



## **RESOLUTIONS APPROVED BY THE ORDINARY GENERAL MEETING OF SHAREHOLDERS 2019**

### **ITEM ONE:**

#### **REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE INDIVIDUAL ANNUAL ACCOUNTS (BALANCE SHEET, PROFIT AND LOSS ACCOUNT, STATEMENT OF CHANGES IN NET EQUITY, CASH FLOW STATEMENT AND REPORT) OF ACCIONA, S.A. AND THE CONSOLIDATED ACCOUNTS OF THE GROUP OF WHICH IT IS THE DOMINANT COMPANY, CORRESPONDING TO THE 2018 FINANCIAL YEAR.**

To approve the individual Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Net Equity, Cash Flow Statement and Report) of Acciona, S.A. corresponding to the 2018 financial year, as drawn up by the Board of Directors.

To approve the consolidated Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Net Equity, Cash Flow Statement and Report) of the group of companies of which Acciona, S.A. is the dominant company corresponding to the 2018 financial year, as drawn up by the Board of Directors.

### **ITEM TWO: MANAGEMENT REPORTS, MANAGEMENT OF THE COMPANY, NON-FINANCIAL INFORMATION STATEMENT**

#### **2.1 REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE MANAGEMENT REPORTS, THE INDIVIDUAL REPORT FOR ACCIONA, S.A. AND THE CONSOLIDATED ONE FOR THE GROUP OF WHICH IT IS THE DOMINANT COMPANY, CORRESPONDING TO THE 2018 FINANCIAL YEAR, AND APPROVAL OF THE MANAGEMENT OF THE COMPANY, AS THE CASE MAY BE**

To approve the management of the Board of Directors, managers and attorneys of the Company during the 2018 financial year, as well as the management reports, both individual and consolidated, for the 2018 financial year, presented by the Board of Directors.

#### **2.2 REVIEW AND APPROVAL, AS THE CASE MAY BE, OF THE CONSOLIDATED NON-FINANCIAL INFORMATION STATEMENT THAT FORMS PART OF THE CONSOLIDATED MANAGEMENT REPORT, CORRESPONDING TO THE 2018 FINANCIAL YEAR**

To approve the consolidated non-financial information report that forms part of the consolidated management report for the group of companies of which Acciona, S.A. is the dominant company corresponding to the 2018 financial year, as drawn up by the Board of Directors.

### **ITEM THREE:**

#### **ALLOCATION OF RESULTS OF THE 2018 FINANCIAL YEAR**

To approve the allocation of the results of the 2018 financial year set out in the approved annual accounts and that consists of:

	<b>2018 (Euros)</b>
<b>Distribution base:</b>	
Profit and loss of Acciona, S.A.	233.855.108,03
<b>Distribution:</b>	
To statutory reserves	2.338.551,08
To voluntary reserves	39.697.064,45
To Dividends	191.819.492,50
<b>Total</b>	<b>233.855.108,03</b>

The payment of dividends for a gross amount of €3.50 per share (or a higher figure set by the Board of Directors or its members with delegated powers in the event there is direct treasury stock) will be paid on **1 July 2019**. The payment of the dividend will be carried out via the entities belonging to the Company for the Management of the Systems of Registration, Compensation and Settlement of Securities (*Sociedad de Gestión de los Sistemas de Registro Compensación y Liquidación de Valores*).

**ITEM FOUR:**

**RENEWAL OF THE BOARD OF DIRECTORS**

**4.1.-** to re-elect Mr Juan Carlos Garay Ibargaray, as independent external director

**4.2.-** to appoint Ms Sonia Dulá, as independent external director;

Both for the term established in the By-laws.

(The reports and information on the candidates proposed to the General Meeting are at the disposal of the shareholders on the Company website: [www.acciona.com](http://www.acciona.com))

**ITEM FIVE:**

**EXAMINATION AND APPROVAL, AS THE CASE MAY BE, OF THE 2018 SUSTAINABILITY REPORT.**

To approve the 2018 Sustainability Report.

**ITEM SIX:**

**INCREASE OF THE NUMBER OF SHARES AVAILABLE IN THE SHARE AND PERFORMANCE SHARE DELIVERY PLAN 2014.**

To increase the maximum number of shares available under the 2014 Share and Performance Share Delivery Plan by 100,000 shares, notwithstanding subsequent

increases if so proposed by the Board of Directors and approved by the General Meeting of Shareholders.

**ITEM SEVEN:**

**AUTHORISATION TO CALL EXTRAORDINARY GENERAL MEETINGS OF THE COMPANY, AS THE CASE MAY BE, WITH A MINIMUM OF FIFTEEN DAYS' NOTICE, PURSUANT TO ARTICLE 515 OF THE SPANISH COMPANIES ACT.**

To authorise the announcement of Extraordinary General Meetings of the Company with a minimum of fifteen (15) days' notice, pursuant to article 515 of the Spanish Companies Act.

**ITEM EIGHT:**

**2018 ANNUAL REPORT ON THE REMUNERATION OF DIRECTORS.**

To approve, on an advisory basis, the Annual Report on Remuneration of Directors for the 2018 financial year.

**ITEM NINE:**

**INFORMATION ON THE AMENDMENTS TO THE BOARD OF DIRECTORS REGULATIONS**

To consider the General Meeting informed of the amendments to the Directors Regulations since the last General Meeting of Shareholders as described in the report from the Board of Directors placed at the disposal of the shareholders since the publication of the announcement of the General Meeting.

**ITEM TEN:**

**DELEGATION OF POWERS TO THE BOARD OF DIRECTORS FOR THE DEVELOPMENT, INTERPRETATION, REMEDY AND EXECUTION OF THE RESOLUTIONS THE GENERAL MEETING.**

To delegate to the Board of Directors the broadest powers of implementation, interpretation, remedy and execution of the resolutions adopted by this General Meeting, with the express authorisation for the powers to be exercised by the Directors or the Secretary designated by the Board of Directors.

Thus, among other actions, such persons are empowered to that any of them, acting jointly and severally, can remedy any defects in the formalisation of the resolutions adopted by the General Meeting in the sense indicated by the verbal or written classification from the Commercial Registry.

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## JUNTA GENERAL ORDINARIA ACCIONA, S.A. 30-mayo-2019

Celebrada a las 12:00 horas en 2ª Convocatoria

EMISION	ACCIONES	NOMINAL	CAPITAL
ES0125220311	54.856.653	1,00	54.856.653,00

TOTAL							
ORDEN	A FAVOR		EN CONTRA		ABSTENCION		%
DIA	VOTOS	%	VOTOS	%	VOTOS	%	QUORUM
1	46.081.269	99,9446	135	0,0003	25.397	0,0551	100,0000
2.1	46.068.698	99,9173	12.706	0,0276	25.397	0,0551	100,0000
2.2	46.081.227	99,9445	135	0,0003	25.439	0,0552	100,0000
3	46.106.616	99,9996	135	0,0003	50	0,0001	100,0000
4.1	45.028.432	97,6612	1.068.401	2,3172	9.968	0,0216	100,0000
4.2	46.083.879	99,9502	12.796	0,0278	10.126	0,0220	100,0000
5	46.081.227	99,9445	135	0,0003	25.439	0,0552	100,0000
6	41.472.537	89,9489	4.624.254	10,0294	10.010	0,0217	100,0000
7	45.601.622	98,9043	495.141	1,0739	10.038	0,0218	100,0000
8	40.814.723	88,5221	5.282.023	11,4561	10.055	0,0218	100,0000
10	46.106.546	99,9994	135	0,0003	120	0,0003	100,0000

**(\*) El punto séptimo del orden del día debe ser aprobado por dos tercios del capital suscrito con derecho a voto que supone 36.571.102 votos favorables**

**Existe, pues, una amplia mayoría de votos a favor, por lo que todos los acuerdos han sido aprobados con al menos el 88,52%**

**Sin perjuicio de que aquéllos de Vds. que lo deseen, se dirijan a la mesa del Notario para dejar constancia de su sentido de voto.**

**Una vez finalizada la Junta, tienen a su disposición el cómputo exacto de votos en la mesa del Notario y será asimismo objeto de publicación en la página web de la sociedad.**