

The composition of the **Appointments and Remuneration Committee** of TALGO, S.A. on 31 December 2022 is as follows:

Name	Role	Category
MR. ANTONIO OPORTO DEL OLMO	CHAIRMAN	Independent
MR. JOHN CHARLES POPE	MEMBER	Independent
MR. FRANCISCO JAVIER BAÑÓN TREVIÑO	MEMBER	Proprietary

TALGO, S.A.'s Appointments and Remuneration Committee met on two occasions during 2022, on the following dates: (i) 16 February and (ii) 22 February.

In the exercise of the duties attributed to it by both the Law and the rules that comprise the Company's Corporate Governance System, the Strategy Committee carried out the activities described below:

- Assessment on the degree of compliance with the objectives set for the Group's Top Management for the year 2021.
- Establishment of objectives for 2022 for the Group's Top Managers.
- Monitoring of the specific actions that have been carried out in different areas or fields such as strategy, risk supervision, presentations and matters to be included on the agenda of the meetings, interaction with the management team, information to be submitted to the Board -what and when- and the composition of the Board: gender diversity and size, at the proposal of KPMG, the consultancy firm commissioned by the Board in April 2021 to coordinate the process of self-evaluation of both the Board and its Committees -functioning, performance and composition-, in accordance with the recommendations of the CNMV and the provisions of both the Law and the company's Articles of Association and regulatory provisions.
- Issuance of a proposal and preparation of a report justifying the same in order to reduce the number of members of the Board of Directors in view of the report issued in July 2021 by the consultancy firm KPMG and in accordance with the provisions of article 529 quincecies section 3 letters c) and d) of the Capital Companies Act, article 24 of the Bylaws, articles 7 and 14.2 of the Regulations of the Board of Directors of the Company.
- Analysis of the remuneration system of the members of the Board of Directors.
- Review of issues related to the long-term incentive plan for the company's executive directors and directors.

- Analysis of the existing company's management structure. Action plan and proposals for its development and the reinforcement of certain company's areas.
- Analysis of the quantitative and qualitative composition of the Board of Directors in the light of the CNMV's recommendations set out in the Good Governance Code of Listed Companies.
- Analysis and promotion of the implementation of recommendations on ensuring gender diversity.

Pursuant to the provisions of the Regulations governing the Board of Directors, the Appointments and Remuneration Committee is entrusted with, amongst other functions, analyzing the process that allows for the orderly succession of the Chairman, the CEO and other members of the Board, whose appointment is the responsibility of this governance body, and reporting on the appointment and dismissal of the directors that report directly to the CEO.

The matters discussed and the resolutions reached within the Appointments and Remuneration Committee were reported to the Board of Directors in the minutes of which they were recorded.