JUSTIFICATION FOR THE PROPOSAL

This report has been drawn up by the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "**Company**" or "**FCC**") in accordance with Article 529 decies 5) of the Spanish Corporate Enterprises Act and Article 16 of the Regulations of the Board of Directors to justify the following proposal for the re-election of a director to be submitted for the approval of the General Meeting of Shareholders under item 2.1 of the Agenda:

« 2.1. Re-election of Pablo Colio Abril as executive director.

The following is proposed: *“Re-elect, following a favourable report from the Appointments and Remuneration Committee, Pablo Colio Abril as a member of the Board of Directors, with effect from the date of this General Meeting and for the term of four (4) years provided for in the Articles of Association, with the category of executive director.”*

The purpose of this report is to assess the competence, experience and merits of the candidate whose re-election is proposed to the Board, for which the Board of Directors has taken into account the suitability of the candidate's professional profile to the needs and circumstances of the business as well as the growing internationalisation of the Company.

The Board of Directors has verified that the candidate meets the requirements of honourability, suitability, competence, experience, qualification, training, availability and commitment to their position, and that he is not involved, directly or indirectly, in any of the causes of incompatibility or prohibition provided for in law, the Articles of Association, or the Regulations of the Board of Directors.

Note also that the Appointments and Remuneration Committee previously issued a report, approved at its meeting held on 26 April 2022, in which it reports favourably on the proposed re-election of the executive director.

This report contains, for the purposes of Article 518.e) of the Spanish Corporate Enterprises Act, complete information on the identity, curriculum vitae and category to which the proposed candidate belongs, and it will be made available to shareholders in due course.

### **Justification of the proposal to re-elect director Pablo Colio Abril.**

The Board of Directors, in light of the report issued by the Appointments and Remuneration Committee, which it fully agrees with, believes that the performance of Pablo Colio Abril as a member of the Board since his appointment has been very

satisfactory in all aspects: performance of the position of executive director and, in particular, of his role as Chief Executive Officer; quantity and quality of his work; dedication to the office; and effective performance of the duties ascribed to him.

The Board of Directors, in light of the report issued by the Appointments and Remuneration Committee, recognises that the curriculum vitae and track record of Pablo Colio Abril show that he possesses the necessary skills, experience and merits to serve as executive director, having up to now held this position with absolute diligence and loyalty to the Company.

The Board of Directors also holds a very positive view of Pablo Colio Abril's extensive experience at FCC and his knowledge of the Company and its group, which he has acquired in recent years as a result of his position as director.

This, in the opinion of the Board of Directors, justifies his re-election as an executive director.

Madrid, 26 April 2022