



ANNUAL REPORT ON THE REMUNERATION OF DIRECTORS OF LISTED PUBLIC LIMITED COMPANIES

ISSUER IDENTIFICATION DETAILS

End date of the reference financial year: [31/12/2025]

VAT number: [A-28037224]

Company name:

[**FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.**]

Registered office:

[BALMES, 36 BARCELONA]

A. THE COMPANY'S REMUNERATION POLICY FOR THE CURRENT FINANCIAL YEAR

A.1.1 Explain the current remuneration policy for directors applicable to the current financial year. Where relevant, specific information may be included by reference to the remuneration policy approved by the general meeting of shareholders, provided that such inclusion is clear, specific and precise.

The specific provisions for the current financial year must be described, covering both the remuneration of directors in their capacity as such and for the performance of executive functions, which the board may have carried out in accordance with the provisions of the contracts signed with the executive directors and the remuneration policy approved by the general meeting.

In any event, the following aspects must be reported, as a minimum:

- a) Description of the company's procedures and bodies involved in determining, approving and implementing the remuneration policy and its conditions.
- b) Indicate and, where applicable, explain whether comparable companies have been taken into account in establishing the company's remuneration policy.
- c) Information on whether any external adviser has been involved and, where applicable, their identity
- d) Procedures set out in the current remuneration policy for directors to apply temporary exceptions to the policy, the conditions under which such exceptions may be invoked, and the components that may be subject to exception under the policy.

-In accordance with Article 38.3 of the Articles of Association ("AOA"), the remuneration policy for directors of Fomento de Construcciones y Contratas, S.A. ("FCC" or the "Company") takes into account the duties and responsibilities performed by each director within the Board itself and its Committees, and is commensurate with their commitment to the Company, with the aim of promoting the motivation and retention of the most qualified professionals.

In this regard, the remuneration policy for directors aims to ensure that they receive market-rate and competitive remuneration, in line with that paid by companies of a similar size and in a similar sector; this policy is subject to periodic review by the Appointments and Remuneration Committee ("ARC") so that the Committee may propose any appropriate amendments to the Board.

- Furthermore, the remuneration policy must comply with the criteria set out in Article 28.4 of the Board of Directors' Regulations.

- As regards remuneration components, these are set out in Article 38 of the Articles of Association.

- The current remuneration policy was approved by the Ordinary General Meeting ("OGM") on 12 June 2025, in accordance with the provisions of Article 529-novodecies of the Companies Act, and remains in force for the financial years 2026–2028 ("Remuneration Policy"). This new Remuneration Policy provides continuity with the previous one, in force until 31 December 2025, in terms of the principles, structure and content of the remuneration package for directors (both in their capacity as such and for the performance of executive functions).

In particular, the Remuneration Policy has been drawn up in accordance with the provisions of Article 529-novodecies of the Companies Act and Article 38 of the Company's Articles of Association.

- The current Remuneration Policy stipulates that the remuneration received for the performance of duties inherent to the position of director shall consist, in accordance with the provisions of the Company's Articles of Association, of two components and, in this regard, the mixed remuneration system applicable in the current financial year to Directors in their capacity as such shall consist of the following components (as set out in section A.1.3 of this report): (i) remuneration based on a share of net profits; and (ii) attendance fees for meetings of the Board of Directors and its internal committees.

- Furthermore, in accordance with Article 38 of the Financial Statements, the Company maintains directors' and officers' liability insurance on standard terms and in line with the Company's specific circumstances. (See section A.1.5)

-The remuneration of non-executive directors does not include any variable remuneration components linked to the value of FCC shares or to any other instrument.

-Furthermore, directors who perform executive functions within the Company, in accordance with the provisions of their contracts and the Remuneration Policy approved by the General Meeting of Shareholders, shall receive the following remuneration during the current financial year: (i) a fixed

; and (ii) a variable remuneration of up to 25% of the fixed remuneration, all in accordance with the terms set out in sections A.1.4 and A.1.6 of this remuneration report (the "Report").

The Company has relied on information and advice from its internal departments; no advice has been received from external consultants for these purposes.

In particular, the members of the CNR have been involved in determining the Remuneration Policy and in the preparation of this Report. This Report has been drawn up on the basis of a draft prepared by FCC's Legal Department and the CNR.

-As provided for in Article 529-15(3)(g) of the Companies Act and Article 38.4(f) of the Company's Board Regulations, it is the responsibility of the CNR to propose the remuneration policy for Directors to the Board of Directors, for which purpose the Committee issues a specific report.

- The proposed Remuneration Policy for Directors for the financial years 2026–2028, in accordance with Article 529-n, paragraph 4, of the Companies Act, was accompanied by the Board of Directors' explanatory notes and the specific report from the CNR, as mentioned above. Both documents were made available to shareholders on the Company's website following the notice convening the AGM.

The composition of the CNR is as follows:

- Chairman: Mr Manuel Gil Madrigal (Independent Director).
- Member: Ms Esther Alcocer Koplowitz (proprietary director).
- Member: Mr Juan Rodríguez Torres (proprietary director).
- Member: Mr Álvaro Vázquez de Lapuerta (Independent Director).
- Non-voting Secretary: Mr Felipe Bernabé García Pérez.

-Finally, in determining the Remuneration Policy, account has also been taken of data on remuneration paid in the market by companies of a similar size and in similar sectors, as well as the recommendations and guidelines regarding the structure of directors' remuneration contained in the Code of Good Governance for Listed Companies published by the National Securities Market Commission.

-There are no temporary exceptions to the Remuneration Policy.

A.1.2 Relative importance of variable remuneration components compared to fixed components (remuneration mix) and what criteria and objectives have been taken into account in determining them and to ensure an appropriate balance between

the fixed and variable components of remuneration. In particular, indicate the actions taken by the company in relation to the remuneration system to reduce exposure to excessive risks and align it with the company's long-term objectives, values and interests, which shall include, where applicable, a reference to measures envisaged to ensure that the remuneration policy takes account of the company's long-term results, the measures adopted in relation to those categories of staff whose professional activities have a material impact on the entity's risk profile, and measures envisaged to prevent conflicts of interest.

Please also indicate whether the company has established any vesting or consolidation period for certain variable remuneration components, whether in cash, shares or other financial instruments; a deferral period for the payment of amounts or the delivery of financial instruments that have already vested and been consolidated; or whether any clause has been agreed to reduce deferred remuneration that has not yet been consolidated, or to oblige the director to return remuneration received, where such remuneration was based on data the inaccuracy of which has subsequently been clearly demonstrated.

-As set out in the Remuneration Policy applicable for the current financial year, which was approved by the General Meeting and published on the corporate website www.fcc.es, there are currently no variable remuneration components within the remuneration of non-executive directors linked to the value of FCC shares or to any other instrument.

The Chief Executive Officer is the only executive director of the Company who receives variable remuneration. The decision regarding the specific amount is taken by the Company's Board of Directors, following a report from the Appointments and Remuneration Committee.

The structure of the remuneration system for FCC directors, as set out in the Remuneration Policy in accordance with the provisions of Article 38 of the Articles of Association, highlights the relative importance of variable remuneration components compared to fixed components, as well as the criteria used to determine the various components of the directors' remuneration package (remuneration mix).

In this regard, as expressly set out in the Remuneration Policy, variable remuneration shall be established, applied and maintained in line with the Company's commercial and risk management strategy, its risk profile, its objectives, its risk management practices, and the short-, medium- and long-term performance and interests of FCC as a whole, and shall include measures designed to prevent conflicts of interest.

-The accrual period for variable remuneration is one year. Payment of the annual variable remuneration is made in the following financial year, meaning that the amount accrued during a financial year by the Chief Executive Officer is paid in the subsequent financial year. In the 2025 financial year, following the preparation of the accounts, his variable remuneration for the 2024 financial year was paid, and the same procedure will be followed for the current financial year.

The Company has not established any deferral in the payment of amounts due or the delivery of financial instruments accrued.

Nor has any clause been agreed to reduce deferred remuneration or to oblige the director to repay remuneration received.

-The Chief Executive Officer is expressly required to strictly observe the provisions of the Code of Conduct regarding its rules on confidentiality, professional ethics and conflicts of interest.

In this regard, in accordance with Article 29.1 of the Board Regulations, directors shall be liable to the Company, its shareholders and its creditors for any damage caused by acts or omissions contrary to the law or the Articles of Association, or by acts or omissions carried out in breach of the duties inherent in their office, provided that there has been wilful misconduct or negligence.

-With regard to the measures put in place to prevent conflicts of interest, as set out in Articles 22 and 23 of the FCC Board of Directors' Regulations, directors are required to abstain from attending and participating in discussions concerning matters in which they may have a direct or indirect interest, and from voting on the relevant decisions. Furthermore, directors must inform the Board, through the Compliance and Sustainability Department, or any other department that may replace it, in good time, of any situation that could give rise to a conflict of interest with the interests of the Company or those of the group of companies comprising the FCC Group or its associated companies.

The process of preparing, determining, reviewing and applying the Remuneration Policy in force at any given time ensures the proper management of any potential conflict of interest. In this regard: (i) in its composition, the Appointments and Remuneration Committee, which takes decisions regarding the Directors' Remuneration Policy, does not include any executive directors and is chaired by an independent director; it may seek external assistance from advisers when it deems it appropriate; (ii) the Appointments and Remuneration Committee reviews, on an annual basis, the implementation of the current policy and compliance with the criteria established for the accrual of variable remuneration for executive directors, submitting a report on this matter to the Board of Directors; (iii) executive directors do not participate in the debate and discussion of the resolutions adopted annually by the Board of Directors in implementation of the Remuneration Policy in force at any given time.

A.1.3 Amount and nature of the fixed components that directors are expected to accrue during the financial year in their capacity as such.

The remuneration system for directors in their capacity as such includes: (a) remuneration consisting of a share in net profits (which may not exceed 2% of the profit for the financial year attributed to the Company in the Group's consolidated annual accounts) once the legal reserve requirements have been met, and provided that a minimum dividend of four per cent (4%) of the nominal value of the shares has been paid to the shareholders; and (b) attendance fees for directors' actual attendance at meetings of the Board and its Committees.

At the time of writing, the Company has not taken any decision regarding the accrual of directors' remuneration in the form of a share in the net profits for the current financial year.

As regards attendance fees for meetings of the Board and its internal committees, in accordance with Article 38 of the Articles of Association, these shall be distributed by the Board amongst its members, taking into account their actual attendance at meetings, following a report from the Appointments and Remuneration Committee.

In this regard, the amount of the aforementioned remuneration provided for in the Remuneration Policy applicable to the current financial year, depending on the number of meetings held, is as follows: €3,250 for attendance at a meeting of the Board of Directors, €2,050 for attendance at a meeting of the Executive Committee, €2,000-€ for attendance at a meeting of the Audit and Control Committee and €2,000 for attendance at a meeting of the Appointments and Remuneration Committee.

A.1.4 Amount and nature of the fixed components to be accrued during the financial year for the performance of senior management duties by executive directors.

The Company's Chief Executive Officer, Mr Pablo Colio Abril, in accordance with the provisions of the Remuneration Policy, will receive a fixed annual sum for the performance of his executive duties. This remuneration will be determined in accordance with his duties, level of responsibility and professional profile.

This fixed annual remuneration shall, where applicable, be reviewed annually by the Appointments and Remuneration Committee on the basis of the following criteria: (i) the contribution of the Executive Director in the performance of his duties; (ii) consistency with the performance of the rest of the management team; (iii) the Company's performance; and (iv) market benchmarks.

Any increases to the CEO's annual fixed remuneration may not exceed 20% of the annual fixed remuneration in force at the time the increase is agreed.

For the 2026 financial year, the CEO's annual fixed remuneration, as determined by the Board of Directors, amounts to €810,185.82.

In this regard, following a favourable report from the Appointments and Remuneration Committee, the Company's Board of Directors, at its meeting on 29 January 2026, approved the FCC Group's Remuneration Policy for the 2026 financial year, entailing a 3% pay rise compared with the 2025 financial year. Under this agreement, the amount of the Chief Executive Officer's fixed remuneration, applicable for the current financial year, will be €810,185.82.

A.1.5 Amount and nature of any component of remuneration in kind to be accrued during the financial year, including, but not limited to, insurance premiums paid on behalf of the director.

The Company has established the following types of remuneration in kind for the executive director Mr Pablo Colio Abril. –Travel insurance: Mr Pablo Colio Abril is covered by the travel accident insurance policy that the Company has taken out for its senior management team, covering journeys undertaken in the course of his professional duties with the Company, whether by plane, train or ship. Amount of cover: €601,012.10 per person, with a maximum of €6,000,000.00 per claim. The premium is paid in full by the Company.

–Accidental death or total permanent disability insurance: Mr Pablo Colio Abril is the beneficiary of the insurance against accidental death or total permanent disability which the Company has established generally for the management team and which is intended to cover accidents resulting in death or total permanent disability, whether during or outside working hours, in accordance with the terms and conditions of the current policy. Coverage for both contingencies will cover the amount of one year's worth of their respective fixed salaries. The premium is paid in full by the Company.

–Medical Insurance:

The Company covers 50% of the cost of health insurance for Mr Pablo Colio Abril and his family. The amount payable for the company's health insurance for the 2026 financial year amounts to €5,218.70.

Other:

An accident insurance policy has been taken out for all directors, covering both the performance of their duties and their personal lives, which covers:

- a) Death by accident.
- b) Death as a result of a road traffic accident.

The term of this policy is one year, renewable annually, with a premium of approximately €3,847.06.

A.1.6 Amount and nature of the variable components, distinguishing between short-term and long-term components.

Financial and non-financial parameters, including, among the latter, social, environmental and climate change parameters, selected to determine variable remuneration for the current financial year; an explanation of the extent to which such parameters relate to the performance of both the director and the entity, and to their risk profile, and the methodology, timeframe required and techniques envisaged to determine, at the end of the financial year, the actual degree of compliance with the parameters used in the design of variable remuneration, explaining the criteria and factors applied regarding the time required and methods to verify that the performance conditions or any other conditions to which the accrual and finalisation of each component of variable remuneration were linked have been effectively met.

Indicate the range, in monetary terms, of the various variable components depending on the degree of compliance with the established objectives and parameters, and whether there is a maximum monetary amount in absolute terms.

The Company's Chief Executive Officer is the only member of the Board who receives variable remuneration, which may amount to up to 25% of his fixed remuneration, provided that the targets set are met.

The calculation of variable remuneration for each financial year shall be based on the actual fixed salary received during that year (from January to December).

The Remuneration Policy establishes the following variable remuneration structure:

In accordance with the provisions of the Remuneration Policy, the Chief Executive Officer's variable remuneration is structured on the basis of two basic criteria.

a) 50% of their variable remuneration will be directly linked to the achievement of corporate objectives; for the purposes of assessing this, the EBITDA and operating cash flow for the relevant financial year will be taken into account as parameters, in accordance with the guidelines implemented in FCC's investee companies for determining the variable remuneration of senior management. To determine the portion of variable remuneration linked to financial parameters—specifically, the performance of EBITDA and operating cash flow across the Company's various business areas—the specific targets are set out in the budget for the financial year in question approved by the Board of Directors of FCC, so that, at the end of the financial year, compliance with the targets is verified and, based on this, the variable remuneration corresponding to the Chief Executive Officer is set in respect of the fulfilment of financial targets, in the same way as that for the rest of the Company's senior management is determined. In this regard, to determine this part of the variable remuneration, a scale of target achievement is applied, ranging from a minimum achievement level of 100% to a maximum achievement level of 110%. The intermediate values correspond to an achievement scale calculated by a linear interpolation. If 100% of the target is achieved, this will account for 60% of the weighting assigned to it, applying linear interpolation and up to a maximum of 100% of the corresponding portion of the variable remuneration.

b) The remaining fifty per cent (50%) of the recognised variable remuneration will depend directly on the extent to which the Chief Executive Officer has met the objectives entrusted to him, particularly with regard to the Company's long-term sustainability objectives referred to in section 6 of the Policy, with the decision regarding the specific amount being made by the Company's Board of Directors, following a report from the Appointments and Remuneration Committee.

In this regard, at the end of each financial year, the Company's Appointments and Remuneration Committee shall assess the CEO's performance and the degree to which the objectives set have been achieved for the purpose of determining the CEO's variable remuneration, and shall submit the corresponding report to the Board of Directors, together with the variable remuneration package for the Group's senior executives. The Board of Directors, on the basis of the Committee's report, shall determine the variable remuneration payable to the Chief Executive Officer.

Currently, the maximum amount payable to the Chief Executive Officer as variable remuneration could amount to €202,546.45. For the current financial year, an amount calculated as the maximum limit on variable remuneration (25% of the annual fixed remuneration) relative to the CEO's fixed remuneration projected for the 2026 financial year; and this is to be understood as comprising the entirety of the variable remuneration, not merely the portion corresponding to the achievement of personal targets.

A.1.7 Key features of long-term savings schemes. Among other information, the following shall be indicated: the contingencies covered by the scheme, whether it is a defined contribution or defined benefit scheme, the annual contribution to be made to defined contribution schemes, the benefit to which beneficiaries are entitled in the case of defined-benefit schemes, the conditions for the vesting of financial rights in favour of directors and their compatibility with any type of payment or compensation for termination or early resignation, or arising from the termination of the contractual relationship, under the terms provided for, between the company and the director.

It must be indicated whether the accrual or vesting of any of the long-term savings plans is linked to the achievement of certain objectives or parameters related to the director's short- and long-term performance.

None.

A.1.8 Any form of payment or compensation arising from early termination or resulting from the termination of the contractual relationship in accordance with the terms agreed between the company and the director, whether the termination is at the initiative of the company or the director, as well as any agreements entered into, such as exclusivity, non-post-contractual non-competition and retention or loyalty clauses, which entitle the director to any form of payment.

As set out in the current Directors' Remuneration Policy, the Chief Executive Officer, Mr Pablo Colio Abril, may receive compensation under the terms set out below:

• In the event that the contractual relationship is terminated at the CEO's request for any of the following reasons:

- substantial changes to working conditions that are manifestly detrimental to his professional development, undermine his dignity, or are decided upon in serious breach of good faith by the Company,
 - failure to make payments for three consecutive months or six non-consecutive months, or a persistent delay in the payment of the remuneration agreed under the contract,
 - a business succession or significant change in the ownership of the company, resulting in a renewal of its governing bodies or a change in the nature of its principal activity, provided that the termination occurs within three months of such changes taking place,
 - any other serious breach of its contractual obligations by the Company, except in cases of force majeure, in which no compensation shall be payable;
- in the event of voluntary and unilateral withdrawal by the Company, the Chief Executive Officer shall be entitled to receive compensation comprising the sum of the following two items:
- a) The amount resulting from the settlement, calculated as at the start date of the contractual relationship (12 September 2017) (and in accordance with the regulations applicable on that date), of the employment relationship that the executive director previously held with any company within the FCC Group. In this regard, the portion of the severance pay arising from this item is fixed and unchangeable and is limited to the entitlements arising from the termination of the employment relationship that bound Mr Pablo Colio to the FCC Group prior to his appointment as Chief Executive Officer. This item amounts to 801 thousand euros.
 - b) The amount resulting from multiplying 7 days' salary by the number of years elapsed from the start date of the contractual relationship (12 September 2017) until the date of its termination. This portion of the severance pay relating to this item, corresponding to the period spent performing the duties of Chief Executive Officer, varies annually as the total amount increases by the amount corresponding to 7 days' fixed remuneration received each year. At the end of the 2025 financial year, the portion of the severance pay for this item that would, where applicable, correspond to the Chief Executive Officer amounted to 156 thousand euros.
- The early termination of the existing employment relationship, unless there are grounds justifying dismissal for cause, shall give rise to compensation in accordance with the provisions of the Workers' Statute relating to unfair dismissal.

A.1.9 Please specify the conditions to be observed in the contracts of those performing senior management functions as executive directors. Among other things, information shall be provided on the duration, limits on the amounts of compensation, retention clauses, notice periods, as well as payment in lieu of the aforementioned notice period, and any other clauses relating to recruitment bonuses, as well as compensation or severance packages for early termination or termination of the contractual relationship between the company and the executive director. This shall include, amongst others, non-competition, exclusivity, retention or loyalty agreements, and post-contractual non-competition clauses, unless these have already been explained in the previous section.

Mr Pablo Colio Abril:

Duration: The contract is of indefinite duration.

Exclusivity and non-competition: The contractor must work on an exclusive basis and may therefore not enter into service contracts with other companies or organisations.

There is a non-competition clause, valid for a period of one year following the termination of the contract. Certain prohibitions on competition and on poaching clients, employees and suppliers are in place, which remain enforceable for one year following termination.

Notice: A minimum of three months' written notice must be given both in the event that the contract is terminated at the CEO's request and in the event that the termination is due to the Company's unilateral decision to withdraw.

Code of conduct: The CEO is obliged to strictly comply with the provisions of the code of conduct, in particular regarding its rules on confidentiality, professional ethics and conflicts of interest.

Conflicts of interest: Articles 22 and 23 of the FCC Board of Directors' Regulations stipulate that directors have a duty to abstain from attending and participating in discussions concerning matters in which they may have a direct or indirect interest, and from voting on the relevant decisions. Furthermore, directors must inform the Board, through the Compliance and Sustainability Department, or any other department that may replace it, in good time, of any situation likely to give rise to a conflict of interest with the interests of the Company, the companies within the FCC Group, or its associated companies.

Liability: In accordance with Article 29.1 of the Board Regulations, directors shall be liable to the Company, its shareholders and its creditors for any damage caused by acts or omissions contrary to the law or the Articles of Association, or by acts or omissions in breach of the duties inherent in their office, provided that there has been wilful misconduct or negligence.

A.1.10 The nature and estimated amount of any other supplementary remuneration to be received by directors during the current financial year in return for services rendered other than those inherent to their role.

At the Board meeting of 30 July 2019, the contract for the provision of consultancy and advisory services with the company Vilafulder Corporate Group, S.L.U. (Vilafulder), linked to the director Mr Alejandro Aboumrad, was approved for a total annual amount of €338,000. On 23 February 2023, following a favourable report from the Audit and Control Committee and the Appointments and Remuneration Committee, the Board of Directors approved a revision of the service provision contract, increasing the fees by 5% to €354,900-€ per annum and to agree to an annual review that takes into account the FCC Group's total wage bill review agreements as agreed from time to time by the Company's Board of Directors.

In the current financial year, following a favourable report from the Appointments and Remuneration Committee, the Company's Board of Directors, at its meeting on 29 January 2026, approved the FCC Group's Remuneration Policy for the 2026 financial year, entailing a 3% pay rise compared with the 2025 financial year. Under this agreement, the amount of the fees, applicable for the current financial year, is set at €391,204.11.

This service agreement remains in force as at the date of this Report.

Apart from this case, there is no additional remuneration for services rendered to the Company.

A.1.11 Other remuneration items, such as those arising, where applicable, from the Company granting the director advances, loans and guarantees, and other remuneration.

No advances or loans have been granted to directors by the Company.

A.1.12 The nature and estimated amount of any other supplementary remuneration provided for, not included in the preceding sections, whether paid by the company or another group entity, which will be payable to directors during the current financial year.

None.

A.2. Explain any relevant changes to the remuneration policy applicable in the current financial year arising from:

- a) A new policy or an amendment to the policy already approved by the General Meeting.
- b) Significant changes to the specific provisions established by the Board for the current financial year under the current remuneration policy, compared with those applied in the previous financial year.
- c) Proposals that the board of directors has agreed to submit to the general meeting of shareholders to which this annual report will be submitted and which are proposed to apply to the current financial year.

-The Ordinary General Meeting held on 12 June 2025 approved, in accordance with the provisions of Article 529-novodecies of the Companies Act, the Remuneration Policy for FCC directors. The policy is valid from 2026 to 2028.

The new Remuneration Policy sets out provisions that are substantially identical to those for the 2022–2025 period, replicating the principles that should underpin such remuneration, as well as the structure of remuneration for Directors in their capacity as such and for Directors performing executive functions, with the main change being the percentage of variable remuneration that the Chief Executive Officer may receive (reduced from 50% to a maximum of 25% of their fixed remuneration), and the system for determining variable remuneration linked to the achievement of corporate objectives, described in section A.1.6 above.

A.3. Please provide a direct link to the document setting out the company's current remuneration policy, which must be available on the company's website.

https://www.fcc.es/documents/13935105/56990968/_5_Pol%C3%ADtica_Remuneraciones.pdf/e51927f6-d9d2-5823-aff4-e8f246c9edd?t=1760977594933

A.4. Explain, taking into account the information provided in section B.4, how the shareholders' vote at the general meeting at which the annual remuneration report for the previous financial year was put to a vote, on an advisory basis, has been taken into account.

Given the votes in favour obtained at the last General Meeting of Shareholders on 12 June 2025 (97.9524% of the capital present or represented) in the vote, on an advisory basis, on the 2024 Annual Remuneration Report, the remuneration policy will be maintained with regard to the principles, structure and content of the directors' remuneration package, in recognition of the support and confidence shown by the majority of the share capital in the aforementioned vote.

B. OVERVIEW OF HOW THE REMUNERATION POLICY WAS APPLIED DURING THE FINANCIAL YEAR

B.1.1 Explain the process followed to apply the remuneration policy and determine the individual remuneration amounts set out in Section C of this report. This information shall include the role played by the remuneration committee, the decisions taken by the board of directors and, where applicable, the identity and role of any external advisers whose services were used in the process of applying the remuneration policy during the financial year.

During the 2025 financial year, the "2022–2025 Remuneration Policy" remained in force; this policy was approved by the Ordinary General Meeting ("OGM") on 14 June 2022, in accordance with the provisions of Article 529-novodecies of the Companies Act, and has been in force since the date of its approval and throughout the financial years 2022–2025.

In accordance with the provisions of the 2022–2025 Remuneration Policy, and pursuant to Article 38 of the Articles of Association, the remuneration system for directors in their capacity as such includes (a) remuneration consisting of a share in the liquid profits once the legal reserve requirements have been met, and provided that shareholders have been granted a minimum dividend of four per cent (4%) of the nominal value of the shares; and (b) attendance fees for directors' actual attendance at meetings of the Board and its Committees.

In the 2025 financial year, the profit and loss account showed a profit, which was allocated to the legal reserve and to offset losses from previous financial years; a scrip dividend was distributed; and, consequently, no remuneration consisting of a share in the net profits was paid to the directors in the 2025 financial year. Consequently, directors were remunerated for the performance of their duties solely on the basis of their actual attendance, either in person or via remote communication means (such as videoconferencing or teleconferencing), at meetings of the Board and its internal committees.

In accordance with the provisions of the 2022–2025 Remuneration Policy, the aforementioned remuneration for attendance at each session is set at the following amounts:

Board of Directors: €3,250 Executive
Committee: €2,050
Audit and Control Committee: €2,000
Appointments and Remuneration Committee: €2,000

The remuneration of non-executive directors did not include any variable remuneration components linked to the value of FCC shares or to any other instrument.

Furthermore, with regard to the remuneration of directors for the performance of their executive duties, the 2022–2025 Remuneration Policy provides for fixed remuneration and variable remuneration. In this regard, the Chief Executive Officer has been remunerated for the performance of executive duties in accordance with the various remuneration components set out in his contract and included in the 2022–2025 Remuneration Policy.

In particular, the 2022–2025 Remuneration Policy is based on a fixed annual remuneration for the Chief Executive Officer, which may be updated by the Appointments and Remuneration Committee up to a limit of 20% per annum of the fixed remuneration in force at the time of the update.

In this regard, following a favourable report from the Appointments and Remuneration Committee, the Company's Board of Directors, at its meeting on 21 January 2025, approved the FCC Group's Remuneration Policy for the 2025 financial year, entailing a 3.3% pay rise compared with the 2024 financial year. Under this agreement, the amount of the Chief Executive Officer's fixed remuneration for the 2025 financial year was €786,588.18.

Furthermore, with regard to the CEO's variable remuneration, at the end of the financial year, the Company's Appointments and Remuneration Committee assesses his performance and the extent to which the targets set have been met in order to determine his variable remuneration, and submits the corresponding report to the Board of Directors, together with the variable remuneration package for the Group's senior executives.

The Board of Directors, on the basis of the Committee's report, determines the variable remuneration payable to the Chief Executive Officer for the 2025 financial year.

- Furthermore, some FCC directors have received remuneration for their membership of the Boards of other Group companies, as set out in section B.16 of this Report.

-The members of the Appointments and Remuneration Committee were involved in establishing the 2022–2025 Remuneration Policy and in drafting the corresponding report. This report is based on a draft prepared by FCC's Legal Department and the Secretariat of the Appointments and Remuneration Committee, which was circulated to all members of the Committee. Information and advice were provided by the Company's internal legal services; no advice was sought from external consultants for this purpose.

-As provided for in Article 529-15(3)(g) of the Companies Act and Article 38.4(f) of the Company's Board Regulations, it is the responsibility of the Appointments and Remuneration Committee to propose the remuneration policy for directors to the Board of Directors, for which purpose the Committee issued a specific report.

- In particular, the proposed Remuneration Policy for 2022–2025, in accordance with Article 529-n of the Spanish Companies Act, was accompanied by the Board of Directors' explanatory notes, as well as the specific report from the Appointments and Remuneration Committee, as mentioned above. Both documents were made available to shareholders on the Company's website from the date of the notice convening the Annual General Meeting.

B.1.2 Please explain any deviation from the established procedure for the application of the remuneration policy that may have occurred during the financial year.

There has been no deviation.

B.1.3 Indicate whether any temporary exceptions to the remuneration policy have been applied and, if so, explain the exceptional circumstances that led to the application of these exceptions, the specific components of the remuneration policy affected and the reasons why the entity considers that these exceptions were necessary to serve the long-term interests and sustainability of the company as a whole or to ensure its viability. Please also quantify the impact that the application of these exceptions has had on the remuneration of each director during the financial year.

No temporary exceptions have been applied.

B.2. Explain the various measures adopted by the company in relation to the remuneration system and how they have contributed to reducing exposure to excessive risks and aligning it with the company's long-term objectives, values and interests, including a reference to the measures adopted to ensure that the remuneration paid takes account of the company's long-term results and strikes an appropriate balance between the fixed and variable components of remuneration, what measures have been adopted in relation to those categories of staff whose professional activities have a material impact on the entity's risk profile, and what measures have been adopted to avoid conflicts of interest, where applicable.

In accordance with the provisions of Article 28.2 of the Board of Directors' Regulations, the Company's remuneration policy must comply with certain criteria, it is established that remuneration must be reasonably proportionate to the Company's importance, its economic situation at any given time and the market standards of comparable companies, and that the remuneration system established must be geared towards promoting the Company's long-term profitability and sustainability, and incorporate the necessary safeguards to prevent excessive risk-taking and the rewarding of unfavourable results.

With regard to measures to prevent conflicts of interest, as set out in Articles 22 and 23 of the FCC Board of Directors' Regulations, directors have a duty to abstain from attending and participating in deliberations concerning matters in which they may have a direct or indirect interest, and from voting on the corresponding decisions. Likewise, directors must inform the Board, through the Compliance and Sustainability Department or any other department that may replace it, in due advance, of any situation that could give rise to a conflict of interest with the interests of the Company or those of the group of companies comprising the FCC Group or its affiliated companies.

The process of preparing, determining, reviewing and applying the remuneration policy in force at any given time ensures the proper management of any potential conflict of interest. In this regard: (i) in its composition, the Appointments Committee and The Remuneration Committee, which takes decisions regarding the remuneration policy for directors, has no executive directors amongst its members and is chaired by an independent director; it may seek external assistance from advisers when it deems it appropriate; (ii) the Appointments and Remuneration Committee reviews, on an annual basis, the implementation of the current policy and compliance with the criteria established for the accrual of variable remuneration for executive directors, submitting a report on this matter to the Board of Directors; and (iii) executive directors do not participate in the debate and discussion of the resolutions adopted annually by the Board of Directors in implementation of the remuneration policy in force at any given time.

B.3. Explain how the remuneration accrued and consolidated during the financial year complies with the provisions of the current remuneration policy and, in particular, how it contributes to the company's sustainable and long-term performance.

Please also report on the relationship between the remuneration received by directors and the company's results or other short- and long-term performance measures, explaining, where applicable, how changes in the company's performance may have influenced changes in directors' remuneration, including remuneration accrued but deferred, and how this contributes to the company's short- and long-term results.

As noted above, in accordance with the provisions of Article 38.2 of the Articles of Association and the 2022–2025 Remuneration Policy, the remuneration of the Company's directors in their capacity as such consists of: (i) a share in cash dividends, which may not exceed two per cent (2%) of the profit for the financial year attributable to the Company in the consolidated financial statements of the Group of which it is the parent company, once the legal reserve has been set aside and a minimum dividend of four per cent (4%) of the nominal value of the shares has been paid to the shareholders; the percentage corresponding to the Board of Directors as a whole for this item in each financial year shall be determined by the General Meeting; and (ii) attendance fees for meetings of the Board and its internal committees.

In the 2025 financial year, the remuneration consisting of a share in the net profits was not paid, and members were remunerated solely for their attendance at meetings of the Board and its internal committees.

Furthermore, the executive director has been remunerated in accordance with the various remuneration components set out in his contract, in full compliance with the principles established in the Remuneration Policy applicable for the 2025 financial year.

As expressly set out in the 2022–2025 Remuneration Policy applicable during the 2025 financial year, the remuneration system established is designed to promote the Company's long-term profitability and sustainability and incorporates the necessary safeguards to prevent excessive risk-taking and the rewarding of unfavourable results. In particular, the establishment of variable remuneration linked, amongst other criteria, to the Company's results, contributes effectively to the pursuit of the Company's interests and sustainability, promoting the creation of value for the various stakeholders.

B.4. Report on the outcome of the consultative vote at the general meeting on the annual remuneration report for the previous financial year, stating the number of abstentions, votes against, blank votes and votes in favour cast:

	Percentage	% of the total
Votes cast	436,822,086	96.03
	Number	% of votes cast
Negative votes	8,713,701	1.99
Votes in favour	427,877,622	97.95
Blank votes		0.00

	Percentage	% of votes cast
Abstentions	230,763	0.05

Comments

B.5. Explain how the fixed components accrued and consolidated during the financial year by directors in their capacity as such have been determined, their relative proportion for each director, and how they have changed compared with the previous year.

The directors were remunerated for the performance of their duties solely in the form of attendance fees for meetings of the Board and its internal committees.

In accordance with the provisions of the 2022–2025 Remuneration Policy, the aforementioned remuneration per session is set at the following amounts:

Board of Directors: €3,250 Executive
Committee: €2,050
Audit and Control Committee: €2,000
Appointments and Remuneration Committee: €2,000

B.6. Explain how the accrued and consolidated salaries for the financial year ended were determined for each of the executive directors for the performance of management duties, and how they have changed compared with the previous year.

The 2022–2025 Remuneration Policy, applicable for the 2025 financial year, stipulates that the Chief Executive Officer, who is the Company's sole executive director, shall receive a fixed annual sum for the performance of his executive duties. This remuneration shall be determined in accordance with his duties, level of responsibility and professional profile and shall, where applicable, be reviewed annually by the Appointments and Remuneration Committee on the basis of the following criteria: (i) the executive director's contribution in the performance of his duties; (ii) consistency with the performance of the rest of the management team; (iii) the Company's performance; and (iv) market benchmarks. Any increases to the Chief Executive Officer's fixed annual remuneration may not exceed 20% of the fixed annual remuneration in force at the time the increase is agreed.

In this regard, the 2022–2025 Remuneration Policy sets out the following remuneration structure for the Chief Executive Officer:

Mr Pablo Colio Abril:

The 2022–2025 Remuneration Policy is based on a fixed annual remuneration for the Chief Executive Officer, which may be updated by the Appointments and Remuneration Committee up to a limit of 20% per annum of the fixed remuneration in force at the time of the update.

In this regard, following a favourable report from the Appointments and Remuneration Committee, the Company's Board of Directors, at its meeting on 21 January 2025, approved the FCC Group's Salary Policy for the 2025 financial year, entailing a salary increase of 3.3% for the 2024 financial year. Under this agreement, the CEO's fixed remuneration for the 2025 financial year amounted to €786,588.18.

As noted above, in accordance with the provisions of the 2022–2025 Remuneration Policy, the fixed remuneration will, where applicable, be reviewed annually by the Appointments and Remuneration Committee, which will determine whether an increase is justified based on the executive director's contribution in the performance of their duties, the Company's performance, consistency with the performance of the rest of the management team, and market benchmarks. In any event, the individual determination of the executive director's remuneration shall be the responsibility of the Board of Directors, following a report from the Appointments and Remuneration Committee.

B.7. Explain the nature and main characteristics of the variable components of the remuneration schemes accrued and recognised in the financial year ended.

In particular:

- a) Identify each of the remuneration schemes that have determined the various variable remuneration amounts accrued by each director during the financial year ended, including information

on their scope, date of approval, date of implementation, conditions for vesting (where applicable), vesting and validity periods, the criteria used to assess performance and how this has impacted the setting of the variable amount accrued, as well as the measurement criteria used and the period required to be in a position to adequately measure all the stipulated conditions and criteria, with a detailed explanation of the criteria and factors applied regarding the time required and methods used to verify that the performance conditions or any other conditions to which the accrual and vesting of each component of the variable remuneration were linked have been effectively met.

- b) In the case of share option schemes or other financial instruments, the general characteristics of each scheme shall include information on the conditions both for acquiring unconditional ownership (vesting) and for exercising such options or financial instruments, including the exercise price and period.
- c) Each director, and their category (executive directors, external directors representing shareholders, independent external directors or other external directors), who are beneficiaries of remuneration schemes or plans that include variable remuneration.
- d) Where applicable, information shall be provided on any vesting or deferral periods that have been applied and/or any lock-up or non-disposal periods for shares or other financial instruments, if any.

Explain the short-term variable components of the remuneration schemes:

The Company's Chief Executive Officer is the only member of the Board who receives variable remuneration.

In this regard, the Chief Executive Officer participates in the variable remuneration scheme and may receive, in accordance with the provisions of the 2022–2025 Remuneration Policy applicable in the 2025 financial year, up to 50% of his fixed salary in the event of meeting the targets set.

This variable remuneration is structured as follows:

a) 50% of his variable remuneration is directly conditional upon the achievement of corporate objectives, for the assessment of which the EBITDA and operating cash flow results for the relevant financial year will be taken into account as parameters, in accordance with the guidelines implemented in FCC's investee companies for determining the variable remuneration of senior management.

In order to determine the portion of variable remuneration linked to financial parameters—specifically, the performance of EBITDA and operating cash flow across the Company's various business areas—the specific targets are set out in the budget for the financial year in question, as approved by the Board of Directors of FCC, so that, at the end of the financial year, compliance with the targets is verified and, on that basis, the variable remuneration corresponding to the Chief Executive Officer is determined in respect of the financial targets, in the same way as that for the rest of the Company's senior management. In this regard, to determine this part of the variable remuneration, a scale of target achievement is applied, ranging from a minimum achievement level of 100% to a maximum achievement level of 110%. The intermediate values correspond to an achievement scale calculated by a linear interpolation. If 100% of the target is achieved, this will account for 60% of the weighting assigned to it, applying linear interpolation and up to a maximum of 100% of the corresponding portion of the variable remuneration.

b) The remaining 50% of the variable remuneration will depend directly on the extent to which the Chief Executive Officer meets the targets assigned to him, particularly with regard to the Company's long-term sustainability targets, with the decision regarding the specific amount to be determined by the Company's Board of Directors, following a report from the Appointments and Remuneration Committee.

Insofar as the 2022–2025 Remuneration Policy does not specify the specific objectives to be assigned to the Chief Executive Officer, it is the responsibility of the Board of Directors to set these objectives within the general principles and criteria established in the Policy itself, as well as to verify their fulfilment in order to determine the corresponding portion of the Chief Executive Officer's variable remuneration.

Thus, the CEO's variable remuneration is linked, on the one hand, to the achievement of financial objectives that are common to the setting of variable remuneration for all FCC senior management and, on the other hand, to the achievement of personal objectives of a financial and, in particular, non-financial nature, which are specific to the CEO.

Within the limits set out above and in accordance with the contract entered into with Mr Pablo Colio Abril and approved by the Board of Directors, following a favourable report from the Appointments and Remuneration Committee, the Chief Executive Officer's variable remuneration or additional bonus may amount to up to 25% of his annual fixed remuneration.

In the 2025 financial year, the maximum monetary amount to which the Chief Executive Officer would be entitled as variable remuneration could amount to €196,647, a figure derived from the calculation of the maximum limit on variable remuneration (25% of the annual fixed remuneration) in relation to the Chief Executive Officer's fixed remuneration envisaged for the 2025 financial year; and is to be understood as comprising the entirety of the variable remuneration, not merely the portion corresponding to the achievement of personal objectives.

Payment of the annual variable remuneration is made in the following financial year, meaning that the amount accrued by the CEO during a financial year is paid in the subsequent financial year. In the 2025 financial year, following the preparation of the accounts, the variable remuneration corresponding to the 2024 financial year was paid.

There are no share option schemes or any other financial instruments.

The Company has not established any deferral in the payment of amounts due or the delivery of financial instruments accrued.

Nor has any clause been agreed to reduce deferred remuneration or to oblige the director to return remuneration received.

Explain the long-term variable components of the remuneration schemes:

None

B.8. Indicate whether certain accrued variable components have been reduced or their return claimed where, in the first case, payment of unconsolidated amounts has been deferred or, in the second case, consolidated and paid, based on data whose inaccuracy has subsequently been clearly demonstrated. Describe the amounts reduced or repaid as a result of the application of reduction (malus) or repayment (clawback) clauses, why they were applied and the financial years to which they relate.

None

B.9. Explain the main characteristics of the long-term savings schemes whose amount or equivalent annual cost is shown in the tables in Section C, including retirement and any other survivor's benefits, which are financed, in whole or in part, by the company, whether funded internally or externally, indicating the type of plan (defined contribution or defined benefit), the contingencies it covers, the conditions for the vesting of financial rights in favour of directors, and its compatibility with any form of compensation for early termination or the termination of the contractual relationship between the company and the director.

None

B.10. Please explain, where applicable, any compensation or other payments arising from early termination, whether at the company's or the director's initiative, or from the termination of the contract in accordance with its terms, accrued and/or received by directors during the financial year ended.

None

B.11. Indicate whether there have been any significant changes to the contracts of those performing senior management functions as executive directors and, where applicable, explain these changes. Also, explain the conditions

the main terms of the new contracts signed with executive directors during the financial year, unless they have already been explained in section A.1.

There are none

B.12. Please explain any supplementary remuneration accrued to directors as consideration for services rendered other than those inherent to their position.

At the Board meeting of 30 July 2019, the contract for the provision of consultancy and advisory services with the company Vilafulder Corporate Group, S.L.U. (Vilafulder), linked to the director Mr Alejandro Aboumrad, was approved for a total annual amount of €338,000. On 23 February 2023, following a favourable report from the Audit and Control Committee and the Appointments and Remuneration Committee, the Board of Directors approved a revision of the aforementioned service provision contract, increasing the fees by 5% to €354,900-€ per annum and to agree to an annual review that takes into account the FCC Group's total wage bill review agreements as agreed from time to time by the Company's Board of Directors.

In this regard, following a favourable report from the Appointments and Remuneration Committee, the Company's Board of Directors, at its meeting on 21 January 2025, approved the FCC Group's Remuneration Policy for the 2025 financial year, entailing a 3.3% pay rise compared with the 2024 financial year. Under this agreement, the amount of the fees, applicable for the 2025 financial year, was set at €379,809.82.

Apart from this case, there is no additional remuneration for services provided to the Company.

B.13. Please explain any remuneration arising from the granting of advances, loans and guarantees, stating the interest rate, their key features and any amounts repaid, as well as any obligations assumed on their behalf by way of security.

None.

B.14. Please detail the remuneration in kind accrued by directors during the financial year, briefly explaining the nature of the various salary components.

The Company established the following types of remuneration in kind for the executive director Mr Pablo Colio Abril: Travel insurance: Mr Pablo Colio Abril is covered by the accident insurance for journeys undertaken in the course of his professional duties at the company, whether by plane, train or ship, which the Company has established as a general provision for the management team. Amount of cover: €601,012.10 per person, with a maximum of €6,000,000 per claim. The premium is paid in full by the company.

Accidental death or total permanent disability insurance:

Mr Pablo Colio Abril is the beneficiary of the insurance against accidental death or total permanent disability which the Company has generally established for the management team and which is intended to cover accidents resulting in death or total permanent disability, whether occurring during or outside working hours, in accordance with the terms and conditions of the current policy. Coverage for both contingencies will provide an annual payment equivalent to their respective fixed salaries. The premium is paid in full by the company.

Medical Insurance:

The Company covers 50% of the cost of health insurance for Mr Pablo Colio Abril and his family. The amount payable by the Company for health insurance for the 2025 financial year amounts to €4,640.58.

Other:

An accident insurance policy has been taken out for all directors, covering both their professional duties and their personal lives, which provides cover for:

- Death as a result of an accident.
- Death as a result of a road traffic accident.

This policy is valid for one year, renewable annually, with a premium of €3,847.03.

This amount is broken down in Table C.1 under (i) "Other items". It is also shown in section B.14 "Other".

B.15. Explain the remuneration accrued by the director by virtue of payments made by the listed company to a third party entity in which the director provides services, where such payments are intended to remunerate the director's services to the company.

None.

B.16. Explain and provide details of the amounts accrued during the financial year in relation to any other remuneration items not covered above, regardless of their nature or the group entity paying them, including all benefits in any form, such as where they are classified as related-party transactions or, in particular, where it significantly affects the true and fair view of the total remuneration accrued by the director, in which case the amount granted or pending payment, the nature of the consideration received and the reasons why it would have been considered, where applicable, not to constitute remuneration to the director by virtue of their status as such or in consideration of the performance of their executive duties must be explained, and whether or not it has been deemed appropriate to include it amongst the amounts accrued under the heading "other items" in Section C.

Some FCC directors have received remuneration for their membership of the Board of another Group company. Specifically, FCC SERVICIOS MEDIO AMBIENTE HOLDING, S.A. ("FCCSMAH").

The amounts are broken down in Table C.1 b i) "Attendance fees".

C. DETAILS OF INDIVIDUAL REMUNERATION FOR EACH DIRECTOR

Name	Type	Accrual period: financial year 2025
Ms ESTHER ALCOCER KOPLOWITZ	Proprietary Chair	From 1 January 2025 to 31 December 2025
Mrs ESTHER KOPLOWITZ ROMERO DE JUSEU	Shareholder Vice-Chair	From 1 January 2025 to 31 December 2025
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	Shareholder Vice-Chair	From 1 January 2025 to 31 December 2025
Mr PABLO COLIO ABRIL	Executive Director	From 1 January 2025 to 31 December 2025
Ms CARMEN ALCOCER KOPLOWITZ	Proprietary Director	From 1 January 2025 to 31 December 2025
Ms ALICIA ALCOCER KOPLOWITZ	Shareholder Director	From 1 January 2025 to 31 December 2025
Mr CARLOS SLIM HELÚ	Director	From 1 January 2025 to 31 December 2025
Mr JUAN RODRÍGUEZ TORRES	Proprietary Director	From 1 January 2025 to 31 December 2025
Mr GERARDO KURI KAUFMANN	Proprietary Director	From 1 January 2025 to 31 December 2025
Mr MANUEL GIL MADRIGAL	Independent Director	From 1 January 2025 to 31 December 2025
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	Independent Director	From 1 January 2025 to 31 December 2025

C.1. Please complete the following tables regarding the individual remuneration of each director (including remuneration for the performance of executive duties) accrued during the financial year.

a) Remuneration from the company covered by this report:

i) Remuneration accrued in cash (in thousands of €)

Name	Fixed remuneration	Attendance fees	Remuneration for membership of board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Severance pay	Other items	Total for the 2025 financial year	Total for the 2024 financial year
Ms ESTHER ALCOCER KOPLOWITZ		48							48	25
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU		26							26	29
Mr ALEJANDRO ABOUMRAD GONZÁLEZ		40						380	420	412
Mr PABLO COLIO ABRIL		40		787	197			5	1,029	999
Ms CARMEN ALCOCER KOPLOWITZ		26							26	29
Ms ALICIA ALCOCER KOPLOWITZ		40							40	44
Mr CARLOS SLIM HELÚ										3
Mr JUAN RODRÍGUEZ TORRES		64							64	72
Mr GERARDO KURI KAUFMANN		40							40	44
Mr MANUEL GIL MADRIGAL		50							50	57
Mr ÁLVARO VÁZQUEZ DE LAPUERTA		50							50	57

Comments

As the figures in the tables are entered in thousands and the programme does not allow decimals to be entered, they have been rounded up (if the decimal is 5 or higher) and down (if the decimal is less than 5).

ii) Statement of movements in share-based remuneration schemes and gross profit from consolidated shares or financial instruments.

Name	Plan name	Financial instruments at the beginning of the 2025 financial year		Financial instruments granted during the 2025 financial year		Financial instruments consolidated during the financial year				Matured and unexercised instruments	Financial instruments at the end of the 2025 financial year	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent/consolidated shares	Price of consolidated shares	Gross profit from consolidated shares or financial instruments (€ thousands)	No. of instruments	No. of instruments	No. of equity-accounted shares
Ms ESTHER ALCO CER KOPLOWITZ	Plan							0.00				
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU	Plan							0.00				
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	Plan							0.00				
Mr PABLO COLIO ABRIL	Plan							0.00				
Ms CARMEN ALCO CER KOPLOWITZ	Plan							0.00				
Ms ALICIA ALCO CER KOPLOWITZ	Plan							0.00				
Mr Carlos Slim Helú	Plan							0.00				
Mr JUAN RODRÍGUEZ TORRES	Plan							0.00				
Mr GERARDO KURI KAUFMANN	Plan							0.00				
Mr MANUEL GIL MADRIGAL	Plan							0.00				

Name	Plan name	Financial instruments at the start of the 2025 financial year		Financial instruments granted during the 2025 financial year		Financial instruments consolidated during the financial year				Matured and unexercised instruments	Financial instruments at the end of the 2025 financial year	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent/consolidated shares	Price of consolidated shares	Gross profit from consolidated shares or financial instruments (€ thousands)	No. of instruments	No. of instruments	No. of equity-accounted shares
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	Plan							0.00				

Comments

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iii) Long-term savings schemes.

Name	Remuneration for consolidation of rights to savings schemes
Ms ESTHER ALCOCER KOPLOWITZ	
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU	
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	
Mr PABLO COLIO ABRIL	
Ms CARMEN ALCOCER KOPLOWITZ	
Ms ALICIA ALCOCER KOPLOWITZ	
Mr CARLOS SLIM HELÚ	
Mr JUAN RODRÍGUEZ TORRES	

Name	Remuneration for the consolidation of rights to savings schemes
Mr GERARDO KURI KAUFMANN	
Mr MANUEL GIL MADRIGAL	
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	

Name	Company's contribution for the financial year (€ thousands)				Total accumulated funds (€ thousands)			
	Savings schemes with vested economic rights		Savings schemes with unvested economic rights		Savings schemes with vested economic rights		Savings schemes with unvested economic rights	
	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024
Ms ESTHER ALCOCER KOPLOWITZ								
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU								
Mr ALEJANDRO ABOUMRAD GONZÁLEZ								
Mr PABLO COLIO ABRIL								
Ms CARMEN ALCOCER KOPLOWITZ								
Ms ALICIA ALCOCER KOPLOWITZ								
Mr CARLOS SLIM HELÚ								
Mr JUAN RODRÍGUEZ TORRES								

Name	Contribution for the financial year by the company (€ thousands)				Total accumulated funds (€ thousands)			
	Savings schemes with vested economic rights		Savings schemes with unvested economic rights		Savings schemes with vested economic rights		Savings schemes with unvested economic rights	
	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024
Mr GERARDO KURI KAUFMANN								
Mr MANUEL GIL MADRIGAL								
Mr ÁLVARO VÁZQUEZ DE LAPUERTA								

Comments

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iv) Breakdown of other items

Name	Item	Amount
Ms ESTHER ALCOCER KOPLOWITZ	Item	
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU	Description	
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	Concept	
Mr PABLO COLIO ABRIL	Concept	
Ms CARMEN ALCOCER KOPLOWITZ	Concept	
Ms ALICIA ALCOCER KOPLOWITZ	Concept	
Mr CARLOS SLIM HELÚ	Description	
Mr JUAN RODRÍGUEZ TORRES	Description	

Name	Description	Amount
Mr GERARDO KURI KAUFMANN	Description	
Mr MANUEL GIL MADRIGAL	Description	
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	Concept	

Comments

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b) Remuneration paid to directors of the listed company for their membership of the governing bodies of its subsidiaries:

i) Remuneration accrued in cash (in thousands of €)

Name	Fixed remuneration	Attendance fees	Remuneration for membership of board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Severance pay	Other items	Total for the 2025 financial year	Total for the 2024 financial year
Ms ESTHER ALCOCER KOPLOWITZ										
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU										
Mr ALEJANDRO ABOUMRAD GONZÁLEZ		44							44	40
Mr PABLO COLIO ABRIL		55							55	271
Ms CARMEN ALCOCER KOPLOWITZ										
Ms ALICIA ALCOCER KOPLOWITZ										
Mr CARLOS SLIM HELÚ										
Mr JUAN RODRÍGUEZ TORRES										
Mr GERARDO KURI KAUFMANN		28							28	410

Name	Fixed remuneration	Attendance fees	Remuneration for membership of board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Severance pay	Other items	Total for the 2025 financial year	Total for the 2024 financial year
Mr MANUEL GIL MADRIGAL										
Mr ÁLVARO VÁZQUEZ DE LAPUERTA										

Comments

-This includes the remuneration of those FCC directors who are also members of the Board of Directors of FCCSMAH, a company controlled by FCC.

ii) Statement of movements in share-based payment schemes and gross profit on consolidated shares or financial instruments.

Name	Name of the Plan	Financial instruments at the beginning of the 2025 financial year		Financial instruments granted during the 2025 financial year		Financial instruments consolidated during the financial year				Matured and unexercised instruments	Financial instruments at the end of the 2025 financial year	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent/consolidated shares	Price of consolidated shares	Gross profit from consolidated shares or financial instruments (€ thousands)	No. of instruments	No. of instruments	No. of equity-accounted shares
Ms ESTHER ALCOCER KOPLOWITZ	Plan							0.00				

**ANNUAL REPORT ON THE REMUNERATION OF
DIRECTORS OF LISTED PUBLIC LIMITED COMPANIES**

Name	Plan name	Financial instruments at the start of the 2025 financial year		Financial instruments granted during the 2025 financial year		Financial instruments consolidated during the financial year				Matured and unexercised instruments	Financial instruments at the end of the 2025 financial year	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent/consolidated shares	Price of consolidated shares	Gross profit from consolidated shares or financial instruments (€ thousands)	No. of instruments	No. of instruments	No. of equity-accounted shares
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU	Plan							0.00				
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	Plan							0.00				
Mr PABLO COLIO ABRIL	Plan							0.00				
Ms CARMEN ALCO CER KOPLOWITZ	Plan							0.00				
Ms ALICIA ALCO CER KOPLOWITZ	Plan							0.00				
Mr CARLOS SLIM HELÚ	Plan							0.00				
Mr JUAN RODRÍGUEZ TORRES	Plan							0.00				

Name	Plan name	Financial instruments at the start of the 2025 financial year		Financial instruments granted during the 2025 financial year		Financial instruments consolidated during the financial year				Matured and unexercised instruments	Financial instruments at the end of the 2025 financial year	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent/consolidated shares	Price of consolidated shares	Gross profit from consolidated shares or financial instruments (€ thousands)	No. of instruments	No. of instruments	No. of equity-accounted shares
Mr GERARDO KURI KAUFMANN	Plan							0.00				
Mr MANUEL GIL MADRIGAL	Plan							0.00				
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	Plan							0.00				

Comments

iii) Long-term savings schemes.

Name	Remuneration for consolidation of rights to savings schemes
Ms ESTHER ALCOCER KOPLOWITZ	
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU	

Name	Remuneration for consolidation of rights to savings schemes
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	
Mr PABLO COLIO ABRIL	
Ms CARMEN ALCOCER KOPLOWITZ	
Ms ALICIA ALCOCER KOPLOWITZ	
Mr CARLOS SLIM HELÚ	
Mr JUAN RODRÍGUEZ TORRES	
Mr GERARDO KURI KAUFMANN	
Mr MANUEL GIL MADRIGAL	
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	

Name	Contribution for the financial year by the company (€ thousands)				Total accumulated funds (€ thousands)			
	Savings schemes with vested benefits		Savings schemes with unvested economic rights		Savings schemes with vested economic rights		Savings schemes with unvested economic rights	
	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024
Ms ESTHER ALCOCER KOPLOWITZ								
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU								
Mr ALEJANDRO ABOUMRAD GONZÁLEZ								
Mr PABLO COLIO ABRIL								
Ms CARMEN ALCOCER KOPLOWITZ								

Name	Company's contribution for the financial year (€ thousands)				Total accumulated funds (€ thousands)			
	Savings schemes with vested economic rights		Savings schemes with unvested economic rights		Savings schemes with vested economic rights		Savings schemes with unvested economic rights	
	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024	Financial year 2025	Financial year 2024
Ms ALICIA ALCOCER KOPLOWITZ								
Mr CARLOS SLIM HELÚ								
Mr JUAN RODRÍGUEZ TORRES								
Mr GERARDO KURI KAUFMANN								
Mr MANUEL GIL MADRIGAL								
Mr ÁLVARO VÁZQUEZ DE LAPUERTA								

Comments

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iv) Details of other items

Name	Item	Amount
Ms ESTHER ALCOCER KOPLOWITZ	Item	
Ms ESTHER KOPLOWITZ ROMERO DE JUSEU	Description	
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	Concept	

Name	Description	Remuneration amount
Mr PABLO COLIO ABRIL	Description	
Ms CARMEN ALCOCER KOPLOWITZ	Description	
Ms ALICIA ALCOCER KOPLOWITZ	Concept	
Mr CARLOS SLIM HELÚ	Description	
Mr JUAN RODRÍGUEZ TORRES	Description	
Mr GERARDO KURI KAUFMANN	Concept	
Mr MANUEL GIL MADRIGAL	Concept	
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	Concept	

Comments

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c) Summary of remuneration (in thousands of €):

The summary must include the amounts corresponding to all remuneration items included in this report that have been accrued by the director, in thousands of euros.

Name	Remuneration accrued by the Company					Remuneration accrued in group companies					Total for the 2025 financial year: company + group
	Total cash remuneration	Gross profit on consolidated shares or financial instruments	Remuneration from savings schemes	Remuneration for other items	Total for the 2025 financial year	Total cash remuneration	Gross profit from consolidated shares or financial instruments	Remuneration from savings schemes	Remuneration for other items	Total for the 2025 financial year, group	
Ms ESTHER ALCOCER KOPLOWITZ	48				48						48

**ANNUAL REPORT ON THE REMUNERATION OF
DIRECTORS OF LISTED PUBLIC LIMITED COMPANIES**

Name	Remuneration accrued in the Company					Remuneration accrued in group companies					Total for the 2025 financial year: company + group
	Total cash remuneration	Gross profit on consolidated shares or financial instruments	Remuneration from savings schemes	Remuneration for other items	Total for the 2025 financial year	Total cash remuneration	Gross profit on consolidated shares or financial instruments	Remuneration from savings schemes	Remuneration for other items	Total for the 2025 financial year (group)	
Ms ESTHER KOLOWITZ ROMERO DE JUSEU	26				26						26
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	420				420	44				44	464
Mr PABLO COLIO ABRIL	1,029				1,029	55				55	1,084
Ms CARMEN ALCOCER KOLOWITZ	26				26						26
Ms ALICIA ALCOCER KOLOWITZ	40				40						40
Mr CARLOS SLIM HELÚ											
Mr JUAN RODRÍGUEZ TORRES	64				64						64
Mr GERARDO KURI KAUFMANN	40				40	28				28	68
Mr MANUEL GIL MADRIGAL	50				50						50
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	50				50						50
TOTAL	1,793				1,793	127				127	1,920

Comments

C.2. Indicate the trend over the last five years in the amount and percentage change in the remuneration accrued by each of the directors of the listed company who have held office during the financial year, the company's consolidated results, and the average remuneration on a full-time equivalent basis of the employees of the company and its subsidiaries who are not directors of the listed company.

	Total amounts accrued and annual percentage change								
	Financial year 2025	% Change 2025/2024	Financial year 2024	% Change 2024/2023	Financial year 2023	% Change 2023/2022	Financial year 2022	% Change 2022/2021	Financial year 2021
Executive directors									
Mr PABLO COLIO ABRIL	1,084	-14.65	1,270	25.25	1,014	7.87	940	21.29	775
External directors									
Ms ESTHER ALCO CER KOPLOWITZ	48	-33.33	72	-	0	-	0	-	0
Ms ALICIA ALCO CER KOPLOWITZ	40	-56.04	91	-23.53	119	19.00	100	85.19	54
Mrs ESTHER KOPLOWITZ ROMERO DE JUSEU	26	-10.34	29	0.00	29	-	0	-	0
Ms CARMEN ALCO CER KOPLOWITZ	26	-10.34	29	0.00	29	-	0	-	0
Mr CARLOS SLIM HELÚ	0	-	3	-70.00	10	-	0	-	0
Mr JUAN RODRÍGUEZ TORRES	64	-79.35	310	-17.33	375	6.84	351	2.93	341

Total amounts accrued and % annual change									
	Financial year 2025	% Change 2025/2024	Financial year 2024	% Change 2024/2023	Financial year 2023	% Change 2023/2022	Financial year 2022	% Change 2022/2021	Financial Year 2021
Mr ALEJANDRO ABOUMRAD GONZÁLEZ	464	2.65	452	5.61	428	12.04	382	-1.55	388
Mr GERARDO KURI KAUFMANN	68	-85.02	454	-10.28	506	8.82	465	1.09	460
Mr MANUEL GIL MADRIGAL	50	-12.28	57	-26.92	78	36.84	57	-9.52	63
Mr ÁLVARO VÁZQUEZ DE LAPUERTA	50	-12.28	57	-45.71	105	16.67	90	13.92	79
Consolidated results of the company									
	391,016	-33.35	586,649	-7.19	632,118	14.79	550,653	-31.80	807,460
Average employee remuneration									
	31	6.90	29	7.41	27	0.00	27	3.85	26

Comments

The figure for "Consolidated results of the company" for the 2024 financial year has been adjusted to bring it into line with the information reported in the company's annual accounts.

D. OTHER INFORMATION OF INTEREST

If there is any relevant aspect regarding directors' remuneration that has not been covered in the other sections of this report, but which needs to be included to provide more complete and reasoned information on the company's remuneration structure and practices in relation to its directors, please briefly detail it.

[

This annual remuneration report has been approved by the company's board of directors at its meeting held on:

[25/02/2026]

Please indicate whether any directors voted against or abstained from voting on the approval of this Report.

[] Yes

[v] No