

Translation from the original in Spanish. In the event of any discrepancy, the Spanish language version shall prevail.

A decorative graphic element consisting of a teal arc that starts on the left, curves downwards and to the right, and then continues as a horizontal teal bar. This bar is followed by a grey circle, a dark blue horizontal bar, and another grey circle.

AUDIT COMMITTEE

18 April 2023

Report on related-party transactions in 2022

1 Introduction

In exercising the duties entrusted to them, the management bodies of listed companies draw up a series of reports that are periodically reviewed and assessed. This is a major task involved in monitoring corporate activities that contributes to proper operation of the company. The Audit Committee of Red Eléctrica Corporación, S.A. ("**Redeia**" or the "**Company**") has drawn up this report on related-party transactions performed by the Company in 2022. Its content will be made available to shareholders and other stakeholders on the Company's website when the notice of General Meeting is posted in compliance with recommendation 6 of the Good Governance Code for listed companies.

This report is issued by the Company's Audit Committee to provide information on the transactions performed by the Company in 2022 that are considered related-party transactions under company law and Redeia's own corporate rules, apart from any other considerations and treatment they may be accorded from the standpoint of applicable accounting and securities market regulations.

2 Applicable legislation and regulations

Title XIV, Chapter VII bis (sections 529 vicies to 529 tercivies) Spanish Corporate Enterprises Act [Ley de Sociedades de Capital] lays down the legal regime for related-party transactions by listed companies, which has been taken up by Redeia in its own internal corporate rules, in particular, by the Company's Regulations of the Board of Directors.

Pursuant to article 5.5.c) of the Regulations of the Board of Directors, the Board is responsible for approving transactions by the Company or by companies in its Group with Directors, with shareholders that hold 10% or more of the voting shares or are represented on the Company's Board of Directors, or with any other persons who are related parties as defined by law (the "**Related-Party Transactions**" or the "**Transactions**") based on the Audit Committee's report, except for Transaction for amounts greater than 10% of total assets on the latest annual balance sheet approved by the Company, in which case the General Meeting is responsible for approval by law.

Pursuant to article 36.2 of the Regulations of the Board of Directors, in the Audit Committee's report on approval of Related-Party Transactions by the General Meeting or by the Board, the Committee must assess whether the transaction is fair and reasonable from the standpoint of the Company and where appropriate from the standpoint of the shareholders other than the related party, and it must further explain the standards on which its assessment has been based and the methods that have been used.

The Board may delegate approval of Related-Party Transactions to delegated bodies or to senior executives in the case of Related-Party Transactions between companies belonging to the Group that are carried out in market conditions in the ordinary course of business and Related-Party Transactions that are concluded under contracts based on standard terms generally employed for large numbers of customers, are performed at the usual prices or rates set by vendors of the goods or services in question, or are for sums of not more than 0.5% of the Company's net turnover.

In the case of Related-Party Transactions approved by delegation by the Board, the Company has in place internal review and monitoring procedures and procedures for verifying that the Transactions are fair, transparent, and in compliance with applicable legal requirements. These procedures are subject to oversight by the Audit Committee.

3 Related-Party Transaction Protocol

On 30 November 2021 the Company's Board approved the "Red Eléctrica Corporación, S.A. Related-Party Transaction Protocol" (the "**Protocol**"), designed to implement the criteria used in applying the system for approving Related-Party Transactions involving the Company and for releasing information on those Transactions pursuant to the Corporate Enterprises Act, the Articles of Association, the General Meeting



Regulations, and the Regulations of the Company's Board of Directors. That Protocol also sets up internal procedures for identifying, evaluating, approving, monitoring, reporting, and supervising Related-Party Transactions.

Under that Protocol, the Company has an Operating Unit to assess Related-Party Transactions and where appropriate arrange for the internal procedures to be followed for submission to the Company's competent internal body for approval and to carry out the task of documenting the Related-Party Transactions and submit half-yearly reports to the Audit Committee including a summary of Related-Party Transactions subject to approval delegated by the Board that have been approved during Redeia's corresponding half-yearly financial reporting period.

4 Related-Party Transactions by the Company in 2022

In 2022 the Company's Audit Committee reviewed and reported favourably on all the Related-Party Transactions to be approved by the Company's Board. There were no Transactions that had to be approved by the General Meeting by reason of their amount or subject matter.

The Audit Committee also verified compliance with internal procedures for monitoring, reporting, and supervising Related-Party Transactions approved by delegation by the Board. It was duly informed by the Secretary of the Operating Unit of the purpose and terms of all Transactions approved by delegation by the Board via the above-mentioned half-yearly reports, and no incidents were disclosed.

None of the Transactions exceeded the thresholds for publication under section 529 unvicies Corporate Enterprises Act when taken together with the Related-Party Transactions concluded with the same related party in the last twelve months.

Detailed information on the individual Related Party Transactions approved in 2022 is available in section D (Related-Party Transactions and intra-group transactions) in the Annual Corporate Governance Report posted on the Company's website (www.redeia.com) dated 28 February 2023, reported to the Spanish Securities Market Commission [] as Other Relevant Information on that same date (Registration no.: 20885).

This Report was approved by the Company's Audit Committee at its meeting held on 18 April 2023.



redeia
Valuing the essentials