

ANNUAL REPORT ON CORPORATE GOVERNANCE OF LISTED COMPANIES

FISCAL YEAR ENDING 31/12/2025

<u>Company name:</u>	AMADEUS IT GROUP, S.A.
<u>Tax Identification No.:</u>	A-84236934
<u>Registered Office:</u>	Salvador de Madariaga, 1, 28027 Madrid

A. CAPITAL STRUCTURE

A.1. Complete the table below with details of the share capital of the Company and the attributed voting rights, including those corresponding to shares with a loyalty vote as of the closing date of the year, where appropriate:

Indicate whether company bylaws contain the provision of double loyalty voting:

No
Yes Board approval date

Minimum period of uninterrupted ownership required by the statutes

Indicate whether the company has awarded votes for loyalty:

No
Yes

Date of last modification	Share capital (Euros)	Number of shares	Number of voting rights (not including additional loyalty-attributed votes)	Number of additional attributed voting rights corresponding to shares with a loyalty vote	Total number of voting rights, including additional loyalty-attributed votes
02/04/2020	4,504,992.05	450,499,205	450,499,205		450,499,205

Please state whether there are different classes of shares with different associated rights:

Yes No

A.2. Please provide details of the Company's significant direct and indirect shareholders at year end, including directors with a significant shareholding:

Name or corporate name of shareholder	% of shares carrying voting rights (including votes for loyalty)		% of voting rights through financial instruments		% of total voting rights	From the total number of voting rights attributed to the shares, indicate, where appropriate, the additional votes attributed corresponding to the shares with a	
	Direct	Indirect	Direct	Indirect		Direct	Indirect
Massachusetts Financial Services Company		5.09			5.09		
Blackrock Inc		5.48		0.01	5.49		
Capital Research and Management Company		5.03			5.03		
Fundsmith LLP		3.02			3.02		
Fidelity International Limited		4.00		0.08	4.08		
Fidelity Funds SICAV	2.97		0.08		3.05		

Remarks

Figures with two decimals are included. For further details, please refer to the information available on significant shareholdings at the CNMV ([Significant Holdings and Bought-Back Shares](#)>Significant Holdings and own shares in Listed Companies>Notification of voting rights and financial instruments)

Breakdown of the indirect holding:

Name of indirect shareholder	Name of direct shareholder	% of shares carrying voting rights (including votes for loyalty)	% of voting rights through financial instruments	% of total voting rights	From the total number of voting rights attributed to the shares, indicate, where appropriate, the additional votes attributed corresponding to the shares with a loyalty vote
Massachusetts Financial Services Company	Investment funds	5.09		5.09	
Blackrock Inc	Group entities of Blackrock Inc.	5.48	0.01	5.49	
Capital Research and Management Company	Mutual Funds managed by CRMC	5.03		5.03	
Fundsmith LLP	Investment funds managed by Fundsmith	3.02		3.02	
Fidelity International Limited	Pension funds and Investment funds	4.00	0.08	4.08	

Indicate the most significant changes in the shareholder structure during the year:

N/A

A.3. Give details of the participation at the close of the fiscal year of the members of the board of directors who are holders of voting rights attributed to shares of the company or through financial instruments, whatever the percentage, excluding the directors who have been identified in Section A2 above:

Name of Director	% of shares carrying voting rights (including loyalty votes)		% of voting rights through financial instruments		% of total voting rights	From the total % voting rights attributed to the shares, indicate, where appropriate, the % of the additional votes attributed corresponding to the shares with a loyalty vote	
	Direct	Indirect	Direct	Indirect		Direct	Indirect
MR. LUIS MAROTO CAMINO	0.01		0.04		0.05		
MR. STEPHAN GEMKOW ¹	0.00						
Total percentage of voting rights held by the Board of Directors					0.05		

¹ Mr. Stephan Gemkow holds 350 shares.

Breakdown of the indirect holding:

Name or company name of director	Name or company name of the direct owner	% voting rights attributed to shares (including loyalty votes)	% of total voting rights	From the total % of voting rights attributed to the shares, indicate, where appropriate, the % of the additional votes attributed corresponding to the shares with a loyalty vote
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A.4. If applicable, state any family, commercial, contractual or corporate relationships that exist among significant shareholders to the extent that they are known to the Company, unless they are insignificant or arise in the ordinary course of business, except those that are reported in Section A.6:

N/A

A.5. If applicable, state any commercial, contractual or corporate relationships that exist between significant shareholders and the Company and/or group, unless they are insignificant or arise in the ordinary course of business:

N/A

A.6. Describe the relationships, unless insignificant for the two parties, that exist between significant shareholders or shareholders represented on the Board and Directors, or their representatives in the case of proprietary Directors.

N/A

Explain, as the case may be, how the significant shareholders are represented. Specifically, state those Directors appointed to represent significant shareholders, those whose appointment was proposed by significant shareholders and/or companies in its group, specifying the nature of such relationships or ties. In particular, mention the existence, identity and post of Directors, or their representatives, as the case may be, of the listed Company, who are, in turn, members of the Board of Directors or their representatives of companies that hold significant shareholdings in the listed Company or in group companies of these significant shareholders.

A.7. State whether the Company has been notified of any shareholders' agreements that may affect it, in accordance with Articles 530 and 531 of the Ley de Sociedades de Capital ("Spanish Capital Companies Act" or "LSC"). If so, describe these agreements and list the party shareholders:

Yes No

State whether the Company is aware of any concerted actions among its shareholders. If so, provide a brief description:

Yes No

If any of the aforementioned agreements or concerted actions have been modified or terminated during the year, please specify expressly:

N/A

A.8. State whether any individual or company exercises or may exercise control over the Company in accordance with Article 5 of the Ley de Mercados de Valores ("Spanish Securities Market Act" or "LMV"). If so, please identify them:

Yes No

A.9. Complete the following table with details of the Company's treasury shares:

At year end:

Number of direct shares	Number of indirect shares (*)	Total percentage of share capital
19,568,488	15,672	4.35

*Through:

Name or company name of direct shareholder	Number of direct shares
AMADEUS S.A.S.	15,672

Explain any significant changes during the year:

A total of 19,345,237 treasury shares has been acquired, directly or indirectly through the Company's subsidiaries under various share buyback programmes, of which 657,006 shares have been delivered to comply with employees' compensation share-based schemes (Executive Director and Senior Management included) and a further 13,091,912 shares were delivered for the potential conversion of convertible bonds.

A.10. Provide a detailed description of the conditions and terms of the authority given to the Board of Directors to issue, repurchase, or dispose of treasury shares.

To authorize the Board of Directors of the Company to carry out derivative purchases of the Company's shares, both directly by the Company itself and indirectly by its subsidiaries, in the following terms:

- Types of Acquisitions: the purchase can be made as a sale and purchase, exchange (*permuta*), payment in kind (*dación en pago*) or by any other means permitted by law, on one or more occasions.
- Maximum number of shares: the nominal value of the number of shares to be acquired, aggregated with those already belonging to the Company and to any company of the Group, cannot exceed ten per cent (10%) of the share capital.
- Minimum and maximum price: the minimum acquisition price of the shares will be equivalent to 80% of the trading value of the share in the Stock Market on the date immediately preceding the acquisition date, and the maximum acquisition price will be equivalent to 120% of the closing price of the share in the Stock Market on the same date.
- Authorization term: will remain in force during a period of five years from the date of this resolution.

Likewise, and for the purposes contemplated in the second paragraph of letter a) of number 1 of article 146 of the Spanish Capital Companies Act (*Ley de Sociedades de Capital*), it is hereby agreed to grant an express authorization for the purchase of the shares of the Company by any of its subsidiaries in the same terms resulting from this resolution.

It is expressly stated that the shares acquired as a result of this authorization may be used to (i) their amortization through a reduction of share capital; (ii) comply with obligations that are inherent to debt financial instruments convertible into shares; or (iii) use them for the remuneration schemes referred to in the third paragraph of letter a) of number 1 of article 146 of the Capital Companies Law or, for the coverage or fulfillment of any remuneration plan based on shares or linked to the share capital. Additionally, the shares acquired under this authorization may be used for those other purposes that may be decided at any time by the Board of Directors in view of the social or corporate interest, including, where appropriate, for their disposal or for their use as consideration to satisfy payment obligations resulting from direct or indirect, total or partial, transactions for the acquisition of companies or assets, for all of which, the Board of Directors may also decide the way and the procedure or process for the execution of transactions relating to treasury shares.

Likewise, to approve the revocation of the authorization to acquire treasury stock, granted to the Board of Directors by the General Shareholders' Meeting held on June 21, 2018, for the remaining shares not acquired under such authorization.

A.11. Estimated free float:

Estimated free float	69.84%
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Remarks

Free float excludes significant shareholders (as per Section A.2 above), treasury shares and shares held by Directors and Senior Management.

A.12. State whether there are any restrictions (article of associations, legislative or of any other nature) placed on the transfer of shares and/or any restrictions on voting rights. In particular, detail the existence of any type of restriction that may inhibit a takeover attempt of the Company through acquisition of its shares on the market, and those regimes for the prior authorization or notification that may be applicable, under sector regulations, to acquisitions or transfers of the Company's financial instruments.

Yes No

A.13. State if the shareholders have resolved at a meeting to adopt measures to neutralize a take-over bid pursuant to the provisions of Act 6/2007.

Yes No

A.14. State if the Company has issued shares that are not traded on a regulated EU market.

Yes No

If so, indicate each share class and the rights and obligations conferred.

B. GENERAL SHAREHOLDERS' MEETING

B.1. State whether there are any differences between the quorum established by the LSC for General Shareholders' Meetings and those set by the Company and if so, describe them in detail:

Yes No

B.2. State whether there are any differences in the Company's manner of adopting corporate resolutions and the manner for adopting corporate resolutions described by the LSC and, if so, explain:

Yes No

B.3. State the rules for amending the Company's Articles of Association. In particular, state the majorities required for amendment of the Articles of Association and any provisions in place to protect shareholders' rights in the event of amendments to the Articles of Association.

For the amendment of the By-laws:

- Absolute majority of the shareholder's votes, present or represented by proxy at the meeting, will be required provided that, on first call, the shareholders present or represented by proxy hold at least 50% of the subscribed capital with the right to vote.
- The favorable vote of two thirds of the capital present or represented by proxy at the meeting will be required when, on second call, shareholders represent 25% or more but less than 50% of the subscribed capital with voting rights are present.

B.4. Give details of attendance at General Shareholders' Meetings held during the year of this report and the two previous years:

Date of General Meeting	% of physical presence	Attendance data			Total
		% by proxy	% distance voting Electronic voting	Other	
21/06/2023	0.15	80.30	0,00	0.44	80.89
06/06/2024	3.32	76.30	0.00	0.48	80.10
04/06/2025	1.32	79.47	0.01	0.56	81.36
Of which free float:	0.00	0.00	0.00	0.00	0.00

Remarks

With respect to significant shareholders, both in physical presence, as well as in proxy and remote voting (electronic or other), the Company also lacks attendance data since it cannot identify the totality of accounts through which significant shareholders have participated in the Meeting.

All the significant shareholders mentioned in section A.2. of this report are foreign investment management companies, and therefore the identification of the registered holders of the Company's shares managed by these companies directly or through investment funds cannot be identified.

For the purpose of this report, the Company takes as significant shareholders those who, as of December 31 appear on the CNMV website referring to the Company, and which responds to

the information extracted by the CNMV and obtained from the last notification that each subject obliged to notify has sent to the CNMV, in relation to the provisions of Royal Decree 1362/2007, of October 19 and Circular 2/2022, of May 26.

None of these shareholders with significant holdings has any representation on the Board of Directors of the Company, which would allow to know first-hand the meaning of their vote.

B.5. State whether any point on the agenda of the General Shareholders' Meetings during the year has not been approved by the shareholders for any reason.

Yes No

B.6. State if the Articles of Association contain any restrictions requiring a minimum number of shares to attend General Shareholders' Meetings, or on distance voting:

Yes No

Number of shares required to attend General Meetings	300
Number of shares required for distance voting	0

Remarks

There is not a minimum number of shares required for distance voting.

B.7. State whether it has been established that certain decisions other than those established by law exist that entail an acquisition, disposal or contribution to another company of essential assets or other similar corporate transactions that must be subject to the approval of the General Shareholders' Meeting.

Yes No

B.8. State the address and manner of access to the page on the company website where one may find information on corporate governance and other information regarding General Shareholders' Meetings that must be made available to shareholders through the Company website.

Web address: <https://amadeus.com/>

The information is available either in Spanish language or in English language.

Click on "Investors". Once accessed, the page contains all the corporate information distributed in different sections (Financial Information, Investor Center and Corporate Governance, among others). Accessing each of the sections, you can navigate through the different areas, which can be accessed by clicking on each of the titles.

There is also direct access: <https://amadeus.com/en/investors>, through which you can access to the same information above.

C. COMPANY ADMINISTRATIVE STRUCTURE

C.1. Board of Directors

C.1.1. Maximum and minimum number of Directors established in the Articles of Association and the number set by the general meeting:

Maximum number of Directors	15
Minimum number of Directors	5
Number of Directors set by the Shareholders' Meeting	12

C.1.2. Please complete the following table on Directors:

Name of Director	Director Category	Position on the Board	Date of first appointment	Date of last appointment	Election Procedure	Date of birth
Mr. William Connelly	External Independent	Chairman	20/06/2019	04/06/2025	Voting at Shareholders' Meeting	03/02/1958
Mr. Stephan Gemkow	External Independent	Vice-Chairman	21/06/2018	04/06/2025	Voting at Shareholders' Meeting	23/01/1960
Mr. Luis Maroto Camino	Executive Director	CEO	26/06/2014	04/06/2025	Voting at Shareholders' Meeting	27/09/1964
Mrs. Pilar García Ceballos-Zúñiga	External Independent	Director	15/12/2017	04/06/2025	Voting at Shareholders' Meeting	09/10/1960
Mr. Peter Kürpick	External Independent	Director	21/06/2018	04/06/2025	Voting at Shareholders' Meeting	25/09/1966
Mrs. Xiaoqun Clever-Steg	External Independent	Director	19/06/2020	04/06/2025	Voting at Shareholders' Meeting	11/06/1970
Mrs. Jana Eggers	External Independent	Director	17/06/2021	04/06/2025	Voting at Shareholders' Meeting	27/12/1968
Mrs. Amanda Mesler	External Independent	Director	17/06/2021	04/06/2025	Voting at Shareholders' Meeting	07/12/1963
Mrs. Eriikka Söderström	External Independent	Director	25/02/2022	04/06/2025	Voting at Shareholders' Meeting	07/11/1968
Mr. David Vegara Figueras	External Independent	Director	23/06/2022	04/06/2025	Voting at Shareholders' Meeting	07/09/1966
Mr. Frits Dirk van Paasschen	External Independent	Director	24/06/2023	24/06/2023	Voting at Shareholders' Meeting	24/03/1961
Mr. Leo Puri	External Independent	Director	04/06/2025	04/06/2025	Voting at Shareholders' Meeting	03/01/1961
Total number of Directors						12

Indicate any cessations, whether through resignation or by resolution of the general meeting, that have taken place in the Board of Directors during the reporting period:

Yes No

C.1.3. Complete the following tables regarding the members of the Board and their categories:

EXECUTIVE DIRECTORS

Name or corporate name of Director	Position on the Company's organization chart
MR. LUIS MAROTO CAMINO	CEO
Total number of executive Directors	1
Percentage of Board	8.33%

Profile

Luis Maroto has served as President & CEO of Amadeus since 2011 and joined Amadeus' Board of Directors in 2014. In this role, Luis sets the company's strategic direction, drives growth and fosters a culture of responsible innovation and collaboration. Guided by Amadeus' purpose – to make the experience of travel better for everyone, everywhere – Luis ensures Amadeus delivers transformational technology that powers the global travel and tourism industry, creating a positive impact for customers, partners and communities.

Under Luis' leadership, Amadeus has diversified its portfolio and expanded its business, supporting the evolving IT and distribution needs of customers across the travel industry. He has championed major initiatives and steered the company through key milestones, including its successful IPO and ongoing digital transformation.

Luis joined Amadeus in 2000 as Director of Marketing Finance, supporting international expansion and supervising strategic and financial control of more than 50 subsidiaries. He was appointed Chief Financial Officer in 2003, leading the company's first IPO and supporting its diversification strategy. In 2009, he became Deputy CEO, responsible for the company strategy and instrumental in Amadeus' return to the stock market in April 2010.

Before Amadeus, Luis held managerial roles at Bertelsmann Group across marketing and corporate support functions.

Luis holds a Law degree from Complutense University of Madrid, an MBA from IESE Business School, and postgraduate qualifications from Harvard and Stanford.

EXTERNAL INDEPENDENT DIRECTORS

Name of Director	
MR. WILLIAM CONNELLY	
MRS. PILAR GARCÍA CEBALLOS-ZÚÑIGA	
MR. STEPHAN GEMKOW	
MR. PETER KÜRPICK	
MRS. XIAOQUN CLEVER-STEG	
MRS. JANA EGGERS	
MRS. AMANDA MESLER	
MRS. ERIIKKA SÖDERSTRÖM	
MR. DAVID VEGARA FIGUERAS	
MR. FRITS DIRK VAN PAASSCHEN	
MR. LEO PURI	
Number of independent Directors	11
Percentage of the Board	91.67%

Name of member

MR. WILLIAM CONNELLY

Profile

Mr. William Connelly is a graduate in Economics from Georgetown University in 1980. He is currently an independent Director of Société Générale Group.

Mr. Connelly held various management positions at ING Group NV from 1995 until he became the ING Bank Management Board member responsible for Wholesale Banking in 2011 until 2016. He was an independent Director of Singular Bank S.A.U. until the end of April 2023. He was also Chairman and member of the Board of Directors of Aegon Ltd until 13 November 2025. At ING he was also CEO of ING Real Estate from 2009 to 2015. He started his career in 1980 with the Chase Manhattan Bank where he worked for ten years and Baring Brothers Co Ltd from 1990 to 1995.

He has broad financial services experience in corporate finance, financial markets, real estate and lending.

He joined Amadeus' Board of Directors on 20 June 2019 and he is the Chairman of the Board since June 2021.

Name of member

MRS. PILAR GARCÍA CEBALLOS-ZÚÑIGA

Profile

Mrs. García is a graduate in Law from the University of Madrid, CEU San Pablo, and holds an MBA from the Open University, UK. She is an experienced executive with a long history in the technology area, working in multinational environments, focusing on technological innovation and the effectiveness of organizations.

She was a leader in the IBM Corporation for more than 25 years, 12 of which she had high-level responsibilities in the European Headquarters and across the world, being Executive Vice-President of IBM Global Digital Services, Cloud and Security, based in New York, in her last leadership position until 2016.

She was General Manager in Spain of Insa (currently ViewNext) and General Manager of Softinsa in Portugal for 5 years, a services company specialized in application development and infrastructure services.

She served as member of the Steering Committee of IBM Spain and Portugal, IBM Southwest Europe and Insa, leading the IBM Global Committees of management and transformation in strategic and commercial areas, and internal process optimization.

She is currently President of the Board of Trustees for the Caja de Extremadura Foundation and President of the Spanish Association of Foundations since June 2023. She also is an Independent Director of Renta4 Banco.

She joined Amadeus' Board of Directors on 15 December 2017.

Name of member

MR. STEPHAN GEMKOW

Profile

Mr. Gemkow holds a degree in business administration from the University of Paderborn.

He began his professional career as a consultant for BDO Deutsche Warentreuhand AG in 1988 before joining Deutsche Lufthansa AG in 1990, where he held various management positions in the Lufthansa Group, in the sales, finance and human resources areas. He served as Member of the Group Executive Board (CFO) at Deutsche Lufthansa AG until mid-2012, when he took his position as CEO of Franz Haniel & Cie., a globally active family-owned portfolio management company, based in Duisburg, Germany, until June 30, 2019. Mr. Gemkow formed part of the Amadeus Board of Directors from May 2006 to July 2013, as proprietary Director, representing Lufthansa. He was a Director of JetBlue Airways Corp. until April 2020.

Since April 2017 Mr. Gemkow is a Director of Flughafen Zürich AG, airport sector. He is also a Director of Airbus SE, aerospace industry, since April 2020. From May 2021 to April 2025 he served as Senior Advisor for the BNP Paribas Group in Germany.

He joined Amadeus' Board of Directors on 21 June 2018.

Name of member

MR. PETER KÜRPICK

Profile

Mr. Kürpick holds a Ph.D. in Theoretical Physics from the University of Kassel and has conducted post-doctorate research at Kansas State University and the University of Tennessee, Knoxville. He also holds a Masters in Environmental Sciences from the University of Kassel as well as a Corporate MBA from INSEAD.

Mr. Kürpick is Senior Vice President at EPAM Systems in Berlin. In a dual role he is both responsible for the German entity of EPAM and global CTO Enterprise Software. He joined EPAM Systems from BainCapital where he oversaw the adoption of latest IT strategies in the BainCapital portfolio companies in the role of a Technology Operating Partner. He also is a Non-Executive Director of PTV.

Previously, he has held numerous technology leadership roles at HERE Technologies, Unify, Software AG and SAP, where he was instrumental in the conception and development of SAP NetWeaver.

He joined Amadeus' Board of Directors on 21 June 2018.

Name of member

MRS. XIAOQUN CLEVER-STEG

Profile

Ms. Clever-Steg holds an Executive MBA from the University of West Florida and a diploma in Computer Science and International Marketing from the Karlsruhe Institute of Technology (Germany). She has also studied Computer Science & Technology at the University TsingHua (Beijing, China) and graduated from the Global Leadership Development Program of INSEAD.

Ms. Clever-Steg has over 20 years' experience in the area of software engineering, big data, cyber security and digitalization. Born in China, she has held various senior management positions in international corporations. Among others, Ms. Clever-Steg has spent sixteen years at SAP SE (from 1997 to 2013) in various positions, including Chief Operating Officer of Technology & Innovation, Senior Vice-President of Design & New Applications and Executive Vice-President & President of Labs in China. Since 2014, Ms. Clever-Steg was driving digitalization in the media industry as Chief Technology Officer of ProSiebenSat.1 Media SE, a German media company (2014 – 2015) and Chief Technology & Data Officer and member of the Group Executive Board at Ringier AG, an international media group based in Zurich, Switzerland (from January 2016 to February 2019). She was an independent Director of Capgemini SE until May 2023.

Ms. Clever-Steg is an independent Director of BHP Group Limited and a member of the Supervisory Board of Infineon Technologies AG. Since April 12, 2024, she is also a non-executive Director of Straumann Holding, AG.

She joined Amadeus' Board of Directors on 19 June 2020.

Name of member

MRS. JANA EGGERS

Profile

Mrs. Eggers holds a degree in mathematics and computer studies from Hendrix College (USA). She also studied computer science at Rensselaer Polytechnic Institute (USA).

She is currently the CEO and Executive Director of Nara Logics, a neuroscience-based artificial intelligence company.

She began her professional career at Los Alamos National Laboratory modeling electron transfer in conducting polymers using high-performance computing and artificial intelligence. After Los Alamos, she attended graduate school in computer science and then left research to join the business world in 1994.

Her roles always intermix engineering, product management, and business development. She has held technical and leadership roles at start-ups, like PTCG (supply chain optimization) and Apps.com (online applications), who have been bought by large enterprises, American Airlines, Sabre Group and Intuit, respectively. Both acquisitions led to senior roles at the acquiring companies. Another small start-up she joined was Lycos, which grew to be an Internet search leader. Her career has taken her to Europe twice: to open the European operations for supply chain optimization for Sabre Group, and as CEO of Germany-based, sprd.net AG, one of the first mass-customization platforms on the Web.

She's a noted expert in artificial intelligence, software product management, and enterprise innovation.

She joined Amadeus' Board of Directors on 17 June 2021.

Name of member

MRS. AMANDA MESLER

Profile

Mrs. Amanda Mesler holds an MBA from the University of North Carolina.

Mrs. Mesler began her career as a Business Analyst for Kierulff Electronics in 1985 and then joined Exide Electronics in 1986 as a Buyer. She moved to General Electric in 1988 where she was the Asian Pacific Market Development Manager. From 1994, Mrs. Mesler held numerous executive leadership positions at the Partner level at Bearingpoint (formally KPMG Consulting), EDS and SYSCO. In 2007, she became the CEO for North America at Logica and moved to the UK to join the Executive Committee and Operating Board of the Global company. In 2015, she worked at Microsoft as General Manager of Central and Eastern Europe, leaving Microsoft in 2018. She then served as CEO for Earthport Plc, a cross-border payments company, which was acquired by Visa in 2019.

Mrs. Mesler is a business and commercial savvy executive with over 30 years of experience, having held leadership positions as CEO, COO, Chief Client Officer and a Corporate Strategy Officer as well as serving as a Non-Executive Board Director of four companies. She was

recently Chairman & CEO of Minna Technologies, which was sold to Mastercard on November 1, 2024. She sat on the board of Vodeno Group until March 2025. As of 1 July 2025, she is the Chair of the Board of EA Technology. She sat on the board of Directors of Insect Technology Group, as a Non-Executive Director until January 2021 and Pace Plc. from 2012 to 2015. She was the CEO of Cashflows Europe, Ltd. since September 2019 until August 2021. She sat on the Board of National Grid until July 2022. She is also Senior Advisor of Macquarie Capital since March 2022.

She has had a truly global experience, working across all continents, including responsibility for teams in more than 40 countries. She has strong technology and Fintech experience at the executive level. Since 2009, she has been a member of the Young Presidents Organization and International Women's Forum.

She joined the Amadeus Board of Directors on 17 June 2021.

Name of member

MRS. ERIIKKA SÖDERSTRÖM

Profile

Mrs. Söderström holds a Master of Science (Economics) degree from the University of Vaasa (1993). She is a seasoned finance professional with a strong business acumen and has worked in several international technology and industrial companies.

Currently, she serves an independent Director in Bekaert (2020-) and Kempower (2021-). She chairs the Audit Committees of both companies, and previously also in Valmet and Comptel.

Mrs. Söderström started her career in Nokia, where she held several senior finance management positions over the years. At the end of her 14 years with Nokia she was the Corporate Controller of Nokia Siemens Networks. Since she has held CFO position in F-Secure, Kone and Vacon which are all globally operating publicly listed companies in NASDAQ Helsinki.

Since April 2025 she has been an independent director of Metso OYJ and as a member of the Audit Committee.

She joined the Amadeus Board of Directors on 25 February 2022.

Name of member

MR. DAVID VEGARA FIGUERAS

Profile

Mr. David Vegara Figueras is a graduate in Economics and Business Studies from the Universidad Autónoma de Barcelona and holds a Master in Economics (Capital Markets) from the London School of Economics and Political Science. He was Chairman of InterMoney, S.A. from 1996 to 2003. He was State Secretary for Economic Affairs in the Spanish Government from 2004 to 2009. From 2005 to 2009, he was Chairman of the European Union's Financial Services Committee, and Chairman of the EU's Group on Procyclicality from 2008 to 2009. He was Deputy Director of the IMF (International Monetary Fund) from 2010 to 2012. From 2012 to 2015, he was Deputy Managing Director of the ESM (European Stability Mechanism). He also held the position of member of the Supervisory Board of Hellenic Corporation of Assets and

Participations, S.A. until November 2022, and he currently is CRO and Executive Director of Banco Sabadell, S.A.

Mr. Vegara also has extensive practical experience in banking and finance from a regulatory standpoint, including supervision mechanisms, and in financial stability mechanisms and the management, control and anticipation of risks.

He joined Amadeus' Board of Directors on 23 June 2022.

Name of member

MR. FRITS DIRK VAN PAASSCHEN

Profile

Mr. Frits Dirk van Paasschen, a dual U.S. and Dutch national, holds a BA in Economics and Biology from Amherst College and an MBA from Harvard Business School, where he was also a Teaching Fellow in Economics. He has been a Keynote Speaker on the topic of disruption and global change and is also the best-selling author of The Disruptors' Feast, a compelling insight into the rapidly changing global economy.

Mr. van Paasschen is a highly experienced executive with deep and broad knowledge across various sectors. He began his career with roles in management consulting for retail and consumer clients at the Boston Consulting Group, Goldman Sachs and McKinsey, before moving into senior management positions at Disney Consumer Products and Nike Inc, where he also became GM (President) of both the Americas & Africa, and EMEA regions. From 2005-2007, he was President and CEO of Coors Brewing Company, before taking on the same role at Starwood Hotels and Resorts from 2007-2015. He has been a board member of other public companies, including Jones Apparel Group, Oakley Inc, Barclays PLC, and Crown Proptech Acquisitions.

He recently completed two years as a Fellow at the Stanford Distinguished Careers Institute and sits on the Board of publicly listed companies: Williams Sonoma (NYSE) and DSM-Firmenich (AEX). He also serves as a Board Member and Investor at the private firms: citizenM Hotels and J.Crew Group.

He joined the Amadeus Board of Directors on 24 June 2023.

Name of member

MR. LEO PURI

Profile

Mr. Leo Puri has a Masters in PPE from the University of Oxford, UK, and a Masters in Law from the University of Cambridge, UK. He is currently a lead Independent Director of Dr. Reddy's Laboratories Ltd and since the beginning of 2025, Chair of Fortis HealthCare Ltd. Mr. Puri is also the Chair of the Stakeholders Committee, Member of the Nominations and Remuneration Committee, and a member of the Science Tech & Operations Committee of Dr. Reddy's Laboratories Ltd. He was an Independent Director of Hindustan Unilever Ltd, and served as Chair of the Risk Committee, Chair of the ESG Committee and member of the Audit Committee of such entity. He has also been an Independent Director of Tata Sons Pvt. Ltd and member of its Audit Committee and its Group Risk Committee.

Mr. Leo Puri is also an adviser to the Private equity firm Apax Partners LLP. He is part of the Governing Council of the ISEG (Institute for Sustainability, Employment and Growth) Foundation, a not-for-profit public policy think tank focusing on employment generation and sustainability.

Mr. Puri is a business leader with extensive experience in private capital and the broader financial services industry.

Mr. Leo Puri held senior roles as Managing Director with UTI Asset Management Company Limited, Director and Senior Advisor with McKinsey & Company, and Managing Director with Warburg Pincus in India. Mr. Leo Puri also previously served as the Chairman of JP Morgan Chase for South and Southeast Asia, and as the Chairman of the Association of Mutual Funds in India (AMFI). In the past, he also sat on the Boards of well renowned companies such as Infosys Limited (Technology), Bennett & Coleman (Indian Media Group) and various entities of the Max Group (Max New York Life, Max Healthcare, Max Bupa), Nothern Arc. and BillDesk amongst others.

State whether any independent Director receives from the Company or any company in the group any amount or benefit other than compensation as a Director or has or has had a business relationship with the Company or any company in the group during the past year, whether in his or her own name or as a significant shareholder, Director or senior executive of a company that has or has had such a relationship.

N/A

In this case, include a statement by the Board explaining why it believes that the Director in question can perform his or her duties as an independent Director.

OTHER EXTERNAL DIRECTORS

Identify the other external Directors and state the reasons why these Directors are considered neither proprietary nor independent, and detail their ties with the Company or its management or shareholders:

N/A

State any changes in status that has occurred during the period for each Director:

N/A

C.1.4. Complete the following table with information relating to the number of female Directors at the close of the past 4 years, as well as the category of each:

	Number of female Directors				% of Directors for each category			
	Fiscal Year 2025	Fiscal Year 2024	Fiscal Year 2023	Fiscal Year 2022	Fiscal Year 2025	Fiscal Year 2024	Fiscal Year 2023	Fiscal Year 2022
Executive	0	0	0	0	0.00%	0.00%	0.00%	0.00%
Proprietary	0	0	0	0	0.00%	0.00%	0.00%	0.00%
Independent	5	5	5	5	45.45%	50.00%	50.00%	55.55%
Other external	0	0	0	0	0.00%	0.00%	0.00%	0.00%
Total	5	5	5	5	41.67%	45.45%	45.45%	45.45%

C.1.5. State whether the Company has diversity policies in relation to the Board of Directors of the Company on such questions as age, gender, disability and training and professional experience. Small and medium-sized enterprises, in accordance with the definition set out in the Accounts Audit Act, will have to report at least the policy they have implemented in relation to gender diversity.

Yes No Partial policies

Should this be the case, describe these diversity policies, their objectives, the measures and way in which they have been applied and their results over the year. Also state the specific measures adopted by the Board of Directors and the Nominations and Remuneration Committee to achieve a balanced and diverse presence of Directors.

In the event that the Company does not apply a diversity policy, explain the reasons why.

Description of policies, objectives, measures and how they have been implemented, including results achieved.

The Directors' Selection Policy approved by the Board of Directors at a meeting held on February 24, 2022, establish that each Director selection process will begin with an analysis of the needs and skills required by the Board, taking into account a series of factors, including the diversity of the Board in all its aspects, paying special attention to gender diversity.

On this point, it is important to emphasize that the aforementioned Directors' Selection Policy is aimed at promoting an appropriate composition of the Board of Directors, ensuring that appointment and reelection proposals are based on a prior analysis of the competences required by the Board. Furthermore, the Directors' Selection Policy will promote diversity in the ability, knowledge, experience, nationality, age and gender, adjusting the profile of candidates to the business needs of the Company. In this sense, the Directors' Selection Policy specifically and thoroughly regulates the selection process for Board members and the criteria used for such selection, the conditions that Board member candidates must meet, the diversity objectives of the Board and any impediment for joining as a Board member. Moreover, the aforementioned policy states that the Nominations and Remuneration Committee shall verify adherence, on a yearly basis, to the Directors' Selection Policy and shall report on this matter in the Annual Report on Corporate Governance.

In the selection processes launched over the last few years, it has been a necessary requirement to have a list of female candidates to cover vacancies and/or new positions on the Board. As such, the appointments of Mrs. Pilar García in 2017, Mrs. Xiaoqun Clever-Steg in 2020, Mrs. Jana Eggers and Mrs. Amanda Mesler in June 2021, and Mrs. Eriikka Söderström, who joined the Board in February 2022, have materialized.

The Nominations and Remuneration Committee pledged to maintain a 40% female presence on the Board by the end of the financial year 2022, in accordance with the recommendations of the Good Governance Code for Listed Companies and in line with the commitment made by the Nominations and Remuneration Committee at its meeting on December 15, 2021.

With the entry into force of Organic Law 2/2024, of 1 August, on equal representation and balanced presence of women and men, amending Article 529 bis of the Spanish Capital Companies Act (transposing EU Directive 2022/2381 of the European Parliament and of the Council of November 23, 2022), listed companies and public interest entities are required to have a balanced presence (40%-60%) of women and men on their Boards of Directors and senior management. Although this requirement will apply from June 30, 2026, for the 35

companies with the highest market capitalization, the Company already complies with the requirement with respect to its Board of Directors. In this regard, as of December 31, 2025, following the appointment of the new director, Mr. Leo Puri, the presence of the less represented gender on the Board of Directors (female) drops from 45.45% to 41.67%.

C.1.6. Describe the means, if any, agreed upon by the Nominations Committee to ensure that selection procedures do not contain hidden biases which impede the selection of female Directors and that the Company deliberately seeks and includes women who meet the target professional profile among potential candidates, which makes it possible to achieve a balance between men and women. Moreover, state if these measures include encouraging the company to have a significant number of female senior managers:

Explanation of means

The Directors' Selection Policy approved by the Board of Directors at a meeting held on February 24, 2022, sets forth that diversity is a key element for continuous improvement of the effectiveness of the Board of Directors, subject to the fundamental principle of merit and suitability of candidates.

In this respect and, in accordance with the Regulations of the Board of Directors, one of the basic responsibilities of the Nominations and Remuneration Committee is to promote the diversity of knowledge, experience, age race and gender, and on the latter, to establish a representation objective for the underrepresented gender on the Board, and to define guidelines on how to achieve this objective. Thereunder, the Regulations of the Nominations and Remuneration Committee, approved by the Board of Directors at its meeting held on 15 December 2023, indicate that, among other functions of this Committee, it must favor diversity of knowledge, experience, age and gender and, with respect to gender, to establish a goal for representation of the gender least represented on the Board of Directors, and develop guidance on how to achieve that goal.

For these purposes, as part of this Policy, a list of female candidates is required to fill in vacancies and/ or new positions on the Board in the selection processes. As such, in order to reinforce Amadeus' strong commitment to promoting gender diversity, and in accordance with the recommendations of the Good Governance Code for Listed Companies, and in compliance with the target set by the Directors' Selection Policy that at least 40% of the seats on the Amadeus Board of Directors should be held by women, the percentage of women on the Board of Directors, which stood at 41.67% on 31 December 2025.

The current policy applies exclusively to the appointment of Directors to the Board. More broadly, the selection and promotion of senior-level positions are overseen by the Global Talent team within the People & Culture function. All selection decisions must be grounded in the merits, skills, experience, independence, and knowledge required to meet the Company's competency expectations and business needs, while also striving to achieve balanced gender representation at senior management levels.

The Global Talent team provides targeted training to employees involved in promotion processes, ensuring that interviews are conducted using competency-based methods and success profiles designed to minimize unconscious bias and prevent unintentional discrimination.

The Company is committed to equal opportunity based on merit, skills, knowledge, and experience, in alignment with its core values and Code of Ethics and Business Conduct.

In the event that there are few or no female Directors or female senior managers in spite of any measures adopted, please explain the reasons that justify such a situation:

We refer to the information provided above.

C.1.7. Describe the conclusions of the Nominations Committee regarding verification of compliance with the selection policy aimed at promoting an appropriate composition of the Board of Directors.

We refer to the information provided in Sections C.1.5 y C.1.6.

C.1.8. If applicable, please explain the reasons for the appointment of any proprietary Directors at the request of shareholders with less than a 3% equity interest:

N/A

State whether the Board has failed to meet any formal requests for membership from shareholders whose equity interest is equal to or higher than that of others at whose request proprietary Directors have been appointed. If this is the case, please explain why the aforementioned requests were not met:

Yes No

C.1.9. State the powers delegated by the Board of Directors, including those relating to the option of issuing or re-purchasing shares, to Directors or Board Committees:

Name of Director	Brief description
MR. LUIS MAROTO CAMINO	The Board of Directors has permanently delegated all the faculties permitted by the law and the Bylaws, except the non-delegable faculties.

C.1.10. Identify any members of the Board who are also Directors or officers in other companies in the group of which the listed Company is a member:

N/A

C.1.11. List the positions of director, administrator or representative thereof, held by directors or representatives of directors who are members of the company's board of directors in other entities, whether or not they are listed companies:

Identity of the Director or representative	Corporate name of the listed company or non-listed entity	Position
MR. WILLIAM CONNELLY	Société Générale Group	DIRECTOR
MR. LUIS MAROTO CAMINO	Avolta AG	DIRECTOR
MRS. PILAR GARCIA CEBALLOS-ZÚNIGA	Fundación Caja de Extremadura	CHAIR
MRS. PILAR GARCIA CEBALLOS-ZÚNIGA	Renta 4 Banco	DIRECTOR
MRS. PILAR GARCIA CEBALLOS-ZÚNIGA	Asociación Española de Fundaciones	CHAIR
MR. PETER KÜRPICK	PTV	DIRECTOR
MR. STEPHAN GEMKOW	Airbus SE	DIRECTOR
MRS. XIAOQUN CLEVER-STEG	BHP Group Ltd.	DIRECTOR
MRS. XIAOQUN CLEVER-STEG	Straumann Holding AG	DIRECTOR
MRS. JANA EGGERS	Nara Logics	CEO
MRS. AMANDA MESLER	EA Technology	CHAIR
MRS. ERIIKKA SÖDERSTRÖM	Bekaert	DIRECTOR
MRS. ERIIKKA SÖDERSTRÖM	Kempower	DIRECTOR
MRS. ERIIKKA SÖDERSTRÖM	Metso OYJ	DIRECTOR
MR. DAVID VEGARA FIGUERAS	Banco Sabadell	EXECUTIVE DIRECTOR

Identity of the Director or representative	Corporate name of the listed company or non-listed entity	Position
MR. FRITS DIRK VAN PAASSCHEN	Williams-Sonoma	DIRECTOR
MR. FRITS DIRK VAN PAASSCHEN	DSM-Firmenich	DIRECTOR
MR. FRITS DIRK VAN PAASSCHEN	Another Star (formerly citizenM)	DIRECTOR
MR. FRITS DIRK VAN PAASSCHEN	JCrew Group	DIRECTOR
MR. LEO PURI	Dr. Reddy's Laboratories	DIRECTOR
MR. LEO PURI	Fortis HealthCare	CHAIR

Indicate, where appropriate, the other remunerated activities of the directors or directors' representatives, whatever their nature, other than those indicated in the previous table.

Identity of the director or representative	Other paid activities
MR. PETER KÜRPICK	SVP, EPAM Systems (Berlin)
MR. STEPHAN GEMKOW	Member of the Board of Trustees, C.D. Waelzholz GmbH & Co. KG
MR. STEPHAN GEMKOW	Member of the Supervisory Board of Airbus Defence & Space GmbH
MR. STEPHAN GEMKOW	Member of the Supervisory Board of Flughafen Zürich AG
MRS. AMANDA MESLER	Senior Advisor, Macquarie Capital
MR. DAVID VEGARA FIGUERAS	Chair of the Advisory Council, RocaJunyent Abogados
MRS. XIAOQUN CLEVER-STEG	Member of the Advisory Board of Nuernberg Institute for Market Decision
MRS. XIAOQUN CLEVER-STEG	Member of the Supervisory Board of Infineon Technologies AG
MR. LEO PURI	Adviser of Apax Partners LLP
MR. LEO PURI	Member of the ISEG Foundation
MR. LUIS MAROTO CAMINO	Advisor, TOURISE (Global Leader Platform of Tourism)

Remarks

N/A

C.1.12. State whether the Company has established rules on the number of boards on which its directors may hold seats, providing details if applicable, identifying, where appropriate, where this is regulated:

Yes No

Explanation the rules

In accordance with the provisions of the Regulations of the Board of Directors, Directors cannot form part –in addition to the Company's Board– of more than six (6) Boards of Directors of commercial companies.

For purposes of computing the number of Boards to which the above paragraph refers, the following rules shall be borne in mind:

- those Boards of which the Director is part of as a proprietary Director proposed by the Company or by any company belonging to its group, shall not be computed;
- all Boards of companies that form part of the same group, as well as those of which the Director is part of as a proprietary Director at any group company, shall be computed as one single Board, even though the stake in the capital of the Company or the corresponding degree of control does not allow it to be considered to form part of the group;
- those Boards of asset-holding companies or companies that constitute vehicles or complements for the professional exercise of the Director himself, his spouse or a person with an analogous affective relationship, or of his closest relatives, shall not be computed; and

- d. those Boards of companies, even though commercial in nature, whose purpose is complementary or accessory to another activity which for the Director constitutes an activity related to leisure, assistance or aid to third parties, or any other which does not entail for the Director a true dedication to a commercial business, shall not be considered for computation.

C.1.13. State total remuneration received by the Board of Directors:

Board remuneration in financial year (thousand euros)	6,242
Funds accumulated by current directors for long-term savings systems with consolidated economic rights (thousands of euros)	0
Funds accumulated by current directors for long-term savings systems with unconsolidated economic rights (thousand euros)	2,522
Pension rights accumulated for former members (thousand euros)	0

C.1.14. Identify senior management staff who are not executive Directors and their total remuneration accrued during the year:

Name	Position
MR. JACKSON PEK	SVP, Chief Corporate & Legal Affairs Officer
MRS. CAROLINE BORG ²	SVP, Chief Financial Officer
MR. FRANCISCO PÉREZ-LOZAO RUTER	SVP, Hospitality
MR. WOLFGANG KRIPS	SVP, Chief Strategy Officer
MR. SYLVAIN ROY	SVP, Chief Technology Officer
MR. MANUEL DE ALZUA	Internal Auditor
MRS. ANA DOVAL DE LAS HERAS	SVP, Chief People & Culture Officer
MR. DECIUS VALMORBIDA	SVP, Travel Unit
Total senior management remuneration (thousand euros)	9,801
Number of female senior managers	2
Percentage of female senior managers over the total senior management staff	25%

C.1.15. State whether the Board rules were amended during the year:

Yes No

C.1.16. Specify the procedures for selection, appointment, re-election and removal of Directors: the competent bodies, steps to follow and criteria applied in each procedure.

In accordance with the Bylaws and the Regulations of the Board of Directors of the Company, Directors shall be appointed by the General Shareholders' Meeting or by the Board of Directors in accordance with the provisions contained in the Spanish Capital Companies Act (*Ley de Sociedades de Capital*) and the Company's Bylaws.

Proposals for appointment and re-election of non-independent Directors which the Board of Directors submits to the consideration of the General Shareholders' Meeting and the resolutions

² Mrs. Caroline Bog was appointed CFO effective May 5, with her remuneration calculated from that date.

regarding appointments which the said body adopts by virtue of the powers of co-optation legally attributed to it must be preceded by the pertinent report from the Nominations and Remuneration Committee.

Proposal of appointment or re-election of members of the Board of Directors who are independent Directors corresponds to the Nominations and Remuneration Committee. The proposal in any event must include a justifying report of the Board that evaluates the competence, experience and merits of the proposed candidate.

With respect to proposals of appointments of external and independent Directors, the Board of Directors and the Nominations and Remuneration Committee, within the scope of their competencies, shall procure that the candidates elected are persons of recognized solvency, competency and experience, being most rigorous in relation to those called to fill the positions of independent Director as provided by the Regulations of the Board of Directors.

Proprietary Directors that forfeit such status as a consequence of the sale of their stake by the shareholder they represent may only be re-elected as independent Directors when the shareholder they represented up until that time has sold all of its shares in the Company.

A Director that owns a stake in the Company may hold the status of independent Director, provided that he satisfies all of the conditions established above and, in addition, his stake is not significant.

Directors are appointed for a term of three (3) years when they are appointed by the Shareholders' Meeting for the first time, including their first appointment by cooptation method immediately before the holding of the Shareholders' Meeting, whereas in the event of the reappointment of a Director, such reappointment must necessarily be for a one-year term. In the event that a Director's office has expired or he/she has resigned or been removed, and is then again appointed as a Director once a term of at least one year has passed since the expiration, resignation or removal, this shall be deemed to constitute an appointment and his/her term of office shall therefore be 3 years.

On an annual basis, the Nominations and Remuneration Committee prepares a report in order that the Board of Directors may evaluate the quality and efficiency of the operation of the Board and its Committees. In such annual report, the Nominations and Remuneration Committee evaluates the nature of the Directors and validates the independent, proprietary and other status of the Directors, if appropriate.

In addition to the above, it is necessary to add the Directors' Selection Policy approved by the Board of Directors at its meeting on February 24, 2022, and which details:

- The scope of application.
- The objectives in selecting Directors. Each Director Selection Process will start with an analysis of the Board's needs. This analysis will be performed by the Amadeus Board, supported by advice and a report from the Nominations and Remuneration Committee.
- The selection's process. External advisors. Amadeus is committed to conducting Director selection processes which are formal, rigorous and transparent; in order to maintain the highest standards of integrity and transparency in the Selection Process, the Company may seek the support of independent external advisers to validate and perform due diligence on Director candidates. The Amadeus Board will ensure that Directors' selection processes are free of any implicit bias or any kind of discrimination (female/male).
- The selection criteria to be met by candidates.
- Diversity goals of the Board.

- Impediments to be a candidate.
- Verification of compliance with the Directors' Selection Policy.

The Directors' Selection Policy, sets forth that are not eligible for appointment or renewal as a Director:

- Individuals who are subject to any of the cases of incompatibility or prohibition provided by law.
- Individuals with interests that are in permanent conflict with those of the Company.

In this respect, those candidates who, once appointed to the position of Director, have the opportunity to have executive positions, or to be appointed to the position of Director, or to any other similar position in other companies, must inform the Chair of the Nominations and Remuneration Committee prior to the acceptance of such positions. The Director must inform of the type of position offered, the company the position is in (providing a description of its business purpose), the date the position would be effective, and the time the Director estimates they will have to devote to this new position. The Committee will use this information to make an assessment about potential conflicts of interest, so that appropriate measures can be put in place, if deemed necessary.

- Individuals whose membership to the Board could threaten the reputation or other interests of the Company.

C.1.17. Explain how the annual evaluation of the Board has given rise to significant changes in its internal organization and to procedures applicable to its activities:

It is a standard practice for the Board of Directors to distribute an annual questionnaire at the end of each financial year through the Secretariat of the Board which, amongst other sections, includes a self- assessment, with a series of questions that also enable compliance with the various annual reports of the Committee and the Board.

The Board of Directors agreed to perform the annual questionnaire and the self-assessment for this financial year 2025, in order to analyze the effectiveness of the Company's corporate governance and to identify opportunities for improvement to ensure proper compliance with the existing obligations or recommendations in this area.

The preliminary conclusions of the analysis do not reveal any issues that should be mentioned in this annual report.

From the answers received from the Directors, no significant points or comments have been identified in the areas under evaluation that could lead to relevant changes in the organization or to the direct intervention of the Committee to try to resolve any type of conflict.

The responses are generally positive and supportive, without prejudice to the Chairman and the CEO, taking into consideration going forward some of the suggestions made regarding the functioning of the Board.

In addition to the self-assessment exercise and the assessments carried out every three years by an external consultant, the Chairman of the Board holds individual meetings with each of the non-executive directors at the beginning of each financial year. These meetings are held in light of the self-assessments and with the assistance of the Secretary of the Board. The purpose of these meetings is to listen to the Directors' concerns first-hand, suggestions for the current year and their degree of commitment to their work as Directors of the Company. A

review is made of each Director's time commitment to the Company, their attendance at Board and Committee meetings, their participation in discussions and their personal and professional satisfaction with their duties. This exercise is essential for the development and practice of good governance.

In this regard, beyond the internal criteria of investors and proxy advisors on the maximum number of external boards of the Directors above, where there may be “overboarding” concerns, and which may lead to the assumption that the ability to devote time to the Company's Board may be impaired, objective criterion for measuring “overboarding”, the Board Secretariat has considered it important to highlight the subjective assessment of the members of the Board of Directors themselves, based on their responsibility and commitment to the Company.

Thus, when Directors are asked whether they consider that, within the context of their obligations and commitments to other external boards, they devote the necessary and sufficient time as Directors to a company with the characteristics of Amadeus, and whether they feel sufficiently comfortable with the time devoted to it throughout the financial year, their unanimous response is the common factor. All Directors, acting responsibly, consider and value the time devoted to Amadeus to be very positive and that other obligations or commitments do not interfere with the time they devote to Amadeus. The degree of commitment of each member of the Board of Directors in terms of time devoted is highly satisfactory.

Describe the evaluation process and the areas evaluated by the Board of Directors with the help, if any, of external advisors, regarding the function and composition of the board and its Committees and any other area or aspect that has been evaluated.

The 2025 questionnaire has the following structure:

I. Declarative Part

Objective information that provides the necessary details for the preparation of annual reports (e.g. annual financial statements, annual corporate governance report, etc.).

II. Self-Evaluation

Subjective information on the functioning of the Board and its Committees. This second part is the subject of this Annual Report.

- **Board of Directors**
 - Board of Directors functioning, culture & dynamics
 - Board of Directors structure, composition and contribution
 - Board of Directors Agenda
 - Board partnership with Management (Excom members)
 - Board strategic value-add & agility
- **Board Committees**
 - Board Committees
 - Audit Committee
 - Nominations and Remuneration Committee

- Chairman
- CEO
- Secretary of the Board
- Other

C.1.18. Describe, in those years in which the external advisor has participated, the business relationships that the external advisor or any group company maintains with the Company or any company in its group.

In compliance with recommendation 36 of the Good Governance Code of Listed Companies, for the financial year 2023, the Board, upon proposal from the Committee, appointed the external consultant Korn Ferry to perform the evaluation of its functioning and that of its respective Committees, analyzing, amongst other areas, the effectiveness of the Company's corporate governance, and identifying opportunities for improvement to ensure proper compliance with the existing obligations or recommendations in this area.

On the other hand, throughout the 2025 financial year, external consultant Korn Ferry has provided consulting services to the Company related to the Human Resources operating model and internal promotion processes. In no case has Korn Ferry participated in the selection processes of external Directors of the Company.

C.1.19. State the situations in which Directors are required to resign.

In accordance with the provisions of article 17 of the Regulations of the Board of Directors, Directors must place their position at the disposal of the Board of Directors and formalize, if it deems this appropriate, the pertinent resignation, in the following cases:

1. when they leave the executive positions with which, where applicable, their appointment as Director was associated;
2. when they are subject to any of the cases of incompatibility or prohibition provided by law;
3. when they are indicted for an allegedly criminal act, are investigated as part of a criminal proceeding and the Board of Directors so decides following a report by the Nominations and Remuneration Committee, or are subject to a disciplinary proceeding for serious or very serious misdemeanor instructed by the supervisory authorities;
4. when their continuation in the Board may put in risk the Company's interests or when the reasons for which they were appointed disappear. In particular, in the case of proprietary external Directors, when the shareholder they represent sells its stakeholding in its entirety. They must also do so, in the corresponding number, when the said shareholder lowers its stakeholding to a level which requires the reduction of the number of external proprietary Directors;
5. when significant changes in their professional status or in the conditions under which they were appointed Director take place; and
6. when due to any criminal proceeding in which the Director appears as an investigated party, his continuation in the Board causes serious damage to the corporate net worth or reputation in the judgement of the Board.

When a Director creates a vacancy prior to the end of his mandate, whether due to resignation or a resolution by the General Shareholders' Meeting, he must sufficiently explain the reasons for his resignation or, in the case of non-executive Directors, his opinion on the reasons for his removal by the General Shareholders' Meeting, in a letter to be sent to all of the members of the Board.

C.1.20. Are qualified majorities other than those established by law required for any specific decision?

Yes No

C.1.21. Explain whether there are any specific requirements, other than those relating to Directors, to be appointed as Chairman of the Board of Directors.

Yes No

C.1.22. State whether the Articles of Association or the Regulations of the Board establish any limit as to the age of Directors:

Yes No

C.1.23. State whether the Articles of Association or the Regulations of the Board establish any term limits for independent Directors other than those required by law:

Yes No

C.1.24. State whether the Articles of Association or Regulations of the Board establish specific proxy rules for votes at Board meetings, how they are to be delegated and, in particular, the maximum number of delegations that a Director may have, as well as if any limit regarding the category of Director to whom votes may be delegated and whether a Director is required to delegate to a Director of the same category. If so, please briefly describe the rules.

Voting by proxy is regulated in the Corporate Bylaws and the Regulations of the Board of Directors. In application thereof, Directors may have themselves represented by another member provided that such proxy is granted in writing and on a special basis for each meeting, including the appropriate voting instructions.

Independent Directors may only grant their proxy to another independent Director.

A proxy may be granted by any postal or electronic means or by fax, provided that the identity of the Director and the direction of the Instructions are assured.

C.1.25. State the number of meetings held by the Board of Directors during the year, and if applicable, the number of times the Board met without the Chairman present. Meetings where the Chairman sent specific proxy instructions are to be counted as attended.

Number of Board meetings	8
Number of Board meetings without the Chairman	0

State the number of meetings held by the coordinating Director with the other Directors, where there was neither attendance nor representation of any executive Director:

Number of meetings	0
--------------------	---

Please specify the number of meetings held by each Committee of the Board during the year:

Number of meetings held by the Audit Committee	5
Number of Meetings held by the Nominations and Remuneration Committee	4

C.1.26. State the number of meetings held by the Board of Directors during the year in which all of its Directors were present. For the purposes of this section, proxies given with specific instructions should be considered as attendance:

Number of meetings when all Directors attended	8
% of attendance over total votes during the year	93.47%
Number of meetings in situ or representations made with specific instructions of all Directors	8
% of votes issued at in situ meetings or with representations made with specific instructions out of all votes cast during the year	100%

C.1.27. State if the individual and consolidated financial statements submitted to the Board for preparation were previously certified:

Yes No

Identify, if applicable, the person/s who certified the individual and consolidated financial statements of the Company for preparation by the Board:

Name	Position
MR. LUIS MAROTO CAMINO	CEO
MRS. CAROLINE BORG	SVP, Chief Financial Officer

C.1.28. Explain, if any, the measures established by the Board of Directors so that the financial statements that the Board of Directors presents to the General Shareholders' Meetings are drawn up in accordance with accounting legislation.

The Audit Committee is the body entrusted with addressing these matters, in such a manner that prior to forwarding the financial statements to the Board of Directors for drawing up and subsequent submission to the General Shareholders' Meeting, the prior resolution of said Committee is required. The Committee evaluates the results of each audit and the responses of the Management team to its recommendations and intervenes in cases of discrepancies between the external auditor and the latter in relation to the applicable principles and criteria in preparation of the financial statements.

The Board of Directors will take the necessary actions to draw up the Annual Financial Statements in such a manner that there are no qualifications by the auditor. Notwithstanding the above, when the Board feels it must maintain its criteria, it will publicly explain the contents and scope of the discrepancy.

In this regard, when the auditor of accounts has included in his audit report some caveat, the Chair of the Audit Committee will explain to the General Shareholders' Meeting the opinion of the Commission on its content and scope, making available to shareholders at the time of the convening of the General Shareholders' Meeting, together with the other documents and reports, a summary of that view.

C.1.29. Is the Secretary of the Board also a Director?

Yes No

If the Secretary is not a Director, please complete the following table:

Name of the secretary	Representative
MR. JACINTO ESCLAPÉS DÍAZ	

C.1.30. State, if any, the concrete measures established by the entity to ensure the independence of its external auditors, financial analysts, investment banks, and rating agencies, including how legal provisions have been implemented in practice.

It is the task of the Audit Committee to carry out the relations with external auditors and the sustainability assurance provider in order to receive information on those matters which may place the independence of the latter at risk and any other matters related to the auditing process, including, where appropriate, the authorization of services, other than those prohibited under the terms and conditions set forth in the current legislation, as well as such other communications provided by auditing laws and the technical rules of auditing.

The Audit Committee proposes to the Board of Directors, for submission to the General Shareholders' Meeting, the appointment of the external auditors and the sustainability assurance provider, as well as their contracting conditions, the scope of their professional mandate and, as the case may be, their revocation or non-renewal.

As agreed by the Audit Committee on November 3rd, 2022, the auditors participate in all meetings of the Audit Committee and, at the request of the latter, may hold meetings with the Committee without the presence of the management team. In this respect, the auditors, represented by the partners in charge of the audit services, participated in all meetings of the Audit Committee held in 2025.

The Audit Committee receives from the auditors, on an annual basis, written confirmation of their independence vis-à-vis any directly or indirectly related entity or entities, as well as information on the additional services of any kind provided to these entities by the aforesaid auditors or companies, and issues, also on an annual basis, prior to the issue of the audit report, a report stating its opinion on the independence of the auditors or audit companies. The Audit Committee approves in advance the non-audit services.

There are no special conditions relating to relationships with financial analysts, investment banks and rating agencies and these entities operate fully independently of the Company. The information disclosed by the Company complies with the principles of transparency and fairness; the information is true, clear, quantified and complete and contains no subjective assessments that are or may be misleading.

In this regard, the Board of Directors, in its session of December 16, 2020, approved the "Policy regarding communication of economic-financial, non-financial and corporate information and regarding communication, and contact with shareholders, institutional investors and proxy advisors", by which the main principles governing the relations with the different stakeholders are set up, among others:

- Responsibility, diligence and transparency in the information disclosure, preventing information manipulation, protecting the integrity and honor of the Company and its representatives.

- Equal treatment and protection of the legitimate rights and interests of shareholders/investors, and market in general, facilitating them to exercise their right to information.
- Cooperation with shareholders/investors to ensure that information provision practices and market relations are transparent, effective, while safeguarding corporate interest, always ensuring to maintain the highest reputational degree of the Company and its representatives.
- Adequacy and proportionality of information to the needs and interests of stakeholders in a way that reasonably meets their expectations.
- Economic-financial, non-financial and corporate information must be clear, objective, understandable and simultaneous, without giving rise to mistakes or wrongs.
- The information will be presented in a concise, rational and organized way.

The Secretariat of the Board of Directors together with the Investor Relations Department, are the internal bodies responsible for the implementation and enforcement of these general principles in any relationship with shareholders, investors (qualified or not) and proxy advisors, without prejudice to the supervisory faculties of the Audit Committee.

C.1.31. State whether the Company changed its external auditor during the year. If so, please identify the incoming and outgoing auditor:

Yes No

If there were any disagreements with the outgoing auditor, please provide an explanation:

Yes No

C.1.32 State whether the audit firm provides any non-audit services to the Company and/or its Group and, if so, indicate the amount of fees it received for such work and express this amount as a percentage of total fees invoiced to the Company and/or Group for audit work:

Yes No

	Company	Group companies	Total
Amount invoiced for non-audit services (thousand euros)	585	161	746
Amount invoiced for non-audit services/Amount for audit work (in %)	57.01	11.25	30.36

C.1.33. State whether the auditors' report on the financial statements for the preceding year contains a qualified opinion or reservations. If so, please explain the reasons given by the Chairman of the Audit Committee to explain the content and extent of the afore-mentioned qualified opinion or reservations.

Yes No

C.1.34. State the number of consecutive years the current audit firm has been auditing the financial statements of the Company and/or group. Furthermore, state the number of years audited by the current audit firm as a percentage of the total number of years that the financial statements have been audited:

	Individual	Consolidated
Number of consecutive years	7	7

	Individual	Consolidated
Number of fiscal years audited by the current audit firm/Number of fiscal years the Company has been audited (in %)	35%	35%

Remarks

For both individual and consolidated annual accounts, the correct percentage for the fiscal year ending 31 December 2024 was 31.57%.

C.1.35. State whether there is a procedure whereby Directors have the information necessary to prepare the meetings of the governing bodies with sufficient time and provide details if applicable:

Yes No

Explanation of procedure

In as much as the Board meeting is called and within the deadlines established by the Bylaws between the meeting notice and the meeting, the Directors are sent, through the Secretary of the Board in coordination with the Chairman, apart from the agenda, all support documentation on the various agenda items, so that they may request the appropriate clarifications prior to the meeting being held and can deliberate more appropriately on the various items the day the Board meeting is held.

The Agenda contains matters for decision as well as purely informational matters which are presented by the management team, with the assistance of independent experts if necessary. The Agenda is agreed to previously with the Chairman of the Board of Directors.

In addition, the Director has the duty to be diligently informed about how the Company is run. For such purpose, the Director may request information on any aspect of the Company and examine its books, records, documents, and other documentation. The right to information extends to subsidiaries whenever possible.

The request for information must be addressed to the Chairman of the Board of Directors, who will cause it to be delivered to the appropriate applicable spokesperson at the Company.

If entailing confidential information in the judgement of the Chairman, the Chairman will advise this circumstance to the Director who requests and receives it, as well as of his or her duty of confidentiality in accordance with the provisions of the Regulations of the Board.

C.1.36. State whether the Company has established any rules whereby Directors must provide information and, if applicable, resign, in the event that their circumstances (related or not to their actions within the Company) may damage the Company's standing and reputation. If so, provide details:

Yes No

Explanation the rules

Article 29 of the Regulations of the Board of Directors establishes that the Director must inform the Company when there are circumstances that affect him, related or not with his performance in the Company and which may harm the credit or reputation of the Company.

In this regard, the Director must inform the Company:

- the shares therein which he owns either directly or indirectly through Related Persons, in accordance with the provisions of the Internal Rules of Conduct in Matters Relating to the Securities Market.
- the offices he holds and the activities he carries out at other companies and, in general, the facts, circumstances or situations which may be relevant for his action as a Director of the Company.
- when there are circumstances that affect him, either related or not with his performance in the Company, and which may harm the credit or reputation of the Company, especially, of any criminal proceeding in which he appears as an investigated party as well as any other relevant procedural matter. The Board may require the Director's resignation, after examining the situation in hand, and the Director must abide by this decision.

Similarly, the Directors' Selection Policy, among the impediments to being a candidate for Director or for the re-appointment of those who already hold that position, establishes, among others, that individuals whose membership to the Board could threaten the reputation or other interests of the Company, are not eligible for appointment or re-appointment as a Director.

C.1.37. Indicate whether, apart from such special circumstances as may have arisen and been duly minuted, the Board of Directors has been notified or has otherwise become aware of any situation affecting a director, whether or not related to his or her actions in the company itself, that might harm the company's standing and reputation:

Yes No

C.1.38. Detail any material agreements entered into by the Company that come into force, are modified or are terminated in the event of a change in control of the Company following a public takeover bid, and their effects.

Except those mentioned below (standard clauses for financing agreements), there are no significant agreements concluded by the Company that enter into force, change or conclude in the event of a change of control.

The financing agreements concluded on June 29th, 2020 and June 19th, 2023 with the European Investment Bank in the amount of EUR 200 million and EUR 250 million respectively, provide that in the event of a change of control in the Company, the bank may cancel contracts in advance.

The revolving line of credit dated January 17th, 2023 in the amount of EUR 1 billion also has a change of control clause.

The issuance of bonds issued by Amadeus IT Group, S.A. in September 2018, May 2020, September 2020, March 2024 and March 2025, each amounting to EUR 500 million, contain a change of control clause.

C.1.39. Identify individually for Director, and generally in other cases, and provide detail of any agreements made between the Company and its Directors, executives or employees containing indemnity or golden parachute clauses in the event of resignation or dismissal or termination of employment without cause following a takeover bid or any other type of transaction.

Number of beneficiaries	5
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Type of beneficiary

Senior Management and CEO

Description of agreement

There are no indemnification clauses for the benefit of Non-Executive Directors.

The contract governing the responsibilities of the CEO includes an indemnity provision for a compensation equivalent to twice his gross base salary (excluding annual and/or long-term bonuses) in case of dismissal without cause, as well as a non-compete covenant subject to Board’s discretion, for an amount equivalent to one-year gross base salary. In the event of a change of control and within a period of six months, the CEO has the option to terminate his contract with the right to receive an indemnity equivalent to twice his annual gross base salary.

With respect to the Senior Management, some of the employment contracts contain indemnification clauses in case of wrongful dismissal and non-compete clauses, which range between six months and two years of annual salary (excluding annual bonuses)

In general terms, the rest of the employees lack indemnification clauses other than those established by labor law currently in force for cases of wrongful dismissal.

State if these contracts have been communicated to and/or approved by management bodies of the Company or of the Group. If they have, specify the procedures, events and nature of the bodies responsible for their approval or for communicating this:

	Board of Directors	General Shareholders’ Meeting
Body authorizing the severance clauses	Yes	Yes

	YES	NO
Are these clauses notified to the General Shareholders’ Meeting?	X	

C.2. Committees of the Board of Directors

C.2.1. Provide details of all Committees of the Board of Directors, their membership, and the proportion of executive, proprietary, independent and other external Directors that comprise them:

AUDIT COMMITTEE

Name	Position	Category
MRS. ERIKKA SÖDERSTRÖM	CHAIR	INDEPENDENT
MR. STEPHAN GEMKOW	MEMBER	INDEPENDENT
MRS. AMANDA MESLER	MEMBER	INDEPENDENT
MR. DAVID VEGARA FIGUERAS	MEMBER	INDEPENDENT
MRS. PILAR GARCÍA CEBALLOS-ZÚÑIGA	MEMBER	INDEPENDENT
% of proprietary Directors		0.00%
% of independent Directors		100%
% of other external Directors		0.00%

Explain the duties exercised by this Committee, describe the rules and procedures it follows for its organization and function. For each one of these functions, briefly describe its most important actions during the year and how it has exercise in practice each of the functions attributed thereto by law, in the Articles of Association or other corporate resolutions.

COMPOSITION

The Audit Committee shall be composed of a minimum of three (3) and a maximum of five (5) members, all of which shall be non-executive Directors, of whom at least the majority must be independent Directors. The members of the Audit Committee as a whole shall be appointed taking into account their technical knowledge of the sector in which the Company operates and their expertise and appropriate knowledge in accounting and auditing, financial, sustainability, internal control and risk management matters, both financial and non-financial. Members shall be appointed in all cases by the Board of Directors.

Diversity shall be sought on the Committee in respect of gender, career experience and geographic origin, to the extent permitted by the composition of the Board of Directors.

The Audit Committee shall appoint a Chairman from among the independent Directors on the Committee, who, in addition to the experience and knowledge indicated above, shall have adequate leadership capacity and appropriate communication skills. The Chairman shall be appointed for a period which shall not exceed three (3) years. The Chairman may be reappointed once one (1) year has elapsed from the time he ceased to be Chairman.

The Committee shall also appoint a Secretary and may appoint a Vice-Secretary, neither of whom should be Committee members. Where no such appointments are made, the Secretary and Vice-Secretary of the Board shall act as the Committee Secretary and Vice-Secretary, respectively.

COMPETENCIES

In addition to the duties assigned to the Committee in the Company Bylaws and in the Regulations of the Board of Directors, the Audit Committee's duties shall be as follows:

1. Regarding the "Supervision of financial and non-financial information".

- To supervise the design and management of the internal control system by receiving reports from internal control and internal audit officers and reaching conclusions on the standard of confidence and reliability provided by the system, coupled with proposed improvements, where applicable.
- To supervise the reporting information related to sustainability matters and the effectiveness of the control and risk management systems, evaluating the progress and degree of advancement of the sustainability plans and objectives established by the Board of Directors, both operational and strategic.
- To evaluate whether the Company has correctly applied the applicable policies and reporting regulations, based on the available information sources (both internal and external), monitoring the correct application of applicable standards, criteria and principles and the adequate delimitation of the consolidation perimeter.
- To review the quality, clarity, consistency and integrity of all the financial information and related non-financial information made public by the Company.
- For the purposes of its supervisory role, to maintain regular communications with the statutory auditor, with the sustainability assurance provider, with the internal auditor and with Company's Management, if necessary, by means of individual meetings with each.
- The Audit Committee shall verify that the financial and non-financial information published on the Company's website is always up to date and matches the information authorized for issuance by the Directors and published on the CNMV website, where applicable.
- To supervise the functioning of the whistleblower channels established by the Company so that Management and the governing bodies can receive alerts from employees and other persons related to the Company concerning potential irregularities or breaches of regulations, especially those having financial, accounting or sustainability implications or any other nature, or breaches of internal codes of ethics, and can propose appropriate actions to improve the functioning of the channel and reduce the risk of future irregularities. To do this, the Audit Committee should regularly receive information on the functioning of the whistleblower channel, including the number of complaints received, their source and type, the outcome of investigations and proposed actions. The whistleblower channels must guarantee confidentiality and, in any case, enable communications to be made anonymously, respecting the rights of both the complainant and the accused party.
- To inform on the Related Parties Transactions which must be approved by the General Shareholders' Meeting, or by the Board of Directors and to supervise the internal process established by the Company for those transactions where approval has been delegated.

2. Regarding the "Supervision and evaluation of the management and control of the financial and non-financial risks".

- Assess the effectiveness and integrity of the management and control function of the financial and non-financial risks. To that end, the Audit Committee must receive regular reports from Company's Management on the functioning of existing systems and on the conclusions of any tests conducted on such systems by internal auditors or by external third parties.
- Supervise the effectiveness of internal control and risk management systems as a whole, embracing both financial and non-financial risks (including operational, technological, legal, sustainability, political and reputational or those related to corruption), ensuring that risk

supervision is included in Committee Meeting agendas so that all significant financial and non-financial risks can be analyzed over the course of the year, reassessing the list of risks and the level of tolerance established for each risk, identifying emerging risks, and meeting at least annually with the officers heading up the risk and compliance area in order to analyze the risk map.

3. Regarding the “Supervision of internal audit”.

- Approve the terms of reference for the internal audit area.
- Annually assess and approve the internal audit area’s role, action plans based on risks and resources (human, financial and technical) with the objective that they are as adequate as possible to the Company’s real needs.
- Supervise the internal audit plan, verifying that the plan covers the main financial and non-financial risks, and reflects suitable coordination with other existing assurance functions, such as risk management and control and regulatory compliance as well as with the statutory auditor and the sustainability assurance provider.
- Take necessary steps so that the head of internal audit has direct and effective access to the Audit Committee.
- Request that any significant change to the internal audit action plan is properly communicated to the Audit Committee.
- Monitor that action plans are being implemented in accordance with the original undertakings and within the planned timetable, and that progress therewith is reported to the Audit Committee, as well as any incidents or scope limitations arising during their implementation, the results and the follow-up of the recommendations.
- Receive with the expected regularity the conclusions of internal audit reports, prepared in response to annual scheduling or to specific requests, addressing any weaknesses or irregularities found, action plans for their resolution, and follow-up of the implementation of those plans.
- Receive an annual activity report containing a summary of activities carried out and reports issued over the year, stating explanations as required for work specified in the annual plan but not implemented and work implemented but not originally planned, and setting out an inventory of weaknesses, recommendations and action plans contained in the various reports.
- Verify that Management is acting on the findings and recommendations coming from the internal audit reports.
- Assess the functioning of the internal audit area and of the performance of its manager.

4. Regarding the “Relations with the statutory auditor and with the sustainability assurance provider”.

- When selecting the statutory auditor, the Audit Committee must take into account, among other factors, the technical and human resources of the auditor (geographical coverage of the network of firms of which it is a member), its capacity and experience in general and, in particular, in the sector in which the Company operates, and its independence, including the proposed fees, without the latter being the determining criterion in the selection, with the quality of the audit service taking precedence among the selection criteria. The same criteria and principles shall be applied analogously to the selection process of the sustainability assurance provider.
- Take required or advisable steps to ensure the independence of the statutory auditor and of the sustainability assurance provider, approving the provision of non-audit services, assessing the qualitative and quantitative aspects of these services so that they do not represent a threat to the auditor’s independence, or to the independence of the sustainability assurance provider.
- Request an explanation of the internal quality control system the statutory auditor or the sustainability assurance provider has in place as to independence, as well as information on

internal practices for the rotation of the audit partner or of the sustainability assurance provider partner.

- Review and receive assurances that the remuneration of the statutory auditor and the one of the sustainability assurance provider do not compromise the quality of its work or its independence.

- Regularly meet with the statutory auditor and with the sustainability assurance provider, both with and without the presence of Company's Management, to address all matters that might influence the audit opinion or the independence of the statutory auditor or the sustainability assurance provider, as well as the work plan, the materiality threshold and, specifically, in the area of sustainability, how double materiality has been determined, the quality and applicability of the Company's accounting and sustainability principles and criteria, errors and breaches identified by the auditor or by the sustainability assurance provider and, in general, any relevant matter detected in relation to the accounts, sustainability, the internal control system or the audit.

- Review in conjunction with the statutory auditor and the sustainability assurance provider the content of the reporting information related to sustainability matters, the audit report and of the additional report accompanying the audit work. In this regard, in those cases where the statutory auditor includes any qualification in its audit report, the Chairman of the Committee will explain the Committee's opinion regarding the scope and content of the qualification to the General Shareholders' Meeting and will put at the disposal of the shareholders, together with the remaining reports and documents, a written summary of such opinion, when calling for the Shareholders' Meeting.

- Assess the performance of the statutory auditor and of the sustainability assurance provider and how they have contributed to the quality of the audit and to the verification of the sustainability information, respectively, and to the integrity of the financial and non-financial information.

- Ensure that the statutory auditor and the sustainability assurance provider hold a yearly meeting with the Board in full to inform on the work undertaken and the evolution of the Company's financial and non-financial information and of the risks situation.

5. Other

- Supervise the compliance with the Company's policies in sustainability related matters, and internal rules of conduct.

- Supervise the implementation of the general policy regarding the disclosure of economic-financial, non-financial information and corporate information, as well as the policy on communication with shareholders and investors, proxy advisors and other stakeholders.

ORGANIZATION

In accordance with the Regulations of the Audit Committee:

The Audit Committee shall be called to meet by the Chairman, on his/her own initiative, or at the request of the Chairman of the Board of Directors or of two (2) members of the Committee.

The call shall be made by letter, telegram, fax, email or any other means capable of providing evidence of its receipt and guaranteeing, in all cases, the confidentiality of the matters to be discussed at the meeting.

The Audit Committee shall convene and meet at least on the occasion of each annual or interim financial and sustainability reporting date, pursuant to articles 99 and 100 of Law 6/2023, of March 17, on Securities Markets and Investment Services, and also on the occasion of the

voluntary publication of the quarterly financial statements, during the first and second half of the year.

Ordinary meetings of the Audit Committee shall be held at the registered office, although meetings may also be held at any other place requested by the Chairman, whether in Spain or abroad. In addition, provided there are justified reasons to explain the inability to attend by any Committee member, the Chairman may authorize the simultaneous holding of meetings at different locations connected by audiovisual or telephonic means, insofar as the identification of the members present and real-time interactivity and intercommunication and, consequently, the integrity of the meeting, can be guaranteed.

As an exceptional measure, the Audit Committee may adopt resolutions in writing without holding a meeting when no member of the Committee objects to this procedure.

The Audit Committee shall be deemed to be validly assembled when the majority of its members are in attendance, in person or by proxy. Resolutions shall be adopted by a majority of members in attendance, in person or by proxy.

The Audit Committee shall have adequate, timely and sufficient access to the necessary information. The Board of Directors is entrusted with providing the Committee, through Company's Management and its personnel, all information needed to perform its duties.

The Chairman of the Audit Committee, through the Secretary of the Board, shall channel and supply the necessary information and documentation to the rest of Committee members sufficiently in advance, so they can analyze such information prior to Committee meetings.

The following parties may attend Audit Committee meetings when invited by the Chairman of the Committee:

- The internal auditor, for those agenda items concerning internal audit that require a presentation or report to the Audit Committee, as well as on the occasion of each annual or interim financial reporting date, and for any other matter for which the internal auditor's attendance is requested.
- The statutory auditor, and the sustainability assurance provider, for those agenda items concerning their audit and/or verification that require a presentation or report to the Audit Committee, as well as on the occasion of each annual or interim financial and sustainability reporting date for which its review report is issued. It is important to highlight that, in the session held on November 3rd, 2022, the Audit Committee agreed to invite the external auditors to attend all Committee sessions, not just the ones in which they currently participate on a recurring basis to present the audit of half-year and full-year accounts, in order to increase the transparency of information and knowledge from the external auditors regarding the information under evaluation, supervision and approval of the Committee and, as such, reinforce better performance in their role as external auditors.
- Management team and other Company's Directors, to address the agenda items for the purpose of which they were called to attend. Their presence should not be a regular practice, but only when necessary or advisable.
- Any other Company executive whose attendance is deemed advisable by the Audit Committee in respect of any specific agenda item.

The Chairman and the Secretary of the Audit Committee shall put in place a channel for frequent communication with the head of internal audit and with the statutory auditor and with the sustainability assurance provider. If deemed advisable, at least a part of the meetings scheduled

annually should take place without the presence of the Company's Management so that the specific issues emerging from the reviews carried out can be discussed:

- (i) For those purposes, the Audit Committee shall establish an annual work plan covering at least the following: schedule of meetings, agenda for the meetings (including potential permanent items), meetings with the internal auditor, the statutory auditor and with the sustainability assurance provider, and a training plan if deemed necessary, in particular in matters relating to financial and sustainability information, its audit and verification.
- (ii) Minutes shall be taken of the resolutions adopted at each meeting, and details thereof shall be reported to the plenary session of the Board. A copy of the Committee meeting minutes shall be sent or delivered to all Board members.
- (iii) The internal audit area shall report functionally to the Audit Committee and shall be under the administrative reporting and supervision of the Secretary of the Board of Directors.
- (iv) The Chairman of the Audit Committee shall act as its spokesperson at meetings of the Board of Directors and, as applicable, at the Company's Shareholders' Meeting.

ACTIVITIES 2025

The Audit Committee has performed the corresponding annual report for the year 2025 regarding its functioning, focusing in the following areas:

- 1) Rules and regulations of the Audit Committee.
- 2) Composition of the Audit Committee.
- 3) Functioning of the Audit Committee.
- 4) Items discussed by the Audit Committee during financial year 2025:

A. External Audit

In this section, the Company auditors report to the Audit Committee on the most relevant aspects of the annual audit work and semi-annual periodic reporting, as well as on significant accounting aspects, including the application of accounting standards, describing, if any, the existence of discrepancies between Company Management and the auditors.

Thus, the following matters, inter alia, were addressed throughout financial year 2025:

- 1. Audit of 2024 financial statements:

Main areas of discussion:

- Key Audit matters:
 - R&D - Software development and capitalization (mainly in Amadeus S.A.S, Amadeus IT Group, S.A. and Amadeus Hospitality Inc).
 - Revenue recognition (Air Distribution, Air IT and Hospitality and other solutions).
 - Business Combinations: Voxel and Vision-Vox.

The analysis of the key areas has not revealed any fact that has received special attention from the external auditor.

- Areas of special interest:
 - Impairment of intangible assets (excluding R&D) and goodwill.
 - Tax claims and legal proceedings.
 - Taxes (Corporate Income tax expense, deferred taxation and transfer pricing).
 - Financial activities:
 - Money Market.
 - Formalization of a short-term debt instrument program “Euro Commercial Paper Programme” (ECP).
 - Euro Medium Term Notes Program (EMTN).
 - European Investment Bank.
 - Revolving loan facility.
 - Other:
 - Sales Lead to Cash migration (Hospitality business).
 - Convertible bond.
 - Interim dividend payment.
 - Fraud considerations and risk of management override of controls.
 - Non-Financial information and sustainability (Non-Financial Information Statement and Sustainability Report).
- Other relevant areas:
 - Quality Management System.
 - European Single Electronic Format (ESEF).
 - European Securities and Markets Authority (ESMA) Priorities.
 - Changes in accounting standards: IAS 1 (“Covenants”), IAS 7 (“Supplier Finance Agreements”), IAS 21 and IFRS 18.
 - Country-by-Country Report.
 - BEPS 2.0 Pillar Two. Supplementary tax.
 - Changes in Income Tax collection measures.
 - European Cybersecurity Directive (NIS 2).
 - EU Artificial Intelligence Act.
 - Organic Law 2/2024, of August 1, on equal representation and balanced presence of women and men.

None of the areas under analysis have required the intervention of the Audit Committee.

2. Limited review of the consolidated and condensed interim financial statements for the six months period ended June 30, 2025 (IAS 34):

- Key areas of the review:
 - R&D- Software development and capitalization (main projects capitalized were Amadeus S.A.S, Amadeus IT Group, S.A. and Amadeus Hospitality Inc).
 - Tax claims and legal proceedings.

- o Financial activities:
 - Eurobonds (EUR 500 Million).
 - Share Buyback Programme.
 - Revolving credit facility (up to EUR 1,000 Million).
 - Bond conversion.
 - Interest rate swap.
- o Exercise of the purchase option fixed assets in Germany.
- o Business combinations: ForwardData, S.L. and Vision Box – Soluções de Visão por computador, S.A.
- o Impairment of intangible assets and goodwill.
- o Interim dividend payment.

None of the areas under analysis have required the intervention of the Audit Committee.

As a conclusion, there are no discrepancies between Company Management and the external auditors, no relevant adjustments to the financial statements, and an unqualified opinion has been issued on the financial statements prepared in accordance with IFRS.

3. Audit Plan financial year 2025:

- Key areas:
 - o R&D – Software development and capitalization.
 - o Revenue recognition.
- Other relevant areas:
 - o Impairment of intangible assets and goodwill (Fraud risk).
 - o Business combinations.
 - o Fraud considerations and risk of management override.
 - o Taxes.
 - o Tax claims and legal proceedings.
 - o Financing activities.
 - o Changes in accounting standards.
 - o Sustainability Information.
 - o Country-by-Country Report.
 - o Pilar 2. BEPS 2.0.
 - o Recovery and extension of tax collection measures in the Corporate Income Tax.
 - o European Cybersecurity Directive (NIS 2).
 - o EU Artificial Intelligence Act (AI Act).
 - o Organic Law 2/2024, of August 1, on equal representation and balanced presence of women and men.

None of the areas under analysis have required the intervention of the Audit Committee.

4. Non-Audit Services 2025:

- Amadeus IT Group, S.A.:
 - Comfort letters services (EMTN Programmes).
 - Sustainability reporting assurance. Voluntary assurance of Global Report prepared according to GRI standards.
 - Comfort letter services (ECP Programme).
 - Limited review under ISRE 2410 of the Interim Consolidated Financial Statements (corresponding to the six-month period ended on 30 June 2025).
 - CSRD: Assessment in accordance with the Guidelines issued by the ICJCE, Spain's Institute of Auditors, and the ISAE 3000 Standard.
 - Agreed Upon Procedures over ICFR on the corresponding disclosure in the Corporate Governance Report as required by the CNMV.
- Outpayce, S.A.U.:
 - Agreed Upon Procedures over ICFR on the corresponding disclosure in the Corporate Governance Report as required by the CNMV.
 - Limited review under ISRE 2410 of the Interim Financial Statements (corresponding to the six-month period ended on 30 June 2025).
- Amadeus Commercial Enterprise Private Limited:
 - Transfer pricing: Assisting with APA services.
- Vision Box – Soluções de Visão por computador, S.A:
 - Agreed upon procedures in accordance with ISRS 4400, to comply with the verification of the supporting documentation for the Personnel Expenses in R&D.
- Amadeus S.A.S:
 - Agreed upon procedures in accordance with ISRS 4400, for the EWC project.
- Amadeus Software Labs India Private Limited:
 - Indirect Tax: Assistance in advance ruling application with respect to GST taxability of transport recoveries from employees.
 - Transfer Pricing: Assistance with the India Transfer Pricing Compliance Services for the Financial Year (FY) 2024-25.
- Amadeus Italia:
 - Agreed upon procedures performed in connection with the presentation of the request to obtain installments of the tax liability prepared pursuant to art. 19, paragraph 1.1 of Presidential Decree no. 602/1973, as subsequently amended by Legislative Decree no. 110/2024.

5. Audit fees 2025.

B. Internal Audit

Under this section, the Audit Committee:

- Approves the terms of reference for the internal audit area.
- Annually assesses and approves the internal audit area's role, action plans based on risks and resources (human, financial and technical) with the objective that they are as adequate as possible to the Company's real needs.
- Supervises the internal audit plan, verifying that the plan covers the main financial and non-financial risks, and reflects suitable coordination with other existing assurance functions, such as risk management and control and regulatory compliance as well as with the statutory auditor and the sustainability assurance provider.
- Takes necessary steps so that the head of internal audit has direct and effective access to the Audit Committee.
- Requests that any significant change to the internal audit action plan is properly communicated to the Audit Committee.
- Monitors that action plans are being implemented in accordance with the original undertakings and within the planned timetable, and that progress therewith is reported to the Audit Committee, as well as any incidents or scope limitations arising during their implementation, the results and the follow-up of the recommendations.
- Receives with the expected regularity the conclusions of internal audit reports, prepared in response to annual scheduling or to specific requests, addressing any weaknesses or irregularities found, action plans for their resolution, and follow-up of the implementation of those plans.
- Receives an annual activity report containing a summary of activities carried out and reports issued over the year, stating explanations as required for work specified in the annual plan but not implemented and work implemented but not originally planned, and setting out an inventory of weaknesses, recommendations and action plans contained in the various reports.
- Verifies that Management is acting on the findings and recommendations coming from the internal audit reports.
- Assesses the functioning of the internal audit area and of the performance of its manager.

During 2025, the Group Internal Auditor submitted to the Audit Committee, amongst others:

- The Group Internal Audit 2024 Activity Report, providing an overview of all the activities performed by Internal Audit throughout the year including, amongst other items:
 - The highlights of the audits performed.
 - An updated resolution status of main issues raised during the year.
 - The background and main outcomes from the assessment performed under the Internal Audit's Quality Assurance & Improvement Program (including conformance with the internal audit charter, and with the definition of Internal Audit, the Code of Ethics, and the International Standards of the Institute of Internal Auditors).
- Regular updates (quarterly) on the Internal Audit status, stressing that:
 - No issues raised within the scope of the internal audits performed required the direct intervention of the Audit Committee.

- All the internal audit reports are at the disposal of the members of the Audit Committee, who may request them at any time.
- The Internal Audit plan 2026.
- Financial information on Amadeus corporate website 2024 (Annual review).
- Related party transactions 2024 (Annual review).
- ICFR & NFR 2024 effectiveness review (Annual review).
- Corporate Crime Prevention 2024 effectiveness review (Annual review).
- Scope for ICFR & SR testing 2025.
- Scope for CCP testing 2025.
- Internal Audit Governance (Annual review and update).

C. Risk Management

The Chief Risk & Compliance Officer and the Chief Corporate & Legal Affairs Officer attend the Committee meetings to provide updates on this specific area.

The main matters reviewed by the Committee during 2025 were as follows:

- Corporate Compliance and Investigations Annual Review:
 - 2024 Highlights - Gifts & entertainment, conflicts of interest improvements, training and awareness – statistics.
 - Speak Up – 2024 statistics, trends and development of investigation protocols (Investigation Protocol approvals).
 - Corporate Crime Prevention Program revamp – Status update, process improvements.
- Enterprise Risk Management Program & Compliance:
 - Enterprise Risk Map – Top Risks, Trends and Actions.
 - Emerging Risks and Governance.
 - Business Insurance Program.
 - Compliance – Approvals:
 - i. Corporate Crime Prevention Manual.
 - ii. Internal Investigation Procedure.
 - iii. Reports Management Procedure.
- Privacy & AI Act Compliance:
 - Privacy Compliance Program – Top risks and Trends.
 - AI Act compliance Program – Top risks, trends and general status update.
- Risk & Compliance Office:
 - IT Controls Governance & Assurance – Performance & Trends.
 - Business Resilience and Crisis Management – Performance & Trends.
 - Business Continuity Planning.

Tax Risk Appetite: In line with the Corporate Tax Policy, the Group adopts a moderate stance on tax risk, emphasizing strict compliance with all applicable regulations and maintaining transparent, constructive engagement with tax authorities. This commitment is underpinned by a robust tax governance framework, strengthened by the oversight of the Tax Compliance

Committee. Through this approach, the Group aims to minimize exposure to material tax contingencies while fostering sustainable and responsible business practices.

D. Other items

Grouped under this heading, reference should be made to the following matters addressed by the Audit Committee throughout financial year 2025:

- Annual Report 2024;
- Annual Report 2024 (Independence of External Auditors);
- Tax Compliance Report 2024;
- Annual report on related party transactions;
- 2025 ICFR & ICSR plan, scope and risks;
- Update on tax issue in Italy (VAT claim);
- Final outcome of NAS 2024;
- Non-Audit Services 2025;
- Share Buy-Back (SBB) Programme and SBB financing;
- Quarterly financial information 2025;
- Appointment of Chair Mrs. Eriikka Söderström;
- Request for proposal statutory auditors 2028-2030;
- Audit fees 2025 and scope;
- Annual Work Plan 2026;

- 5) Related party transactions.
- 6) Independence of the external auditor.
- 7) Assessment of the functioning and performance of the Audit Committee.
- 8) Incidents and proposals for improving the Company rules of governance.
- 9) Other.
- 10) Conclusion.

Identify the Directors who are member of the Audit Committee and have been appointed taking into account their knowledge and experience in accounting or audit matters, or both, and state the date that the Chairperson of this Committee was appointed.

Name of Directors with experience	MR. DAVID VEGARA FIGUERAS MRS. ERIIKKA SÖDERSTRÖM MRS. PILAR GARCÍA CEBALLOS-ZÚÑIGA MRS. AMANDA MESLER MR. STEPHAN GEMKOW
Date of appointment of the Chair	07/05/2025

NOMINATIONS AND REMUNERATION COMMITTEE

Name	Position	Category
MR. FRITS DIRK VAN PAASSCHEN	CHAIR	INDEPENDENT
MRS. XIAOQUN CLEVER-STEG	MEMBER	INDEPENDENT
MRS. AMANDA MESLER	MEMBER	INDEPENDENT
MR. LEO PURI	MEMBER	INDEPENDENT
MR. PETER KÜRPICK	MEMBER	INDEPENDENT
% of proprietary Directors		0.00%
% of independent Directors		100.00%
% of other external Directors		0.00%

Explain the duties exercised by this Committee, describe the rules and procedures it follows for its organization and function. For each one of these functions, briefly describe its most important actions during the year and how it has exercise in practice each of the functions attributed thereto by law, in the Articles of Association or other corporate resolutions.

COMPOSITION

The Nominations and Remuneration Committee shall be formed by external Directors, the majority being Independent Directors, in the number to be determined by the Board of Directors, with a minimum of three (3) and a maximum of five (5). The members of the Nominations and Remuneration Committee shall be designated by the Board of Directors.

The Nominations and Remuneration Committee shall appoint a Chair from amongst its members. The Chair will be appointed from amongst the Independent Directors, for a period which shall not exceed three (3) years. They may be reappointed once one (1) year has elapsed from the time they ceased to be Chair.

The Nominations and Remuneration Committee shall ensure the diversity of the members of the Committee, in particular in such areas as gender, professional experience, competencies, sector knowledge, international experience and geographical origin.

The Board of Directors may agree to set up two committees, attributing separately to one of them the powers relating to nominations and, to the other, those relating to remuneration, and the competencies of good governance may be assigned to one or the other.

The Nominations and Remuneration Committee shall be assisted by the Secretary of the Board of Directors, who shall act as Secretary of the Committee, and who, amongst other tasks, shall provide the necessary assistance for planning meetings and agendas, for drafting documents and minutes of meetings, and for the collection and distribution of information.

COMPETENCIES

Notwithstanding the duties assigned to it by law, the Bylaws or other duties which may be assigned thereto by the Board of Directors, the Nominations and Remuneration Committee shall have the following basic responsibilities:

- i. to evaluate the competence, knowledge and experience necessary in the members of the Board of Directors, analyze the other activities of each Director and specify the required profile and capacities;
- ii. to draw up a matrix of the Board's competencies, which will be reviewed on a regular basis, depending on the challenges and opportunities that the Company is expected to face in the short, medium and long term;
- iii. to make proposals to the Board of Directors of Independent Directors to be appointed by co-optation or for submission to decision by the General Shareholders Meeting, and proposals for re-election or removal of those Directors by the General Shareholders Meeting;
- iv. to report on proposals for the appointment of other Directors to be appointed by co-optation or for submission to decision by the General Shareholders Meeting, and proposals for their re-election or removal by the General Shareholders Meeting;
- v. to report on proposals for appointment and removal of Senior Management and the basic terms of their contracts;
- vi. to report on the proposal for the appointment and removal of the Secretary of the Board of Directors.
- vii. to examine and organize the succession of the Chairman of the Board of Directors and the CEO of the Company and, if appropriate, to make proposals to the Board of Directors so that that succession shall occur in an orderly and planned manner;
- viii. to favor diversity of knowledge, experience, age and gender and, with respect to gender, to establish a goal for representation of the gender least represented on the Board of Directors, and develop guidance on how to achieve that goal;
- ix. to take into consideration any suggestion made by the Chairman, the Board members, Senior Management or Company shareholders;
- x. to propose to the Board of Directors the remuneration policy for Directors or for those executives performing senior management functions under the direct supervision of the Board of Directors, Executive Committees or Chief Executive Officers, as well as the individual remuneration and other contractual conditions of executive Directors, ensuring compliance therewith;
- xi. to evaluate the possibility which might be open to Directors to dispose of shares received as remuneration to deal with extraordinary unforeseen situations that require it;
- xii. to assist the Board of Directors in the compilation of the report on Director remuneration and submit to the Board any other reports on retributions established in these Regulations;
- xiii. to assist the Board of Directors in the process for the annual evaluation of its own performance and of its Committees;
- xiv. to supervise the Annual Report on Director Remuneration and propose its approval to the Board of Directors;
- xv. to review the general information relating to corporate governance;
- xvi. to review the information that the Company disseminates through its website on matters falling under the Committee's remit (information on experience and career background of directors and on remuneration) is sufficient and appropriate and follows the recommendations of the Good Governance Code;
- xvii. to participate in possible updates to the Regulations of the Board of Directors in those matters falling under its scope of responsibility;
- xviii. To oversight on the strategy, dilution and cost of the equity-based compensation plans.

ORGANIZATION

The Nominations and Remuneration Committee shall meet at least three times a year, each time convened by its Chair, who must do so whenever the Board of Directors or its Chairman requests the issuance of a report or the adoption of proposals and, in any case, whenever expedient for the proper development of its functions.

It shall be convened by the Chair of the Committee, either at their own initiative, or at the request of the Chairman of the Board of Directors, or of two (2) members of the Committee itself. The call notice shall be given by letter, telegram, fax, email or any other means that allows proof of its reception. The members of the Board of Directors shall make every effort to attend Committee meetings and, where they are unable to do so in person, they must endeavour to grant a proxy to another Committee member, including the pertinent instructions, and notifying the Committee Chair.

The Nominations and Remuneration Committee shall be deemed to be validly assembled when the majority of its members attend in person, or are represented by proxy. Resolutions shall be adopted by a majority of the members attending in person or represented by proxy. As an exceptional measure, the Nominations and Remuneration Committee may adopt resolutions in writing without holding a meeting when no member of the Committee objects to this procedure.

Minutes of the resolutions adopted at each meeting shall be drawn up, which shall be reported to the Board in plenary session. The minutes shall be made available to all Board members by the Secretariat but shall not be forwarded or delivered for confidential reasons, unless otherwise requested by the Chair of the Committee. The Chair of the Nominations and Remuneration Committee shall report to the Board of Directors on the activities carried out and the resolutions adopted by the Committee, and the Board of Directors may make any suggestions or recommendations it sees fit.

The Nominations and Remuneration Committee shall have adequate, timely and sufficient access to the necessary information. The Board of Directors is entrusted with providing the Committee, through Company Management and its personnel, all information needed to perform its duties.

The Chair of the Nominations and Remuneration Committee, through the Secretariat of the Board, shall channel and provide the necessary information and documentation to the rest of Committee members sufficiently in advance, so they can analyze such information prior to the meetings. Senior Management and other Company Directors, may attend the Committee meetings when invited by the Chair of the Committee to address the agenda items for the purpose of which they were called to attend. Their presence should not be a regular practice but only when necessary or advisable. Any other Company executive may attend the Committee meeting when their attendance is deemed appropriate by the Committee for any specific agenda item.

The Chair and Secretary of the Nominations and Remuneration Committee shall put in place a channel for frequent communication with members of the Company's Management that is competent for the subject matter to be dealt with, and if deemed advisable, at least a part of the meetings scheduled annually should take place without the presence of Company Management so that the specific issues emerging from the reviews carried out can be discussed.

ACTIVITIES 2025

The Nominations and Remuneration Committee has performed the corresponding annual report for the year 2025 regarding its functioning, focusing in the following areas:

- 1) Competency and Duties of the Nominations and Remuneration Committee.
- 2) Composition of the Nominations and Remuneration Committee.
- 3) Functioning.
- 4) Matters addressed by the Nominations and Remuneration Committee during financial year 2025:

- **Compensation matters:**

- Bonus Payout for 2024 performance year [Approval]
- Long term incentive: PSP 2022-2025 payout [Approval]
- The 2025 annual bonus metrics and targets [Approval]
- Executive Committee 2025 total target compensation [Approval]
- Approval of 2025 share plans items [Approval]
- Executive pay trends update [Update]
- PSP design changes for 2026: grant date and TSR performance measurement period [Review and approval]
- FX rate methodology on annual bonus plan [Review and approval]
- CEO compensation package for 2026 [Review and approve]
- Non-Executive Directors' Fees [Review and approve]
- Executive Committee pay [Review and discuss]
- Annual bonus performance forecast [Review]
- APP 2026 design evolution request [Review and approve]
- PSP 2026 matrix [Review and approve]

- **Corporate matters:**

- Directors' Remuneration Report 2024 [Approval]
- 2024 Annual Report of the Nominations and Remuneration Committee [Approval]
- Share ownership guidelines of the Executive Committee [Review]
- PSP retirement policy for Executive Committee members [Review and approval]

- **Nomination matters:**

- New Chief Finance Officer terms and conditions [Approval]
- Nomination: Re-election of Board members [Approval]
- Appointment of Chair [Approval]
- Non-Executive Directors: New external positions.

- **Special reference to actions taken during 2025 regarding the Directors Remuneration Report 2025:**

During the last quarter of 2025, and based on the “*Policy regarding communication of economic, financial, non-financial and corporate information and regarding communication and contact with Shareholders, institutional investors and proxy advisors*” dated December 16, 2020, there have been informative sessions with the main institutional investors and proxy advisors to explain the rationale of the proposed compensation for the Executive Director, the Chairman of the Board and the independent Directors for financial year 2025, and to consider their points of views.

The conclusions of those meetings were further reported both to the Committee and the Board.

As a result of those actions, both the Committee and the Board of Directors, at their meetings held on December 15 and 16, 2025, respectively, approved the proposal for the review of the fixed remuneration of the Company's Executive Director and the Chairman of the Board of Directors for financial year 2026, within the terms and conditions of the Directors Remuneration Policy approved by the Ordinary General Shareholders Meeting held on June 6, 2024, for the three-year period (2025- 2027).

The proposed review of the fixed remuneration of the Company's Executive Director and the Chairman of the Board of Directors will be incorporated into the Directors Remuneration Report 2025, to be approved by the Board of Directors together with the 2025 financial statements. If it is positively endorsed by the Board of Directors, it would then be submitted for approval by the General Shareholders Meeting to be held in June 2026, for an advisory vote.

- **Other:**

- Board Planning.
- Summary of proxy season results.
- Executive Committee member, confidential review.
- Summary of November investor roadshow.
- Draft Remco agenda for 2026 [Review]
- Update on the succession plan.

- 5) Nature of the Directors (independent, executive and other externals, composition of the Board of Directors, and special reference to gender parity in the Board of Directors).
- 6) Evaluation of the functioning and performance of the Board of Directors and its Committees.
- 7) List of companies in which the Board members also serve as Directors and/or Executive Managers.
- 8) Verification of compliance with the Directors Selection Policy.
- 9) Conclusion.

C.2.2. Complete the following table with information regarding the number of female Directors who were members of Board Committees at the close of the past four years:

	Number of female Directors			
	Fiscal Year 2025 Number %	Fiscal Year 2024 Number %	Fiscal Year 2023 Number %	Fiscal Year 2022 Number %
Audit Committee	3 60%	3 60%	3 60%	3 60%
Nominations and Remuneration Committee	2 40%	3 60%	3 60%	3 60%

C.2.3. State, where applicable, the existence of any regulations governing Board Committees, where these regulations may be found, and any amendments made to them during the year. Also state whether any annual reports on the activities of each Committee have been voluntarily prepared.

AUDIT COMMITTEE

The Audit Committee was created on May 6, 2010, by resolution of the Board of Directors at a meeting held on such date.

The duties attributed to said Committee, and its rules of operation, are set forth in Article 42 of the Company Bylaws, Article 35 of the Regulations of the Board of Directors and further elaborated by Article 4 of the Regulations of the Audit Committee.

The latest amendments of Article 42 of the Company Bylaws and Article 35 of the Regulations of the Board of Directors regarding the Audit Committee were approved by the General Shareholders and Board of Directors meetings dated June 17, 2021, and December 16, 2021, respectively.

On the other hand, the Audit Committee and the Board of Directors, in their meetings held on 6 November 2024 and 18 December 2024, respectively, amended the Regulations of the Audit Committee in order to adapt said Regulations to the principles and recommendations of Technical Guide 1/2024 on Audit Committees of Public Interest Entities, dated 27 June 2024, issued by the Spanish Stock Exchange Commission (“CNMV”).

The Audit Committee has drafted the required annual report on its activities for fiscal year 2025, which will be submitted to the Committee for approval at its session of February 23, 2026, and which will be made available on the Company's corporate website <https://www.amadeus.com> (Investors - Corporate Governance-Annual reports).

NOMINATIONS AND REMUNERATION COMMITTEE

The Nominations and Remuneration Committee was set up on May 6, 2010, by resolution of the Board of Directors adopted in a meeting held on said date, upon the admission to trading of the Company's shares on April 29, 2010.

The duties attributed to said Committee and its rules of operation are set out in Article 43 of the Company Bylaws and developed in Article 36 of the Regulations of the Board of Directors. The latest amendments of Article 43 of the Company Bylaws and Article 36 of the Regulations of the Board of Directors regarding the Nominations and Remuneration Committee were approved by the General Shareholders and Board of Directors meetings dated June 17, 2021, and December 16, 2021, respectively.

In accordance with the recommendations of the Technical Guide 1/2019 on Nominations and Remuneration Committees, the Committee has developed its own Regulations, approved on 14 December 2023, and ratified by the Board of Directors at its meeting of 15 December 2023. The Regulations are published on the Company's website.

The Nominations and Remuneration Committee has drafted the required annual report on its activities for fiscal year 2025, which will be submitted to the Committee for approval at its session of February 23, 2026, and which will be made available on the Company's corporate website <https://amadeus.com/> (Investors -Corporate Governance-Annual reports).

D. RELATED-PARTY AND INTRAGROUP TRANSACTIONS

D.1. Describe, if applicable, the procedure for approval of related-party and intragroup transactions, indicating the criteria and general internal rules of the entity that regulate the abstention obligations of the affected director or shareholders. Detail the internal information and periodic control procedures established by the company in relation to those related-party transactions whose approval has been delegated by the board of directors.

The Company has procedures in place to verify that all Related Party Transactions are carried out at arm's length, although different interpretations may be made in the various jurisdictions where the group of companies operates.

There are no references or significant shareholders that maintain business or other relations with the Company.

The only Related Party Transactions carried out with the Company Directors are those related to their compensation. These transactions are assessed by the Nominations and Remuneration Committee and submitted to the General Shareholders Meeting for approval. The Directors' Remuneration Policy was approved at the General Shareholders Meeting held on June 6, 2024, for a three-year period (2025-2027).

All transactions between entities of the same group are eliminated in the consolidation process and consequently have no impact on the consolidated financial statements and are not discussed by the Audit Committee. Nevertheless, these transactions have been fully documented using an agreed methodology. On an annual basis, Management submits to the Board of Directors a tax report on the Group. This report addresses Related Party Transactions, which are also described in the Annual Corporate Governance Report.

Company Management reports to the Committee regarding the methodology used to determine the transfer pricing applied between Group companies and it also updates the Committee on the development of Advance Pricing Agreements (APAs) and on mutual agreement procedures followed under the framework of double taxation treaties.

As a result of the entry into force of Law 5/2021, of April 12, and particularly, the amendments made to the Spanish Capital Companies Act, through a new Chapter VII bis (Related Party Transactions), the Transfer Pricing Unit, in coordination with the Board of Directors Secretariat, has made an assessment of the transactions made by the Company with related parties, as defined from a corporate point of view, coming to the conclusion that none of the transactions executed in 2025 by the listed Company (Amadeus IT Group, S.A.) and its subsidiaries fall within the scope of the Related Party Transactions regulation, as it is defined by the legislation from a corporate point of view.

Said conclusion, informed to the Audit Committee, has been verified by the Internal Audit Department, as part of its assessments and internal auditing processes.

As the above-mentioned legislation sets forth, the Board of Directors shall establish, for certain Related Party Transactions, a periodic internal information and control mechanism, where the Audit Committee shall participate.

In this respect, the following process has been put in place in the Regulations of the Board of Directors to comply with the legislation requirements:

“The units responsible for intra-group transactions in the Finance and Tax Departments, with the involvement of the different units of the affected business lines within the Company’s general Management, and with the assistance of the external advisors they deem appropriate, shall prepare a catalog of the type of transactions indicated above, (those referred to in Article 529 duovicies, section 4-Related Party Transactions- of the Spanish Capital Companies Act), that the Company or its Group carries out, which are considered delegated. This catalog will be periodically updated.

The Corporate and Tax Unit, responsible for the approval of the Group's transfer pricing policy, following a report from the abovementioned units, will be in charge of supervising the adequacy and fit of the transactions in the aforementioned catalog, informing the Secretariat of the Board of Directors of any queries it may have, prior to the execution of the transaction. The latter will assess, to the best of its knowledge and belief, the details of the transaction, deciding on its fit in the catalog, after discussion with the units responsible for intra-group operations referred to above, if necessary.

The Finance Department together with the Tax Department, will be responsible for compiling on a semi-annual basis, the Related Party Transactions executed by delegation, so that with the same periodicity, the Secretariat of the Board reports on them to the Audit Committee, for its subsequent report to the Board of Directors.”

In addition, the Company is designing an action protocol, ('Protocol for the identification and reporting of related-party transactions'), through the Board Secretariat. This protocol will ensure compliance with the Spanish Capital Companies Act (Chapter VII Bis of the Act), the Regulations of the Board of Directors (Articles 4.3(c) and 35), the recommendations of the CNMV and the Market Abuse Regulation (MAR) for the disclosure of inside information.

D.2. Give individual details of operations that are significant due to their amount or of importance due to their subject matter carried out between the company or its subsidiaries and shareholders holding 10% or more of the voting rights or who are represented on the board of directors of the company, indicating which has been the competent body for its approval and if any affected shareholder or director has abstained. In the event that the board of directors has responsibility, indicate if the proposed resolution has been approved by the board without a vote against the majority of the independents:

Remarks

There are no relevant transactions carried out by the Company or entities within its Group with its significant shareholders.

D.3. Give individual details of the operations that are significant due to their amount or relevant due to their subject matter carried out by the company or its subsidiaries with the administrators or managers of the company, including those operations carried out with entities that the Director or Senior Manager controls or control jointly, indicating the competent body for its approval and if any affected shareholder or Director has abstained. In the event that the Board of Directors has responsibility, indicate if the proposed resolution has been approved by the board without a vote against the majority of the independents:

Remarks

There are no significant operations due to their amount or relevant due to their subject matter carried out by the Company or its subsidiaries with the Directors or Senior Managers of the

Company or in other cases contemplated by applicable commercial and corporation regulations and the following ones:

- Dividend paid in 2025 to Board members and executive Management team: KEUR 229.
- Interim dividend payable (on account 2025): KEUR 83.

D.4. Report individually on intra-group transactions that are significant due to their amount or relevant due to their subject matter that have been undertaken by the company with its parent company or with other entities belonging to the parent's group, including subsidiaries of the listed company, except where no other related party of the listed company has interests in these subsidiaries or that they are fully owned, directly or indirectly, by the listed company.

In any event, note any intragroup transaction conducted with entities established in countries or territories which are considered tax havens:

Corporate name of Group entity	Brief description of the transaction	Amount (thousands of euros)
Amadeus Saudi Arabia Ltd. Bahrain branch	Services received from Amadeus Saudi Arabia Ltd. Bahrain branch relating to the promotion of the Amadeus GDS System.	376

Remarks

There are no relevant transactions carried out by the Company with any of its Group companies which are not eliminated in the preparation of the consolidated financial statements.

All transactions carried out with Group companies based in territories considered tax havens during 2025, correspond to the ordinary course of business within these territories, and are summarized in this Section D.4.

D.5. Give individual details of the operations that are significant due to their amount or relevant due to their subject matter carried out by the company or its subsidiaries with other related parties pursuant to the international accounting standards adopted by the EU, which have not been reported in previous sections.

Remarks

There are no relevant transactions carried out by the Company with other related parties other than those described in Section D.2 (Significant shareholders), D.3 (Directors or Senior Management) and D.4 (Group companies).

D.6. Describe the mechanisms in place to detect, determine and resolve potential conflicts of interest between the Company and/or its group and its Directors, Senior Management or significant shareholders.

The Director shall adopt the necessary measures to avoid situations where his interests, whether for his own or another's account, may come into conflict with the interest of the Company and with his duties to the Company and, in any case, the Director must report, when he has knowledge thereof, the existence of conflicts of interest to the other Directors and to the Board of Directors and abstain from participating and intervening in deliberations and voting on resolutions or decisions in which the Director or a related person has a conflict of interest, direct or indirect. The resolutions or decisions that affect the Director in its status, such as the Director's appointment or removal from positions on the governing body or others of similar

meaning as well as those set forth by article 231 bis of the Spanish Capital Companies Act, will be excluded from the above obligation to abstain.

The Director may not directly or indirectly carry out professional or commercial transactions with the Company except in cases of waiver set out in the Regulations of the Board, and will require depending on the case, the approval from the General Shareholders' Meeting or from the Board of Directors.

The votes of Directors affected by the conflict and who must abstain shall be deducted for the purpose of computing the majority of votes necessary.

In any case, situations of conflict of interest to which the Directors are subject shall be reported in the Annual Report on Corporate Governance and in the notes to the financial statements.

The Directors must notify the Board of i) any stake they have in the capital of a company performing the same, analogous or complementary activity to the one included in the Company's corporate purpose; ii) the positions and functions they perform in such company and iii) the performance, acting as an independent contractor or employee, of the same, analogous or complementary activity to the one included in the Company's corporate purpose. Said information shall be included in the annual report.

The Directors' Selection Policy approved by the Board of Directors at its meeting on February 24, 2022, that applies both to candidates considered or proposed for election to the Board for the first time, as well as to current Directors, states that, among other, individuals with interests that are in permanent conflict with those of the Company are not eligible for appointment or re-appointment or renewal as a Director. In this respect, those candidates who, once appointed to the position of Director, have the opportunity to have executive positions, or to be appointed to the position of Director, or to any other similar position in other companies, must inform the Chair of the Nominations and Remuneration Committee prior to the acceptance of such positions. The Director must inform of the type of position offered, the company the position is in (providing a description of its business purpose), the date the position would be effective, and the time the Director estimates they will have to devote to this new position. The Committee will use this information to make an assessment about potential conflicts of interest, so that appropriate measures can be put in place, if deemed necessary.

D.7. State whether the company is controlled by another entity in the meaning of Article 42 of the Commercial Code, by another listed or non-listed entity, and whether it has, directly or through its subsidiaries, any business relationships with that said entity, or any of its subsidiaries (other than those of the listed company), or if it carries out activities related to the activities of any of these entities and /or subsidiaries:

Yes No

Indicate whether the respective areas of activity and any business relationships between the listed company or its subsidiaries and the parent company or its subsidiaries have been defined publicly and precisely:

Yes No

Report the respective areas of activity and any business relationships between the listed company or its subsidiaries and the parent company or its subsidiaries, and identify where these aspects have been publicly reported

Identify the mechanisms in place to resolve potential conflicts of interest between the parent of the listed company and the other group companies:

Mechanisms for resolving possible conflicts of interest

E. SYSTEMS OF CONTROL AND RISK MANAGEMENT

E.1. Please explain the scope of the Company's financial and non-financial Risk Management System, including tax risks.

The Risk Management System for the Amadeus Group is aimed at allowing the Group:

- Achieving Amadeus' long-term objectives in line with our established strategic plan.
- Providing the maximum level of assurance to shareholders and customers to defend their respective interests.
- Protecting the company's earnings.
- Protecting the company's image and reputation.
- Guaranteeing corporate stability and financial strength over time.
- Creating and protecting value for all stakeholders.
- Promoting a common definition of risk and clear accountability throughout Amadeus.

Amadeus Group has developed an Enterprise Risk Management Framework based on the principles set out in COSO II (ERM) and ISO 31000 (risk management) to ensure that risks which could affect both the organization itself, the companies forming its Group, as well as the activity and objectives thereof, are identified, analyzed, evaluated, managed, and controlled in a systematic way and within the established risk levels.

Thus, the Enterprise Risk Management Policy sets out the basic principles of the framework and is carried out through a set of procedures, methodologies and support tools which allow the Amadeus Group, especially through the Annual Corporate Risk Map exercise, to achieve the following objectives:

- To identify the most significant risks that are present today and could affect strategy, operations, finance, capabilities and competencies, reporting and compliance.
- To analyze, measure and evaluate the probability and impact of said risks, following a common set of procedures and standards that ensure consistent aggregation and assessment.
- Detect existing controls associated with the risks that are currently contributing to the mitigation of the likelihood and/or impact and to quantify these mitigations to determine whether to intensify them or implement additional controls via action plans.
- To prioritize said risks based on probability/impact and how they could affect the Group's activity or operations, and its objectives. Impact is assessed from a financial, reputational, operational, and legal, regulatory or compliance standpoint.
- To evaluate and monitor risks, defining the most appropriate response to each of the most relevant risks identified, managing them through appropriate procedures by appointing 'Risk Owners' and identifying mitigating measures, as well as preparing and monitoring action plans.
- Define a Risk Appetite consistent with the Risk Profile to set out the level the Group is willing to accept based on the main risk categories.

The ultimate purpose is aimed at having a record and a map of the risks which could compromise the achievement of the strategic objectives of the Group. This risk analysis is a fundamental element in the Group's decision-making processes both at the level of its governing bodies and in business management, with senior management assessing and monitoring the most relevant risks on a recurring basis.

Within the framework of the Criminal Code's reform, the Amadeus Group also performs an identification of the crimes under the scope of enforcement of the Criminal Code in accordance with the activities carried out by the Group. A compliance control model system has been implemented through which the risks (crimes) and the related control measures designed to prevent them are analyzed, enabling the 'Control Owners' to evaluate both their existence and frequency.

Tax risks are dealt with within the framework of the Corporate Risk Map as well as the Crime Prevention Map, which includes tax offences, so the tax area is analyzed in terms of the most significant risks in terms of their probability and impact, whether financial, reputational, operational or legal.

E.2. Please identify the Company's bodies responsible for preparing and executing the financial and non-financial Risk Management System, including the tax area.

The Amadeus Group's risk management system leverages the Three Lines model for integrating, coordinating, and aligning all support and assurance functions, helping to ensure effective management of risks across the organization. In 2025 the Group has continued to foster effective coordination of assurance activities leveraging the updated Three Lines Model (or "Three Lines Model"), as part of our commitment to strong governance and risk management practices.

This model was endorsed by the Executive Management Committee and the Audit Committee and reaffirms the commitment to sound risk management and governance practices.

- First line roles (executive management, management, and staff) have the obligation and responsibility to assess, control and mitigate risks.
- Second line roles (Internal governance) oversee and facilitate the implementation of effective risk management practices by the first line roles and assist those responsible for risk in communicating appropriate risk information throughout the organization.
- Third line (Internal Audit) provides assurance to the Group's governing body and senior management on the effectiveness of the organization in assessing and managing risks and related internal control systems, including the performance of the first and second lines.

Control activities are embedded in all areas of the company. Major control activities are carried out from units such as Corporate Risk Management, Corporate Compliance, Corporate Security, Group Privacy, Corporate Legal, Corporate Tax, Corporate Finance and People & Culture.

The main areas and bodies responsible for risk management are:

- The Corporate Risk Management unit is responsible for centralizing the continuous monitoring of major risk issues across the Amadeus Group. Its role is to oversee and facilitate the implementation of effective risk management practices by the first and second line and to support risk owners in communicating relevant risk information throughout the organization. This unit prepares the Corporate Risk Map annually and, together with each risk owner, establishes the corresponding control and monitoring procedures for the identified risks. The risks identified from this analysis, as well as monitoring measures, are reported on a regular basis to the Amadeus Risk & Compliance (ARC) Board, the Audit Committee, and the Board of Directors.

- The Amadeus Risk and Compliance (ARC) Board, which is a delegated body of the Executive Committee of Amadeus tasked with the supervision of Enterprise Risk and Compliance management within Amadeus. This includes oversight and guidance on risk management activities and issues across the company, including risk assessment and prioritization, risk mitigation strategies, and our risk appetite framework.
- The Audit Committee is becoming much more than a consulting body of the Board of Directors, whose principal duties consist of serving as support to the Board in its monitoring tasks by means of, inter alia, the periodic review of internal control and risk management systems, in order that the principal risks may be identified, managed, and disclosed adequately. The Audit Committee is regularly updated by management and control functions on the status and the Company's approach towards risk management.
- Finally, Amadeus' Group Internal Audit, in the third line, provides independent and objective assurance and advice on all matters related to the achievement of objectives.

E.3. Please indicate the main risks, financial and non-financial, including tax risks, and if significant, those related to corruption (under the scope of *Real Decreto Ley 18/2017*), which could affect the achievement of business objectives.

The latest version of the Corporate Risk Map defines the most critical risks relating to Amadeus Group's operations and strategic or business objectives, including:

- Strategic risks related to macroeconomic and geopolitical tensions and global instability, travel and tourism trends, and rapid and disruptive technological evolutions such as Generative Artificial Intelligence.
- Operational risks derived from IT service failures, cybersecurity breaches, or cloud migration.
- Legal, regulatory and compliance risks related to new regulations and possible difficulties in adapting to required changes.

The Amadeus Group is exposed to risks that could significantly disrupt key internal services as well as IT services we provide to customers. To ensure minimal disruption in such catastrophic events, Amadeus has implemented a Business Resilience Program designed to protect our people, assets and infrastructure, and minimize the potential impact to acceptable limits.

Through our training and awareness plan, we aim to ensure that all employees understand and apply best practices on ethical behavior, security, and privacy.

The Group also reflects in the Corporate Risk Map emerging risks, defined as new or evolving risks or known risks whose significance is not yet fully understood and are characterized by a high level of uncertainty that makes their likelihood, impact, or timing difficult to assess or quantify. These are risks that could prevent Amadeus Group from achieving its strategic objectives and that are expected to have a long-term impact on our business as they are not yet sufficiently taken into account. They may evolve over time from being weak at signals to clear tendencies with a high potential for danger.

Periodic comparisons of the Risk Map are made which allow visualizing the degree of progress in mitigating the existing risks or the appearance of new risks or increase in those already existing.

Tax risks are included in the Corporate Risk Map as the digital tax, increasing tax compliance and reporting obligations or risks related to withholding taxes, among others. The Amadeus

business model and the presence of the Group via subsidiaries/affiliates in very different local jurisdictions make it necessary to focus on the design of appropriate transfer pricing policies.

With regards to corruption risks, the Company has taken measures to prevent and avoid their materialization not only at a local level, but also within the Group. This is done through corporate policies specifically dedicated to anti-bribery and corruption, contributions to foundations and non-profit entities, as well as to political parties within a framework of compliance culture that is based on the Code of Ethics and Business Conduct of the Group.

These policies are implemented through an awareness and training program (online and face-to-face), which is mandatory for all employees, and ensures that the entire organization is prepared to detect and prevent this type of threat. In addition, the financial area has measures in place to prevent this type of conduct from Amadeus employees.

Finally, we have implemented a new whistleblowing channel to help ensure compliance with the highest standards of business ethics, as set out, among other documents, in the Code of Ethics and Business Conduct.

E.4. Please identify whether the entity has a risk tolerance level, including for tax risks.

The organization seeks a suitable risk profile through prudent risk management, with the Audit Committee overseeing risk appetite and tolerance.

The organization has established risk tolerance levels for several objectives in specific strategic areas to ensure successful achievement of objectives. This includes tax risks. The level of tolerance is high, medium, or low depending on the criticality of the objective that risk is attached to. The higher the criticality the lower the level of tolerance.

With respect to tax risks, the tolerance level depends on several factors to consider on a case-by-case basis (bilateral adjustments in different jurisdictions, if applicable, no penalties associated, a reasonable interpretation of the law, etc.).

E.5. Please indicate which risks, including tax risks, have materialized during the fiscal year, including tax risks.

No significant risks have impacted Amadeus Group during 2025, although there has been very close attention paid to the potential impacts of geo-political instability and the increasing importance of AI both as a risk in its own right and as an amplifier of other risks. These topics will continue to be monitored in 2026.

Cyber risks continue to be an area of concern because of rapid digitization, new emerging technologies and constantly evolving attack modalities. Ransomware and data breaches continue to dominate the external threat landscape, while third-party breaches are increasingly on the radar together with cloud migration vulnerabilities.

E.6. Please explain the response and supervision plans for the entity's main risks, including tax risks.

Each risk is assigned to a Risk Owner in the organization who will manage it and report it on a periodical basis to Corporate Risk Management unit. The organization has established a list of options for each risk and some examples for each of these:

- Avoid: Steps taken with the aim of avoiding unforeseen events. The following could be samples:
 - The decision not to undertake new initiatives/activities that could give rise to risks.
 - To discontinue a business unit, product line, or geographic segment.
 - The decision not to implement complex tax structures inconsistent with business to save taxes.
- Share: Transfer the effect of a possible loss to third parties. Some examples are as follows:
 - Externalize business processes.
 - Contract insurance against significant unexpected losses.
 - Protect against the risks employing long-term capital market instruments.
 - Reach agreements with other companies.
- Mitigate: Reduce the probability of an event or impact occurring or both. Some examples could be the following:
 - Implement efficient business processes.
 - Implement operative limits.
 - Rebalance the asset portfolio to reduce the risk index related to certain types of losses.
 - Increase management involvement in decision-making and follow-up.
 - Reassign the cost between operating units.
 - Implement an adequate tax strategy as corporate policy.
- Accept: A decision duly communicated and supported to accept the impact and the probability of a certain impact. For example:
 - Rely on the natural compensation that exists within the portfolio.
 - The design of the response to Risk should consider a cost/benefit analysis between the impact of the risk and the actions to be undertaken to manage it.
 - The Amadeus Group has implemented a prudent risk management policy, notwithstanding its commitment and obligation to protect the interests of the Company and its shareholders within a framework of support for the business strategy in the long term, avoiding tax risks and inefficiencies in the implementation of business decisions.

F. INTERNAL RISK MANAGEMENT AND CONTROL SYSTEMS RELATED TO THE PROCESS OF PUBLISHING FINANCIAL INFORMATION (ICFR)

Describe the mechanisms comprising the System of Internal Control over Financial Reporting (ICFR) of your Company.

F.1. Control environment

Report on at least the following, describing their principal features:

F.1.1. The bodies and/or departments that are responsible for (i) the existence and maintenance of an adequate and effective ICFR; (ii) their implementation; and (iii) their supervision.

The Internal Control over Financial Reporting (hereinafter ICFR) is a part of internal control that is configured as the set of processes carried out by the Board of Directors, the Audit Committee, senior management, and the personnel involved in the entity, to provide reasonable assurance regarding the reliability of regulated financial information, never absolute, in relation to the objectives pursued, due to the inherent limitations of any internal control system.

The monitoring function of the process of preparing and presenting financial information related to Amadeus IT Group, S.A. (hereinafter the Company or Amadeus or the Group) must be carried out continuously, overseeing the process of preparation and presentation, and the clarity and completeness of Amadeus's financial and economic information, reviewing compliance with regulatory requirements, the proper delineation of the consolidation scope, and the correct application of accounting criteria, with the aim of safeguarding its integrity. It must also assess compliance with legal requirements and the correct application of generally accepted accounting principles. Among the functions related to internal control and risk management systems, the following stand out: a) periodically review the effectiveness of the control and risk management systems as a whole, b) oversee the internal control and risk management policy that affects the achievement of corporate objectives, c) promote a culture of control in which risk is a factor to consider in Amadeus decision-making.

The responsibilities regarding the ICFR are as follows:

- Except for matters reserved to the General Shareholders' Meeting, the Board of Directors of Amadeus is the highest decision-making and supervisory body of the Company and holds ultimate responsibility for the existence, maintenance, and ongoing effectiveness of an adequate Internal Control over Financial Reporting (ICFR) framework.

The Board of Directors is responsible for the overall governance, management, and representation of the Group. While it has delegated the day-to-day management of the business to the executive bodies and senior management, the Board of Directors retains a central supervisory role. This role includes setting the Group's strategic direction and policies, overseeing management performance, monitoring the effectiveness of internal control and risk management systems, approving the most significant decisions affecting the Group, and maintaining an ongoing dialogue with shareholders.

- The Audit Committee is responsible for its oversight and monitors compliance with the applicable rules, at the national or international level and also supervises the preparation and integrity of the Company's financial and non-financial information and consolidated financial statements, reviewing compliance with regulatory requirements and proper application of accounting principles and inform about the proposals of the accounting

principles and criteria suggested by management of the Company. It also receives direct and regular information about this activity from both internal and external auditors. Its responsibilities are set forth in article 529.14 of the Spanish Capital Companies Act, article 42 of the company's bylaws, article 35 of the Regulations of the Board, and particularly the internal Regulations of the Audit Committee.

It is a basic function of the Audit Committee to periodically revise the Company's internal control and risk management systems and that the design of the ICFR is appropriate, so as the main risks are identified, managed and disclosed as appropriate.

The members of the Audit Committee shall be appointed considering their technical knowledge of the sector in which the Company operates and their expertise and appropriate knowledge in accounting and auditing, financial, sustainability, internal control and risk management matters, both financial and non-financial. Members shall be appointed in all cases by the Board of Directors. The Audit Committee reviews and approves the scope of activities of the internal and external auditors and is responsible for issues raised by both.

- The Group Internal Audit department assists the Audit Committee in its mandate of monitoring the effectiveness of the company's internal control and risk management systems and periodically informs the Audit Committee of the deficiencies detected and actions proposed for those deficiencies.
- Group Internal Control department supports business units by enhancing awareness of internal control requirements at all organizational levels. Group Internal Control's main responsibilities include:
 - defining and maintaining Internal Control over Financial Reporting (ICFR) documentation;
 - assessing and validating the design and operating effectiveness of internal controls; and
 - monitoring and supporting the implementation of remediation and action plans, where applicable.

Through these activities, Group Internal Control aims to ensure that financial information is identified, assessed, processed, and recorded in a consistent, reliable, and timely manner, and that it is appropriately disclosed in accordance with applicable requirements.

- The Governance, Risk & Compliance Department is responsible for the continuous monitoring of the principal risks that may impact on the Group's activities and strategic objectives. The department drives the Amadeus Risk Management Framework and fosters a Group-wide risk culture that strengthens risk awareness, accountability, and informed decision-making across the organization. In addition, the Governance, Risk & Compliance function provides guidance on ethical conduct and compliance matters. Secure and confidential reporting mechanisms, in line with EU and applicable Member State legal requirements, are available for both internal and external stakeholders through the Amadeus Speak Up Channel.

F.1.2. State whether the following are present, especially if they relate to the creation of financial information:

- Departments and/or mechanisms in charge of: (i) design and review of corporate structure; (ii) clear definition of lines of responsibility and authority with an adequate distribution of tasks and functions; and (iii) assurance that adequate procedures exist for proper communication throughout the entity.

The Board of Directors on a plenary basis is responsible for approving the Company's strategy, the organizational structure to put the strategy into practice, as well as the supervision and control of the Company's management for the sake of ensuring that it complies with the set of objectives and respects the corporate object and interest.

The Board of Directors is also responsible for the appointment and eventual removal of the Chief Executive Officer (hereinafter CEO) and the senior executives reporting to the Board of Directors or to any of its members (the latter as a non-delegable faculty of the Board of Directors as consequence of the amendment to the Spanish Capital Companies Act carried out by Law 31/2014, of December 3).

The design and review of the organizational structure is a responsibility that falls on the Company's CEO, who allocates tasks and functions, ensuring that duties are adequately segregated and that all areas within the different departments are coordinated to be fully aligned behind the same goals.

The People and Culture Department (hereinafter P&C) is responsible for analyzing, documenting and communicating the Group organizational changes and the responsibility and authority lines. A detailed organizational chart showing all the Group's functions is published on the corporate intranet and is available to all employees.

- Code of conduct, the body approving this, degree of dissemination and instruction, including principles and values, (state if there is specific mention of transaction recording and creation of financial information), a body charged with analyzing breaches and proposing corrective actions and sanctions.

Code of conduct

Internal Rules of Conduct of Amadeus IT Group, S.A. in the Securities Market.

The supervision of the compliance with the internal codes of conduct (specifically in relation to matters related to the Securities Market) as well as of the rules of corporate governance, is the responsibility of the Audit Committee, through the Secretariat of the Board of Directors, all of which without prejudice to the fact that incidents, memoranda and reports may form part of the agenda of the Audit Committee meetings, for subsequent submission to the Board in plenary session, if necessary.

All Amadeus employees are trained in this area through a mandatory online training course.

Code of Ethics and Business Conduct

The Code of Ethics and Business Conduct (hereinafter "CEBC") summarizes the professional conduct Amadeus expects from its employees. Amadeus is fully committed to complying with all appropriate laws and regulations in all countries and jurisdictions in which the Company

operates. This includes, but not limited to, laws and regulations pertaining to health and safety, labor, discrimination, insider trading, taxation, data privacy, competition and anti-trust, environmental issues, public tenders, and anti-bribery.

Beyond a compliance environment, the Company is consistent with the values and principles set forth in the CEBC and is guided by the highest ethical standards, being firmly committed to excellence in the fields of corporate governance, corporate social responsibility, and environmental sustainability. Key areas covered on the CEBC are:

- Relations with employees;
- Compliance with laws and regulations;
- Commitment to the environment;
- Conflicts of Interest, Gifts, and Bribes;
- Safeguarding Information, Personal Data, and Confidentiality;
- Relations with Third Parties;
- Relations with the Media, and
- Handling of Company Property, Equipment, and Installations.

The Corporate Compliance Department oversees compliance with the CEBC and other laws, policies, rules and regulations that set forth the framework for ethical business behavior. Their key activities include:

- Ensure the CEBC and supporting materials are disseminated across the organization;
- Review and revise supporting materials necessary to put the CEBC into practice;
- Monitor performance under the CEBC;
- Oversee remedial actions called for as a result of breaches of the CEBC;
- Providing support to employees and the entire Amadeus community in carrying out ethical business behavior;
- Handle inquiries and complaints including appropriate escalations when necessary;
- Define investigation protocols;
- Validate any regional/local variations or interpretations on the CEBC or the general subject of professional behavior;
- Set and review/revise the annual compliance training schedule;
- Identify and report on areas of potential exposure/risk for Amadeus;
- Oversee implementation of compliance initiatives;
- Advise Executive Management on issues that may require attention.

This CEBC is binding on all employees of the Amadeus Group and forms part of their employment relationship with the Group or the relevant Amadeus Company. In addition to direct employees of the Amadeus Group, the Code of Ethics also extends to scholarship holders, subcontracted personnel, and, in general, all people who work or render their services in any Amadeus Group Company. In the case of services rendered to an Amadeus Group Company by personnel belonging to another company with whom the service has been subcontracted, the latter must expressly guarantee its personnel's observance of the Code in the relevant agreement. The CEBC for Suppliers applies to other third parties. Amadeus employees adhere to the Code when hired by any of the Group companies. Employees must promote this Code in their daily professional activities.

All Amadeus employees are trained in this area through a mandatory online training course.

Anti-Bribery & Corruption Policy

Amadeus is committed to winning business through fair and honest competition in the marketplace. Amadeus is committed to the highest standards of ethics, as outlined in the Amadeus Code of Ethics and Business Conduct. This includes the follow-up of obligations under international anti-corruption laws, including but not limited to: Law 10/1995 of the Criminal Code of Spain, the Anti-Corruption Act 2007 of France, the Criminal Code and the Act on Combating International Bribery 1997 of Germany, the Bribery Act 2010 of the UK and the Foreign Corrupt Practices Act (“FCPA”) of the U.S.A.

Specifically, Amadeus will abide by the letter and spirit of applicable international anti-corruption laws in conducting its business. Promising, authorizing, offering, giving, accepting, or soliciting anything of value, or any advantage, to anyone, with the intention or appearance of improperly influencing his or her decisions or conduct, or as reward for improper performance, is strictly prohibited.

As well as reading and understanding the Amadeus Anti-Bribery Policy, all Amadeus employees must also comply with the Code of Ethics and Business Conduct, the Charitable Contributions Policy, and the Political Contributions Policy. Amadeus has also implemented a Gift & Entertainment Register, run by the Corporate Compliance Department.

This Policy applies to all Amadeus Group employees, distributors, suppliers, and Joint Venture partners working on behalf of Amadeus worldwide. Amadeus conducts a compliance due diligence on eligible third parties prior to entering commercial relationship.

The owner of this Policy is the Corporate Compliance Department, that oversees and administers the Policy, develops and maintains procedures and guidelines to support the Policy and works with key stakeholders to ensure Amadeus’ officers, employees and contingent staff affected by the Policy receive adequate communication and training.

All Amadeus employees are trained in this area through a mandatory online training course.

Anti-Fraud Policy

Amadeus has no tolerance for fraud, and thus fraudulent practices of any kind are prohibited at Amadeus. All Covered Individuals are accountable for complying with appropriate procedures, controls and monitoring activities to protect Amadeus against the commission of fraud. Where there are reasonable grounds to indicate that a fraud may have occurred, senior management has a duty to ensure a fair and respectful clarification of facts and prompt action to resolve the issue.

In the event that a fraud has been committed, Amadeus will promptly take such action as is appropriate to remedy the situation, clarify individual responsibilities, take appropriate disciplinary and legal actions, and leverage lessons learned in order to improve the internal controls wherever needed.

All Amadeus employees are trained in this area through a mandatory online training course.

- Whistleblower channel, that allows notifications to the Audit Committee of irregularities of a financial and accounting nature, in addition to potential breaches of the code of conduct and unlawful activities undertaken in the organization, reporting, as the case may be, if this is of a confidential nature and whether anonymous notifications can be made, protecting the rights of the whistleblower and the person reported.

“Speak-up” (“Whistle Blowing”)

One of the Audit Committee tasks is to establish and supervise the mechanism that allows employees to communicate anonymously the accounting and finance irregularities.

In this regard, the Audit Committee supervises the functioning of the whistleblower channels established by the Company so that Management and the governing bodies can receive alerts from employees and other persons related to the Company concerning potential irregularities or breaches of regulations, especially those having financial and accounting implications or any other nature, or breaches of internal codes of ethics, and can propose appropriate actions to improve the functioning of the channel and reduce the risk of future irregularities.

To achieve this objective, the Corporate Compliance Department annually discloses to the Audit Committee statistics of reports received through the Speak Up Channel, which are also part of its annual Global Report. In addition, any incident reported that may have influence in the accounting and financial fields would be submitted to the Audit Committee, for its information and follow-up. Relevant matters in this area are also discussed by the Compliance and Ethics Board.

Amadeus has implemented a whistleblower channel in line with EU Directive (EU) 2019/1937 and its national implementation laws. The whistleblower channel guarantees confidentiality and, further, enables communications to be made anonymously, respecting the rights of both the plaintiff and the defendant party. Further, reporting parties are protected from retaliation.

All Amadeus employees are trained in this area through a mandatory online training course.

- Training and periodic refresher programs for staff involved in the preparation and revision of financial information, as well as assessment of the ICFR (Internal Control System for Financial Information), that covers at least accounting rules, audits, internal control and risk management.

Amadeus maintains a commitment to the development of its people. This commitment to competence is expressed in the corporation’s personnel policies and related human resources programs. Specific factors of commitment to competence include recruiting, hiring, training, development and performance monitoring.

Amadeus has formal hiring practices designed to ensure that new employees are qualified for their job responsibilities. Hiring decisions are based on various factors, including educational background, prior relevant experience, past competencies, and evidence of integrity and ethical behavior.

The formal training program enables employees to meet the requirements for their current positions through in-house orientation training, departmental level training and outside training and specific seminars to their area of expertise.

At Amadeus, the standard of integrity and ethics are proven daily by the personal conduct of senior management, the employee standards of conduct, and various controls, including a code of ethics, policies for handling confidential information, and policies stipulating that employees comply with laws, regulations, and corporate policies as a condition of continuing employment.

All employees are trained in the different policies covering integrity and business ethics through a mandatory online training course.

People & Culture together with the Finance Function jointly elaborate training plans for all personnel involved in preparing the Group's financial statements. These plans include permanent updates based on business and regulatory developments relating to the activities carried out by the different Group companies, as well as knowledge of International Financial Reporting Standards (IFRS) and trends in principles concerning ICFR.

Employees are evaluated on objective criteria based on performance reviews. The Company performs a periodical review of employee objectives and competencies. This is implemented into an automatic tool that keeps the information and manages approval workflows.

During the Performance & Development Review discussion, line manager provides feedback on performance and competencies the employee has shown while achieving the objectives. Once a development objective has been identified, employee and line manager create the Personal Learning Plan to improve knowledge, skill or competency. A copy of the Personal Learning Plan should be sent to P&C, along with the Performance & Development Review. Line Management and P&C need to review and approve Personal Learning Plan actions requiring budget. During the Mid-Year review, line manager and employee review the plan and update it with the latest changes.

In 2025 Amadeus' Finance Function received 8,373 hours of training, related to the acquisition, updating and refreshing of financial knowledge such as accounting standards (IFRS and local standards), internal control (including training in the solution SAP GRC), security, risk management and control, sustainability and regulatory and business aspects which need to be understood for adequate preparation of the Group's financial information.

F.2. Assessment of financial information risks Report on at least the following:

F.2.1. The main characteristics of the risk identification process, including error and fraud risk, as regards:

- Whether the process exists and is documented.
- If the process covers all of the objectives of financial information, (existence and occurrence; completeness; valuation; delivery; breakdown and comparability; and rights and obligations), whether it is updated and with what frequency.
- The existence of a process for identifying the scope of consolidation, taking into account, among other factors, the possible existence of complex company structures, shell companies, or special purpose entities.
- If the process takes into account the effects of other types of risk (operational, technological, financial, legal, tax, reputational, environmental, etc.) to the extent that they affect the financial statements.
- The governing body within the Company that supervises the process.

Amadeus has established and maintains an Internal Control over Financial Reporting (ICFR) framework designed to provide reasonable assurance regarding the reliability of official financial reporting. The Framework includes processes to identify and mitigate the risks of error

or fraud in financial reporting and is based on the COSO Internal Control – Integrated Framework.

The risk identification process focuses on accounts and disclosures that present a significant risk and whose potential impact on the financial statements could be material. The process begins with an analysis of the Group’s consolidated financial statements to identify significant accounts and disclosures using quantitative and qualitative criteria. These are then mapped to the underlying business processes, and risks of error or fraud are identified for each significant account and disclosure.

Risk identification considers the control environment of each Group company, the characteristics of business process flows and inherent control risks, as well as the potential impact of other risk categories (including operational, financial, strategic, regulatory, and compliance risks) on the reliability of financial reporting.

As a result of this assessment, a Financial Risk and Control Matrix is prepared to identify the relevant risk areas, processes, and controls. The scoping matrix is based on the audited consolidated financial statements as of December 31 of the prior year, is updated annually, and is approved by the Audit Committee. The determination of the ICFR scope follows a risk-based approach, combining:

- quantitative criteria, based on external auditor materiality; and
- qualitative criteria, including account size, degree of process automation, susceptibility to fraud or error, level of estimation and judgment, changes from the prior year, and previously identified control weaknesses.

The ICFR framework is integrated with the Group’s broader enterprise risk management process, which identifies and monitors both financial and non-financial risks, including operational, strategic, compliance, technological, environmental, reputational, and tax risks. Group Internal Control annually reviews and updates the ICFR framework with input from control owners, covering all relevant financial reporting objectives (existence and occurrence, completeness, valuation, presentation and disclosure, and rights and obligations), and identifying fraud-mitigating controls where applicable.

Segregation of Duties (SoD) risks are also considered within the ICFR framework. Group Internal Control monitors SoD across key financial applications with higher fraud exposure, selected annually based on the IT General Controls (ITGC) approach and the maturity of role and access management processes, to ensure effective prevention and mitigation of conflicts of interest.

Identification of the consolidated group

The Group monitors and updates its corporate structure periodically and has set up a detailed process for the reporting and approval of any changes in the structure of subsidiaries and significant investments over which the Group can exercise control, regardless of how the control is exercised within the legal framework, including special purpose entities and other vehicles, if they exist.

The Audit Committee informs the Board of Directors in advance on the creation or acquisition of shares in special-purpose vehicles or organizations resident in a country or territory that is classified as “non-cooperative jurisdictions” (formerly known as tax havens).

The Amadeus Group corporate structure chart is issued on a monthly basis by the Legal Department. The Finance Unit determines the consolidated group with the information contained in the corporate structure and in accordance with the criteria set forth in International Financial Reporting Standards as adopted by the European Union (IFRS-EU).

In addition, the Audit Committee has a commitment to review the consolidated financial information of the Group.

F.3. Control activities

Report on whether the Company has at least the following, describing their main characteristics:

F.3.1. Review and authorization procedures for financial information published by the stock markets and a description of the ICFR, indicating those responsible, as well as documentation describing the flow of activity and controls (including those relating to the risk of fraud) of the various types of transactions which may materially affect the financial statements, including financial closing procedures and the specific review of judgements, estimates, valuations and relevant forecasts.

Financial Information review and authorization

The Board of Directors is the highest body entitled to supervise and approve the Amadeus Group Financial Statements.

The Group issues financial information to the stock market every quarter. This information is prepared by the Corporate Finance and Administration Department that during the closing of the accounts carries out a number of control activities, which are globally monitored by the Group Internal Control department, to ensure the reliability of the information.

Amadeus Consolidated financial reporting follows the Group Reporting calendar, approved by all stakeholders, taking into account all regulatory deadlines. Based on this calendar, all levels of approvals and reviews by the Board of Directors, the Audit Committee, and Corporate Finance and Administration are defined and published. All specific detailed flows of information and approval levels of this process are documented and filed in a common repository database.

Additionally, the accounting regulations establish the need to use judgments and estimates based on long-term projections for recording certain transactions. In this regard, the Company has a procedure for preparing projections in the medium and long term, in which the economic-financial models are agreed and updated.

The Audit Committee supervises the process of preparation and presentation of regulated financial information. The agenda is sent with the necessary advances to the celebration of the session to all the participants, together with the relevant documentation for each of the agenda items.

The financial information is reviewed by the Audit Committee together with the necessary and relevant documentation prepared by the Amadeus Management, which includes the judgments and estimates that have been used in its preparation, which are described in the Group's Consolidated Annual Accounts.

Sessions of the Audit Committee are attended by certain members of the Amadeus Management team when the Chairman deems it necessary, limited to those Agenda items on which the members of the Commission consider appropriate.

Internal Control over Financial Reporting

Amadeus has implemented an Internal Control over Financial Reporting (ICFR) in accordance with the standards established by the CNMV and based on the updated COSO Internal Control – Integrated Framework. The ICFR framework is designed to provide reasonable assurance regarding the integrity and reliability of the Group’s financial statements, the safeguarding of assets, and compliance with applicable laws and regulations.

The ICFR framework pursues the following objectives:

- Effectiveness and efficiency of operations;
- Safeguarding of assets;
- Reliability of financial reporting; and
- Compliance with applicable laws and regulations.

Scope and Structure of the ICFR Model

The ICFR framework includes the assessment of Entity Level Controls (ELCs), which encompasses key corporate policies applicable across the Group. These policies are published on the Group intranet, reviewed and updated on a regular basis, and are mandatory for all Amadeus entities. Certain policies are further supported by detailed procedures.

The ICFR framework is structured in accordance with the five components of the COSO Internal Control – Integrated Framework:

- Control environment;
- Risk assessment;
- Control activities;
- Information and communication; and
- Monitoring activities.

Within this framework, the Financial Risk and Control Matrix represent the core tool used to translate ICFR principles into operational controls across the Group.

The Financial Risk and Control Matrix is a structured repository that documents and links financial reporting risks, control objectives, and control activities across the Group’s financial processes. It provides a consistent and risk-based view of how ICFR requirements are implemented and monitored.

The Financial Risk and Control Matrix identify:

- the relevant process and sub-process;
- the risk description;
- the control objective;
- the control description;
- the control frequency;
- the control nature (preventive or detective);
- the control type (manual, semi-automated, or automated);
- the control owner(s) and tester(s); and
- the related control evidence.

The Group's Financial Risk and Control Matrix cover nine main business cycles considered relevant for the preparation of the financial statements, in addition to IT General Controls and Entity Level Controls, ensuring comprehensive coverage of financial reporting risks at both process and entity level.

- Capitalization;
- Sales (Revenue);
- Consolidation;
- Record to Report;
- People and Culture;
- Fixed Assets;
- Treasury;
- Source to Pay;
- Tax Management.

These business cycles have been defined to ensure the reliability and integrity of financial information and to prevent, detect, mitigate, or correct risks that could materially impact financial reporting. IT General Controls are included as a transversal component supporting the reliability of automated processes and systems.

Testing Approach

Based on the defined ICFR scope, Group Internal Control determines the appropriate testing approach for each process and entity. Testing activities include:

- Design Effectiveness Testing, consisting of an end-to-end review of processes to identify and assess risks and controls. Controls are validated through sample-based testing. Where deficiencies are identified, remediation actions are agreed with the first line of defense.
- Operating Effectiveness Testing, aimed at verifying that controls operate as designed. This may be performed through:
 - a full cycle review, covering all key and non-key controls within the relevant Risk and Control Matrix; or
 - a limited review, focusing on key controls only.

For the 2025 reporting period, the ICFR scope includes the Group's main entities, such as Amadeus IT Group, S.A., Amadeus, S.A.S., Amadeus GmbH, Amadeus North America, Inc., Navitaire, LLC, Amadeus Software Labs India Pvt. Ltd., Outpayce, S.A.U., and Amadeus Hospitality Inc. The entities under scope represent approximately 82% of the controls included in the Finance Risk and Control Matrix.

The Group uses SAP GRC (Governance, Risk and Compliance) to support the management, documentation, and testing of controls, as well as to monitor user access and mitigate segregation of duties risks within SAP environments.

Group Internal Control is responsible for ensuring that controls are implemented and for monitoring control execution on an ongoing basis. Group Internal Audit provides independent assurance on the effectiveness of the ICFR model, confirming that the scope appropriately covers relevant entities, processes, and controls, and that Group Internal Control has adequately assessed their operating effectiveness.

Entity Level Controls and Estimates

Entity Level Controls reflect the fundamental principles underpinning the internal control system, including integrity and ethical values, Board oversight, organizational structure, competence and accountability, risk assessment (including fraud risk), control activities, information and communication, and ongoing monitoring and remediation of deficiencies.

Finally, the preparation of the consolidated financial statements in accordance with IFRS-EU requires the use of estimates and assumptions by Management. These estimates affect the carrying amounts of assets, liabilities, income, and expenses and are based on the information available at the reporting date, historical experience, and other relevant factors considered reasonable at that time.

F.3.2. Internal IT control policies and procedures (access security, change controls, their operation, operational continuity, and segregation of duties, among others) which support relevant processes within the Company and relate to the creation and publication of financial information.

Internal Control on IT systems

The Group has implemented an internal control model over IT systems that supports the processes related to the preparation of financial information. This model is based on COSO and COBIT (Control Objectives for Information and Related Technologies) and includes the IT General Controls matrix and internal policies and standards relating to the security requirements for IT systems, such as Amadeus' Information Security policies described further on.

To build the IT Risk and Control matrix, the Group has identified the systems to be included in the scope of the model: those systems or IT tools contribute to elaborate the Consolidated Financial Statements of the Company and to ensure the quality and reliability of the information reported to the markets.

The IT Risk and Control matrix is aligned with control models for business cycles prepared by Amadeus, and it is structured in the following areas:

- Access control;
- Physical and Environmental security;
- Operations security;
- Communications Security;
- Supplier Relationship;
- Information Security Incident Management;
- Business Continuity;
- Compliance;
- Artificial Intelligence and Automations Governance.

These control areas include sub-process and controls (or control activities) which are classified as automated or manual, preventive or detective, and key or non-key. These control activities are applied to the different systems in scope, along the main Amadeus entities as described above (see section F.3.1).

The IT Risk and Control Matrix include the following detailed processes as part of the defined control areas:

Access control

Control policies and procedures provide reasonable assurance that:

- The configuration of programs and systems security is appropriately managed to safeguard against unauthorized modifications to programs and data that result in incomplete, inaccurate, or invalid processing or recording of financial information;
- Systems security is appropriately administered and logged to safeguard against unauthorized access to or modifications of programs and data, that result in incomplete, inaccurate, invalid processing or recording of financial information;
- Segregation of Duties (SoD) is reviewed on a periodical basis in order to monitor the secure access to the financial systems and assess the control environment that mitigate the financial information risks.

Physical and Environmental security

Control policies and procedures provide reasonable assurance that:

- Facilities are appropriately managed to protect the integrity of financial information and physical access to computer equipment, storage media, and program documentation is limited to properly authorized individuals.

Operations security

Control policies and procedures provide reasonable assurance that:

- Operations are initiated by authorized individuals, scheduled appropriately, monitored and deviations are identified and solved, and that written procedures are in place to properly restart and rerun production jobs;
- Critical data is consistently backed up and stored in a secure location to ensure that financial data remains complete, accurate and valid;
- Changes to the Amadeus System's application software are properly authorized, tested, approved, implemented and documented;
- Programs and systems changes are appropriately managed to minimize the likelihood of disruption, unauthorized alterations and errors which impact the accurate, complete, and valid processing and recording of financial information.

Communications Security

Control policies and procedures provide reasonable assurance that:

- Network and network devices shall be secured, managed and controlled to protect information in the systems and applications;
- Network services shall be adequately protected;
- Security mechanisms, service levels and service requirements of all the network services shall be identified, implemented and monitored, whether these services are provided in-house or are outsourced.

Supplier Relationship

Control policies and procedures provide reasonable assurance that:

- A groupwide Third-party governance is established and current residual risks calculated;
- Information security requirements shall be agreed upon with key suppliers in order to raise their security awareness and establish their responsibilities;
- Service level agreements are agreed upon and supplier service shall be also monitored, reviewed and audited in order to evaluate its operation from a security perspective.

Information Security Incident Management

- Control policies and procedures provide reasonable assurance to establish the requirements on how security events and incidents shall be managed to ensure consistency and coherence within the Company's organization.

Business Continuity

- Control policies and procedures provide reasonable assurance in a disaster recovery plan are documented and consistently tested.

Compliance

Control policies and procedures provide reasonable assurance that:

- All security controls shall be established in compliance with all applicable laws, regulations and contracts;
- Information security independent reviews are implemented and operated in accordance with the Group's internal policies, standards and procedures.

Artificial Intelligence and Automations Governance

Control policies and procedures provide reasonable assurance that:

- Artificial Intelligence governance shall be established across the company and cases inventoried, reviewed, classified and monitored to ensure the compliance with AI Act.
- There are procedures in place to control the tools that automate process steps ensuring their data access restricted or transfer and impact, further automations must inventoried, classified, monitored and assigned to an owner.

Information Security policies

Information security is a fundamental Amadeus objective. The Company has implemented an Information Security Management System (ISMS) framework aligned with ISO/IEC 27001 international standard requirements, that includes a defined set of Security Policies and Standards (SPS). Compliance with the SPS is mandatory and they are communicated to all employees and published in the Group's intranet.

To ensure consistent and coherent implementation of the SPS throughout the Company, governance is defined and managed at group level by a division in the CISO Office. Business and Domain information Security Officers ensure implementation within the units of the company.

The Security Policies and Standards (SPS) comprise a "Global Information Security Policy" at the top level that is detailed into a number of topic-specific security policies. Each security policy is detailed in "Corporate Standards" which define the controls to be implemented in order to comply with the policies. In case of specificities pertaining a specific business environment, "Business Standards" (additional or more detailed controls) may be developed under the corresponding Corporate Standard.

The SPS has been defined and is continually updated considering input from industry standards and best practices, such as the ISO 27000 series or PCI DSS and considering applicable legal, regulatory and contractual requirements. The SPS content prescribes the baseline information security measures that shall be implemented across the Company in order to protect and properly manage the Company's information assets.

In addition, Information Security Risk Management is fundamental to continually adapt and improve the Company's information security to the evolving threat landscape. A company-wide Information Security Risk Management methodology, based on ISO 27005, is defined as part of the SPS, with Information Security risk assessments performed on a quarterly basis.

F.3.3. Internal control policies and procedures intended to guide the management of subcontracted activities and those of third parties, as well as those aspects of assessment, calculation or evaluation entrusted to independent experts, which may materially affect financial statements.

Internal Control over outsourced activities

The Group has a common framework with the requirements for outsourcing activities.

For all outsourced processes, Service Level Agreements (SLA) have to be defined, agreed and signed in the contract with the vendor.

The SLA should include next minimum requirements:

- General: duration of SLA, involved parties, related documents;
- Profile of involved parties and escalation: tasks and responsibilities, escalation process;
- Finance details: invoicing plan, payment terms, rebate based on volumes;
- General service definition, service levels, problems response, maintenance and security;
- Agree on penalties;
- Service provider contact details;

The SLA's outsourced processes are monitored periodically through vendor evaluation process. Any problem in the SLA or deliverables is escalated accordingly, and corrective actions could be taken towards the vendor.

Amadeus Group has identified outsourced processes as relevant for the financial information reporting. These processes have been included in the financial risk matrix into the People and Culture processes, Purchasing and Closing and Reporting cycles, being monitored and audited following the control activities established by the Group.

Vendor Management

At Amadeus, the Vendor Risk management process aims to ensure that several kinds of risks related to the goods or services provided by vendors are duly identified, assessed, and mitigated. This process includes:

- Service risk assessment: carried out by the business unit to understand the inherent risks of acquiring any good/service.
- Service due diligence: executed for any supplier that provides Amadeus with high-risk services from a security or business continuity point of view.
- Compliance verification/assessment: performed when creating a new supplier in our systems.
- Monitoring: Once the supplier joins and the contract is signed, the service provided is monitored, and continued compliance with Amadeus standards is ensured.
- The Group's Purchasing Policy is the framework and reference for managing subcontracting activities, including negotiation rules, sourcing, award, contract management, and transactional processes.
- The main areas identified with risk in Amadeus and the actions to consider when dealing with suppliers are the following:
 - IT security and data privacy: Only the necessary information is transferred; a non-disclosure agreement would be included in the contract, if needed, and expert units are involved in providing support in the contract management and the supplier.
 - Operational risks: Suppliers that provide a critical function for business continuity are financially assessed and managed by Amadeus business continuity experts.
 - Compliance and ESG risks: Amadeus asks for the main suppliers to subscribe to our Code of Ethics and Business Conduct and it is reviewed that they are not part of any blacklist that could affect the reputation of Amadeus.

F.4. Information and communication

State whether the Company has at least the following, describing their main characteristics:

F.4.1. A specifically assigned function for defining and updating accounting policies (accounting policy area or department) and resolving doubts or conflicts arising from their interpretation, maintaining a free flow of information to those responsible for operations in the organization, as well as an up-to-date accounting policy manual distributed to the business units through which the Company operates.

An essential activity to the preparation of the Amadeus Group consolidated financial statements is the definition, selection and update of the accounting policies that are relevant to our business and applicable group-wide. This role is assigned to the Corporate Finance under the responsibility of the CFO. Within that department the Group Accounting Unit has the mission of:

- Defining the Amadeus accounting policies. The Company prepares its consolidated financial statements under IFRS-EU, the regulation issued by the Spanish Stock Exchange Commission ("Comisión Nacional del Mercado de Valores"), in particular Circular 3/2018 of June 28, and other provisions of the applicable financial reporting framework. The Amadeus accounting policies are based on these standards;

- Monitoring the prospective regulatory activity of the IASB and the endorsement process by the EU, identifying those projects that will have an effect, when issued, and assessing the impact of the implementation on the Amadeus Group financial statements preparation and disclosures;
- Reviewing regularly Amadeus accounting policies to ensure that they remain appropriate and are changed either when:
 - Regulatory bodies (IASB - EU) issue, revise, modify or amend new or existing policies or,
 - Has notice of transactions that require specific guidance and impact the Amadeus Group significantly as a whole, such as unique industry issues.

When either of these events occur, revised Amadeus accounting policies are issued, to:

- Ensuring that the application of the Amadeus accounting policies is consistent through all the entities that integrate the Amadeus Group. In specific circumstances this function prepares accounting instructions to assist on the accounting of specific transactions or events that affect multiple entities across the group, including case by case application guidance and numeric examples;
- Solving application issues of Amadeus policies between the stakeholders that are involved in the preparation or use of the financial information;
- Communicating the Amadeus accounting policies regularly to the relevant teams that, across the Amadeus group, are involved in the preparation of the financial information and, establishing the mechanisms that facilitate fluent communication with the Group's executives and directors in understanding and managing the Amadeus Group's financial reporting risk.

There is an accounting manual complemented with specific policies, accessible to the entire organization through the intranet of Amadeus.

F.4.2. Measures for capturing and preparing financial information with consistent formats for application and use by all of the units of the entity or the group, and which contain the main financial statements and notes, as well as detailed information regarding ICFR.

Amadeus has a formal procedure for the preparation of financial information that covers both the closing of accounts of the respective subsidiary companies in the Group and the process of consolidation in the parent company. The fact that most important companies of the group participate in a common system of accounting platform (SAP) ensures greater control of closing standardized processes as well as controls on supervision of access to the system by different users, checking that there is no conflict with access security, both internally and by the subsequent review of the external auditor.

There are controls within the system (automated, semi-automated and manuals) that validate and ensure the consistency of the treated information.

Likewise, prior and during the process of closing the accounts at the individual level, all companies have access to software development that allows them to validate and correct their positions on the other companies of the group both at the operational and financial levels.

The existence of a single plan of accounts for the purpose of reporting for all entities of the group, a specific timetable for closure and subsequent reporting to the parent company, as well as the use of common exchange rates required for closing the accounts, in order to convert

balance sheet and profit and loss accounts into euro as reporting currency, collaborate efficiently to improve the quality of the information and its homogenization.

The upload of monthly information report is performed by the same companies in the SAP BPC Consolidation module, avoiding the manual processing of information. In those companies operating in the common accounting platform from SAP, the upload is carried out automatically to consolidation, which is in turn a saving of time and ensures security in the transfer of information.

F.5. Supervision of system performance Describe at least the following:

F.5.1. The activities of the Audit Committee in overseeing ICFR as well as whether there is an internal audit function that has among its mandates support of the Committee and the task of supervising the internal control system, including ICFR. Additionally, describe the scope of ICFR assessment made during the year and the procedure through which the person responsible prepares the assessment reports on its results, whether the Company has an action plan describing possible corrective measures, and whether its impact on financial reporting is considered.

The Board of Directors executes its supervision of ICFR through the Audit Committee.

As part of this function, and to achieve the objectives of the Board, the AC receives and reviews the financial and non-financial information that the Group issues to markets and regulatory bodies, including the statutory auditors' report and the consolidated annual accounts for the year prior to publishing. The AC oversees the process of preparing financial information for the Company and its subsidiaries, it reviews compliance with the legal and regulatory requirements applicable to the Company, the adequacy of the consolidation perimeter and the correct application of the generally accepted accounting principles.

The Audit Committee is regularly informed by Group Internal Audit on the effectiveness of ICFR, the most relevant weaknesses detected during the course of Group Internal Audit's work, the remediation plans, and actions already undertaken.

The Audit Committee supports and oversees the activity of Group Internal Audit, including its independent assessment of ICFR. Also, it assesses whether the work done is sufficient, reviews the outcomes and contributes to prioritizing and following up of resolution actions.

The Audit Committee proposes the selection, appointment, and substitution of the Group Internal Auditor; approves the budget of Group Internal Audit; receives periodically information on Group Internal Audit's activities and verifies that the Amadeus Management team considers the conclusions and recommendations of its reports.

The Group Internal Audit work plan for the assessment of the ICFR effectiveness is submitted to the Audit Committee for approval before execution, in order to ensure that it includes all the Committee's considerations in this respect.

The External Auditor communicates to the Audit Committee the conclusions resulting from the performance of their audit procedures, as well as any other matters that might be considered of relevance, twice a year. Additionally, the External Auditor has granted permanent access to the Audit Committee to share, discuss or report on those aspects they consider necessary or relevant. The External Auditor, without compromising its independence, engages in dialogue with Management through regular meetings regarding new accounting standards, the

appropriate accounting treatment of complex or unusual transactions or the appropriate scope of the audit procedures.

The Audit Committee's proceedings are documented in the relevant minutes of the meetings held.

Group Internal Audit

As the Third Line of the 3 Lines Model, Group Internal Audit strengthens Amadeus IT Group, S.A.'s ability to create, protect, and sustain value by providing the Audit Committee and management with independent, risk-based, and objective assurance, advice, insight, and foresight.

- The scope of the internal audit activities covers the entire breadth of the organization, including all of Amadeus IT Group, S.A.'s activities, assets, and personnel. Internal audit services also encompass, but are not limited to, objective examinations of evidence to provide independent assurance and advisory services to the Audit Committee and management on the adequacy and effectiveness of governance, risk management, and control processes for Amadeus IT Group, S.A.
- Group Internal Audit's purpose, mandate, oversight, roles and responsibilities, scope and type of internal audit services are set by the Audit Committee to ensure that it has sufficient means to carry out its duties. To further ensure Group Internal Audit's objectivity, its staff have no direct operational responsibility or authority over any of the activities they review. Accordingly, internal auditors don't implement internal controls, develop procedures, install systems or engage in any other activity that may impair their judgment.
- The Internal Audit function adheres to the mandatory elements of The Institute of Internal Auditors' International Professional Practices Framework (including the Global Internal Audit Standards and Topical Requirements). The Chief Audit Executive reports periodically to the Audit Committee and management regarding the Internal Audit function's conformance with the Standards, which is continuously assessed through a quality assurance and improvement program.

Every year Group Internal Audit performs an independent assessment of the effectiveness of the ICFR model, which includes:

- Assurance that all appropriate entities, processes and controls are included in the ICFR scope;
- Coordination with management to clarify scope and testing plans;
- Reperformance and assessment of the adequacy of effectiveness testing on internal controls for the companies in scope (in a maximum timeframe of one year for key controls and three years for non-key controls);
- The identification of control gaps and the review of management plans for corrective action;
- Follow-up reviews to ascertain whether control gaps have been adequately addressed.

ICFR 2025 Scope

The Company's 2025 ICFR scope comprises eight entities with a significant impact on financial reporting: Amadeus IT Group, S.A.; Amadeus S.A.S.; Amadeus GmbH; Amadeus North America

Inc.; Navitaire, LLC; Amadeus Software Labs India Private Limited; Outpayce, S.A.U.; and Amadeus Hospitality Americas Inc.

For the 2025 financial year, Group Internal Audit provided independent assurance over approximately 95% of the key controls within the ICFR model and 33% of the non-key controls, including all controls previously identified as weaknesses.

The internal control weaknesses and opportunities for improvement identified during the 2025 assessment do not have a significant impact on the quality of financial information. Remediation action plans have been agreed with the relevant control owners and the Internal Control function to further strengthen the control environment.

Based on the work performed, Group Internal Audit concluded that, for the period from 1 January to 31 December 2025, the ICFR model was effective and that the controls and procedures in place established to reasonably assure that the information reported publicly is reliable and adequate, were also effective. This conclusion was formally presented to the Audit Committee.

The annual ICFR report submitted to the Audit Committee includes:

- Number and nature of controls reviewed;
- Conclusions on whether the controls are properly designed and are properly applied;
- Action items for the main issues detected;
- Conclusion on whether audit recommendations with regards to internal controls on financial reporting are being followed.

F.5.2. If there is a procedure by which the account auditor (in accordance with the contents of the *Normas Técnicas de Auditoría* (NTA) - “Auditing Standards”), internal auditor and other experts may communicate with senior management and the Audit Committee or senior managers of the Company regarding significant weakness in internal control identified during the review of the annual accounts or any others they have been assigned. Additionally, state whether an action plan is available for correcting or mitigating any weaknesses found.

The Audit Committee reviews the financial information that the Board must send to stock market authorities and to be included in public annual reports. In addition to the aforementioned, internal audit, risk management and internal control related topics and other initiatives in progress are discussed.

Further to the Audit Committee meetings, monthly meetings are held by the CFA Department and the External Audit firm, which cover and discuss any issues related to financial information and/or internal control weaknesses detected in the course of their work. These meetings are also attended by Group Internal Audit to provide an inside point of view and supplement the observations made by the External Auditor. The Chief Financial Officer is responsible for communicating any relevant aspect related to financial information and ICFR to Senior Management at the meetings held by the Executive Committee, which are also attended by the CEO.

Major and Significant weaknesses detected by the Group Internal Audit during the course of its work are subject to recommendations and action plans agreed with the control owner (and also with Group Internal Control for the ICFR testing).

Annually, the External Auditor also reports on detected “gaps” and/or improvements related to the Internal Control System through the Internal Control Recommendation Letter.

F.6. Other relevant information

None

F.7. External auditor's report

F.7.1. If the ICFR information submitted to the markets has been subject to review by the external auditor, in which case the entity shall include its report as an attachment. If not, reasons why should be given.

Amadeus has requested the external auditor to issue a report reviewing the information described by the Company in this ICFR report for 2025, which is attached as an Annex.

G. DEGREE OF COMPLIANCE WITH CORPORATE GOVERNANCE RECOMMENDATIONS

Specify the Company's level of compliance with recommendations from the Good Governance Code of Listed Companies.

In the event that a recommendation is not followed or only partially followed, a detailed explanation should be included explaining the reasons in such a manner that shareholders, investors and the market in general have enough information to judge the Company's actions. General explanations are not acceptable.

1. That the Articles of Association of listed companies do not limit the maximum number of votes that may be cast by one shareholder or contain other restrictions that hinder the takeover of control of the Company through the acquisition of shares on the market.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

2. That when the listed company is controlled by another entity in the meaning of Article 42 of the Commercial Code, whether listed or not, and has, directly or through its subsidiaries, business relations with said entity or any of its subsidiaries (other than the listed company) or carries out activities related to those of any of them it should make accurate public disclosures on:

- a. The respective areas of activity and possible business relationships between the listed company or its subsidiaries and, the parent company or its subsidiaries.
- b. The mechanisms in place to resolve any conflicts of interest that may arise.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

3. That, during the course of the ordinary General Shareholders' Meeting, complementary to the distribution of a written Annual Corporate Governance Report, the Chairman of the Board of Directors makes a detailed oral report to the shareholders regarding the most material aspects of corporate governance of the Company, and in particular:

- a. Changes that have occurred since the last General Shareholders' Meeting.
- b. Specific reasons why the Company did not follow one or more of the recommendations of the Code of Corporate Governance and, if so, the alternative rules that were followed instead.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

4. That the company should define and promote a policy on communication and contact with shareholders and institutional investors, within the framework of their involvement in the company, and with proxy advisors that complies in all aspects with rules against market abuse and gives equal treatment to similarly situated shareholders. And that the company should publish this policy on its website, including information on how it has been put into practice and identifying the contact persons or those responsible for implementing it.

And that, without prejudice to the legal obligations regarding dissemination of inside information and other types of regulated information, the company should also have a general policy regarding the communication of economic-financial, non-financial and corporate information through such channels as it may consider appropriate (communication media, social networks or other channels) that helps to maximize the dissemination and quality of information available to the market, investors and other stakeholders.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

5. That the Board of Directors should not propose to the General Shareholders' Meeting any proposal for delegation of powers allowing the issuance of shares or convertible securities without pre-emptive rights in an amount exceeding 20% of equity at the time of delegation.

And that whenever the Board of Directors approves any issuance of shares or convertible securities without pre-emptive rights the Company immediately publishes reports on its web page regarding said exclusions as referenced in applicable company law.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. That listed companies which draft reports listed below, whether under a legal obligation or voluntarily, publish them on their web page with sufficient time before the General Shareholders' Meeting, even when their publication is not mandatory:

- a. Report regarding the auditor's independence.
- b. Reports regarding the workings of the Audit Committee and the Nominations and Remuneration Committee.
- c. Report by the Audit Committee regarding related-party transactions

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

7. That the Company reports in real time, through its web page, the proceedings of the General Shareholders' Meetings.

And that the company should have mechanisms in place allowing the delegation and casting of votes by means of data transmission and even, in the case of large-caps and to the extent that it is proportionate, attendance and active participation in the General Meeting to be conducted by such remote means.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

8. That the Audit Committee should ensure that the financial statements submitted to the General Shareholders' Meetings are prepared in accordance with accounting regulations. And that in cases in which the auditor has included a qualification or reservations in its audit report, the Chairman of the Audit Committee should clearly explain to the general meeting the opinion of the audit committee on its content and scope, making a summary of his opinion available to the shareholders at the time when the meeting is called, alongside the other board proposals and reports.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

9. That the Company permanently maintains on its web page the requirements and procedures for certification of share ownership, the right of attendance at the General Shareholders' Meetings, and the exercise of the right to vote or to issue a proxy.

And that such requirements and procedures promote attendance and the exercise of shareholder rights in a non-discriminatory fashion.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

10. That when a verified shareholder has exercised his right to make additions to the agenda or to make new proposals to it with sufficient time in advance of the General Shareholders' Meeting, the Company:

- a. Immediately distributes the additions and new proposals.
- b. Publishes the attendance card credential or proxy form or form for distance voting with the changes such that the new agenda items and alternative proposals may be voted upon under the same terms and conditions as those proposals made by the Board of Directors.
- c. Submits all of these items on the agenda or alternative proposals to a vote and applies the same voting rules to them as are applied to those drafted by the Board of Directors including, particularly, assumptions or default positions regarding votes for or against.
- d. That after the General Shareholders' Meeting, a breakdown of the results of said additions or alternative proposals is communicated.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Letter a) of Article 19.6 of Regulations of the General Shareholders' Meeting sets forth as follows:

When addressing resolutions on business included on the agenda, the following shall be deemed to be favorable votes to the proposals made or assumed by the Board: those pertaining to all of the shares participating at the meeting, present or represented, as per the attendance list, minus: 1) any votes which pertain to shares whose owners or proxyholders have informed the Secretary -or the personnel ordered thereby for such purpose- of their abandonment of the meeting prior to the voting in question; 2) votes against; 3) abstentions; 4) blank votes, if any.

Letter b) of Article 19.6 of Regulations of the General Shareholders' Meeting sets forth as follows:

When addressing resolutions on business not included on the agenda or proposals not assumed by the Board, the following shall be deemed to be votes against: those pertaining to all of the shares participating in the meeting, present or represented, as per the attendance list, minus: 1) votes which pertain to shares whose owners or proxyholders have informed the Secretary -or the personnel ordered thereby for such purpose- of their abandonment of the meeting prior to the voting in question; 2) votes in favor; 3) abstentions; 4) blank votes, if any.

The different wording of letters a) and b) above means that the Company does not comply with letter c) of this recommendation. Nevertheless, the Company understands that a partial compliance is objectively reasonable. To presume the favorable vote for any proposal or agenda item proposed by the shareholders on the same terms as if it came from the Board of Directors without a minimum value judgment by the latter, could be counterproductive to the interests of the Company and / or of the shareholders.

11. That, in the event the Company intends to pay for attendance at the General Shareholders' Meeting, it establishes in advance a general policy of long-term effect regarding such payments.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

12. That the Board of Directors completes its duties with a unity of purpose and independence, treating all similarly situated shareholders equally and that it is guided by the best interests of the Company, which is understood to mean the pursuit of a profitable and sustainable business in the long term, and the promotion of continuity and maximization of the economic value of the business.

And that in pursuit of the Company's interest, in addition to complying with applicable law and rules and in engaging in conduct based on good faith, ethics and a respect for commonly accepted best practices, it seeks to reconcile its own Company interests, when appropriate, with the interests of its employees, suppliers, clients and other stakeholders, as well as the impact of its corporate activities on the communities in which it operates and the environment.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

13. That the Board of Directors is of an adequate size to perform its duties effectively and collegially, and that its optimum size is between five and fifteen members.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

14. That the Board of Directors approves a selection policy aimed at favoring an appropriate composition of the Board of Directors and that:

- a. Is concrete and verifiable;
- b. Ensures that proposals for appointment or re-election are based on a prior analysis of the skills required by the Board of Directors; and
- c. Favors diversity of knowledge, experience, age and gender. For these purposes, it is considered that the measures that encourage the company to have a significant number of female senior executives favor gender diversity.

That the resulting prior analysis of the skills required by the Board of Directors is contained in the supporting report from the Nominations Committee published upon a call from the General Shareholders' Meeting submitted for ratification, appointment or re-election of each Director. The Nominations Committee will annually verify compliance with this policy and explain its findings in the Annual Corporate Governance Report.

Complies	Complies partially	Explanation
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

The Directors' Selection Policy, endorsed by the Board of Directors at the session held on February 24th, 2022, following positive report from the Nominations and Remuneration Committee, is aimed at promoting an appropriate composition of the Board of Directors, ensuring that appointment and reelection proposals are based on a prior analysis of the competences required by the Board, and promote diversity in the ability, knowledge, experience, nationality, age and gender, adjusting the profile of candidates to the business needs of the Company.

The Directors' Selection Policy specifically and thoroughly regulates the selection process for Board members and the criteria used for such selection, the conditions that Board member candidates must meet, the diversity objectives of the Board and any impediment for joining as a Board member. Moreover, the aforementioned policy states that the Nominations and Remuneration Committee shall verify adherence, on a yearly basis, to the Directors' Selection Policy and shall report on this matter in the Annual Report on Corporate Governance.

The current policy applies exclusively to the appointment of Directors to the Board. More broadly, the selection and promotion of senior-level positions are overseen by the Global Talent team within the People & Culture function. All selection decisions must be grounded in the merits, skills, experience, independence, and knowledge required to meet the Company's competency expectations and business needs, while also striving to achieve balanced gender representation at senior management levels.

The Global Talent team provides targeted training to employees involved in promotion processes, ensuring that interviews are conducted using competency-based methods and success profiles designed to minimize unconscious bias and prevent unintentional discrimination.

The Company is committed to equal opportunity based on merit, skills, knowledge, and experience, in alignment with its core values and Code of Ethics and Business Conduct.

15. That proprietary and independent Directors constitute a substantial majority of the Board of Directors and that the number of executive Directors is kept at a minimum, taking into account the complexity of the corporate group and the percentage of equity participation of executive Directors.

Further, the number of female directors should account for at least 40% of the members of the board of directors before the end of 2022 and thereafter, and no less than 30% prior to that date.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

16. That the percentage of proprietary Directors divided by the number of non- executive Directors is no greater than the proportion of the equity interest in the Company represented by said proprietary Directors and the remaining share capital.

This criterion may be relaxed:

- a. In companies with a high market capitalization in which interests that are legally considered significant are minimal.
- b. In companies where a diversity of shareholders is represented on the Board of Directors without ties among them.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

17. That the number of independent Directors represents at least half of the total number of Directors.

Nonetheless, when the Company does not have a high level of market capitalization or in the event that it is a high cap company with one shareholder or a group acting in a coordinated fashion who together control more than 30% of the Company's equity, the number of independent Directors represents at least one third of the total number of Directors.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

18. That companies publish and update the following information regarding Directors on the Company website:

- a. Professional profile and biography.
- b. Any other Boards to which the Director belongs, regardless of whether the companies are listed, as well as any other remunerated activities engaged in, regardless of type.
- c. Category of directorship, indicating, in the case of individuals who represent significant shareholders, the shareholder that they represent or to which they are connected.
- d. The date of their first appointment as a Director of the Company's Board of Directors, and any subsequent re-election.
- e. The shares and options they own.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

19. That the Annual Corporate Governance Report, after verification by the Nominations Committee, explains the reasons for the appointment of proprietary Directors at the proposal of the shareholders whose equity interest is less than 3%. It should also explain, where applicable, why formal requests from shareholders for membership on the Board meeting were not honoured, when their equity interest is equal to or exceeds that of other shareholders whose proposal for proprietary Directors was honoured.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

20. That proprietary Directors representing significant shareholders must resign from the Board if the shareholder they represent disposes of its entire equity interest. They should also resign, in a proportional fashion, in the event that said shareholder reduces its percentage interest to a level that requires a decrease in the number of proprietary Directors representing this shareholder.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

21. That the Board of Directors may not propose the dismissal of any independent Director before the completion of the Director’s term provided for in the Articles of Association unless the Board of Directors finds just cause and a prior report has been prepared by the Nominations Committee. Specifically, just cause is considered to exist if the Director takes on new duties or commits to new obligations that would interfere with his or her ability to dedicate the time necessary for attention to the duties attendant to his post as a Director, fails to complete the tasks inherent to his or her post, or enters into any of the circumstances which would cause the loss of independent status in accordance with applicable law.

The dismissal of independent Directors may also be proposed as a result of a public share offer, joint venture or similar transaction entailing a change in the shareholder structure of the Company, provided that such changes in the structure of the Board are the result of the proportionate representation criteria provided for in Recommendation 16.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

22. That companies should establish rules requiring that directors inform the Board of Directors and, where appropriate, resign from their posts, when circumstances arise which affect them, whether or not related to their actions in the company itself, and which may harm the company’s standing and reputation, and in particular requiring them to inform the Board of any criminal proceedings in which they appear as suspects or defendants, as well as of how the legal proceedings subsequently unfold.

And that, if the Board is informed or becomes aware in any other manner of any of the circumstances mentioned above, it must investigate the case as quickly as possible and, depending on the specific circumstances, decide, based on a report from the nomination and remuneration committee, whether or not any measure must be adopted, such as the opening of an internal investigation, asking the director to resign or proposing that he or she be dismissed. And that these events must be reported in the annual corporate governance report, unless there are any special reasons not to do so, which must also be noted in the minutes. This without prejudice to the information that the company must disseminate, if appropriate, at the time when the corresponding measures are implemented.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

23. That all Directors clearly express their opposition when they consider any proposal submitted to the Board of Directors to be against the Company's interests. This particularly applies to independent Directors and Directors who are unaffected by a potential conflict of interest if the decision could be detrimental to any shareholders not represented on the Board of Directors.

Furthermore, when the Board of Directors makes significant or repeated decisions about which the Director has serious reservations, the Director should draw the appropriate conclusions and, in the event the Director decides to resign, explain the reasons for this decision in the letter referred to in the next recommendation.

This recommendation also applies in the case of the secretary of the Board of Directors, despite not being a Director.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

24. That whenever, due to resignation or resolution of the General Shareholders' Meeting, a director leaves before the completion of his or her term of office, the director should explain the reasons for this decision, or in the case of non-executive directors, their opinion of the reasons for cessation, in a letter addressed to all members of the Board of Directors.

And that, without prejudice to all this being reported in the annual corporate governance report, insofar as it is relevant to investors, the company must publish the cessation as quickly as possible, adequately referring to the reasons or circumstances adduced by the director.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

25. That the Nominations Committee ensures that non-executive Directors have sufficient time in order to properly perform their duties.

And that the Board rules establish the maximum number of Company Boards on which Directors may sit.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

26. That the Board of Directors meet frequently enough so that it may effectively perform its duties, at least eight times per year, following a schedule of dates and agenda established at the beginning of the year and allowing each Director individually to propose items do not originally appear on the agenda.

Complies	Complies partially	Explanation
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

The Board meets in ordinary session six times per year, notwithstanding as otherwise required for urgent reasons.

In accordance with the Regulations of the Board of Directors, the Board must meet in ordinary session a minimum of four (4) times per year, once per trimester, and as called by the Chairman on as many occasions as he deems necessary to the proper operation of the Company. The Board of Directors normally meets 6 times per year; the number of times that the Chairman, prior review of the working calendar that is submitted to the Board, considers appropriate for managing the Company's business. Nonetheless, as many additional sessions as necessary may be called. In this sense, in year 2025, the Board of Directors held eight (8) meetings.

The schedule of activity for the following year is submitted at the last Board meeting of the year, and any Board member has the opportunity to suggest new matters, irrespective of the modifications, additions or replacement items that may be requested in the agenda by the Chairman, or any other Board member, throughout the course of the year, or based on the needs of the business.

27. That Director absences only occur when absolutely necessary and are quantified in the Annual Corporate Governance Report. And when absences occur, that the Director appoints a proxy with instructions.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

28. That when Directors or the secretary express concern regarding a proposal or, in the case of Directors, regarding the direction in which the Company is headed and said concerns are not resolved by the Board of Directors, such concerns should be included in the minutes, upon a request from the protesting party.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

29. That the Company establishes adequate means for Directors to obtain appropriate advice in order to properly fulfil their duties including, should circumstances warrant, external advice at the Company's expense.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

30. That, without regard to the knowledge necessary for Directors to complete their duties, companies make refresher courses available to them when circumstances require.

Complies	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

31. That the agenda for meetings clearly states those matters about which the Board of Directors are to take a decision or adopt a resolution so that the Directors may study or gather all relevant information ahead of time.

When, under exceptional circumstances, the Chairman wishes to bring urgent matters for decision or resolution before the Board of Directors which do not appear on the agenda, prior express agreement of a majority of the Directors shall be necessary and said consent shall by duly recorded in the minutes.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

32. That Directors shall be periodically informed of changes in equity ownership and of the opinions of significant shareholders, investors and rating agencies of the Company and its group.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

33. That the Chairman, as the person responsible for the efficient workings of the Board of Directors, in addition to carrying out his duties required by law and the Articles of Association, should prepare and submit to the Board of Directors a schedule of dates and matters to be considered; organise and coordinate the periodic evaluation of the Board as well as, if applicable, the chief executive of the Company, should be responsible for leading the Board and the effectiveness of its work; ensuring that sufficient time is devoted to considering strategic issues, and approve and supervise refresher courses for each Director when circumstances so dictate.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

34. That when there is a coordinating Director, the Articles of Association or the Board rules should confer upon him the following competencies in addition to those conferred by law: Chairman of the Board of Directors in the absence of the Chairman and deputy chairmen, should there be any; reflect the concerns of non- executive Directors; liaise with investors and shareholders in order to understand their points of view and respond to their concerns, in particular as those concerns relate to corporate governance of the Company; and coordinate a succession plan for the Chairman.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

35. That the secretary of the Board of Directors should pay special attention to ensure that the activities and decisions of the Board of Directors take into account the recommendations regarding good governance contained in this Code of Good Governance and which are applicable to the Company.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

36. That the Board of Directors meet in plenary session once a year and adopt, where appropriate, an action plan to correct any deficiencies detected in the following:

- a. The quality and efficiency of the Board of Directors' work.
- b. The workings and composition of its Committees.
- c. Diversity of membership and competence of the Board of Directors.
- d. Performance of the Chairman of the Board of Directors and the chief executive officer of the Company.

e. Performance and input of each Director, paying special attention to those in charge of the various Board Committees.

In order to perform its evaluation of the various Committees, the Board of Directors will take a report from the Committees themselves as a starting point and for the evaluation of the Board, a report from the Nominations Committee.

Every three years, the Board of Directors will rely upon the assistance of an external advisor for its evaluation, whose independence shall be verified by the Nominations Committee.

Business relationships between the external adviser or any member of the adviser’s group and the Company or any company within its group shall be specified in the Annual Corporate Governance Report.

The process and the areas evaluated shall be described in the Annual Corporate Governance Report.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

37. That if there is an Executive Committee, it must contain at least two non-executive members, at least one of whom must be independent; and its secretary must be the secretary of the board of directors.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

38. That the Board of Directors must always be aware of the matters discussed and decisions taken by the Executive Committee and that all members of the Board of Directors receive a copy of the minutes of meetings of the Executive Committee.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

39. That all the members of the Audit Committee, in particular its Chairman, should be appointed in consideration of their knowledge and experience in accountancy, audit and risk management issues, both financial and non-financial.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

40. That under the supervision of the Audit Committee, there must be a unit in charge of the internal audit function, which ensures that information and internal control systems operate correctly, and which reports to the non-executive Chairman of the Board or of the Audit Committee.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

41. That the person in charge of the group performing the internal audit function should present an annual work plan to the Audit Committee, for approval by this committee or by the board, reporting directly on any issues or scope limitations that may arise during the implementation of this plan, the results and monitoring of its recommendations , and present an activity report at the end of each year.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

42. That in addition to the provisions of applicable law, the Audit Committee should be responsible for the following:

1. With regards to information systems and internal control:

- a. Supervising and evaluating the process of preparation and the completeness of the financial and non-financial information, as well as the control and management systems for financial and non-financial risk relating to the company and, if applicable, the group - including operational , technological, legal, social, environmental, political and reputational risk, or risk related to corruption - reviewing compliance with regulatory requirements, the appropriate delimitation of the scope of consolidation and the correct application of accounting criteria.
- b. Ensuring the independence of the unit charged with the internal audit function; proposing the selection, appointment and dismissal of the head of internal audit; proposing the budget for this service; approving or proposing its orientation and annual work plans for approval by the Board, making sure that its activity is focused primarily on material risks (including reputational risk); receiving periodic information on its activities; and verifying that senior management takes into account the conclusions and recommendations of its reports.
- c. Establishing and supervising a mechanism that allows employees and other persons related to the company, such as directors, shareholders, suppliers, contractors or subcontractors, to report any potentially serious irregularities, especially those of a financial or accounting nature, that they observe in the company or its group. This mechanism must guarantee confidentiality and in any case provide for cases in which the communications can be made anonymously, respecting the rights of the whistleblower and the person reported.
- d. Generally ensuring that internal control policies and systems are effectively applied in practice.

2. With regards to the external auditor:

- a. In the event that the external auditor resigns, examine the circumstances which caused said resignation.
- b. Ensure that the remuneration paid to the external auditor for its work does not compromise the quality of the work or the auditor’s independence.
- c. Insist that the Company notifies through the CNMV when there is a change of auditor, along with a statement on any differences that arose with the outgoing auditor and, if applicable, the contents thereof.
- d. Ensure that the external auditor holds an annual meeting with the Board of Directors in plenary session in order to make a report regarding the tasks accomplished and regarding the development of its accounting and risks faced by the Company.
- e. Ensure that the Company and the external auditor comply with applicable rules regarding the rendering of services other than auditing, proportional limits on the auditor’s billing, and all other rules regarding the auditor’s independence.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

43. That the Audit Committee may require the presence of any employee or manager of the Company, even without the presence of any other member of management.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

44. That the Audit Committee be kept abreast of any corporate and structural changes planned by the Company in order to perform an analysis and draft a report beforehand to the Board of Directors regarding economic conditions and accounting implications and, in particular, any exchange ratio involved.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

45. That the risk management and control policy identify or determine, as a minimum:

- a. The various types of financial and non-financial risks (among those operational, technological, legal, social, environmental, political and reputational, and risks relating to corruption) which the Company faces, including financial or economic risks, contingent liabilities and other off balance sheet risks.
- b. A risk control and management model based on different levels, which will include a specialised risk committee when sector regulations so require, or the company considers it to be appropriate.
- c. The level of risk the Company considers acceptable.
- d. Means identified in order to minimize identified risks in the event they transpire.
- e. Internal control and information systems to be used in order to control and manage identified risks, including contingent liabilities and other off balance sheet risks.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

46. That under the direct supervision of the Audit Committee or, if applicable, of a specialised Committee of the Board of Directors, an internal control and management function should exist delegated to an internal unit or department of the Company which is expressly charged with the following responsibilities:

- a. Ensure the proper functioning of risk management and control systems and, in particular, that they adequately identify, manage and quantify all material risks that may affect the Company.
- b. Actively participate in the creation of the risk strategy and in important decisions regarding risk management.
- c. Ensure that the risk management and control systems adequately mitigate risks as defined by policy issued by the Board of Directors.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

47. That members of the Nominations and Remuneration Committee -- or of the Nominations Committee and the Remuneration Committee if they are separate – are chosen taking into account the knowledge, ability and experience necessary to perform the duties they are called upon to carry out and that the majority of said members are independent Directors.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

48. That high market capitalization companies have formed separate Nominations and Remuneration Committees.

Complies	Explanation	Not Applicable
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

The nomination and remuneration areas have been kept under a single Committee, as the profile of Directors is considered adequately represented in both areas by the current Committee.

49. That the Nominations Committee consult with the Chairman of the Board of Directors and the chief executive of the Company, especially in relation to matters concerning executive Directors.

And that any Director may ask the Nominations Committee to consider potential candidates he or she considers appropriate to fill a vacancy on the Board of Directors.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

50. That the Remuneration Committee exercises its functions independently and that, in addition to the functions assigned to it by law, it should be responsible for the following:

- a. Propose basic conditions of employment for senior management.
- b. Verify compliance with Company remuneration policy.
- c. Periodically review the remuneration policy applied to Directors and senior managers, including remuneration involving the delivery of shares, and guarantee that individual remuneration be proportional to that received by other Directors and senior managers.
- d. Oversee that potential conflicts of interest do not undermine the independence of external advice rendered to the Board.
- e. Verify information regarding remuneration paid to Directors and senior managers contained in the various corporate documents, including the Annual Report on Director Remuneration.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

51. That the Remuneration Committee consults with the Chairman and the chief executive of the Company, especially in matters relating to executive Directors and senior management.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

52. That the rules regarding composition and workings of supervision and control Committees appear in the rules governing the Board of Directors and that they are consistent with those that apply to mandatory Committees in accordance with the recommendations above, including:

- a. That they are comprised exclusively of non-executive Directors, with a majority of them independent.
- b. That their Chairmen be independent Directors.
- c. That the Board of Directors select members of these Committees taking into account their knowledge, skills and experience and the duties of each Committee; discuss their proposals and reports; and detail their activities and accomplishments during the first plenary session of the Board of Directors held after the Committee's last meeting.
- d. That the Committees be allowed to avail themselves of outside advice when they consider it necessary to perform their duties.
- e. That their meetings be recorded and the minutes be made available to all Directors.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

53. That verification of compliance with the company's policies and rules on environmental, social and corporate governance matters, and with the internal codes of conduct be assigned to one or divided among more than one committee of the Board of Directors, which may be the audit committee, the nomination committee, a specialised committee on sustainability or corporate social responsibility or such other specialised committee as the Board of Directors, in the exercise of its powers of self-organisation, may have decided to create. And that such committee be composed exclusively of non-executive directors, with a majority of these being independent directors, and that the minimum functions indicated in the next recommendation be specifically assigned to it.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

54. The minimum functions referred to in the foregoing recommendation are as follows:

- a) Monitoring of compliance with the company's internal codes of conduct and corporate governance rules, also ensuring that the corporate culture is aligned with its purpose and values.
- b) Monitoring the application of the general policy on communication of economic and financial information, non-financial and corporate information and communication with shareholders and investors, proxy advisors and other stakeholders. The manner in which the entity communicates and handles relations with small and medium-sized shareholders must also be monitored.
- c) The periodic evaluation and review of the company's corporate governance system, and environmental and social policy, with a view to ensuring that they fulfil their purposes of promoting the interests of society and take account, as appropriate, of the legitimate interests of other stakeholders.
- d) Supervision of the company's environmental and social practices to ensure that they are in alignment with the established strategy and policy.
- e) Supervision and evaluation of the way in which relations with the various stakeholders are handled.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

55. That environmental and social sustainability policies should identify and include at least the following:

- a. The principles, commitments, objectives and strategy relating to shareholders, employees, clients, suppliers, social issues, the environment, diversity, tax responsibility, respect for human rights, and the prevention of corruption and other unlawful conduct
- b. Means or systems for monitoring compliance with these policies, their associated risks, and management.
- c. Mechanisms for supervising non-financial risk, including that relating to ethical aspects and aspects of business conduct.
- d. Channels of communication, participation and dialogue with stakeholders.
- e. Responsible communication practices that impede the manipulation of data and protect integrity and honour.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

56. That Director remuneration be sufficient in order to attract and retain Directors who meet the desired professional profile and to adequately compensate them for the dedication, qualifications and responsibility demanded of their posts, while not being so excessive as to compromise the independent judgment of non-executive Directors.

Complies	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>

57. That only executive Directors receive remuneration linked to corporate results or personal performance, as well as remuneration in the form of shares, options or rights to shares or instruments whose value is indexed to share value, or long-term savings plans such as pension plans, retirement accounts or any other retirement plan.

Shares may be given to non-executive Directors under the condition that they maintain ownership of the shares until they leave their posts as Directors. The forgoing shall not apply to shares that the Director may be obliged sell in order to meet the costs related to their acquisition.

Complies	Complies partially	Explanation
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

58. That as regards variable remuneration, the policies incorporate limits and administrative safeguards in order to ensure that said remuneration is in line with the work performance of the beneficiaries and are not based solely upon general developments in the markets or in the sector in which the Company operates, or other similar circumstances.

And, in particular, that variable remuneration components:

- a. Are linked to pre-determined and measurable performance criteria and that such criteria take into account the risk undertaken to achieve a given result.
- b. Promote sustainability of the Company and include non-financial criteria that are geared towards creating long term value, such as compliance with rules and internal operating procedures and risk management and control policies.

- c. Are based upon balancing short-, medium- and long-term objectives, permitting the reward of continuous achievement over a period of time long enough to judge creation of sustainable value such that the benchmarks used for evaluation are not comprised of one-off, seldom occurring or extraordinary events.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Within the Directors' Remuneration Policy for the period 2025-2027, the Committee sets performance measures, weightings, and targets to ensure continued alignment with Company strategy and performance. Features may change from year to year. The Committee defines performance targets with regard the Group's annual operating plan and thus reviews and defines the targets annually to ensure on target and maximum levels remain robust in the context of latest forecast.

In relation to long-term incentives, performance targets are set in accordance with the Group's operating plan and are reviewed to ensure that they are sufficiently stretching.

In accordance with the provisions of the 2025-2027 Policy, in general, the financial metrics for each of the variable remuneration components will normally have a minimum weight of 70%. Non-financial metrics, which may typically include environmental, social and governance indicators, have a robust measurement process which assesses qualitative and quantitative information. The combined weight of nonfinancial metrics shall not exceed 30%.

In selecting the targets, the Nominations and Remuneration Committee also takes into account analysts' forecasts, economic conditions and the Committee's expectation of performance over the relevant period.

59. That the payment of variable remuneration components be subject to sufficient verification that previously established performance or other conditions have effectively been met. Entities must include in their annual report on director remuneration the criteria for the time required and methods used for this verification depending on the nature and characteristics of each variable component.

That, additionally, companies consider the inclusion of a reduction ('malus') clause for the deferral of the payment of a portion of variable remuneration components that would imply their total or partial loss if an event were to occur prior to the payment date that would make this advisable.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The share-based remuneration system only affects the Company's Executive Director.

Variable pay will be subject to the committee's assessment on the performance against the targets set in order to determine the level of achievement.

In accordance with the 2025-2027 Director Remuneration Policy, at the end of the performance assessment period, the Nominations and Remuneration Committee will assess and judge performance against the targets set to determine the level of achievement.

When assessing for performance of the annual bonus at the end of each year, the Committee may need to use judgement to make sure that any pay out reflects appropriately the performance of the Company rather than just applying a formulaic approach. The Committee may also make adjustments under specific situations.

Any adjustments (upwards or downwards) would be explained by the Committee in the relevant Directors Remuneration Report.

In relation to the long-term incentive, at the end of the performance period the Committee may review performance against targets, and use judgement to make adjustments under specific situations. The application of judgement is important to ensure that the final assessments of performance are appropriate. In this respect, any positive or negative economic effects caused by extraordinary events that could distort vesting may be taken into consideration and the long-term quality of the results and any associated risk are factored into the pay-out proposal.

Likewise, the 2025-2027 Directors' Remuneration Policy establishes that the Nominations and Remuneration Committee may establish a deferral period on all or part of the annual bonus. In accordance with the aforementioned 2025-2027 Directors' Remuneration Policy, the Nominations and Remuneration Committee can propose to the Board of Directors, (i) partial or full cancellation (malus), or (ii) partial or full return of the payment (within 36 months after its payment) of any annual bonus or long-term incentive paid to the Executive Directors under the circumstances detailed in the Remuneration Policy.

60. That remuneration related to Company results takes into account any reservations which may appear in the external auditor's report which would diminish said results.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Although not expressly stated, the potential qualifications in the external audit report constitute an additional factor to be considered by the Nominations and Remuneration Committee when deciding the variable compensation percentage.

61. That a material portion of variable remuneration for executive Directors depends upon the delivery of shares or instruments indexed to share value.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

62. That once shares or options or financial instruments have been allocated under remuneration schemes, executive directors be prohibited from transferring ownership or exercising options or rights until a term of at least three years has elapsed.

An exception is made in cases where the director has, at the time of the transfer or exercise of options or rights, a net economic exposure to changes in the share price for a market value equivalent to at least twice the amount of his or her fixed annual remuneration through the ownership of shares, options or other financial instruments.

The foregoing shall not apply to shares which the Director may need to sell in order to meet the costs related to their acquisition or, following a favorable assessment by the nominations and remuneration committee, to deal with such extraordinary situations as may arise and so require.

Complies	Complies partially	Explanation	Not Applicable
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

63. Those contractual arrangements include a clause which permits the Company to seek reimbursement of variable remuneration components in the event that payment does not coincide with performance criteria or when delivery was made based upon data later deemed to be inaccurate.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

There is no specific provision in this regard in the contractual agreements. However, the Nominations and Remuneration Committee has full powers to assess whether exceptional circumstances have applied and take measures accordingly.

64. That payments made for contract termination shall not exceed an amount equivalent to two years of total annual remuneration and that it shall not be paid until the Company has been able to verify that the director has fulfilled all previously established criteria or conditions for payment.

For the purposes of this recommendation, payments for contractual termination will be considered to include any payments the accrual of which or the obligation to pay arises as a consequence of or on the occasion of the termination of the contractual relationship between the director and the company, including amounts not previously vested of long-term savings schemes and amounts paid by virtue of post-contractual non-competition agreements.

Complies	Complies partially	Explanation	Not Applicable
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Recommendation 64 refers to two years of total compensation, so it should be understood that total compensation includes fixed and variable components, annual and/or multi-annual, monetary and/or in kind.

In the case of the Company, indemnities due to the cancellation of the contract of the Executive Director are set forth at two fixed base salary annuities, in addition to an additional fixed base salary annuity for non-compete, which payment is of a discretionary nature for the Company.

Each case can vary significantly, depending on the relative weight of variable remuneration.

The calculation of previously non-consolidated amounts of long-term savings systems as part of the payment for contract termination, in addition to the fixed base salary and variable remuneration components, if any, (with or without satisfaction of annual discretionary fee as per non-compete provision), could potentially exceed the amount equivalent to two years of total annual remuneration.

The above mentioned may be totally different, and therefore the Company would comply with the recommendation, depending on the amounts of variable remuneration that may in due course materialize at the time of termination of the contract, as part of the total annual remuneration.

In any case, the supposed scenario has not occurred to the extent that since 2014 (the year in which an Executive Director was appointed for the first time) and, to date, there has been no termination or resolution of the mercantile contract of the Executive Director.

H. FURTHER INFORMATION OF INTEREST

1. If there is any aspect regarding corporate governance in the Company or other companies in the group that have not been included in other sections of this report, but which are necessary in order to obtain a more complete and comprehensible picture of the structure and governance practices in the Company or group, describe them briefly below.

2. This section may also be used to provide any other information, explanation or clarification relating to previous sections of the report, so long as it is relevant and not redundant. Specifically, state whether the Company is subject to any corporate governance legislation other than that prevailing in Spain and, if so, include any information required under this legislation that differs from the data requested in this report.

3. The Company may also state whether it voluntarily complies with other ethical or best practice codes, whether international, sector-based, or other. In such a case, name the code in question and the date the Company began following it. It should be specifically mentioned that the Company adheres to the Code of Good Tax Practices of July 20, 2010.

Others

The Company adhered to the Code of Best Tax Practices as per resolution of Board of Directors of 24 of February 2011, with effects 1st January 2011.

Following the proposal for the reinforcement of good business tax transparency practices referred in the Annex to the Code of Best Tax Practices, the Company filed with the Spanish tax administration, in due time, the Annual Report of Fiscal Transparency 2024.

In accordance with the Directors' Selection Policy of the Company, the Nominations and Remuneration Committee has verified its compliance for the purpose of the election and renewal process for members of the Board of Directors performed during 2025.

This Annual Corporate Governance Report was approved by the Company's Board of Directors, at its meeting dated February 26, 2026.

State whether any Directors voted against or abstained from voting on this report.

Yes No

**Auditor´s report on the “Information
Related to the System of Internal
Control Over Financial Reporting (ICFR)”
of AMADEUS IT GROUP, S.A.
for the year 2025**



**The better the question.
The better the answer.
The better the world works.**



**Shape the future
with confidence**



**Shape the future
with confidence**

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AUDITOR´S REPORT ON THE "INFORMATION RELATED TO THE SYSTEM OF INTERNAL CONTROL OVER FINANCIAL REPORTING (ICFR)"

Translation of a report and information originally issued in Spanish. In the event of discrepancy, the Spanish-language version prevails

To the Board of Directors of AMADEUS IT GROUP, S.A.:

In accordance with the request from the Board of Directors of AMADEUS IT GROUP, S.A. (hereinafter the Entity) and our engagement letter dated December 10, 2025, we have performed certain procedures on the "ICFR related information" attached of AMADEUS IT GROUP, S.A., which summarizes the internal control procedures of the Entity in relation to the annual financial information.

The Directors are responsible for adopting the appropriate measures in order to reasonably guarantee the implementation, maintenance and supervision of an adequate internal control system as well as developing improvements to that system and preparing and establishing the content of the accompanying ICFR related information attached.

It should be noted that irrespective of the quality of the design and operability of the internal control system adopted by the Entity in relation to its annual financial information, it can only provide reasonable, rather than absolute assurance with respect to the objectives pursued, due to the inherent limitations to any internal control system.

In the course of our audit work on the financial statements and pursuant to the Technical Auditing Standards, the sole purpose of our assessment of the entity´s internal control was to enable us to establish the nature, timing and extent of the audit procedures to be applied to the Entity´s financial statements. Therefore, our assessment of the internal control performed for the purposes of the audit of the financial statements was not sufficiently extensive to enable us to express a specific opinion on the effectiveness of the internal control over the regulated annual financial information.

For the purpose of issuing this report, we exclusively performed the specific procedures described below and indicated in the Guidelines on the Auditors´ report relating to information on the Internal Control over Financial Reporting of Listed Companies, published by the Spanish National Securities Market Commission (CNMV) on its website, which establishes the work to be performed, the minimum scope thereof and the content of this report. Given that the scope of these procedures was limited and substantially less than that of an audit or a review of the internal control system, we do not express an opinion on the effectiveness thereof, or its design or operating effectiveness, in relation to Entity's annual financial information for 2025 described in the ICFR related information attached. Consequently, had we performed additional procedures to those established by the Guidelines mentioned above or had we carried out an audit or a review of the internal control over the regulated annual financial reporting information, other matters might have come to our attention that would have been reported to you.

Likewise, since this special engagement does not constitute an audit of the financial statements in accordance with prevailing audit regulations in Spain, we do not express an audit opinion in the terms provided for therein.



The procedures performed were as follows:

1. Read and understand the information prepared by the Entity in relation to the ICFR - which is provided in the Annual Corporate Governance Report disclosure information included in the Directors' Report- and assess whether such information addresses all the required information which will follow the minimum content detailed in section F, relating to the description of the ICFR, as per the model established by CNMV Circular nº 5/2013 dated June 12, 2013 and subsequent amendments, the most recent one being CNMV Circular 3/2021 of September 28, 2021 (hereinafter, the CNMV Circulars).
2. Make enquiries of personnel in charge of preparing the information described in point 1 above in order to: (i) Obtain an understanding of the process followed in its preparation; (ii) Obtain information which will allow us to assess whether the terminology used is adapted to the definitions provided in the reference framework; (iii) Obtain information on whether the control procedures described are implemented and in use by the Entity.
3. Review the explanatory documentation supporting the information described in point 1 above, which should basically include that which is provided directly to those responsible for preparing the ICFR descriptive information. In this respect, the aforementioned documentation includes related reports prepared by the Internal Audit Department, senior management, and other internal and external experts providing support to the Audit and Compliance Committee.
4. Compare the information described in point 1 above with our knowledge of Entity's ICFR obtained as a result of performing the external audit procedures within the framework of the audit of the financial statements.
5. Read the minutes of the meetings held by the Board of Directors, Audit and Compliance Committee and other Entity committees in order to assess the consistency between the ICFR issues addressed therein and the information provided in point 1 above.
6. Obtain the representation letter related to the work performed, duly signed by the personnel in charge of preparing the information discussed in point 1 above.

As a result of the procedures performed, no inconsistencies or issues were observed that might have an impact on ICFR related information.

This report was prepared exclusively within the framework of the requirements stipulated in article 540 of the Consolidated text of the Corporate Enterprises Act and CNMV Circulars on ICFR description in Annual Corporate Governance Reports.

ERNST & YOUNG, S.L.

(Signed on the original version in Spanish)

Luis San Pedro Alarcón

February 26, 2026