



TECNICAS REUNIDAS

**REPORT OF THE APPOINTMENTS AND
REMUNERATIONS COMMISSION OF TÉCNICAS
REUNIDAS, S.A. IN RELATION TO THE ANNUAL
VERIFICATION OF THE CATEGORY OF
DIRECTORS OF THE COMPANY**

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I. Introduction

Appointments and Remunerations Commission of Técnicas Reunidas, S.A. ("**Técnicas Reunidas**", S.A. or the "**Company**") is responsible, among others, for periodically verifying the category of directors of the Company, in accordance with the provisions of articles 3.1.(i).c) of the Council Regulations, for which it is required to consider the legal definitions of article 529 duodecies of the consolidated text of the Spanish Corporation Law, approved by Royal Legislative Decree 1/2010, of July 2 ("**LSC**").

In this regard, within the framework of the development of the Annual Corporate Governance Report of Técnicas Reunidas relevant to 2025 ("**IAGC**"), in which, among other issues, information shall be provided about the category of each director and, where appropriate, about the variations that would have occurred in the category of directors during the period subject to information (section C.2024 of the IAGC), the Commission has verified the category of the Board Members.

In line with the above, this Commission has analyzed the personal and professional circumstances of each the Member of the Board, in order to review and, where appropriate, modify or confirm, the category that belongs to which each director of the Company.

II. Executive Director

Article 529 duodecies.1 LSC establishes that executive directors are those who perform management functions in the Company or its Group, whatever the legal link they maintain with it.

In this sense, Mr. Juan Lladó Arburúa was re-elected by the General Meeting held on June 26, 2024, with the category of executive director based on his executive functions in the Company. Likewise, the Board of Directors of Técnicas Reunidas, meeting on that same date, after the aforementioned General Meeting, resolved - following a report from the Appointments and Remuneration Commission - to appoint Mr. Juan Lladó Arburúa as Executive Chairman of the Company, currently holding, by delegation of the Board, all powers that are delegable under the Law and the Company's By-laws, except for those set out in Article 25 of the Company's By-laws.

Since then, there has been no change in his status as Executive Chairman of Técnicas Reunidas that implies a modification in the category of Mr. Juan Lladó Arburúa, who continues, therefore, to be an executive director.

III. Proprietary directors:

Article 529 duodecies.3 LSC establishes that proprietary directors are those who possess a shareholding equal to or exceeding the quantity legally considered significant, or who have been appointed due to their position as shareholder, although their shareholding does not reach said required quantity, as well as those who represent the aforementioned shareholders.

Currently the Board of Directors has only one (1) proprietary director, Mr. José Manuel Lladó Arburúa, re-elected for the last time by the General Meeting of Shareholders on

June 1, 26 at the request of the shareholder Araltec, S.L., and who holds the position of Vice President of the Board.

The Appointments and Remuneration Commission has verified that he continues to maintain its connection with the shareholder he represents and that since the date of its re-election there has been no change in said circumstances that implies a change in his category of director.

IV. Independent directors

Article 529 duodecies.4 LSC establishes that independent directors are those who, appointed in recognition of their personal and professional status, may perform their duties without appearing biased due to relationships with the company or its group, its significant shareholders or its management team.

Likewise, it establishes that a director who owns a share may have an independent status, provided that he/she meets all the conditions laid down in this article and, in addition, their participation is not significant.

There are currently eight (8) independent directors of the Company, all of them appointed by the General Meeting of Shareholders, on the proposal of this Commission, in view of their qualification and professional profile, and after having verified that they could carry out their position without being conditioned by relations with the Company or its Group, its significant shareholders or its directors in accordance with what is legally required:

Director	Position at the Board	Date of last appointment	Years in office*
Ms. Petra Mateos-Aparicio Morales	Board Member	June 26, 2024	9
Mr. Alfredo Bonet Baiget	Board Member	June 28, 2022	7
Mr. José Nieto de la Cierva	Board Member	June 28, 2022	7
Ms. Inés Elvira Andrade Moreno	Board Member	June 26, 2024	5
Mr. Ignacio Sánchez-Asiain Sanz	Board Member	June 26, 2024	5
Ms. Silvia Iranzo Gutiérrez	Board Member	June 28, 2022	3
MS. María Belén Villalonga Morenés	Board Member	June 26, 2024	1
MR. Luis Manuel Enrique Téllez Kuenzler	Board Member	June 26, 2024	1

*as of December 31, 2025

In this regard, the Commission has verified that none of the Company's independent directors are in any of the specific situations contemplated in Article 529 duodecies of the LSC and, in general, that the directors may perform their duties without being conditioned by their relationships with the Company or its Group, its significant shareholders or its executives.

V. Other non-executive directors

Article 529 duodecies.2 LSC establishes that non-executive directors are all other directors in the company, whether proprietary, independent or other external directors considering that other non-executive directors of the Company are those who cannot be qualified either as independent or proprietary.

Currently, the Board of Directors does not have any director with the category of other external director.

VI. Conclusions

In accordance with the foregoing, this Appointments and Remuneration Commission considers that all of the directors of Técnicas Reunidas were, and are currently, correctly assigned to the legal category corresponding to them in accordance with the definitions contained in article 529 duodecies LSC, which will be duly reported in the Annual Corporate Governance Report corresponding to fiscal year 2025.

In accordance with the foregoing, the Appointments and Remuneration Commission of Técnicas Reunidas, S.A. issues this report at its meeting of February 19, 2026, and was presented to the Board of Directors of the Company at its meeting held on February 26, 2026.