

**Santiago Martínez Garrido**  
General secretary and secretary of the Board of Directors

Bilbao, 30 May 2025

To the National Securities Market Commission

Other relevant information

Resolutions adopted by the General Shareholders' Meeting and by the Board of Directors of  
"Iberdrola, S.A."

Pursuant to article 227 of Act 6/2023, of March 17, of the *Securities Markets and Investment Services (Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión)*, and related provisions, we hereby inform you of the following:

A. Resolutions adopted by the General Shareholders' Meeting of "Iberdrola, S.A."

The General Shareholders' Meeting of "Iberdrola, S.A." (the "**Company**"), held today on first call, reaching a quorum of 75.55 %, has approved –with a 99.40 % votes for on average–<sup>1</sup> each and every one of the proposed resolutions submitted by the Board of Directors to its consideration and included in the agenda, in the terms of the documentation made available to the shareholders, a copy of which was filed with that National Commission by means of the notice of other relevant information dated 28 March 2025 (under official registry number 33,735). Such resolutions are the following:

**1. Resolutions relating to the management results**

The General Shareholders' Meeting has approved, under items 1 to 4 on the agenda, the annual financial statements of the Company and of the Company consolidated with those of its subsidiaries for financial year 2024, the directors' reports of the Company and of the Company consolidated with those of its subsidiaries for financial year 2024 (including, under a separate item on the agenda, the approval of the *Consolidated Statement of Non-Financial Information (SNFI) and Sustainability Report* of the Company with its subsidiaries for financial year 2024), as well as the corporate management and the activities of the Board of Directors during the aforementioned year.

**2. Resolutions relating to the Governance and Sustainability System**

The General Shareholders' Meeting has approved:

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<sup>1</sup> The data on the quorum and the average outcome of the votes indicated are those that were projected on the screens located where the General Shareholders' Meeting was held, in accordance with the information available to the General Shareholders' Meeting Presiding Committee (*Mesa de la Junta General*) at that time. The final quorum and outcome of the votes will be published on the corporate website within the next five days.

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- (i) Under item 5 of the agenda, the amendment of the Preamble and the current Articles 5, 6, 7, 9, 20, 25, 27, 33, 34 and 63 of the *By-Laws*, in order to, among others, adapt the Company's governance to the Iberdrola Group's decentralized structure, incorporate second-level internal governance that expressly provides for the establishment of committees to support the management team, as well as to include technical improvements and various kinds of other formal amendments to certain articles.
- (ii) Under item 6 of the agenda, which is divided into eight sub-sections, the amendment of the *Regulations of the General Shareholders' Meeting* to incorporate: (i) a Preamble; (ii) a Title I with Articles 1 to 6 on the ongoing engagement of the shareholders in the corporate life and in the General Shareholders' Meeting; (iii) a Title II with Articles 7 to 18 on the information for shareholders; (iv) a Title III with Articles 19 to 21 on the classes and powers of the General Shareholders' Meeting; (v) a Title IV with Articles 22 and 23 on the call to the meeting and a Title V with Articles 24 to 28 on the participation, attendance and proxy representation; (vi) a Title VI with Articles 29 to 34 on the organisation of the General Meeting, a Title VII with Articles 35 to 41 on the implementation of the meeting, a Title VIII with Articles 42 to 44 on the voting and adoption of resolutions, a Title IX with Articles 45 and 46 on the closure and minutes of the meeting and a Title X with Articles 47 and 48 on the subsequent acts; (vii) a Title XI with Articles 49 to 61 on the forms of holding the General Meeting and special rules thereof; and (viii) a Title XII with Articles 62 to 65 which include general provisions of the text.

### 3. Resolutions relating to remuneration

The General Shareholders' Meeting has approved:

- (i) Under item 7 on the agenda, the engagement dividend and its payment.
- (ii) Under item 8 on the agenda, the allocation of profits/losses proposed by the Board of Directors at its meeting held on 25 February 2025 and, additionally, the dividend 2024, the supplementary payment of which will be made within the framework of the "Iberdrola Retribución Flexible" optional dividend system.
- (iii) Under items 9 and 10 on the agenda, two fully-paid-up increases in capital by means of the issuance of new ordinary shares of the Company at a maximum reference market value of 2,950 and 2,000 million euros, respectively.

These two share capital increases have been adopted for the purposes of implementing the optional dividend system "Iberdrola Retribución Flexible" and offering the Company's shareholders, under each of its editions, newly-issued bonus shares or, alternatively, the payment in cash of the dividend (having also the possibility to sell the free-of-charge allocation rights corresponding to their shares in the market), pursuant to the *Shareholder Remuneration Policy*.

The implementation of the "Iberdrola Retribución Flexible" system will be carried out pursuant to the "*Common terms and conditions of the dividend payment and increase in share capital resolutions proposed under items 8, 9 and 10 on the agenda, pursuant to which the "Iberdrola Retribución Flexible" optional dividend system is implemented*", which have also been adopted by the General Shareholders' Meeting.

- (iv) Under item 11 on the agenda, a reduction in share capital by means of the retirement of a maximum of 200,561,000 own shares (representing a maximum of 3.114 % of the share capital at the time of the approval of this resolution by the General Shareholders' Meeting).

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Such resolution includes the delegation to the Board of Directors, with express power of substitution, of the powers necessary to implement such reduction including, among others, the authority to amend Article 10 of the *By-Laws* setting the share capital and to apply for the delisting of the retired shares and for the removal thereof from the book-entry registers.

- (v) Under item 12 on the agenda, the consultative vote of the *Annual Director and Officer Remuneration Report* for financial year 2024.

#### 4. Resolutions relating to the Board of Directors

The General Shareholders' Meeting has approved, under items 13 to 16 on the agenda: (i) the re-election of Mr Ángel Jesús Acebes Paniagua as an independent director; (ii) the re-election of Mr Juan Manuel González Serna as an independent director; (iii) the ratification and the re-election of Ms Ana Colonques García-Planas as an independent director; and (iv) to set the number of members of the Board of Directors at fourteen.

#### 5. Resolutions relating to approvals and delegation of powers

The General Shareholders' Meeting has approved under item 17 of the agenda, the authorisation to issue simple debentures or bonds and other fixed-income securities, not exchangeable for or convertible into shares, with a limit of € 8,000 million for commercial paper and € 40,000 million for other fixed-income securities, as well as to guarantee issues of subsidiaries.

In addition, the General Shareholders' Meeting has approved, under item 18 on the agenda, to authorise the Board of Directors, the Executive Committee, the executive chairman, the chief executive officer, the general secretary and secretary of the Board of Directors and the deputy secretary of the Board of Directors, such that any of them, acting jointly and severally, may implement the resolutions adopted by the General Shareholders' Meeting, without prejudice to the delegations included in the resolutions mentioned above.

#### **B. Resolutions adopted by the Board of Directors of "Iberdrola, S.A."**

Further to the resolutions adopted by the Board of Directors regarding the re-election of offices, at the proposal or prior report of the Appointments Committee, and once the General Shareholders' Meeting has been held, Mr Ángel Jesús Acebes Paniagua and Mr Juan Manuel González Serna will continue to be members of the Executive Committee, with the number of members of this committee remaining at six and Mr Acebes Paniagua will continue to hold the office of Lead Director of the Company.

In addition, the Board of Directors, at the proposal of the Appointments Committee, agreed, at its meeting held yesterday, to re-elect Mr Juan Manuel González Serna as chairperson of the Remuneration Committee, for a four-year period.

As a result of the approval of the referred resolutions by the General Shareholders' Meeting and the Board of Directors, the composition of this management body, the Executive Committee and the Remuneration Committee, is as described in the schedule to this notice.

This information is provided to you for the appropriate purposes.

General secretary and secretary of the Board of Directors

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## Schedule

### Composition of the Board of Directors of "Iberdrola, S.A."

Name	Position	Type of director
Mr José Ignacio Sánchez Galán	Chairman	Executive
Mr Armando Martínez Martínez	Chief executive officer	Executive
Mr Juan Manuel González Serna	First vice-chair	Independent
Mr Anthony L. Gardner	Second vice-chair	Independent
Mr Ángel Jesús Acebes Paniagua	Lead director	Independent
Mr Íñigo Víctor de Oriol Ibarra	Member	Other external
Mr Manuel Moreu Munaiz	Member	Independent
Mr Xabier Sagredo Ormazá	Member	Independent
Ms Sara de la Rica Goiricelaya	Member	Independent
Ms Nicola Mary Brewer	Member	Independent
Ms Regina Helena Jorge Nunes	Member	Independent
Ms María Ángeles Alcalá Díaz	Member	Independent
Ms Isabel García Tejerina	Member	Independent
Ms Ana Colonques García-Planas	Member	Independent
Mr Santiago Martínez Garrido	Secretary (non-director)	
Ms Ainara de Elejoste Echebarría	Deputy secretary (non-director)	
Mr Rafael Sebastián Quetglas	Counsel to the Board of Directors	

### Composition of the Executive Committee of "Iberdrola, S.A."

Name	Position	Type of director
Mr José Ignacio Sánchez Galán	Chairperson	Executive
Mr Manuel Moreu Munaiz	Member	Independent
Mr Juan Manuel González Serna	Member	Independent
Mr Ángel Jesús Acebes Paniagua	Member	Independent
Mr Anthony L. Gardner	Member	Independent
Mr Armando Martínez Martínez	Member	Executive
Mr Santiago Martínez Garrido	Secretary (non-member)	

### Composition of the Remuneration Committee of "Iberdrola, S.A."

Name	Position	Type of director
Mr Juan Manuel González Serna	Chairperson	Independent
Mr Manuel Moreu Munaiz	Member	Independent
Mr Íñigo Víctor de Oriol Ibarra	Member	Other external
Mr Íñigo Sagardoy de Simón	Secretary (non-member)	

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