

REPORT FORMULATED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE ON THE PROPOSAL BY THE BOARD OF DIRECTORS OF ENCE ENERGÍA Y CELULOSA, S.A. FOR THE RE-ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS

1. PURPOSE OF THE REPORT

The Appointments and Remuneration committee of ENCE ENERGÍA Y CELULOSA, S.A. (the "**Company**") has drafted this report in accordance with Articles 529 *decies* (section 6) and 529 *quindicies* (section 3.d) of the Capital Companies Act, which establishes that the proposal for the appointment and re-election of Non-Independent Directors must be preceded by a report issued by the Appointments and Remuneration Committee.

It is established that the proposal for the appointment and re-election of members of the Board of Directors will be submitted for approval by the General Shareholders' Meeting of the Company called for 04 and 05 May 2023, at 12:30 p.m. in first and second call, respectively, under the fifth point of the Agenda.

2. REPORT ON THE NOMINATION AND THE RE-ELECTION OF NON-INDEPENDENT DIRECTORS

The Board of Directors has asked the Appointments and Remuneration Committee to report on re-election of executive director Mr Ignacio de Colmenares Brunet, planned to be proposed to the General Shareholders' Meeting.

In accordance with the Regulations of the Board of Directors of the Company, the proposals for the re-election of Directors that the Board of Directors decides to submit to the General Shareholders' Meeting must be subject to a formal preparation process, of which a report issued by the Appointments and Remuneration Committee will necessarily form a part.

The committee has assessed the qualifications required for the position of executive director of the Company, as well as his education and experience. Mr. Colmenares holds a law degree from the Central University of Barcelona and a master's degree in Economics and Business Management from the IESE Business School in Barcelona. He has had a long professional career in the steel, cellulose and energy sector. For the purposes of completing this information, the curriculum vitae of Mr Colmenares is attached to this report as Annex I.

The appointments and remuneration committee, in accordance with the director selection policy, has agreed to report favourably on the proposed re-election of the indicated non-independent director, as explained below.

Re-election of Mr. Ignacio de Colmenares Brunet as Executive Director

The Appointments and Remuneration Committee has positively assessed the performance, dedication and commitment of Mr. Ignacio de Colmenares Brunet to the Company and his excellent management since his first appointment as Executive Director in 2010.

His strategic vision and his proven capabilities in team management have been key in achieving essential achievements for the Company's progress in recent years. His leadership and ability to manage change, his negotiation skills, as well as his knowledge and experience of the sectors in

which the Company operates, stand out. The committee has highlighted the integrity of the management and leadership shown by Mr Colmenares in a complex environment, marked by uncertainty and market volatility in the face of events of the magnitude of a pandemic or the effects of the invasion of Ukraine. More specifically, with solvency and solidity he has faced the problems derived from the situation of legal uncertainty affecting the Pontevedra biofactory, articulating and implementing alternatives to a possible closure, and has addressed the challenges of growth in the sectors in which the company operates, both in cellulose and in the energy business, the latter affected by regulatory changes, and has also had to consolidate the relationship with a new partner in undertaking this activity.

For this reason, the Committee has agreed to submit his favourable report to the Board so that it can propose to the General Shareholders' Meeting the re-election of Mr. Ignacio de Colmenares Brunet as Executive Director for the statutory period of three years.

Annex I

***Curriculum vitae* of Mr Ignacio de Colmenares Brunet**

He holds a law degree from the Central University of Barcelona and a Master's degree in Economics and Business Management from the IESE Business School in Barcelona.

He has had a long professional career in the steel and energy sector. He was an Export and Trading Manager for Compañía Española de Laminación, born out of the CELSA steel group. Subsequently, he held the position of Commercial Director of Nueva Montaña Quijano, a common steel company, and he was General Sales Director for the CELSA Trefilerías Group.

In 1996, he became the Managing Director of Trenzas y Cable de Acero-TYCSA, a company specialising in the manufacture of steel cable, aluminium, and optical fibre. Subsequently, in 2001, he joined the Global Steel Wire steel group as Managing Director, a position that he combined with that of Corporate Development Director for the CELSA Group.

Before joining Ence, in 2008 he became CEO of Isofotón, a company producing photovoltaic panels and developing solar installations, in which he restructured the company from a technological, industrial and commercial perspective. He has also been Chairman and CEO of Bergé Lift, a group of companies dedicated to the import, distribution, rental and maintenance of handling equipment.

He is currently a member of the Board of Directors of the Spanish Association of Pulp, Paper and Cardboard Manufacturers (ASPAPPEL) and a Director and Member of the Investment Committee for Corporación Financiera Alba.

Madrid, 22 March 2023