




Form of Proxy and Absentee Voting Card

This card is valid for proxy-granting or absentee voting at the **General Shareholders' Meeting** of "Iberdrola, S.A.", which will be held at its registered office (Plaza Euskadi, 5, Bilbao), while also offering the ability to attend remotely.

Date and time: **Friday 28 April 2023** (first call), at **11:00 a.m.**

Holder(s):	Number of shares / voting rights:	Participate in the Meeting by scanning this QR code 
	Minimum number of shares to attend: 1	
Incentive: €0.005 (gross) per share (*)	Securities Account Number (CCV):	Password 123456

Incentives for participation:

- **Engagement dividend** (*): the shareholders will receive €0.005 (gross) per share, subject to the quorum for the Meeting reaching 70% of the share capital and the shareholders approving the payment thereof.
- **Prize draw for 20 e-bikes** among shareholders participating through the corporate website (www.iberdrola.com) or the telephone channel (**options 1 and 2**).
- **Commemorative gift** for those who visit the shareholder information desks (**option 3**).

Options for participating prior to the Meeting (choose one):

1. Scan the **QR code** of this card or go to votojunta.iberdrola.com and register according to the instructions on the corporate website.
2. Call the free phone number **900 100 019** and authenticate yourself with the **password** indicated next to the QR code of this card.
3. Visit the **shareholder information desks** at the places, on the dates and at the times to be announced on the corporate website.
4. Sign this card and send the original or a copy through your **depository** or by **post** (apartado de correos 1.113, 48080 Bilbao), **e-mail** (Junta2023@iberdrola.es), **WhatsApp** (+34 639 000 639) or **Telegram** ([Junta Iberdrola](https://t.me/JuntaIberdrola)). In this case:

You can **vote** by checking this box:

You can **grant your proxy** to any person, even if they are not a shareholder. If the proxy representative is not a director, include their full name and ID (DNI) number below to allow for their identification:

I grant my proxy to:

If you do not identify anyone, your proxy representative will be the chairman of the Board of Directors.

Signature of **shareholder** (whenever this card is sent):

Signature of **proxy representative** (only if proxy representative sends the card):

The form for absentee voting or giving voting instructions to your proxy on each agenda item is included on the back. If you do not fill it out, it will be deemed that you vote, or give specific instructions to vote, in favour of all proposals made by the Board of Directors.

Attendance at the Meeting

- **Remote attendance:** prior registration through votojunta.iberdrola.com **between 08:00 a.m. and 10:15 a.m. on 28 April**, with the ability to authenticate oneself in advance. Registration to attend remotely by telephone will not be possible.
- **Physical attendance:** reserve a seat through the Shareholder's Office or the corporate website (www.iberdrola.com) **before 10:15 a.m. on 28 April**.

The corporate website will include an immersive space dedicated to **Shareholder Month** with information regarding the Meeting and with links to participate electronically and follow the proceedings.



Form for proxy-granting or voting with this card

The shareholder votes, or, if granting a proxy, gives the proxy representative specific instructions to vote, in favour of all resolutions proposed by the Board of Directors, unless otherwise specified below by marking the corresponding boxes with an "x" in black or blue ink (any notation made in another form or place will not be detected in the electronic processing of the cards):

Item on the agenda	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22
For																						
Against																						
Abstain																						
Blank																						

Proposed resolutions that have not been submitted by the Board of Directors or regarding items not included on the agenda

Unless the NO box is checked, it shall be deemed that the shareholder casting an absentee vote grants the shareholder's proxy to the chairman of the Board of Directors, and that the shareholder granting a proxy extends their proxy for the representative to be able to vote on any such proposals. If the NO box is checked, it shall be deemed that the shareholder abstains or instructs the proxy representative to abstain on such proposals.

NO

Matters in which the proxy representative has a conflict of interest

Unless the NO box is checked, the proxy shall be deemed to have been granted in connection with such matters in the following order (if the substitute proxy representative is also affected by a conflict of interest): to the chair of the Meeting, to the secretary for the Meeting, and to the deputy secretary of the Board of Directors. If the NO box is checked, the shareholder shall be deemed to instruct the proxy representative to abstain in connection with such matters.

NO

Potential conflicts of interest of directors acting as proxy representatives

Agenda items 13 (annual remuneration report), 14 (strategic bonus) and 15 through 20 (ratification and re-elections of directors), and also if the removal of or the filing of a derivative liability action against a director of the Company is proposed to the shareholders at the General Meeting.

Agenda

Management results	1. Annual financial statements 2022.
	2. Directors' reports 2022.
	3. Statement of non-financial information 2022.
	4. Corporate management and activities of the Board of Directors in 2022.
Governance and Sustainability System	5. Amendment of the Preamble to and of the heading of the Preliminary Title of the <i>By-Laws</i> in order to conform the text thereof to the current business and the governance and compliance context and to make adjustments of a formal nature.
	6. Amendment of Articles 4 and 32 of the <i>By-Laws</i> to accommodate the functions of different corporate levels within the structure of the Iberdrola group.
	7. Amendment of Article 8 of the <i>By-Laws</i> to update references to internal regulations and to the Compliance System.
Remuneration	8. Engagement dividend: approval and payment.
	9. Allocation of profits/losses and 2022 dividends: approval and supplementary payment, which will be made within the framework of the "Iberdrola Retribución Flexible" optional dividend system.
	10. First increase in capital by means of a scrip issue at a maximum reference market value of €2,275 million in order to implement the "Iberdrola Retribución Flexible" optional dividend system.
	11. Second increase in capital by means of a scrip issue at a maximum reference market value of €1,500 million in order to implement the "Iberdrola Retribución Flexible" optional dividend system.
	12. Reduction in capital by means of the retirement of a maximum of 206,364,000 own shares (3.201% of the share capital).
	13. Consultative vote on the <i>Annual Director Remuneration Report 2022</i> .
	14. Strategic bonus for professionals of the companies of the Iberdrola group linked to the Company's performance during the 2023-2025 period, to be paid on a fractional and deferred basis through the delivery of shares.
Board of Directors	15. Re-election of Ms María Helena Antolín Raybaud as an external director.
	16. Ratification and re-election of Mr Armando Martínez Martínez as an executive director.
	17. Re-election of Mr Manuel Moreu Munaiz as an independent director.
	18. Re-election of Ms Sara de la Rica Goiricelaya as an independent director.
	19. Re-election of Mr Xabier Sagredo Ormaza as an independent director.
	20. Re-election of Mr José Ignacio Sánchez Galán as an executive director.
	21. Setting of the number of members of the Board of Directors at fourteen.
	22. Delegation of powers to formalise and to convert the resolutions adopted into a public instrument.

This card shall be construed in accordance with the provisions of the Governance and Sustainability System and with the *Implementing Rules for the General Shareholders' Meeting*, available on the corporate website.