

FULL WORDING OF THE RESOLUTIONS ADOPTED AND VOTING RESULTS

Item One of the Agenda:

One.- Examination and approval, as the case may be, of the individual Annual Accounts and the Directors' Report of the Company for the year ended 31 December 2020.

Proposed resolution relating to item One of the Agenda:

“To approve the individual annual accounts of the Company, comprising the balance sheet, profit and loss account, statement of changes in net assets, cash-flow statement and annual report, for the financial year ended 31 December 2020, which were drawn up by the Board of Directors at its meeting dated 26 March 2021 and verified by the Company’s auditors, KPMG Auditores, S.L.

In addition, to approve the Directors’ Report of the Company for the financial year ended 31 December 2020, drawn up by the Board of Directors at its meeting dated 26 March 2021 and verified by the Company’s auditors, KPMG Auditores, S.L.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Two of the Agenda:

Two. - Examination and approval, as the case may be, of the proposed allocation of the profit or loss for the financial year ended 31 December 2020.

Proposed resolution relating to item Two of the Agenda:

“To approve the proposed appropriation of the negative result for the financial year ended 31 December 2020, amounting to 18.334.268,74 Euros, to be carried forward as prior years' losses and subsequently offset against voluntary reserves.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Three of the Agenda:

Three.- Examination and approval, as the case may be, of the Board of Directors' management during the financial year ended 31 December 2020.

Proposed resolution relating to item Three of the Agenda:

“To approve the conduct of business and the actions carried out by the Board of Directors of the Company during the financial year ended 31 December 2020.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Four of the Agenda:

Four.- Re-election of KPMG Auditores, S.L. as the Auditor of the Company for financial year 2021.

Proposed resolution relating to item Four of the Agenda:

“To re-elect KPMG AUDITORES, S.L., registered with the Madrid Commercial Registry at volume 11,961, folio 84, page M-188007, with registered office in Madrid, Paseo de la Castellana, N° 259C, with Spanish nationality and with Tax Identification Number B-78510153, as auditor of the Company for financial year 2021.

This agreement is adopted at the proposal of the Board of Directors and previous proposal of the Audit Committee.

To confer to the Board of Directors, with express right to delegate, the power to conclude the relevant contracts with the firm KPMG AUDITORES, S.L., for the expressed period, with the clauses and conditions it deems appropriate, and is also empowered to perform in such contracts any amendments that are appropriate according with the applicable legislation at any time.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Five of the Agenda:

Five.- Setting the number of directors

Proposed resolution relating to item Five of the Agenda:

“Propose to set, within the maximum and minimum limit established in article 36 of the Company Bylaws and in article 7 of the Regulations of the Board of Directors, the number of directors of the Company at six.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Six of the Agenda:

Six.- Re-election of Mrs. Mónica Inés María Aparicio Smith, as independent director.

Proposed resolution relating to item Six of the Agenda:

“To re-elect Mrs. Mónica Inés María Aparicio Smith, previous proposal of the Nomination and Compensation Committee, for the statutory period of three years, as independent director.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Seven of the Agenda:

Seven. - Examination and approval, as the case may be, of the surplus payment made to the independent directors for attendance per diems to the meetings of the Board of Directors and the Committees held during 2020.

Proposed resolution relating to item Seven of the Agenda:

“To approve, following the proposal of the Nomination and Compensation Committee, the surplus payment of 47,399 Euros made to the Directors for attendance per diems to the meetings of the Board of Directors and the Committees held during 2020, above the limit fixed by the Board of Directors at its meeting held on 22 October 2020. Such surplus payment is justified due to the large number of extraordinary meetings held, which were not scheduled in the meeting calendars initially approved.

As a consequence, the maximum annual remuneration for the Board of Directors approved by the General Shareholders' Meeting at its meeting held on 29 July 2020, namely, 400,000 Euros, would be fixed at 447,399 Euros for financial year 2020”.

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Eight of the Agenda:

Eight.- Submit the Annual Report on Directors and Seniors Executives' Remuneration regarding financial year 2020 for the consultative vote of the General Shareholders' Meeting.

Proposed resolution relating to item Eight of the Agenda:

“It is hereby resolved to approve, on a consultative basis, the Annual Report on Directors and Seniors Executives' Remuneration regarding financial year 2020, the full text of which was made available to the shareholders together with the other documentation relating to the General Shareholders' Meeting from the date of publication of the announcement of the call to meeting.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	525.248.882	99,57
Against	2.258.902	0,41
Abstention	0	0.00
Blank	0	0.00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Eight of the Agenda:

Eight.- Submit the Annual Report on Directors and Seniors Executives' Remuneration regarding financial year 2020 for the consultative vote of the General Shareholders' Meeting.

Proposed resolution relating to item Six of the Agenda:

“It is hereby resolved to approve, on a consultative basis, the Annual Report on Directors and Seniors Executives' Remuneration regarding financial year 2018, the full text of which was made available to the shareholders together with the other documentation relating to the General Shareholders' Meeting from the date of publication of the announcement of the call to meeting.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	527.507.784	100
Against	0	0,00
Abstention	0	0,00
Blank	0	0,00

Total valid votes issued ⁽¹⁾	527.507.784
Treasury-stock ⁽²⁾	19.421.740
Total attendance share capital	546.929.524

(1) Number of shares exercising distance voting: 2.258.902 shares.

(2) Shares with voting rights suspended.

(3) Percentage does not include attendance share capital with suspended voting rights (%)

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Item Nine of the Agenda:

Nine.- Conferring powers to legalize, amend, register and execute the resolutions adopted by the General Shareholders' Meeting, specifying, as the case may be, the terms ancillary thereto and to do such things as may be required or expedient to execute the same.

Proposed resolution relating to item Nine of the Agenda:

“Notwithstanding the powers included in the preceding resolutions, it is hereby resolved to confer to the members of the Board of Directors and the Vice Secretary no director Mrs. Sandra Vizcaíno Cantón, such joint and several powers, which shall be construed as broadly as necessary to execute the resolutions adopted by the Company’s General Shareholders’ Meeting, including legalization of the aforementioned resolutions, execution of such public or private documents as may be necessary, publication of any notices as may be appropriate or required by law, filing of the same in such registries as may be required and doing such other things and taking such actions as may be necessary for that purpose; and shall furthermore be authorized, inter alia, to rectify, clarify, interpret, complete, elaborate on or specify, as the case may be, the resolutions adopted and, in particular, rectify any defects, omissions or errors observed, including those raised by the Companies Register’s oral or written assessment, and which may prevent the decision from taking effect.”

Voting results:

Votes	Number of Shares	% Attendance share capital with voting rights ⁽³⁾
For	413.227.032	97,29
Against	11.491.358	2,7
Abstention	0	0,00
Blank	993	0,01

Total valid votes issued ⁽¹⁾	424.719.383
Treasury-stock ⁽²⁾	20.722.570
Total attendance share capital	445.441.953

(1) Number of shares exercising distance voting: 14.937.314 shares.

(2) Shares with voting rights suspended.

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(3) Percentage does not include attendance share capital with suspended voting rights (%)