

Bilbao, 17 June 2022

To the National Securities Market Commission

Subject: Other regulated and corporate information / Resolutions adopted by the General Shareholders' Meeting and by the Board of Directors of Iberdrola, S.A.

Pursuant to article 227 of the restated text of the Securities Market Law approved by the *Royal Legislative Decree 4/2015, of 23 October (texto refundido de la Ley del Mercado de Valores aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre)* and related provisions, we hereby inform you of the following:

A. Resolutions adopted by the General Shareholders' Meeting

The General Shareholders' Meeting of Iberdrola, S.A. ("**Iberdrola**" or the "**Company**"), held today on second call, has approved each and every of the proposed resolutions submitted by the Board of Directors to their vote and included in the agenda, in the terms of the documentation made available to the shareholders, a copy of which was filed with that National Commission by means of the notice of other relevant information (*comunicación de otra información relevante*) dated 13 May 2022 (under registry number 16,278). Such resolutions are the following:

1. Resolutions relating to the management results and auditing of accounts

The General Shareholders' Meeting has approved, under items 1 to 5 on the agenda, the annual financial statements for financial year 2021 of Iberdrola and of its consolidated group, the directors' reports of the Company and its consolidated group for financial year 2021 (including, under a separate item on the agenda, the approval of the statement of non-financial information for financial year 2021), the corporate management and the activities of the Board of Directors during such financial year 2021, as well as the re-election of KPMG Auditores, S.L. as statutory auditor of the Company and its consolidated group for financial years 2022 and 2023.

2. Resolutions relating to the Governance and Sustainability System

The General Shareholders' Meeting has approved:

- (i) under items numbers 6 and 7 on the agenda, an amendment of: (ii) the Preamble and Article 7 of the *By-Laws* to strengthen Iberdrola's commitment to its purpose and values and to the generation of the social dividend; and (ii) Article 16 of the *By-Laws* in order to provide for the engagement dividend.
- (ii) under item number 8 on the agenda, an amendment of Article 11 of the *Regulations for the General Shareholders' Meeting* in order to provide for the referred engagement dividend.

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3. Resolutions relating to remuneration

The General Shareholders' Meeting has approved:

- (i) under item 9 on the agenda, the engagement dividend and its payment.

Given that the conditions to which the payment of the mentioned dividend was subject have been fulfilled, it shall be paid on 20 June 2022.

- (ii) under item 10 on the agenda, the proposal of allocation of results proposed by the Board of Directors at its meeting held on 22 February 2022 and, additionally, the payment of dividends for financial year 2021, the supplementary payment of which will be made within the framework of the "Iberdrola Retribución Flexible" optional dividend system.
- (iii) under items 11 and 12 on the agenda, two fully-paid increases in capital by means of the issuance of new ordinary shares of the Company at a maximum reference market value of 1,880 and 1,350 million euros, respectively.

These share capital increases have been adopted for the purposes of implementing the optional dividend system "Iberdrola Retribución Flexible" and offering all of the Company's shareholders, under its implementations, newly-issued bonus shares or, alternatively, the payment in cash of the dividend (having also the possibility to sell the free-of-charge allocation rights corresponding to their shares in the market), pursuant to the *Shareholder Remuneration Policy*.

The implementation of the "Iberdrola Retribución Flexible" system will be carried out pursuant to the «*Common terms and conditions of the dividend payment and increase in capital resolutions proposed under items 10, 11 and 12 on the agenda, by virtue of which the "Iberdrola Retribución Flexible" optional dividend system is implemented*», which have also been adopted by the General Shareholders' Meeting.

- (iv) under item 13 on the agenda, a reduction in share capital by means of the redemption of a maximum of 197,563,000 own shares (3.069 % of the share capital) –existing own shares held in treasury at the time of the call of the General Shareholder's Meeting and own shares acquired through the settlement of derivatives before 10 June 2022, which were entered into prior to 10 May 2022, and through a buy-back programme –.

Such resolution includes the delegation to the Board of Directors, with the express power of substitution, of the powers necessary to implement such reduction including, among others, the authority to amend Article 10 of the *By-Laws* governing share capital and to apply for the delisting of the retired shares and for the removal thereof from the book-entry registers.

- (v) under item 14 on the agenda, the consultative vote of the *Annual Director Remuneration Report* for financial year 2021.

4. Resolutions relating to the Board of Directors

The General Shareholders' Meeting has approved, under items 15 to 18 on the agenda: (i) the re-election of Mr Anthony L. Gardner as an independent director; (ii) the ratification of the appointments on an interim basis (co-option) and the re-election of Ms María Ángeles Alcalá Díaz and Ms Isabel García Tejerina as independent directors, for the bylaw-mandated four-year term in all cases; and (iii) to set the number of members of the Board of Directors at fourteen.

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5. Resolutions relating to the authorisation for the derivative acquisition of own shares and delegation of powers

The General Shareholders' Meeting has approved:

- (i) under item 19 on the agenda, the authorisation to the Board of Directors, with express power of substitution, for the derivative acquisition by the Company or by its affiliates (excluding the companies carrying out regulated activities), of own shares of Iberdrola in the terms provided for by the applicable legislation, revoking and depriving of effect, to the extent of the unused amount, the authorisation granted to the Board of Directors for the same purposes by the General Shareholders' Meeting held on 13 April 2018.
- (ii) under item 20 on the agenda, to authorise the Board of Directors, the Executive Committee, the chairman and chief executive officer, the secretary and deputy secretaries of the Board of Directors, such that any of them, acting severally, may implement the resolutions adopted by the General Shareholders' Meeting, without prejudice to the delegations included in the resolutions mentioned above.

B. Resolutions adopted by the Board of Directors

The Board of Directors has approved, at its meeting held today, to re-elect Mr Anthony L. Gardner as member of the Executive Committee of the Company, further to the report of the Appointments Committee.

As a result of the approval of the referred resolutions by the General Shareholders' Meeting and the Board of Directors, the composition of the Board of Directors and of the Executive Committee of Iberdrola is as described in the schedule to this notice of other relevant information (*comunicación de otra información relevante*).

This information is provided to you for the appropriate purposes.

Secretary of the Board of Directors

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Schedule

Composition of the Board of Directors of Iberdrola, S.A.

Name	Position	Type of director
Mr José Ignacio Sánchez Galán	Chairman and chief executive officer	Executive
Mr Juan Manuel González Serna	First vice-chair / Lead director	Independent
Mr Anthony L. Gardner	Second vice-chair	Independent
Mr Íñigo Víctor de Oriol Ibarra	Member	Other external
Ms María Helena Antolín Raybaud	Member	Other external
Mr Manuel Moreu Munaiz	Member	Independent
Mr Xabier Sagredo Ormaza	Member	Independent
Mr Francisco Martínez Córcoles	Member	Other external
Ms Sara de la Rica Goiricelaya	Member	Independent
Ms Nicola Mary Brewer	Member	Independent
Ms Regina Helena Jorge Nunes	Member	Independent
Mr Ángel Jesús Acebes Paniagua	Member	Independent
Ms María Ángeles Alcalá Díaz	Member	Independent
Ms Isabel García Tejerina	Member	Independent
Mr Julián Martínez-Simancas Sánchez	Secretary (non-member)	
Mr Santiago Martínez Garrido	Deputy secretary 1 st (non-member)	
Ms Ainara de Elejoste Echebarría	Deputy secretary 2 nd (non-member)	
Mr Rafael Mateu de Ros Cerezo	Counsel to the Board of Directors	

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Composition of the Executive Committee of Iberdrola, S.A.

Name	Position	Type of director
Mr José Ignacio Sánchez Galán	Chairman	Executive
Mr Manuel Moreu Munaiz	Member	Independent
Mr Juan Manuel González Serna	Member	Independent
Mr Ángel Jesús Acebes Paniagua	Member	Independent
Mr Anthony L. Gardner	Member	Independent
Mr Julián Martínez-Simancas Sánchez	Secretary (non-member)	

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IMPORTANT INFORMATION

This communication does not constitute an offer to purchase, sell or exchange or the solicitation of an offer to purchase, sell or exchange any securities. The shares of Iberdrola, S.A. may not be offered or sold in the United States of America except pursuant to an effective registration statement under the Securities Act or pursuant to a valid exemption from registration.

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