

The composition of the **Appointments and Remuneration Committee** of TALGO, S.A. on 31 December 2024 is as follows:

| <b>Name</b>                        | <b>Role</b>               | <b>Category</b> |
|------------------------------------|---------------------------|-----------------|
| MR. ANTONIO OPORTO DEL OLMO        | CHAIRMAN                  | Independent     |
| MR. JOHN CHARLES POPE              | MEMBER                    | Independent     |
| MR. FRANCISCO JAVIER BAÑÓN TREVIÑO | MEMBER                    | Proprietary     |
| MS. MARÍA JOSÉ ZUECO PEÑA          | SECRETARY<br>NON DIRECTOR |                 |

During the year 2024, the Remuneration and Appointments Committee of TALGO, S.A. met five times on the following dates: (i) February 27 (ii) March 14, (iii) April 22, (iv) May 19 and (v) November 18.

In the exercise of the powers attributed to it both by the Law and the rules that make up the Company's Corporate Governance System, the Remuneration and Appointments Committee has carried out the activities indicated below:

- Assessment on the degree of compliance with the objectives set for the Group's Top Management for the year 2023.
- Analysis of the existing circumstances and assessment of the appropriateness of granting extraordinary bonuses to certain managers
- Establishment of objectives for 2024 for the Group's Top Managers.
- Monitoring of the specific actions that have been carried out in different areas or fields such as strategy, risk supervision, presentations and matters to be included on the agenda of the meetings, interaction with the management team, information to be submitted to the Board -what and when- or the composition of the Board: gender diversity and size.
- Analysis of the remuneration system of the members of the Board of Directors.
- Review of issues related to the long-term incentive plan for the company's executive directors and directors.
- Issuance of proposal and preparation of report, in compliance with the provisions of article 529 NOVODECIES of the Capital Companies Act, in relation to the proposed resolution for approval of the directors' remuneration policy for the year 2024.

- Issuance of proposal and preparation of report, in compliance with the provisions of Article 529 NOVODECIES of the Capital Companies Act and Article 26 (ii) (e) of the Board of Directors Regulations, which confer authority to the Remuneration and Appointments Committee to “Report on proposals for the appointment and removal of senior managers and the basic conditions of their contracts”, in relation to the proposal to the Board for the appointment of an acting chief operating officer (COO)
- Analysis of the company's management structure. Action plan and proposals for its development and for the reinforcement of certain areas.
- Analysis of the quantitative and qualitative composition of the Board of Directors in the light of the CNMV’s recommendations set out in the Good Governance Code of Listed Companies.
- Analysis and promotion of compliance with the recommendations regarding the guarantee of gender diversity.

In accordance with the provisions of the Board of Directors Regulations, the Remuneration and Appointments Committee is responsible, among other duties, for analyzing the process that allows for the orderly succession of the Chairman, the Chief Executive Officer and other members of the Board whose appointment is the responsibility of this governing body and to report on the appointment or removal of executives who report immediately to the Chief Executive Officer.

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