

SACYR, S.A.
ORDINARY GENERAL SHAREHOLDERS MEETING CONVENED FOR
APRIL 27 and 28, 2022, ON FIRST AND SECOND NOTICE OF MEETING,
RESPECTIVELY

ATTENDANCE, DELEGATION AND VOTING CARD

Shareholder identification data

Name or corporate name (*):	TIN	Nº of shares

(*) In the event that the shareholder is a legal person, the name and TIN of the aforementioned legal person must be recorded, as well as the name, TIN and position of the natural person intervening on its behalf.

Depository entity of the shares:

It is recommended to attend the General Meeting remotely due to the limited capacity of the location where it will be held.

1. ATTENDANCE

Possible methods of attendance:

A.- Attendance in person.

For in person attendance the meeting must be attended with the attendance card two hours before the time indicated for the celebration of the General Meeting.

B.- Remote attendance.

You must **register in advance** in the "General Meeting 2022" space, section "*Voting, delegation and prior remote registration*" of the corporate website (www.sacyr.com), before 11:59 am on April 26, 2022.

To attend remotely, you must connect on the day of the Celebration of the General Meeting in the space "General Meeting 2022", section "Telematic attendance" of the corporate website (www.sacyr.com).

2. DELEGATION

Possible methods of delegation:

A.- Delegation by remote means.

You must **register** in advance in the "General Meeting 2022" space, section "*Voting, delegation and prior remote registration*" of the corporate website (www.sacyr.com), before 11:59 am on April 26, 2022.

B.- Delegation by postal mail.

You must communicate the representation with a sufficient advance to the Shareholders Department of Sacyr, S.A., at the registered office (7, Condesa de Venadito Street – 28027 Madrid).

I grant my representation in favor of (check only one of the following boxes**):

- Chairperson of the General Shareholders' Meeting.
- Mr./Mrs..... TIN.....

(**) Any delegation that does not contain a specific mention of the person to whom it is granted shall be deemed to be granted in favor of the Chairperson of the General Meeting.

Voting instructions on proposals made by the Board of Directors:

I give express instruction to my representative to vote in the regard indicated below understanding that the boxes that are not filled in, are votes IN FAVOR (***):

Agenda Items	1	2	3	4	5	6.1	6.2	6.3	6.4	6.5	7	8	9	10.1	10.2	11
In favor																
Against																
Abstention																

(***) If my representative is the Chairperson of the General Meeting or another director and he/she is in a situation of conflict of interest in relation to any of the proposed resolutions and, in addition, has not given precise voting instructions, the representation shall be understood to be granted to the Secretary of the Board or, in case of absence, conflict or unavailability, to the Deputy Secretary of said body, which will vote in the regard that results from the previous indications of this document. If you do not accept such replacement of the delegation, check the following box NO in which case the shareholder will be considered to instruct the representative to abstain.

(It is reported that (i) all the directors would be in a situation of potential conflict of interest with respect to the fourth, seventh and eighth agenda items and the Chairperson would also be in a situation of potential conflict of interest regarding the ninth item on the agenda; (ii) those directors in relation to whom their re-election is proposed under item six of the agenda are in conflict of interest with respect to the item on which such re-election is requested; (iii) in the event that, as permitted by the applicable regulation, any or some of the proposals referred to in article 526.1 b) or c) of the Corporate Law were submitted to the General Meeting, the directors affected by said proposals would be in conflict of interest in the respective votes).

Voting instructions for any proposals that may be made by the Board of Directors outside the agenda included in the notice of meeting:

I expressly instruct my representative to vote along the lines indicated below, and it must be considered that, if I do NOT mark any box, I am giving precise instructions so that my vote is IN FAVOR of the proposals made by the Board of Directors:

In favor Abstention Against

Voting instructions for any proposals that have not been made by the Board of Directors:

I give express instruction to my representative to vote along the lines I indicate below, and it must be considered that, if I do NOT mark any boxes, I am giving precise instructions so that my vote is AGAINST these proposals.

In favor Abstention Against

3. VOTE

Possible methods of vote:

A.- Advanced voting by remote means.

You must register in advance in the "General Meeting 2022" space, section "*Voting, delegation and prior remote registration*" of the corporate website (www.sacyr.com), before 11:59 am of April 26, 2022.

B.- Advanced remote voting by postal mail.

You must send the vote, well in advance, to the Shareholders Department of Sacyr, S.A., at the registered office (7, Condesa de Venadito Street – 28027 Madrid).

I vote in the regard that I indicate below understanding that the boxes not filled in, are votes IN FAVOR of the proposals of the Board of Directors:

Agenda Items	1	2	3	4	5	6.1	6.2	6.3	6.4	6.5	7	8	9	10.1	10.2	11
In favor																
Against																
Abstention																

Voting instructions for any proposals that may be made by the Board of Directors outside the agenda included in the notice of meeting:

I give express instruction of vote in the regard that I indicate below, it must be considered that, if I do NOT mark any box, I am granting precise instructions so that my vote is IN FAVOR of the proposals formulated by the Board of Directors:

In favor Abstention Against

Voting instructions for any proposals that have not been made by the Board of Directors:

I give an express instruction of vote in the regard that I indicate below, it being considered that, if I do NOT mark any box, I am giving precise instructions so that my vote is AGAINST these proposals:

In favor Abstention Against

C.- Voting in person.

In order to safeguard the health and safety of shareholders, employees and other people involved in the preparation and holding of the General Meeting, **once the maximum permitted capacity has been reached, it will not be possible to access the premises where the General Meeting is taking place.**

I vote in the regard that I indicate below understanding that the boxes not filled in, are votes IN FAVOR of the proposals of the Board of Directors:

Agenda Items	1	2	3	4	5	6.1	6.2	6.3	6.4	6.5	7	8	9	10.1	10.2	11
In favor																
Against																
Abstention																

Voting instructions for any proposals that may be made by the Board of Directors outside the agenda included in the notice of meeting:

I give express instruction of vote in the regard that I indicate below, it must be considered that, if I do NOT mark any box, I am granting precise instructions so that my vote is IN FAVOR of the proposals formulated by the Board of Directors:

In favor Abstention Against

Voting instructions for any proposals that have not been made by the Board of Directors:

I give an express instruction of vote in the regard that I indicate below, it being considered that, if I do NOT mark any box, I am giving precise instructions so that my vote is AGAINST these proposals:

In favor Abstention Against

_____, on _____, 2022.

Shareholder Signature: _____

Private data:

Sacyr, S.A. will process the private data that you have provided, in order to manage the notice of meeting and celebration of the General Meeting, including your attendance and, where appropriate, intervention, therein. You can exercise the rights recognized in articles 15 to 22 of Regulation (EU) 2016/679, by means of a letter identified with the reference "Data Protection" in which your request is specified to the following address: Sacyr, S.A., 7, Condesa de Venadito Street, 28027 – Madrid, or through the address protecciondedatos@sacyr.com.

If you wish, you can query additional and detailed information on Data Protection in the Announcement of the Notice of Meeting for the Ordinary General Shareholders' Meeting published on the Company's website (www.sacyr.com).

AGENDA**MATTERS RELATING TO FINANCIAL STATEMENTS, COMPANY MANAGEMENT AND AUDIT**

First. Review and approval, where appropriate, of the financial statements and the individual management report of Sacyr, S.A. and of the consolidated financial statements and management report of Sacyr, S.A. and its subsidiaries, corresponding to the business year ended on December 31, 2021.

Second. Review and approval, where appropriate, of the non-financial information statement corresponding to the business year ended on December 31, 2021.

Third. Review and approval, where appropriate, of the proposal for the application of the profit and losses of the business year ended on December 31, 2021.

Fourth. Review and approval, where appropriate, of the social management and actions carried out by the Board of Directors during the business year ended on December 31, 2021.

Fifth. Appointment of PricewaterhouseCoopers Auditores, S.L., as auditor of Sacyr, S.A. and its subsidiaries for the years 2022, 2023 and 2024.

ITEMS RELATED TO THE BOARD OF DIRECTORS

Sixth. Re-election of directors.

6.1. Re-election of Mrs. María Jesús de Jaén Beltrá as director, with the qualification of independent director.

6.2. Re-election of Mr. Demetrio Carceller Arce as director, with the qualification of director representing controlling interests.

6.3. Re-election of Mr. Juan María Aguirre Gonzalo as director, with the qualification of independent director.

6.4. Re-election of Mr. Augusto Delkáder Teig as director, with the qualification of independent director.

6.5. Re-election of Mr. José Joaquín Güell Ampuero as a director, with the qualification of independent director.

Seventh. Advisory vote on the Annual Report on Directors' Remuneration for the 2021 business year.

Eighth. Review and, where appropriate, approval, for the purposes of article 529 novodecies of the Consolidated Text of the Corporate Law, regarding the Remuneration Policy of the Directors for the years 2023, 2024 and 2025.

Ninth. Review and approval, where appropriate, of the application of the remuneration in shares to the executive director and other directors of the Long-Term Incentive Plan 2020-2025 and the Complementary Variable Remuneration Plan, in accordance with the provisions of article 219 of the Consolidated Text of the Corporate Law.

ITEMS RELATING TO THE MODIFICATION OF THE SHARE CAPITAL AND SHAREHOLDER REMUNERATION

Tenth. Increases in share capital, charged to profits or reserves.

10.1. Approval of a first capital increase charged to script dividend, for a maximum nominal amount of eighteen million Euros (€ 18,000,000) through the issuance of new ordinary shares of one Euro face value each, without issue premium, of the same class and series as those currently in circulation and with incomplete subscription/allocation forecast; subsequent modification of the corresponding article of the By-laws. Commitment to acquire free allocation rights at a guaranteed fixed price. Application for admission to trading of the new shares that are issued. Delegation of powers to the Board of Directors, with express powers of replacement, to set the conditions for the increase in everything not foreseen by this General Meeting, to carry out the necessary actions for its execution and to adapt the drafting of Article 5 of the By-laws.

10.2. Approval of a second capital increase charged to script dividend, for a maximum nominal amount of eighteen million Euros (€ 18,000,000) through the issuance of new ordinary shares of one Euro face value each, without issue premium, of the same class and series as those currently in circulation and with incomplete subscription/allocation forecast; consequent modification of the corresponding article of the By-laws. Commitment to acquire free allocation rights at a guaranteed fixed price. Application for admission to trading of the new shares that are issued. Delegation of powers to the Board of Directors, with express powers of replacement, to set the conditions for the increase in everything not foreseen by this General Meeting, to carry out the necessary actions for its execution and to adapt the drafting of Article 5 of the By-laws.

ITEMS RELATING TO DELEGATIONS OR AUTHORIZATIONS TO THE ADMINISTRATIVE BODY

Eleventh. Authorization to the Board of Directors for the interpretation, correction, complementation, execution and development of the resolutions adopted by the General Meeting, as well as to replace the powers it receives from the General Meeting, and delegation of powers for the recording of said agreements.