

## Operational rules for the Shareholders' Electronic Forum

**2020** **Junta General  
de Accionistas**  
*Annual Shareholders' Meeting*

**CELLNEX TELECOM, S.A.**  
**RULES OF THE ELECTRONIC SHAREHOLDERS' FORUM**

**I. Introduction**

In accordance with Article 539.2 of the restated text of the Capital Companies Act (LSC), approved by Legislative Royal Decree 1/2010 of 2 July, CELLNEX TELECOM, S.A. ("**Cellnex Telecom**", the "**Company**" or the "**Administrator**") will make available an Electronic Shareholders' Forum on its website ([www.cellnextelecom.com](http://www.cellnextelecom.com)) upon the call and until the holding of each General Shareholders' Meeting.

At its meeting held on 11 June 2020, the Board of Directors approved this document entitled "Rules of the Electronic Shareholders' Forum " (hereinafter the "**Rules**").

**II. Electronic Forum**

The Electronic Forum is a space made available on the Company's website to facilitate communication, prior to General Meetings, between individual shareholders of the Company and any voluntary associations of shareholders formed in line with current regulations.

The Forum is not a mechanism for online communication between shareholders, nor is it an online discussion group. Nor is the Forum a channel of communication between the Company and its shareholders.

**III. Purpose of the Forum.**

The Forum is created to facilitate communication between Cellnex Telecom shareholders (both individual shareholders, whether natural or legal persons, and any voluntary associations of shareholders) in the context of the Company's General Meetings.

Shareholders who have registered as forum users in accordance with the Rules may submit communication to be published on the forum which, in accordance with the Law, have exclusively the following topics:

- a) Proposals intended to be submitted as a supplement to the agenda announced in the notice of General Meeting.
- b) Requests for endorsements of such proposals.
- c) Initiatives to reach the percentage necessary to exercise a minority right provided for by law.
- d) Voluntary proxy offers or solicitations.

In no case will the mere publication on the Forum of a proposal to supplement the agenda entail the acceptance of that proposal and, therefore, it shall not amend the agenda announced in the notice of the General Meeting.

Under no circumstances, may a communication made or published on the Forum be construed as a notice to the Company for the purpose of exercising any right held by shareholders, individually or collectively, nor serve as a substitute for any of the requirements established by law, the articles of association or the Company's internal regulations for the exercise of any such right or the implementation of shareholders' initiatives and actions. All the rights and powers shareholders wish to exercise must be exercised through the legally established channels. Under no circumstances is the Forum a valid channel for that purpose.

#### **IV. Access to and use of the Forum**

Access to and use of the Forum are reserved exclusively to individual shareholders of Cellnex Telecom and to voluntary associations of shareholders validly constituted and registered in the Register authorized for this purpose by the Spanish National Securities Market Commission (hereinafter the "**CNMV**").

To access and use the Forum, each shareholder and voluntary association must register as "Registered User". To do that, they must complete the application form to join the Forum, providing whatever proof of identity and share ownership the form may require.

Shareholders may prove their identity as follows:

- a) Shareholders who are natural person and wish to register as Forum users must have an electronic ID (DNI) or an advanced or recognized electronic signature, based on a valid, recognized digital certificate issued by the Spanish Public Certification Body (CERES), affiliated to the Fábrica Nacional de Moneda y Timbre, and must use that ID or signature to identify themselves during the registration process.
- b) Shareholders who are foreign natural person and wish to register as Forum users should contact the Administrator at [foro@cellnextelecom.com](mailto:foro@cellnextelecom.com), who will explain to them what proof of identity they must send to the aforementioned address to complete their registration as users.
- c) The representatives (either legal or voluntary) of voluntary associations of shareholders registered in the special Register authorized for this purpose by the CNMV or of shareholders (domestic or foreign) who are legal person and wish to register as Forum users should contact the Administrator at [foro@cellnextelecom.com](mailto:foro@cellnextelecom.com), who will explain to them what corporate documents of the association or represented shareholder and what power of attorney they must send to the aforementioned address to complete their registration as users.

To prove their status as shareholders, shareholders (whether natural or legal persons, domestic or foreign) must provide a copy of the certificate of entitlement or ownership issued by the depositary of their shares, or any other documentation proving their status as shareholders that is generally accepted for this purpose.

In the Forum application form shareholders must indicate the contact details to be published in the Forum, so that interested shareholders may contact each other and may be contacted by the Forum Administrator in relation to messages posted on the Forum.

Registered users may access and use the Forum, in accordance with applicable regulations, so long as they continue to be Cellnex Telecom shareholders, in accordance with applicable regulations, or members of a duly constituted and registered voluntary association of shareholders.

If at any time the Forum Administrator has reasonable doubts as to whether a Registered User is in compliance with these conditions, the Administrator may require the user to prove that the conditions for access are met and it may ask the user to provide whatever information or documents as it deems appropriate to verify the facts regulated herein.

The Administrator may, at its discretion, require additional information and suspend or expel Registered Users who do not meet the aforementioned conditions.

The shareholder undertakes to notify the Company of any loss of shareholder status at the earliest opportunity.

Messages posted by shareholders who lose their shareholder status before the General Meeting will be automatically deleted, as will any posts related or linked to them.

By registering as a Forum user and accessing and using the Forum, shareholders fully and unreservedly accept the terms and conditions contained in these Rules, as updated from time to time. Likewise, in accessing and using the Forum, Registered Users declare that they know and accept that they use the Forum entirely at their own risk.

The Forum will be in operation from the day the notice of General Meeting is published to the day of the General Meeting, inclusive.

## **V. Publication of messages on the Forum**

Registered Users may submit proposals on the matters specified in section III, which the Administrator will publish on the Forum, provided that the proposals are considered to be in accordance with the Law and these Rules.

Messages will be published on weekdays from Monday to Thursday from 9 a.m. to 6 p.m. and on Fridays from 9 a.m. to 3 p.m.

Proposals must be sent by filling out the forms provided for such purpose in the Forum and, once published, will be accessible to all Registered Users.

Proposals published on the Forum must include the following shareholder information (submitted in the user registration form): name and surname(s) in the case of natural persons; company name and details of the company's representative in the case of legal persons; name and CNMV registry number and details of the association's representative in the case of associations of shareholders. The date and time of the proposal must also be stated.

The email address of any Registered User who has posted a message in the Forum will be sent to any other Registered User who subscribes to the proposal, initiative, or offer or request for voluntary representation that is the subject of the notice.

Forum users undertake to make careful, proper and lawful use of the Forum, acting in accordance with these Rules and in good faith. Merely by way of example, the following types of posts are expressly prohibited:

- Posts that violate the rights, property or legitimate interests of the Company, other Forum users or third parties, including intellectual and industrial property rights, religious freedom, honour, reputation and privacy, personal data and any other protected rights or interests.
- Posts that include content relating to religious beliefs, or political, anti-social, offensive, provocative, derogatory, violent, obscene or sexual content; or any other content that may be offensive to others, violate fundamental rights and public freedoms recognized by applicable law or established in consumer and user rights or child and youth protection legislation, constitute or entail an invasion of privacy, or violate the right to honour of third parties or the secrecy of communications.
- Posts containing content or language that is discriminatory, racist, sexist, violent, xenophobic or in any way degrading or offensive.
- Posts that include personal data or information of third parties without the express, documented consent of the data subject or with falsified consent.
- Posts that include protected content or material without proper authorization from the holders of the relevant intellectual or industrial property rights.
- Posts that include any kind of material that is inappropriate or contrary to the requirements of good faith or that, in general, is inappropriate to the nature of the Forum or exceeds its purpose.
- Posts that damage, disable, overload or impair the proper functioning of the Forum or the Company's website or the computer systems of other Registered Users or third parties, as well as any documents, files or other content stored on such systems (hacking), or that prevent the normal use and enjoyment of the Forum by other users.

The Company may at any time refuse to publish or withdraw from the Forum any posts it considers to be contrary to the Law or these Rules. It may also send messages to any Registered User via the email address provided by the Registered User or by any other means of communication it deems appropriate.

## **VI. Responsibility of the Administrator**

The Company is not responsible for the accuracy, veracity, validity, lawfulness or relevance of posts published in the Forum. The Company has the power but not an obligation to monitor the content of the messages published in the Forum, which are the sole responsibility of the shareholders who submit them, so that the Company is exempt from any liability in connection with them.

The Company will only be liable for its own services and any content originated directly by the Company and that is identifiable as a trademark or as the intellectual or industrial property of the Company.

By accessing and using the Forum, users declare that they are aware and accept that they use the Forum under their sole and exclusive responsibility in all cases.

Registered Users will be liable for any damages suffered by the Company, any other Registered User or any third party as a result of their access to and use of the Forum (including, in particular, the posting of messages) in breach of applicable law, these Rules or the requirements of good faith.

## **VII. Deletion of posts after the General Meeting**

Once the General Meeting has ended, the Company reserves the right to delete and erase all posts relating to the meeting.

## **VIII. Data protection**

The rules on security and data protection set out in the conditions of access and use of the Company's website ([www.cellnextelecom.com](http://www.cellnextelecom.com)) will apply to the Forum.

In particular, the personal data provided by Registered Users or generated through use of the Forum will be processed by the Company, as data controller, for the purpose of setting up, managing and supervising the Forum and, where appropriate, complying with legal obligations, in accordance with the provisions of these Rules and applicable data protection regulations. The processing of personal data is necessary for the stated purpose and the legal basis for the processing is the administration of the Forum and compliance with legal obligations, where applicable.

By submitting messages to the Forum, Registered Users give their consent and accept that said messages will be published on the Forum. Likewise, they give their consent and accept that the content submitted by any Registered User of the Forum will be visible to any other Registered User and that the user's personal data may be visible or accessible to any Registered User as a means of identifying the author of any post.

The personal data of Registered Users may be disclosed to the competent authorities in the performance of their duties. In the event that the Company's IT service providers are located outside the EEA, the Company will take all the measures required by law to ensure the proper management, integrity and confidentiality of the data.

Personal data will be retained for as long as any kind of legal liability may arise (e.g. until the limitation period for claims under data protection or cybersecurity laws has expired).

Registered Users may exercise their rights of access, rectification, erasure, objection, limitation of processing and portability, or revoke consent, by sending a request, with the reference "Data Protection" to the attention of the data protection officer, by email to [personaldata@cellnextelecom.com](mailto:personaldata@cellnextelecom.com), or by postal mail to Cellnex Telecom, S.A., Avda. del Parc Logístic, nº 12- 20, 08040 Barcelona (Ref. Personal Data - DPO), attaching a photocopy of their ID card or other official document. Registered Users may also lodge complaints with the competent data protection authority.

The Company reserves the right to modify the presentation, configuration, operation and content of the Forum, as well as the conditions for its use, at any time without prior notice, without prejudice to the provisions of law.

Note: This document is a translation of a duly approved Spanish language document, and is provided for information purposes only. In the event of any discrepancy between the text of this translation and the text of the original Spanish language document which this translation is intended to reflect, the text of the original Spanish language document shall prevail.

## **IX. Contact address**

Registered Users who have any suggestion or proposal for improving the Forum, require technical assistance, wish to unsubscribe from the Forum or wish to exercise their rights under personal data protection regulations may contact [foro@cellnextelecom.com](mailto:foro@cellnextelecom.com). This email address is provided to assist users and improve the quality of the Forum and does not imply any oversight or responsibility on the part of the Administrator.