

## Proposed Resolutions

For the Ordinary General Meeting of Shareholders to be held on 30th September 2021 or

1st October 2021, at first or second calling, respectively

### One. Annual accounts and company management.

**1.1. Examination and approval, as appropriate, of the individual annual accounts (balance sheet, profit and loss accounts, statement of changes in the net assets in the financial year, cashflow statement and annual report) and individual management report for the company in financial year 2019, as well as the consolidated annual accounts (consolidated financial statements, consolidated income statement, consolidated global income statements, consolidated statement of changes in net assets and consolidated annual report) and the consolidated management report of its consolidated group for financial year 2019.**

To approve the annual accounts of Abengoa S.A. for financial year 2019 (comprised of the balance sheet, profit and loss accounts, statement of changes in net assets during the financial year, the cashflow statement and annual report) and the annual accounts of the consolidated group for the same financial year (comprising the **consolidated statements of the financial position, the consolidated income statements, the consolidated statements of global results, the consolidated statements of changes in net assets, the consolidated cashflow statement and consolidated annual report**) prepared pursuant to the terms established in **Article 116** of the Insolvency Act, by the Insolvency Administrator, dated 27th August 2021, as well as the management report on Abengoa, S.A. and management report of the consolidated group for financial year 2019, prepared by the Insolvency Administrator and Board of Directors of the Company its their meeting held 27th August 2021.

The auditors to the Company, PricewaterhouseCoopers Auditores, S.L., have issued the required audit report, that states that both the individual and **consolidated** annual accounts and **management reports comply with the requisites of Article 269 of the Capital Companies Act.**

## 1.2. Approval of the proposed application of the result of the individual annual accounts of the Company.

To approve the following distribution of results from financial year 2019.

Balance of the Profit and Loss Accounts .....	<u>€ (487,619,059.30)</u>
To Losses from Previous Financial Years .....	<u>€ (487,619,059.30)</u>
Total.....	<u>€ (487,619,059.30)</u>

## 1.3. Approval of the company management during financial year 2019.

Approval of management of the Board of Directors for that financial year 2019.

### **Two. Delegation on the Board of Directors to interpret, correct, execute, formalise and register the resolutions passed.**

To specifically empower the Chairman of the Board of Directors, the Secretary to the Board of Directors and the Insolvency Administrators so any of them, indistinctly, and as a special delegate of this Board Meeting, may appear before a Notary Public, grant the necessary public deeds and procedure, if appropriate, to inscription of the resolutions passed that legally require such at the Business Registry, formalising all documents that are necessary to fulfil such resolutions.

Moreover, to authorise the Board of Directors, with the power of substitution on any of its members, so it may freely interpret, apply, execute and develop the resolutions approved, including their correction and fulfilment, as well as to proceed to delegate on any of its members to grant any deed of correction or complement that may be required to correct any error, defect or omission that may prevent registry inscription of any resolution, until fulfilment of all requisites that may be legally required for the effectiveness of said resolutions.

### **Three. Requests and queries.**

This point is not submitted, nor requires voting and, thus, no proposal for resolution is submitted.

### **Four. Appointment of Mr Clemente Fernández González, of legal age, married, a Spanish national, resident at Calle Ríos Saja, 3, San Vicente de la Barquera (Cantabria), holder of national identity card number 13.916.411P, in force.**

As this is a point on the agenda included by the Insolvency Administrator, providing fulfilment to the ruling issued by the Business Registrar of Seville on 14th September 2021, regarding an application for complement lodged by company shareholders that includes a justified proposal of resolution, it is clarified that the Insolvency Administrator does not formulate any proposed resolution in that regard.

Due to this, the Shareholders are informed that, in the absence of specific voting instructions, as established in the announcement of calling published on 30th August 2021, they shall be understood to vote in favour of the proposals by the Insolvency Administrators to the Company and to abstain regarding proposals not formulated by the Insolvency Administrators.

### **Five. Appointment of Mr José Joaquín Martínez Sieso, of legal age, married, a Spanish national, resident in Santander (Cantabria), Avenida de Maura, 23-3D, holder of national identity card number 72.020.631H, in force.**

As this is a point on the agenda included by the Insolvency Administrator, providing fulfilment to the ruling issued by the Business Registrar of Seville on 14th September 2021, regarding an application for complement lodged by company shareholders that includes a justified proposal of resolution, it is clarified that the Insolvency Administrator does not formulate any proposed resolution in that regard.

Due to this, the Shareholders are informed that, in the absence of specific voting instructions, as established in the announcement of calling published on 30th August 2021, they shall be understood to vote in favour of the proposals by the Insolvency Administrators to the Company and to abstain regarding proposals not formulated by the Insolvency Administrators.