

REPORT SUBMITTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF THE COMPANY CIE AUTOMOTIVE, S.A. (the "Company") ON THE PROPOSED RATIFICATION AND REELECTION OF SUMAN MISHRA AS A PROPRIETARY DIRECTOR, MADE IN RELATION TO HER (IF APPROPRIATE) RATIFICATION AND APPOINTMENT BY THE GENERAL MEETING AT THE NEXT ORDINARY MEETING.

1. PURPOSE OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purpose of Articles 529 *decies* and 529 *quindecies* d) of Royal Legislative Decree 1/2010, of July 2, enacting the consolidated Companies Act (the "**Companies Act**"), Articles 23 and 24 Board Regulations and Article 3.(f) Appointments and Remuneration Committee Regulations, which establishes that proposed re-elections of directors (other than independent directors) are the competence of the Appointments and Remunerations Committee, for approval by the General Meeting (the "**General Meeting**").

For clarity, this Report is issued further to the favorable report submitted to the Board on the same basis, on the occasion of the appointment of Suman Mishra (the "**Director**") as proprietary director by co-opted appointment on June 10, 2021.

2. REPORT ON THE PROPOSAL.

At today's meeting, the Appointments and Remuneration Committee agreed to issue a favorable report on the ratification and appointment of the Director as proprietary director for the term established in the Bylaws, to be submitted to the decision of the General Meeting in its next ordinary meeting.

The Appointments and Remuneration Committee has verified that the grounds and circumstances of competence, experience, merits, suitability and honorability continue to exist and that, notwithstanding the proprietary nature of the Director, they informed the positive report when appointing her by co-option. Likewise, the circumstances of her classification as proprietary director in relation to the major shareholder Mahindra & Mahindra Ltd. continue to exist.

As a result, the Appointments and Remuneration Committee has decided to issue a favorable report on the ratification and appointment of the Director as a proprietary director in the Company for the term established in the Bylaws.

Professional profile

The Director's professional profile is available to the public on the Company's website, available at the following link

<https://cieautomotive.com/web/investors-website/consejo-de-administracion>

The report of the Appointments and Remunerations Committee is issued taking into account and according to the Board's Director Selection and Diversity Policy.

3. PREPARATION AND PUBLICATION OF THE REPORT.

The report was prepared and unanimously approved by the Appointments and Remuneration Committee in its meeting on February 25, 2022, and must be made available to the public (particularly to the shareholders at the next General Meeting) by posting it on the Company's website, in accordance with the law, the Bylaws and regulations in force.

Bilbao, February 25, 2022