

EUSKALTEL, S.A.
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS SEPTEMBER 2020



Attendance, proxy and absentee voting card for the Extraordinary General Meeting of Euskaltel, S.A. to be held at the registered office located at Parque Tecnológico-Teknologi Elkartegia, Edificio 809, 48160, Derio (Biscay) at 11:00 am on 29 September 2020, on first call, or the next day, 30 September 2020, on second call, keeping in mind that it is expected that the meeting will be held on first call unless the shareholders are advised otherwise on the corporate website (www.euskaltel.com) and through a daily newspaper.

Holders:		Address:	
Securities Acct. Code	Minimum number of shares to attend	Number of shares	Number of votes
	1		

SHAREHOLDERS WISHING TO ATTEND ON-LINE

Shareholders who have registered their shares in the corresponding book-entry register at least five days in advance of the meeting and who are appropriately registered on the Company's website in accordance with the procedure set out in the publication of the call to meeting may attend the meeting on-line.

SHAREHOLDERS WISHING TO DELEGATE A REPRESENTATIVE OR VOTE BY POST USING THIS CARD

Shareholders may grant a proxy or vote by post on the items on the Agenda. To grant a proxy remotely, shareholders must complete the PROXY section and sign where required for this purpose. To vote remotely by post on the items on the Agenda, shareholders must complete the ABSENTEE VOTING section and sign where required for this purpose. If both sections are signed, the absentee voting section shall prevail, and the proxy section shall be deprived of effect. Once the card has been signed, it should be sent to the Company by post (Parque Tecnológico-Teknologi Elkartegia, Edificio 809, C.P. 48160, Derio, Bizkaia) or via email in accordance with the information set out on the corporate website (www.euskaltel.com).

PROXY

Shareholders who do not wish to attend the General Meeting may grant a proxy to any other person. The proxy representative must also sign this proxy. The shareholder holding this card grants a proxy to: (Check only one of the following boxes and, if applicable, designate the proxy representative. In order for this proxy to be valid, the shareholder must sign in the place designated for this purpose)

- The Chair of the Board
- Mr./Ms ID no.....

All proxies that do not contain a statement of the name of the person to whom the proxy is granted shall be deemed severally and successively granted to the Chair of the Board of Directors, to the Secretary of the Board of Directors and to the Deputy-Secretary of the Board of Directors.

To give your voting instructions, check the corresponding box in the following table.

If you do not complete any of the boxes, you give specific instructions to vote in favour of the proposals made by the Board of Directors.

Items on the Agenda	1	2	3	4	5
For					
Against					
Abstain					
Blank					

Item 4 on the agenda is purely for information purposes and does not require a vote.

Unless expressly stated otherwise below, the proxy covers items not included on the attached agenda, with respect to which the proxy representative shall vote in the direction the proxy representative deems most favourable to the interests of the principal, within the framework of the company interest. Check the NO box below only if you do not want the proxy to cover such items, in which case it shall be deemed that the shareholder instructs the proxy representative to abstain. **NO**

For the purposes of sections 523 and 526 of the Corporate Enterprises Act (Ley de Sociedades de Capital) (LSC), it is hereby informed that the Chair of the Board, as well as any other member of the Board of Directors, may have a conflict of interest in the situations described in sections a), b) and/or c) of LSC article 526.1 (appointment, re-election or ratification of directors, removal, separation or cessation in office of directors, filing of derivative liability action). The directors of the Company affected by the separation or the filing of a corporate liability action would also have a potential conflict of interest.

In relation to all of the foregoing, if the principal has not given specific voting instructions, and unless otherwise expressly stated below, the proxy shall be deemed granted severally and successively to the Chair of the General Meeting, to the Secretary for the General Meeting of Shareholders, or to the Deputy-Secretary of the Board of Directors. Check the NO box below only if you do not authorise the replacement (in which case it shall be deemed that the shareholder instructs the proxy representative to abstain): **NO**

Signature of shareholder

Signature of proxy representative

In....., on..... 2020

In....., on..... 2020

ABSENTEE VOTING

Shareholders who do not wish to attend the General Meeting or grant a proxy may cast an absentee vote. An absentee vote cannot be cast for proposals not included on the agenda.

Shareholders holding this card who wish to cast an absentee vote by post must check the corresponding box with an X in accordance with the direction of the shareholder's vote. If the shareholder does not mark any of the boxes provided with respect to any one or more of the items on the agenda, it shall be deemed that the shareholder votes in favour of the proposals made by the Board of Directors.

The rules included in the announcement of the call to meeting and on the Company's website (www.euskaltel.com), as well as the provisions of Law, the Bylaws and the Regulations for the General Meeting of Shareholders, must be followed in any event) (mark the corresponding boxes with an x):

Items on the Agenda	1	2	3	4	5
For					
Against					
Abstain					
Blank					

Item 4 on the agenda is purely for information purposes and does not require a vote.

Unless otherwise expressly stated below, as regards items not included on the attached agenda, the proxy is deemed to be severally and successively granted to the Chair, to the Secretary and to the Deputy-Secretary of the Board of Directors, applying the rules on direction of the vote and replacement in case of conflict of interest set out in the "Proxy" section of this card. Check the NO box below only if you do not want to grant a proxy and do not authorise the replacement (in which case it shall be deemed that the shareholder abstains in relation to such proposed resolution): **NO**

Signature of voting shareholder

In..... on2020

PERSONAL DATA PROTECTION

1. Data controller

Euskaltel, S.A., a company with registered office at Parque Tecnológico - Teknologi Ekartegia Edificio 809 Derio (Biscay), with Tax ID number (NIF) A-48766695, and telephone number 944011556 (hereinafter, Euskaltel or the Company), is the controller of the personal data that shareholders provide to the Company (upon the exercise or delegation of their rights to receive information, to attend, to proxy representation and to vote) or that are provided by both the financial institutions and by the investment service companies that are depositaries or custodians of the shares held by such shareholders and the entities in charge of the book-entry registers pursuant to law, as well as the personal data that may be generated within the framework of the shareholders' attendance at the General Meeting.

For any question regarding the processing of their personal data, shareholders may contact the Company at the following email address: accionista@euskaltel.com.

The Company also has a Data Protection Officer, who is the person in charge of protecting the fundamental right to the protection of data and is responsible for compliance with data protection regulations at Euskaltel, and whose email address is dpd@euskaltel.com.

2. Purpose of processing, legal grounds and communication of data

The following table shows the purposes for processing the personal data, the legal foundations allowing the processing of data by Euskaltel for each of said purposes, the recipients of the personal data (with no transfer of the personal data of the shareholders to third parties unless there is a legal obligation (e.g. tax authorities, courts and tribunals, National Securities Market Commission, etc.)) or as expressly indicated in the table below.

The table also shows those data processors of Euskaltel who need to access such personal data in order to perform their duties, the existence of any international transfers of data, and the data storage time limit. Said data will remain blocked during the limitation periods applicable to obligations as required by law.

The shareholders may ask for a list of the recipients of their data by sending an email to accionista@euskaltel.com, with an indication of the specific processing for which they want the recipient information.

3. Rights of data subjects

Shareholders may exercise the right to access their personal data, to correction, to deletion, to limitation of processing of their personal data and the right to object to the processing of their personal data. Furthermore, if applicable and in accordance with applicable legal provisions, the right to data portability.

Shareholders may exercise their rights by attaching proof of their identity (DNI or equivalent document) at any time and without charge by sending an email to accionista@euskaltel.com, stating the right they wish to exercise and their identifying information.

If shareholders believe that Euskaltel has not properly processed their personal data, they may contact the Data Protection Officer at the email address dpd@euskaltel.com. However, shareholders have the right to submit a claim to the Spanish Data Protection Agency if they think that there has been a violation of data protection laws with respect to the processing of their personal data.

<i>Purpose of the processing</i>	<i>Legal grounds</i>	<i>Recipients</i>	<i>International transfers</i>	<i>Storage time limit</i>
Management of the personal data of the shareholder to attend the General Meeting and accommodate the rights of the shareholder	Legal obligation: Section 192 of the Corporate Enterprises Act requires the preparation of the list of attendees (in their capacity as shareholder representatives) in order to validly hold the General Meeting. This legal provision also requires the management and accommodation of different rights relating to the status of shareholder.	The personal data will be transferred to: <ul style="list-style-type: none"> • Notaries: to prepare the Minutes of the General Meeting. The categories of service providers that might access the data are technology or systems service providers and the entities hired to manage and help carry out the General Meeting.	There will be no international transfers of personal data.	Six years from the close of the financial year during which the General Meeting is held.
Dissemination and recording of General Meeting	Legitimate interest: the General Meeting will be broadcast and recorded in order to comply with the Good Governance Code of Listed Companies of the National Securities Market Commission.	The categories of service providers that might access the data are technology or systems service providers and the entities hired to manage and help carry out the General Meeting.	There will be no international transfers of personal data.	The data will be stored for 2 years to comply with dissemination obligations.

Necessary and updated information

In order for the information provided to the Company to always be current and not contain errors, shareholders must use the following email address to notify Euskaltel as soon as possible of any changes to or corrections of their personal data: accionista@euskaltel.com. Shareholders may also update their personal data via this account (accionista@euskaltel.com).

AGENDA

Items relating to the composition of the Board of Directors

1. Appointment of Ms Beatriz Mato Otero, as independent director for the bylaw-mandated term of four (4) years.
2. Appointment of Ms Ana García Fau, as independent director for the bylaw-mandated term of four (4) years.
3. Setting of the number of members of Euskaltel's Board of Directors at ten (10) directors.

Item relating to the update of the corporate governance system

4. Information to the shareholders at the General Meeting regarding the amendments to the Regulations of the Board of Directors approved by the Board of Directors.

Item relating to general matters

5. Delegation of powers to formalise and implement all resolutions adopted by the shareholders at the General Meeting, for conversion thereof into a public instrument, and for the interpretation, correction and supplementation thereof, further elaboration thereon and registration thereof.