



TRANSFORMATION COMMITTEE

COMPOSITION:

CHAIRMAN

Ms. María Araceli García Cuartango

- Category of Director: Independent.
- Date of appointment: 3 de abril de 2020.
- Expiration date: 3 de abril de 2025.
- Chairman of the Transformation Committee of Banco Inversis, S.A.
- Telecommunications Engineer from the Universidad Politécnica de Madrid
- PDD Management Development Program by IESE Business School Madrid.
- She began her professional career in 1989 as an engineer at Inisel, S.A. and Ericsson España, until She joined Vodafone España in 1995, where She has developed a large part of her professional career in various positions, including Director of Technology and Networks and Director of Information Systems. In 2012 She joined Telefónica Global where She held the position of Global Director of Operations, later moving to Telefónica de España as Head of Infrastructure Operations, Data Centre and Cloud Services until 2016. She is currently Director of an IT Global Area of the IAG GBS Group, where she has held several management positions, and Academic Director of the Master's Degree in Computer Science and Business Technology at IE Instituto de Empresa of Madrid.

VOWELS

Mr. Federico Flórez Gutiérrez

- Category of Director: Independent.
- Date of appointment: 4 April 2017.
- Expiration Date: 4 April 2022.
- Chairman of the Joint Audit and Risk Committee of Banco Inversis, S.A.
- Naval Engineer.
- Master in Business Management and Information Management.
- High Management Program at IESE, Advanced Management Program at INSEAD and High Management Courses at HARVDARD, CRANFIELD and MIT.
- He began his professional career at IBM where he held the positions of Project Manager and Account Manager respectively until his incorporation in 1993 as Global CIO at Alcatel Access. Between 1999 and 2002, he held the position of Global CIO at Telefónica Data, where he was also a member of the Management Committee. In 2002 he joined the Bank of Spain as Director of Information Systems, where he developed his professional career until his incorporation in 2008 to Ferrovial, S.A.
- In Ferrovial, S.A. he has been the General Manager of Information Systems and Innovation and Member of the Management Committee. Likewise, he held the position of Joint Administrator at Ferrovial Corporación, S.A.
- Nowadays he is Patron of the Foundation Center Innovation Infrastructures.



Mr. Luis Javier Rodríguez García

- Category of Director: Independent.
- Date of appointment: 29 April 2020.
- Expiration Date: 29 April 2025.
- Chairman of the Appointments and Remuneration Committee of Banco Inversis, S.A.
- Commercial Law Professor with a degree in Economics&Business Administration.
- He has spent his entire professional life at the Banco de España, until his retirement in 2008, where he was Inspector of Credit Institutions since 1976 and Chief of Staff of the General Directorate of Supervision since 1985.
- Until his retirement at the issuing bank, he was member representing the Bank of Spain's Banking Supervision Committee of the European Central Bank, the International Liaison Group of the Committee on Banking Supervision and Audit Committee of the Institute of Accounting and Auditing Accounts Spain.
- He has been a member of the Institute of Chartered Accountants of Spain.
- He does not belong to the Board of Directors of any listed company in Spain or abroad.

FUNCIONES:

1. To study and report on the plans and actions related to technological transformation and innovation carried out by the Company.
2. To study and report on the plans and procedures adopted by the executive area to monitor technological transformation.
3. Receive information, as often as required, from the Chief Technology Officer on the activities carried out by the same in relation to technological transformation, as well as on any incidents that may arise, and from other executives responsible for areas impacted by technological transformation.
4. Receive information, as appropriate, on the metrics established by the Company for the management and control in the area of technological transformation; including the evolution of the developments and investments that the Company carries out in this area, as well as their impact on the business.
5. Study and report, as appropriate, on innovation and technological trends that may affect the Company's transformation plans and even the Company's own business model, including the monitoring of general trends in the sector.
6. To receive information, as appropriate, on issues related to new technologies, applications, information systems and best practices that affect the Company's strategy or technological plans.
7. To promote a framework for reflection that facilitates the Board of Directors to identify new business opportunities arising from technological developments within the framework of technological transformation, as well as possible threats.
8. Assist the Board of Directors in analyzing the impact of the digital transformation on the provision of services to clients and their behavior.



9. Assisting the Board in ensuring that the Company's transformation plans derived from the technological transformation are implemented in line with the latter.
10. Any others that may be attributed to it by law or by the Board of Directors.