



FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.

FULL TEXT OF THE RESOLUTIONS OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HELD ON 24 JUNE 2026, AT FIRST CALL

1. Annual accounts and corporate management:

1.1. Examination and approval, if applicable, of the annual accounts and management reports, corresponding to the 2025 financial year, of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. and its Consolidated Group.

To approve the annual accounts and the management report corresponding to the fiscal year ended December 31, 2025, of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (the "Company" or "FCC"), as well as those of its Consolidated Group. These documents have been favorably reported by the Audit and Control Committee and audited by the Company's Auditor.

1.2. Examination and approval, if applicable, of the company's management during the 2025 financial year.

To approve the management of the Board of Directors of the Company during the fiscal year ended December 31, 2025.

1.3. Examination and approval, where appropriate, of the statement of non-financial information for the financial year 2025 and which is part of the consolidated management report.

To approve the consolidated statement of non-financial information for the year ended December 31, 2025, which is an integral part of the consolidated management report for the year. This document has been verified by the independent provider of the verification services.

1.4. Examination and approval, if applicable, of the proposal for the application of the result for the 2025 financial year.

Apply the result of the 2025 financial year, with a profit of 947,093,740.70 euros, as follows

- A Legal reserve: 3,623,180.40 euros.
- To be offset Negative results from previous years: 943,470,560.30 euros

1.5. Distribution of a cash dividend of €0.50 gross per share, charged to the share premium.

To distribute from the reserve "by share premium", a dividend of 0.50 euros gross per share of FCC entitled to receive it.



The dividend payment will take place between July 13 and 17, 2026.

The distribution of this dividend will be made through the participating entities adhered to the "*Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.*" (IBERCLEAR). On the gross amount that is paid, the withholding required by the applicable regulations shall be made.

2. Appointment of the auditors of the Company and its Consolidated Group.

To appoint, at the proposal of the Audit and Control Committee, as Auditor of the Company and its Consolidated Group for the years 2027, 2028 and 2029, the firm Deloitte Auditores, S.L., registered in the Official Register of Auditors of Accounts (ROAC) under number S0692, with address at 28020 Madrid, Plaza Pablo Ruiz Picasso, 1, Torre Picasso and NIF B-79104469.

3. Re-election of a Director, exemption from the obligation of non-competition and fixing of the number of members of the Board of Directors:

3.1. Re-election of Mr. Pablo Colio Abril as Executive Director.

To re-elect, following a favorable report from the Appointments and Remuneration Committee, as a member of the Board of Directors, with effect from the date of this Meeting and for the statutory period of four (4) years, Mr. Pablo Colio Abril with the category of Executive Director.

3.2. Exemption from the obligation not to carry out activities that involve effective competition with the Company, in accordance with article 230

To dispense and, therefore, allow Mr. Pablo Colio Abril to participate directly and indirectly, as well as to hold management and/or administrative positions in the Mexican companies Carso Infraestructuras y Construcción S.A.B. DE C.V. (CICSA), Constructora Terminal Valle de México S.A. de C.V., Servicios Terminal Valle de México S.A. de C.V. and Servicios C.T.V.M. S.A. de C.V., entities that carry out certain activities in the construction, real estate, cement and concessions sectors.

3.3. Determination of the number of members of the Board of Directors of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.

Within the minimum and maximum number determined in the Bylaws, the number of members of the Board of Directors of the Company is set at eleven (11).



4. Submission to a consultative vote on the Annual Report on Directors' Remuneration for the 2025 financial year.

To approve, on a consultative basis, the Annual Report on the Remuneration of FCC Directors for the 2025 financial year.

5. Reduction of the deadline for calling Extraordinary General Meetings.

To approve, in accordance with the provisions of article 515 of the Capital Companies Act, that the Extraordinary General Meetings may be convened, where appropriate, at least fifteen days in advance. This agreement will be in force until the date of the next Ordinary General Meeting.

6. Delegation for the development, elevation to the public, registration, correction and execution of the agreements adopted.

To empower the Board of Directors, as well as the Chief Executive Officer, the Secretary (non-Director) and the Deputy Secretary (non-Director) of the Board of Directors and the other members of the Board, so that any of them may, jointly and severally and indistinctly, interpret, correct, complement, execute and develop the resolutions adopted at this Meeting, as well as: (i) to make public the aforementioned agreements and agree on everything necessary for their development and compliance; (ii) to sign as many public or private documents as may be necessary or convenient, and to carry out any actions necessary in their execution, including the publication of legal announcements, before any public or private bodies or instances, until they are registered in the Mercantile Registry or any other, and may even grant deeds of ratification, rectification, correction and clarification, in view of the verbal suggestions or the written qualification of the corresponding registrar – and may even proceed to request the partial registration of the registrable agreements – and any other competent public or private body; and (iii) to draw up as many public or private documents as may be necessary or convenient and to carry out all the relevant procedures before the National Securities Market Commission, the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear), the Governing Companies of the Stock Exchanges and any other public or private body, entity or registry, both national and international, in order to execute and bring to a successful conclusion the approved agreements, as well as for the processing of the files and documentation of all kinds that may be necessary before public or private bodies and, in general, for any actions related to the agreements adopted at this General Meeting.

The Board of Directors is expressly authorized, under the provisions of article 249 bis.1) of the Capital Companies Act, to subdelegate (with the power of substitution when appropriate) to the Executive Committee, the director or directors it deems appropriate, each and every one of the powers granted to the Board of Directors by virtue of this resolution.