



Annual Report on Director Remuneration of Listed Companies

2021

The contents of this Report are the same as that found in the model Annual Report filed with the *Comisión Nacional de Mercados de Valores* (“Securities Exchange Commission”).

Contents

A. Remuneration policy of the Company for the current financial year	2
B. Overall summary of how remuneration policy was applied during the year last ended	21
C. Itemised individual remuneration accrued by each director	35
D. Other information of interest	47

A. Company compensation policy for this fiscal year

A.1.1. Explain the current director remuneration policy applicable to the year in progress. To the extent that it is relevant, certain information may be included in relation to the remuneration policy approved by the General Shareholders' Meeting, provided that these references are clear, specific and concrete.

Such specific determinations for the current year as the board may have made in accordance with the contracts signed with the executive directors and with the remuneration policy approved by the General Shareholders' Meeting must be described, as regards directors' remuneration both in their capacity as such and for executive functions carried out.

In any case, the following aspects must be reported, as a minimum:

- a) Description of the procedures and company bodies involved in determining, approving and applying the remuneration policy and its terms and conditions.
- b) Indicate and, where applicable, explain whether comparable companies have been taken into account in order to establish the company's remuneration policy.
- c) Information on whether any external advisors took part in this process and, if so, their identity.
- d) Procedures set forth in the current remuneration policy for directors in order to apply temporary exceptions to the policy, conditions under which those exceptions can be used and components that may be subject to exceptions according to the policy.

The current Remuneration Policy was approved by the General Shareholders Meeting on 30 June 2021 for the period from 2021 to 2023, and it replaced the policy that had been approved for the same period at the General Shareholders Meeting held on 25 June 2020.

This policy establishes the remuneration system that applies to the Company's new governance structure, in which the roles of the Chairman and the CEOs are separated and the Chairman of the Board of Directors does not assume any executive duties.

More specifically:

- As regards executive directors, this Policy is consistent with the Remuneration Policy in force until June 2021, though it introduces some adjustments to strengthen alignment of the remuneration system with the Company's strategic priorities, corporate governance recommendations and normal practice in comparable sectors and businesses.
- As regards directors, in their capacity as such, the policy establishes a new maximum annual limit on the total remuneration paid to all the directors for their membership of the various administrative bodies (€2,600,000), which includes the total fixed remuneration for the specific position of Non-executive Chairman.

The policy is in line with the statutory remuneration system provided for directors of the Company, both in their capacity as directors and in the performance of their executive duties, and it incorporates the new requirements relating to remuneration policies that were introduced into Article 529 *novodecies* of the Spanish Capital Companies Act (“SCA”) by Act 5 of 12 April 2021, which modified the SCA and other financial regulations with regard to encouraging long-term involvement by shareholders in listed companies (Act 5/2021).

In accordance with the provisions of the Board of Directors Regulations, proposals relating to director Remuneration Policy, along with the specific systems to be applied, their components and amounts, are prepared by the Appointments, Remuneration and Corporate Governance Committee (“ARCGC”), which submits them to the Board of Directors for approval, within the framework and limits established in the Company’s Bylaws, the resolutions adopted by the General Shareholders Meeting and the Board of Directors Regulations, or for submission, where applicable, to the General Shareholders Meeting.

When preparing its proposals, the Appointments, Remuneration and Corporate Governance Committee regularly analyses the trends and best practices in remuneration policies for directors and senior executives, the opinions of investors and proxy advisers, and the results of votes in the General Shareholders Meeting on proposals relating to remuneration issues.

In addition, it is worth mentioning the role played by the Sustainability Committee in the design, approval and monitoring of the targets contained in the Sustainability and Social Impact Master Plan 2020-2023 and their metrics, which serve as a basis for agreement by the ARCGC and the Board on the targets set for the variable remuneration of executive directors and appraisal of whether these targets have been met.

The ARCGC received external advice from Willis Towers Watson (WTW) when designing and preparing the director remuneration structure set out in the Remuneration Policy 2021-2023, following a positive assessment of the independence of said external adviser. The said consultant also provided the Company with information on the positioning of the remuneration paid to the Company’s executive directors in relation to a range of comparable businesses, and this was taken into account in order to establish the fixed remuneration amounts and set the maximum limits on the variable components for the remuneration of executive directors. The consultant established two groups for comparison: an *ad hoc* group comprising twenty-two European companies that operate in the various sectors in which Indra works and that are comparable in terms of size, including Thales, Capgemini, Atos, Leonardo, Dassault Aviation and Systems, Computacenter, Bechtle and Worldline; and a second group comprising companies from the Ibex 35, excluding regulated businesses and those whose parent company is located outside Spain.

As regards the remuneration of the (Non-executive) Chairman of the Board of Directors, the Board considered, among other circumstances and following a report by the ARCGC, the profile of the person in question, the scope of the duties assigned to this position and the market data provided by WTW on non-executive chairs in Ibex 35 companies and in other European countries.

The members of the ARCGC are exclusively external directors, and the majority are independent, the Chairman being one of the latter. On the date on which this present report is being prepared, the ARCGC comprises four members, three of them independent and one proprietary director who represents the Company’s main shareholder.

At Board meetings at which proposals relating to the specific remuneration of executive directors are discussed, the executive directors are not present, nor do they participate in any way in the relevant discussions or decision-making processes.

In accordance with the provisions of Article 217.4 of the SCA, directors' remuneration is regularly reviewed to ensure that it stays reasonably proportionate to the size of the Company, its financial situation and usual market practices for comparable companies. In addition, when designing and proposing modifications to the remuneration system in place at a given time, the Board is careful always to ensure that remuneration is directed towards fostering long-term profitability and sustainability for the Company, and it incorporates the precautionary measures required in order to prevent the excessive assumption of risk and the rewarding of unfavourable results.

a) Remuneration due to membership of administrative bodies

The current remunerative system incorporates the following bases and principals, which are set out in the Remuneration Policy:

- The remuneration received by external directors should be incentivising in order to reward their dedication, qualification and responsibility, though in the case of independent directors it should not represent an obstacle to their independence.
- Remuneration should not incorporate elements linked to profits or the share price, to ensure detachment from short-term targets and variables. It should also be paid entirely in cash.
- Given the high degree to which directors are expected to attend meetings of the Board and its Committees, and the requirement of dedication and availability, the remuneration is calculated on the basis of a fixed amount, which is determined on the basis of the duties performed by each director.

b) Remuneration for the performance of executive duties

Executive directors also receive the remuneration due to them for the performance of the executive duties entrusted to them under the terms of their contractual relationship with the company.

This remuneration is determined individually for each executive director by the Board of Directors, following a proposal from the ARCGC.

It is the Company's established practice to set the payment framework for executive directors for three-year periods.

The current remuneration policy includes the following criteria and principles:

- Remuneration policy should be effective in attracting and retaining the highest quality professionals, ensuring that their payment is in line with best practices and conditions in the marketplace.

- It should encourage them to remain with the Company and guide their management with rigour and a particular focus on the long term, while remaining reasonably linked to the performance of the share price, though solely over the same timeline.
- It should contribute to the application of corporate strategy and the Company's long-term sustainable growth, aligning the Company's interests with those of its shareholders.
- It should include components that are both fixed and variable, annual and pluriannual, paid in kind and in forms linked to the share price, calculated in accordance with the following criteria:
 - i. Fixed remuneration should remain unchanged for a period of three years, unless circumstances arise that make it advisable to revise the amount in question.
 - ii. Variable payments should represent a very substantial portion of total remuneration.
 - iii. Medium-term payment should carry a significant weight.
 - iv. The remuneration linked to the share price should be significant.
 - v. Receipt of a significant portion of the variable remuneration should be deferred over time.
 - vi. The weighting of the different remuneration components should be in line with best market practices.
- Executive directors should retain a minimum number of Indra shares while they continue to maintain a contractual relationship with the Company.
- The executive directors' contracts should include malus and clawback clauses that entitle the Company to reduce, cancel and/or recover any variable annual remuneration if any event or circumstance arises that results in a significant alteration or modification to its accounts, results or financial data, or to the conditions of any other kind on which the variable annual remuneration is based, to the extent that the data in question does not give a true picture of the Company's situation or profitability, or the actual performance of the Executive Director in question, regardless of whether or not the director is subject to some kind of liability.

The current remuneration plan does not include share options.

A.1.2. Relative importance of variable remuneration items vis-à-vis fixed remuneration (remuneration mix) and the criteria and objectives taken into consideration in their determination and to ensure an appropriate balance between the fixed and variable components of the remuneration. In particular, indicate the actions taken by the company in relation to the remuneration system to reduce exposure to excessive risks and to align it with the long-term objectives, values and interests of the company, which will include, as the case may be, mention of the measures taken to ensure that the long-term results of the company are taken into account in the remuneration policy, the measures adopted in relation to those categories of personnel whose professional activities have a material impact on the risk profile of the company and measures in place to avoid conflicts of interest.

Furthermore, indicate whether the company has established any period for the accrual or vesting of certain variable remuneration items, in cash, shares or other financial instruments, any deferral period in the payment of amounts or delivery of accrued and vested financial instruments, or whether any clause has been agreed reducing the deferred remuneration not yet vested or obliging the director to return remuneration received, when such remuneration has been based on figures that have since been clearly shown to be inaccurate.

The only variable components in payments to the Board are those which correspond to the executive directors as part of their additional remuneration for the performance of their management duties.

In application of the bases and principles set out in the current Remuneration Policy, the remuneration paid to executive directors for the performance of their management duties is made up of the following payment items:

- **Fixed Remuneration (FR):** which represents 25% of total annualised remuneration.
- **Variable Annual Remuneration (VAR):** which represents 35% of total annualised remuneration for meeting 100% of targets.
- **Medium-Term Remuneration (MTR):** which represents 40% of total annualised remuneration for meeting 100% of targets.

The weighting of the individual payment items described, the limit on maximum remuneration amounts, and the procedures employed to determine targets defined in the short and long term, linked to the creation of sustainable value and an assessment of compliance with those targets, which will be analysed at a later point, represent objective measures for the reduction of exposure to excessive risk, and they permit the remuneration of executive directors to be aligned with the Company's objectives, values and long-term interests.

The Corporate Governance system, internal regulations, control systems and compliance programmes implemented by the Company establish specific supervisory mechanisms and counterbalances that are designed to prevent the ability to take decisions from becoming concentrated in areas that may involve the assumption of high levels of risk for the Company, and to prevent and, where necessary, properly manage any situations of conflict of interest that may arise.

In addition, as indicated in the previous section, the contracts of the Company's executive directors include malus and clawback clauses which allow for the reduction, cancellation or recovery of any deferred remuneration amounts that have been improperly paid, in the terms set out in the current Remuneration Policy.

With regard to the measures adopted in relation to the categories of personnel whose professional activities may have material repercussions on the Company's risk profile, it should be stressed that, when preparing Remuneration Policy, account was taken of employee payment and employment conditions, with close attention paid to the remuneration strategy that applies to employees and the importance of ensuring that the remuneration policy for executive directors was in line with that of senior management, bearing in mind the duties and responsibilities taken on by each of these groups.

Section 3. II of the current Remuneration Policy gives details of the guidelines that this Policy shares with the general remuneration conditions for employees (total remuneration structure, equal payment, alignment of interests, proportionality and risk management, and values).

As regards payment accrual and deferral periods, it should be pointed out that VAR only accrues once the relevant financial year has ended, and its amount depends on an assessment of compliance with the quantitative and qualitative targets set by both the ARCGC and the Board for each Executive Director.

Receipt of 30% of the resulting VAR amount (equivalent to 10.5% of total target remuneration) is deferred for a period of three years in three equal parts, and it is received in its entirety in Company shares, the number of which is established on the date on which the Board approves the VAR that is effectively due to the Executive Director in question.

MTR takes the form of a performance share plan, a Medium-Term Incentive (MTI), with an initial allocation of shares, which may be awarded upon maturity in 2023 in a percentage of between 0% and 150%, calculated according to the degree to which the established targets have been met.

Insofar as it is a remuneration system based on the handover of shares to executive directors, the current MTI was approved by the General Shareholders Meeting held during 2021, under a separate item on the agenda (item 9.2), and it falls within the framework of the MTR payment provided for under the Remuneration Policy that was submitted for approval by the same General Shareholders Meeting in item eight on the agenda.

In accordance with the foregoing, this can be summarised as meaning that fixed remuneration accounts for 25% of the total remuneration paid to Executive Directors, while variable remuneration, which is linked to the meeting of targets, accounts for 75%. Approximately 50% of variable remuneration is received in the form of shares and deferred in the manner explained above.

A.1.3. Amount and nature of fixed components that are due to be accrued during the year by directors in their capacity as such.

The remuneration of the Directors is determined based on their role within the various administrative bodies. This consists solely of a fixed payment, which is determined according to criteria based on their duties and the amount of time they are required to devote to them, working from the following amounts as follows: €80,000 for membership of the Board; €40,000 for membership of the Auditing and Compliance Committee; and €24,000 for membership of the ARCGC; of the Sustainability Committee; and of the Strategy Committee. The Chair of each Committee receives 1.5 times these amounts.

These amounts have remained unchanged since the 2015 financial year.

The Remuneration Policy 2021-2023 establishes a separate remuneration system for the Chairman of the Board of Directors with no executive duties.

This payment comprises only fixed items, and it amounts to €550,000 plus the remuneration due for chairing the Strategy Committee, which amounts to €36,000 per annum. The total remuneration of the Chairman of the Board in 2022 will amount to €586,000.

The current Remuneration Policy sets the total maximum annual remuneration for all the directors in their capacity as such at €2,600,000. This maximum limit is established on the basis of the average remuneration paid per director and the maximum number of directors and committee members provided for in the Company's Bylaws, including the remuneration of the Non-Executive Chairman, with provision for the fact that some other committee may be created in addition to those that currently exist, as occurred with the Strategy Committee, which was created in September 2021. This limit will remain in place until the General Shareholders Meeting agrees to its modification.

The Remuneration Policy establishes that in the event that a non-executive director is appointed with different duties and responsibilities, his or her remuneration will be compared and established on the basis of comparable profiles at companies of a similar size and complexity, all subject to the maximum limit approved for the Board by the General Shareholders Meeting.

In application of the foregoing, and bearing in mind the special dedication required in the post of Lead Independent Director, the Board of Directors agreed, at its meeting of 22 February 2022, to make this a paid position, in response to a proposal from the ARCGC

In preparing its proposal, the ARCGC had external advice from WTW, which provided information on the remuneration paid to people holding this post in Ibex 35 companies, and a fixed annual remuneration figure of €30,000 was therefore established (average for the control group).

This remuneration will apply to any future appointments of Lead Independent Director.

Notwithstanding the fact that the fixed allocation for directors is paid entirely in cash, since 2011 the directors have allocated 50% of their net remuneration to the purchase of Indra shares, undertaking to retain ownership of these while they remain in their posts as directors.

These commitments will no longer apply from 2022 (inclusive), with each director individually deciding how to allocate his or her remuneration and the period for holding the shares they own.

A.1.4. Amount and nature of fixed components that are due to be accrued during the year for the performance of senior management functions of executive directors.

The annual FR amount is received by executive directors entirely in cash.

The FR amount received by the executive directors (joint CEOs since May 2021) for the performance of their duties in the 2022 financial year is the same for each of them, amounting individually to €600,000.

The FR for executive directors, which had remained unchanged since 2018, was increased by €50,000 in May 2021 in order to reflect the increased scope of their responsibilities as a consequence of the change to the Company's governance structure that resulted in their appointment as CEOs.

A.1.5. Amount and nature of any component of remuneration in kind that will accrue during the year, including, but not limited to, insurance premiums paid in favour of the director.

Because of their membership of the administrative bodies, directors do not receive any remuneration in kind.

The Non-executive Chairman, in his capacity as such, is the beneficiary of remuneration in kind which consists of life insurance, with cover in the event of death or disability, and health insurance.

Pursuant to the terms of the contracts under which the CEOs provide their services, they receive remuneration in kind which consists of life insurance with cover in the event of death or disability. The combined annual cost of the premiums for the executive directors is less than €100,000.

They are also the beneficiaries of health insurance under the terms of a collective policy that the Company has taken out for its senior executives. The combined annual cost of the premiums for the executive directors is less than €30,000.

They are also entitled to the use of a company vehicle, in accordance with the policy established to this end by the Company. The combined annual cost of this item for the executive directors is less than €40,000.

A.1.6. Amount and nature of variable components, differentiating between those established in the short and long terms. Financial and non-financial, including social, environmental and climate change parameters selected to determine variable remuneration for the current year, explaining the extent to which these parameters are related to performance, both of the director and of the company, and to its risk profile, and the methodology, necessary period and techniques envisaged to be able to determine the effective degree of compliance, at the end of the year, with the parameters used in the

design of the variable remuneration, explaining the criteria and factors applied in regard to the time required and methods of verifying that the performance or any other conditions linked to the accrual and vesting of each component of variable remuneration have effectively been met.

Indicate the range, in monetary terms, of the different variable components according to the degree of fulfilment of the objectives and parameters established, and whether any maximum monetary amounts exist in absolute terms.

As already indicated above, the only variable components in payments to the Board are those which correspond to the executive directors as part of their additional remuneration for the performance of their management duties.

a) VAR

In accordance with the contents of the current Remuneration Policy, the aim of this remuneration is to reward the creation of value and sustainable and long-term growth of the Company through the achievement of the specific annual targets that have been set and their individual management.

To this end, following a proposal from the ARCGC and the Sustainability Committee (according to their area of responsibility), the Board sets the targets relating to VAR annually for each executive director, both quantitatively and qualitatively, in line with the Company's interests and individually, in the Company's strategic plans.

Quantitative targets carry a weighting of at least 50% in the VAR as a whole. They comprise metrics that guarantee a suitable balance between the financial and operational aspects of the Company's management. Metrics are also established in relation to non-financial performance. Specifically, as regards sustainability, this consists of reducing CO₂ emissions and promoting diversity and innovation.

Qualitative targets, on the other hand, carry a maximum weighting of 50%. They are mainly linked to an appraisal of each individual executive director's performance and his or her contribution to the creation of value.

In order to determine the degree of compliance with each target, a central value, equivalent to 100% compliance, is set, and in the case of quantitative targets this at least corresponds to compliance with the Company's annual budget forecast figure for each of the relevant parameters. The Board sets a minimum and maximum percentage compliance figure for each of the targets established.

With the aim of ensuring that there is an effective relationship between the VAR and the professional performance achieved by its beneficiaries, when it comes to determining levels of compliance with quantitative targets, it empowers the Board and the ARCGC not to take into account extraordinary results and aspects that could cause distortions in the evaluation criteria, which must be reported in the corresponding Annual Remuneration Report. The Remuneration Policy also provides that the ARCGC, in special circumstances that may be due to internal or internal factors, may propose that the Board take into account other targets and milestones that have been achieved, both quantitative and qualitative, or the application of other criteria to

determine the VAR amount. The details of any such adjustments will be broken down in the relevant Annual Remuneration Report.

The Remuneration Policy sets a target VAR figure (corresponding to compliance with 100% of the targets) equivalent to 1.4 times FR for each executive director. In addition, in the event that targets are exceeded, it sets a maximum limit on VAR of 120% of the target figure, which would be 1.68 times FR, and it provides for the establishment at the beginning of the financial year of a minimum threshold for compliance with targets, under which VAR for the year would be zero.

Where there is 100% compliance with the target, VAR represents 35% of an executive director's total annualised remuneration. As already indicated, 30% of this amount, equivalent to 10.5% of the total annual target remuneration, is deferred in three equal parts over three years and is received in its entirety in Company shares, the number of which is determined on the date of accrual of the VAR, based on the average quoted price over the previous thirty calendar days.

Following a proposal from the ARCGC, the Board has approved the following VAR targets for the CEOs in 2022:

- Company Targets: which will have a weighting of 60% for the two executive directors:
 - Contracting (with a weighting of 25% of Company targets and 15% of total targets);
 - Cash flow (25% of Company targets and 15% of total targets);
 - Ebit (50% of Company targets and 30% of total targets);
- Individual Targets: which are the same for both CEOs and will have a weighting of 40%:
 - i) Overall appraisal of their management by the Board (with a weighting of 67% of individual targets and 26.8% of total targets), which will take account of the following items:
 - Strategic planning
 - Cooperation between CEOs
 - Profitability of new business and new operations
 - Attracting and retaining talent
 - Reorganisation of corporate duties
 - ii) Compliance with the KPI undertaken in the Sustainability Master Plan, particularly those that relate to CO₂ emissions, diversity and innovation, maintaining the Company's leading position in the ESG benchmark rankings (with a weighting of 33% of individual targets and 13.2% of total targets). This appraisal will take account of the following items:

- Maintaining or improving Indra's 2021 position among the top ESG companies in its sector (top 15% or "A") in the main international rankings (DJSI, MSCI, FTS4G, Sustainalytics, CDP).
- Compliance with the target of a 15% reduction in Scope 1 and 2 greenhouse gas emissions linked to energy consumption at working premises by 2022, using the emissions recorded in 2019 as the base figure.
- Compliance with the target of a 5% reduction in Scope 3 greenhouse gas emissions linked to the Company's value chain in 2022, using the emissions recorded in 2019 as the base figure.
- Increase in the percentage of renewable energy acquired until a figure of 98% is achieved in Spain by 2022.
- Systematic and complete application of EU Taxonomy to Indra's business activities before 2022.

b) MTR

In accordance with the provisions of the current Remuneration Policy, the aim of this remuneration is to incentivise the creation of sustainable value for shareholders over the long term through the achievement of a combination of economic, financial, operational and strategic targets, together with sustainability targets directed towards the creation of both quantitative and qualitative long-term value for shareholders, all of which will also refer to strategic and management aspects in the medium term.

The current Medium-Term Incentive (MTI) takes the form of a performance share plan, with an initial allocation of shares, which may be awarded upon completion in a percentage of between 0% and 150%, calculated according to the degree to which the targets established in the Remuneration Policy have been met.

The maximum number of shares to be handed over to the executive directors in this regard, in the event of the maximum surpassing (150%) of all 2021-2023 MTI targets will be 1,254,320 shares, equivalent to 0.71% of the total share capital on 30 June 2021, the date on which the General Shareholders Meeting that approved the MTI was held. This maximum number of shares to be awarded was calculated, on the basis of the average price of Indra's shares over the last 30 sessions in 2020 (€6.8882 per share).

Three blocks of targets have been established for the 2021-2023 MTI, each of which is linked to the following scale: a minimum threshold (70% compliance with the target), which will result in payment of 50% (though no incentive will be paid if this threshold is not reached); a target level (100% compliance with the target), which will result in payment of 100%; and a maximum level of compliance (120% compliance with the target), which will result in the maximum payment (150% of the target), all in accordance with the terms set out below.

The targets for the executive directors are as follows:

A) Strategic objectives and ESG

These targets carry a weighting of 20% of the total incentive amount, each of them representing 10%.

The purpose of these targets is to evaluate the performance of the executive directors in two areas: the development and implementation of the actions and initiatives contained in the Company's Strategic Plan, and compliance with the ESG targets in the 2020-2023 Sustainability Master Plan.

Compliance with these targets will be evaluated and measured following the close of the 2023 financial year.

Strategic targets are linked to the Company's Strategic Plan, the main features of which are:

- Speeding up changes to the business mix towards high value
- Efficiency in production and excellence in execution
- Digitisation of supply.
- Maximising synergies and leveraging skills to improve the Group's competitiveness.

Achieving 70% of the strategic targets on an aggregate basis will result in payment of 50% of the incentive; achieving 100% will result in payment of 100%; and achieving 120% or more will result in a maximum payment of 150%. Where targets are achieved at percentages that fall between these figures, the incentive will be calculated by linear interpolation. In the event that the strategic targets are met by less than 70%, no incentive will be paid.

The ESG targets that have been established are as follows:

- i) The establishment and approval by SBTi¹ and the public communication of the science-based reduction targets for Scope² 1, 2 and 3 emissions, relating to the Business Ambition for 1.5°C by 2030 and 2040, over the course of the period between 2021 and 2023.
- ii) Compliance with the target of achieving a 20% reduction in Scope 1 and 2 greenhouse gas emissions linked to energy consumption at working premises by 2023, using the emissions recorded in 2019 as the base figure.
- iii) Compliance with the target of achieving a 5% reduction by 2023 in Scope 3 greenhouse gas emissions linked to the Company's value chain in 2023, using the emissions recorded in 2019 as the base figure.

¹ SBTi is a consortium comprising CDP, the UN Global Compact, the World Resources Institute and the WWF whose aim is to drive forward compliance with the climate targets agreed in the Paris Accord in order to reduce global warming by reducing greenhouse gas emissions.

- iv) Increase in the percentage of renewable energy acquired until a figure of 100% is achieved in Spain by 2023.
- v) Systematic application of EU Taxonomy to Indra's business activities before 2023.

Achievement of three of the five ESG targets will result in the payment of 50% of the incentive; the achievement of four will result in the payment of 100%; and the achievement of five, 150%. If only two of the ESG targets are met, no incentive will be paid.

B) Targets linked to share price performance

These targets carry a weighting of 20% of the total incentive amount, with 10% allocated to each of the following two: Relative Total Shareholder Return (TSR), as compared with the Ibex 35 (control group) and Absolute TSR.

Relative TSR is the metric used to measure the performance of an investment in Indra shares over the period between 1 January 2021 and 31 December 2023, as compared with the performance of an investment in the shares of the companies included in the Control Group (Ibex 35) as of 1 January 2021. It is determined as the quotient (expressed in the form of a percentage relationship) between the eventual value of a hypothetical investment in shares (with the reinvestment of any dividends or other similar payments received by the shareholder from time to time) and the initial value of that same hypothetical investment.

Companies that drop out of the Ibex 35 during the measurement period will only affect the Control Group when they cease to be listed companies, in which case they will be excluded from the Control Group.

Percentage compliance with the Relative TSR will be calculated on the basis of the following scale, according to the position of Indra's share price among the companies comprising the Ibex 35 at the end of the measurement period.

Indra's position in the Ibex 35	"Percentage payment of Relative TSR"
Placed among the 8 leading shares in the Ibex 35	150%
Placed between positions 18 and 8 in the leading shares in the Ibex 35	50% – 150% (*)
Placed in 19 th position or lower in the leading shares in the Ibex 35	0

(*) The percentage payment of Relative TSR for intermediate positions will be calculated by linear interpolation

For its part, absolute TSR is the metric used to measure the performance of an investment in Indra shares over the period between 1 January 2021 and 31 December 2023, determined as the quotient (expressed in the form of a percentage relationship) between the eventual value of a hypothetical investment in Indra shares (with the reinvestment of any dividends or other similar payments received by the shareholder from time to time) and the initial value of that same hypothetical investment. Percentage compliance with the Absolute TSR will be determined upon completion of the measurement period on the basis of the following parameters:

Performance of Indra's Absolute TSR	"Absolute TSR Percentage"
Absolute TSR \geq 40	150%
Absolute TSR \geq 20 and \leq 40	50% – 150% (*)
Absolute TSR $<$ 20	0

(*) Intermediate results will be calculated by linear interpolation.

C) Targets linked to share operational performance

These targets carry a weighting of 60% of the total incentive amount, with 20% allocated to each of the following three: EBIT, Free Cash Flow and Contracting.

EBIT is defined as Profit/(Loss) from Operations. It is a financial indicator that the Company uses to determine its productive performance and that investors use for company valuations. This figure may exclude certain occasional and extraordinary impacts, which might include (though are not limited to) the restructuring of the workforce, write-offs, unexpected sanctions, or project write-downs.

Free Cash Flow is defined as the funds generated by the Company before the payment of dividends, net financial investments and other similar amounts, and investment in treasury stock. It is calculated on the basis of the "Profit/(Loss) before tax" entered in the consolidated cash flow statement, adjusted by depreciation/amortisation, grants and provisions, profit/(loss) from associates and other investees and financial income. Dividends received, cash flows from operating activities, capex, financial expenses, changes to other financial liabilities and corporate income tax paid are then added to the result. This figure may exclude cash outflows resulting from certain one-off and extraordinary impacts, which might include (though are not limited to) workforce restructuring, write-offs, unforeseen penalties, or project write-downs.

Contracting is defined as the value of the contracts that are won over a period of time, the variable portions of which are recognised in accordance with the Group's own contracting rules. The order intake figure should not be confused with the Revenue figure since the amount of a contract secured in a particular year (and

which is accounted for as order intake in that year) may be spread over a number of years. The contracting figure is an indication of the future development of the Group's business.

Achieving 70% of the targets linked to operational performance will result in payment of 50% of the incentive; achieving 100% of these targets will result in payment of 100%; and achieving 120% or more will result in a maximum payment of 150%. Where targets are achieved at percentages that fall between these figures, the incentive will be calculated by linear interpolation. In the event that the targets linked to operational performance are met by less than 70%, the minimum level of compliance, no incentive will be paid.

In addition, and only in the event that the figures set for each of these targets in the budget approved by the Board of Directors are achieved in the amount of 100% or more, the annual superseding of the target in question may be partially consolidated (in a maximum of between 3% and 6% of the 2021-2023 MTI on an annual basis) in the terms set out in the Remuneration Policy.

To determine overall compliance with the above targets at the end of the period for which they are established (31 December 2023) and calculate the specific number of shares to be awarded in this regard, the accumulated figure for EBIT, Free Cash Flow and Contracting for the entire period will be measured, and this will be set against the target approved by the Board of Directors.

Establishment of the possibility of partially consolidating the remuneration that corresponds to these targets will not under any circumstances result in an annual award of shares. Such an award will only take place once the plan has ended, when the 2021-2023 MTI accrues on the basis of overall compliance with the targets set.

Notwithstanding the fact that the MTI accrues at the close of the 2023 financial year, participants will not receive the shares to which they may be entitled (where applicable) until the Board of Directors, following a report from the ARCGC, makes an appraisal of the degree to which the targets set out above have been met.

When evaluating compliance with targets, in accordance with the provisions of the Remuneration Policy the Board and the ARCGC may discount any circumstances that do not relate to the ordinary course of business (such as acquisitions, restructuring, corporate transactions, etc.) and that have had an effect on the achievement of those targets and fall outside the director's direct management responsibilities, and may give weight to other circumstances, such as the macro-economic situation or Indra's relative performance as compared with comparable market or business sectors, among other factors.

In certain special circumstances that result from internal or external factors, the ARCGC may propose that the Board apply other criteria or require the achievement of other goals in order to calculate medium-term remuneration. The details of any such adjustments will be broken down in the relevant Annual Remuneration Report.

The award of shares will be subject to the permanence conditions set out in the executive directors' respective contracts, notwithstanding compliance with any other conditions and

requirements that may be established or any normal exceptions that may be applied for reasons of opportunity.

Executive directors may not transfer the shares received during a period of three years following their award, unless they directly or indirectly own a number of shares that is equivalent to twice their fixed annual remuneration, or unless the Board of Directors specifically authorises them to do so due to the existence of exceptional and justifiable circumstances.

The current Remuneration Policy does not contemplate any other item in respect of variable remuneration.

A.1.7. Main characteristics of long-term savings schemes. Among other information, indicate the contingencies covered by the scheme, whether it is a defined contribution or a defined benefit scheme, the annual contribution that has to be made to defined contribution schemes, the benefits to which directors are entitled in the case of defined benefit schemes, the vesting conditions of the economic rights of directors and their compatibility with any other type of payment or indemnification for early termination or dismissal, or deriving from the termination of the contractual relationship, in the terms provided, between the company and the director.

Indicate whether the accrual or vesting of any of the long-term savings plans is linked to the attainment of certain objectives or parameters relating to the director's short- or long-term performance.

Directors (in their capacity as such) do not benefit from any long-term savings system, provision, retirement or pension plan or any other similar programme.

The executive directors are the beneficiaries of a Long-Term Savings Plan (PALP) which takes the form of a fixed contribution fund that is outsourced through an insurance policy. The Company makes annual contributions to the PALP for each executive director, defined as a percentage of their annualised total target remuneration (ATTR), in turn defined as the sum of their Fixed Remuneration, Variable Annual Remuneration and Medium-Term Remuneration.

The PALP is not a pension plan and is received by the executive director on a contingent basis. The Company makes a defined annual contribution to the PALP while the executive directors maintain their contractual relationship with the Company, though each beneficiary will only be entitled to receive the accumulated balance when they reach the age of 62. Under no circumstances may an executive director receive any amount in this regard in access of their current annual ATTR (€2,400,000).

In the event that the contract is still in place when the executive directors reach the age of 62, they will be entitled to receive the amount accumulated in the PALP, regardless of whether or not they continue with the Company. It will be received either as capital, as a life annuity, or as a combination of both.

The annual contributions that the Company makes to the PALP are set out in the current Remuneration Policy and are as follows:

- Cristina Ruiz Ortega, CEO: €161 thousand (6.72% of her ATTR);
- Ignacio Mataix Entero, CEO: €397 thousand (16.56% of his ATTR).

The executive directors are not the beneficiaries of pension plans or any other kind of provision, savings or deferred benefit plan other than the PALP.

A.1.8. Any type of payment or indemnification for early termination or dismissal, or deriving from the termination of the contractual relationship, in the terms provided, between the company and the director, whether at the company's or the director's initiative, as well as any type of agreement reached, such as exclusivity, post-contractual non-competition, minimum contract term or loyalty, that entitles the director to any kind of remuneration.

See the following section.

A.1.9. Indicate the conditions that the contracts of executive directors performing senior management functions should contain. Among other things, information must be provided on the duration, limits on amounts of indemnification, minimum contract term clauses, notice periods and payment in lieu of these notice periods, and any other clauses relating to signing bonuses, as well as compensation or golden parachute clauses for early termination of the contractual relationship between the company and the executive director. Include, among others, the pacts or agreement on non-competition, exclusivity, minimum contract terms and loyalty, and post-contractual non-competition, unless these have been explained in the previous section.

The executive directors have a commercial relationship with the Company through service provision agreements, which regulate the conditions that apply to their professional relationship with the Company, and these contain the clauses that are normally included in this type of agreement in accordance with usual practice.

The term of these agreements is indefinite. In the event of the termination of their contract for reasons that cannot be attributed to the executive directors themselves (unilateral voluntary termination by the Company or a significant modification of their duties or service provisions conditions), they are each entitled to receive compensation equivalent to one year's ATTR.

The contracts of the two executive directors also establish an obligation for the Company to give three months' advance notice of the termination of their professional contracts. In the event that the Company breaches this notice period, the executive directors will be entitled to receive compensation equivalent to their ATTR, annualised for the amount of the notice period that is not complied with.

Furthermore, these contracts include a post-contractual non-compete clause for a period of one year following termination of their relationship with the Company, compensated in an amount equivalent to 0.75 times their ATTR.

As already mentioned, the contracts of both executive directors include malus and clawback clauses that entitle the Company to reduce, cancel and/or recover any variable amounts paid or recognised, within twenty-four months of their payment or recognition, in the event that it is subsequently shown in an objective way that their calculation was based on incorrect or imprecise data.

The current Remuneration Policy sets out the details of the situations that could result in the application of these clauses.

A.1.10. The nature and estimated amount of any other supplementary remuneration that will be accrued by directors in the current year in consideration for services rendered other than those inherent in their position.

It is not expected that the directors will receive any supplementary remuneration during the 2022 financial year.

A.1.11. Other items of remuneration such as any deriving from the company's granting the director advances, loans or guarantees or any other remuneration.

As set out in its Remuneration Policy for 2021-2023, the Company currently has a policy for granting advances and loans which applies to the executive directors and which establishes a maximum capital amount (equivalent to two months' gross Fixed Remuneration) and repayment conditions that are fixed according to the amount of time over which the executive director repays the loan in question. The grant of these loans is subject to approval by the Board of Directors, following a favourable report by the ARCGC and the formal signing of the agreement provided for in the Policy.

A.1.12. The nature and estimated amount of any other planned supplementary remuneration to be accrued by directors in the current year that is not included in the foregoing sections, whether paid by the company or by another group company.

It is not expected that the directors will receive any supplementary remuneration during the 2022 financial year.

A.2. Explain any significant change in the remuneration policy applicable in the current year resulting from:

- a) **A new policy or an amendment to a policy already approved by the General Meeting.**
- b) **Significant changes in the specific determinations established by the board for the current year regarding the remuneration policy in force with respect to those applied in the previous year.**
- c) **Proposals that the Board of Directors has agreed to submit to the general shareholders' meeting to which this annual report will be submitted and for which it is proposed that they be applicable to the current year.**

As already mentioned in section A.1.1, the General Shareholders Meeting approved a new Remuneration Policy for the period from 2021 to 2023 to replace the policy that had been approved for the same period at the General Shareholders Meeting held on 25 June 2020.

This Remuneration Policy establishes the remuneration system that applies to the new governance structure, which separates the roles of the Chairman and the CEOs.

There are no plans to submit any changes to this policy to the General Shareholders Meeting in 2022.

A.3. Identify the direct link to the document containing the company's current remuneration policy, which must be available on the company's website.

https://www.indracompany.com/sites/default/files/d7/Accionistas/2021/Politicasy politica_de_remuneraciones_0.pdf

A.4. Explain, taking into account the data provided in Section B.4, how account has been taken of the voting of shareholders at the General Shareholders' Meeting to which the annual report on remuneration for the previous year was submitted on a consultative basis.

Indra maintains contact with its shareholders, stakeholders and proxy advisers, and it takes account of all the observations and suggestions received from such contacts when submitting any proposal to the General Shareholders Meeting. At the Ordinary General Shareholders Meeting held in 2021, the Remuneration Policy and the Annual Remuneration Report received the backing of the majority of shareholders. The percentage of abstentions obtained in respect of those items on the Agenda, as reported after the meeting, was due to the abstention by the significant shareholder SEPI (Sociedad Estatal de Participaciones Industriales, S.A.), which, as a general policy, abstains in all the General Shareholders Meetings of all listed companies of which it is a shareholder when the vote relates to the remuneration of directors and managers.

B. Overall summary of how remuneration policy was applied during the year last ended

B.1.1. Explain the process followed to apply the remuneration policy and determine the individual remuneration contained in Section C of this report. This information will include the role played by the remuneration committee, the decisions taken by the Board of Directors and the identity and role of any external advisors whose services may have been used in the process of applying the remuneration policy in the year last ended.

As already mentioned, following a proposal from the ARCGC, the Board of Directors is the body with the power to set the remuneration to be received by directors, within the limits and parameters established in the Remuneration Policy approved by the General Shareholders Meeting.

The remuneration for membership of the Company's administrative bodies has consisted solely of a fixed allocation which has been received in its entirety in cash, in accordance with the amounts set out in the current Remuneration Policy, except as regards the previous executive chairman, whose remuneration from the period January to May 2021 was governed by the provisions of the Remuneration Policy that applied for that period.

Depending on each individual director's membership of the different administrative bodies, the allocation of these amounts resulted in the individual payments shown in section C below.

As regards the Non-executive Chairman who was appointed in May 2021, the policy in force establishes a fixed annual remuneration of €550,000, and he has received the proportional amount to which he is entitled since his appointment.

In September 2021, subject to the provisions contained in the Remuneration Policy and the maximum annual limit on the total remuneration paid to directors for their membership of the administrative bodies, the Board of Directors agreed to the creation of a new Strategy Committee, and set the fixed annual remuneration of its members at €24,000, and that its Chair, the Chairman of the Board, would receive 1.5 times that amount (€36,000). The remuneration received by the members of this committee is the amount corresponding to the period from October to December 2021.

As regards the executive directors, their FR is the amount established in section B.6, and their VAR is the amount determined by the ARCGC and the Board at their meetings held respectively on 25 and 27 January, after the close of the 2021 financial year, once an appraisal had been made of the degree to which each of them had met their targets. The results of this appraisal are set out in section B.7 below.

B.1.2. Explain any deviation from the procedure established for the application of the remuneration policy that has occurred during the year.

There has not been any deviation from the procedure established for application of the Remuneration Policy during the financial year.

B.1.3. Indicate whether any temporary exception has been applied to the remuneration policy and, if so, explain the exceptional circumstances that have led to the application of these exceptions, the specific components of the remuneration policy affected and the reasons why the entity believes that these exceptions have been necessary to serve the long-term interests and sustainability of the society as a whole or ensure its viability. Similarly, quantify the impact that the application of these exceptions has had on the remuneration of each director over the year.

No exception has been made to the Remuneration Policy with regard to timings.

B.2. Explain the different actions taken by the company in relation to the remuneration system and how they have contributed to reducing exposure to excessive risks, aligning it with the long-term objectives, values and interests of the company, including a reference to the measures adopted to ensure that the long-term results of the company have been taken into consideration in the remuneration accrued. Ensure that an appropriate balance has been attained between the fixed and variable components of the remuneration, the measures adopted in relation to those categories of personnel whose professional activities have a material effect on the company's risk profile and the measures in place to avoid any possible conflicts of interest.

As indicated in section A.1, the system for the remuneration of directors for their membership of the administrative bodies has been designed with the specific aim of uncoupling this remuneration from short-term targets and variables.

In addition, with regard to the specific remuneration of the executive directors for the performance of their management duties, the current remuneration plan gives important weight (more than 50%, including a deferred portion of their VAR) to medium-term components and variable components (75%), as opposed to their fixed remuneration (25%), as explained throughout this report.

The procedures for setting targets and assessing compliance with those targets pays particular attention to the variables in the performance of the Company's most important business activities, in order to create sustainable value in the medium and long term.

The Corporate Governance system, internal regulations, control systems and compliance programmes implemented by the Company establish specific supervisory mechanisms and counterbalances that are designed to prevent the ability to take decisions from becoming concentrated in areas that may involve the assumption of high levels of risk for the Company, and

to prevent and, where necessary, properly manage any situations of conflict of interest that may arise.

In addition, in the preparation of the Remuneration Policy, the necessary alignment of the remuneration of executive directors and senior management has been taken into consideration, given its impact on the entity's risk profile.

As indicated in section A, the contracts of the Company's executive directors include malus and clawback clauses which allow for the reduction, cancellation and recovery of any remuneration amounts that have been improperly paid, in the terms set out in that section.

B.3. Explain how the remuneration accrued and consolidated over the financial the year complies with the provisions of the current remuneration policy and, in particular, how it contributes to the company's long-term and sustainable performance.

Furthermore, report on the relationship between the remuneration obtained by the directors and the results or other performance measures of the company in the short and long term, explaining, if applicable, how variations in the company's performance have influenced changes in directors' remuneration, including any accrued remuneration payment of which has been deferred, and how such remuneration contributes to the short- and long-term results of the company.

The remuneration amounts accrued by the directors for each of the items provided for in the Remuneration Policy that applies to the period from 2021 to 2023 result from applying the criteria and amounts set out in that Policy, and they fall within the current limits established in this regard. The principles that govern the said Policy, as regards the remuneration of directors both for their membership of the administrative bodies and for the performance of their executive duties, have been properly applied.

60% of the VAR is linked to compliance with the Company's quantitative targets (Contracting, EBIT and FCF), and it is therefore directly related to the Company's results.

The following sections give details of the way in which the Remuneration Policy is applied and the way that each of the remunerative items is calculated and approved- Specifically, section B.7 gives details of the percentage in which the targets for each of the executive directors are met, based on the ARCGC's and the Board's appraisal of compliance with those targets.

B.4. Report on the result of the consultative vote at the General Shareholders' Meeting on remuneration in the previous year, indicating the number of votes in favour, votes against, abstentions and blank ballots:

	Number	% of the total
Votes cast	126,243,720	71.46
	Number	% over issued
Votes against	834,186	0.6608
Votes in favour	92,012,903	72.8851
Blank ballots	-	-
Abstentions	33,396,631	26.4541

Observations

As indicated in section A.4, the significant shareholder SEPI has a general policy of abstaining from voting at the General Shareholders Meetings of all the companies of which it is a shareholder when the vote relates to the remuneration of directors and managers. SEPI's abstention accounted for 98.98% of the total abstentions recorded above (26.18% of the total votes cast).

B.5. Explain how the fixed components accrued and vested during the year by the directors in their capacity as such were determined, their relative proportion with regard to each director and how they changed with respect to the previous year.

As mentioned in section B.1.1, remuneration has consisted solely of a fixed allocation which has been received in its entirety in cash, in accordance with the amounts set out in the current Remuneration Policy, based on each director's membership of the various administrative bodies and the number of days this has lasted.

The remuneration paid for chairmanship of the Board from January to May 2021 was governed by the terms of the remuneration policy that was in place over that period (€120,000 per annum) and by the terms of the current policy following the appointment of Mr Murtra as Non-executive Chairman (€550,000 per annum).

In September 2021, the Board of Directors agreed to the creation of a new Strategy Committee, set the fixed annual remuneration of its members at €24,000, and that its Chair, the Chairman of the Board, would receive 1.5 times that amount.

Depending on each individual director's membership of the different administrative bodies and the length of their mandates, the allocation of these amounts resulted in the individual payments shown in section C below.

The total amount accrued in 2021 by all of the directors in their capacity as such (for their membership of the Board and its Committees) amounted to €1,876 thousand (€1,432 thousand in 2020), the difference being mainly due to the remuneration paid to the Non-executive Chairman who was appointed in May.

Nevertheless, the total amount accrued remains well below the maximum annual limit (€2,600,000) approved by the General Shareholders Meeting and provided for in the Remuneration Policy.

B.6. Explain how the salaries accrued and vested by each of the executive directors over the past financial year for the performance of management duties were determined, and how they changed with respect to the previous year.

During the 2021 financial year, the FR accrued by the executive directors was as follows:

- Fernando Abril-Martorell (Executive Chairman to May 2021): €315 thousand.
- Cristina Ruiz (CEO since May 2021): €583 thousand.
- Ignacio Mataix (CEO since May 2021): €583 thousand.

The specific remuneration of the executive directors was determined, until May 2021, in accordance with the amounts provided for in the Remuneration Policy approved by the General Shareholders Meeting held on 25 June 2020. This policy established a fixed remuneration amount of €775,000 per annum for the Executive Chairman and €550,000 for Ms Ruiz and Mr Mataix, executive directors and until then respectively General Managers of IT and T&D.

In May 2021, as a consequence of the replacement of Mr Abril-Martorell as Chairman and the change to the Company's governance structure that resulted in the appointment of Ms Ruiz and Mr Mataix as CEOs, the fixed remuneration of the CEOs was raised to €600,000, in order to bring it into line with the increased scope of their responsibilities, and these are the annual amounts that have been applied since that date.

B.7. Explain the nature and the main characteristics of the variable components of the remuneration systems accrued and vested in the year last ended.

In particular:

- a) Identify each of the remuneration plans that determined the different types of variable remuneration accrued by each of the directors in the year last ended, including information on their scope, date of approval, date of implementation, any vesting conditions that apply, periods of accrual and validity, criteria used to evaluate performance and how this affected the establishment of the variable amount accrued, as well as the measurement criteria used and the time needed to be able to adequately measure all the conditions and criteria stipulated, explaining the criteria and factors applied in regard to the time required and the methods of verifying that the performance or any other kind of conditions linked to the accrual and vesting of each component of variable remuneration have effectively been met.
- b) In the case of share options and other financial instruments, the general characteristics of each plan must include information on the conditions both for acquiring unconditional ownership (vesting) of these options or financial instruments and for exercising them, including the exercise price and period.

- c) Each director that is a beneficiary of remunerations systems or plans that include variable remuneration, and his or her category (executive director, external proprietary director, external independent director or other external director).
- d) Information is to be provided on any periods for accrual, vesting or deferment of payment of vested amounts applied and/or the periods for retention/unavailability of shares or other financial instruments, if any.

Explain the short-term variable components of compensation systems

As already indicated above, the only variable components in payments to the Board are those which correspond to the executive directors as part of their additional remuneration for the performance of their management duties.

As regards VAR, following a proposal from the ARCGC, the Board agreed an annual set of targets for each executive director, and for the 2021 financial year these targets were as follows:

- a) Company targets: Contracting, Cash-flow and EBIT for the Group with a combined weighting of 60% for the three executive directors.

The following table shows the weighting for each target:

Target	Chairman CEO IT CEO T&D
Group order intake	15%
Group Cash Flow	15%
Group EBIT	30%
Total	60%

In order to determine the degree of compliance with each of these targets, a central value (equivalent to 100% compliance) was set, corresponding at least to compliance with the Company's annual budget forecast figure, along with the following figures that remain pending achievement:

	Compliance with targets	% payment	Compliance with targets	% payment	Compliance with targets	% payment	Weighting
Cash flow	< 80%	0%	80%-100%	25%-100%	100%-110%	100%-120%	25%
EBIT	< 80%	0%	80%-100%	25%-100%	100%-110%	100%-120%	50%
Order intake	< 80%	0%	80%-100%	25%-100%	100%-110%	100%-120%	25%

b) Qualitative targets: individual and with an overall weighting of 40%, they were as follows for each of the three executive directors:

- Executive Chairman (to May 2021): i) overall appraisal by the Board of his management, including implementation of the Strategic Plan (80%); and ii) compliance with the KPI undertaken in the Sustainability Master Plan, particularly those that relate to CO₂ emissions, diversity and innovation, maintaining the Company's leading position in the ESG benchmark rankings (20%).
- CEO (Ms Ruiz): i) promotion of cross-cutting collaboration and group cohesion (20%); ii) establishment of the mechanisms for implementing the Strategic Plan (20%); iii) launch of the horizontal digital office (20%); iv) compliance with the KPIs undertaken in the Sustainability Master Plan, particularly those that relate to CO₂ emissions, diversity and innovation, maintaining the Company's leading position in the ESG benchmark rankings (20%); and v) development of people (culture and collaborative attitude, efficiency approach, succession plans, etc.) (20%).
- CEO (Mr Mataix): i) establishment of a culture for the improvement of margins and compliance with the budget (20%); ii) promotion of cross-cutting collaboration and group cohesion (15%); iii) development of people (culture and collaborative attitude, efficiency approach, succession plans, etc.) (15%); iv) successful launch and implementation of programmes (mainly 8x8, FCAS) (15%); v) ensuring savings in budgeted procurements and their tracking in the margin and/or FTE (15%); and vi) compliance with the KPI undertaken in the Sustainability Master Plan, particularly those that relate to CO₂ emissions, diversity and innovation, maintaining the Company's leading position in the ESG benchmark rankings (20%).

Following closure of the 2021 financial year, the ARCGC and the Board completed the process for assessing compliance with the targets linked to VAR and obtained the following results:

As regards the Company targets that are common to all three executive directors, the ARCGC and the Board assessed the achievements obtained in 2021: record turnover for the Group with organic growth of almost 10%; substantial increase in margins (up by more than 3% in comparison with 2020); cash generated at levels exceeding those obtained in the past; debt reduced to levels not seen since 2008;

and an announcement that dividends would once again be paid against the 2021 results. These achievements had a highly positive impact on the share price, which rose by 36% in 2021, as compared with an 8% rise in the Ibx 35. Indra had the 7th highest share price increase on the said Index.

The percentages in which each of the above targets were achieved were as follows: Contracting 110.13%, Cash-flow 120.00% and Ebit 120.00%. Bearing in mind the weighting of each target, the percentage in which they were achieved amounted to 117.53% for each executive director.

With regard to the qualitative targets:

- CEO (Ms Ruiz):

When assessing the individual targets that are referred to above and were identified in the Annual Remuneration Report for 2020, the initial weighting of which was 20% in each case, the ARCGC and the Board decided that the assessment relating to the launch of the digital office should be excluded because, while it remains very important, it was not a priority this year, given the circumstances that arose. The assessment was therefore limited to the other four targets, and their weighting was increased to 25% each. With regard to these individual targets for Ms Ruiz, which carry a total weighting of 40%, the ARCGC and the Board assessed their general performance as excellent, finding that they had been achieved in the amount of 120%.

As regards the sustainability targets, which are common to all three executive directors, the ARCGC and the Board gave a highly positive score to: i) complying with and exceeding the targets for the reduction of CO2 emissions fixed for 2021 (using base data from 2019), with an estimated reduction of 57% in Scope 1 and 2 emissions (emissions from energy consumption at workplaces) and 15% for Scope 3 emissions (indirect emissions resulting from the value chain); ii) obtaining formal approval from the Science-Based Target Initiative for the ambitious Science-Based Targets for the reduction of emissions set by Indra for 2030 and 2040; iii) compliance with the target set for Indra to achieve a leading position in the most important ESG indices: in 2021, Indra ranked at no. 1 in the world Software and IT Services sector in the DSJI World Index, and it rose to “leadership” level in the CDP Climate Change Index; and iv) compliance with the main milestones and KPIs set for 2021, with particular reference to the Board’s approval of its Supplier Sustainability Policy and its Modern Slavery Statement, the design of Indra’s multidimensional Diversity, Equity and Inclusion strategy, the launch of its carbon pricing project, the provision of training in Sustainability for all of the Company’s employees and the publication of the Sustainability Microsite.

All of the above means that the ARCGC and the Board assessed Ms Ruiz’s general performance as excellent, and agreed that targets had been met by an overall figure of 120%, which resulted in a gross payment of €1,008 thousand.

- CEO (Mr Mataix):

When assessing the six individual targets described above, which carry a total weighting of 40%, the ARCGC and the Board assessed their general performance as excellent, finding that they had been achieved in the amount of 120%.

In the area of Sustainability, an assessment was made of the achievements obtained during the financial year, as mentioned above.

All of the above means that the ARCGC and the Board assessed Mr Mataix's general performance as excellent, and agreed that targets had been met by an overall figure of 120%, which resulted in a gross payment of €1,008 thousand.

- Executive Chairman (to May 2021):

When assessing the two individual targets described above, which were identified in the Annual Remuneration Report for 2020 and which carry a total weighting of 40%, the ARCGC and the Board assessed their general performance as excellent.

In the area of Sustainability, an assessment was made of the achievements obtained during the financial year, as mentioned above.

All of the above means that the ARCGC and the Board assessed Mr Abril-Martorell's general performance as excellent, and agreed that targets had been met by an overall figure of 120%, which resulted in a gross payment of €524 thousand.

In accordance with the current Remuneration Policy, 70% of the VAR will be received in cash in March 2022. The remaining 30% will be received in shares, the gross number of which has been calculated on the basis of the average share price during the 30 stock market sessions prior to the date on which the Board approved the VAR, which gave a price of €9.36. The foregoing means that the following numbers of shares have accrued: former Executive Chairman (Mr Abril-Martorell) 16,797 shares; CEO (Ms Ruiz) 32,290 shares; and CEO (Mr Mataix) 32,290 shares. These shares will be handed over to the executive directors in three equal amounts in 2023, 2024 and 2025.

In accordance with the deferral described above, on 24 February 2022 the executive directors received the shares corresponding to the last third of the VAR for 2018, the second third of the VAR for 2019 and the first third of the VAR for 2020, with former Executive Chairman (Mr Abril-Martorell), CEO (Ms Ruiz) and CEO (Mr Mataix) receiving 25,147 shares, 20,463 shares and 20,463 shares respectively in this regard. All of the above amounts and numbers of shares are gross figures and, therefore, subject to the tax withholdings that apply from time to time.

Receipt of the deferred portion of the variable annual remuneration is subject to the circumstances provided for in the malus clause not being met, since this could result in the total or partial loss of entitlement to the remuneration whose payment has been deferred.

Explain the components of long-term variable compensation systems

Given that the 2021-2023 MTI becomes due at the end of the period for which it has been established, and that its receipt is conditional upon remaining an executive director at the Company for that period, no amount was allocated in this regard during the 2021 financial year.

B.8. Indicate whether certain variable components have been reduced or clawed back when, in the former case, payment of non-vested amounts has been deferred or, in the latter case, they have vested and been paid, on the basis of data that have subsequently been clearly shown to be inaccurate. Describe the amounts reduced or clawed back through the application of the "malus" (reduction) or clawback clauses, why they were implemented and the years to which they refer.

There was no reduction or claim for repayment of any of the consolidated variable payments during the 2021 financial year.

B.9. Explain the main characteristics of the long-term savings schemes where the amount or equivalent annual cost appears in the tables in Section C, including retirement and any other survivor benefit, whether financed in whole or in part by the company or through internal or external contributions, indicating the type of plan, whether it is a defined contribution or defined benefit plan, the contingencies covered, the conditions on which the economic rights vest in favour of the directors and their compatibility with any type of indemnification for early termination or cessation of the contractual relationship between the company and the director.

As indicated in the foregoing section A.1.7, members of the administrative bodies, directors (in their capacity as such) do not benefit from any long-term savings system, provision, retirement or pension plan or any other similar programme.

The current Remuneration Policy modified the approval given by the General Shareholders Meeting in June 2020 which, with regard to the CEOs, decoupled the plan previously known as the Pre-Retirement and Long-Term Savings Plan (PPALP) from any indemnification and compensation payments for termination of contract, in line with normal market practices.

The characteristics of the new Long-Term Savings Plan (PALP) for the CEOs, provided for in the current policy, are detailed in section A.1.7 of this report.

Under the foregoing policy, an executive director was entitled to receive the balance accrued in the PPALP on reaching 62 years of age, or earlier if he or she left office for reasons not attributable to the director.

The termination of contractual relations with Mr Abril-Martorell (former Executive Chairman) took place while the Remuneration Policy that was approved in 2020 remained in force, which meant that under the terms of his contract, his compensation (one year's ATTR) was paid out of the accumulated balance of the PPALP (contributions made over the period from 2015 to 2021), and no additional disbursement was required from the Company.

The contributions made by the Company to the plans in place from time to time in 2021 were as follows:

- Executive Chairman (up until May 2021): €194 thousand (15% of his ATTR). The contribution made is proportional to his time in office, and was applied, together with the remainder of the accumulated funds, to the payment of his severance payment.
- CEO: €161 thousand (6.72% of her ATTR; taking into account the increase in her ATTR following the review of its fixed remuneration in May 2021);
- CEO: €397 thousand (16.56% of his ATTR; taking into account the increase in his fixed remuneration in May 2021).

The executive directors are not the beneficiaries of pension plans or any other kind of provision, savings or deferred benefit plan other than the plans that are in place from time to time. Section C below shows the contributions made by the Company to the plans in place from time to time for each of the executive directors, along with the amounts that have accumulated in those plans.

B.10. Explain, where applicable, the indemnification or any other type of payment deriving from the early cessation, whether at the company's or the director's initiative, or from the termination of the contract in the terms provided therein, accrued and/or received by directors during the year last ended.

As already mentioned, when the change to the Company's governance structure was approved by the Board of Directors in May 2021, the contractual relationship between the then Executive Chairman and the Company was terminated.

The amount of compensation received by Mr Abril-Martorell under the terms of his contract came to a total of €3,100 thousand and was financed with the accumulated balance of the PPALP (contributions made in the period 2015-2021).

In addition, Mr Abril-Martorell received €775 thousand from the Company as a consequence of the breach of the contractual notice period, plus an amount for holiday allowance that had accrued but had not been taken (€26 thousand).

Finally, the termination triggered the non-compete clause signed by Mr Abril-Martorell and the Company and under this clause, he therefore received compensation of €1,163 thousand in this regard, corresponding to the 6-month period of 2021.

The amounts received by Mr Abril-Martorell do not exceed two years' ATTR.

B.11. Indicate whether there have been any significant changes in the contracts of persons exercising senior management functions, such as executive directors, and, if so, explain them. In addition, explain the main conditions of the new contracts signed with executive directors during the year, unless these have already been explained in Section A.1.

During the 2021 financial year, the contracts of the executive directors have been modified to take account of the increase in their gross annual fixed remuneration arising from their appointment as joint CEOs, and to introduce the relevant modifications to bring them into line with the new Remuneration Policy for 2021-2023 proposed to the General Shareholders Meeting in 2021.

The most significant new developments are detailed below:

- Increase in the fixed remuneration of each of the CEOs from €550,000 to €600,000.
- Review of the maximum amount of Medium-Term Remuneration, which rises from 133% to 150% of the target amount, and subsequent calibration of the required degree to which the targets linked to this payment item must be met.
- Clarification of the Executive Directors obligation to retain shares, under which the Executive Directors may not transfer the shares they have been awarded for a period of three years following their award, unless they directly or indirectly own a number of shares that is equivalent to twice their fixed annual remuneration, or unless the Board of Directors specifically authorises them to do so due to the existence of exceptional and justifiable circumstances.
- Formalisation of the malus clause on variable remuneration, and breakdown of the grounds for applying the malus and clawback clauses (these grounds are also listed in the current Remuneration Policy).
- Decoupling indemnification and compensation payments for termination of contract from the Pre-Retirement and Long-Term Savings Plan, in line with normal market practices, and modification of the plan's name, which will now become the Long-Term Savings Plan (PALP).

B.12. Explain any supplementary remuneration accrued by directors in consideration of the provision of services other than those inherent in their position.

No supplementary remuneration has been made to the benefit of the Company's directors.

B.13. Explain any remuneration deriving from advances, loans or guarantees granted, indicating the interest rate, their key characteristics and any amounts returned, as well as the obligations assumed on their behalf by way of guarantee.

As explained in section A.1.11, the Company currently has a policy for granting advances and loans which applies to the executive directors. No loans or advances have been granted to the executive directors during the financial year that has just ended.

B.14. Itemise the remuneration in kind accrued by the directors during the year, briefly explaining the nature of the various salary components.

Pursuant to the terms of the contracts governing their professional relationship with the Company, the executive directors receive remuneration in kind which consists of life insurance with cover in the event of death or disability. They are also the beneficiaries of health insurance under the terms of a collective policy that the Company has taken out for its senior executives. Executive directors Ms Ruiz and Mr Mataix are entitled to the use of a company vehicle, in accordance with the policy established to this end by the Company. The individual amounts that correspond to each of the aforementioned items were as follows:

- Executive Chairman (to May 2021): (i) life insurance premium €4 thousand; and (ii) healthcare policy €7 thousand.
- CEO (Ms Ruiz): (i) life insurance premium €3 thousand; (ii) healthcare policy €5 thousand; and (iii) use of vehicle; €13 thousand.
- CEO (Mr Mataix): (i) life insurance premium €23 thousand; (ii) healthcare policy €8 thousand; and (iii) use of vehicle; €25 thousand.

These amounts are included under sub-section iv of section C.1 a), “breakdown of other items”.

As already mentioned above, the directors do not receive any remuneration in kind as a result of their membership of the administrative bodies, except for the Non-executive Chairman who, as mentioned in section A.1.5, is the beneficiary of life insurance, with cover in the event of death or disability, and health insurance. The amounts accrued in this regard over the period from May to December were €1 thousand and €5 thousand respectively.

B.15. Explain the remuneration accrued by any director by virtue of payments made by the listed company to a third company in which the director provides services when these payments seek to remunerate the director’s services to the company.

No director accrues remuneration by virtue of the payments made by the Company to a third party organisation to which the Director provides services.

B.16. Explain and detail the amounts accrued in the year in relation to any other remuneration concept other than that set forth above, whatever its nature or the group entity that pays it, including all benefits in any form, such as when it is considered a related-party transaction or, especially, when it significantly affects the true image of the total remuneration accrued by the director. Explain the amount granted or pending payment, the nature of the consideration received and the reasons for those that would have been considered, if applicable, that do not constitute remuneration to the director or in consideration for the performance of their executive functions and whether or not has been considered appropriate to be included among the amounts accrued under the “Other concepts” heading in Section C.

Directors do not receive any remuneration other than the amounts explained in the foregoing sections.

C. Itemised individual remuneration accrued by each director

Name	Type	Period of accrual in year 2021
Fernando Abril-Martorell	Executive	From 01/01/2021 to 27/05/2021
Carmen Aquerreta Ferraz	Independent	From 01/01/2021 to 31/12/2021
Antonio Cuevas Delgado	Proprietary	From 01/01/2021 to 31/12/2021
Silvia Iranzo Gutiérrez	Independent	From 01/01/2021 to 31/12/2021
Enrique de Leyva Pérez	Independent	From 01/01/2021 to 31/12/2021
Ignacio Martín San Vicente	Independent	From 01/01/2021 to 31/12/2021
Santos Martínez-Conde Gutiérrez-Barquín	Dominical	From 01/01/2021 to 20/12/2021
Ignacio Mataix Entero	Executive	From 01/01/2021 to 31/12/2021
Marc Thomas Murtra Millar	Other external	From 27/05/2021 to 31/12/2021
Ana de Pro Gonzalo	Independent	From 01/01/2021 to 31/12/2021
Cristina Ruiz Ortega	Executive	From 01/01/2021 to 31/12/2021
Miguel Sebastián Gascón	Proprietary	From 01/01/2021 to 31/12/2021
Alberto Terol Esteban	Independent	From 01/01/2021 to 31/12/2021
Isabel Torremocha Ferrezuelo	Independent	From 01/01/2021 to 31/12/2021

C.1. Complete the following tables regarding the individual remuneration of each director (including remuneration received for performing executive duties) accrued during the year.

a) Compensation from the reporting company:

i. Remuneration accruing in cash (thousands of euros)

Name	Fixed remuneration	Attendance fees	Remuneration for membership on Board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Indemnification	Other items	Total year 2021	Total year 2020
F. Abril-Martorell	50		-	315	367 (*)		775	1,189	2,696	1,333.5
C. Aquerreta	80		64						144	72
A. Cuevas	80		48						128	120
S. Iranzo	80		36						116	119
E. de Leyva	80		66						146	142
I. Martín	80		54						134	120
S. Martínez-Conde	80		70						150	135
I. Mataix	80		-	583	706				1,369	942.5
M. Murtra	327		9						336	-
A. de Pro	80		46						126	-
C. Ruiz	80		-	583	706				1,369	942.5
M. Sebastián	80		46						126	112.5
A. Terol	80		36						116	119
I. Torremocha	80		64						144	125

(*) Executive Chairman until May 27, 2021

Observations

The compensation of Mr Abril-Martorell, Executive Chairman of the Company until May, 27, 2021, only includes the amount paid by the Company as a consequence of the breach of the contractual notice period, since the compensation received due to the termination of his contractual relationship in accordance with the provisions of his contract (€3,100 thousand), was fully financed with the funds consolidated in the PPALP, as indicated in table C.1.a) iii. below, which did not require any additional disbursement by the Company.

On the other hand, the €1,189 thousand reported in "other items" includes the compensation accrued by Mr. Abril-Martorell, corresponding to the non-compete agreement signed with the Company (€1,163 thousand), plus an amount for holiday allowance that had accrued but had not been taken included in his settlement (€26 thousand).

ii. Table of changes in share-based remuneration schemes and gross profit from vested shares or financial instruments

Name	Name of Plan	Financial instruments at start of year 2021		Financial granted during year 2021		Financial instruments vested during the year				Instruments matured but not exercised	Financial instruments at end of year 2021	
		Nº of instruments	Nº of equivalent shares	Nº of instruments	Nº of shares	Nº of instruments	Nº of equivalent / vested shares	Price of vested shares	EBIDTA from vested shares or financial instruments (thousands of €)	Nº of instruments	Nº of instruments	Nº of equivalent shares
F. Abril-Martorell	VAR 2017-2020, with the deferred handover of shares	75,381	75,381	16,797	16,797					-	68,915	68,915
Ignacio Mataix	VAR 2018-2020, with the deferred handover of shares	53,891	53,891	32,290	32,290					-	72,455	72,455
Cristina Ruiz	VAR 2017-2020, with the deferred handover of shares	55,871	55,871	32,290	32,290					-	72,455	72,455

Observations

All the numbers of shares shown in the table represent gross figures.

The number of financial instruments at the beginning of the 2021 financial year = deferred shares corresponding to 30% of the VAR for 2017 (last third) for Mr Abril-Martorell and for Ms Ruiz, and the VAR for 2018 (second and last third) and for 2019 and 2020 (first, second and last third), for the two CEOs and the Executive Chairman, Mr Abril-Martorell, until 27 May 2021, as described in section B.7. above.

Some of these shares were handed over on 25 February 2021: Mr Abril-Martorell, 23,263 shares (last third VAR 2017, second third VAR 2018 and first third VAR 2019); Ms Ruiz, 15,706 shares (last third VAR 2017, second third VAR 2018 and first third VAR 2019), and Mr Mataix, 13,726 shares (second third VAR 2018 and first third VAR 2019).

The number of financial instruments granted during the 2021 financial year = includes the shares accrued at the end of the 2021 financial year as VAR 2021, in accordance with the assessment of the fulfilment of objectives made by the ARCGC and the Board, which will be delivered to the directors over three years, by third parties, whose delivery is deferred under the terms indicated in section B.7 and is subject to the non-occurrence of circumstances contemplated in the malus clause.

Financial instruments consolidated in the year = no information is included in this section since the shares granted in respect of VAR 2021 are not considered consolidated in the year in accordance with the instructions for completing this section, as they are subject to subsequent conditions (malus clause). Notwithstanding the foregoing, the note to the financial statements on remuneration of directors and senior executives does include the total amount accrued in respect of VAR 2021, including the 30% that corresponds to being received in shares, since the criteria established by the accounting regulations applicable to the Company are followed.

The number of financial instruments at the end of the financial year = includes the shares pending handover at the beginning of the financial year, from which the shares handed over during the financial year are subtracted and in addition to those granted during the 2021 financial year in the form of VAR for 2021 are added.

As of 24 February 2022, some of these VAR shares have been handed over (Mr Abril-Martorell, 25,147, Ms Ruiz, 20,463, and Mr Mataix, 20,463).

iii. Long-term savings schemes

Name	Remuneration from vesting of rights to saving schemes
F. Abril-Martorell	0
I. Mataix	0
C. Ruiz	0

Name	Contribution for the year by the company (thousands of euros)				Amount of accrued funds (thousands of euros)			
	Savings schemes with vested economic rights		Savings schemes with non-vested economic rights		Savings schemes with vested economic rights		Savings schemes with non-vested economic rights	
	2021	2020	2021	2020	2021	2020	2021	2020
F. Abril-Martorell	-	-	194	465	3,100	-	-	3,072
I. Mataix	-	-	397	363	-	-	1,584	1,079
C. Ruiz	-	-	161	148	-	-	665	458

Observations

The PALP is not a pension plan and its receipt by the executive director is contingent. The Company makes the annual defined contribution for the endowment of the PALP, while the contractual relationship of the executive directors is in force, the accumulated balance of which each beneficiary is only entitled to receive when he/she reaches 62 years of age. In no case may the executive director receive for this concept an amount greater than one annuity of his/her current ATTR.

In the event that the contract is still in force when the executive directors reach 62 years of age, they are entitled to receive the amount accumulated in the PALP, regardless of their possible continuity in the Company, either in the form of capital, as an annuity or as a mix of both.

As indicated in section B.9, the termination of the contractual relationship of Mr. Abril-Martorell (former Executive Chairman) took place while the Remuneration Policy approved in 2020 was in force, so that in accordance with the provisions of his contract, his severance payment (one annuity of his ATTR) was financed with the accumulated balance of the PPALP (contributions made in the period 2015-2021), and did not require additional disbursement by the Company.

iv. Detail of other items

Name	Concept	Amount of remuneration
F. Abril-Martorell	Life and health insurance premiums	11
I. Mataix	Life and health insurance premiums and vehicle	56
M. Murtra	Life and health insurance premiums	6
C. Ruiz	Life and health insurance premiums and vehicle	22

Observations

b) Remuneration of directors of the listed company for seats on the boards of other subsidiary companies:

i. Remuneration accruing in cash (thousands of euros)

Name	Fixed remuneration	Attendance fees	Remuneration for membership on Board committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Indemnification	Other items	Total year 2021	Total year 2020
No data available										

Observations

ii. Table of changes in share-based remuneration schemes and gross profit from vested shares or financial instruments

Name	Name of Plan	Financial instruments at start of year 2021		Financial granted during year 2021		Financial instruments vested during the year				Instruments matured but not exercised	Financial instruments at end of year 2021	
		N° of instruments	N° of equivalent shares	N° of instruments	N° of shares	N° of instruments	N° of equivalent / vested	Price of vested shares	EBIDTA from vested shares or financial	N° of instruments	N° of instruments	N° of equivalent shares
No data available												

Observations

iii. Long-term savings schemes

Name	Remuneration from vesting of rights to saving schemes
No data available	

Name	Contribution for the year by the company (thousands of euros)				Amount of accrued funds (thousands of euros)			
	Savings schemes with vested economic rights		Savings schemes with non-vested economic rights		Year n		Year n-1	
	Year n	Year n-1	Year n	Year n-1	Schemes with vested economic rights	Schemes with non-vested economic rights	Schemes with vested economic rights	Schemes with non-vested economic rights
	No data available.							

Observations

iv. Detail of other items

Name	Concept	Amount of remuneration
No data available		

Observations

c) Summary of compensation (thousands of euros):

This summary must include the amounts corresponding to all the remuneration items included in this report that have accrued to each director. in thousands of euros,

Name	Remuneration accruing in the Company					Remuneration accruing in group companies				
	Total cash remuneration	EBITDA from vested shares or financial instruments	Remuneration by way of savings systems	Other items of remuneration	Total in year 2021 company	Total cash remuneration	Gross benefit of vested shares or financial instruments	Remuneration by way of savings systems	Other items of remuneration	Total in year 2021 group
F. Abril-Martorell	2,696	-	3,100	11	5,807	-	-	-	-	-
C. Aquerrete	144	-	-	-	144	-	-	-	-	-
A. Cuevas	128	-	-	-	128	-	-	-	-	-
S. Iranzo	116	-	-	-	116	-	-	-	-	-
E. de Leyva	146	-	-	-	146	-	-	-	-	-
I. Martín	134	-	-	-	134	-	-	-	-	-
S. Martínez-Conde	150	-	-	-	150	-	-	-	-	-
I. Mataix	1,369	-	-	56	1,425	-	-	-	-	-
M. Murtra	336	-	-	6	342	-	-	-	-	-
A. de Pro	126	-	-	-	126	-	-	-	-	-
C. Ruiz	1,369	-	-	22	1,391	-	-	-	-	-
M. Sebastián	126	-	-	-	126	-	-	-	-	-
A. Terol	116	-	-	-	116	-	-	-	-	-
I. Torremocha	144	-	-	-	144	-	-	-	-	-
Total:	7,100	-	3,100	95	10,295	-	-	-	-	-

Observations

The amounts included in this section and in the Annual Corporate Governance Report follow the criteria established in CNMV Circular 3 dated September 28 2021, so that, with respect to the remuneration for savings systems (C.1.a.iii) of the chief executive officers, the amount corresponding to the annual contribution made for this concept is not stated, since it is consolidated when they reach 62 years of age. Notwithstanding the foregoing, the notes to the financial statements on remuneration of directors and senior executives do include such contributions, since the criteria established by the accounting regulations applicable to the Company are followed.

With regard to Mr. Abril-Martorell, the amount declared as Remuneration for savings systems corresponds to the amount received as severance payment for the termination of his contract which, as mentioned in section C.1.a) iii, was financed entirely with the funds accumulated in the PPALP.

C.2. Indicate the evolution in the last five years of the amount and percentage variation of the remuneration accrued by each of the directors of the listed company who have held this position during the year, the consolidated results of the company and the average remuneration on an equivalent basis with regard to full-time employees of the company and its subsidiaries that are not directors of the listed company.

Total amounts accrued and % annual variation									
	Year 2021	% variation 2021/2020	Year 2020	% variation 2020/2019	Year 2019	% variation 2019/2018	Year 2018	% variation 2018/2017	Year 2017
Executive directors									
F. Abril-Martorell	5,807	55.06	3,745	63.54	2,290	7.66	2,127	-71.23	7,392
I. Mataix	1,425	-47.73	2,726	59.32	1,711	11.98	1,528	-	0
C. Ruiz	1,391	-43.71	2,471	68.90	1,463	-1.01	1,478	-	0
External directors									
C. Aquerreta	144	100.00	72	-	0	-	0	-	0
A. Cuevas	128	6.67	120	2.56	117	-	0	-	0
S. Irazo	116	-2.52	119	11.21	107	2.88	104	108.00	50
E. de Leyva	146	2.82	142	-7.79	154	6.94	144	0	144
I. Martín	134	11.67	120	13.21	106	103.85	52	-	0
S. Martínez-Conde	150	11.11	135	18.67	166	5.06	158	9.72	144
M. Murtra	342	-	0	-	0	-	0	-	0
A. de Pro	126	-	0	-	0	-	0	-	0
M. Sebastián	126	12.50	112	1.82	110	-	0	-	0
A. Terol	116	-2.52	119	-15.00	140	0	140	-1.41	142
I. Torremocha	144	15.2	125	108.33	60	-	0	-	0
Consolidated results of the company	211,441	-	-72,413	-	177,563	8.34	163,888	0.65	162,831
Average employee remuneration	28.442	2.93	27.632	-1.57	28.073	-3.78	29.177	4.51	27.918

Observations

D. Other information of interest

If there are any relevant issues relating to directors' remuneration that it has not been possible to include in the foregoing sections of this report, but which it is necessary to include in order to provide more comprehensive and reasoned information on the remuneration structure and practices of the company with regard to its directors, list them briefly.

This annual remuneration report was approved by the Board of Directors of the Company at its meeting held 28 March 2022.

Indicate whether any director voted against or abstained from approving this Report.

Yes No

Name or company name of any member of the Board of Directors not voting in favour of the approval of this report	Reasons (against. abstention. non-attendance)	Explain the reasons
Antonio Cuevas Delgado	Abstention	As detailed, this is the position taken by Sociedad Estatal de Participaciones Industriales, S.A. (SEPI) in listed companies in which it holds a minority shareholding.
Miguel Sebastián Gascón	Abstention	As detailed, this is the position of the Sociedad Estatal de Participaciones Industriales, S.A. (SEPI) in listed companies in which it holds a minority shareholding.

Brussels Avda, 35
28018 Alcobendas
Madrid, Spain
T +34 914 805 000

indracompany.com

indra