



FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.

RULES OF OPERATION OF THE ELECTRONIC SHAREHOLDERS' FORUM

1. Introduction

In accordance with the provisions of articles 539.2 of the consolidated text of the Capital Companies Act, approved by Royal Legislative Decree 1/2010, of 2 July (hereinafter, the "**Capital Companies Act**") and 28 of the Regulations of the General Shareholders' Meeting of **FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.** (hereinafter, "**FCC**"), the Board of Directors of FCC approves these Operating Rules of the FCC Electronic Shareholders' Forum (hereinafter, the "**Forum**") that will be made available on the FCC website (www.fcc.es) on the occasion of the call and until the holding of each General Shareholders' Meeting.

2. Rules of Operation of the Forum

These operating rules govern the setting up of the Forum on the FCC website, its availability to FCC shareholders and voluntary associations that may be constituted in accordance with current regulations, as well as the guarantees, terms and conditions for access to and use of the Forum.

These Operating Rules complement, with respect to the Forum, the rules set out in the "Legal Notice", "Privacy Policy" and "Cookies Policy" for access and use (hereinafter, the "**Conditions of Access and Use**") of the FCC website (www.fcc.es), which will be fully applicable to both access to and use of the Forum, in all matters that are not modified or are incompatible with the provisions of these Operating Rules.

FCC reserves the right to modify, at any time and without prior notice, the presentation, configuration, operation and content of the Forum, the Conditions of Access and Use and these Operating Rules, without prejudice to the provisions of the law.

3. Acceptance of the Forum's Operating Rules

Registration as a user of the Forum (hereinafter, the "**Registered User**") and access and/or use thereof implies full and unreserved acceptance of the terms and conditions of the Operating Rules and the current version of the Conditions of Access and Use of the FCC website (www.fcc.es).

FCC will be considered the Moderator of the Forum (hereinafter, the "**Moderator**") under the conditions and with the powers provided for in these Operating Rules, reserving the right to interpret in the event of doubt or discrepancy in the use of the same.

4. Object and purpose of the Forum



The Forum is set up for the sole purpose of facilitating communication between FCC shareholders on the occasion of the call and until the holding of each General Shareholders' Meeting.

By virtue of this, Registered Users may send, for publication in the Forum, communications that have the exclusive purpose of:

- Proposals that are intended to be presented as a complement to the Agenda announced in the call for the General Meeting. In no case may this right be exercised with respect to the call for Extraordinary General Meetings.
- Applications for adhesion to these proposals.
- Initiatives to achieve a sufficient percentage for the exercise of a minority right provided for in the law.
- Offers or requests for voluntary representation.

In no case will the publication in the Forum alone of a proposal complementary to the Agenda entail its acceptance or, consequently, the modification of the Agenda announced in the call to the Meeting.

5. Registered Users

Access to and use of the Forum is reserved exclusively for individual shareholders of FCC and voluntary associations of shareholders validly constituted and registered in the special register set up with the National Securities Market Commission (hereinafter, the "CNMV") in accordance with article 539.4 of the Capital Companies Act and other implementing regulations.

In order to access and use the Forum, shareholders and voluntary associations of shareholders must register as a "Registered User" by completing the corresponding registration form as a Registered User of the Forum, proving their identity and status as a shareholder of FCC or a voluntary association of shareholders duly constituted and registered with the CNMV, in the manner indicated in the aforementioned form.

In the case of shareholders who are legal persons and voluntary associations of shareholders, the representation of the person who intends to access the Forum must be justified in the registration form, in the manner established therein.

Access to and use of the Forum by Registered Users is conditional on maintaining at all times the status of FCC shareholder, in accordance with the applicable regulations, or of a duly constituted and registered voluntary association of shareholders. If FCC, in its capacity as moderator of the Forum, has reasonable doubts at any time about the compliance of these conditions by any Registered User, it may require them to prove that they have maintained these conditions, and may request the provision of any information or documents deemed appropriate for the verification of the points provided herein.

The Moderator may request additional information and suspend or terminate Registered Users who do not meet the criteria of his/her criteria to comply with the aforementioned conditions.



Communications made by shareholders who lose such status before the corresponding General Meeting is held will automatically lapse, as well as communications related to or linked to the above.

6. Access to the Forum and publication of communications

6.1. Right of access to the Forum

All Registered Users will have access to the Forum and will be able to consult the communications published therein.

The Forum is only intended to publish communications made by Registered Users in relation to the issues indicated in the section "Object and purpose of the Forum" and is not a mechanism for electronic conversation between Registered Users or a place for virtual debate.

Therefore, the Moderator will only incorporate into the Forum those communications that are appropriate in accordance with the law and FCC's corporate governance rules, and therefore no comments on such communications will be published in the Forum.

6.2. Publication of communications in the Forum

Any Registered User may send communications on any of the issues indicated in section 4 above, "Object and purpose of the Forum".

Communications will be sent exclusively in text format and, once published, will be accessible by any other Registered User.

Communications made by Registered Users are in a personal capacity and, except in the case of legitimate shareholder associations, communications received from representatives of shareholders, groups and shareholders' agreements, depository institutions, financial intermediaries and other persons acting on behalf of or in the interest of shareholders will not be published.

Communications must be submitted using the forms available for this purpose in the Forum, which will include:

- Identification of the Registered User who makes the communication.
- Statement of the communication, indicating precisely the content of the initiative.
- Brief justification of the communication.

The Moderator will include in all communication requested by a Registered User, the identification (name and surname, in the case of natural persons, company name, in the case of legal persons, and name and registration number in the CNMV register, in the case of associations of shareholders and, in the last two cases, the identification of their



respective representatives and, in all cases, email address as well as any data requested in the registration form).

Any communication published in the Forum shall include the identification of the Registered User who makes it (whether a natural person, legal person or association of shareholders), in the terms and length indicated in the previous paragraph, indicating the date and time of insertion.

By formulating a communication, it is understood that the Registered User responsible for it declares and guarantees that its content is lawful and in accordance with the law, these Operating Rules and the requirements of good faith, that it has all the necessary authorizations and permissions to make such communication and that it does not violate any rights of third parties.

The Moderator may verify the conformity of the communications that are intended to be made with the legal system, with these Operating Rules and with the requirements of good faith and may deny incorporation to the Forum, or withdraw from it, any communication that he/she considers not to be in accordance with these principles. Likewise, he/she may reply to any communication made by the Registered Users through the email address provided by the Registered User or by any other means of communication that he/she deems appropriate.

6.3. Content of communications

Any use of the Forum by Registered Users must be made in full compliance with the current legislation, in accordance with the purpose of the Forum in accordance with section 4 above, "Object and purpose of the Forum", and with respect for the requirements of good faith. Consequently, it is expressly prohibited, by way of example:

- Infringe the rights, assets and legitimate interests of FCC, other Registered Users and third parties, such as their intellectual and industrial property rights, religious freedom, honour, fame and privacy, protection of personal data and any other legal assets, rights or interests protected.
- Introducing information or personal data of third parties without the informed consent of its owner or by impersonating its identity.
- Incorporating content or expressions that are discriminatory, racist, sexist, violent, xenophobic or, in any way, vexatious or offensive.
- Incorporating any type of material that is inappropriate or contrary to the requirements of good faith.
- Providing information of any kind aimed at the commission of criminal, civil or administrative unlawful acts.
- Carry out any actions (or provide information to third parties) to avoid the technical restrictions that may be associated with the different supports or programs of the Forum in order to avoid unauthorized uses.



- Include content or material without the due authorisation of the owners of the intellectual or industrial property rights of such materials or contents.
- Damage, disable, overload or impair the operation of the Forum or the computer equipment of FCC, other Registered Users or third parties, as well as the documents, files and any content stored on such computer equipment (hacking) and prevent the normal use of the Forum by other Registered Users.

The communication of any type of advertising or announcement by Registered Users is absolutely prohibited.

Any Registered User who is aware that any content of the Forum, or provided through it, is contrary to the law, the rules established in these Operating Rules or the requirements of good faith, may inform the Moderator through the contact mailbox referred to in the "Contact Box" section (section 11 of these Rules), without this entailing any type of liability for FCC, even if no action is taken in this regard.

Registered Users undertake to make diligent, correct and appropriate use of the Forum in accordance with the legal system, these Operating Rules and the requirements of good faith and in accordance with its purpose, in accordance with section 4 above, "Object and purpose of the Forum".

6.4. Elimination of communications after the General Meeting

At 11:59 p.m. on the day prior to the holding of the General Shareholders' Meeting on first call, the Open Forum will be closed on the occasion of its call, and the Moderator reserves the right to delete and delete all communications contained therein.

7. Forum Scope

The Forum does not constitute a communication channel between FCC and Registered Users.

By virtue of this, no communication made or published in the Forum may be understood in any case as a notification to FCC for any purpose and, in particular, for the purpose of exercising any right held by Registered Users, individually or collectively, or to replace the legal requirements and FCC's corporate governance rules for the exercise of any rights or the development of the initiatives and actions of shareholders.

All the rights and powers that shareholders wish to exercise must do so through the legally established instruments, in accordance with the provisions of FCC's corporate governance regulations, without the Forum being, in any case, a valid instrument for these purposes.

8. Moderator Responsibility

8.1. Scope of FCC's liability



FCC is not responsible for the accuracy, veracity, validity, legality or relevance of the communications sent by Registered Users, nor for the communications definitively published in the Forum, or for the opinions expressed therein by said Registered Users.

FCC will only be liable for its own services and content directly originated by it and identified with its copyright as a trademark or intellectual or industrial property of FCC.

By virtue of accessing and/or using the Forum, all Registered Users declare to be aware and accept that the use of the Forum takes place, in any case, under their sole and exclusive responsibility.

The Moderator reserves the right not to publish the communications of Registered Users in the Forum and to exclude any Registered User from the Forum, when such Users do not act in accordance with the provisions of these Operating Rules.

8.2. Contents

Any Registered User may send communications on any of the issues indicated in section 4 above, "Object and purpose of the Forum".

The Moderator has the power, but not the obligation, to control the use of the Forum and its contents, which are the exclusive responsibility of the Registered Users who formulate them. In any case, the Moderator may establish tools for filtering and moderating the content of communications, as well as remove content when the cases provided for in these Operating Rules occur.

Registered Users will be liable for any damages that may be suffered by FCC, another Registered User or any other third party, as a result of accessing and/or using the Forum (including, in particular, the formulation of communications) in breach of any provision of current regulations, these Operating Rules and the requirements of good faith.

9. No license

FCC authorises Registered Users to use the intellectual and industrial property rights relating to the computer application installed on FCC's server, or of a third party that executes the services that make up the Forum, solely for the purposes set out in section 4 above "Object and purpose of the Forum", and in accordance with the terms and conditions established in these Operating Rules.

The Registered User must refrain from obtaining, or attempting to obtain, access to and use of the Forum and its contents by means or procedures other than those that in each case have been made available to them or indicated for this purpose.

FCC does not grant any type of licence or authorisation of use of any kind on its intellectual and industrial property rights or on any other property or right related to the Forum other than that provided for in the previous paragraph.

10. Cost of use



Access to and use of the Forum by Registered Users is free of charge, without prejudice to the cost incurred by each Registered User for the connection through the telecommunications network provided by the access provider contracted by said User, which will be supported exclusively by the User.

11. Contact mailbox

Registered Users who have suggestions or proposals on the improvement of the Forum, who require technical assistance, who wish to make complaints about content that does not comply with these Operating Rules may contact the FCC email address that will be recorded for this purpose in the Forum. The purpose of this email box is to serve the Registered User and improve the quality of the Forum, without implying any type of control or responsibility of the Moderator.

12. Security and protection of personal data

The personal data provided by Registered Users by filling in the "Request for registration in the Electronic Shareholders' Forum" form and/or using the contact mailbox specified in the previous section, or that are generated as a result of the use of the Forum, will be processed, through both the legitimate interest of the data controller, and the legal obligation of article 539 of the Capital Companies Act, by FCC (Data Controller) to:

- Establish, manage and supervise the operation of the Forum in accordance with the provisions of these Operating Rules and the applicable regulations.
- To respond to suggestions or proposals on the improvement of the Forum, possible technical assistance, the improvement of the quality of the Forum, as well as complaints about content that does not comply with these Operating Rules.

The data may be processed by third parties - maintenance and management service providers of the platform / Electronic Forum, who will act as data processors. Only in the event that the content of the communication may be susceptible to administrative and/or judicial action, the data may be communicated to the competent authorities for the investigation, investigation and sanction of the fact, based on compliance with legal obligations.

With respect to the data of third parties contained in the communications, the Registered User guarantees that they have informed them of the terms and purposes described above and have obtained their authorisation to make such communication.

The Registered User may exercise the right of access, rectification, deletion, limitation, opposition and portability, for this, a written communication must be sent to FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (Av. del Camino de Santiago, 40, 28050 Madrid) with the reference "Data Protection" or contact the Data Protection Officer of FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. directly at the following address: protecciondedatos@fcc.es. In the event that there are reasonable doubts about the identity of the interested party, FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. may request additional information. In the same way, a claim may be filed with the Spanish Data Protection Agency, in accordance with the provisions of



the applicable regulations, in the event that it considers that its rights have been violated or they are not addressed.
