

APPENDIX I

ECOENER, S.A.

APPOINTMENTS AND REMUNERATION COMMISSION

REPORT BY THE APPOINTMENTS AND REMUNERATION COMMISSION REGARDING THE RE-ELECTION OF RAFAEL CANALES ABAITUA AS SHAREHOLDER DIRECTOR BY THE COMPANY'S GENERAL MEETING OF SHAREHOLDERS

1. Introduction and background

This report by the Appointments and Remuneration Commission (the “**Commission**”) of Ecoener, S.A. (“**Ecoener**” or the “**Company**”) has been prepared in response to the proposed re-election of Rafael Canales Abaitua, as Shareholder Director, due to the termination of his term in the Annual General Meeting of Shareholders announced for 19 and 20 June 2026 in the first and second call, respectively (the “**Report**”).

The Report was prepared in compliance with the provisions of the applicable legislation regarding proposals submitted to the General Meeting of Shareholders for the appointment or re-election of non-independent directors issued by the Board of Directors.

2. Basis of legal competence

Pursuant to the provisions of article 529 *decies*, section 6 of the Recast Text of the Corporate Enterprises Act and article 5.6(i) of the Regulation of the Board of Directors of Ecoener, the proposal for appointment or re-election of any non-independent director should also be preceded by a report from the Commission.

3. Analysis and background

To draw up the Report, the Commission took into special consideration the criteria of competence and personal and professional suitability set forth in articles 225, 529 bis and 529 *duodecies* of the Recast Text of the Corporate Enterprises Act, article 22.3 of the Regulation of the Board of Directors and the Selection Policy for Board Members of Ecoener (the “**Selection Policy**”).

Other points taken into consideration include the recommendations of the Code of Good Governance of Listed Companies, approved by the Spanish National Securities Markets Commission (CNMV) in February 2015 and partially modified by agreement of the Board of the CNMV on 25 June 2020 (hereinafter the “**CBG**”) (in particular, the provisions of Principle 13 and Recommendation 14) and section 5 of the Technical Guide 1/2019 on Appointments and Remuneration Commission approved by the CNMV on 20 February 2019.

In this regard, the previous analysis of the Company's needs and the competences required by the Board of Directors, drawn up in compliance with Recommendation 14 of the CBG and section 2 of the Selection Policy in the session held today was taken into account, and is attached to this Report as **Appendix I**.

4. Re-election of Mr Rafael Canales Abaitua as Shareholder Director.

The meeting of the Appointments and Remuneration Commission held today evaluated the updated professional profile of Rafael Canales Abaitua and noted the following:

- i) he continues to meet the requirements legally provided for in the Selection Policy for re-election (i.e., good repute, knowledge, professional experience, solvency and competence, responsibility for the position in question and absence of conflict of interest);
- ii) he continues to have no grounds for disqualification due to legal incompatibility or prohibition, and possesses no similar grounds for same as provided for in the Selection Policy; and
- iii) continues to meet the legal and statutory provisions for appointment as an executive director.

The Commission also gave a very positive assessment of Rafael Canales Abaitua's performance as a director from the moment he was appointed as such and has accredited his professional skills in the commercial, legal, strategic and institutional sectors. In particular, the Commission gave a highly positive assessment of his contributions to the operations of the Appointments and Remuneration Commission as a Commission member.

5. Conclusion

To sum up, Rafael Canales Abaitua meets the requirements of suitability, competence, experience, training, merits and commitment required to continue to be a member of the Board of Directors of the Company. In view of the foregoing, the Commission considers that it is justified and appropriate for Rafael Canales Abaitua to be re-elected as a director of the Company for the statutory period.

As proof thereof and for the aforementioned purposes, the Commission issues this report, unanimously approved by the members of same in the session held on 23 April 2026.

The Report shall be submitted to the Board of Directors in the meeting to be held on 24 April 2026 for referral to the General Meeting of Shareholders announced for 19 and 20 June 2026 in the first and second call, respectively.