



Formulario Modelo 1

NOTIFICACIÓN DE PARTICIPACIONES SIGNIFICATIVAS

(Debe ser remitida al emisor y a la Comisión Nacional del Mercado de Valores)¹

Standard Form #1

NOTIFICATION FORM FOR MAJOR HOLDINGS

(It shall be sent to the issuer and to Comisión Nacional del Mercado de Valores)¹

Registro de entrada N°: 2025020488 10/02/2025 14:36

1. IDENTIFICACIÓN DEL EMISOR² | IDENTITY OF THE ISSUER²

TELEFONICA, S.A.

2. MOTIVO DE LA NOTIFICACIÓN (marque lo que corresponda) | REASON FOR THE NOTIFICATION (tick as appropriate)

- ☐ Adquisición o transmisión de derechos de voto | *Acquisition or disposal of voting rights*
- ☐ Operación realizada en un mercado regulado | *Transaction carried out in a regulated market*
- ☒ Adquisición o transmisión de instrumentos financieros | *Acquisition or disposal of financial instruments*
- ☐ Operación realizada en un mercado regulado | *Transaction carried out in a regulated market*
- ☐ Modificación en el número de derechos de voto del emisor | *Modification of the number of voting rights of the issuer*
- ☐ Otros motivos (especifíquelo)³ | *Other reasons (please specify)³*

3. IDENTIFICACIÓN DEL SUJETO OBLIGADO⁴ | IDENTITY OF PERSON SUBJECT TO THE NOTIFICATION OBLIGATION⁴

Apellidos y nombre o denominación social | *Full name or company name:*

Morgan Stanley

Ciudad y país del domicilio social (si aplica) | *City and country of registered office (if applicable):*

WILMINGTON / ESTADOS UNIDOS

- ☐ Celebración de un acuerdo para el ejercicio concertado de los derechos de voto⁵ | *Agreement for concerted exercise of voting rights⁵*

4. IDENTIFICACIÓN DEL ACCIONISTA(S) O TENEDOR(ES) DEL INSTRUMENTO FINANCIERO (si es distinto del indicado en el apartado 3) (ver 4 bis del anexo)⁶ | FULL NAME OF SHAREHOLDER(S) OR HOLDER(S) OF THE FINANCIAL INSTRUMENT (if different from 3) (see 4 bis in the annex)⁶

Morgan Stanley Bank, N.A.; Morgan Stanley & Co. International plc

5. FECHA EN LA QUE SE CRUZÓ O ALCANZÓ EL UMBRAL ⁷ | DATE ON WHICH THE THRESHOLD WAS CROSSED OR REACHED ⁷

05/02/2025

6. POSICIÓN TOTAL DEL SUJETO OBLIGADO (incluyendo los votos adicionales atribuidos por acciones de lealtad, cuando corresponda) | TOTAL POSITION OF PERSON(S) SUBJECT TO THE NOTIFICATION OBLIGATION (including attributed additional voting rights due to loyalty shares, when applicable)

	% derechos de voto atribuidos a las acciones (total 7.A) ⁸ ... % of voting rights attached to shares (total of 7.A) ⁸	% derechos de voto a través de instrumentos financieros (total 7.B.1 + 7.B.2) ... % of voting rights through financial instruments (total of 7.B.1 + 7.B.2)	Total % (7.A + 7.B) ... Total of both in % (7.A + 7.B)	Número total de derechos de voto del emisor ... Total number of voting rights of the issuer
Situación resultante en la fecha en la que se cruzó o alcanzó el umbral ... Resulting position on the date on which threshold was crossed or reached	0,065	15,814	15,879	5.670.161.554
Posición de la notificación previa (si aplica) ... Position of previous notification (if applicable)	0,007	12,171	12,178	

7. DETALLE DE LA SITUACIÓN RESULTANTE DE LA NOTIFICACIÓN EN LA FECHA EN LA QUE SE CRUZÓ O ALCANZÓ EL UMBRAL⁹ | DETAIL OF THE RESULTING POSITION ON THE DATE ON WHICH THE THRESHOLD WAS CROSSED OR REACHED⁹

7.A. Derechos de voto atribuidos a las acciones | Voting rights attached to shares

(incluyendo los votos adicionales atribuidos por acciones de lealtad, cuando corresponda)(including attributed additional voting rights due to loyalty shares, when applicable)

Clase o tipo de acciones Código ISIN (si es posible) ¹⁰ ... Class or type of shares ISIN code (if possible) ¹⁰	Número de derechos de voto ¹¹ ... Number of voting rights ¹¹		% derechos de voto ... % of voting rights	
	Directo Direct (Art 9 de la Directiva 2004/109/EC y art 23 RD 1362/2007) ... (Art 9 of Directive 2004/109/EC and Art 23 of RD 1362/2007)	Indirecto Indirect (Art 10 de la Directiva 2004/109/EC y art 24 RD 1362/2007) ... (Art 10 of Directive 2004/109/EC and Art 24 of RD 1362/2007)	Directo Direct (Art 9 de la Directiva 2004/109/EC y art 23 RD 1362/2007) ... (Art 9 of Directive 2004/109/EC and Art 23 of RD 1362/2007)	Indirecto Indirect (Art 10 de la Directiva 2004/109/EC y art 24 RD 1362/2007) ... (Art 10 of Directive 2004/109/EC and Art 24 of RD 1362/2007)
ES0178430E18		3.673.017		0,065
SUBTOTAL 7.A	3.673.017		0,065	

7.B.1. Instrumentos financieros según el Art. 13(1)(a) de la Directiva 2004/109/EC y art.28.1a) del RD 1362/2007 | Financial instruments according to Art. 13(1)(a) of Directive 2004/109/EC and Art. 28.1 a) of RD 1362/2007

Tipo de instrumento financiero ... Type of financial instrument	Fecha última de vencimiento ¹² ... Expiration date ¹²	Período de ejercicio o canje ¹³ ... Exercise/conversion period ¹³	Número de derechos de voto que pueden ser adquiridos si el instrumento es ejercido o canjeado ... Number of voting rights that may be acquired if the instrument is exercised/converted	% de derechos de voto ... % of voting rights
Recall rights - collateral transfer arrangements		at any time	15.144.633	0,267
Recall rights - securities lending arrangements		at any time	2.208.892	0,039
Right of Use		at any time	612.852	0,011
Call Option (Physically Settled)	21/03/2025	at any time	1.000.000	0,018
Call Option (Physically Settled)	19/12/2025	at any time	2.157.900	0,038
Call Option (Physically Settled)	20/06/2025	at any time	616.300	0,011
Call Option (Physically Settled)	20/03/2026	at any time	13.600.000	0,240
Call Option (Physically Settled)	19/06/2026	at any time	300.000	0,005
Recall rights - collateral transfer arrangements	06/02/2025	at any time	283.508.077	5,000
SUBTOTAL 7.B.1			319.148.654	5,629

7.B.2. Instrumentos financieros con efecto económico similar según el Art. 13(1)(b) de la Directiva 2004/109/EC y art. 28.1 b) del RD 1362/2007 | *Financial instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC and Art. 28.1 b) of RD 1362/2007*

Tipo de instrumento financiero ... <i>Type of financial instrument</i>	Fecha última de vencimiento ¹² ... <i>Expiration date¹²</i>	Período de ejercicio o canje ¹³ ... <i>Exercise/ conversion period¹³</i>	Liquidación física o en efectivo ... <i>Physical or cash settlement</i>	Número de derechos de voto ¹⁴ ... <i>Number of voting rights¹⁴</i>	% derechos de voto ... <i>% of voting rights</i>
Put/Call Option		05/03/2026 - 05/09/2028	Ambas	565.280.526	9,969
Put Option	21/03/2025	at any time	Física	1.000.000	0,018
Put Option	20/06/2025	at any time	Física	1.388.200	0,024
Put Option	19/12/2025	at any time	Física	4.157.900	0,073
Compound Option	19/12/2025	at any time	Efectivo	155.233	0,003
Retail Structured Product - Note	15/11/2027	at any time	Efectivo	61.199	0,001
Equity Swap	27/05/2025	at any time	Efectivo	187.000	0,003
Equity Swap	08/07/2025	at any time	Efectivo	68.821	0,001
Equity Swap	15/10/2025	at any time	Efectivo	414.341	0,007
Equity Swap	20/01/2026	at any time	Efectivo	140.000	0,002
Equity Swap	26/01/2026	at any time	Efectivo	121.096	0,002
Equity Swap	26/02/2026	at any time	Efectivo	74.000	0,001
Equity Swap	30/04/2026	at any time	Efectivo	1.635.505	0,029
Equity Swap	18/01/2027	at any time	Efectivo	2.360	0,000
Equity Swap	08/11/2027	at any time	Efectivo	2.823.445	0,050
Equity Swap	26/04/2028	at any time	Efectivo	5.062	0,000
Equity Swap	29/01/2030	at any time	Efectivo	258	0,000
			SUBTOTAL 7.B.2	577.514.946	10,185

8. INFORMACIÓN SOBRE EL SUJETO OBLIGADO (marque lo que corresponda) | INFORMATION IN RELATION TO THE PERSON SUBJECT TO THE NOTIFICATION OBLIGATION (please tick as appropriate)

- ☐ El sujeto obligado no está controlado por ninguna persona física o jurídica ni controla, directa o indirectamente, a ninguna persona jurídica que posea alguna participación en el emisor¹⁵ | *Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer¹⁵*
- ☒ Detalle de la cadena de control a través de la que se poseen los derechos de voto y/o los instrumentos financieros. Se empezará identificando a la última persona, física o jurídica, que tenga el control¹⁶ | *Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity¹⁶*

Información sobre la cadena de control | *Information in relation to the full chain of control:*

Please see attached pdf

Apellidos y nombre o Denominación social ¹⁶ ... Full name or Company name ¹⁶	% derechos de voto ... % of voting rights	% derechos de voto a través de instrumentos financieros ... % of voting rights through financial instruments	Total (si la suma alcanza o supera el 3% o el 1% si tiene su residencia en paraíso fiscal) ... Total (if the sum is equal or higher than 3% or 1% when the residence is in a tax haven jurisdiction)
Morgan Stanley Bank, N.A.	0,000	9,969	9,969
Morgan Stanley & Co. International plc	0,000	5,735	5,735
Morgan Stanley Capital Services LLC	0,065	0,060	0,125
Morgan Stanley & Co. LLC	0,000	0,013	0,013
Prime Dealer Services Corp.	0,000	0,024	0,024
Morgan Stanley Smith Barney LLC	0,000	0,011	0,011

9. DERECHOS DE VOTO RECIBIDOS EN REPRESENTACIÓN PARA UNA JUNTA GENERAL DE ACCIONISTAS

DETERMINADA¹⁷ | VOTING RIGHTS RECEIVED/GRANTED BY WAY OF PROXY FOR A PARTICULAR GENERAL MEETING¹⁷

Número de derechos de voto ... Number of voting rights	% derechos de voto ... % of voting rights	Fecha de celebración de la junta general (dd/mm/aaaa) ... Date of the shareholders general meeting (dd/mm/yyyy)

10. INFORMACIÓN ADICIONAL¹⁸ | ADDITIONAL INFORMATION¹⁸

The financial instrument set out in Section 7.B.1 with respect to 283.508.077 shares relates to the acquisition of such shares by Green Bridge Investment Company SCS on 6 February 2025, as more fully described in the notification with register no. 2025019357 filed by Green Bridge Investment Company SCS on 6 February 2025. The transaction set out in Section 7.B.2. described as "Put/Call Option" over 9,969% of the share capital of the issuer relates to the risk management of the position under a financial transaction on the same shares referred to in the disclosure made by Green Bridge Investment Company SCS in respect of the issuer on 6 February 2025. None of the transactions disclosed in this form imply any incremental/additional participation by Green Bridge Investment Company SCS.

Anulación de notificaciones anteriormente remitidas | Annulment of notifications previously sent

Número de registro de entrada ... Entry registration number	Fecha de registro de entrada ... Entry registration date	Motivos de la anulación ... Reasons for the annulment



11. INFORMACIÓN SOBRE EL VOTO DOBLE POR LEALTAD¹⁹ | INFORMATION REGARDING THE DOUBLE VOTE DUE TO LOYALTY SHARES¹⁹

11.A. Derechos de voto adicionales | Additional voting rights

	Número de derechos de voto totales atribuidos a las acciones, declarados en 7.A ... Total number of voting rights attributed to shares, as set out in section 7.A		De los que número de derechos de voto adicionales correspondientes a las acciones con voto doble ²⁰ ... From which number of additional voting rights due to loyalty shares ²⁰		% de derechos de voto adicionales atribuidos, correspondientes a las acciones con voto doble por lealtad ... % of attributed additional voting rights due to loyalty shares	
	Directos Direct	Indirectos Indirect	Directos Direct	Indirectos Indirect	Directos Direct	Indirectos Indirect
SUBTOTAL 11.A						

11.B. Acciones inscritas en el registro especial | Shares registered in the special register

Indique las fechas (agregadas por mes) y el número de acciones inscritas en el registro especial de acciones con voto doble a nombre del sujeto obligado que están pendientes de que se le reconozca el derecho de voto doble²¹ | Detail the date (aggregated on a monthly basis) and number of shares registered in the loyalty shares special registrar in the name and on behalf of the person subject to the notification obligation which are pending to be attributed the loyalty voting rights²¹

Fecha en la que se incluirá el reconocimiento del derecho de voto doble ... Dates when the additional voting rights due to loyalty shares will be attributed	Número de acciones pendientes de que se le reconozca el derecho de voto doble por lealtad ¹² ... Number of loyalty shares pending of attribution of the additional voting rights ¹²		Número de derechos de voto adicionales que le corresponderán a dichas acciones ¹³ ... Number of additional voting rights that would be attributed to that loyalty shares ¹³	
	Directos Direct	Indirectos Indirect	Directos Direct	Indirectos Indirect
SUBTOTAL 11.B				

Lugar y fecha de la notificación | Place and date of the notification

En Glasgow a 10/02/2025

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8. Information in relation to the person subject to the notification obligation (please tick the applicable box):

☐ **Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer^{xv}**

☒ **Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity^{xvi}**

Information in relation to the full chain of control:

First and last names or Company name ^{xvi}	% of voting rights	% of voting rights through financial instruments	Total (if the sum is equal or higher than 3% or 1% when the residence is in a tax haven jurisdiction)
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley Domestic Holdings, LLC			
Morgan Stanley Capital Services LLC	0,065%	0,060%	0,125%
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley & Co. LLC	0,000%	0,013%	0,013%
Morgan Stanley			
Morgan Stanley International Holdings Inc.			
Morgan Stanley International Limited			
Morgan Stanley Investments (UK)			
Morgan Stanley & Co. International plc	0,000%	5,735%	5,735%
Morgan Stanley			
Morgan Stanley Capital Management,			

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LLC			
Morgan Stanley & Co. LLC			
Prime Dealer Services Corp.	0,000%	0,024%	0,024%
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley Bank, N.A.	0,000%	9,969%	9,969%
Morgan Stanley			
Morgan Stanley Capital Management, LLC			
Morgan Stanley Smith Barney LLC	0,000%	0,011%	0,011%