

## **REGULATIONS OF THE ELECTRONIC FORUM OF SHAREHOLDERS OF TÉCNICAS REUNIDAS, S.A.**

### **Article 1. Introduction**

In accordance with what is provided in article 539.2 of the Consolidated Text of the Law on Capital Enterprises approved by Royal Legislative Decree 1/2010, of 2 July (hereinafter, “**Law on Capital Enterprises**”), the company Técnicas Reunidas, S.A. (hereinafter, the “**Company**”) approves these regulations (hereinafter, the “**Regulations**”), which is part of its Corporate Governance System, regarding the Electronic Forum of Shareholders of the Company (hereinafter, the “**Forum**”) which shall be made available on the Company website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), when the meeting is called and shall remain available on the site until each General Meeting of Shareholders is held.

### **Article 2. Purpose of the Regulations**

These Regulations help regulate the activation and availability of the Forum by the Company and the terms and conditions of access and use thereof by the shareholders of the Company and by the voluntary associations that may be established in accordance with regulations currently in effect.

These Regulations complement, with regard to the Forum, the regulations currently in effect regarding the use of the Company website, which shall be fully applicable to the access and use of the Forum in all matters that are not modified, or do not prove incompatible with, what is provided in these Regulations.

The Company reserves the right to modify, at any time and with no prior notice, the presentation, configuration, functions and content of the Forum, the conditions of use and these Regulations, notwithstanding what is set forth in the regulations of application.

### **Article 3. Acceptance of the rules of the Forum**

The registration as a Forum user (hereinafter, “**Registered User**”) and the access and/or use thereof shall imply the full and unreserved acceptance of the terms and conditions of these Regulations and the regulations applicable from time to time.

The Company shall perform the role as Forum administrator (hereinafter, the “**Administrator**”) under the terms and with the powers provided in these Regulations, reserving the power of interpretation in the event of doubts or discrepancies in the use thereof.

### **Article 4. Purpose and objective of the Forum**

The Forum is created with the aim of encouraging communication between shareholders of the Company and shall only be open during the period of time

between the date of publication of the call for the General Meeting in accordance with article 173 of the consolidated text of the Law on Capital Enterprises until the date the General Meeting is held, both included.

By virtue thereof, Registered Users may post for publication on the Forum, communications that shall exclusively consist of:

- a) Proposals to be presented in addition to the agenda announced in the call of the General Meeting.
- b) Requests for affiliation to such proposals.
- c) Initiatives to achieve the sufficient percentage in order to exercise a minority right as set forth in the Law.
- d) Offers or requests of voluntary representation.

The publication of a proposal additional to the agenda in the Forum under no circumstance shall mean the acceptance thereof by the Company or, therefore, the modification of the agenda published in the call for the Meeting; notwithstanding the Rights set forth in article 172 of the Law of Capital Enterprises.

#### **Article 5. Registered Users**

The access and use of the Forum is reserved exclusively for individual shareholders of the Company as well as for validly established voluntary shareholder associations which are registered in the special register established for this purpose in the National Securities Market Commission as provided in article 528.2 of the Law on Capital Enterprises and other additional regulations.

In order to access and use the Forum, the shareholders and voluntary shareholder associations must be registered as Registered Users by filling out the Forum User Registration form, providing proof, if requested to do so, of their condition as shareholders of the Company or validly established voluntary association of shareholders registered in the National Securities Market Commission, in the manner set forth in said form.

In order to guarantee user identity, physical shareholders must have available an electronic National Identity Document (DNIE) or a recognised electronic signature, based on a recognised and current electronic certificate issued by the Spanish Public Certification Body (CERES), which is dependent on the Fábrica Nacional de Moneda y Timbre (Royal Spanish Mint), and must identify themselves in the registration process by means of any such devices.

In the case of corporate shareholders and voluntary shareholder associations, the representation of the person wishing to access the Forum must be duly justified in the form in the manner established therein.

For subsequent accesses and Communications to the Forum, a special form for use may be required to be filled out.

Access and use of the Forum by the Registered Users are subject, in accordance with applicable regulations, to remaining at all times a shareholder of the Company or a validly established and registered voluntary association of shareholders.

If the Company, in its capacity as Forum Administrator, should at any time have reasonable doubts on the compliance with these terms by any Registered User, it may request proof that such conditions are being met, able to request presentation of whatever documentation or information is deemed appropriate to verify the issues in question.

The Company may require additional information, suspend or withdraw any Registered Users who do not satisfactorily meet the abovementioned conditions.

Communications sent by shareholders or voluntary shareholder associations who should lose their condition as such prior to the date on which the General Meeting is to be held, shall be automatically disregarded, as well as any communications related or associated therewith.

## **Article 6. Access to the Forum and publication of communications**

### 1. Access to the Forum

All Registered Users shall have access to the Forum and may consult any communications made by other Registered Users.

The Forum only aims to publish the communications made by Registered Users in relations to the issues mentioned in Article 4 of these Regulations and does not at any time pretend to be a means of electronic conversation among neither Registered Users nor a virtual debating venue. Likewise, the Forum is not a Communication channel between the Company and its shareholders.

Therefore, the Company shall only publish in the Forum those communications that are appropriate according to the Law, the corporate governance regulations and the Company regulations, with no publication therein of any comments on such communications.

### 2. Publication of Forum communications

All Registered Users may post communications on any of the issues mentioned in article 4 above, which shall be published in the Forum by the Company in accordance with the technical procedures establishes from time to time. The content of the communications may only be sent in text format and, once published, shall be accessible by any other Registered User.

Communications made by Registered Users are personal and, other than in the case of shareholders who are corporates and shareholder associations duly established according to the Law and these Regulations, no communications received from representatives of shareholders, shareholder groups and agreements, depository entities, financial brokers and other persons acting on behalf or in the interest of shareholders will be published.

The request for publication of communications must be made in accordance with the forms available for this purpose on the Forum, which shall include:

- a) Identification of the Registered User making the communication.
- b) Text of the communication, accurately indicating the content of the proposal.
- c) Succinct justification of the communication.

All communications published on the Forum will include the identity (name and surname, in the case of physical shareholders, company name, in the case of corporates, and registration number of the National Securities Market Commission, in the case of shareholder associations, in addition to, in the last two cases, the identity of their respective representatives) of the Registered User making the Communications and indicating the time and date of insertion thereof.

In the event that a Registered User should support a communication published in the Forum, eh shall have access to the electronic mail address of the Registered User who has published said communication.

The presentation of a communication shall imply that the Registered User responsible thereof states and guarantees the lawfulness of its contents and that these are in accordance with the Law, these Regulations and good faith principles, that it has all authorisations and permits required to present the communication in question and it does not contravene any third party rights.

The Company may verify the accordance of communications to be made with the law, these Regulations and good faith principles and may reject the addition to the Forum or withdraw there from any communication that it should deem contrary thereto.

Furthermore, the Administrator may respond to any communication made by the Registered Users via the electronic mail address provided by the Registered User or via any other means of communication deemed appropriate.

### 3. Content of Communications

Any use of the Forum by Registered Users must be made in observance of the regulations in force, these Regulations and the principles of good faith. Consequently, the following is expressly forbidden:

- a) To abuse the rights, assets or lawful interests of the Company, of other Registered Users and third parties and, specifically, intellectual and industrial property rights, religious freedom, fame and privacy, personal data protection and any other legal assets, Rights or interests protected by the legal system.
- b) To enter third party information or data of a personal nature without the informed consent of the owner of such data or the replacement of identity.
- c) To add content or expressions of a discriminatory, racist, sexist, xenophobic nature or which are offensive or insulting in any way.
- d) To add any type of inappropriate material or that which is contrary to the principles of good faith.
- e) To supply information of any kind for the commission of delinquent acts of a criminal, civil or administrative nature
- f) To carry out any actions (or supply information to third parties) which enable the avoidance of technical restrictions built into the various programs of the Forum to prevent unauthorised use thereof.
- g) To include content or material without the due authorisation of the owners of the intellectual or industrial property rights thereon.
- h) To damage, render unusable, overload or impair the working order of the Forum or the Company's computer Systems, of other Registered Users or third parties, as well as the documents, files and all manner of material stored in such computer Systems (Hawking) and prevent the normal use and enjoyment of the Forum by all other Registered users.

The insertion of any type of advertisement or publicity by any of the Registered Users is strictly forbidden.

Any Registered User who may be aware of any type of content in the Forum or provided via the Forum that may be contrary to the Law, to the rules established herein or to the principles of good faith, may inform the Company thereof by means of a contact mailbox referred to in article 12 below, with no liability thereof for the Company, even in the event that it should not take any steps in this regard.

Registered Users undertake to make diligent and correct use of the Forum, in accordance with the legal system, these Regulations and the principles of good faith, in accordance with the purpose set forth in article 4 above.

#### 4. Withdrawal of communications following the General Meeting

Once the General Meeting of Shareholders has been held, the Company reserves the right of withdraw and delete all communications referring thereto.

### **Article 7. Scope of the Forum**

The Forum is not a means of communication between the Company and the Registered Users.

By virtue of the above, no communication made or published on the Forum may be understood under any circumstance to be a notification made to the Company for any purposes and, in particular, and for the purposes of the exercise of any right held individually or collectively by the Registered Shareholders, nor will it replace the requirements set forth by law and the Corporate Governance regulations of the Company for the exercises of any of such rights or the performance of the initiatives and actions proposed by the shareholders.

All rights and powers that shareholders wish to exercise must be done via the legally established channels, in accordance with what is provided, as the case may be, in the Law and the Company regulations, and the Forum shall not be, under any circumstance, a valid channel for such purposes.

### **Article 8. Company liability**

#### 1. Scope of Company liability

The Company shall not be held liable for the accuracy, veracity, effectiveness, lawfulness or relevance of the communications sent by the Registered Users nor for the opinions contained therein.

The Company shall only be held liable for the services and contents directly generated by the Company and identified in its copyright as a brand or industrial or intellectual property of the Company.

By virtue of the access and/or use of the Forum, all Registered Users are aware and accept that the use of the Forum is done, in any case, under their own and exclusive responsibility.

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms of access and use of the Forum when required by technical or security reasons.

The Company shall not be held liable for any damages which, as the case may be, may be suffered by the shareholders arising from breakdowns, overloads, inoperative lines, connection failures, bad working order or any other incident of an equal or similar nature, beyond the control of the Company, which prevent the use of the mechanisms of access and use of the Forum.

## 2. Content

All Registered Users may send communications on any of the matters mentioned in article 4 above.

The Administrator expressly reserves the right to deny access and/or use of the Forum and to refuse to publish or withdraw communications made by those registered users who do not meet the regulations in force, these Regulations or the principles of good faith.

The Administrator shall have the power, but not the obligation, to control the use of the Forum and its content, which shall be of the exclusive responsibility of the Registered Users who present such contents. In any event, the Administrator may establish tools to filter the content of the communications when it may consider that they may be unlawful or contrary to the rules established herein or the principles of good faith.

Registered Users shall be held liable for any damages that may be suffered by the Company, another Registered Users or any other third party as a result of the access and/or use of the Forum (including, specifically, the presentation of communications) that may fail to meet the of the provisions of the regulations in force, these Regulations and the principles of good faith.

### **Article 9. Lack of permit**

The Company authorises Registered Users to make use of the rights of industrial and intellectual property regarding the software application installed on the server of the Company which carries out the functions which make up the Forum, only to be used for the purposes set forth in article 4 and according to the terms and conditions established herein. The Registered user must abstain from obtaining, or attempting to obtain, access and use of the Forum and its contents by means and procedures other than those which, in each case, have been made available for the purpose

The Company does not grant any kind of licence or permit of use of any kind on its intellectual or industrial property rights or rights of any other nature related with the Forum other than those set forth in the foregoing paragraph..

### **Article 10. Costs of usage**

The access and use of the Forum by the Registered Users is free of charge, except in terms of the cost of connection to the telecommunications network supplied by the access service provider for each Register User.

### **Article 11. Security and personal data protection**

All aspects regarding security and personal data protection contained in the regulations applicable from time to time shall be applicable to the Forum. Specifically, personal data provided by the Registered Users or which are generated as a result of use of the Forum shall be processed by the Company

to establish, manage and supervise the working order of the Forum in accordance with what is set forth herein and in applicable regulations.

Forum users accept, authorise and expressly consent that the Administrator should publish the content of all communications posted to the Forum website. Likewise, they accept, authorise and consent that the contents posted by any Forum user, may be viewed by any other registered user and that their name and surname, or company name, appears and can be viewed by any other registered user as a means of identification of the author of any communication.

Registered Users may exercise their rights of access, rectification, cancellation and objection via the contact mailbox referred to in article 12 below.

#### **Article 12. Contact mailbox**

Registered Users who may have suggestions or proposals to improve the Forum, who may require technical assistance, who wish to make reports on contents that contravene these Regulations or who wish to exercise their rights recognised in the regulations on personal data protection may address such communications to the electronic mail address of the Company indicated for this purpose in the Forum. The purpose of this electronic mailbox is customer service for the Registered User and the improvement of the quality of the Forum, not implying at any type any kind of control or liability on the part of the Company.