



SACYR, S.A.

SECOND PARTY OPINION: SACYR, S.A.

SUSTAINABLE FINANCING FRAMEWORK 2025.



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Disclaimer

Our assessment relies on the premise that the data and information provided by the client to us as part of our review procedures are provided in good faith. Because of the selected nature (sampling) and other inherent limitation of both procedures and systems of internal control, there remains the unavoidable risk that errors or irregularities, possibly significant, may not be detected. Limited depth of evidence gathering including inquiry and analytical procedures and limited sampling at lower levels in the organization were applied as per scope of work. DNV expressly disclaims any liability or co-responsibility for any decision a person or an entity may make based on this Statement.

Statement of Competence and Independence

DNV applies its own management standards and compliance policies for quality control, in accordance with ISO/IEC 17029:2019 - Conformity Assessment – General principles and requirements for validation and verification bodies, and accordingly maintains a comprehensive system of quality control, including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements. We have complied with the DNV Code of Conduct during the assessment and maintain independence where required by relevant ethical requirements.

DNV'S INDEPENDENT ASSESSMENT

Scope and Objectives

SACYR, S.A. (hereafter referred to as "SACYR") is a global infrastructure and services company headquartered in Madrid. The company operates across the entire infrastructure sector value chain, from tendering and design to financing, construction, operation and maintenance of assets. Sacyr implements innovative projects that have a significant environmental, social and economic impact in 15 countries across Europe, the Americas, Middle East, Africa and Oceania. Public-private partnerships (P3) and vertical integration of the different business lines constitute the main feature of SACYR's business model.

SACYR has updated its Sustainable Financing Framework, which was originally published in September 2023. The Framework enables the issuance and use of proceeds instruments to finance or refinance specific eligible environmental and/or social projects, as well as sustainability-linked instruments to finance general corporate purposes, as part of its sustainable business strategies and commitment. The Framework identifies eligible project categories for use of proceeds instruments (see Schedule 1), Key Performance Indicators (KPIs) and Sustainability Performance Targets (SPTs) for sustainability-linked instruments (see Schedule 2).

The Framework is in alignment with the stated Standards and Principles (collectively the "Principles & Standards"):

- Green Loan Principles, March 2025 (GLP) issued by the Asian Pacific Loan Market Association (APLMA), Loan Markets Association (LMA) and Loan Syndications & Trading Association ("LSTA").
- Social Loan Principles, March 2025 (SLP) issued by the Asian Pacific Loan Market Association (APLMA), Loan Markets Association (LMA) and Loan Syndications & Trading Association ("LSTA").
- Sustainability-Linked Loan Principles, March 2025 (SLLP), issued by the Asian Pacific Loan Market Association (APLMA), Loan Markets Association (LMA) and Loan Syndications & Trading Association ("LSTA").
- Green Bond Principles, June 2025 (GBP) issued by the International Capital Market Association ("ICMA").
- Social Bond Principles, June 2025 (SBP) issued by the International Capital Market Association ("ICMA").
- Sustainability-Linked Bond Principles, June 2024 (SLBP) issued by the International Capital Market Association ("ICMA").

The Framework will contribute to the SACYR's Sustainable Route 2024-2027, including:

- Combating climate change and securing SBTi validation of the 2050 zero-emissions target.
- Promoting waste recycling, reuse and recovery, reducing water consumption and supporting biodiversity conservation.
- Maximising positive impact on the communities where SACYR operates.
- Encouraging safer and more sustainable practices in the supply chain.
- Reducing accident and injury rates.
- Promoting diversity, employee well-being and the attraction and retention of talent.

DNV Business Assurance Spain S.L.U. ("DNV") has been commissioned by SACYR to review and provide a Second Party Opinion on the Framework, based on the Principles & Standards.

Our methodology to achieve this is described under 'Work Undertaken' below. We were not commissioned to provide independent assurance or other audit activities. No assurance is provided regarding other set of criteria, the financial performance of any financial instrument, the value of any investments in a financial instrument, or the long-term environmental benefits of any transaction. Our objective has been to provide an assessment that the Framework has met the criteria established on the basis set out below.

Responsibilities of the Management of Client and DNV

The management of SACYR has provided the information and data used by DNV during the delivery of this review. Our statement represents an independent opinion and is intended to inform SACYR's management and other interested stakeholders in the Framework as to whether the established criteria have been met, based on the information provided to us. In our work we have relied on the information and the facts presented to us by SACYR. DNV is not responsible for any aspect of the nominated assets referred to in this opinion and cannot be held liable if estimates, findings, opinions, or conclusions are incorrect. Thus, DNV shall not be held liable if any of the information or data provided by SACYR management and used as a basis for this assessment were not correct or complete.

Basis of DNV's opinion

We have adapted our eligibility assessment protocol, which incorporates the requirements of the GBP, SBP, SLBP, GLP, SLP and SLLP to create an SACYR-specific Sustainable Impact Framework Eligibility Assessment Protocol (henceforth referred to as "Protocol"). Our Protocol includes a set of suitable criteria that can be used to underpin DNV's opinion.

As per our Protocol, the criteria from the SLLP and the SLBP against which the Framework has been reviewed are grouped under following five Principles:

- **Principle One: Selection of Key Performance Indicators (KPIs).** The issuer of a sustainability-linked finance instrument should clearly communicate its overall sustainability objectives, as set out in its sustainability strategy, and how these relate to its proposed Sustainability Performance Targets (SPT). The KPI should be relevant, core and material to the issuer's core sustainability and business strategy, measurable or quantifiable on a consistent methodological basis, externally verifiable; and able to be benchmarked externally.
- **Principle Two: Calibration of Sustainability Performance Targets (SPTs).** The SPTs should be ambitious, meaningful and realistic. The target setting should be done in good faith and based on a sustainability improvement in relation to a predetermined performance target benchmark.
- **Principle Three: Bond/Loan Characteristics.** The finance instrument will need to include a financial and/or structural impact depending on whether the selected KPIs reach (or not) the predefined SPTs. The bond documentation needs to require the definitions of the KPI(s) and SPT(s) and the potential variation of the financial and/or structural characteristics. Any fallback mechanisms in case the SPTs cannot be calculated or observed in a satisfactory manner, should be explained.
- **Principle Four: Reporting.** Issuers should publish and keep readily available and easily accessible up to date information on the performance of the selected KPI(s), as well as a verification assurance report outlining the performance against the SPT(s) and the related impact and timing of such impact on the instrument's financial and/or structural characteristics, with such information to be provided to investors participating in the bond at least once per annum.
- **Principle Five: Verification (Post-issuance).** The Issuer should have its performance against its SPTs independently verified by a qualified external reviewer with relevant expertise, such as an auditor, environmental consultant and/or independent ratings agency, at least once a year. The verification of the performance against the SPT(s) should be made publicly available.

As per our Protocol, the criteria from the GBP, SBP, GLP and the SLP against which the Framework has been reviewed are grouped under the following four Principles:

- **Principle One: Use of Proceeds.** The “Use of Proceeds” criteria are guided by the requirement that an issuer of a Green/Social debt instrument must use the funds raised to finance or refinance eligible activities. The eligible activities should produce clear environmental benefits.
- **Principle Two: Process for Project Evaluation and Selection.** The Project Evaluation and Selection criteria are guided by the requirements that an issuer of a Green/Social debt instrument, should outline the process it follows when determining the eligibility of an investment using the proceeds and outline any impact objectives it will consider.
- **Principle Three: Management of Proceeds.** The Management of Proceeds criteria is guided by the requirements that a Green/Social debt instrument should be tracked within the issuing organisation, that separate portfolios should be created when necessary and that a declaration of how unallocated funds will be handled should be made.
- **Principle Four: Reporting.** The Reporting criteria are guided by the recommendation that at least annual reporting to the instrument investors should be made of the use of Green/Social, debt instrument proceeds, and that quantitative and/or qualitative performance indicators should be used, where feasible.

Work undertaken

Our work constituted a high-level review of the available information, based on the understanding that this information was provided to us by SACYR in good faith. We have not performed an audit or other tests to check the veracity of the information provided to us. The work undertaken to form our opinion included:

- Creation of an SACYR-specific Protocol, adapted to the purpose of the Framework, as described above and in Schedule 4 and 5 to this Assessment;
- Assessment of documentary evidence provided by SACYR on the Framework and supplemented by a high-level desktop research. These checks refer to current assessment best practices and standards methodology;
- Discussions with SACYR management, as well as review of relevant documentation and evidence related to the criteria of the Protocol; and
- Documentation of findings against each element of the criteria.

Our opinion as detailed below is a summary of these findings.

Findings and DNV’s opinion

Use of Proceeds instruments according to GBP, SBP, GLP and SLP.

DNV’s summary findings are listed below, with further detail provided in Schedule 4:

1. Principle One: Use of Proceeds.

SACYR will allocate an amount equal to the net proceeds of the Green/Social Use of Proceeds Instruments issued under this Framework, to finance or refinance, in part or in full, eligible projects falling within any of the eligible Green and/or Social Categories, as listed in Schedule 1:

Green Categories:

- Renewable energy.
- Energy efficiency.
- Green buildings.
- Clean transportation.
- Green technologies.
- Sustainable water and wastewater management.
- Climate change adaptation
- Terrestrial and aquatic biodiversity conservation
- Circular economy adapted products, production technologies and processes

Social Categories:

- Affordable basic infrastructure.
- Affordable housing.
- Access to essential services.

SACYR commits to apply defined eligibility criteria for each category and as a general premise the assets included in a Green/Social Bond issuance will not exceed a back-looking period of 36 months.

As a general premise, SACYR will rely on definitions of target population developed by international official institutions and corresponding national authorities or agencies in each country. Target populations have been defined for countries with low level of Gross National Income per capita, as:

- People living with limited financial resources or living below the poverty line.
- Excluded and/or marginalized populations and/or communities.
- People with disabilities.
- Aging populations and/or vulnerable youths.
- Other vulnerable groups and minorities.

Different exclusionary criteria have clearly been defined for green and social projects, with the aim of ensuring that these projects are both sustainable and beneficial to society.

DNV concludes that the Eligible Categories as outlined in the Framework are consistent with those listed in the GBP, SBP, GLP and SLP, and that they will provide clear environmental and social benefits.

2. Principle Two: Process for Project Evaluation and Selection.

SACYR has set up an Investment Committee to ensure that all investments are fully aligned, as well as a Risk Committee to ensure that all projects are thoroughly assessed for Environmental, Social and Governance (ESG) compliance and sustainability. To identify projects eligible for sustainable financing, the Risk Committee engages a multidisciplinary team of internal and external experts to verify compliance with environmental and social criteria. Projects that meet these criteria will be proposed for an allocation from the net proceeds of Green or Social financial instruments and will be included in the Green/Social project portfolio.

DNV has reviewed SACYR's Framework and its governance approach and can confirm that SACYR has a well-established governance process in place, has appropriately described the process used to evaluate, select, and track all eligible projects to be financed, and that this is in line with the requirements of the GBP, SBP, GLP and SLP.

3. Principle Three: Management of Proceeds.

SACYR will monitor and track the use of the proceeds from the Green/Social Use of Proceeds Instruments issued under this framework using its internal systems and processes.

As a general rule, SACYR intends to allocate the proceeds within 24 months of the issuance of the green/social financing instrument. Green/Social projects will be added to the Project Portfolio as required to ensure that the net proceeds from outstanding sustainable financing instruments are allocated to eligible Green/Social projects. While any net proceeds from Green/Social Use of Proceeds Instruments remain unallocated to the eligible Green/Social Project Portfolio, SACYR will hold and/or invest such proceeds in its Liquidity Portfolio in the form of cash or short-term liquid instruments.

In the event of a divestment, or if a project no longer meets the eligibility criteria, SACYR intends to reallocate the funds to one or more other eligible green or social projects.

DNV has reviewed evidence and can confirm that SACYR has committed to appropriately managing the proceeds arising from future Sustainable Financing Instrument Issuances, and this is in line with the requirements of the GBP, SBP, GLP and SLP.

4. Principle Four: Reporting.

SACYR has committed to incorporating a 'Sustainable Finance' chapter in the Consolidated Statement of Non-Financial Information and Sustainability Reporting, or in other sustainability reports. This chapter will be publicly available and will contain details of the allocation of proceeds related to the Sustainable Portfolio, as well as descriptions of the projects. In the case of social facilities, it will also contain descriptions of the target populations that will benefit from the projects. In the case of a green/social bond issuance, an annual allocation report will be made publicly available within one year of issuance, until full allocation, and on a timely basis in the event of a material development.

SACYR will provide impact reporting, including metrics related to environmental and social impacts, when feasible, regarding their Sustainable Portfolio. SACYR intends to disclose this information in alignment with the ICMA Handbook for a Harmonised Framework for Impact Reporting and provides examples of potential metrics for each green and social project category.

DNV concludes that SACYR has made appropriate plans to produce reporting on the allocation and the environmental and social impacts of the issuances and that this is in line with the requirements of the GBP, SBP, GLP and SLP.

Sustainability-Linked instruments according to SLBP and SLLP

DNV's summary findings are listed below, with further detail provided in Schedule 5:

1. Principle One: Selection of Key Performance Indicators (KPIs).

SACYR has identified two KPIs (see Schedule 2), to which it is committed to making future sustainability improvements within a predefined timeline, and which are aligned with the Sustainable Development Goals (SDGs). The KPIs cover SACYR and its subsidiaries, including emissions from centres under the operational control approach, in accordance with the consolidation scope of its financial statements. This covers activities/contracts over which SACYR has the authority to introduce and implement its operational policies.

KPI 1: Scope 1 and 2 emissions in tonnes of Carbon Dioxide, tCO_{2e}

KPI 2: Scope 3 emissions in tonnes of Carbon Dioxide, tCO_{2e} in following categories:

- Purchased goods and services
- Fuel and energy-related activities (not included in Scope1 or Scope 2)
- Waste generated

Both KPIs are calculated in accordance with the GHG Protocol and are independently verified by a third party, confirming their ongoing measurability and verifiability. This supports Sacyr's climate change strategy, which aims to make the company carbon neutral by 2050.

Historical performance data have been recalculated following the divestment of part of the business that represented a change in the perimeter of the Sacyr Group. The indicator and the historical values have been submitted to an independent review as part of the annual Consolidated Statement of Non-Financial Information and Sustainability Reporting.

Based on the evidence reviewed, DNV can confirm that the KPIs are relevant, meaningful, and material to the company overarching sustainability strategy. The rationale and process for KPI selection, as well as its definition, measurability and verifiability are clearly defined and are deemed to be robust, reliable and in accordance with the SLBP/SLLP.

2. Principle Two: Calibration of Sustainability Performance Targets (SPT).

The 2025 update of the Framework includes recalculated emissions values for base year 2020. On this background, SACYR has set up following SPTs, aligned with KPIs outlined above.

SPT 1: Reduce KPI 1 by 42% in 2030 coming from 364,208.97 tCO₂eq in 2020 as a baseline

SPT 2: Reduce KPI 2 by 25% in 2030 coming from 1,822,095.11 tCO₂eq in 2020 as a baseline

Yearly milestones have been set as follows:

GHG emissions (tCO ₂ eq)	Baseline	Annual SPT milestones					
	2020	2025	2026	2027	2028	2029	2030
SPT 1	364,208.97	287,725.09	272,428.31	257,131.53	241,834.76	226,537.98	211,241.20
Variation %	-	-21.0%	-25.2%	-29.4%	-33.6%	-37.8%	-42.0%
SPT 2	1,822,095.97	1,594,333.22	1,548,780.84	1,503,228.47	1,457,676.09	1,412,123.71	1,366,571.33
Variation (%)	-	-12.5%	-15.0%	-17.5%	-20.0%	-22.5%	-25.0%

These targets align with SACYR's Climate Change Strategy of achieving net zero emissions by 2050 and were validated by SBTi in May 2025 in line with the 1.5°C scenario. To achieve these targets, a decarbonisation plan has been implemented, encompassing initiatives to reduce emissions and increase energy efficiency. A benchmark analysis has been conducted to calibrate the ambition against the performance of peers.

Based on the evidence reviewed, DNV concludes that the SPTs are ambitious and relevant in the context of SACYR's broader sustainability and business strategy, representing a material improvement within a defined timeframe. DNV confirms that the SPTs are ambitious and go beyond what is considered 'business as usual'. DNV has also reviewed SACYR's strategies for achieving the SPTs and found them to be realistic.

3. Principle Three: Bond/Loan Characteristics.

Within the framework, SACYR has committed to ensuring that the offering documentation provided upon issuance of each sustainability-linked financing instrument contains details of the economic adjustments (e.g. coupon step-down/up) to be applied in the event of a missed or achieved sustainability performance target. If SACYR is unable to calculate or observe the SPTs satisfactorily, the documentation will include a fallback mechanism clause explaining the different scenarios in which it would be applicable.

A recalculation policy has been defined to cover any significant change in SACYR's structure due to acquisitions, divestitures, mergers or demergers. A threshold value of 10 percent has been set for the recalculation of SPTs.

Based on the evidence reviewed, DNV can confirm the finance instruments Characteristics are in line with the requirements of the SLBP/SLLP.

4. SLBP/SLLP Principle Four: Reporting.

It is defined within the Framework that SACYR will annually provide sufficiently up-to-date information to monitor the performance of the KPIs and to verify the accomplishment of the SPTs. SACYR commits to publicly report the information by incorporating the KPIs into their Consolidated Statement of Non-Financial Information and Sustainability Reporting and other reports, enabling investors to monitor the progress of the SPTs. This documentation will also be shared with the lenders of any sustainability-linked facility.

SACYR commits to publish the performance against SPTs at the time of publication of the Financial Reports, after the official external audit by the external verifier. Each report will be available within 180 days from the end of each Financial Year and will include the data for the previous year ended on 31 December.

Based on the evidence reviewed, DNV can confirm SACYR has committed to reporting in line with the requirements of the SLBP/SLLP.

5. Principle Five: Verification.

The Framework documentation defines that SACYR will obtain independent and external verification of performance on the defined SPT observation dates. The results will be included in the company's Consolidated Statement of Non-Financial Information and Sustainability Reporting and other reports which will be verified by an appropriate qualified independent party of assurance and will be made available on SACYR's website.

Based on the evidence reviewed, DNV can confirm SACYR has committed obtaining verification in line with the requirements of the SLBP/SLLP.

DNV's opinion

Based on the limited assurance procedures conducted, and on the basis of the information provided by SACYR and the work undertaken, nothing has come to our attention that causes us to believe that the Sustainable Financing Framework is not, in all material respects, in accordance with the Pre-issuance requirements of the associated green/social project categories, and the GLP, GBP, SLP, SBP, SLLP and SLBP. The SPTs are material and relevant to SACYR's business strategy, operational environment and are considered to be ambitious and achievable in the context of their operational environment, history of operational upgrades and associated sustainability impacts.

For DNV Business Assurance Spain, S.L.U.

Madrid, Spain, 15 July 2025.

A handwritten signature in blue ink, appearing to read "Juan Andrés Salido".

Juan Andrés Salido
Head of Sustainable Finance Assurance
Quality Reviewer

A handwritten signature in blue ink, appearing to read "Lars Appel".

Lars Appel
Senior Sustainable Finance Consultant
Lead Verifier

About DNV

Driven by our purpose of safeguarding life, property and the environment, DNV enables organisations to advance the safety and sustainability of their business. Combining leading technical and operational expertise, risk methodology and in-depth industry knowledge, we empower our customers' decisions and actions with trust and confidence. We continuously invest in research and collaborative innovation to provide customers and society with operational and technological foresight.

With our origins stretching back to 1864, our reach today is global. Operating in more than 100 countries, our 12,000 professionals are dedicated to helping customers make the world safer, smarter and Greener.

SCHEDULE 1: DESCRIPTION OF ACTIVITIES TO BE FINANCED UNDER SACYR'S FRAMEWORK

Green Categories	Description	Environmental objectives
Renewable energy	- The production of electricity through design, construction and operation and maintenance of: (I) renewable photovoltaic energy projects, (II) renewable wind power projects, (III) renewable projects based on waste to energy with biomass. - Design and construction of renewable hydroelectric energy plants.	Contribute to the decarbonization of the economy. Provide energy from renewable sources.
Energy efficiency	- Construction of electrical substations and transformer stations. - Construction of high and medium voltage networks. - Design, supply and assembly of equipment.	Contribute to the decarbonization of the economy. Reduce energy losses in the grid.
Green buildings	Design, construction and operation and maintenance of new buildings and/or renovated buildings. These will be conducted in order to meet regional, national or internationally recognized standards or certifications for environmental performance, such as LEED, BREEAM, VERDE, PASSIVHAUS, CES, CEQUAL (Bream Infrastructure).	Contribute to the decarbonization of the economy. Increase the energy performance of buildings Improve the performance of buildings throughout their useful life.
Clean transportation	- The construction and maintenance of infrastructures that enable low-emission, clean and efficient transportation: electric train, tramway, and metro. - Recharging stations and associated infrastructure. - Electric, hybrid and electrified vehicles.	Contribute to the decarbonization of the economy. Provide low-emission or zero-emission transportation. Increase sustainable mobility
Green technologies	- Industrial production of green hydrogen. - Green hydrogen associated infrastructure.	Contribute to the decarbonization of the economy Increase sustainable mobility.
Sustainable water and wastewater management	- Construction and maintenance of integral water cycle, and water supply sources, storage, distribution, sewage network, water treatment, reclamation and reuse, piping, and sewage networks maintenance, (including renewal infrastructure). - Design, construction, desalination Plant Operation & Maintenance to produce drinking water and /or agricultural use water.	Improved water quality in water supply and sanitation in towns and villages. Reduction of water losses in pipelines Improved discharge quality in wastewater treatment Water supply for human consumption in areas with high water stress levels.

		Water supply for agricultural use in areas with high water stress level.
Climate change adaptation	• Sustainable watershed restoration • Construction maritime works • Construction irrigation works • Water pollution detection systems	Improved irrigation efficiency and reduction of water losses. Adaptation to climate change Improved protection against climatic emergencies. Reduced water consumption
Terrestrial and aquatic biodiversity conservation	• Construction of green areas. • Recovery and restoration of wetlands	Life on Land Adaptation to climate change Improved protection against climatic emergencies.
Circular economy adapted products, production technologies and processes	• Manufacture of recycled pavements • Development and manufacture of certified eco-labeled or eco-efficient products.	New products that contribute to the decarbonization of the economy. Promote more sustainable production and consumption models, reducing the use of raw materials

Social Categories	Description	Social objectives
Affordable basic infrastructure	Non-residential buildings developed by the administration and intended to provide publicly managed services: • Health infrastructure: Infrastructure to carry out public sanitation services that comply with coverage and quality parameters. This infrastructure is intended for the universal population of a country, including groups with a lack of quality access to essential goods and services, and increases in the case of developing countries. • Education-related infrastructure: Infrastructure as schools or universities designed to enable the general population, including people with limited financial resources who are beneficiaries of scholarships, to have access to public education. • Cultural, sports, and wellness infrastructure: Public infrastructure designed to host sport and wellbeing practices and develop artistic and cultural manifestations of	Development of accessible and affordable infrastructure in order to improve people's quality of life

	the communities, including groups with limited financial resources: museums, libraries, theaters, sports centers, parks, etc. • Governmental infrastructure: Government infrastructure: Infrastructure designed to give public access to the general population for the exercise of different rights, such application for scholarships, financial aid, etc. • Transportation infrastructures: Infrastructure intended to give access to affordable and equitable transportation systems to the population, including those with limited economic resources (public transport, highways, railways, airports, ports, docks, maritime transport).	
Affordable housing	• Residential buildings • Social housing: Developed by administrations to enable citizens with lower incomes to buy or rent decent and adequate housing. • Residential infrastructure for seniors: Infrastructure designed to provide public services of accommodation and lodging, health care and personal care for the elderly population	Develop affordable and accessible housing to improve people's quality of life
Access to essential services	• Water infrastructure: Infrastructure designed to provide public access to safe and affordable drinking water and an adequate and equitable sanitation.	Development of accessible and affordable infrastructure in order to improve people's quality of life

SCHEDULE 2: DESCRIPTION OF SACYR'S KEY PERFORMANCE INDICATORS (KPI) AND SUSTAINABILITY PERFORMANCE TARGETS (SPT)

	KEY PERFORMANCE INDICATOR (KPI)	SUSTAINABILITY PERFORMANCE TARGET (SPT)	SDG ALIGNMENT
1	Scope 1 and 2 greenhouse gas (GHG) emissions in tonnes of Carbon Dioxide (tCO _{2e}).	Reduce KPI 1 by 42% in 2030 coming from 364,208.97 tCO _{2e} in 2020 as a baseline	
2	Scope 3 greenhouse gas (GHG) emissions in tonnes of Carbon Dioxide (tCO _{2e}).	Reduce KPI 2 by 25% in 2030 coming from 1,822,095.11 tCO _{2e} in 2020 as a baseline	

SCHEDULE 3: Contributions to UN SDGs

Eligible Project Categories	UN SDGs	DNV Findings
Renewable energy	   	DNV is of the opinion that the eligible category outlined in the Framework contributes to the achievement of the UN SDGs.
Energy efficiency	   	
Green buildings	   	
Clean transportation	  	
Green technologies		
Sustainable Water and Wastewater Management.	    	

Terrestrial and aquatic biodiversity conservation	 	
Circular economy adapted products, production technologies and processes		
Affordable basic infrastructure	        	
Affordable housing	  	
Access to essential services	      	

SCHEDULE 4: SACYR GREEN/SOCIAL USE OF PROCEEDS BOND/LOAN ELIGIBILITY ASSESSMENT PROTOCOL

1. USE OF PROCEEDS

	Criteria	Requirements	DNV Findings
1a	Types of Financing under the Framework	The Green/Social instrument must fall in one of the following categories, as defined by the Principles: • Use of Proceeds Bond/Loan • Use of Proceeds Revenue Bond/Loan • Project Bond/Loan • Securitized Bond/Loan. Green/Social instruments are defined as any type of instrument made available, exclusively to finance or re-finance, in whole or in part, new and/or existing Eligible Projects.	The Framework outlines the type of instruments expected to be issued under the Framework: 'Use of Proceeds' for Green/Social instruments. DNV confirms that the specific type of instrument to be financed or refinanced align with the GBP, SBP, GLP and SLP, and that they are Green/Social in nature.
1b	Green/Social Project Categories	The cornerstone of a Green/Social instrument is the utilisation of the proceeds, which should be appropriately described in the legal documentation for the instrument.	SACYR will allocate an amount equal to the net proceeds of the Green/Social Use of Proceeds Instruments to finance or refinance, in part or in full, eligible projects falling within any of eligible Green/Social Categories as detailed in Schedule 1.
1c	Green/Social benefits	All designated Green/Social Project categories should provide clear environmentally sustainable or social benefits which, where feasible, will be quantified or assessed by the issuer.	SACYR commits to apply defined eligibility criteria for each category and as a general premise the assets included in a Green/Social Bond issuance will not exceed a back-looking period of 36 months. Target populations have been defined for countries with low level of Gross National Income per capita, as: • People living with limited financial resources or living below the poverty line. • Excluded and/or marginalized populations and/or communities. • People with disabilities. • Aging populations and/or vulnerable youths. • Other vulnerable groups and minorities.

	Criteria	Requirements	DNV Findings
			DNV concludes that the Eligible Categories as outlined in the Framework are consistent with those listed in the GBP, SBP, GLP and SLP, and that they will provide clear environmental and social benefits.
1d	Refinancing share	In the event that a proportion of the proceeds may be used for refinancing, it is recommended that issuers provide an estimate of the share of financing vs. re-financing, and where appropriate, also clarify which investments or project portfolios may be refinanced.	Proceeds may be used for both financing and re-financing. An estimate of the share of financing vs re-financing will be provided at the moment of issuance of each Use of Proceeds instrument.

2. PROCESS FOR PROJECT EVALUATION AND SELECTION.

	Criteria	Requirements	DNV Findings
2a	Investment-decision process	The issuer of a Green/Social instrument should outline the decision-making process it follows to determine the eligibility of projects using instrument proceeds.	DNV has reviewed SACYR'S Framework and its governance approach and can confirm that SACYR has a well-established governance process in place, has appropriately described the process used to evaluate, select, and track all eligible projects to be financed, and that this is in line with the requirements of the GBP, SBP, GLP and SLP.
2b	Issuer's governance framework	In addition to the information disclosed by an issuer on its Green/Social Instrument process, criteria and assurances, investors may also take into consideration the quality of the issuer's overall framework and performance regarding environmental sustainability.	Based on the information reviewed, DNV concludes that SACYR has in place the appropriate level of corporate governance, and the relevant environmental and social policies to observe and fulfil its commitment to its sustainability priorities and to the relevant UN SDGs. DNV can also confirm that the Framework and its associated eligible categories are aligned with SACYR's broader sustainability strategy.

3. MANAGEMENT OF PROCEEDS.

	Criteria	Requirements	DNV Findings
3a	Tracking procedure	The net proceeds of a Green/Social instrument should be credited to a sub-account, moved to a sub-portfolio or otherwise tracked by the issuer in an appropriate manner, and attested to by a formal internal process that will be linked to the issuer's lending and investment operations for Green/Social Projects. So long as the Green/Social Instrument are outstanding, the balance of the tracked proceeds should be periodically reduced by amounts matching eligible Green/Social investments or loan disbursements made during that period.	As a general rule, SACYR intends to allocate the proceeds within 24 months of the issuance of the green/social financing instrument. Green/Social projects will be added to the Project Portfolio as required to ensure that the net proceeds from outstanding sustainable financing instruments are allocated to eligible Green/Social projects. DNV concludes that SACYR has an appropriate procedure in place to track, manage and allocate the proceeds from the Sustainable Finance Instrument issuances, and this is in line with the requirements of the GBP, SBP, GLP and SLP.
3b	Temporary holdings	Pending such investments or disbursements to Eligible Projects, the issuer should make known to investors the intended types of temporary investment instruments for the balance of unallocated proceeds.	While any net proceeds from Green/Social Use of Proceeds Instruments remain unallocated to the eligible Green/Social Project Portfolio, SACYR will hold and/or invest such proceeds in its Liquidity Portfolio in the form of cash or short-term liquid instruments. In the event of a divestment, or if a project no longer meets the eligibility criteria, SACYR intends to reallocate the funds to one or more other eligible green or social projects. DNV can confirm that SACYR has appropriately disclosed how it will manage any unallocated proceeds within its portfolio. We can also confirm that this is in line with the Framework and the requirements set out under the GBP, SBP, GLP and SLP.

4. REPORTING.

	Criteria	Requirements	DNV Findings
4a	Periodical reporting	In addition to reporting on the use of proceeds, and the temporary investment of unallocated proceeds, issuers should provide at least annually a list of projects to which instrument proceeds, have been allocated including - when possible, with regards to confidentiality and/or competitive considerations - a brief description of the projects and the amounts disbursed, as well as the expected environmentally sustainable impact.	SACYR has committed to incorporating a 'Sustainable Finance' chapter in the Consolidated Statement of Non-Financial Information and Sustainability Reporting, or in other sustainability reports. This chapter will be publicly available and will contain details of the allocation of proceeds related to the Sustainable Portfolio, as well as descriptions of the projects. In the case of social facilities, it will also contain descriptions of the target populations that will benefit from the projects. In the case of a green/social bond issuance, an annual allocation report will be made publicly available within one year of issuance, until full allocation, and on a timely basis in the event of a material development. SACYR will provide impact reporting, including metrics related to environmental and social impacts, when feasible, regarding their Sustainable Portfolio. SACYR intends to disclose this information in alignment with the ICMA Handbook for a Harmonised Framework for Impact Reporting and provides examples of potential metrics for each green and social project category. DNV concludes that SACYR has made appropriate plans to produce reporting on the allocation and the environmental and social impacts of the issuances and that this is in line with the requirements of the GBP, SBP, GLP and SLP.

SCHEDULE 5: SACYR SUSTAINABILITY-LINKED BOND/LOAN ELIGIBILITY ASSESSMENT PROTOCOL

1. SELECTION OF KEY PERFORMANCE INDICATORS (KPIs)

	Criteria	Requirements	DNV Findings
1a	KPI – material to core sustainability and business strategy	The issuer's/borrower's sustainability performance is measured using sustainability KPIs that can be external or internal. The KPIs should be material to the issuer's core sustainability and business strategy and address relevant environmental, social and/or governance challenges of the industry sector and be under management's control. The KPI should be of high strategic significance to the issuer's current and/or future operations. It is recommended that issuers/borrowers communicate clearly to investors the rationale and process according to which the KPI(s) have been selected and how the KPI(s) fit into their sustainability strategy.	Based on the evidence reviewed, DNV can confirm that the KPIs are relevant, meaningful, and material to the company's overarching sustainability strategy. The rationale and process for KPI selection, as well as its definition, measurability and verifiability are clearly defined and are deemed to be robust, reliable and in accordance with the SLBP/SLLP.
1b	KPI - Measurability	KPIs should be measurable or quantifiable on a consistent methodological basis; externally verifiable; and able to be benchmarked, i.e. as much as possible using an external reference or definitions to facilitate the assessment of the SPTs level of ambition.	After reviewing the evidence, DNV can confirm the KPIs chosen are measurable, quantifiable, stretching, benchmarkable against external references, and have a clear target date in place.

	Criteria	Requirements	DNV Findings
		Issuers/borrowers are encouraged, when possible, to select KPI(s) that they have already included in their previous annual reports, sustainability reports or other non-financial reporting disclosures to allow investors to evaluate historical performance of the KPIs selected. In situations where the KPIs have not been previously disclosed, issuers should, to the extent possible, provide historical externally verified KPI values covering at least the previous 3 years.	
1c	KPI – Clear definition	A clear definition of the KPI(s) should be provided and include the applicable scope or perimeter as well as the calculation methodology	After reviewing the evidence, DNV can confirm the scope, perimeter and calculation methodology are clearly defined.

2. CALIBRATION OF SUSTAINABILITY PERFORMANCE TARGETS (SPT)

	Criteria	Requirements	DNV Findings
2a	Target Setting - Meaningful	The SPTs should be ambitious, realistic and meaningful to the issuer's/borrower's business and be consistent with the issuers' overall strategic sustainability/ESG strategy	DNV reviewed the evidence demonstrating the credibility of SACYR's strategies to achieve the SPTs and can conclude that SACYR has a clear roadmap to meeting the SPT. Based on the evidence reviewed, DNV concludes that the SPTs are ambitious and relevant in the context of SACYR's broader sustainability and business strategy, representing a material improvement within a defined timeframe.
2b	Target Setting - Meaningful	SPTs should represent a material improvement in the respective KPIs and be beyond a "Business as Usual" trajectory; where possible be compared to a benchmark or an external reference and be determined on a predefined timeline, set before (or concurrently with) the issuance of the bond/loan.	DNV confirms that the SPTs are ambitious and go beyond what is considered 'business as usual'. DNV has also reviewed SACYR's strategies for achieving the SPTs and found them to be realistic. Based on the work undertaken, DNV can confirm that the SPTs represent a material improvement beyond a "Business as Usual" trajectory and is consistent with SACYR's overall sustainability and set on a predefined timeline in accordance with the SLBP/SLLP.
2c	Target Setting – benchmarks	The target setting exercise should be based on a combination of benchmarking approaches: 1. The issuer's/borrower's own performance over time for which a minimum of 3 years, where feasible, of measurement track record on the selected KPI(s) is recommended and when possible forward-looking guidance on the KPI 2. The SPTs relative positioning versus the issuer's peers where comparable or available, or versus industry or sector standards and/or 3. Systematic reference to science-based scenarios, or absolute levels (e.g. carbon budgets) or official country/regional/international targets or to recognised Best-Available-Technologies or other proxies	DNV reviewed the evidence demonstrating the credibility of SACYR's strategies to achieve the SPTs and can conclude that SACYR has a clear roadmap to meeting the SPT. Based on the work undertaken, DNV can confirm that the SPTs represent a material improvement beyond a "Business as Usual" trajectory and is consistent with SACYR's overall sustainability and set on a predefined timeline in accordance with the SLBP/SLLP.

	Criteria	Requirements	DNV Findings
2d	Target setting – disclosures	Disclosures on target setting should make clear reference to: 1. The timelines of target achievement, the trigger event(s), and the frequency of SPTs 2. Where relevant, the verified baseline or reference point selected for improvement of KPIs as well as the rationale for that baseline or reference point to be used 3. Where relevant, in what situations recalculations or pro-forma adjustments of baselines will take place 4. Where possible and taking into account competition and confidentiality considerations, how the issuers intend to reach such SPTs	It is our opinion that SACYR's disclosures on target setting for the SPTs are adequate for the following reasons: The timelines to achieve the targets and the trigger events, are clearly disclosed in the Framework and other documentation. Baseline is relevant and has been selected and properly described. Clear road map to SPT achievement. DNV considers SACYR's SPT's realistic, and the Company has clearly described how it intends to reach the SPTs in supporting documentation. DNV can confirm that this is clearly outlined in the Framework and consistent with the SLBP/SLLP

3. BOND/LOAN CHARACTERISTICS

	Criteria	Requirements	DNV Findings
3a	Bond/Loan Characteristics – SPT Financial/structural impact	The SLB will need to include a financial and/or structural impact involving trigger event(s) based on whether the KPI(s) reach the predefined SPT(s).	Within the Framework, SACYR has committed that the details of any economic adjustment (e.g., coupon step-down/up) to be applied due to a missed or achieved SPT will be set out in the offering documentation provided at the issuance of the relevant financing operation. Based on the evidence reviewed, DNV can confirm the finance instruments Characteristics are in line with the requirements of the SLBP/SLLP.
3b	Bond/Loan Characteristics – Fallback mechanism	Any fallback mechanisms in case the SPTs cannot be calculated or observed in a satisfactory manner should be explained. Issuers may also consider including, where needed, language in the bond documentation to take into consideration potential exceptional events.	If for any reason SPTs cannot be calculated or observed, the reduced Margin will not be applicable. Based on the evidence reviewed, DNV can confirm the finance instruments Characteristics are in line with the requirements of the SLBP/SLLP.

4. REPORTING COMMITMENTS

	Criteria	Requirements	DNV Findings
4a	Reporting	Issuers of SLBs should publish, and keep readily available and easily accessible: 1. Up-to-date information on the performance of the selected KPI(s), including baselines where relevant 2. A verification assurance report relative to the SPT outlining the performance against the SPTs and the related impact, and timing of such impact, on the bond's financial and/or structural characteristics 3. Any information enabling investors to monitor the level of ambition of the SPTs This reporting should be published regularly, at least annually, and in any case for any date/period relevant for assessing the SPT performance leading to a potential adjustment of the SLB's financial and/or structural characteristics.	It is defined within the Framework that SACYR will annually provide sufficiently up-to-date information to monitor the performance of the KPIs and to verify the accomplishment of the SPTs. SACYR commits to publicly report the information by incorporating the KPIs into their Consolidated Statement of Non-Financial Information and Sustainability Reporting and other reports, enabling investors to monitor the progress of the SPTs. This documentation will also be shared with the lenders of any sustainability-linked facility. SACYR commits to publish the performance against SPTs at the time of publication of the Financial Reports, after the official external audit by the external verifier. Each report will be available within 180 days from the end of each Financial Year and will include the data for the previous year ended on 31 December. Based on the evidence reviewed, DNV can confirm SACYR has committed to reporting in line with the requirements of the SLBP/SLLP.

	Criteria	Requirements	DNV Findings
4b	Second Party Opinion	Publication of any pre-issuance external review, such as a second party opinion, or if relevant a verification of baselines.	SACYR has committed to conducting a second party opinion on the Framework, meeting the SLBP/SLLP. This includes an assessment of the KPIs selected, benchmark and baselines selected, and the credibility of the strategy to achieve them.

5. VERIFICATION

	Criteria	Requirements	DNV Findings
5a	External Verification	Issuers should have its performance against each SPT for each KPI independently verified by a qualified external reviewer with relevant expertise, at least once a year, and for each SPT trigger event.	The Framework documentation defines that SACYR will obtain independent and external verification of performance on the defined SPT observation dates. The results will be included in the company's Consolidated Statement of Non-Financial Information and Sustainability Reporting and other reports which will be verified by an appropriate qualified independent party of assurance and will be made available on SACYR's website. Based on the evidence reviewed, DNV can confirm SACYR has committed obtaining verification in line with the requirements of the SLBP/SLLP.



WHEN TRUST MATTERS

About DNV

Driven by our purpose of safeguarding life, property, and the environment, DNV enables organisations to advance the safety and sustainability of their business. Combining leading technical and operational expertise, risk methodology and in-depth industry knowledge, we empower our customers' decisions and actions with trust and confidence. We continuously invest in research and collaborative innovation to provide customers and society with operational and technological foresight. With our origins stretching back to 1864, our reach today is global. Operating in more than 100 countries, our 16,000 professionals are dedicated to helping customers make the world safer, smarter, and greener.