



# Enagás S.A.

## Convening of the Ordinary General Shareholders' Meeting

The Board of Directors of Enagás, S.A. (hereinafter, the "Company") resolved, in its meeting held on February 16, 2026, to call an Ordinary Shareholders General Meeting of the Company, to be held, on first call, on March 25, 2026 at 12:00 noon at Avenida Partenón 5, 28042 Madrid (Auditorio Ifema Sur) and, in the event that the quorum required by law and the Company Articles is not achieved, **on second call, on March 26, 2026 at 12:00 noon, likewise at Avenida Partenón 5, 28042 Madrid (Auditorio Ifema Sur)**; the same cards issued for the first call shall be valid.

**Shareholders are advised that the General Shareholders' Meeting is expected to be held upon second call. Should this not be the case, adequate advance notice will be given.**

### AGENDA

1. To examine and, if appropriate, approve the 2025 Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash Flow-Statement and Notes) and Management Report, which includes the Non-Financial Information Statement (and Sustainability Information Statement) of Enagás S.A. and its Consolidated Group.
2. To approve the Consolidated Non-Financial Information Statement (and Sustainability Information Statement) included in the Enagás Group Management Report for financial year 2025.
3. To approve, if applicable, the proposed distribution of Enagás, S.A.'s profit for the 2025 financial year.
4. To approve, if appropriate, the performance of the Board of Directors of Enagás, S.A. for financial year 2025.
5. To re-elect and appoint members of the Board of Directors. The following proposals shall be put to vote separately:
  - 5.1 To re-elect Mr. Antonio Llardén Carratalá as an External Director for a four-year period as per the articles of association.
  - 5.2 To re-elect Mr. Arturo Gonzalo Aizpiri as an Executive Director for a four-year period as per the articles of association.
  - 5.3 To re-elect Ms. Ana Palacio Vallelersundi as an External Director for a four-year period as per the articles of association.
  - 5.4 To re-elect Ms. María Teresa Costa Campi as an Independent Director for a four-year period as per the articles of association.
  - 5.5 To re-elect Ms. Clara Belén García Fernández-Muro as an Independent Director for a four-year period as per the articles of association.

- 5.6 To re-elect Mr. Manuel Gabriel González Ramos as an Independent Director for a four-year period as per the articles of association.
  - 5.7 To appoint Mr. Vicente Pedret Clemente as an Independent Director for a four-year period as per the articles of association.
  - 5.8 To maintain the number of members of the Board of Directors at fifteen.
6. Delegating to the Board of Directors, for a maximum of five years and with express replacement powers, the power of decision to issue, one or more times, any fixed-income securities or analogous convertible debt instruments, whether simple or secured, for a maximum of five billion euros (€5,000,000,000).
  7. Delegating to the Board of Directors, for a maximum of five years and with express replacement powers, the power of decision to issue, one or more times, any fixed-income securities or analogous convertible debt instruments or those which give the right to subscribe to Company shares or which can be exchanged or give the right to buy shares of the Company or of other companies, for a maximum of one billion euros (€1,000,000,000); and to increase share capital by the necessary amount and exclude, where applicable, the pre-emptive subscription right up to a limit of 10% of share capital at the time of this delegation of powers.
  8. To submit the Annual Report on Directors' Remuneration referred to in Article 541 of the Corporate Enterprises Act to an advisory vote.
  9. To delegate authorisation to supplement, develop, implement, rectify and formalise the resolutions adopted at the General Shareholders' Meeting.

#### **SUPPLEMENT TO NOTICE OF GENERAL SHAREHOLDERS' MEETING AND SUBMISSION OF NEW PROPOSALS**

In accordance with Article 519 of the Corporate Enterprises Act, shareholders holding at least three percent of the company's share capital are hereby advised that they may, by certified notice received at the registered office of the company (Enagás, S.A. Secretaría General, Paseo de los Olmos 19, 28005 Madrid) within five days of publication of this Notice, require that a supplement to the Notice be published adding one or more items to the agenda, providing that the new items are accompanied by the rationale for each item or, where appropriate, by a proposed resolution and its rationale. Any such supplement to the Notice shall be published at least fifteen days in advance of the scheduled date of the General Shareholders' Meeting.

Shareholders representing at least this same percentage may, within the time limit and in the manner indicated in the foregoing paragraph, present well-founded proposals for resolutions on matters already included or that should be included on the Agenda.

#### **PRESENCE OF A NOTARY AT THE MEETING**

In accordance with Article 203 of the Corporate Enterprises Act, Article 33 of the Articles of Association and Article 14 of the Rules and Regulations of General Shareholders' Meetings, the Board of Directors has arranged for a civil-law notary to be present to take the minutes of the General Shareholders' Meeting.

#### **ATTENDANCE AND VOTING RIGHTS**

In accordance with articles 27 of the Company Articles and 9 and 11.1 of the Regulations of the General Meeting, shareholders who, five days before the scheduled date of the Meeting, are holders of shares that are registered in the corresponding accounting register, may attend and vote at the General Meeting, that is, on March 20, 2026.

Shareholders with the right to attend must prove their status as such with the corresponding attendance, proxy and voting card, which will be issued by the Entities Adhered to the Securities Registration, Clearing and Settlement Systems Management Company or the body that replaces it, duly filled in for this purpose.

The share capital is divided into TWO HUNDRED AND SIXTY-ONE MILLION, NINE HUNDRED AND NINETY THOUSAND, SEVENTY-FOUR voting shares of the same class and series. Pursuant to the thirty-first additional provision of the Hydrocarbons Industry Act 34/1998 of October 7 and Article 6 bis of the Articles of Association, no natural person or body corporate may hold voting rights of over 3% in Enagás, S.A., and under no circumstances may shares be syndicated. Those parties that operate within the gas sector, including those natural or legal persons that directly or indirectly possess equity holdings in the former of more than 5%, may not exercise voting rights in Enagás, S.A. in excess of 1%. These restrictions do not apply to direct or indirect interests held by public sector enterprises.

Shareholders with the right to vote can do so in person or by proxy by any of the procedures set forth in Article 11 of the Rules and Regulations of the General Shareholders' Meeting and as resolved by the Board of Directors:

1.- By attending and voting at the meeting in person, with an attendance, proxy and voting card properly filled out and signed for the purpose. Registration of attendance, proxy and voting cards shall start at 10.00 am. Accreditations will be accepted up to 12.00 pm, when the Meeting is scheduled to begin.

2.- By attending and voting remotely in real time, in accordance with the procedure established in the section "Attendance, proxy and voting in the event of remote attendance at the General Shareholders' Meeting" of this notice.

3.- Voting prior to the Meeting by postal correspondence, with the attendance, proxy and voting card duly signed and filled in for this purpose, or by electronic communication by the procedure established for this purpose, either by electronic voting using the form available for this purpose found on the Company's website ([www.enagas.es](http://www.enagas.es)) or by telephone by calling +34 910 607 385.

4.- By voting, prior to the General Shareholders' Meeting, at the Shareholder Information Office, submitting an attendance and voting card duly signed and filled out.

A vote cast by either of the last two procedures above will only be null and void if:

- a) It is later expressly revoked by the same means used for originally casting the vote, within the time limit established for casting votes.
- b) The physical presence or remote attendance of the shareholder who cast the vote.

Any sale of voting shares effected at least five days before the scheduled date of the Meeting shall render votes cast prior to such sale null and void.

If shareholders validly cast their vote on one or more occasions using the same or different means of remote communication, the vote received last will prevail and override any votes received previously.

### **PROXY RIGHTS**

Any shareholder entitled to attend the meeting may procure to be represented at the General Shareholders' Meeting by another person, who need not be a shareholder, provided that the established requirements and formalities are fulfilled. Representation will be valid only for the particular meeting in question, conferred in writing, by post or through electronic means, and provided that the identity of the proxy is properly assured and the security of the electronic communications is guaranteed.

Proxies must identify themselves by their Spanish national identity card (DNI) or their passport and produce a printed copy of the postal or electronic delegation, duly signed by both the proxy and the principal.

Any delegated authority which does not contain the name of the person to whom it is delegated shall be deemed to be conferred on the Chairman of the Meeting.

A proxy may be revoked at any time. A proxy granted will be considered to be revoked if the principal is present at the Meeting in person or by remote means. Any votes cast by remote means of communication will render any proxy granted electronically or by post null and void, and the proxy will be deemed to have been revoked if granted previously, or not to have been granted at all if granted subsequently.

Shareholders who are legally under-age or incapacitated and body corporate shareholders will be represented by persons vested with duly documented powers of representation.

A shareholder may not have more than one representative at a meeting, whether as an appointed proxy or as a representative as determined by law.

If the principal has given voting instructions, the proxy will cast the principal's vote according to said instructions and will be bound to safeguard the instructions for one year starting from the date of the meeting convened. The proxy may represent more than one shareholder, and there are no restrictions on the number of shareholders that can be represented. When a proxy represents various shareholders, the proxy may vote in more than one direction based on the instructions of each shareholder.

In accordance with the provisions of Article 523 of the Corporate Enterprises Act and Article 10 of the Rules and Regulations of General Shareholders' Meetings, proxies must inform the respective principal in detail of any conflict of interest prior to their designation. If the conflict arises after the appointment and the proxy holder had not advised the represented shareholder of the possible existence thereof, the proxy holder must inform the shareholder immediately. In both cases, if the proxy holder does not receive new precise voting instructions for each of the matters upon which the proxy holder must vote on behalf of the shareholder, the proxy holder must abstain from casting a vote.

In accordance with Article 526 of the Corporate Enterprises Act concerning potential conflict of interest situations, a director to whom a shareholder has granted a proxy may not exercise the voting rights corresponding to the amount of share capital represented on items on the Agenda where there exists a conflict of interest in the case of that director, unless the director has received specific voting instructions concerning said items from the principal. If the principal does not issue specific voting instructions, and unless expressly indicated otherwise by the shareholder, the Secretary of the General Shareholders' Meeting will be deemed to have been appointed as the principal's proxy in relation to all of the above.

For the purposes of the provisions of Articles 523 and 526 of the Corporate Enterprises Act, it is stated that all members of the Board of Directors are in a situation of conflict of interest with regard to items 4 and 8 of the Agenda. Furthermore, there is a conflict of interest (i) with respect to items 5.1, 5.2, 5.3, 5.4, 5.5, 5.6 and 5.7 of the agenda, solely in the case of the director whose re-election is proposed; and (ii) in the cases set forth in sections b) or c) of Article 526.1 of the Corporate Enterprises Act that may be submitted outside the agenda in accordance with the Act, with respect to the director affected, if any.

In accordance with the provisions of Article 524 of the Corporate Enterprises Act entities appearing as legitimated shareholders according to the register of shareholders but acting on behalf of different beneficial owners, may in all cases split the voting rights and exercise them in opposing ways in adherence to divergent voting instructions, should

they have received such. These intermediary entities may grant proxy to each of the beneficial owners or to third-parties designated by the same, with no restrictions placed on the number of proxies granted.

## **PROXY REPRESENTATION AND VOTING BY REMOTE MEANS PRIOR TO THE GENERAL SHAREHOLDERS' MEETING**

### **Vote cast at the Shareholder Information Office**

If shareholders decide to cast their vote in person or by proxy at the Shareholder Information Office, they shall submit an attendance, proxy and voting card clearly stating the shareholder's identity, number of shares held and vote on each item on the Agenda, bearing their written signature, and shall also present their national identity card or passport, if the shareholder is a natural person. In the case of representation, the proxy must present a document accrediting proxy representation, whether the shareholder is a legal person or a natural person.

### **Proxy representation and voting by post**

In order to appoint a proxy or vote by post, a duly signed and completed attendance, proxy and voting card must be sent in a sealed envelope to the company's registered office (Enagás, S.A. – Shareholder Information Office – Paseo de los Olmos 19, 28005 Madrid).

If the card issued by the IBERCLEAR participating entity does not include the "Remote Voting" section, or if it is incomplete, the shareholder may complete it by using the standard card form that the Company provides on its website ([www.enagas.es](http://www.enagas.es)). This card, duly completed and signed, must be sent to the Company.

### **Proxy representation and voting by electronic means**

Shareholders wishing to appoint a proxy by an electronic communication can do so via the Company's website ([www.enagas.es](http://www.enagas.es)), in the section dedicated to the Shareholders General Meeting in the "Shareholders and Investors" section, by following the relevant instructions specified on each of the screens of said website and filling in the forms provided therein. For this purpose, they shall prove their identity by means of (i) the Electronic User Certificate issued by the Spanish Public Certification Entity (CERES) under the Fábrica Nacional de la Moneda y Timbre (Spanish National Mint), in respect of which there is no record of its revocation; (ii) the qualified electronic certificate incorporated into the electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of December 23, regulating the issue of the National Identity Document and its electronic signature certificates, and the certificate shall be obtained by the shareholder, free of charge for the Company, and must be valid at the time the vote is cast; or (iii) the user/password credentials that the shareholder will receive at their email address, upon request through a special credentials request form available on the voting, electronic proxy and remote attendance platform itself, and after verification of their identity and shareholder status.

In addition, natural person shareholders can cast their vote beforehand by calling +34 910 607 385. To be able to vote by telephone, the shareholder will have to (i) identify him/herself with their full name, (ii) state their National Identity Document or passport number and (iii) state the number of shares they hold individually or jointly (if the shares are in several securities accounts, it will suffice to state the number of shares in one of the accounts), which the Company will verify in real time, provided there are technical impediments to do so.

### **Common rules**

For more details on the procedure and rules of these proxy and voting arrangements, shareholders can consult the "Procedure for the casting of votes and granting of proxies at the General Shareholders' Meeting by remote means of communication and remote attendance and voting", approved by the Board of Directors at its meeting on February 16, 2026, which appears on the Company's website ([www.enagas.es](http://www.enagas.es)), in the section "Shareholders and Investors", in the section dedicated to the General Shareholders' Meeting.

In order for the proxies granted and the votes cast by any of the above means to be valid, they must be received at the Company's registered office (Enagás, S.A. Oficina de Información del Accionista, Paseo de los Olmos 19, 28005 Madrid) or via its website ([www.enagas.es](http://www.enagas.es)), as the case may be, between the day of publication of the call for the General Meeting and no later than 24 hours prior to the date and time scheduled for the holding of the General Shareholders' Meeting at second call.

After this time, only proxy appointments in writing presented at the shareholder registration desks on the date and time specified for the General Shareholders' Meeting will be admitted.

### **ATTENDANCE, PROXY REPRESENTATION AND VOTING IN THE EVENT OF REMOTE ATTENDANCE AT THE GENERAL SHAREHOLDERS' MEETING**

Pursuant to Article 27 of the Articles of Association, and Articles 9 and 11 of the Rules and Regulations of General Shareholders' Meetings, shareholders or proxy holders with the right to attend may also attend the General Shareholders' Meeting and vote in real time by using the remote means set forth below, and, in such cases, shareholders with the right to vote may exercise such right themselves or by proxy.

**Identification and prior registration:** to guarantee the identity of the attendees, shareholders or proxies who wish to use the remote attendance mechanisms must register in advance through the electronic voting, proxy and remote attendance application (hereinafter the "**Application**") accessible via the website ([www.enagas.es](http://www.enagas.es)), in the section dedicated to the General Shareholders' Meeting in the "Shareholders and Investors" section, **from the date of publication of the call notice and no later than twenty-four hours prior to the date and time scheduled for the General Meeting** (i.e., at 12:00 noon on March 24, 2026 if the General Meeting is held on first call and, **at 12:00 on March 25, 2026 if, as planned, the General Meeting is held on second call**)). After that time, no prior registration will be accepted for the exercise of the right to remote attendance. All shareholders or proxies wishing to attend the General Shareholders' Meeting remotely are advised to complete the pre-registration process sufficiently in advance in order to be able to correctly process the documentation accrediting the identity and legitimacy of the shareholders or their proxies.

The proof that the Board of Directors deems appropriate to ensure the identification of the shareholder and/or proxy holder exercising their right to remote attendance is the electronic signature based on a qualified certificate under the terms laid down in the applicable regulations, provided that it is based on (i) the Electronic User Certificate issued by the Spanish Public Certification Entity (CERES), which is attached to the Fábrica Nacional de la Moneda y Timbre (Spanish National Mint); (ii) the qualified electronic certificate incorporated into the electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of December 23, regulating the issuing of the National Identity Document and its electronic signature certificates, (the certificate shall be obtained by the shareholder or proxy, free of charge for the Company, and must be valid on the day of the General Shareholders' Meeting; it is the exclusive responsibility of the shareholder or proxy to safeguard their electronic signature; or (iii) the user/password credentials that the shareholder will receive at their email address, upon request through a special credentials request form available on the voting, electronic proxy and remote attendance platform, and after verification of their identity and status as shareholder.

In order for the proxy to be registered as a remote attendant at the General Shareholders' Meeting, the proxy must have previously sent the Company a copy of their National Identity Document or Passport, and a copy of the proxy letter, if applicable by postal or electronic means, duly signed by the proxy and the represented shareholder. Said documentation must be received at the Company's registered office (Enagás, S.A. - Shareholder Information Office - Paseo de los Olmos, 19, 28005 Madrid) or at the email address provided for this purpose ([accionistas@enagas.es](mailto:accionistas@enagas.es)) no later than twenty-four hours prior to the date and time scheduled for the holding of the General Shareholders' Meeting (i.e. at 12.00 noon on March 24, 2026 if the General Shareholders' Meeting is held on first call and **at 12.00 noon on March 25, 2026 if, as expected, the General Shareholders' Meeting is held on second call**).

Any shareholder or representative who has registered to attend the General Shareholders' Meeting by remote means and wishes to leave the meeting by recording it with the notary may do so using the form provided for this purpose in the Application.

**Connection and attendance:** any shareholder (or proxy) who has previously registered to attend the General Meeting electronically in accordance with the previous section, **must connect via the Application** between 09:30 a.m. and 11:45 a.m. (CEST) on March 25, 2026 (if the Meeting is held at first call) or **on March 26, 2026 (if, as expected, the Meeting is held on second call)**, and identify themselves again by one of the following means: (i) qualified or advanced electronic signature, based on a qualified, valid electronic certificate, issued by the Spanish Public Certification Entity (CERES), attached to the Fábrica Nacional de Moneda y Timbre (the Spanish Mint) (ii) a valid electronic National Identity Document or (iii) the username/password credentials that must have been requested at the time of prior registration.

**Speeches, proposal and information during the General Shareholders' Meeting:** Any Shareholder (or their proxy) who wishes to speak at the General Shareholders' Meeting, make proposals where legally appropriate or request such information or clarifications as they deem necessary regarding the items on the Agenda or such clarifications as they deem necessary regarding the information accessible to the public that the Company has provided to the National Securities Market Commission since the last General Shareholders' Meeting was held and regarding the auditor's report, may do so by completing the form provided for this purpose in the Application until the time when the floor is closed for discussion, which will be duly indicated during the course of the General Shareholders' Meeting. In the event that the shareholder (or their proxy) wishes their speech to be recorded in the minutes of the meeting this must be clearly stated on the form in all cases.

The request for information or clarification exercised during the General Shareholders' Meeting shall be satisfied verbally during the course of the meeting or, if it cannot be satisfied at that time, shall be answered in writing within seven days following the meeting.

**Voting:** Voting on the proposals relating to Agenda items **may take place from the time the shareholder (or, where applicable, the proxy) is connected as an attendee** and until the Chairperson or, where applicable, the Secretary of the Meeting announces the conclusion of the voting period for the proposed resolutions relating to items on the Agenda.

With regard to proposals of resolutions on matters that, by law, do not need to be on the Agenda, remote attendees may cast their votes from the moment that these proposals are read out and included in the Application in order to proceed to the vote, through the said Application, and until the Chairperson or, where applicable, the Secretary of the Meeting announces the conclusion of the voting period for the proposed resolutions.

The procedure provided for in the Articles of Association and the Rules and Regulations of General Shareholders' Meetings shall be applied to voting on proposed resolutions.

## **BROADCAST OF THE GENERAL SHAREHOLDERS' MEETING**

Any shareholder (or their proxy) who attends the General Shareholders' Meeting by remote means may follow the complete event, which will be broadcast in real time via the Company's website, notwithstanding which it may be recorded and disseminated to the public through the aforementioned website.

## **RIGHT TO INFORMATION**

Pursuant to Articles 272, 287, 517 and 518 of the Corporate Enterprises Act, shareholders are advised that they may examine the following information at the registered office of the Company (Paseo de los Olmos, 19, 28005, Madrid), or request that said information be submitted or sent to them free of charge:

- The 2025 Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash Flow-Statement and Notes), Management Report and Audit Report for both Enagás and its Consolidated Group. The Consolidated Management Report contains the non-financial information statement (and sustainability information statement) related to the Group in 2025, in accordance with Law 11/2018 of December 28, concerning non-financial information and diversity.
- Non-Financial Information Statement (and Sustainability Information Statement) included in the Enagás Group's Consolidated Management Report.
- The full text of the Notice of General Shareholders' Meeting, setting out the resolutions proposed for adoption by the Board of Directors; and, if applicable, the supplement to the Notice of General Shareholders' Meeting and the proposals as presented by the shareholders along with any documentation attached.
- Total number of shares and voting rights at the date of the Notice.
- The attendance, proxy and voting card.
- Identity, curriculum vitae, and category of members of the Board of Directors nominated for appointment or re-election, along with the proposal and reports as referred to in Article 529 decies of the Corporate Enterprises Act.
- Annual Directors' Remuneration Report.
- The report from the Audit and Compliance Committee on the independence of the external auditor.
- Report of the Board of Directors on the proposal to delegate the power to issue fixed-income securities or debt instruments of a similar nature, simple or guaranteed, referred to in item 6 of the Agenda.
- Report of the Board of Directors for the purposes of the provisions of Articles 286, 297.1.b) and 511 of the Corporate Enterprises Act, setting out the rationale for the proposal to delegate the power to issue fixed-income securities or debt instruments of a similar nature convertible into or giving the right to subscribe Company shares or that are exchangeable or give the right to acquire Company shares or shares of other companies, with the power to increase the share capital by the necessary amount and, where appropriate and with a limit of 10 per cent of the share capital, exclude the pre-emptive subscription right, referred to in item 7 of the Agenda.
- Sustainability and Appointments Committee Activity Report.
- Remunerations Committee Activity Report.
- The report from the Audit and Compliance Committee on related-party transactions.

- Report of the Audit and Compliance Committee on related-party transactions.
- The procedures for voting and granting proxies at the General Shareholders' Meeting by remote means of communication and remote attendance and voting approved by the Board of Directors.
- The rules of use of the "Electronic Shareholder Forum" approved by the Board of Directors.

All this information is continuously available on the Company's website ([www.enagas.es](http://www.enagas.es)) in the General Shareholders' Meeting section of the "Shareholders and Investors" tab.

In accordance with Articles 197 and 520 of the Corporate Enterprises Act, shareholders are informed that up to the fifth day prior to the General Shareholders' Meeting, they may request from the Directors any information or clarification they deem appropriate, or submit in writing the questions they judge relevant, and request in writing within the same period or verbally during the holding of the General Shareholders' Meeting any clarifications concerning any information accessible to the general public which the company has supplied to the Spanish National Securities Market Commission since the last General Shareholders' Meeting, and also concerning the Auditors' Report.

Pursuant to Article 539 of the Corporate Enterprises Act, on the Company's website ([www.enagas.es](http://www.enagas.es)) in the General Shareholders' Meeting section of the "Shareholders and Investors" tab an "Electronic Shareholder Forum" has been created. The rules of use of the forum were approved by the Board of Directors at its meeting on February 16, 2026.

Any other information on the General Shareholders' Meeting not expressly set out in this Notice may be consulted in the Rules and Regulations of the General Shareholders' Meeting and in the "Process for attendance, voting and appointment of proxies for General Shareholders' Meetings by remote communication" on the Company's website ([www.enagas.es](http://www.enagas.es)) in the General Shareholders' Meeting section of the "Shareholders and Investors" tab or by calling freephone 900 100 399, 10:00 am to 2:00 pm and 4:00 pm to 6:00 pm, Monday to Friday, on working days.

### **PROCESSING OF PERSONAL DATA**

Personal data (including, where applicable, image and voice) that shareholders send to Enagás S.A. to exercise their rights to attend, represent and vote at the General Shareholders' Meeting, or that are provided for these purposes by the entities where these shareholders have their shares deposited, will be processed by Enagás S.A. in accordance with Organic Law 3/2018 on Personal Data Protection and the Guarantee of Digital Rights and with Regulation 2016/679 of the European Parliament and of the Council of April 27, 2016, to carry out the appropriate development, compliance and control of the existing shareholder relationship.

The legal basis for data processing will be compliance with the legal obligations established in the Corporate Enterprises Act, relating to the execution of the shareholder relationship for the management of calling and holding the General Shareholders' Meeting, the processing of the vote cast and delegation of the vote, as well as the management of requests for information or issues raised by the shareholder. The General Shareholders' Meeting may be recorded and broadcast on the Enagás website or by accredited media. The legal basis for processing recordings or images of the shareholder will be the legitimate interest of Enagás S.A. in recording and broadcasting the General Shareholders' Meeting and the consent of the person attending, granted when attending the General Shareholders' Meeting, with other alternative means available for the latter

to exercise his rights without attending the event. The data will be retained for as long the individual is a shareholder and, thereafter, for the period of limitation of any legal or contractual actions that may apply.

The personal data will be provided to the Notary Public exclusively in connection with the drafting of the notarial minutes of the General Shareholders' Meeting and may be provided to third parties to exercise the right to information provided for by law or accessible to the public insofar as it is disclosed in the course of the General Shareholders' Meeting.

Likewise, suppliers who provide services for the General Shareholders' Meeting may have access to their personal data for any of the purposes set forth in this Notice, as well as for other technical or auxiliary purposes. These suppliers shall be considered as processors and shall process the personal data in accordance with the Company's instructions. The Company will not carry out international transfers of personal data.

Please note that you may exercise your rights of access, rectification, portability, erasure, restriction, objection and the right not to be subject to automated decisions, when such rights are applicable, by sending your request to [protecciondedatos@enagas.es](mailto:protecciondedatos@enagas.es) or to the postal address at Paseo de los Olmos 19, 28005 Madrid, providing a copy of your ID card or equivalent document and specifying your request. Furthermore, if you consider that your data has been processed in an inappropriate manner, you have the right to file a complaint with the Spanish Data Protection Agency [www.aepd.es](http://www.aepd.es).

In the event that the shareholder's proxy card or any other card used at the General Shareholders' Meeting includes personal data referring to other individuals, the shareholder must inform them of the points contained in the preceding paragraphs and comply with any other requirements that may be applicable for the proper transfer of the data to Enagás S.A. without the latter having to take any additional action in terms of information or, if necessary, consent.

You can view additional detailed information on the processing we carry out of your data in the Data Protection Policy in the Legal Notice on the website (<https://www.enagas.es/enagas/es/Pie/AvisoLegal>).

### **SUSTAINABLE MEETING**

For the seventh year in a row, the Enagás General Shareholders' Meeting will be held as a sustainable event in accordance with the ISO 20121 standard. This means that, from its planning to its development and conclusion, sustainable management criteria are followed in line with Enagás' commitment to sustainability, creating added value for its stakeholders within the framework of one of the most important events for the company.

Madrid, February 18, 2026  
The General Secretary to the Board of Directors  
Diego Trillo Ruiz  
**Enagás, S.A.**

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### **NOTES:**

Shareholders are informed that, **as and from March 12, and until March 25**, both inclusive, the customary gift and the documents mentioned in this Notice of Meeting will be available from the **Shareholder Information Office** at the Company's registered office, Paseo de los Olmos 19, 28005 Madrid, from 10:00 am to 2:00 pm and from 4:00

pm to 6:00 pm, Monday to Friday (working days), on presentation of the attendance, proxy and voting card.

**Shuttle bus service:** Enagás will provide a clearly marked complimentary shuttle bus service for duly identified shareholders on **March 26, 2026**, departing from the Company's registered office, located at Paseo de los Olmos, 19, 28005 Madrid, at 11:00 am. After the conclusion of the General Shareholders' Meeting, the shuttle bus will return to its point of departure.



**PROPOSED RESOLUTIONS FOR THE 2026 ORDINARY GENERAL  
SHAREHOLDERS' MEETING**

**First call: March 25, 2026  
Second call: March 26, 2026**

## AGENDA

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  - 5.4 To re-elect Ms. María Teresa Costa Campi as an Independent Director for a four-year period as per the articles of association.
  - 5.5 To re-elect Ms. Clara Belén García Fernández-Muro as an Independent Director for a four-year period as per the articles of association.
  - 5.6 To re-elect Mr. Manuel Gabriel González Ramos as an Independent Director for a four-year period as per the articles of association.
  - 5.7 To appoint Mr. Vicente Pedret Clemente as an Independent Director for a four-year period as per the articles of association.
  - 5.8 To maintain the number of members of the Board of Directors at fifteen.
6. Delegating to the Board of Directors, for a maximum of five years and with express replacement powers, the power of decision to issue, one or more times, any fixed-income securities or analogous convertible debt instruments, whether simple or secured, for a maximum of five billion euros (€5,000,000,000).
7. Delegating to the Board of Directors, for a maximum of five years and with express replacement powers, the power of decision to issue, one or more times, any fixed-income securities or analogous convertible debt instruments or those which give the right to subscribe to Company shares or which can be exchanged or give the right to buy shares of the Company or of other companies, for a maximum of one billion euros (€1,000,000,000); and to increase share capital by the necessary amount and exclude, where applicable, the pre-emptive

subscription right up to a limit of 10% of share capital at the time of this delegation of powers.

8. To submit the Annual Report on Directors' Remuneration referred to in Article 541 of the Corporate Enterprises Act to an advisory vote.
9. To delegate authorisation to supplement, develop, implement, rectify and formalise the resolutions adopted at the General Shareholders' Meeting.

#### **RESOLUTION 1**

To examine and, if appropriate, approve the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash Flow-Statement and Notes) and Management Report (which includes the Non-Financial Information Statement and Sustainability Information Statement) of Enagás S.A. and its Consolidated Group, for the 2025 financial year.

**Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

"To examine, and, if appropriate, approve the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash Flow-Statement and Notes) and Management Report (which includes the Consolidated Non-Financial Information Statement and Sustainability Information Statement) of Enagás S.A. and its Consolidated Group for the financial year starting on January 1 and closing on December 31, 2025."

#### **RESOLUTION 2**

To approve the Consolidated Non-Financial Information Statement (and Sustainability Information Statement) included in the Enagás Group Management Report for financial year 2025.

**Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

"To approve the Consolidated Non-Financial Information Statement (and Sustainability Information Statement) included in the Enagás Group Management Report for financial year 2025".

#### **RESOLUTION 3**

To approve, if applicable, the proposed distribution of Enagás, S.A.'s profit for the 2025 financial year.

**Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

"Approve the allocation of the profits of Enagás, S.A. In the 2025 financial year, which amounts to a net profit of **€269,619,913.67**, in accordance with the following distribution proposed by the Board of Directors:

- Payment of a dividend which was already wholly paid as an interim dividend by virtue of the Board of Directors' resolution of November 17, 2025, which is ratified for all that may be necessary, paid to shareholders on December 23, 2025, and which amounted to 0.400 euros gross per entitled share, making a total of 104,003,910.40 euros;
- Payment of a final dividend of 0.600 euros gross per entitled share; the applicable taxes will be deducted from this amount. The total amount to be distributed for the whole of the 261,990,074 shares issued on this date would amount to 157,194,044.40 euros.

The final dividend will be paid on July 2, 2026.

- Provision of voluntary reserves in the amount of €8,421,958.87.

The following table summarises the distribution of profit:

<b>Distribution</b>	<b>Euros</b>
To dividends:	
Interim dividend	104,003,910.40
Final dividend	157,194,044.40
Voluntary reserve	8,421,958.87
<b>Total Results</b>	<b>269,619,913.67</b>

#### **RESOLUTION 4**

To approve, if appropriate, the performance of the Board of Directors of Enagás, S.A. for financial year 2025.

#### **Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

"To approve the performance of the Board of Directors of Enagás, S.A. in the 2025 financial year."

#### **RESOLUTION 5**

"5. To re-elect and appoint members of the Board of Directors. The following proposals shall be put to vote separately:

- 5.1 To re-elect Mr. Antonio Llardén Carratalá as an External Director for a four-year period as per the articles of association.
- 5.2 To re-elect Mr. Arturo Gonzalo Aizpiri as an Executive Director for a four-year period as per the articles of association.

- 5.3 To re-elect Ms. Ana Palacio Vallelersundi, who will become another External Director for a four-year period as per the articles of association.
- 5.4 To re-elect Ms. María Teresa Costa Campi as an Independent Director for a four-year period as per the articles of association.
- 5.5 To re-elect Ms. Clara Belén García Fernández-Muro as an Independent Director for a four-year period as per the articles of association.
- 5.6 To re-elect Mr. Manuel Gabriel González Ramos as an Independent Director for a four-year period as per the articles of association.
- 5.7 To re-elect Mr. Vicente Pedret Clemente as an Independent Director for a four-year period as per the articles of association.
- 5.8 To maintain the number of members of the Board of Directors at fifteen”.

When the call to the Meeting was sent, the shareholders were provided with the following reports, with detailed information on the proposals for appointment and re-election of Directors:

“REPORT PREPARED BY THE BOARD OF DIRECTORS OF ENAGÁS, S.A. PURSUANT TO ARTICLE 529 DECIES OF THE CONSOLIDATED TEXT OF THE CORPORATE ENTERPRISES ACT AS PROOF OF THE PROPOSALS FOR APPOINTMENT AND RE-ELECTION OF DIRECTORS INCLUDED IN ITEM 5 ON THE AGENDA OF THE GENERAL SHAREHOLDERS’ MEETING CALLED FOR MARCH 25 AND 26, 2026, AT FIRST AND SECOND CALL RESPECTIVELY”.

“REPORT PREPARED BY THE SUSTAINABILITY AND APPOINTMENTS COMMITTEE OF ENAGÁS, S.A. PURSUANT TO ARTICLES 529-DECIES AND 529-QUINDECIES OF THE CONSOLIDATED TEXT OF THE SPANISH CORPORATE ENTERPRISES ACT AS PROOF OF THE PROPOSALS FOR APPOINTMENT AND RE-ELECTION OF DIRECTORS INCLUDED IN ITEM 5 ON THE AGENDA OF THE GENERAL SHAREHOLDERS’ MEETING CALLED FOR MARCH 25 AND 26, 2026, AT FIRST AND SECOND CALL RESPECTIVELY”.

Without prejudice to the express referral to such reports, their content is summarised here:

**1. Re-election of Mr. Antonio Llardén Carratalá as “another external” Director.**

Mr. Antonio Llardén Carratalá was Chief Executive Officer of Enagás from 2007 to 2022.

Mr. Llardén has been a non-executive Chairman of the Company since 2022, with the status of "other external" Director, combining the role of Chairman of the Board of Directors with institutional relations activities with stakeholders.

Mr. Llardén has more than 30 years of experience in the energy sector and in the corporate environment.

It is proposed to the Board that he be re-elected as an "other external" Director for a period of four years as per the Company articles.

**Personal information.**

Mr. Antonio Llardén Carratalá, age: 75.

Mr. Llardén has been the Chairman of Enagás since 2007.

He is also Chairman of the Foundation for Energy and Environmental Sustainability (Funseam), comprising the main companies operating in the energy market in Spain.

He is a Trustee of the Elcano Royal Institute of International and Strategic Studies (chaired by His Majesty King Felipe VI of Spain), of the Princess of Girona Foundation (whose Honorary President is H.R.H. the Princess of Asturias and Girona). He is also a member of the Spanish Council for Sustainable Development and the CEOE's Business Action Council.

In the course of his career he has held various senior positions in the infrastructure and energy sectors at institutions and companies such as Gas Natural (currently Naturgy). He has been Chairman of the gas employers' association Sedigas, member of the Board of Directors of Eurogas and of the Executive Committee of the International Gas Union (IGU). He has sat on the Executive Committee and the Board of Directors of the Spanish Energy Club. He also chaired the LNG World Congress.

He has been Dean of the College of Engineers; member of the Social Council of the Autonomous University of Barcelona and Chairman of its Economic Commission.

In the course of his career he has been a member of the Boards of Directors of institutions and companies such as Telefónica, the Instituto Nacional de Industria, the Instituto de Crédito Oficial and the Empresa Nacional de Residuos Radiactivos.

He is a Chevalier of the National Order of the Legion of Honour of France, the highest decoration awarded by the French State to people who stand out for their merits in the service of the country and has been awarded the Tiepolo Prize, a recognition granted jointly by the Italian Chamber of Commerce and Industry for Spain (CCIS) and the CEOE for his work in integrating and developing economic and trade relations between Italy and Spain.

In 2025 he received an honourable mention for his Professional Career, awarded by the Official College of Industrial Engineers of Madrid (COIIM).

#### **Attendance at Board Meetings.**

Mr. Llardén has attended in person all of the Board meetings held during his term of office.

#### **Contribution of Mr. Antonio Llardén Carratalá to the company's direction and management.**

Mr. Llardén has held the position of non-executive Chairman of the Company since 2022. The Board of Directors and the Sustainability and Appointments Committee particularly acknowledge Mr. Llardén's active contribution to the achievement of the Company's objectives in two different spheres. On the one hand, as Chairman of the Board of Directors, Mr. Llardén is responsible for the smooth operation of the Board and for promoting the implementation of the best recommendations of good governance. Mr. Llardén maintains constant communication with investors and Company shareholders, and ensures that the governance model follows the best standards, which is endorsed by the Company's obtaining the highest score for the third consecutive year in the Aenor Good Corporate Governance Index.

In addition, the Board and the Sustainability and Appointments Committee value very positively the contribution of Mr. Llardén in the performance of functions at the institutional level. His extensive experience in the corporate and energy world is an indisputable asset of the Company for the implementation of the 2025-2030 Strategic

Update, particularly for the determination of the 2027-2032 gas regulation in Spain and for the development of the hydrogen infrastructure network.

### **Proposal to the General Shareholders' Meeting.**

The Board of Directors, following a favourable report from the Sustainability and Appointments Committee, proposes to the General Shareholders' Meeting the re-election of Mr. Antonio Llardén Carratalá as "another external" Director for a four-year period as per the Company articles.

#### **2. Re-election of Mr. Arturo Gonzalo Aizpiri as Executive Director.**

Mr. Arturo Gonzalo Aizpiri has been the Chief Executive Officer of Enagás since February 21, 2022.

On March 31, 2022, the General Shareholders' Meeting ratified his appointment and since then he has been performing the role of Chief Executive Officer of the Company with full executive powers.

Mr. Gonzalo has more than 30 years of experience in the corporate, energy and climate change fields.

It is proposed to the Board that Mr. Gonzalo Aizpiri be re-elected as an "other external" Director for a period of four years as per the Company articles.

#### **Personal information.**

Arturo Gonzalo Aizpiri, age: 62.

Mr. Gonzalo holds a PhD cum laude in Chemical Sciences from the Complutense University of Madrid, and has extensive experience in the energy and environmental sectors. During his career, he has held senior positions in both the private and public sectors.

He joined Enagás as Chief Executive Officer in February 2022. He was previously a member of the Repsol team, where, from 1990, he held senior management positions, including General Director of People and Organisation and General Director of Communications, Institutional Relations and Presidency, and was also responsible for the Audit, Control and Risks departments. In addition, over the course of his long career, he has been responsible for Research, Environment and Quality. He has been a member of the company's Executive Committee since 2016.

In the public sector he held the position of Director of the Environmental Agency of the Community of Madrid, General Manager of Environmental Policy and Secretary General for the Prevention of Pollution and Climate Change at the Ministry of Environment of the Spanish Government.

He has been President of the Spanish Committee of the World Energy Council and Vice-President of the Spanish Energy Club. He is today a member of the latter's Executive Commission and Board of Management. He has also been awarded the Cross of Military Merit with White Distinction.

#### **Contribution of Mr. Arturo Gonzalo Aizpiri to the company's direction and management.**

Mr. Gonzalo has been serving as the Company's Chief Executive Officer since the General Meeting held on March 31, 2022, as head of the Company's business, chairing its Executive Committee.

The Board of Directors and the Sustainability and Appointments Committee propose Mr. Gonzalo's re-election on the basis of his experience and proven professional worth and the extraordinary performance demonstrated since 2022, particularly in relation to the proposal and execution of the Company Objectives linked to the 2022-2030 Strategic Plan first and the 2025-2030 Strategic Update, which is currently in effect.

With regard to his experience and professional worth, the Board and the Sustainability and Appointments Committee acknowledges that Mr. Gonzalo's profile is particularly suitable to continue in the position of CEO of Enagás for another four-year term of office as per the Company articles, with full executive powers. His extensive and recognised experience in the public and private sectors, in the corporate sphere and in environmental and climate change matters, is particularly necessary to face the challenge of decarbonisation and energy transition in which Enagás is called upon to play a leading role.

The Board of Directors and the Sustainability and Appointments Committee value highly the leadership shown by Mr. Gonzalo as the one responsible for the preparation of the 2022-2030 Strategic Plan and the 2025-2030 Strategic Update, and especially the very high degree of achievement of the annual and three-year Company Objectives set in the 2022-2025 period.

The Sustainability and Appointments Board and Committee particularly recognise the Company's outstanding role in the gas system, guaranteeing security of supply with the provision of 100% of the gas infrastructures in a complex geopolitical environment, the successful asset rotation process that has allowed the Company's strategic focus to be repivoted towards decarbonisation and the guarantee of supply in Spain and Europe, the promotion and development of renewable hydrogen infrastructure projects linked to the selection of Enagás as provisional manager of the hydrogen backbone network in Spain, under Royal Legislative Decree 8/2023, of December 27, for the development of European Projects of Common Interest (PCI), as well as the demanding efficiency plan that has enabled an exhaustive control of operational and financial expenses and the level of demand and execution of the Digital Transformation Plan towards a more resilient and digital Company.

In view of all of the above, the Board and the Sustainability and Appointments Committee consider that due to his professional profile and his high level of proven performance since his appointment in 2022, Mr. Gonzalo is the ideal candidate to continue to perform the role and responsibilities of Chief Executive Officer and senior executive of the Company and to continue leading the Company's strategic challenges linked to the 2027-2032 gas regulation and the formation of a gas market. renewable hydrogen in Spain and Europe.

### **Proposal to the General Shareholders' Meeting.**

The Board of Directors, following a favourable report from the Sustainability and Appointments Committee, proposes to the General Shareholders' Meeting the re-election of Mr. Arturo Gonzalo Aizpiri as Chief Executive Officer for a four-year period as per the Company articles.

### **3. Re-election of Ms. Ana Palacio Vallelersundi as "another external" Director.**

Ms. Ana Palacio Vallelersundi was appointed Independent Director by the General Shareholders' Meeting held on March 25, 2014 with 96.8% of votes in favour, and

re-elected by the General Shareholders' Meeting held on March 22, 2018 with 97.25% of votes in favour and also re-elected by the General Shareholders' Meeting held on March 31, 2022 with 97.26% of votes in favour.

Ms. Palacio has also been an Independent Coordinating Director since May 2014 and Chair of the Sustainability and Appointments Committee since June 2017.

**Personal information.**

Ms Ana Palacio Vallelersundi, age: 77.

**Education:**

- She holds degrees in law, political science and sociology.
- Honorary doctorate in humanities from Georgetown University and winner of the 2016 Sandra Day O'Connor Justice Prize granted the title of Officier de la Légion d'Honneur by the Republic of France (2016).

**Professional experience:**

- Lawyer, founder of Palacio y Asociados.
- Independent Coordinating Director of Enagás, Director at Ecoener and at Emissions Reduction Corp.
- Member of the External Advisory Committee of the Energy Futures Initiative (EFI).
- Member of the Advisory Committee of SATEC.
- Member of the Executive Board of the Atlantic Council of the United States.
- Member of the Industry Advisory Committee of the International Energy Forum (IEF).
- Honorary Co-Chairwoman at the International Tax and Investment Center.
- Member of the governing bodies of a number of research centres and public institutions: the MD Anderson Cancer Center, the Executive Board of Real Instituto Elcano and the Global Leadership Foundation.
- Member of the International Board of the Med-Or Foundation.
- Elective member of the Spanish Council of State (2012-2018).
- Member of the European advisory council of The European House - Ambrosetti (2015-2016).
- Coordinator of the Trans-European Transport Network (2014).
- Member of the Advisory Council of Foreign Affairs and Security (2010-2014) and of the Committee for the Appointment of Judges and Advocates-General of the European Union Court of Justice and the General Court (2010-2013).

- Advisor to the European Commission on justice, fundamental rights and citizenship (2010-2012).
- Vice President and member of the Executive Committee of AREVA (2008-2009).
- Senior Vice President and General Counsel of the World Bank (2006-2008).
- Secretary General of the International Centre for the Settlement of Investment Disputes (2006-2008).
- Member of the Spanish Parliament, Chairwoman of the Joint Committee of the Two Houses for EU affairs (2004-2006).
- Spain's first woman Minister of Foreign Affairs (2002-2004).
- Member of the Presidium of the Convention on the Future of Europe: participated in the drafting and legal discussions on the European Constitution project (2001-2003).
- Member of the European Parliament, Chairwoman of the Legal Affairs and Internal Market, Citizen Rights, Justice and Internal Affairs Committees, and Chairwoman of the Conference of Committee Chairs (1994-2002).

**Other information of interest:**

- Visiting Professor at the Edmund A. Walsh School of Foreign Service at Georgetown University and at the University Mohammed VI Polytechnic.
- Writes regularly for Project Syndicate and El Mundo, among other media.
- Regularly participates as a panellist in international conferences and forums.

**Attendance at Board Meetings.**

During her previous four-year term of office, Ms. Ana Palacio attended all the meetings of the Board and of the Sustainability and Appointments Committee.

**Ms. Palacio's contribution to the Board's skills matrix.**

The Board of Directors and the Sustainability and Appointments Committee value highly Ms. Ana Palacio's contribution to the Board of Directors and its Committees. In particular, she has contributed her experience and knowledge of the geopolitical environment and international institutions in what may affect the Company's businesses and the role of natural gas and green hydrogen within the context of the energy sector transition and sustainability criteria in the international sphere.

During her tenure as Coordinating Independent Director, she completed as far as was necessary the balance resulting from the separation of the positions of Chairperson and Chief Executive Officer and ensured that the Independent Directors maintain at all times their due degree of influence on Board decisions, sometimes holding meetings with all of them or some of them exclusively.

As a member and Chair of the Sustainability and Appointments Committee, she participated in the adoption of various policies on good governance and a significant improvement in sustainability information. All proposals for the re-election of Directors submitted to the General Meeting, while she served as a member of the

Sustainability and Appointments Committee, were approved with broad support from shareholders. As Chair of the Committee (since June 2017), she has led the process of re-election and appointment of Directors resulting in the proposals that are now being submitted to the Meeting.

Ms. Palacio was appointed to the position of Company Director for the first time at the General Shareholders' Meeting held on March 25, 2014. In accordance with the provisions of Article 529 duodecies of the Corporate Enterprises Act, the proposal for her re-election as a Director is made as "Other External Director" as at the time of this Meeting, more than 12 years have elapsed since the beginning of her first term of office.

#### **Proposal to the General Shareholders' Meeting.**

The Board of Directors, following a favourable report from the Sustainability and Appointments Committee, proposes to the General Shareholders' Meeting the re-election of Ms Ana Palacio Vallelersundi as "another External Director".

#### **4. Proposals of the Sustainability and Appointments Committee for the re-election and appointment of Independent Directors.**

The Sustainability and Appointments Committee has proposed the re-election of four Directors and the appointment of one Director, all of them with the status of Independents, whose profiles are particularly suitable for the Board's skills matrix.

##### **4.1 Proposal for the re-election of Ms Maria Teresa Costa Campi as Independent Director.**

The General Shareholders' Meeting held on March 31, 2022 resolved to appoint Ms. Costa as an Independent Director of the Company for the period of four years as per the Company's articles with 98.64% of votes in favour.

#### **Personal information.**

María Teresa Costa Campi, age: 74

Degree in Economics (1973) and PhD in Economics Cum Laude (1980) from the University of Barcelona. She has been a professor of Economics since 1987, Director of the Chair of Energy Sustainability (since 2012), Coordinator of the Energy Economics programme in the Master's Programme in Renewable Energy (2017) and Emeritus Professor at the University of Barcelona (UB).

In her professional career, she was President of the National Energy Commission (CNE), the regulatory body for the energy sectors in Spain, from 2005 to 2011.

She was previously President of ARIAE (2005-2011). Vice President of MEDREG (2010-2011). President of the MEDREG Scientific Committee (2014-2016). Member of CEER (2005-2009). Chairperson of the Board of MIBEL (2006-2007). Member of the Advisory Committee of the CSN (2013-2015).

She was a Director of Red Eléctrica Corporación (IBEX35 company) from 2018 to 2022 and a member of its Sustainability Committee. Director of EDPR (PSI), and member of the Audit, Control and Parties Committee. Director of Abertis (IBEX35) from 2013 to 2018, member of the Executive Committee for the financial valuation of investments, Chair of the CSR Committee, member of the Audit Committee and member of the Appointments and Remuneration Committee.

She has also held positions on Boards of Directors and Advisory Boards in public and unlisted companies: IC Finance Director, 2004-2005. Chairperson of the Board of Directors of EPLICSA (2004-2005). Director at INCASOL, 2004-2005. Director at DIADA, 2004-2005.

She has been a corresponding member of the Spanish Royal Academy of Science, Morals and Politics since 2012. She was also awarded the Victoriano Reinoso National Energy and Society Award 2019 (Spanish Energy Club).

She has more than 180 publications in Spanish and international specialised books and journals on energy and economics topics.

#### **Attendance at Board Meetings.**

Since her appointment as Director in 2022, Ms. Costa has personally attended all the meetings of the Board of Directors and the Sustainability and Appointments Committees of which she has been a member.

#### **Ms. Costa's contribution to the Board's skills matrix.**

Ms. Costa has a highly active presence in research and teaching. She has done important work as a researcher in industrial and energy policy, business location factors and economic development, aspects in which she stands out as an expert in these fields.

Her extensive and highly-reputed experience manifested in her published work, in conferences and in the responsibilities she has undertaken are prominent in the following thematic areas:

- Regulated sectors
- The energy economy and the environment.
- Sustainability
- Green finance
- The economy and industrial organisation.
- Corporate economics
- Markets and competition

The Sustainability and Appointments Committee has highlighted her sound knowledge of the energy sector as well as her extensive professional experience as President of the National Energy Commission and as a director of Red Eléctrica de España.

Her experience in energy regulation and sustainability, together with her solid teaching background, have led to contributions to the Board and the Sustainability and Appointments Committee of great value and are particularly suited to Enagás' skills matrix.

#### **Proposal to the General Shareholders' Meeting.**

Taking into account all of the above and for the purposes of Article 529-decies.4 and 529-quidecies.3 c) of the Consolidated Text of the Corporate Enterprises Act, the Sustainability and Appointments Committee has proposed the re-election of Sustainability and Appointments Committee has proposed the re-election of Ms María Teresa Costa Campi as Independent Director of the Company. The Board of Directors has adopted the proposal as its own.

#### **4.2 Proposal for the re-election of Ms Clara Belén García Fernández-Muro as Independent Director.**

The General Shareholders' Meeting held on March 31, 2022 resolved to appoint Ms. García as an Independent Director of the Company for the period of four years as per the Company's articles with 98.70% of votes in favour.

### **Personal information.**

Clara Belén García Fernández-Muro, age: 51.

- Graduate (1997) and PhD (2002) in Economics and Business Studies, Complutense University of Madrid (UCM). Specialisation in International Economics and Development.
- University Senior Lecturer, Department of Applied Economics, Structure and History, Faculty Economics and Business Studies, UCM.

Research activity:

- Three research periods (2003-2008, 2009-2014 and 2016-2021) recognised by the National Commission for the Evaluation of Research Activity (CNEAI).
- Research on energy industry, productive development and financial systems. He has published academic papers in prestigious journals and publishers and has contributed to numerous conferences, seminars and workshops.
- Associate Editor (2003-2005) and Editor-in-Chief (since 2024) of the Journal of World Economics (SSCI-indexed journal).
- Research stays of at least three months (for a total of two years) in: Center for China Studies, Berkeley Roundtable for the International Economy and Haas School of Business at the University of California (Berkeley); and the Political Economy Research Institute at the University of Massachusetts (Amherst).
- Short fellowships (between three weeks and one month) in: Research Center for Sustainable Development, Chinese Academy of Social Sciences (Beijing); Faculty of Business and Economics, Malaysian University (Kuala Lumpur); and International Centre for Economic Policy, University of Costa Rica (Heredia).

In the academic field, she has been:

- Participant in the design of the Degree in Sustainability, currently being implemented jointly by several European universities.
- Participant in the design of the Bachelor's Degree in Asian Studies, currently in the process of verification by the UCM.
- Member, first, and then Deputy Coordinator, of the Academic Committee of the PhD in Economics (UCM), between 2014 and 2022.
- Member of the Academic Committee of the Master in International Economics and Development (UCM), between 2008 and 2011 and between 2015 and 2018.
- Vice-Dean for Quality Assessment and Undergraduate Studies (Faculty of Economics and Business UCM), between 2014 and 2016.
- Coordinator of the Bachelor's Degree in Economics (UCM), between 2012 and 2014.

## **Other professional positions**

- Since November 2024, Independent Member of the Spanish Productivity Council.
- Between November 2018 and March 2022, Independent Director of the ICO (Instituto de Crédito Oficial, the Spanish State Credit Agency).
- In 2021, member as external advisor of the Qualifying Tribunal in the competitive examinations for the Senior Corps of Commercial Technicians and Economists of the State.

## **Attendance at Board Meetings**

Since her appointment as Director in 2022, Ms. García attended all the meetings of the Board of Directors and of the Remunerations Committee, with the exception of the Committee meeting of July 22, 2024.

## **Ms. García's contribution to the Board's skills matrix.**

Ms Clara Belén García has extensive experience in the fields of research and teaching. Her research career addresses two main themes: financial fragility and exchange rate and banking crises, on the one hand, and issues of growth and productive-export development, on the other. All this with a dual geographical specialisation, having carried out empirical work on East Asia, and China in particular, and more recently on the Spanish economy.

She regularly teaches on World Economy (English group, Degree Programme in Economics) and East Asian Economies (Master's Degree Programme in International Economics and Development) at UCM; and carries out teaching collaborations with IE University, the Pontifical University of Comillas and the Diplomatic Corps School.

The Sustainability and Appointments Committee has particularly valued Ms. García's in-depth knowledge and level of contribution to the Board on issues related to geopolitics, finance and the economy. Her contribution to the Remuneration Committee has been equally valuable in determining the remuneration policy and in setting the Company's Objectives.

All this means ensuring that the Board's skills as a whole in economic, financial and international matters are maintained.

## **Proposal to the General Shareholders' Meeting.**

Taking into account all of the above and for the purposes of Article 529-decies.4 and 529-quidecies.3 c) of the Consolidated Text of the Corporate Enterprises Act, the Sustainability and Appointments Committee has proposed the re-election of Ms Clara Belén García Fernández-Muro as Independent Director of the Company. The Board of Directors has adopted the proposal as its own.

### **4.3 Proposal for the re-election Mr. Manuel Gabriel González Ramos as Independent Director.**

The General Shareholders' Meeting held on March 31, 2022 resolved to appoint Ms. González as an Independent Director of the Company for the statutory period of four years with 98.32% of votes in favour.

## **Personal information.**

Manuel Gabriel Gonzalez Ramos, age: 59.

Education:

- PhD in Agricultural Engineering (2003) from the UCLM, Degree in Economics (2008) from the UNED.
- Master's Degree in Business Administration (2009) by UNED, Bachelor in Business Administration and Management (2010) by UNED.
- Degree in Law (2019) from the UNED.
- Master's Degree in Public Policy Management and Analysis (2010) from the Carlos III University.
- Master's Degree in Environmental Management and Sustainable Development (2011) from the UNED. Interuniversity Master's Degree in Sustainability and CSR (2014) UNED and UJI.
- Postgraduate in Stock Exchanges and Markets (2014), University of Alicante (2018).
- Master's Degree in History of Contemporary Spain in the International Context (2020), UNED.
- Master's Degree in Access to the Legal Profession (2022), UNED.
- Master in Energy Business (2024), Spanish Energy Club -ENERCLUB.
- Executive Programme in Renewable Hydrogen (2023), School of Industrial Organisation (EOI).
- Agronomy Engineer (COIAAB member no. 0200094).
- Lawyer (ICALBA member no. 3511).
- Economist (Member no. 733, with date of registration 20 January 2011, Albacete Economists' Association).

Professional experience:

- Member of the Spanish Congress of Deputies for the 10th, 11th, 12th, 13th and 14th Legislatures (2017-2022).
- Government Delegate in the Autonomous Community of Castile-La Mancha (2018-2019). Subdelegate of the Government in Albacete (2007-2011). Provincial Delegate of the Junta de Comunidades of the Castile-La Mancha Regional Government (2004-2007). Provincial Delegate for Agriculture and Environment (2001-2004).
- Civil servant of the Senior Corps of the Junta de Comunidades of the Castile-La Mancha Regional Government and the General State Administration.

Other information of interest:

- Tutor-lecturer at UNED.

### **Attendance at Board Meetings**

Since his appointment as Director in 2022, Mr. González has personally attended all the meetings of the Board of Directors and the Remuneration Committee of which he has been a member.

### **Mr. González's contribution to the Board's skills matrix.**

Mr. González's academic background as a Doctor of Agricultural Engineering is a different skill in the Board's skills matrix. His academic background is complemented by degrees in Economics and Law. Mr. González's professional and political career is linked to promoting the energy transition, environmental protection and climate change.

The Sustainability and Appointments Committee highlighted his training in Sustainability, a pillar of the Company's strategy, his knowledge of the functioning of the listed market and, in particular, his experience in the field of regional administrations, which are key stakeholders of the Company, especially in the development of renewable hydrogen projects and other renewable gases linked to decarbonisation and energy transition.

All this makes him an ideal candidate to continue contributing to the Board's skills matrix.

### **Proposal to the General Shareholders' Meeting.**

Taking into account all of the above and for the purposes of Article 529-decies.4 and 529-quindicies.3 c) of the Consolidated Text of the Corporate Enterprises Act, the Sustainability and Appointments Committee has proposed the re-election of Mr. Manuel Gabriel González Ramos as an Independent Director of the Company. The Board of Directors has adopted the proposal as its own.

### **5. Proposal for the appointment of an Independent Director.**

In order to fill the vacancy left by Mr David Sandalow, who has expressed his wish to not be re-elected for personal and professional reasons and resigned from the post of Director with effect from the day of the General Shareholders' Meeting called for March 25, 2025 at first call, and for March 26, 2026 at second call, the Sustainability and Appointments Committee proposes the appointment of a new Independent Director for the four-year term as per the Company articles, whose profile is particularly suited to the Board's skills matrix.

#### **5.1 To appoint Mr. Vicente Pedret Clemente as an Independent Director for a four-year period as per the articles of association.**

#### **Personal information.**

Mr. Vicente Pedret Clemente, age: 62.

#### **Education:**

- He holds a degree in Industrial Engineering from the Institut Químic de Sarrià (the Sarrià Chemical Institute) (Ramon Llull University)

- MBA from IESE Business School.
- Master's degree in Philosophy and Classical Studies and a PhD in Philosophy from the University of Barcelona.

**Professional experience:**

He has an extensive corporate and institutional track record linked to the Catalan industrial sector.

He started his professional career in IBM. In 1991 he joined the family business RAMON CLEMENTE, S.A., founded in 1931, where he served for more than thirty years as CEO and, having completed the generational handover, he currently holds the position of Chairman. The group specialises in the manufacture of glass and decorated packaging for the perfumery and cosmetics sectors, a sector with a high demand for energy, particularly natural gas, with an industrial presence in Catalonia and a significant export activity.

His close ties with the Catalan industrial fabric have led him to participate in various business projects in the real estate, industrial and technological fields, as well as to collaborate as an advisor in initiatives of small and medium-sized companies in sectors such as packaging, food and services.

He has promoted and actively participated in sectoral business associations, both in Catalonia and Spain. In the institutional sphere, since 2022 he has chaired the Executive Committee of the Patronat de la Muntanya de Montserrat (Montserrat Mountain Board of Trustees).

In the associative sphere, he has done outstanding work at PIMEC, where he founded and chaired the Energy Commission, and has been a member of its governing bodies. He also maintains close ties with academia, as Chair of the Board of Trustees of the Institut Químic de Sarrià (IQS) and Secretary of the Board of Trustees of Ramon Llull University.

**Mr. Pedret’s contribution to the Board’s skills matrix.**

Mr. Vicente Pedret Clemente has had a solid professional career in the business world. His experience spans both the associative and corporate spheres and contributes to completing the Board’s skills matrix in the fields of sustainability and the energy sector.

To ensure Ms. Pedret’s suitability for the performance of the role, the Sustainability and Appointments Committee has received external and independent advice from the firm “Seeliger y Conde”

**Proposal to the General Shareholders’ Meeting.**

Taking into account the foregoing and for the purposes of article 529 decies.4 and 529 quidecies.3 c) of the Consolidated Text of the Corporate Enterprises Act, the Sustainability and Appointments Committee has proposed the appointment of Mr. Vicente Pedret Clemente as Independent Director of the Company. The Board of Directors has adopted the Committee’s proposal as its own.

**6. Board structure following the renewals and appointment proposed to the Meeting.**

### **Independence and diversity.**

Following the re-elections and the proposed appointment, the Board maintains the number of members at fifteen. The percentage of Independent Directors remains at 66.66% (10 out of 15), while the percentage of female directors increases to 40% (6 out of 15).

The Board of Directors thus complies with all the recommendations in terms of size and composition currently set out in the CNMV's Good Governance Code for Listed Companies and in Organic Law 2/2024, of August 1, on equal representation and a balanced presence of women and men, whose effective implementation for companies listed on the Ibex35 is set for June 30, 2026.

### **Separation of roles.**

Since the General Meeting held on March 31, 2022, the Company has maintained an effective separation of roles and responsibilities between the non-executive chairman and the Chief Executive Officer. The Chairman limits his actions to chairing the Board of Directors and performing institutional relations roles, while the Chief Executive Officer acts as the sole Executive Director of the Company and the person responsible for the Company's business through by chairing its Executive Committee.

The internal structure ensures that all the functions promoting the control that must be exercised by the Board of Directors in relation to the executive and business functions performed by the Chief Executive Officer maintain the necessary independence, and are functionally assigned to the Board of Directors through the Audit and Compliance Committee.

### **Assessment of the Board's performance.**

The Board is subject to an annual evaluation process by an independent expert. The evaluation for the 2025 financial year has been carried out with the collaboration of the firm Georgeson.

The result of the evaluation is reflected in the Annual Corporate Governance Report.

### **Skills matrix.**

Enagás has a Board's skills matrix, which it updates annually and which is included in the Non-Financial Information Statement included in the Enagás Group's Consolidated Directors' Report. This matrix is published on the corporate website prior to the convening of the General Shareholders' Meeting and is reproduced below.

	Comisión de Auditoría y Cumplimiento						Comisión de Sostenibilidad y Nombramientos						Comisión de Retribuciones		
	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Alta dirección	x	x	x	x	x	x	x	x		x	x	x	x		x
Experiencia en sector	x	x	x			x	x		x	x	x	x	x	x	
Experiencia internacional	x	x	x	x		x	x		x	x	x	x	x	x	
Auditoría y finanzas	x	x	x	x	x	x	x	x			x	x	x	x	x
Gestión de riesgos		x	x	x	x	x	x					x	x		
Estrategia	x	x	x	x	x	x	x	x		x	x	x	x		x
Experiencia institucional y servicio público	x	x	x	x	x	x	x	x	x	x	x	x	x	x	x
Legal, regulatorio y gobierno corporativo		x	x		x	x	x	x		x	x	x	x		x
Tecnología		x	x	x		x		x	x	x		x	x		
Innovación		x	x	x		x				x	x	x	x		
Ciberseguridad y transformación digital		x	x			x		x		x			x		
Gestión de personas, cultura y talento y derechos humanos	x	x	x	x	x	x	x	x		x	x	x	x	x	x
Sostenibilidad, cambio climático y medio ambiente	x	x	x		x	x	x	x	x	x	x	x	x	x	x

The proposed appointment and re-election of the Directors aims to strengthen the Board's skill set.

### **Commitment of the Directors.**

Thirteen meetings of the Board of Directors were held during the 2025 financial year. The individual attendance record of the directors is as follows:

- Mr. Antonio Llardén Carratalá (Chairman) attended all the Board meetings.
- Mr. Arturo Gonzalo Aizpiri (Chief Executive Officer) attended all the Board meetings.
- Ms. Ana Palacio Vallelersundi attended all the meetings of the Board and of the Sustainability and Appointments Committee.
- Ms. Eva Patricia Úrbez Sanz attended all the meetings of the Board of Directors and the Audit and Compliance Committee.
- Sociedad Estatal de Participaciones Industriales (SEPI), represented by Mr. Bartolomé Lora Toro, attended all the meetings of the Board and of the Audit and Compliance Committee.
- Mr. Santiago Ferrer Costa attended all the meetings of the Board of Directors and of the Sustainability and Appointments Committee.
- Mr. José Blanco López attended all the meetings of the Board of Directors and of the Sustainability and Appointments Committee.
- Mr. José Montilla Aguilera attended all the meetings of the Board of Directors and the Audit and Compliance Committee up to the date when he stood down as a member of the latter. In addition, he attended all the meetings of the Remuneration Committee since he joined it on June 16, 2025.
- Mr. Cristóbal José Gallego Castillo attended all the meetings of the Board, except for the meeting held on November 17, 2025, and all the meetings of the Sustainability and Appointments Committee.

- Ms. Elena Massot Puey has attended all the meetings of the Board of Directors and the Audit and Compliance Committee.
- Ms. María Teresa Arcos Sánchez attended all the meetings of the Board of Directors and of the Remuneration Committee until she was no longer a member of the latter. In addition, she attended all the meetings of the Remuneration Committee since she joined it on June 16, 2025.
- Ms. María Teresa Costa Campí attended all the meetings of the Board of Directors and of the Sustainability and Appointments Committee.
- Ms. Clara Belén García Fernández-Muro attended all the meetings of the Board of Directors and of the Remuneration Committee.
- Mr. Manuel Gabriel González Ramos attended all the meetings of the Board of Directors and of the Remuneration Committee.
- Mr. David Sandalow attended all the meetings of the Board of Directors, except for the meeting held on March 27, 2025, and all the meetings of the Sustainability and Appointments Committee, with the exception of the one held on December 15, 2025.

The Directors, especially the Chairpersons of the Committees, maintain permanent contact with those Senior Managers responsible for the areas of their competence.

Accordingly,

**The following resolutions are proposed to the General Shareholders' Meeting, which will be voted on separately:**

"5. To re-elect and appoint members of the Board of Directors. The following proposals shall be put to vote separately:

- 5.1 To re-elect Mr. Antonio Llardén Carratalá as an External Director for a four-year period as per the articles of association.
- 5.2 To re-elect Mr. Arturo Gonzalo Aizpiri as an Executive Director for a four-year period as per the articles of association.
- 5.3 To re-elect Ms. Ana Palacio Vallelersundi, who will become another External Director for a four-year period as per the articles of association.
- 5.4 To re-elect Ms. María Teresa Costa Campi as an Independent Director for a four-year period as per the articles of association.
- 5.5 To re-elect Ms. Clara Belén García Fernández-Muro as Independent Director for a four-year period as per the articles of association.
- 5.6 To re-elect Mr. Manuel Gabriel González Ramos as an Independent Director for a four-year period as per the articles of association.
- 5.7 To re-elect Mr. Vicente Pedret Clemente as an Independent Director for a four-year period as per the articles of association.
- 5.8 To maintain the number of members of the Board of Directors at fifteen".

## **RESOLUTION 6**

Delegating to the Board of Directors, for a maximum of five years and with express replacement powers, the power of decision to issue, one or more times, any fixed-income securities or analogous convertible debt instruments, whether simple or secured, for a maximum of five billion euros (€5,000,000,000)

Article 16 of the Articles of Association provides that the General Meeting has the power to issue simple or convertible bonds and/or exchangeable into shares, as well as other negotiable securities that recognise or create a debt, subject to the regulations in force. However, the Shareholders General Meeting, under the terms provided for by law, may delegate this power to the Board of Directors and, where appropriate, pass a resolution to eliminate the pre-emptive subscription right. The Board of Directors may use the aforementioned delegated authority on one or more occasions and for a maximum period of five years, and may also be authorised by the General Meeting to determine the time at which the issue must take effect and to set the conditions not provided for in the resolution of the Meeting. In the issuing of bonds convertible into shares, the Company's shareholders will have the right of pre-emptive subscription of the convertible bonds, without prejudice to the fact that such right may be excluded in the cases and with the requirements established in the regulations in force. The issuing of securities by Enagás subsidiaries may be guaranteed by the Company.

The General Shareholders' Meeting held on 27 May 2021 authorized the Board of Directors to issue bonds or other fixed-income securities, or instruments of a similar nature, simple or guaranteed, for a maximum amount of five billion euros (5,000,000,000 euros) within a period of five years from the resolution of the Meeting. This resolution is very close to expiring.

Article 406 of the Consolidated Text of the Corporate Enterprises Act provides that, unless otherwise provided in the Articles of Association: (i) the administrative body shall be competent to agree on the issuing and admission to trading of bonds, as well as to agree on the granting of guarantees for bond issues; and (ii) the shareholders general meeting shall have the authority to pass a resolution on the issuance of debentures convertible into shares or debentures that give bondholders a stake in the corporate guarantees.

However, the Board has the option of proposing the amendment of article 16 of the Articles of Association to adapt it to the current wording of article 406 of the Consolidated Text of the Corporate Enterprises Act, vesting the power to issue bonds in the Board of Directors instead of in the Meeting; in any case, the Shareholders' Meeting is the body that has the power to pass a resolution on the issuing of debentures convertible into shares. However, the Board considers that, although this is a legal option, it is a best practice of good governance to maintain as it has been until now the power of the General Meeting to pass resolutions on the issuing of all types of bonds, without prejudice to delegating that power to the Board of Directors.

The Board submits to the Meeting, as separate items on the Agenda, proposals to delegate to the Board, for a five-year period in both cases, the power to issue bonds or other securities representing debt that cannot be converted into shares and the power to issue bonds convertible into shares.

The Report of the Board of Directors that supports this proposal is annexed to this proposal for resolutions as an integral part thereof.

Accordingly, with regard to the issuing of debentures, bonds or any fixed-income securities or debt instruments of a similar nature, simple or guaranteed non-convertible, covered by this item 6 of the Agenda,

**Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

Delegate to the Board of Directors of the Company, with express powers of substitution, under the provisions of articles 401 et seq. of the Corporate Enterprises Act (LSC, in its initials in Spanish) and 319 of the Regulations of the Commercial Registry, the power to issue fixed-income securities or debt instruments of a similar nature in accordance with the terms and conditions specified below:

**1. Securities included in the issue**

The negotiable securities referred to in this delegated power may be debentures, bonds and other fixed-income securities or debt instruments of a similar nature in any of the forms permitted by law. This delegated authority may also be used to issue promissory notes, preferred shares and other securities of a similar nature, by this or another name (the "**Securities**"). The delegated authority includes the power to establish and/or renew programmes for the continuous or open-ended issuing of debentures, bonds, promissory notes, European Commercial Paper, Euro Medium Term Notes and any other fixed-income securities of a similar nature, by this or any other name.

**2. Term**

The Securities may be issued one or more times, at any time, within a maximum period of five (5) years, which shall begin to count from the date when this resolution is passed, at the end of which it shall be cancelled due to expiry insofar as it has not been exercised.

**3. Maximum amount covered by the delegated powers**

The maximum aggregate amount of the issue(s) of Securities that may be made under this delegated authority may not exceed a maximum amount of five billion euros (5,000,000,000 euros) or its equivalent in another currency. For the sake of clarification, the outstanding balance of the Securities issued at any given time will be computed for the purposes of calculating the above limit. In addition, for the purposes of calculating the amount of the issue covered by the delegated authority, the amount of fixed income issues outstanding on the date this resolution is passed will not be taken into account.

**4. Scope of the delegated powers**

It shall be the responsibility of the Board of Directors to determine the terms and conditions for each issue, including, but not limited to:

- a) Its amount (respecting the applicable quantitative limits).
- b) The place of issue - national or foreign - and the currency and, if it is foreign, its equivalent in euros.
- c) The type of security and the name, whether they are bonds or debentures - including subordinated bonds -, promissory notes or other fixed-income securities of a similar nature, or any other permitted by law.
- d) The date or dates of issue.

- e) The number of securities and their nominal value.
- f) The interest rate, dates and procedures for payment of the coupon, including the possibility of remuneration referenced to the evolution of the Company's share price or any other indices or parameters.
- g) Whether they are perpetual or redeemable and, in the latter case, the term and arrangements for redemption and the expiry date or dates.
- h) Anti-dilution mechanisms and clauses, if applicable.
- i) The priority regime or subordination clauses, if applicable.
- j) The type of redemption, premiums and batches.
- k) The issue guarantees, if applicable.
- l) The form of representation, by means of securities or book entries or any other arrangement permitted by law.
- m) The subscription rules for securities.
- n) The applicable law.
- o) Where appropriate, to appoint the Commissioner and approve the fundamental rules that must govern the legal relations between the Company and the Syndicate of holders of the securities to be issued.
- p) In the case of issue programmes, the maximum total amount of the programme(s), the maximum and minimum nominal amounts of the securities to be issued, the procedure or system for issuing and allocating them and, in general, any other aspect or condition of the issuers or programmes, including their subsequent amendment.
- q) Carrying out any necessary procedures, in accordance with the applicable securities market regulations, for the execution of the specific issues agreed under this delegated authority.

The delegated authority also includes the vesting in the board of directors of the power to decide, in each case, regarding the conditions of redemption of the fixed-income securities issued using this authorisation, with the discretion to use to the applicable extent the means of collection referred to in article 430 of the Corporate Enterprises Act or any others that may be applicable. In addition, the Board of Directors is empowered to change the conditions of the securities issued, as well as the redemptions of the fixed-income securities issued and their respective term and interest rate when it deems it appropriate, subject to the obtaining of the necessary official authorisations and, where appropriate, to the agreement of the Meetings of the corresponding Syndicates or representative bodies of the security holders. which, where appropriate, accrue those included in each of the issues made under this authorisation.

##### ***5. Security issues guarantee of affiliate companies***

The Board of Directors is likewise empowered, for a period of five (5) years, to guarantee on behalf of the Company, within the limits indicated above, the new issues of securities that, during the term of validity of this resolution, may be carried out by the Company's subsidiary companies.

## **6. Admission to trading**

The Board of Directors is delegated the power to request admission to trading on regulated or non-regulated markets, official or unofficial secondary markets, whether organised or not, national or foreign multilateral trading facilities, of the Securities issued in the exercise of this delegated authority, and the Board of Directors is empowered, with express authorisation of substitution in favour of the Chairman of the Board of Directors, the Chief Executive Officer and the Secretary, to carry out the necessary procedures and actions viz-a-viz the competent bodies of the national or foreign securities markets for admission to trading. It is authorised, under the same terms and where appropriate, to request exclusion from trading of the Securities issued by the Company in the exercise of this resolution. In any case, the said exclusion shall be implemented in accordance with the legal regulations in force.

## **7. Delegation of powers**

Without prejudice to the delegations of specific powers contained in the previous sections (which must be understood to have been granted with express powers of substitution by the bodies and persons detailed herein), it is resolved to empower the Board of Directors, to the full extent required by law and with express powers of substitution by the members of the Board that it deems appropriate, including the Secretary of the Board, or third parties when so agreed so that any of them, interchangeably and with their signature only, may request as many authorisations and pass as many resolutions as may be necessary or appropriate in order to comply with the legal regulations in force, the execution and effective completion of this resolution, including the performance of any procedures, the signing of any public or private documents, payment agency contracts, placement, underwriting, calculation and others necessary for a securities issue of these characteristics, as well as prospectuses or equivalent documents that may be necessary in the use of the power delegated by this resolution.

With the passing of this resolution, the authorisation granted to the Board of Directors approved under item 8 of the Agenda of the Shareholders General Meeting of the Company held on May 27, 2021 is rendered null and void in the unused part.

## **RESOLUTION 7**

Delegating to the Board of Directors, for a maximum of five years and with express replacement powers, the power of decision to issue, one or more times, any fixed-income securities or analogous convertible debt instruments or those which give the right to subscribe to Company shares or which can be exchanged or give the right to buy shares of the Company or of other companies, for a maximum of one billion euros (€1,000,000,000); and to increase share capital by the necessary amount and exclude, where applicable, the pre-emptive subscription right up to a limit of 10% of share capital at the time of this delegation of powers.

For the reasons set forth in the proposed resolution relating to the previous item on the Agenda, the General Meeting is requested to delegate to the Board the power to issue debentures or other securities convertible into shares. The delegation is made for a maximum period of five years and is expressly conditional on the total of the share capital increases agreed by the Board of Directors, counting both those that are agreed in the exercise of the powers now delegated and those that may be agreed in accordance with other authorisations of the Meeting, does not exceed the limit of half of the current share capital provided for in article 297.1 b) *in fine* of the LSC, nor 10% of said total share capital in the event that the issuance of the convertible

securities excludes the shareholders' pre-emptive subscription rights. With this limitation, the proposal goes beyond those provided for in Recommendation 5 of the CNMV's Code of Good Governance for Listed Companies, as well as Law 5/2021, of April 12, amending the revised text of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010, of July 2, and other financial regulations, with regard to the promotion of the long-term involvement of shareholders in listed companies, which establish that the limit of the capital increase carried out with the exclusion of the pre-emptive subscription right must not exceed 20% of the share capital.

The Report of the Board of Directors that supports this proposal is annexed to this proposal for resolutions as an integral part thereof.

Accordingly,

**Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

Delegate to the Board of Directors of the Company, with express powers of substitution, under the provisions of articles 297.1.b), 401 et seq., 417 and 511 of the LSC and 319 of the Regulations of the Commercial Registry, the power to issue fixed-income securities or debt instruments of a similar nature in accordance with the terms and conditions specified below:

***1. Securities included in the issue***

The securities referred to in this delegated power may be bonds, bonds exchangeable for shares of the Company or of any other company, whether or not it belongs to its Group, and/or convertible into Company shares, and other fixed-income securities or debt instruments of a similar nature in any of the forms permitted by law, including, but not limited to, bonds, promissory notes, preferred shares or warrants or other similar securities, which may entitle the holder, directly or indirectly, to the subscription or acquisition of Company shares, or of any other company, which does not belong to its Group.

***2. Term***

The issue of the securities may be made one or more times, at any time, within a maximum period of five (5) years from the date when this resolution is passed.

***3. Maximum amount covered by the delegated powers***

The maximum total amount of the issue(s) of securities shall be one billion (1,000,000,000) euros or its equivalent in another currency. For the purposes of calculating the above limit, issues made under the delegated power contained in Item 6 of the Agenda will not be taken into account for these purposes. In the case of warrants, the sum of the premiums and exercise prices of the warrants of the issues agreed under this delegation will be taken into account.

***4. Scope of the delegated powers***

It shall be the responsibility of the Board of Directors to determine the terms and conditions

for each issue, including but not limited to:

- a) Its amount (respecting the applicable quantitative limits).

b) The place of issue - national or foreign - and the currency and, if it is foreign, its equivalent in euros.

c) The type of security and name, whether bonds or debentures (including subordinated or other fixed-income securities of a similar nature), or any other type permitted by law, which may be fully or partially exchangeable or convertible (necessarily and/or voluntarily and, in the latter case, at the option of the holder and/or the issuer) for outstanding or newly issued shares of the Company or other pre-existing securities of other entities, or incorporate a call option right.

d) The date or dates of issue.

e) The number of securities and their nominal value, which shall not be less than the nominal value of the shares.

f) The interest rate, dates and procedures for payment of the coupon, including the possibility of remuneration referenced to the evolution of the Company's share price or any other indices or parameters.

g) Whether they are perpetual or redeemable and, in the latter case, the term and arrangements for redemption and the expiry date or dates.

h) Their convertible and/or exchangeable nature, as well as the possibility of agreeing to the conversion or exchange or redeeming all or part of the issue in cash at any time.

i) Anti-dilution mechanisms and clauses.

i) The priority regime or subordination clauses, if applicable.

j) The type of redemption, premiums and batches

k) The issue guarantees, if applicable.

l) The form of representation, by means of securities or book entries or any other arrangement permitted by law.

n) The rules for exercising or excluding the pre-emptive subscription right with respect to shareholders and, in general, the rules for the subscription and payment of securities.

o) The provision for incomplete subscription of the issue.

p) The applicable law.

q) Carrying out any necessary procedures, in accordance with the applicable securities market regulations, for the execution of the specific issues agreed under this delegated authority.

r) Where appropriate, to appoint the Commissioner and approve the fundamental rules that must govern the legal relations between the Company and the Syndicate of holders of the securities to be issued.

The delegated authority also includes the vesting in the board of directors of the power to decide, in each case, regarding the conditions of redemption of the fixed-income securities issued using this authorisation, with the discretion to use to the applicable extent the means of collection referred to in article 430 of the Corporate Enterprises Act or any others that may be applicable. In addition, the Board of

Directors is empowered to change the terms and conditions of the securities issued, as well as the redemptions of the fixed-income securities issued and their respective term and interest rate when it deems it appropriate, subject to the obtaining of the necessary official authorisations and, where appropriate, to the agreement of the Meetings of the corresponding Syndicates or representative bodies of the security holders. which, where appropriate, accrue those included in each of the issues made under this authorisation.

## **5. Conversion rules and arrangements**

In the case of issues of fixed-income securities convertible into shares of the Company carried out in accordance with the previous sections and for the purposes of determining the terms, conditions and arrangements of the conversion, it is agreed to establish the following criteria:

(i) The securities issued pursuant to this resolution may be convertible and/or exchangeable, in whole or in part, into newly issued shares of the Company or exchangeable for extant shares of the Company, ordinary shares of any kind, in accordance with a fixed (determined or determinable) or variable conversion and/or exchange ratio; the Board of Directors is empowered to decide whether they are necessarily or voluntarily convertible and/or exchangeable, and if so, voluntarily, at the option of their holders or of the Company, with the periodicity and for the period established in the issue agreement and which may not exceed thirty (30) years from the corresponding date of issue. The Board of Directors may establish that the Company reserves the right to choose, at any time, between conversion into new Company shares or the delivery of existing Company shares, specifying the nature of the shares to be delivered at the time of conversion, and may even choose to deliver a combination of newly issued Company shares with pre-existing shares, always respecting equal treatment among all holders of securities that convert on the same date. The Company may also choose to pay an amount in cash in lieu of its obligation to deliver shares, in whole or in part.

(ii) If the conversion and/or exchange ratio for Company shares is fixed, the convertible and/or exchangeable debentures or bonds will be valued at their nominal amount and the shares at the fixed exchange rate determined in the resolution of the Board of Directors, or at the exchange rate determinable on the date or dates indicated in the resolution of the Board of Directors itself and based on the stock market value of the Company's shares on the date(s) or period(s) taken as a reference in the same resolution. In any case, the share price may not be lower than the arithmetic average of the closing prices, the weighted average price or other reference for the listing of the Company's shares on the Continuous Market during the period to be determined by the Board of Directors, which may not be longer than three (3) months or less than three (3) days prior to (i) the date of the meeting of the Board of Directors which, using this delegated power, approves the issue of the securities, or (ii) a specific date between the announcement of the issue and the date of disbursement of the securities by the subscribers (both inclusive). Furthermore, a premium or, where appropriate, a discount may be established on said price per share, although, in the event of a discount on the price per share, it may not exceed 25% of the value of the shares taken as a reference in accordance with the above provisions.

(iii) It may be agreed to issue the debentures or bonds with a variable conversion and/or exchange ratio. In this case, the price of the shares for the purposes of conversion and/or exchange shall be the arithmetic average of the closing prices, the weighted average price or other benchmark of the Company's shares on the Continuous Market for a period to be determined by the Board of Directors, not exceeding three (3) months and not less than three (3) days prior to the date of conversion and/or exchange, with a premium or, where appropriate, a discount on

said price per share. The premium or discount may be different for each conversion and/or exchange date of each issue (or, where appropriate, each tranche of an issue), although in the event of a discount on the price per share, it may not exceed 25%. Notwithstanding the foregoing, under the terms decided by the Board, a minimum and/or maximum reference price of the shares may be established as limits for the purposes of their conversion and/or exchange.

(iv) When conversion applies, the fractions of the share that may be delivered to the holder of the securities shall be rounded up in the manner determined by the Board of Directors and each holder may receive in cash, if so established by the Board of Directors, in the event of rounding by default, the difference that may occur in such a case.

(v) In no case may the value of the share for the purposes of the ratio of conversion of the debentures to shares be less than its nominal value. Furthermore, in accordance with the provisions of article 415 of the LSC, bonds may not be converted into shares when the nominal value of the former is lower than that of the latter.

(vi) When approving an issue of convertible and/or exchangeable debentures or bonds under the authorisation contained in this resolution, the Board of Directors shall issue a report developing and specifying, based on the criteria described above, the terms, conditions and arrangements of the conversion specifically applicable to the aforementioned issue. This report shall be accompanied by the corresponding auditor's report referred to in article 414.2 of the LSC.

The Board of Directors is delegated the power to develop and specify the terms, conditions and arrangements of the conversion and/or exchange established above and, in particular, to determine the time of the conversion and/or exchange, which may be limited to a period fixed in advance, the ownership of the right of conversion and/or exchange, which may for the Company itself or the holders of debentures and/or bonds, the form in which the bondholders will be compensated (which may be through conversion, exchange, delivery of an amount in cash or a combination of any of the above or even a mandatory conversion, for the specific determination of which the Board will be free to choose what it determines most appropriate, including at the time of execution) and, in general, any other elements or conditions that may be necessary or convenient to establish for each issue.

## ***6. Terms, conditions and arrangements for exercising warrants and other similar securities***

In the case of warrants issues, the following shall apply:

(i) In the case of warrant issues, to which the provisions of the LSC for convertible debentures shall be applied by analogy, to determine the terms, conditions and arrangements for exercising them, the Board of Directors is empowered to determine, in the broadest terms, the criteria applicable to the exercise of the subscription or acquisition rights of Company shares or of shares of another company, whether or not it is a part of the Group, or a combination of any of them, derived from the securities of this class that are issued under the delegated power granted herein, applying in relation to such issues the criteria established in section 5 above, with such adaptations as may be necessary in order to make them compatible with the legal and financial rules that apply to this type of security.

(ii) The above criteria shall apply, mutatis mutandi and to the extent applicable, in relation to the issue of fixed-income securities (or warrants) exchangeable into shares of other companies.

## ***7. Capital increase***

The Board of Directors is delegated the power to increase the capital by issuing new ordinary shares in the amount necessary to meet the requests for conversion of the convertible securities issued under this resolution. This power is expressly conditional on the total of the share capital increases agreed by the Board of Directors, counting both those that are agreed in the exercise of the powers now delegated and those that may be agreed in accordance with other authorisations of the Meeting, not exceeding the limit of half of the current share capital provided for in article 297.1 b) *in fine* of the LSC, nor 10% of said total share capital in the event that the issuance of the convertible securities excludes the shareholders' pre-emptive subscription rights. This authorisation to increase the capital includes the issue and circulation of the shares representing the capital on one or more occasions that are necessary to carry out the conversion, as well as the rewording of the article relating to the amount of the capital and, where appropriate, to cancel part of said capital increase if it is not necessary for the conversion into shares.

#### **8. Exclusion of the right of pre-emption**

The Board of Directors is expressly delegated, under Articles 417 and 511 of the LSC, the power to exclude, in whole or in part, the pre-emptive subscription right of shareholders in the issue of convertible debentures or bonds, warrants and other similar securities, which it may decide to carry out under this authorisation, when this is necessary or appropriate for the corporate interest. In any case, if it is decided to exercise the power conferred to eliminate the pre-emptive subscription right, the Council shall issue at the time of approving the issue and in accordance with the applicable regulations, a report detailing the specific reasons in the corporate interest that justify such measure, which shall be the subject of the relevant report of an independent expert in accordance with the provisions of Articles 414.2, 417.2 and 511 of the LSC.

#### **9. Admission to trading**

The Board of Directors is delegated the power to request admission to trading on regulated or non-regulated markets, official or unofficial secondary markets, whether organised or not, national or foreign multilateral trading facilities, of the Securities issued in the exercise of this delegated authority, and the Board of Directors is empowered, with express authorisation of substitution in favour of the Chairman of the Board of Directors, the Chief Executive Officer and the Secretary, to carry out the necessary procedures and actions viz-a-viz the competent bodies of the national or foreign securities markets for admission to trading.

It is expressly stated that, in the event of a subsequent request for exclusion from trading, this will be adopted with the same formalities as the application for admission, to the extent that they are applicable, and, in such a case, the interest of the shareholders or bondholders who oppose or do not vote on the resolution under the terms provided for in current law will be safeguarded. Furthermore, it is expressly stated that the Company is subject to the rules that exist or may be issued in the future in terms of the Stock Exchanges or the markets where the securities issued under this delegated power will be traded and, especially, with regard to contracting, permanence and exclusion from trading.

#### **10. Guarantee of the issue of convertible and/or exchangeable fixed-income securities or warrants by Group companies.**

The Board of Directors is also authorised to guarantee on behalf of the Company, within the limits set out above, the new issues of convertible and/or exchangeable fixed-income securities or warrants that, during the term of this resolutions, are carried out by subsidiaries.

## **11. Powers of delegation, substitution and granting of powers**

Without prejudice to the delegations of specific powers contained in the previous sections (which must be understood to have been granted with express powers of substitution by the bodies and persons detailed herein), it is resolved to empower the Board of Directors, to the full extent required by law and with express powers of substitution by the members of the Board that it deems appropriate, including the Secretary of the Board, or third parties when so agreed so that any of them, interchangeably and with their signature only, may request as many authorisations and pass as many resolutions as may be necessary or appropriate in order to comply with the legal regulations in force, the execution and effective completion of this resolution, including the performance of any procedures, the signing of any public or private documents, payment agency contracts, placement, underwriting, calculation and others necessary for a securities issue of these characteristics, as well as prospectuses or equivalent documents that may be necessary in the use of the power delegated by this resolution.

## **12. Directors' report**

In accordance with Articles 286, 297.1.b) and 511 of the LSC, the Board of Directors has made available to shareholders a report that sets out the rationale for this proposed resolution.

With the passing of this resolution, the authorisation granted to the Board of Directors approved under item 9 of the Agenda of the Shareholders General Meeting of the Company held on May 27, 2021 is rendered null and void.

## **RESOLUTION 8**

To submit the Annual Report on Directors' Remuneration referred to in Article 541 of the Consolidated Text of the Corporate Enterprises Act to an advisory vote.

Article 541 of Consolidated Text of the Corporate Enterprises Act stipulates that Boards of listed societies must draw up and publish an Annual Report on Directors' Remuneration, including remuneration they receive or must receive in their capacity as Directors and, where applicable, remuneration for carrying out executive functions. The Annual Report on Directors' Remuneration shall be submitted to an advisory vote as a separate item on the Agenda of the Ordinary General Shareholders' Meeting.

Article 529-novodecies of Consolidated Text of the Corporate Enterprises Act stipulates that the Directors' remuneration policy shall be as per the remuneration system provided for in the Company' Articles of Association, and shall be approved by the General Shareholders' Meeting at least every three years as a separate item on the Agenda. The approved Directors' remuneration policy shall remain valid for the three financial years following that in which it was approved by the General Shareholders' Meeting. Any remuneration paid to Directors for holding or being removed from their positions and for performing executive functions must be consistent with the Directors' remuneration policy in effect at any given time, except for any remuneration expressly approved by the General Shareholders' Meeting.

The Board of Directors of Enagás, S.A., at its meeting held on February 19, 2024, agreed to submit for the approval of the General Shareholders' Meeting, for the purposes set out in Article 529-novodecies of the Corporate Enterprises Act and

Article 36 of the Company's Articles of Association, the "Directors' Remuneration Policy for 2025, 2026 and 2027", which was approved by the General Shareholders' Meeting as item 7 on March 21, 2024 with 77.458% of votes in favour. This policy is in effect as and from January 1, 2025.

The Annual Directors' Remuneration Report which is now put forward for the advisory vote refers to the aforementioned Policy.

This report is in keeping with the provisions of Article 541 of the Consolidated Text of the Corporate Enterprises Act, which includes the remuneration of Directors, including remuneration they receive or must receive in their capacity as Directors and, where applicable, remuneration for carrying out executive functions. The report is in keeping with the contents and structure determined by the Spanish Ministry of Finance and Competitiveness and the National Securities Market Commission (CNMV), and includes (i) clear, comprehensive and comprehensible information concerning the Directors' Remuneration Policy applicable to the current year; (ii) a global overview of application of the Remuneration Policy during the preceding year; (iii) in addition to details of the individual remuneration packages accruing for all concepts and for each of the Directors during that year.

By way of attachment to these proposed resolutions and forming an integral part of them, the Annual Report on Directors' Remuneration is placed at the shareholders' disposal.

**Accordingly, the adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting, which is put to the vote on an advisory basis:**

"Approve the Annual Report on Directors' Remuneration, made available to shareholders, as established on Article 541 of the Consolidated Text of the Corporate Enterprises Act."

#### **RESOLUTION 9**

To delegate authorisation to supplement, develop, implement, rectify and formalise the resolutions adopted at the General Shareholders' Meeting.

**Adoption of the following resolution is proposed to the Ordinary General Shareholders' Meeting:**

**"One.-** To delegate to the Board of Directors the broadest powers required to supplement, develop, implement and rectify any of the resolutions adopted at the General Shareholders' Meeting. The power to rectify shall include the power to make any required or advisable modifications, amendments and additions arising from any objections or remarks made by the regulatory bodies of securities markets, stock exchanges, the Trade and Companies Register or any other public authority with powers relating to the resolutions adopted.

**Two.-** To delegate indistinctly to the Chairman of the Board of Directors, the Secretary, and to each of the Board members, the powers required formally to draw up the resolutions adopted by the General Shareholders' Meeting and register those so requiring, in full or in part, with powers to that end to draw up all manner of notarised and non-notarised instruments, including those supplementing or rectifying those resolutions."

These draft resolutions were approved by the Board of Directors at its meeting on February 16, 2026.

The General Secretary to the Board of Directors  
Diego Trillo Ruiz  
**Enagás, S.A.**



**PROCEDURE FOR VOTING AND APPOINTING PROXIES OF THE GENERAL SHAREHOLDERS MEETING BY REMOTE COMMUNICATIONS MEDIA AND ONLINE ATTENDANCE AND VOTING**

Pursuant to Articles 189, 190.1 and 521 of the Corporate Enterprises Act, Article 27 of the Company's Articles of Association and Articles 1, 10, 11.1 and 11.2 (B) of the Rules and Regulations of General Shareholders' Meetings, all the Company's shareholders entitled to vote may do so and appoint proxies by remote means of communication, except on resolutions in which they have a conflict of interest, in accordance with the Corporate Enterprises Act, the Articles of Association and the Rules and Regulations of General Shareholders' Meetings, by i) post and ii) electronic communication.

They may also submit their vote at the Shareholder Information Office. For these purposes, the aforementioned articles of the Company's Articles of Association and the Rules and Regulations of General Shareholders' Meetings confer on the Board of Directors the powers necessary to implement specific rules and regulate the exercise of voting and proxy rights by means of remote communication, and to decide on the electronic or remote means that may be used at each Meeting to attend and/or appoint proxies and cast votes, having regard to the state of the art.

By virtue of this delegation of authority, at its meeting on February 16, 2026 the Board of Directors of Enagás, S.A. (hereinafter the "Company") resolved that at the next General Shareholders' Meeting, scheduled to be held upon first call in Madrid on March 25, 2026 at 12.00 pm at Avenida Partenón 5, 28042 Madrid (Auditorio Ifema Sur) and, if a quorum is not attained as required by law and the Articles of Association, to be held upon second call on March 26, 2026 at 12.00 pm, likewise at Avenida Partenón 5, 28042, Madrid (Auditorio Ifema Sur), the following rules concerning voting and appointment of proxies by remote means of communication and remote attendance and voting shall apply.

**1. VOTING REMOTELY PRIOR TO THE GENERAL SHAREHOLDERS' MEETING.**

Pursuant to Article 27 of the Articles of Association and Articles 1, 11.1 and 11.2 (B) of the Rules and Regulations of General Shareholders' Meetings, and as resolved by the Board of Directors, voting on resolutions on items of business on the Agenda may be exercised by the shareholders prior to the General Shareholders' Meeting by i) post, ii) electronic communication, or iii) at the Shareholder Information Office in accordance with the following instructions.

**1.1. Postal voting.**

Shareholders wishing to vote by post must send the Company (Enagás, S.A. – Shareholder Information Office – Paseo de los Olmos 19, 28005 Madrid) in a sealed envelope, the attendance, proxy and voting card issued by entities that are members of the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (IBERCLEAR, the Spanish Central Securities Depository), clearly stating the identity of the shareholder, the number of shares they hold, and their vote on

each item of business on the Agenda, bearing the shareholder's handwritten signature. If shareholders are legal persons, in addition to the handwritten signature of the representative they must also provide a document that constitutes a legal proof of proxy representation.

If the card issued by the IBERCLEAR participating entity does not include the "Remote Voting" section, or if it is incomplete, the shareholder may complete it by using the standard card form that the Company provides on its website ([www.enagas.es](http://www.enagas.es)). This card, duly completed and signed, must be sent to the Company

## **1.2. Voting by electronic means of communication.**

### **1.2.1 Electronic voting**

Shareholders wishing to appoint a proxy by an electronic communication can do so via the website [www.enagas.es](http://www.enagas.es)), in the "Shareholders and Investors" section, by following the relevant instructions specified on each of the screens of said website and filling in the forms provided therein. To do this, they shall provide proof of identity via a legally recognised electronic signature endorsed by the guarantees stipulated below, stating the number of shares owned and how they intend to vote on each item on the Agenda.

Pursuant to Articles 27 of the Articles of Association and 11.2 (B) of the Rules and Regulations of General Shareholders' Meetings, the guarantee the Board of Directors considers appropriate to ensure the authenticity and identification of a shareholder exercising voting rights is the electronic signature recognised pursuant to the terms of Law 6/2020 of November 11 regulating certain aspects of electronic trust services, provided the signature is based on (i) an Electronic User Certificate issued by the Spanish National Mint's Public Certification Authority (CERES) concerning which no revocation has been recorded; (ii) the recognised electronic certificate incorporated in the Spanish national identity card issued pursuant to Royal Decree 1553/2005 of December 23 regulating the issuance of the Spanish national identity card and electronic signature certificates; or (iii) the user/password credentials that the shareholder will receive at their e-mail address, upon request through a special credentials request form available on the voting, electronic proxy and remote assistance platform itself, and after verification of their identity and shareholder status.

### **1.2.2. Electronic voting**

In addition, natural person shareholders can also cast their vote before the Shareholders General Meeting by calling +34 910 607 385.

To be able to vote by telephone, the shareholder will have to (i) identify him/herself with their full name, (ii) state their National Identity Document or passport number and (iii) state the number of shares they hold individually or jointly (if the shares are in several securities accounts, it will suffice to state the number of shares in one of the accounts), which the Company will verify in real time, provided there are technical impediments to do so.

## **1.3. Votes cast at the Shareholder Office.**

If a shareholder decides to cast their vote in person or by proxy at the Shareholder Information Office, they shall submit an attendance, proxy and voting card clearly stating the Shareholder's identity, number of shares held and how they wish to vote on each item on the Agenda, bearing their written signature, and shall also present their national identity card or passport, if the Shareholder is a natural person. In the

case of representation, the proxy must present a document accrediting proxy representation, whether the shareholder is a legal person or a natural person.

#### **1.4. Specific rules on the casting of votes.**

If a Shareholder voting by remote means fails to tick any of the boxes provided for the purpose in relation to any item of business on the Agenda, they will be deemed to have voted in favour of the respective resolution proposed by the Board of Directors.

## **2. APPOINTMENT OF PROXIES USING REMOTE MEANS OF COMMUNICATION.**

Pursuant to Article 27 of the Company's Articles of Association and Article 10 of the Rules and Regulations of General Shareholders' Meetings, a shareholder may appoint a proxy for a General Shareholders' Meeting by post or electronic communication in accordance with the following instructions.

### **2.1. Appointment of proxies by postal correspondence.**

A shareholder wishing to appoint a proxy by post must fill in the attendance, proxy and voting card issued by entities that are Member Entities of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (IBERCLEAR, the Spanish Central Securities Depository), in the "Proxy Appointment" section, with their handwritten signature, attaching a copy of their national identity card or passport, and send it to the Company's registered office (Enagás, S.A. – Shareholder Information Office – Paseo de los Olmos 19, 28005 Madrid) in a sealed envelope.

### **2.2. Appointment of proxies by electronic communication**

Shareholders wishing to appoint a proxy by an electronic communication can do so via the website [www.enagas.es](http://www.enagas.es)), in the "Shareholders and Investors" section, by following the relevant instructions specified on each of the screens of said website and filling in the forms provided therein. To do this, they will provide proof of identity via a legally recognised electronic signature endorsed by the guarantees stipulated below, stating the number of shares owned and the proxy appointed.

Pursuant to Article 27 of the Company's Articles of Association and Article 10 of the Rules and Regulations of General Shareholders' Meetings, the proof the Board of Directors considers appropriate to ensure the identification of a Shareholder exercising the right to appoint proxies is the electronic signature based on a qualified certificate as per the terms set out in the applicable regulations, provided the signature is based on (i) an Electronic User Certificate issued by the Spanish National Mint's Public Certification Authority (CERES) concerning which no revocation has been recorded; (ii) the qualified electronic certificate included in the Spanish national identity card issued pursuant to Royal Decree 1553/2005 of December 23, regulating the issuing of national identity cards and electronic signature certificates; or (iii) the user/password credentials that the shareholder will receive at their email address, upon request through a special credentials request form available on the voting, electronic proxy and remote attendance platform itself, and after verification of their identity and shareholder status.

### **2.3. General provisions for appointment of proxies by remote means of communication.**

Shareholders appointing a proxy by remote means must notify the designated proxy of the power of representation that has been granted. For this purpose, on the date

and at the time of the General Shareholders' Meeting, proxies must identify themselves by their national identity card or passport and produce a printed copy of the postal or electronic delegation, duly signed by both the proxy and by the principal.

If the Chairperson or any other member of the Board of Directors is appointed as a proxy, including the Secretary or, where applicable, the Vice-Secretary, even if he/she is not a Director, this notice will be deemed to have been given upon receipt by the Company of the proxy letter.

Any delegated authority which does not contain the name of the person to whom it is delegated shall be deemed to be conferred on the Chairman of the Meeting.

No Shareholder may be represented by more than one proxy.

#### **2.4. Specific rules on the casting of votes.**

If a Shareholder appointing a proxy fails to mark any of the boxes provided for the purpose in relation to any item of business on the Agenda, they will be deemed to grant instructions to vote in favour of the respective resolution proposed by the Board of Directors.

### **3. GENERAL RULES.**

#### **3.1. Time frame for voting and appointing proxies by remote means of communication.**

In order for the proxies granted and the votes cast by any of the above means to be valid, they must be received at the Company's registered office (Enagás, S.A. –Oficina de Información del Accionista– Paseo de los Olmos 19, Madrid), at the telephone number +34 910 607 385 or via its website ([www.enagas.es](http://www.enagas.es)), as the case may be, between the day of publication of the call for the General Meeting and no later than 24 hours prior to the date and time scheduled for the holding, at second call, of the General Shareholders' Meeting, i.e. no later than March 25, 2026 at 12:00 noon. For the purposes of electronic communication, the Company will deploy an electronic time-stamping system based on an objective time source, in order to prove the time at which proxy appointments or electronic votes are received.

After this time, only proxy appointments in writing presented at the shareholder registration desks on the date and time specified for the General Shareholders' Meeting will be admitted.

#### **3.2. Order of priority in attendance, voting and proxy appointment by remote communication.**

##### **3.2.1. Priority of personal or remote attendance.**

Pursuant to Article 27 of the Company's Articles of Association and Articles 10 and 11.5 (B) of the Rules and Regulations of General Shareholders' Meetings, personal, physical or remote attendance at a General Shareholders' Meeting revokes proxy appointments and votes cast by remote means of communication.

##### **3.2.2. Priority of remote voting over proxy appointment.**

Votes cast by any remote means of communication render any proxy appointment granted electronically or by post or by any other means void. The proxy appointment will be deemed to have been revoked if made previously, and not to have been made at all if made subsequently.

### 3.2.3. Priority in the event of several proxy appointments and/or votes by means of remote communication.

If a Shareholder validly makes more than one proxy appointment or validly casts more than one vote by different forms of remote communication, the proxy appointment and/or vote received last prevails, and those received earlier are void.

### **3.3. Confirmation of remote vote or proxy appointments.**

The validity of a vote cast and of a proxy granted by remote means of communication is subject to the verification of the data provided by the shareholder with the file provided by IBERCLEAR containing the shareholders registered in the corresponding accounting register five days prior to the date scheduled for the Meeting, i.e. March 20, 2026.

### **3.4. Co-ownership.**

In the event of co-ownership of shares, for the purposes of Article 126 of the Corporate Enterprises Act a co-owner voting or appointing a proxy remotely is presumed to have been appointed by the other co-owners to exercise the rights arising from the shares.

### **3.5. Custody of electronic signatures.**

The custody of electronic signatures for voting or appointing proxies by electronic means is the sole responsibility of Shareholders.

### **3.6. Legal persons and non-residents.**

Shareholders that are legal persons or are not resident in Spain must contact the Shareholder Information Office regarding possible use or adaptation of the mechanisms for voting and appointing proxies via remote communication to their specific requirements.

Furthermore, if the Shareholder is a legal person it must notify the Company, via the Secretary to the Board of Directors (Paseo de los Olmos, 19, 28005 Madrid), of any modification or revocation of the powers vested in the proxy. The Company rejects any liability that may arise prior to such notice.

### **3.7. Technical incidents.**

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for electronic voting and appointment of proxies where technical or security reasons so require or demand. Any such circumstance will be made public as soon as practicable by any medium the Company deems appropriate.

The Company accepts no liability for any damages to any shareholder as a result of breakdowns, overloads, line failures, connection faults, postal service malfunctioning or any other eventuality of the same or a similar nature beyond the control of the Company that prevents the use of remote voting and proxy appointment mechanisms.

## **4. ATTENDANCE, PROXY REPRESENTATION AND VOTING IN THE EVENT OF REMOTE ATTENDANCE**

Pursuant to Article 27 of the Articles of Association and Articles 9 and 11 of the General Shareholders' Meeting Regulations, shareholders with the right to attend

may also attend the General Shareholders' Meeting by remote means and vote in real time by using the remote means set forth below. In such cases, shareholders with the right to vote may exercise such right themselves or by proxy.

**Identification and prior registration:** to guarantee the identity of the attendees, shareholders or proxies who wish to use the remote attendance mechanisms must register in advance through the electronic voting and proxy and telematic attendance application (hereinafter the "**Application**") accessible through the website ([www.enagas.es](http://www.enagas.es)), in the section dedicated to the General Shareholders' Meeting in the "Shareholders and Investors" section, **from the date of publication of the call notice and no later than twenty-four hours prior to the date and time scheduled for the General Meeting (i.e., at 12:00 noon on March 24, 2026 if the General Meeting is held on first call and at 12:00 on March 25, 2026 if, as planned, the General Meeting is held on second call)**. After that time, no prior registration will be accepted for the exercise of the right to remote attendance. All shareholders or proxies wishing to attend the General Shareholders' Meeting remotely are advised to complete the pre-registration process sufficiently in advance in order to be able to correctly process the documentation accrediting the identity and legitimacy of the shareholders or their proxies.

The proof that the Board of Directors deems appropriate to ensure the identification of the shareholder and/or proxy holder exercising their right to remote attendance is the electronic signature based on a qualified certificate under the terms laid down in the applicable regulations, provided that it is based on (i) the Electronic User Certificate issued by the Spanish Public Certification Entity (CERES), which is attached to the *Fábrica Nacional de la Moneda y Timbre* (Spanish National Mint); (ii) the qualified electronic certificate incorporated into the electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of December 23, regulating the issuance of the National Identity Document and its electronic signature certificates, the certificate shall be obtained by the shareholder or proxy, free of charge for the Company, and must be valid on the day of the General Shareholders' Meeting; it is the exclusive responsibility of the shareholder or proxy to safeguard their electronic signature; or (iii) the user/password credentials that the shareholder will receive at their email address, upon request through a special credentials request form available on the voting, electronic proxy and remote assistance platform, and after verification of their identity and status as shareholder.

In order for the proxy to be registered as a remote attendant at the General Shareholders' Meeting, the proxy must have previously sent the Company a copy of their National Identity Document or Passport, and a copy of the proxy letter, if applicable by postal or electronic means, duly signed by the proxy and the represented shareholder. Said documentation must be received at the Company's registered office (Enagás, S.A. - Shareholder Information Office - Paseo de los Olmos, 19, 28005 Madrid) or at the email address provided for this purpose ([accionistas@enagas.es](mailto:accionistas@enagas.es)) no later than twenty-four hours prior to the date and time scheduled for the holding of the General Shareholders' Meeting **(i.e. at 12.00 noon on March 24, 2026 if the General Shareholders' Meeting is held on first call and at 12.00 noon on March 25, 2026 if, as expected, the General Shareholders' Meeting is held on second call)**.

The shareholder or proxy who has registered to attend the General Shareholders' Meeting by remote means and wishes to leave the meeting by registering it with the notary may do so using the form provided for this purpose in the Application.

**Connection and attendance:** any shareholder (or proxy) who has previously registered to attend the General Meeting electronically in accordance with the previous section, **must connect via the Application between 09:30 a.m. and**

**11:45 a.m. (CEST)** on March 25, 2026 (if the Meeting is held at first call) or **on March 26, 2026 (if, as expected, the Meeting is held on second call)**, and identify themselves again by one of the following means: (i) qualified or advanced electronic signature, based on a qualified, valid electronic certificate, issued by the Spanish Public Certification Entity (CERES), attached to the Fábrica Nacional de Moneda y Timbre (the Spanish Mint) (ii) a valid electronic National Identity Document or (iii) the username/password credentials that must have been requested at the time of prior registration.

**Speeches, presentations, proposal and information during the General Shareholders' Meeting:** shareholders (or their proxies) who wish to speak at the General Shareholders' Meeting, make proposals where legally appropriate or request such information or clarifications as they deem necessary regarding the items on the Agenda or such clarifications as they deem necessary regarding the information accessible to the public that the Company has provided to the National Securities Market Commission since the last General Shareholders' Meeting was held and regarding the auditor's report, may do so by filling in the form provided for this purpose in the Application up to the closing time of speeches, which will be duly indicated during the course of the General Shareholders' Meeting. In the event that the shareholder (or their proxy) wishes their speech to be recorded in the minutes of the meeting this must be clearly stated on the form in all cases.

The request for information or clarification exercised during the General Shareholders' Meeting shall be satisfied verbally during the course of the meeting or, if it cannot be satisfied at that time, shall be answered in writing within seven days following the meeting.

**Voting:** voting on the proposals relating to Agenda items may take place from the time the shareholder (or, where applicable, the representative) is connected as an attendee and until the Chairperson or, where applicable, the Secretary of the Meeting announces the conclusion of the voting period for the proposed resolutions relating to Agenda items.

With regard to proposals of agreements on matters that, by legal mandate, do not need to be on the Agenda, remote attendees may cast their votes from the moment that these proposals are read out and included in the Application in order to proceed to the vote, through the same Application and until the Chairperson or, where applicable, the Secretary of the Meeting announces the conclusion of the voting period for the proposed resolutions.

The procedure provided for in the Articles of Association and the Rules and Regulations of General Shareholders' Meetings shall be applied to voting on proposed resolutions.

**Order of priority rules:** remote attendance by telematic means at General Meetings of a shareholder who has previously delegated their vote or voted remotely, regardless of the means used, will render said delegation or vote null and void.

Any sale of voting shares effected at least five days before the scheduled date of the Meeting shall render votes cast prior to such sale null and void.

**Broadcasting:** a shareholder (or their proxy) who attends the General Shareholders' Meeting by remote means may follow the complete event, which will be broadcast in real time via the Company's website, notwithstanding which it may be recorded and disseminated to the public through the aforementioned website.

**Technical incidents:** The Company reserves the right to take the relevant measures in relation to the mechanisms for remote attendance at the General Shareholders' Meeting when technical or security reasons so require or necessitate.

The Company shall not be liable for any damage that may be caused to shareholders or proxy holders as a result of breakdowns, overloads, line failures, connection failures or any other eventuality of the same or a similar nature, beyond the Company's control, which occasionally prevent the use of the mechanisms for remote attendance at the General Shareholders' Meeting or the occasional unavailability of its website, without prejudice to the adoption of such measures as each situation may require, including the possible temporary suspension or extension of the General Shareholders' Meeting if necessary to guarantee the full exercise of their rights by the shareholders or their proxies.

February 16, 2026

The General Secretary to the Board of Directors

Diego Trillo Ruiz



## **RULES OF USE OF THE SHAREHOLDERS' ELECTRONIC FORUM**

### **I. Introduction**

Pursuant to the provisions of Article 539.2 of the Consolidated Text of the Corporate Enterprises Act enacted by Royal Legislative Decree 1/2010 of July 2, (hereinafter the "Corporate Enterprises Act"), Enagás, S.A. (hereinafter "Enagás", the "Company" or the "Administrator") has approved these Rules of Use of the Forum (hereinafter the "Rules"), which form part of the Company's Corporate Governance System, relating to the Enagás Shareholders' Electronic Forum (hereinafter the "Forum") to be created on the Company's website ([www.enagas.es](http://www.enagas.es)) when each General Shareholders' Meeting is called and until it is held.

### **II. Forum Rules**

These Rules govern the creation and provision of the Forum by Enagás and the guarantees, terms and conditions for access to and use of the Forum by the shareholders of Enagás and such voluntary associations as the shareholders may create in accordance with prevailing legislation.

With regard to the Forum, these Rules complement the conditions for access to and use of the Enagás website [www.enagas.es](http://www.enagas.es), which will apply in full to access to and use of the Forum provided no modifications are made and no conflicts arise with the provisions of the Rules.

Enagás reserves the right to modify, at any time and with no prior warning, the presentation, configuration, functioning and content of the Forum, the conditions for access and use and these Rules, without prejudice to the legal provisions relating thereto.

### **III. Acceptance of the Forum Rules**

Registering as a user of the Forum ("Registered User") and accessing and/or using the Forum entails full and unreserved acceptance of the terms and conditions of the Rules and of the conditions for access to and use of the Enagás website [www.enagas.es](http://www.enagas.es).

Enagás will be deemed to be the Administrator of the Forum under the conditions and with the powers provided in these Rules. It reserves the right of interpretation in the event of any doubts or discrepancies as to use of the Forum.

### **IV. Purpose and aim of the Forum**

The Forum will be created for the exclusive purpose of facilitating communication with the shareholders of Enagás, and any voluntary associations that may be established, as of the time of notice of each General Shareholders' Meeting until the latter is held, as applicable.

Accordingly, Registered Users may send communications to be posted on the Forum the purpose of which is exclusively as follows:

- Propose resolutions to be submitted as a supplement to the Agenda set out in the notice of the General Shareholders' Meeting.
- Requests for adherence to these proposed resolutions.
- Initiatives to achieve a sufficient percentage to exercise a statutory minority-interest right.
- Offers and requests for voluntary representation by proxy.

It is stipulated that, in accordance with Article 22 of the Company's Articles of Association, Article 5.2.1 of the Regulations of the General Shareholders' Meeting and Article 519 of the Corporate Enterprises Act, shareholders requesting that a supplement to the Notice of the General Shareholders' Meeting be published, adding one or more items to the Agenda, must hold at least three percent of the Company's share capital. This right must be exercised within five days from the publication of the Notice of the General Shareholders' Meeting, by certified notice received at the following address:

Enagás, S.A.  
General Secretariat  
Paseo de los Olmos, 19  
28005 - Madrid

Shareholders representing this percentage may, within the deadline and in the manner indicated, present well-founded proposals of resolutions on matters already included or that should be included on the Agenda.

## **V. Registered Users**

Access to and use of the Forum is reserved exclusively for individual shareholders of Enagás, in addition to validly created voluntary associations of shareholders of the Company that are listed on the special register created by the CNMV, in accordance with Article 539.4 of the Corporate Enterprises Act.

To be able to access and use the Forum, the shareholders and voluntary associations of shareholders must register as "Registered Users" by filling in the Registered User registration form, demonstrating their status as an Enagás shareholder, or as a validly created voluntary association of shareholders registered at the CNMV, as indicated on the form.

In the case of body corporate shareholders and voluntary associations of shareholders, power of attorney of the person wishing to access the Forum on behalf of them must be duly documented in the manner indicated on the registration form.

For subsequent Forum access and communications, completion of a special usage form may be required.

Access to and use of the Forum by the Registered Users is conditional upon retention of their status as shareholders of Enagás or as a validly created and registered voluntary association of shareholders, in accordance with applicable legislation.

If, in its capacity as Forum Administrator, Enagás should have at any time reasonable doubts as to a Registered User's compliance with these conditions, it may require the User to substantiate their compliance with said conditions

and may request the User to provide it with whatever information or documents it deems appropriate to verify the matters considered here.

The Administrator may request additional information from Registered Users, as well as suspend or cancel the registration of those who do not duly substantiate their compliance with the aforementioned conditions.

Communications made by shareholders who lose this status before the General Shareholders' Meeting is held will be removed automatically, as will communications related or linked to the previous communications.

## **VI. Access to the Forum and publication of communications**

### **1. Access to the Forum**

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

The Forum is constituted as a channel for the publication of communications made by Registered Users that relate to the matters stated in section IV above. Therefore, its use as a means for electronic conversation between Registered Users, or as a place for virtual debates, is excluded.

In accordance with the foregoing, the Administrator will only post on the Forum the communications that are appropriate in accordance with the law and under the Enagás Corporate Governance System, and any other comments on said communications will not be posted on the Forum.

### **2. Publication of communications on the Forum**

All Registered Users may submit communications concerning any of the matters indicated in section IV above.

The communications will be submitted exclusively in text format and, when posted, will be made available to any other Registered User.

Communications prepared by the Registered Users are written by them personally. With the exception of associations of shareholders that are duly authorised under the law and these Rules, communications received from representatives of shareholders, shareholder groups and agreements, depository institutions, financial intermediaries and other persons acting on behalf of or in the interests of the shareholders will not be published.

Applications to publish communications must be made in accordance with the forms available on the Forum for this purpose, which will include:

- Identification of the Registered User issuing the communication.
- Title of the communication, indicating the content of the initiative in a precise manner.
- Brief rationale of the communication.

All communications posted on the Forum will include the identity (name and surnames in the case of individuals, corporate name in the case of legal persons, and the name and registration number from the CNMV register in the case of shareholder associations, and also, in the latter two cases, the identity of their

respective representatives) of the Registered User issuing the communication, and will show the date and time of posting.

By making a communication, it is understood that the Registered User responsible for the communication declares and guarantees that the content thereof is lawful and in accordance with the law, with the Rules and with the requirements of good faith, that they have all the authorisations and permissions necessary to issue the communication concerned and that it does not infringe any third-party rights.

The Administrator may ascertain that the communications which users wish to issue comply with the law, these Rules and the requirements of good faith, and may refuse to post on the Forum, or remove from the Forum, any communication which it deems does not comply with these conditions. It may also answer any communication issued by Registered Users through the e-mail address provided by the Registered User or through any other means of communication that it deems appropriate.

### **3. Content of communications**

Any use of the Forum by the Registered Users will be made with all due respect for prevailing legislation, in accordance with these Rules and with regard to the requirements of good faith. The following are therefore expressly forbidden:

- Infringing the rights, assets and lawful interests of Enagás, of other Registered Users and of third parties, such as their intellectual and industrial property rights, religious freedom, honour, reputation and privacy, protection of personal data and any other legal rights, rights or interests that are protected by law.
- Entering information or personal data concerning third parties without the informed consent of their holder or usurping identities.
- Including contents or expressions that are discriminatory, racist, sexist, violent, xenophobic or in any other way degrading or offensive.
- Including any manner of inappropriate material or material that is contrary to the requirements of good faith.
- Supplying information of any type aimed at committing unlawful criminal, civil or administrative acts.
- Taking any action (or supplying information to third parties) which avoids the technical restrictions that the different media or programmes of the Forum may entail with the purpose of preventing unauthorised use.
- Including content or material without due authorisation from the holders of the intellectual or industrial property rights.
- Damaging, disabling, overloading or causing the deterioration of the working of the Forum or the IT equipment of Enagás, of other Registered Users or of third parties, in addition to the documents, files and all manner of contents stored on such IT equipment (hacking) and preventing normal use and enjoyment of the Forum by other Registered Users.

The insertion of any kind of publicity or advertising by the Registered Users is strictly prohibited.

Any Registered User that becomes aware that any type of content on the Forum or provided through it is contrary to the law, to these Rules or to the requirements of good faith, may notify the Administrator of this circumstance through the contact mailbox referred to below, with no liability in this regard for Enagás, even if no measures are adopted in this respect.

The Registered Users undertake to make proper and appropriate use of the Forum and a use in accordance with the law, these Rules and the requirements of good faith, in accordance with its purpose pursuant to section IV above.

#### **4. Elimination of communications after the General Shareholders' Meeting**

After the General Shareholders' Meeting, the Administrator reserves the right to eliminate and delete all communications referring to the meeting.

### **VII. Scope of the Forum**

The Forum is not a channel for communication between Enagás and the Registered Users.

Accordingly, no post written or published in the Forum may be understood in any case as notice to Enagás for any purpose and, in particular, for the exercise of any rights that the Registered Users, individually or collectively, may have, nor does it replace the necessary requirements in accordance with the law and Enagás' Corporate Governance System for the exercise of any such rights or to develop the initiatives and actions of the shareholders.

All rights and powers that shareholders wish to exercise must go through the legally established channels, in accordance with the provisions of the law and the Corporate Governance System of Enagás, and the Forum may not at any time constitute a valid channel for this purpose.

### **VIII. Responsibility of the Administrator**

#### **1. Scope of the responsibility of Enagás**

Enagás takes no responsibility for the accuracy, truthfulness, validity, lawfulness or relevance of the communications sent by the Registered Users or for the opinions stated by them.

Enagás will only take responsibility for its own services and contents directly originated by it and identified with its copyright, such as a trademark or the intellectual or industrial property of Enagás.

By virtue of their access to and/or use of the Forum, all Registered Users declare that they are aware and accept that the use of the Forum is, in all cases, on their sole and exclusive responsibility.

#### **2. Contents**

All Registered Users may submit communications concerning any of the matters indicated in section IV above.

The Administrator expressly reserves the right to refuse access to and/or use of the Forum and to not publish or to withdraw the communications written by those Registered Users that breach current laws and regulations, these Rules or the requirements of good faith.

The Administrator has the power, although it does not have the obligation, to monitor the use of the Forum and its contents, which are the exclusive responsibility of the Registered Users who produce them. In any event, the Administrator may establish tools to filter and moderate the content of the communications, and may withdraw contents when it considers that these may be unlawful or contrary to these Rules or the requirements of good faith.

Registered Users will be responsible for any damages that may be sustained by Enagás, another Registered User or any other third party as a consequence of access to and/or use of the Forum (including, in particular, the production of communications) that fails to comply with any provision of the legal regulations in force, of these Rules and of the requirements of good faith.

#### **IX. Absence of licence**

Enagás authorises Registered Users to use the intellectual and industrial property rights relating to the computer application installed in the server of Enagás or a third party that runs the Forum services solely for the purposes stipulated in section IV above and according to the terms and conditions established in these Rules. Registered Users must abstain from securing, or attempting to secure, access to and use of the Forum and its contents by means or procedures other than those that in each case have been placed at their disposal or indicated for the purpose.

Enagás does not grant any type of licence for or authorisation for use in connection with its intellectual and industrial property rights, or with any other ownership title or right in connection with the Forum other than that provided in the previous paragraph.

#### **X. Cost of use**

Access to and use of the Forum by Registered Users is free, apart from the cost relating to the connection through the telecommunications network supplied by the access provider detailed to do so by each Registered User.

#### **XI. Security and personal data protection**

By registering, Forum Users accept and expressly authorise that their personal details may be posted on the Forum.

In accordance with Spanish Organic Law 3/2018 on the Protection of Personal Data and the Guarantee of Digital Rights and with Regulation (EU) 2016/679 of the European Parliament and of the Council of April 27, 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and with any applicable sectoral or complementary regulations, we hereby inform you that the identification data obtained as a result of your registration as a shareholder on the Forum will be processed by

Enagás S.A., the data controller, for the purpose of establishing, managing and supervising the operation of the Forum in accordance with the provisions of these Rules and the applicable regulations.

If you do not provide the mandatory information, it will not be possible to comply with the indicated purpose. Your consent will be the basis for legitimising the processing which you express by registering on the Forum and accepting these Rules. You may revoke your consent by sending an e-mail to [protecciondedatos@enagas.es](mailto:protecciondedatos@enagas.es) with the subject line "Cancellation of the shareholders' forum". You guarantee that your personal data are true and you are responsible for notifying Enagás S.A. of any changes to it.

Enagás S.A. will not pass on this information to third parties, unless there is a legal obligation to do so.

Likewise, suppliers who provide services related to the operation of this Forum may have access to your personal data for any of the purposes set out in these Rules, as well as for other technical or auxiliary purposes. These suppliers shall be considered as processors and shall process the personal data in accordance with the Company's instructions.

Your personal data shall not be subject to international transfers by Enagás S.A.

We will store your data for the legally applicable periods for the financial year and defence of claims, unless they must be stored for longer periods, by virtue of a legal obligation. After these deadlines, the data will be deleted.

Please note that you may exercise your rights of access, rectification, portability, deletion, limitation, opposition and the right not to be subject to automated decisions, when such rights are applicable, by sending your request to [protecciondedatos@enagas.es](mailto:protecciondedatos@enagas.es) or to the postal address at Paseo de los Olmos 19, 28005 Madrid, providing a copy of your ID card or equivalent document and specifying your request. Furthermore, if you consider that your data has been processed in an inappropriate manner, you are entitled to file a complaint with the Spanish Data Protection Agency (C/ Jorge Juan, 6. 28001 - Madrid [www.aepd.es](http://www.aepd.es)). For further detailed information on how your data is processed, you may consult Enagás' Legal Notice at the following link: [www.enagas.es/enagas/es/Pie/AvisoLegal](http://www.enagas.es/enagas/es/Pie/AvisoLegal).

## **XII. Contact mailbox**

Registered Users who have suggestions or proposals to improve the Forum, who require technical assistance, who wish to make complaints about contents that do not comply with these Rules, may write to the e-mail address of the Company, which will be expressly stated for such purposes on the Forum. The purpose of this electronic mailbox is to provide the Registered User with assistance and to improve the quality of the Forum, without entailing any type of control or responsibility on the part of the Administrator.

These Rules of Use of the Electronic Forum were approved by the Board of Directors at its meeting on February 16, 2026.

The Secretary to the Board of Directors  
Diego Trillo Ruiz