



Report issued by the Appointments and Compensation Committee of Applus Services, S.A. with regard to the proposal to re-elect Mr. Nicolás Villén Jiménez as Independent Director of the Company

I. Introduction and purpose of the report

This report is prepared and approved by the Appointments and Compensation Committee ("A&C Committee") of Applus Services, S.A. (hereinafter "Applus" or the "Company"), in accordance with the provisions of article 529 decies of the Spanish Companies Act and articles 14.1 and 16 of the Regulations of the Board of Directors of Applus, in connection with the proposal to re-elect Mr. Nicolás Villén Jiménez as Independent Director of the Company.

This report also includes an analysis of the Board needs to have the abovementioned Director re-elected as Board member, in accordance with Recommendation 14 of the Spanish Good Governance Code of Listed Companies (*Código de Buen Gobierno de las Sociedades Cotizadas*).

It is expressly stated that the proposal for re-election of Mr. Villén must be submitted to the next General Shareholders' Meeting for its approval. To this effect, and as provided for in article 518 of the Spanish Companies Act and article 8 of the Regulations of the General Shareholders' Meeting of Applus, this report must be made available to the shareholders at the Company's registered office and published uninterruptedly in the corporate website of the Company as from the date of the announcement of the calling until the holding of said General Shareholders' Meeting.

II. Analysis of the Board of Directors needs

The Board of Directors of the Company is currently composed by nine directors, within the range of nine to twelve members established in the Bylaws. The mandate of the Independent Director Mr. Nicolás Villén Jiménez will expire at the 2024 General Shareholders' Meeting. It is therefore necessary to decide on his possible re-election on the basis of the Board of Director's needs.

The A&C Committee has analysed the current composition of the Board of Directors and its needs, as well as the performance of Mr. Villén in the exercise of his duties. On the one hand, the A&C Committee has considered that the Board of Directors has the necessary size to achieve an efficient and participatory operation, and that its composition adequately complies with the principles of balance, experience and diversity established in the Applus Directors' Selection Policy. On the other hand, it has been assessed that Mr. Villén has performed his duties to date in a fully satisfactory manner and that his contribution to the Board has been very valuable. Accordingly, the A&C Committee has concluded that the re-election of the aforementioned Director adequately meets the needs of the Board and maintains the diversity, experience and balance of skills within the Board.

In particular, the A&C Committee has considered that Mr. Villén counts with recognised

prestige, competence, experience and professional knowledge adequate for the exercise of his function and with sufficient time availability for the dedication and commitment necessary for the performance of the functions of his positions.

Profile of the Director and assessment on his circumstances

a) Profile

Mr. Villén is an industrial engineer, graduated from the Polytechnic University of Madrid. He holds a Master in Electrical Engineering from the University of Florida, where he was a Fulbright Scholar, and he has an MBA from Columbia University.

In the past, Mr Villén was the Chief Executive Officer of Ferrovial Aeropuertos and Chief Financial Officer at Ferrovial. He has also been CEO of Midland Montagu Ventures and Smith Kline & French, and has had other responsibilities at Abbott Laboratories and Corning Glass Works.

He currently sits on the Board of FCC Aqualia. He is also external advisor for IFM Investors, an Australian infrastructure fund.

b) Assessment

Mr. Villén has a high level of experience in a variety of roles in world class Spanish and international companies, as well as a strong financial background, which brings great value to the Audit Committee, which he currently chairs. His performance as Chairman of the Audit Committee has also been excellent.

Mr. Villén has attended all Board of Directors meetings and to all of the meetings of the Audit Committee of last year (2023) and its preparatory work and sessions.

In view of Mr. Villén's outstanding experience, professional career, merits, performance of his position to date as well as the analysis of the Board of Directors' needs, the AC Committee has considered that his re-election as a member of the Board must be proposed.

In particular, Mr. Villén meets the conditions of impartiality, objectivity, professional reputation, competence and experience required to continue as a member of Applus' Board of Directors, and the AC Committee has verified that he has sufficient time available to properly perform his duties as Director in Applus.

On the other hand, in accordance with the Applus' Directors Selection Policy, the AC Committee has taken into account that he is a professional with integrity and that his conduct and professional career is aligned with the principles set forth in the Applus+ Code of Ethics.

Accordingly, the AC Committee formally proposes the re-election of Mr. Villén as member of the Company's Board of Directors and Audit Committee.

c) Category of the Director

Having verified that Mr. Villén meets the requirements established in article 529 duodecies of the Spanish Companies Act, the A&C Committee considers that Mr. Villén may perform his duties without being conditioned by his relationships with the Company, its significant shareholders or its executives, and consequently assigns him the category of Independent Director.

In Madrid, on 29 April 2024