

An abstract graphic consisting of several colored lines (green, orange, blue, and dark green) that intersect and curve, creating a dynamic, geometric shape. The lines are positioned on the left side of the page, with some extending horizontally across the middle and others angled upwards and downwards.

Iberdrola Group companies Compliance systems Transparency Report in 2025

April 2026





Iberdrola, S.A.

Special Agreed-upon procedures report on the Iberdrola Group companies
Compliance systems Transparency Report in 2025

NOTICE: This document is a translation of a duly approved Spanish-language document and is provided for informational purposes only. In the event of any discrepancy between the text of this translation and the text of the original Spanish-language document that this translation is intended to reflect, the text of the original Spanish-language document shall prevail.



Iberdrola, S.A.

Agreed-upon procedures report on the Iberdrola
Group Companies Compliance systems Transparency
Report 2025

*(Translation from the original in Spanish. In the event of
discrepancy, the Spanish-language version prevails.)*



KPMG Auditores, S.L.
Torre Iberdrola
Plaza Euskadi, 5
Planta 17
48009 Bilbao

(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

Special Agreed-upon procedures report on the Iberdrola Group Companies Compliance systems Transparency Report 2025

To the Compliance Unit of Iberdrola, S.A.

Purpose of this agreed-upon procedures report and restrictions on its use and distribution

Our agreed-upon procedures report on certain indicators contained in the Iberdrola Group companies Compliance system Transparency Report in 2025 (hereinafter, the Transparency Report), detailed in part 3 of the Procedures and *findings* section of this report, is issued solely to assist the Compliance Unit of Iberdrola, S.A. (hereinafter the Company) in its evaluation of certain information included in the Transparency Report prior to its publication on the Company's website, and may not be suitable for any other purpose. Accordingly, it may not be used for any other purpose without our prior written consent.

Our maximum liability to Iberdrola, S.A. for damage and loss arising from misconduct or negligence on our part in the provision of these services is that specified in our engagement letter dated 17 March 2026. In no circumstances shall we accept any liability to parties other than the addressees of this report that may obtain access to it.

Responsibility of the engaging party

The Company's Compliance Unit has confirmed that the agreed-upon procedures are suitable for the purpose of the engagement. The Company's Compliance Unit is likewise responsible for preparing the Transparency Report on which the agreed-upon procedures are applied.

The addressees of the report are responsible for ensuring that the procedures performed are sufficient to meet the objectives pursued.

Auditor's responsibility

Our engagement was undertaken in accordance with generally accepted professional standards in Spain applicable to agreed-upon procedures engagements based on ISRS 4400 (Revised), which regulates the auditor's work in this type of engagement. In an agreed-upon procedures engagement, the users of the report should draw their own conclusions from the factual findings reported as a result of performing the specific procedures defined by you for the aforementioned purpose. We do not accept any liability for the sufficiency of the procedures performed.



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

Because the above procedures do not constitute either an audit, a review or an assurance engagement, we do not express an opinion or conclusion on the information contained in the Transparency Report, taken as a whole. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

Professional ethics and quality management

We have complied with the requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants (IESBA). For the purpose of this engagement, we are not bound by any independence requirements.

Our firm applies the International Standard on Quality Management 1 (ISQM1), "*Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*," which requires us to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Procedures and findings

The procedures applied and findings obtained were as follows:

- 1- Procurement from management of the Company's Compliance Unit of the "Iberdrola Group companies Compliance systems Transparency Report in 2025" prepared by the Compliance Unit. This document accompanies our report.
- 2- Procurement from management of the Company's Compliance Unit of the reports extracted from the Iberdrola Group companies' information systems relative to the indicators detailed in procedure 3 and corroboration of the information contained in these reports with that contained in the Transparency Report for the corresponding indicators.



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

- 3- For each of the indicators contained in the accompanying Transparency Report and detailed below, performance of the procedures specified in the “Procedures performed” column of the following table:

| Indicator | Section/Page of the Transparency Report | Procedures performed |
|---|---|---|
| 1. Number of compliance directors’ appearances before their respective governing bodies in 2025 | 2.1 Composition, powers and operation (page 16) | <ul style="list-style-type: none">1- Procurement from management of the Company's Compliance Unit of a list of compliance directors’ appearances before their respective governing bodies in 2025.2- Procurement of the corresponding evidence of 5 randomly selected appearances in 2025.3- Corroboration that the evidence obtained in the preceding step contain express details of all the directors’ appearances contained in the list obtained in point 1 above. |
| 2. Amount budgeted for the Compliance Unit | 2.2 Budget and resources (page 18) | <ul style="list-style-type: none">1- Procurement from management of the Company's Compliance Unit of the budget for Compliance functions in 2025 approved by approved by their respective governing bodies of Iberdrola, S.A. and subsidiaries.2- Procurement of the Control Management Report detailing the amount budgeted for the Compliance functions of Iberdrola, S.A. and subsidiaries and monitoring of actual vs. budgeted expense.3- Corroboration that the budget approved for the Compliance functions of Iberdrola, S.A. and |



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

| | | |
|----------------------------------|---|--|
| | | subsidiaries for 2025 matches that reflected in the Control Management Report and in the Transparency Report. |
| 3. Number of employees | 2.2 Budget and resources (page 18) | <p>1- Procurement from management of the Company's Compliance Unit of a list of Group companies' employees working solely for Compliance function of Iberdrola, S.A. and subsidiaries at 31 December 2025.</p> <p>2- For a sample of 5 employees selected randomly from the list in point 1 above, corroboration of their assignment to the Compliance function in the Iberdrola S.A. and subsidiaries internal systems.</p> |
| 4. Evidence of how controls work | 3 Compliance risk analysis and assessment (page 21) | <p>1- Procurement from management of the Company's Compliance Unit of a list of controls identified in 2025 by the Compliance functions of Iberdrola, S.A. and subsidiaries to cover the different risks.</p> <p>2- For a sample of 5 controls selected randomly from the list in point 1 above, procurement of documentation supporting evidence of the design and execution of the control.</p> |
| 5. Third party evaluations | 5.1 Assessment of third - parties (page 28) | <p>1- Procurement from management of the Company's Compliance Unit of a list of the evaluations made of third parties (Iberdrola S.A. and subsidiaries suppliers and debtors in 2025).</p> <p>2- For a sample of 5 evaluations selected randomly from the list in point 1 above, procurement</p> |



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

| | | |
|--|---|--|
| | | of documentation supporting the evaluations made. |
| 6. Transactions supervised by nature | 5.1 Assessment of third - parties (page 28) | 1- Procurement from management of the Company's Compliance Unit of a list of transactions of Iberdrola S.A. and subsidiaries supervised by the Compliance functions in 2025 classified by nature of the risk. 2- For a sample of 5 transaction selected randomly from the list in point 1 above, procurement of documentation supporting the supervision carried out. |
| 7. Robust principal supplier compliance system | 5.2 Sustainability - Development of suppliers (page 29) | 1- Procurement from management of the Company's Compliance Unit of the criteria followed by the Iberdrola S.A. and subsidiaries Compliance functions in 2025 for classifying the supplier compliance system. 2- Procurement from management of the Company's Compliance Unit of a list of principal suppliers together with the compliance evaluation carried out. 3- For a sample of 5 suppliers selected randomly from the list in point 1 above, procurement of documentation supporting the compliance evaluation of compliance carried. |
| 8. Background checks of the management team | 5.4 Professionals (page 31) | 1- Procurement from management of the Company's Compliance Unit of a list of background checks of Iberdrola, S.A. and subsidiaries made in 2025. 2- For a sample of 5 background checks selected randomly from the list in point 1 above, |



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

| | | |
|---|-----------------------------|---|
| | | procurement of documentation supporting the evaluation carried out. |
| 9. Conflicts of interest | 5.4 Professionals (page 31) | <p>1- Procurement from management of the Company's Compliance Unit of a list of conflicts of interest of Iberdrola, S.A. and subsidiaries communicated to the Compliance functions of Iberdrola, S.A. and subsidiaries in 2025.</p> <p>2- For a sample of 5 communications selected randomly from the list in point 1 above, procurement of documentation supporting communications received.</p> |
| 10. Gifts and hospitality | 5.4 Professionals (page 31) | <p>1- Procurement from management of the Company's Compliance Unit of a list of gifts and hospitality communicated in 2025.</p> <p>2- For a sample of 5 communications selected randomly from the list in point 1 above, procurement of documentation supporting evidence of the communications made.</p> |
| 11. Training given by the Compliance Unit | 8.1 Training (page 41) | <p>1- Procurement from management of the Company's Compliance Unit of a list of training sessions given by the Compliance functions of Iberdrola, S.A. and subsidiaries in 2025.</p> <p>2- Procurement from management of the Company's Compliance Unit of a list of employees trained and number of hours' training received in total training sessions given by the</p> |



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

| | | |
|--|---------------------------------------|--|
| | | <p>Compliance functions of Iberdrola, S.A. and subsidiaries, and in particular, those relative to anti-corruption.</p> <p>3- For a sample of 5 training sessions selected randomly from the list in point 1 above, procurement of documentation supporting the number of attendees and the number of hours' training.</p> |
| 12. Communication | 8.2 Communication (page 43) | <p>1- Procurement from management of the Company's Compliance Unit of a list of internal and external compliance communication activities carried out in 2025.</p> <p>2- For a sample of 5 communication activities selected randomly from the list in point 1 above, procurement of documentation supporting the communications made.</p> |
| 13. Ethics mailbox | 9 Internal reporting system (page 47) | <p>1- Procurement from management of the Company's Compliance Unit of a list of communications received by the ethics mailbox in 2025 (complaints and consultations) indicating for each one whether it was admitted and the disciplinary measures adopted.</p> <p>2- For a sample of 5 communications selected randomly from the list in point 1 above, procurement of documentation supporting the communication received, whether it was admitted and any disciplinary measures adopted, if applicable.</p> |
| 14. Dissemination and promotion of business ethics | 12 Dissemination and promotion | 1- Procurement from management of the |



(Translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.)

| | | |
|--|------------------------------|---|
| | of business ethics (page 57) | Company's Compliance Unit of a list of the business ethics dissemination and promotion initiatives carried out in 2025. 2- For a sample of 3 communications selected randomly from the list in point 1 above, procurement of documentation supporting evidence that the initiative was carried out and the related cost. |
|--|------------------------------|---|

- 4- Procurement of the Compliance Unit's secretary certification approving the Transparency Report.
- 5- Procurement of a representation letter signed by the director of the Company's Compliance Unit.

We have not detected any exceptions as a result of performing the aforementioned agreed-upon procedures.

KPMG Auditores, S.L.

(Signed on original in Spanish)

Igor Zugaza Santamaría

15 April 2026

Content

| | |
|--|-----------|
| I. Introduction | 12 |
| II. The compliance units of the Group's companies | 15 |
| 2.1 Composition, powers and operation | 16 |
| 2.2 Budget and resources | 18 |
| 2.3 Professional qualifications | 19 |
| 2.4 Professional profile | 20 |
| III. Compliance risk analysis and assessment | 21 |
| IV. Regulations | 24 |
| V. Risk management | 27 |
| 5.1 Assessment of third-parties | 28 |
| 5.2 Sustainability - Development of suppliers | 29 |
| 5.3 Strategic projects | 31 |
| 5.4 Professionals | 31 |
| 5.5 Competition | 33 |
| 5.6 Prevention of money laundering | 33 |
| 5.7 Artificial intelligence | 34 |
| VI. Market abuse regulations | 35 |
| VII. Separation of activities | 38 |
| VIII. Ethical culture | 40 |
| 8.1 Training | 41 |
| 8.2 Communication | 43 |
| 8.3 Effectiveness measurement | 45 |
| IX. Internal reporting system | 47 |
| X. Monitoring and review | 51 |
| 10.1 Monitoring indicators | 52 |
| 10.2 Internal audit | 52 |
| 10.3 External reviews | 53 |
| XI. Recognition | 55 |
| 11.1 World's Most Ethical Companies list | 56 |
| 11.2 Expansión awards | 56 |
| 11.3 Haz Foundation | 56 |
| XII. Dissemination and promotion of business ethics | 57 |

I. Introduction

Iberdrola, S.A. (the “**Company**”) aims to ensure that its conduct and that of the people associated with it or with whom it interacts, aligns and complies not only with the applicable legislation and its Governance and sustainability system, but also with the ethical principles to foster a generally accepted culture of corporate ethics and honesty.

In this regard, the Company promotes a preventive culture based on the principle of "zero tolerance" towards the commission of illegal acts and all forms of fraud and corruption.

The Company's Board of Directors (the “**Board of Directors**”) has approved the Purpose and Values of the Iberdrola Group, which sets out its *raison d'être* and the ideological and axiological basis of the business project of the companies belonging to the Iberdrola group (the “**Group**” or the “**Iberdrola Group**”)¹ and presides over its daily activity and the Ethical and Basic Principles of Governance and Sustainability of the Iberdrola Group, that aim to establish ethical and basic standards of governance and sustainability.

In addition to the Purpose and Values of the Iberdrola Group and the Ethical and Basic Principles of Governance and Sustainability of the Iberdrola Group, the Board of Directors has approved the Code of Conduct for Directors, Professionals and Suppliers (the “**Code of Conduct**”) that is intended to serve as a guide for the actions of its directors, professionals and suppliers. Similarly, the Board of Directors of the Company has approved the Compliance Policy, the Internal Reporting and Whistleblower Protection System, Anti- Corruption and Anti-Fraud Policy, the Compliance Unit Regulations and the Internal Regulations for Conduct in the Securities Markets.

Within this context, in order to give effect to the ethical standards and principles established in its Governance and sustainability system, the Company and the companies of the Iberdrola Group have established compliance systems that include all regulations, formal procedures, and material actions intended to ensure the conduct of each company in accordance with ethical principles, the law, and internal regulations, in particular, the Governance and sustainability system (the “**Compliance system**” or jointly, the “**Compliance systems**”).

The different bodies and divisions directly entrusted with implementation, development and supervision are also part of the Compliance systems. They are fundamental elements of the Group's companies Compliance systems, on the one hand, the crime prevention programmes and, on the other hand, each company's internal reporting system, which includes their respective internal whistleblowing channels.

**Iberdrola
promotes a
preventive
culture based
on the principle
of "zero
tolerance"
towards all
forms of fraud
and corruption**

1. For purposes of clarification, whenever this report refers to “Iberdrola, S.A.” or the “Company,” such references are made to that company individually. Conversely, references to the “Group” or the “Iberdrola Group” include the Company and the other companies forming part of the group for which the Company is the controlling entity, within the meaning established by law. These companies operate autonomously under a common purpose and values, in a coordinated manner and within a corporate and governance structure designed on three levels (holding company, country subholding companies and head of businesses or countries companies) to best further the corporate object and the achievement of the corporate interest of each of the companies comprising the Group, as established in the Foundations for the Definition and Coordination of the Iberdrola Group. The Group does not have its own legal personality separate from that of each of the companies that comprise it, nor does it have its own governing bodies or positions.

In order to proactively ensure the effective operation of the Company's Compliance system, in 2012 the Board of Directors of Iberdrola, S.A. created the Company's Compliance Unit (the “**Unit**”), a collegiate body of an internal and permanent nature, configured in accordance with the highest standards of independence and transparency, and linked to its Sustainable Development Committee (the “**Sustainable Development Committee**”), in accordance with the provisions of its Governance and sustainability system, for which it is vested with extensive powers, budgetary autonomy and independence of action.

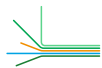
Similarly, the subholding companies and head of business or countries companies of the Group have their own compliance units established by their boards of directors which are responsible, in particular, for proactively and autonomously overseeing the implementation and the effectiveness of the compliance system of their respective company.

Pursuant to the provisions of their respective Governance and sustainability system, these compliance units are linked to a consultative committee of their board with specific compliance-related duties, if established, or to its board of directors if it does not have one. The functions of these aforementioned compliance units include fostering a preventive culture based on the principle of ‘zero tolerance’ towards irregular actions and unlawful acts or acts contrary to the law or to the respective governance and sustainability system, as well as ensuring the implementation and effectiveness of the compliance systems of its companies in a proactive and autonomous manner, without prejudice to the appropriate coordination carried out at Group level.

The Compliance Unit of Iberdrola, S.A. is linked to the Sustainable Development Committee

The Unit conducts its functions in connection with the Company's Compliance system and coordinates those carried out autonomously by the compliance units of each of the companies in the Group.

This report, approved by the Unit on 9 April 2026, includes the main actions, initiatives and measures developed, promoted and adopted by the different compliance units during 2025, which illustrate the functioning of the compliance systems of the Group's companies and highlight their effectiveness.



II. The compliance units of the Group's companies

2.1 Composition, powers and operation

The Compliance Unit of Iberdrola, S.A., is a collegiate body of an internal and permanent nature, linked to the Sustainable Development Committee. Endowed with budgetary autonomy and independence of action it has been vested with powers related to the Ethical and Basic Principles of Governance and Sustainability and the Code of Conduct, the effectiveness of the Compliance system and with the internal reporting and whistleblower protection system, with respect to the crime prevention, the securities market, and the separation of activities, as well as all those that may be assigned thereto by the Sustainable Development Committee or the Board of Directors or that are attributed thereto by applicable law and the internal regulations of the Company, in particular, the Governance and sustainability system.

The composition, powers and functioning of the Unit are regulated in the Compliance Unit Regulations. Its members are appointed by the Board of Directors, at the proposal of the Sustainable Development Committee, following a report from the Company's Appointments Committee, and hold the following positions:

- The chair of the Unit, a position that is held by a professional external to the Group, who is an expert of recognised prestige in compliance matters.
- The members of the Unit, one of whom is the Compliance officer of the Company (the “**Compliance officer**”). The remaining members are professionals from areas or functions related to compliance risk management.
- The secretary of the Unit (non-member), who is a legal professional external to the Group's companies.

The members of the Unit perform the duties inherent to their positions with independence of judgment, have multidisciplinary profiles, and possess the appropriate knowledge, skills, and experience for the powers attributed to them.

The Compliance officer manages the operation of the Unit and its budget and is responsible for executing the actions included in the Annual activities plan and all those that are necessary for the Unit to proactively and autonomously perform its functions, regularly reporting to it on the performance of the aforementioned actions, and carries out the other functions attributed to her in the regulations, and in particular, in the Governance and sustainability system. It is entrusted, by delegation of the Unit, with the responsibility for managing the Company's Internal Reporting System.

The Compliance Unit of Iberdrola, S.A., represented by its Compliance officer, appears and reports regularly to the Sustainable Development Committee

The Unit, represented by its Compliance officer, appears and reports regularly to the Sustainable Development Committee to report on activities, actions and incidents related to the compliance function. In 2025, the Compliance officer reported two times to the Sustainable Development Committee and once to the Company's Audit and Risk Supervision Committee.

The Compliance Unit of Iberdrola, S.A. meets as often as necessary to exercise its powers. In 2025, it held eight meetings.

Budgetary autonomy and independence of action

For their part, the compliance units of the subholding companies and of the head of business or countries companies of the Group are collegiate internal and permanent bodies, structured in accordance with the highest standards of independence and transparency and linked to the Board of Directors of the relevant company or, where applicable, to its advisory committee with compliance-related powers. These units proactively and autonomously ensure the implementation and the effectiveness of their respective company's compliance system, structured in accordance with the provisions of its Governance and sustainability system, for which purpose they are vested with broad powers, budgetary autonomy, and independence of action. The members of these units are also appointed by their respective boards of directors, upon proposal, if applicable, of the corresponding audit and compliance committee, in accordance with the following composition:

- The chair of the Unit, external professional of recognised prestige in compliance matters.
- The members of the Unit, one of whom is the Compliance officer of the company Compliance officer of the concerned company. The remaining members are professionals from areas or functions related to compliance risk management.
- The secretary (non-member), professional of the Legal Services area of the company Legal Services area of the concerned company.

The units also report periodically to their governing bodies or their audit and compliance committees, as appropriate, on the most relevant aspects of the activities conducted by the compliance function during the year.

Within the scope of action inherent to the subholding companies and the head companies of the Group's businesses or countries, it falls to the Unit to establish an appropriate framework for coordination, collaboration, and information sharing with the respective Compliance Units of those companies and with those responsible for the compliance function at other Group companies, with a view to promoting the highest ethical standards in compliance matters. This framework for coordination, collaboration, and information-sharing is developed in accordance with the provisions of an internal Protocol approved by the Unit, aimed at fostering the exchange of knowledge and best practices, as well as at promoting the adoption of general regulations intended to ensure that all Group companies have homogeneous, robust, comprehensive, and effective compliance systems, adapted to the specific circumstances of each country or territory and of the different businesses.

In 2025, 31 coordination meetings were held between the members of the compliance function of Iberdrola, S.A. and those of other Group's companies.

129 appearances
of compliance officers before their respective
governance bodies in 2025

2.2 Budget and resources

13 million euros
in budget

Both Iberdrola, S.A.'s Compliance Unit Regulations and the regulations of the different compliance units establish that the compliance units shall enjoy the necessary autonomy and the capacity for initiative and control required, and shall be equipped with the material and human resources to perform their functions. Thus, on an annual basis, the governing bodies of each company approve the budget of their respective compliance units, without prejudice to the possibility of approving any extraordinary budgets required for the performance of extraordinary activities.

65 professionals
exclusively dedicated to compliance duties

Before the beginning of each financial year, the compliance units, at the proposal of their Compliance officer, approve and submit to their board of directors or, where applicable, to the advisory committee thereof vested with compliance-related powers, for validation, an annual activities plan for the following financial year, indicating the material and human resources required for the performance of their functions. The management body of the relevant company monitors implementation and issues, on an annual basis, its opinion on compliance with the annual activities plan and on the performance of the unit.

2.3 Professional qualifications

The members of the compliance units, and the other professionals who work in the compliance function in each of the Group's companies have proven knowledge, experience and skills to perform their duties.

The chairpersons of the units are experts of recognised standing in compliance matters, the members of the units are responsible for areas or functions related to compliance risk management, and the secretaries of the compliance units are legal professionals.

The compliance officers and professionals hold the principal certifications in the field of compliance:

- Certified Compliance & Ethics Professional (CCEP), issued by the Compliance Certification Board (CCB) of the Society of Corporate Compliance and Ethics (SCCE).
- Leadership Professional in Ethics and Compliance (LPEC), issued by the Ethics and Compliance Initiative (ECI).
- Certified Fraud Examiner (CFE), issued by the Association of Certified Fraud Examiners (ACFE).
- Certificate of Compliance (CESCOM), issued by the Spanish Compliance Association (ASCOM).
- International Compliance Officer Certificate (CICO), issued by the Institute of Compliance Officials (IOC).

The training and update of knowledge of compliance professionals is an essential element of the Compliance systems. Accordingly, during 2025, compliance professionals in the Group companies spent a total of 2,065 hours on various ethics and compliance training activities.

The chairpersons of the compliance units regularly participate in forums, working groups, conferences, and seminars related to compliance matters.

Professionals from the various areas of interest of the relevant company attend the meetings of the compliance units in order to enhance knowledge, information, and the effective performance of the functions inherent to the unit, in addition to the attendance, where necessary, of experts in matters within the scope of compliance, who inform and train its members, without prejudice to other updated and relevant information made available to the members of the unit through the various applications.

An average of 32 hours

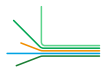
of training received by the professionals
of the compliance function

2.4 Professional profile

The members of the compliance units have multidisciplinary profiles and possess the knowledge, skills, and experience appropriate to the powers inherent to the unit. They include legal professionals, compliance experts, and individuals with expertise in the operation of collective bodies, as well as those responsible for administrative and control functions, physical security and cybersecurity, occupational risk prevention, securities markets, and separation of activities, among others.

The professionals forming part of the compliance function have training in different complementary areas. In fact, the academic background of Compliance professionals extends to a wide range of areas:

- Business Management and Administration
- Data analytics
- Law
- Engineering
- Artificial Intelligence
- Internal control
- Audit
- Sociology



III. Compliance risk analysis and assessment

The compliance units, within their respective companies and within the framework of the Group's Integrated Risk Control and Management System, understood as the global operating model for the identification, assessment, control, and management of the relevant risks faced by the Company and the other Group companies, periodically update the compliance risk map, following the guidelines set out in the Guide for the assessment of compliance risks approved by the Unit. This assessment includes the evaluation of the likelihood of the materialisation of each of the risks and the impact that such materialisation would have.

These risk maps are drawn up on the basis of a homogeneous risk inventory for the Group's perimeter and using a common methodology. The risks to be assessed are shown in the table below:

- ▶ Harassment
- ▶ Money laundering and terrorism funding
- ▶ Supply chain
- ▶ Cybercrime
- ▶ Competition
- ▶ Conduct in the securities market
- ▶ Smuggling
- ▶ Corruption and fraud
- ▶ Workers' rights
- ▶ Discrimination
- ▶ Embezzlement
- ▶ Falsification of public information
- ▶ Fraud against public administrations and social security
- ▶ Criminal insolvency
- ▶ Hindering external oversight
- ▶ Permits, licences and authorisations
- ▶ Health & Safety
- ▶ Intellectual and industrial property
- ▶ Consumer protection
- ▶ Data protection
- ▶ International sanctions
- ▶ Trade secrets
- ▶ Facility safety, environment and public health

Each compliance unit analyses the possible existence of such risks in each of the corporate areas and businesses of its respective company. In the risk assessment process, the managing team responsible for said areas and businesses is involved.

The information obtained is used to draw up the compliance risk map for each entity, which is updated periodically, identifying the main controls in place within the Group's perimeter to mitigate them and proposing, where appropriate, improvement actions to reinforce the effectiveness of these controls.

In 2025, the total number of controls executed in the Group companies amounts to 2,479 and 7,199 pieces of evidence have been generated regarding its correct functioning. This process has involved 1,285 professionals in key positions responsible for attesting the correct functioning of controls.

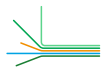
The risk maps of each company are regularly updated by their respective compliance units.

In line with the provisions of the respective Compliance Policies, which form part of their governance and sustainability systems, the aforementioned risk maps are reflected by the compliance units in their respective programmes for the prevention of the commission of criminal offences and civil or administrative infringements. These programmes also include the control maps and the evidence that substantiates and demonstrates the proper functioning of the controls and their effective implementation, as referred to above.

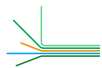
The compliance units ensure the implementation, development, updating, and compliance with their respective programmes.

7,199 pieces of evidence

of the correct functioning of the Group's controls



IV. Regulations



The Group companies' compliance systems are structured on the basis of: (i) certain regulations approved by the Board of Directors of Iberdrola, S.A., and which form an integral part of their own Governance and sustainability system, including, among others, the Purpose and Values of the Iberdrola Group, as well as the Ethical and Basic Principles of Governance and Sustainability; (ii) certain regulations approved by its own governing bodies, with each company having its respective governance and sustainability system, which includes policies, codes, and other internal regulations specific to the company; and (iii) the complementary regulations that each compliance unit develops and approves by virtue of the powers granted by their respective Regulations.

Regulations approved by the Board of Directors²

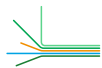
- ▶ Ethical and Basic Principles of Governance and Sustainability of the Iberdrola Group
- ▶ Code of Conduct for Directors, Professionals and Suppliers
- ▶ Compliance Policy
- ▶ Internal Reporting and Whistleblower Protection System
- ▶ Anti-Corruption and Anti-Fraud Policy
- ▶ Internal Regulations for Conduct in the Securities Markets
- ▶ Internal rules for the processing of inside information
- ▶ Procedure for related party transactions with members of senior management, delegated related party transactions and transaction lines
- ▶ Regulations of the Compliance Unit

2. The regulations approved by the Board of Directors (except for the Internal rules for the processing of inside information and the Procedure for related party transactions with members of senior management, delegated related party transactions and related party transaction lines) are available at www.iberdrola.com, with the remainder being published on the corporate internal applications made available to professionals.

Regulations approved by the compliance units

- ▶ Protocol for the coordination, collaboration and information of the compliance units and functions
- ▶ Protocol for corporate transactions
- ▶ Sponsorship, donations and social contributions protocol
- ▶ Protocol for the management of third-party fraud and corruption risk
- ▶ Protocol for fair competition
- ▶ Protocol for the business relationship with the Public Administration
- ▶ Protocol for internal investigations and management of the internal information system of the Compliance Unit of Iberdrola, S.A.
- ▶ Protocol for gifts and hospitalities
- ▶ Due diligence procedure prior to undertaking managing duties
- ▶ Guide for the assessment of compliance risks
- ▶ Guide for the assessment of third-party risks and due diligence procedures

In addition to the above-mentioned regulations, another 652 procedures and protocols approved by the different Group companies and other internal regulations specific to the different areas and businesses of the companies that make up the Group also help to effectively prevent crimes and other irregular conduct from being committed. These regulations are regularly updated and are monitored by the compliance units to assess their preventive potential.



V. Risk management

5.1 Assessment of third-parties

Pursuant to the provisions of the Protocol for the management of the third-party fraud and corruption risk, suppliers and debtors of the Group companies are assessed on fraud and corruption.

This analysis is conducted prior to entering into any contractual relationship with the third party.

The risk assessment of the third party considers, among other matters:

- Links with countries considered by the compliance function as higher-than-normal risk.
- International sanctions.
- Adverse news or incidents related to:
 - Human rights.
 - Modern slavery and child labour.
 - Corruption and bribery.
 - Anticompetitive practices.
 - Other irregularities and unlawful conduct.
- Links with persons with public responsibility or state-owned entities.

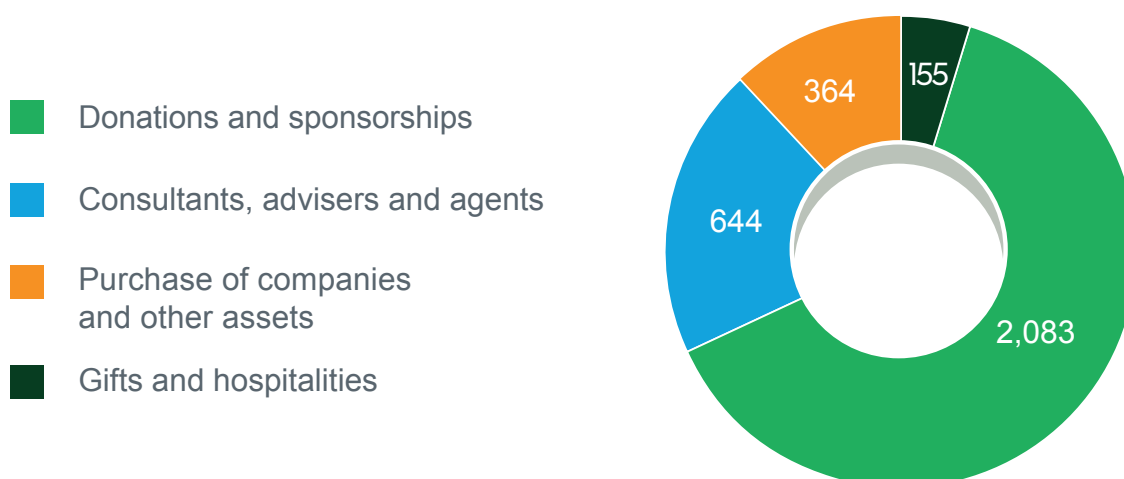
Following this analysis, the compliance function rates the fraud and corruption risk of suppliers and debtors and records this rating in the corporate systems. If the risk is considered higher than normal, the compliance function will monitor all transactions intended to be entered into with that third party.

Suppliers and debtors considered to present a critical risk are blocked in the systems, which prevents the formalisation of any transaction or payment in relation to them.

**4,856 third party
assessments**
carried out in 2025

After the initial screening upon registration, the Group's suppliers and debtors are monitored on a daily basis through the fraud and corruption databases (ongoing screening). The relevant compliance function is automatically alerted as soon as there is a new development concerning them and immediately analyses it in order to update the risk assessment of that supplier or debtor.

N.º TRANSACTIONS SUPERVISED BY COMPLIANCE (CLASSIFIED BY NATURE)



The contracts entered into by the Group's companies include specific clauses on ethics and anti-corruption and anti-fraud provisions that bind the third party to business ethics and integrity and the principles set forth in the Code of Conduct and in the Anti-Corruption and Anti-Fraud Policy.

5.2 Sustainability - Development of suppliers

The compliance function of each company, in line with the Group's strategic goals on sustainability, encourages the development of compliance systems in the third parties with which it interacts.

In coordination with the Procurement Division of the Company, the compliance functions maintain regular contact with their respective strategic suppliers to promote the implementation in their organisations of effective compliance systems aligned with the principles set out in their Governance and sustainability system.

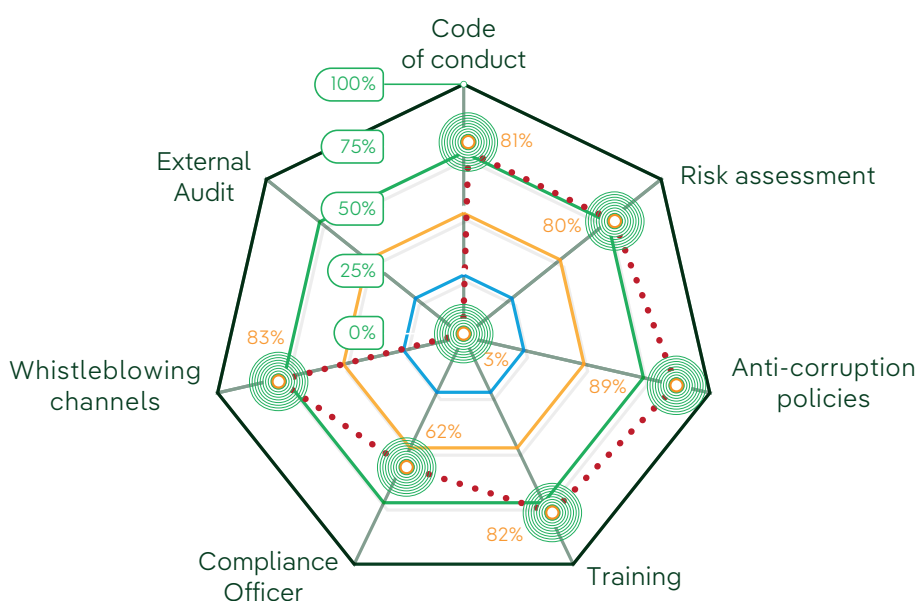
The impact of these actions is monitored through the evolution of the supplier's score in the supplier assessment model developed by the Purchasing Division according to sustainability criteria.

2,249 main suppliers

have a robust compliance system³

3. A score of 7 out of 10 or more in the ethics and compliance section of the supplier assessment model.

PRESENCE OF ELEMENTS OF A COMPLIANCE SYSTEM AT THE GROUP SUPPLIERS⁴



4. Information on the 4,502 suppliers of the Group's companies with the highest turnover.

The compliance function is proactively requesting the key suppliers of the Group's companies to have their ethics and compliance systems audited by an independent third party. In this regard, in 2025, Iberdrola has helped 15 key suppliers in the development of their respective compliance systems.

This help includes specific meetings to get to know key elements of their compliance system, the assessment of documentation and the establishment of an agreed road map to improve their compliance system. The purpose of these sessions is to reinforce the supplier's compliance system so it can be subject to an external audit in accordance with the best practices in the matter.

5.3 Strategic projects

The Risk Limits for Investments and Divestments in the Companies Belonging to the Iberdrola Group approved by the Company's Board of Directors, establish the need to involve the compliance function in strategic decisions, establishing the need for an analysis of the possible risk of fraud and corruption associated with each investment or divestment project prior to its approval. During 2025, the compliance function assessed a total of 51 projects.

5.4 Professionals

Background checks

The compliance units conduct prior checks on the persons who assume management functions in their respective companies, by analysing publicly available information, in order to ensure their suitability from a compliance perspective (background checks).

In 2025, the compliance function has conducted 293 background checks on members of the management teams of the Group's companies.

293 background checks

to the management team

Conflicts of interests

In accordance with the provisions of the Code of conduct, Group professionals are obliged to report in writing any conflict-of-interest situations in which they find themselves.

In 2025, the compliance function collected 4,982 statements of conflicts of interest from members of the management team and professionals in key positions within the Group's perimeter, among others. In addition, 129 spontaneous communications by professionals have been received reporting potential situations of conflicts of interests.

Following the analysis of all communications, the compliance function recommended specific preventive measures in 65 cases.

5,111 conflicts of interest communications

Related transactions

In accordance with the provisions of the Procedure for related party transactions with members of senior management, delegated related party transactions and related party transaction lines and analogous regulations applicable in the subholding companies and head of business or countries companies, the compliance units have collected 127 declarations from the members of senior management of their respective companies about:

- a) any conflicts of interests that they or their related parties may have with Group companies;
- b) and any related-party transactions they intend to carry out.

Gifts y hospitalities

The Protocol for gifts and hospitalities sets out the principles to be observed by professionals for the offering and acceptance of gifts from third parties in the professional environment.

The compliance function has handled 739 queries within the Group's perimeter related to the acceptance of gifts and hospitalities received.

739 queries

regarding gifts and hospitalities

Compensation and performance

All persons joining the Group formally commit to comply with the principles of ethics and transparency established in our Code of conduct.

As a sign of this strong commitment, the Group's strategic goals include a series of sustainability indicators among which are goals related to the Compliance system. The achievement of these goals is linked to the variable remuneration of the management team.

In addition, the performance of each professional in accordance with the principles of ethics and transparency is one of the basic pillars of the annual performance review process, in which both the professional and their immediate supervisor participate.

5.5 Competition

In accordance with the provisions of the Protocol for fair competition of Iberdrola, S.A. and in the analogous regulations of the Group companies, a series of measures and controls has been implemented with the aim of ensuring compliance with the legislation in force concerning the following areas:

| Risk | Scope |
|-------------------------------|-----------------------------|
| Collusion | Retail of energy |
| | Wholesale market |
| | Tenders and public auctions |
| Abuse of dominance | Retail of energy |
| Unfair competition | Contracting |
| | Grid management |
| Concentrations | Consortia |
| | Corporate transactions |
| Supplier relationships | Tenders |

5.6 Prevention of money laundering

Iberdrola Inmobiliaria, S.A.U., (“**Iberdrola Inmobiliaria**”) due to the nature of the activity it carries out, is subject to the Law 10/2010, on prevention of money laundering and the financing of terrorism, of 28 April, (the “**Anti-Money Laundering Law**”), therefore the company has implemented the Procedure for action on the prevention of money laundering and financing of terrorism, the main purpose of which is to prevent this type of crime.

Although Iberdrola, S.A. and the other Spanish companies of the Group are not subject to the obligations of the Anti-Money Laundering law, the risk of committing this type of crime is included in their respective crime prevention programmes. As a consequence, the aforementioned companies have controls in place to suitably prevent this risk.

With regard to Iberdrola Inmobiliaria, the company prepares an annual report on activities relating to the prevention of money laundering and the financing of terrorism and submits it to its Board of Directors.

In 2025, the Internal Control Body of Iberdrola Inmobiliaria, which supervises the prevention of money laundering and financing of terrorism, did not receive any reports of suspicious transactions, and there were no reports to the Executive Service of the Commission for the Prevention of Money Laundering and Monetary Offenses (“**SEPBLAC**”), nor has the aforementioned company received any communication, official request or notice of the opening of inspections by SEPBLAC.

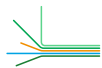
In addition, EY has carried out the external expert audit of the Money Laundering Law, with a favourable result.

5.7 Artificial intelligence

The Company has a Policy on the Responsible Development and Use of Artificial Intelligence Tools, determining the principles that must govern the design, development and application of artificial intelligence tools, as well as the responsible use of these tools:

- Respect for human beings and social wellbeing.
- Equal opportunity and non-discrimination.
- Culture of innovation.
- Privacy and respect for intellectual property.
- Transparency.
- Security and resilience.
- Training and awareness-raising
- Proper and controlled use
- Proportionality and harmlessness
- Responsibility and accountability

The IT Division, through the Security, Resilience and Digital Technology Committee, prepare the procedures required to ensure the proper use of artificial intelligence and the management of the potential risks arising from the use thereof.



VI. Market abuse regulations

The Internal Regulations for Conduct in the Securities Markets ("**IRC**") is an internal regulation that forms part of the Governance and sustainability system of the Company and applies to the members of the Board of Directors and senior management of Iberdrola, as well as:

- I. those other persons ("**Affected Persons**") who, in accordance with the regulations in force at any given time, are designated by the Unit in light of their regular and recurrent access to information that may be considered Inside Information (as defined in the regulations themselves);
- II. persons who temporarily or transiently have access to Inside Information of the Company by reason of their participation or involvement in a transaction or an internal process involving access to Inside Information ("**Insiders**"); and
- III. the Company's treasury stock managers.

The currently applicable version of the IRC is available on the Company's corporate website and the Employee Portal.

The IRC establishes rules for the management, control and transparent communication of Inside Information, as well as for the conduct of treasury share transactions, and imposes certain obligations, limitations and prohibitions on Affected Persons, Insiders and the Company's treasury share managers.

All of the above, in order to protect the interests of investors in the securities of the Company and the Group and to prevent and avoid any situation of abuse, without prejudice to encouraging and facilitating the participation of its directors and professionals in the capital of the Company within the strictest respect for the law in force.

The IRC entrusts the Unit with the function of ensuring its compliance.

In accordance with the provisions of the IRC, the Unit maintains the following registers:

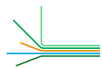
- Register of Affected Persons, which includes persons who have regular and recurrent access to Inside Information.
- Register of Treasury Share Managers, which includes the persons who manage the Company's treasury share transactions.
- List of Affected Securities, whose latest update was approved by the Unit on February 13, 2026, is as follows: (i) listed securities issued by the companies listed below; and (ii) financial instruments and contracts giving the right to acquire or transfer, or underlying, the following securities:

The Internal Regulations of Conduct for Securities Markets sets out rules for the management, control and transparent communication of Inside Information

| | |
|---|--------------------------------------|
| Iberdrola, S.A. | Scottish Power UK, Plc. |
| Iberdrola Finanzas, S.A.U. | SP Manweb, Plc. |
| Iberdrola International, B.V. | SP Transmission, Plc. |
| Avangrid, Inc. | Rochester Gas & Electric Corporation |
| New York State Electric & Gas Corporation | The Southern Connecticut Gas Company |
| The United Illuminating Company | Central Maine Power Company |
| Connecticut Natural Gas Corporation | The Berkshire Gas Company |
| SP Distribution, Plc. | |

The Unit also keeps at the disposal of the supervisory authorities copies of all Registers of Insiders communicated to it and an updated list of securities, instruments and contracts that are to be considered as Affected Securities under the IRC.

The measures and other actions carried out by the Unit in relation to the IRC are subject to annual review by an independent expert (Uría Menéndez), through a verification process. As a result of this process, the report for the 2025 financial year concludes that the Unit has adequately conduct the necessary actions to ensure compliance with the IRC and the applicable securities market regulations.



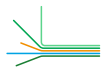
VII. Separation of activities

Brazil, Spain, Mexico, the US and the UK each have their own sector-based regulations designed to ensure the supply of electricity and gas.

Generally speaking, this legislation allows certain activities, such as production and marketing (liberalised activities), to be carried out under free competition, while other activities are subject to a natural monopoly, including the distribution and transmission of electricity and gas (regulated activities).

Some of the aforementioned countries require liberalised and regulated activities to be separate, so as to ensure transparent, non-discriminatory and efficient management of the electricity and gas systems.

The respective subholding companies have specific internal regulations on this matter, and its fulfilment is supervised annually by the competent compliance units.



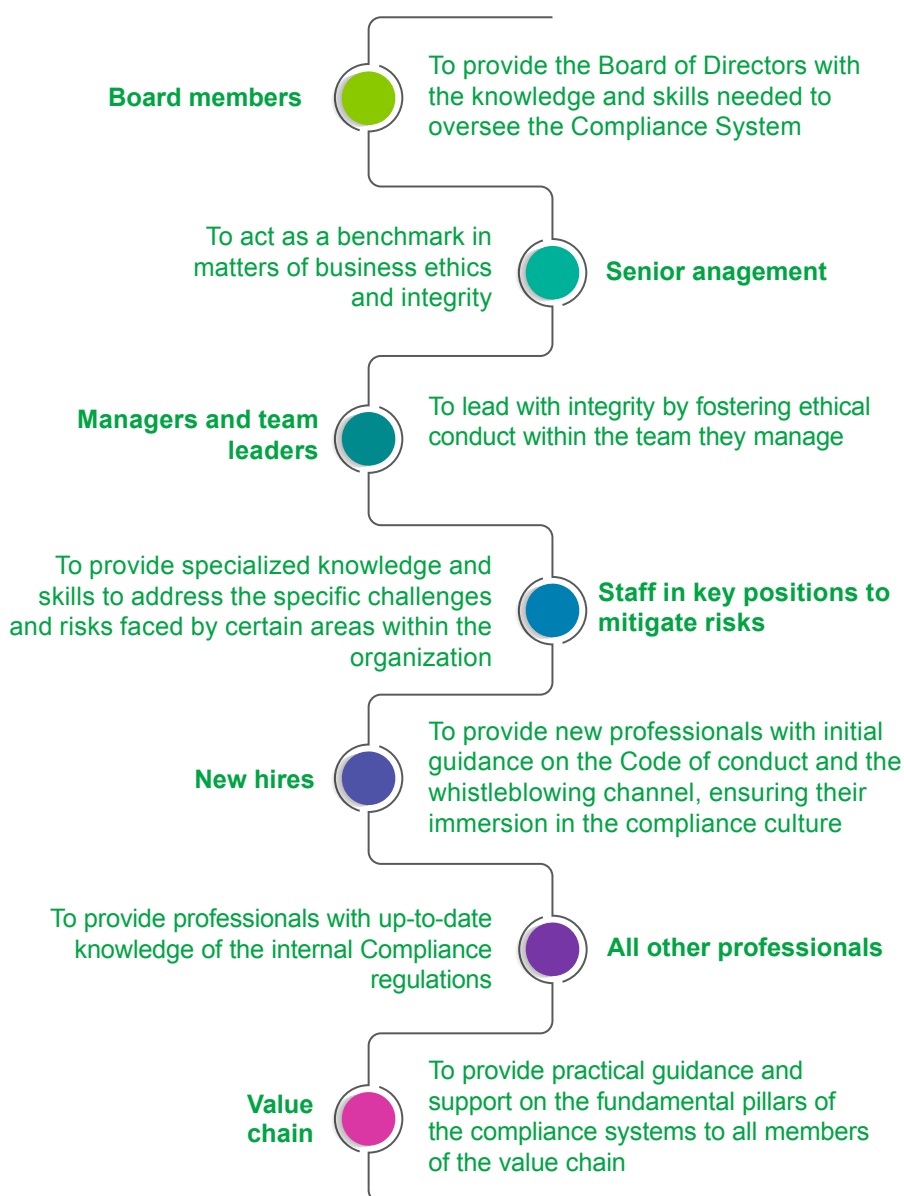
VIII. Ethical culture

8.1 Training

Global training programme

Training is one of the fundamental pillars of the compliance function and of the awareness of and compliance with the Code of conduct by all professionals in the Group's companies. Within this context, the compliance units plan their training activities yearly in collaboration with the corresponding People divisions.

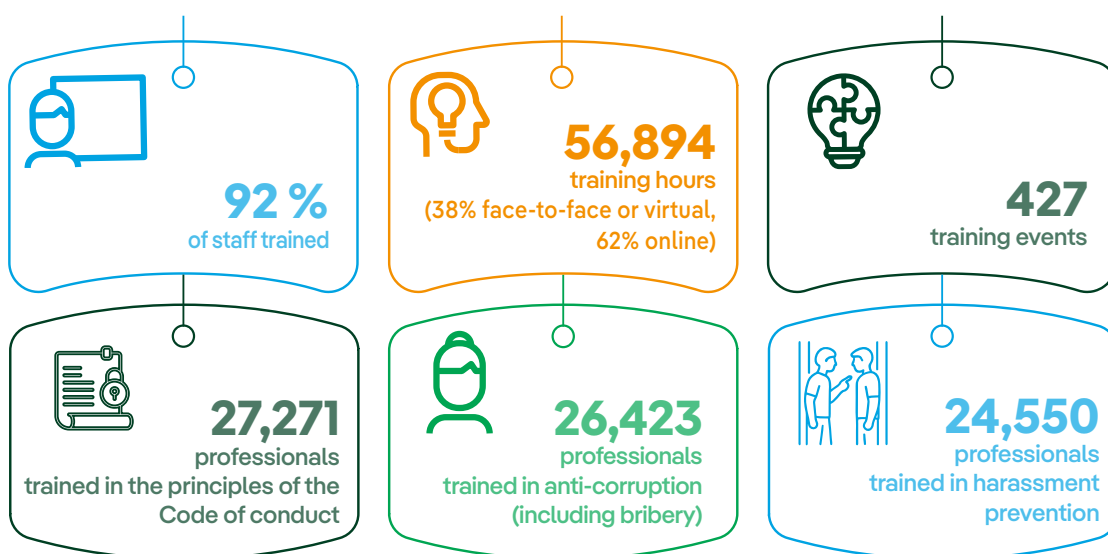
The training strategy stems from global training initiatives for the professionals of the Group's companies on compliance issues of a general nature and applicable to the majority of the workforce, and additionally develops specific training plans for certain groups of professionals for whom special and specific compliance risks have been identified. Accordingly, the Global Compliance Training Plan includes training activities specifically adapted to:



Professionals

The compliance units use different training formats such as online courses, telematic courses, videos, and face-to-face training sessions taught by external professionals or by those responsible for the compliance function aimed at both full-time and part-time professionals.

GROUP TRAINING



Governance bodies

On a frequent basis, the compliance units of the Group companies carry out training sessions with their respective governance bodies in accordance with the Global Training Plan.

In particular, on September 9, 2025, the Compliance officer appeared before the Company's Board of Directors to deliver a training session on the preventive controls implemented by Compliance in the area of corruption, outlining the controls operating in the internal sphere—which affect and guide the activities of professionals—as well as those operating in the external sphere, which apply to third parties with whom the Group engages.

8.2 Communication

Communication plan

Dissemination and communication of ethical principles is another essential element of the Group companies' compliance System.

There is a Communications Plan approved by the Unit, for 2023-2025, setting the following goals:

- Ensuring that professionals perceive the value that Compliance actions entail for them on a personal level.
- Raising the awareness of professionals about the most relevant risks associated with their professional activity and the regulations or recommendations in order to minimise them.
- Promoting the participation of professionals in the Compliance activities that require it.
- Encouraging the involvement of managers and middle management in the spreading of the compliance culture among their teams.

For communication activities, the different available tools and channels have been used, selecting the most effective according to the specific features of each case. The support, collaboration and advice of the Communications Division have been available at all times.

NUMBER OF COMMUNICATION INITIATIVES





Among the numerous communications activities carried out during the year, the video featuring interviews with several professionals who explain examples of situations that can be consulted with the compliance function through the channels established for that purpose.

Awareness on the supply chain

In 2025, Iberdrola has reiterated its commitment with the dissemination of ethical business conduct and compliance through several initiatives promoting the development of robust compliance systems among its supply chain:

- A broad information campaign has been carried out targeting thousands of suppliers, explicitly reinforcing Iberdrola's commitment to integrity, responsible conduct, and the prevention of wrongdoing, and encouraging suppliers to internalize and apply ethical principles throughout all their operations.
- On the corporate website (www.iberdrola.com) several resources aimed at strengthening ethical, transparent and responsible management within the supply chain have been made available to suppliers. Training and informational materials are provided on the elements of an effective compliance system and on how to promote a culture of integrity aligned with the standards established by Iberdrola.
- During 2025, 14 awareness sessions have been held for professionals from the Group's suppliers with the aim of strengthening their knowledge of the ethical conduct principles set out in the Code of conduct, with more than 350 attendees.
- For the third consecutive year, Iberdrola has taken part in the 'Training Program: Sustainable Suppliers,' an initiative led by the UN Global Compact in Spain, in collaboration with ICEX Spain Trade and Investment and the ICO Foundation. The program has enabled 442 professionals from Iberdrola's suppliers, representing 17 nationalities, to successfully complete the training.

8.3 Effectiveness measurement

Ethical culture survey

The compliance units conduct the ethical culture survey among professionals aimed at measuring the degree of ethical culture at the Iberdrola Group and monitoring its evolution over time. This survey, which is conducted every two years and is addressed to all staff, covers the following issues:

- Knowledge of the compliance system.
- Perception of the compliance function.
- Irregularities observed and reported.
- Pressure to commit irregularities.
- Organisational justice.
- Perception of the integrity of colleagues, managers and senior management.

The latest survey carried out in 2024, in which 13,633 professionals (33% of the workforce) participated, shows that these professionals highly value the ethical culture in the Group, and they believe the conduct of the professionals and the management teams is aligned with the guidelines set in our Code of conduct.

13,633 employees
participated in the ethical culture survey

Supplier survey

In 2024 the 9th edition of the Supplier Survey was held, and 2,251 suppliers took part in it. This survey, which is conducted every two years, is a key tool to identify the aspects best valued by suppliers in our procurement process and those where there is area for improvement.

As in previous editions, the survey included an “Ethics and Compliance” section where participants were asked (i) if they know there is a whistleblowing channel and (ii) if they have observed any irregular conduct by any Iberdrola and Group professional. In this edition, 53% of the suppliers surveyed declared to be aware of the existence of Iberdrola's whistleblowing channel and 2.3% declared to have observed some irregular conduct.

Compliance Awareness Rate (CAR)

In 2025, Iberdrola has transformed the way it defines the annual Compliance activity plan, moving toward an objective, measurable and data-driven model. This shift has been made possible by the creation of a specific metric designed to measure the degree of interaction each professional has with the Compliance function.

This new metric, known as the Compliance Awareness Rate (CAR), measures each of the world's 47,000 professionals' level of awareness of the Group's ethical culture through an algorithm. It is calculated based on, among other elements, the number of queries submitted, controls executed, training received, and declarations of conflicts of interest and gifts made by each professional. The result is an individual awareness score that can be aggregated at department, business, or country level.

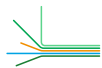
Comparing this indicator with the risk assessment of each area makes it possible to identify gaps: areas with high risk but low awareness; areas with high awareness that can serve as benchmarks for best practices; or imbalances that require targeted reinforcement. This analysis has enabled the replacement of a standard activity plan applied across all countries with a tailored, evidence-based planning approach that prioritizes resources where they generate the greatest preventive impact.

By integrating behavioral data from professionals with risk-assessment data, the planning process has become more precise, efficient and strategic, and aligned with the organization's actual risks. This new data-driven model optimizes resource allocation and enhances the overall effectiveness of the compliance system.

Training activities

During 2025, 21 in-person training sessions were conducted for 703 managers, with the aim of turning them into ambassadors of dialogue and equipping them with tools specifically designed to encourage open, regular, and high-quality conversations on compliance, while ensuring dialogue with and among their teams.

In order to measure the effectiveness of this initiative, several weeks after the training sessions a pulse survey (short survey) was carried out among the 2,600 individuals who report hierarchically to those managers, asking whether their supervisors had discussed compliance with them in informal or team meetings. The results of the survey showed that the initiative was successful, with 72% of respondents confirming that such conversations had taken place.



IX. Internal reporting system

The compliance units investigate any conduct that may involve the commission of any irregularity or any unlawful act or act contrary to the law or to the Governance and sustainability system, including, in particular, any conduct that may constitute a criminal offence, a serious or very serious administrative infringement, or an infringement of European Union law, with an impact on the relevant company, on its contractual relationships with its suppliers, or on the interests and reputation of the company itself.

Monitoring activities are conceived as detection and control mechanisms for verifying the effectiveness of the preventive measures implemented. They also enable the continuous improvement of the compliance systems. The key element to detect unlawful conduct is the whistleblowing channels set up at Iberdrola and its Group.

The management of the internal whistleblowing channels provided for in the respective Code of conduct and Internal information and whistleblower protection systems corresponds to the Unit and to the compliance units of the different companies of the Group, without prejudice to the delegation of such management to its respective Compliance officer.

The Group Companies' internal whistleblowing channels are configured as tools made available to all shareholders, directors, professionals, suppliers, and other third parties as determined by law to report conduct that may involve committing any irregularity or any act that is unlawful or contrary to law or to the respective governance and sustainability system. In addition, these channels can be used to submit queries on aspects relating to the interpretation of and compliance with the Code of conduct and to any matter relating to Compliance. All communications received through these internal channels are considered confidential information and, in the case of claims, may be anonymous.

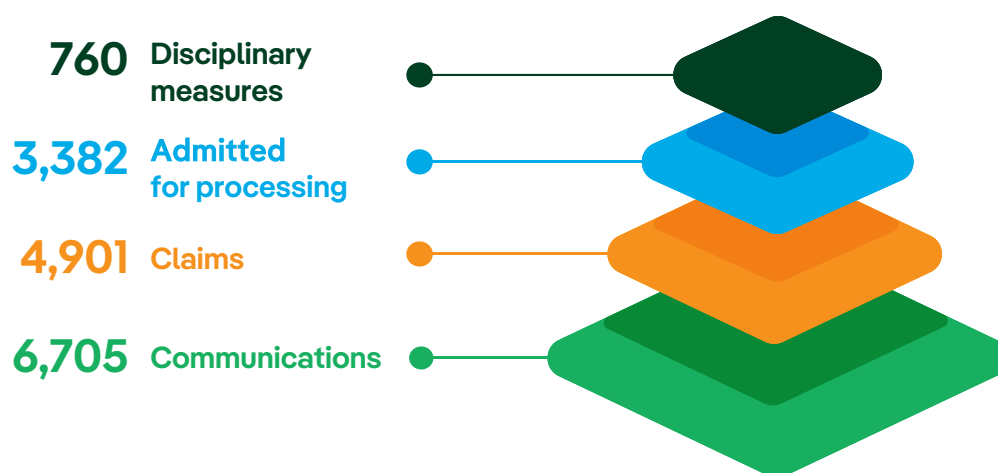
The Iberdrola Group's companies have established for the members of their governing body, professionals and suppliers the obligation to report, through the above-mentioned internal channels, about any irregularity they are aware of.

In all cases, there is a firm express commitment of the Group's companies, as reflected in the respective Code of conduct, in the respective Internal reporting and whistleblower protection systems and in the rest of the procedures and internal regulations on the matter, to the prohibition of retaliation against those who make use of the aforementioned internal channels, except in cases of bad faith.

These internal whistleblowing channels, which allow for anonymous reporting, as well as the principles governing the processing of communications received through them are available 24 hours a day in the websites of the Iberdrola Group's companies and in the Employee portal.

The processing of claims and queries made through the internal whistleblowing channels corresponds to the competent compliance unit, as the case may be. They both are an essential source of information for identifying points for improvement in the compliance system and additional prevention and control mechanisms.

Communications received by the Group through internal whistleblowing channels in 2025 totalled 6,705, of which 1,804 were queries and 4,901 were claims.



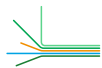
Of the 4,901 claims, 3,382 have been admitted for processing.

In 2025 760 disciplinary measures⁵ have been adopted within the perimeter of the Group since it has been evidenced there has been an irregular conduct or a conduct contrary to the internal regulations or the Code of conduct. 91% of the disciplinary measures have been imposed on suppliers (or by suppliers to their professionals) and they correspond mainly to irregularities committed by external energy retail agents.

| Admitted for processing by nature | |
|---|--------------|
| Unwanted sales | 2,805 |
| Harassment and discrimination | 135 |
| Theft and fraud | 96 |
| Conflict of interest | 69 |
| Inappropriate conduct between professionals | 52 |
| Others | 225 |
| TOTAL | 3,382 |

5. Of the 760 disciplinary measures imposed, 116 correspond to claims received in previous years.

| Disciplinary measures by nature | |
|---------------------------------|------------|
| Supplier penalty | 580 |
| Written notice | 91 |
| Dismissal | 50 |
| Oral notice | 25 |
| Temporary suspension | 14 |
| TOTAL | 760 |



X. Monitoring and review

10.1 Monitoring indicators

On a frequent basis, the Unit supervises the effectiveness of the Compliance systems of the Company and of the Group companies by reviewing the indicators of the main compliance risks (KRIs) as well as the effectiveness of the compliance units' activities (KPIs). The indicators cover the following aspects, among others:

- Operations in countries considered by the compliance function to be above a higher-than-normal level of risk.
- Third-party risk assessments.
- Internal whistleblowing channel activity.
- Monitoring risky operations.
- Ethical development of suppliers.
- Training activities.
- Internal and external communication initiatives.
- Declarations of conflicts of interests.
- Professional's background checks.
- Gifts and hospitalities given and received by professionals.
- Legal proceedings involving professionals due to their professional activity and work in the Group.
- Audits and reviews of the Group companies' Compliance system.

The Compliance Unit issues, on an annual basis, a report assessing the effectiveness of the Company's compliance system and, with the cooperation of the compliance units of its subsidiary companies, a report assessing the effectiveness of the compliance systems of the Group companies.

10.2 Internal audit

Internal Audit, as an independent function, conducts periodic audits of the compliance systems of the Group's companies, making the appropriate recommendations for their continuous improvement.

The Internal Audit division has formalised a coordinated assurance approach to the monitoring of the compliance systems, which has three main lines of action:

a) Internal Audit activity plan

In general, the Internal Audit area carries out an on-going review of the compliance systems of the Group's companies through the specific audit works included in the annual activity plans approved by the respective governing bodies.

b) Specific review of the different areas of the Compliance System

Specifically, and on a multi-annual basis, Internal Audit carries out a review of the different areas that make up the Compliance system:

- Code of conduct, in relation to the specific competencies entrusted to the compliance units.
- Crime prevention programmes (related policies, procedures and protocols).
- Internal regulations for conduct in the securities markets.
- Separation of regulated activities in the Group companies.

c) Collaboration in investigations

At the request of the compliance units, the Internal Audit division collaborate in investigations that may affect the corresponding companies' Internal Control System.

Within this framework of action, during 2025, the Internal Audit division has audited, among other works, the activities carried out by the Company's compliance function throughout 2024.

10.3 External reviews

Independent reviews

During fiscal year 2025, three independent external reviews were carried out addressing the compliance system from complementary perspectives:

- First, EY has conducted an independent audit of the Crime Prevention Programme of Iberdrola, S.A., with the aim of assessing its design and effectiveness in accordance with the requirements set out in Article 31 bis of the Spanish Criminal Code. This review focuses on verifying—through audit procedures performed using statistical sampling—that the controls designed are operating effectively in practice.

The assessment resulted in the issuance of an expert report by the auditor.

- Additionally, the law firm Uría Menéndez has issued an external audit report on the effectiveness of the crime prevention programmes implemented in the Spanish companies of the Group. This review, which has been conducted annually since 2015, has concluded that these programmes are effective and useful in significantly reducing the risk of criminal offences being committed.

- Thirdly, and with the aim of obtaining a more global perspective and ensuring the integration into the Compliance system of leading international best practices, the Company has undergone the audit performed by Ethisphere, a U.S. based global leader in the definition of compliance best practices, which has granted the Company the Compliance Leader Verification seal.

Scottish Power Limited (“ScottishPower”) (subholding company in the United Kingdom), Iberdrola México, S.A. de C.V. (subholding company in Mexico), and Avangrid Inc. (subholding company in the United States of America) have maintained this certification in force.

Regulatory compliance certifications

In 2025, the independent certification body AENOR maintained the Compliance system certifications of the Spanish companies within the Iberdrola Group in accordance with:

- I. the UNE 19601 standard on criminal compliance management systems, and
- II. the UNE-ISO 37001 standard on anti-bribery management systems.

These certifications were first obtained by the Company in 2017.

On the other hand, ScottishPower, Iberdrola México and Neoenergia also have the UNE-ISO 37001 certification.

Cybersecurity audit

The company periodically carries out an independent audit on the operation of the Internal reporting system (whistleblowing channel). The main objectives of this audit are the following:

- Verify that upon reception of an anonymous report through the internal whistleblowing channel form, it is materially impossible to find out the whistleblower's identity.
- Ensure that the content of the reports received through the internal whistleblowing channel is not accessible to third parties or to anyone other than the user of the whistleblowing tool.

Following the review conducted by the independent entity Tarlogic and based on the evidence obtained, it concluded that the security measures implemented guarantee the confidentiality, integrity and availability of the data managed by the platform.

**The Compliance
system is audited
externally every
year**

XI. Recognition

11.1 World's Most Ethical Companies list

The Company and Avangrid have been recognised, for the 12th and 7th consecutive year, respectively, as two of the world's most ethical companies, according to the 2025 World's Most Ethical Companies ranking prepared by the Ethisphere Institute.

In drawing up this list, Ethisphere assesses the existence of an effective compliance system, reputation, the presence of an ethical culture at all levels of the organisation and in all its activities, corporate governance and social responsibility. This recognition was granted to 136 companies worldwide in 2025; Iberdrola was the only Spanish company on the list.

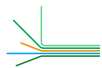
11.2 Expansión awards

In March 2025, Iberdrola was recognised as the “Ibex 35 Company with Best Compliance Practices” at the sixth edition of the Expansión Compliance Awards. This award, granted by a jury composed of renowned companies and institutions, recognizes the Company's commitment to ethics, transparency, and regulatory compliance across all areas.

In addition to this recognition, Iberdrola was a finalist in the categories of “Most Innovative Company in Compliance” and “Compliance Officer of the Year.” This distinction adds to the awards received in 2019 as the “Company with Best Compliance Practices” and in 2023 as the “Most Innovative Company in Compliance.

11.3 Haz Foundation

For the third year in a row, in 2025 Iberdrola has been considered the most transparent IBEX 35 company according to the new “Transparency and good governance on ethics practices and compliance of IBEX 35 companies” report, prepared by Fundación Haz. This report analyses the voluntary transparency in the public information of the companies that make up the main Spanish stock market index on their policies and practices in the areas of ethics and compliance.



XII. Dissemination and promotion of business ethics

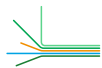
The compliance function carries out activities aimed at promoting the adoption of effective compliance systems in the business fabric, as well as the development and professionalisation of the compliance function in organisations.

330,000 euros in 2025

earmarked by the Group to promote business ethics

In line with the above, the following activities, among others, have been carried out during the year:

- Iberdrola is a member of the United Nations Global Compact since 2002 and is committed to the dissemination of the Ten Principles of the United Nations Global Compact, including Principle Ten: Companies should work against corruption in all its forms, including extortion and bribery.
- Iberdrola actively collaborates with various international organizations with the aim of preventing corruption and promoting business ethics:
 - Iberdrola is a member of the Anti-Corruption Leaders Hub, a group promoted by the Organisation for Economic Co-operation and Development (OECD) and made up of representatives from the public and private sectors who cooperate internationally to prevent corruption and promote business ethics.
 - It collaborates with the "Compliance without borders" programme, promoted by the OECD whereby Iberdrola's Compliance professionals selflessly collaborate in the development of the compliance systems of public entities and companies in other countries.
 - Iberdrola is also an active member of the Business Integrity & Anti-Corruption Committee of Business at OECD (BIAC) and of the Global Business Integrity Commission of the International Chamber of Commerce.
- Since 2018, the Company has promoted the Iberdrola Chair of Economic and Business Ethics together with Comillas Pontifical University. The main objective of this initiative is to promote the study and dissemination of the principles of business and professional ethics in all areas.
- The Company is a sponsor of the Spanish Compliance Association (ASCOM) and is a member of the Corporate Integrity Forum of Transparency International Spain.



- The Company collaborates with the Polytechnic University of Madrid through the Iberdrola Chair. In 2025, the focus of the collaboration has been on ethical governance in the implementation of artificial intelligence agents.
- The Company is a member, together with other companies, and chairs a compliance working group established by the Spanish Chamber of Commerce, which analyses developments in compliance and corporate criminal liability. This working group promotes compliance as a strategic asset and a source of legal certainty, fostering an ethical culture and the prevention of criminal conduct in the business environment, while minimizing legal risks and promoting best practices in regulatory compliance.
- The Company collaborates with UNED in carrying out training activities on criminal liability in comparative law, with the aim of understanding and promoting international best practices in this field.
- In collaboration with the Educación para Compartir association, Iberdrola has developed the "Games, values and action" project in Mexico. This is a series of workshops, aligned with SDGs, aimed at promoting fair play, empathy, respect, gender equality, tolerance, teamwork and responsibility among children. 2,333 primary students and 143 teachers from 13 schools in Puebla and Oaxaca participated in these workshops, making more than 9,126 people (students and instructors) benefitting from the workshops in their six editions.

