



In accordance with Article 227 of Law 6/2023, of 17 March, on Securities Markets and Investment Services, Cirsa Enterprises, S.A. ("**CIRSA**" or the "**Company**"), hereby announces the following:

#### **OTHER RELEVANT INFORMATION**

CIRSA is hereby releasing the call to the 2026 Ordinary General Shareholders' Meeting, to be held at Centre Cultural de Terrassa "La Fact", Rambla d'Egara 340, 08221 Terrassa (Barcelona), on 22 April 2026 at 11:30 am on first call and, should the attendance quorum required not be met and the General Meeting is unable to be held on first call, it will be held at the same time and place on 23 April 2026, on second call.

The General Meeting is expected to be held on second call, i.e. on 23 April 2026, at 11:30 am.

The documentation related to the 2026 Ordinary General Meeting will also be available for shareholders and investors on the corporate webpage [www.cirsa.com](http://www.cirsa.com).

In Terrassa, on 20 March 2026

**Miguel Vizcaíno Prat**

Secretary non director of the Board



## ORDINARY GENERAL SHAREHOLDERS' MEETING OF CIRSA ENTERPRISES, S.A.

The Board of Directors of Cirsa Enterprises, S.A. (the “**Company**”), at its meeting held on 13 March 2026 and in accordance with the applicable legal and statutory provisions, has resolved to call the Ordinary General Shareholders’ Meeting, which will be held at the Centre Cultural de Terrassa “La Fact”, located at Rambla d’Egara 340, 08221 Terrassa (Barcelona), on 22 April 2026 at 11:30 a.m., on first call; or, should the legally required quorum for valid constitution not be met, **on second call at the same place and time, on 23 April 2026.**

It is hereby noted that the Meeting is expected to be held on second call, that is, on 23 April 2026 at 11:30 a.m., at the aforementioned venue.

Ordinary General Shareholders’ Meeting is convened for the purpose of deliberating and resolving on the matters included in the following

### AGENDA

1. Review and approval of the annual accounts (balance sheet, profit and loss account, statement of changes in equity, cash flow statement and notes to the financial statements) and the individual management report of the Company, as well as the consolidated annual accounts and consolidated management report of the Company and its subsidiaries, all relating to the financial year ended 31 December 2025.
2. Review and approval of the non-financial information statement and sustainability report of the Company and its subsidiaries corresponding to the financial year ended 31 December 2025.
3. Review and approval of the management performed by the Board of Directors during the financial year ended 31 December 2025.
4. Review and approval of the proposed allocation of results corresponding to the financial year ended 31 December 2025.
5. Approval of the distribution of a dividend charged to the share premium reserve and delegation of powers for its implementation.
6. Authorization to the Board of Directors for the derivative acquisition of own shares, either directly or through group companies.
7. Authorization to the Board of Directors, with express powers of substitution, to resolve on the increase of the share capital pursuant to Article 297.1(b) of the Spanish Companies Law, with express authority to exclude pre-emptive subscription rights in accordance with the provisions of Article 506 of the Spanish Companies Law.
8. Authorization to call, if applicable, an Extraordinary General Shareholders’ Meeting of the Company with a minimum notice period of fifteen days, in accordance with the provisions of Article 515 of the Spanish Companies Law.



9. Delegation of powers to formalize and implement all resolutions adopted by the Ordinary General Shareholders' Meeting, as well as to elevate them to public form and to interpret, correct, supplement or develop them and register them, as appropriate.
10. Consultative vote on the annual report on directors' remuneration corresponding to the financial year ended 31 December 2025.

### **BOARD OF DIRECTORS' RECOMMENDATION**

The Board of Directors considers that the resolutions proposed to the Ordinary General Shareholders' Meeting under each of the items on the agenda are in the corporate interest and therefore recommends that shareholders vote in favour of all of them.

### **SUPPLEMENT TO THE MEETING NOTICE AND SUBMISSION OF RESOLUTIONS**

Shareholders representing at least three percent of the share capital may (a) request the publication of a supplement to this notice of meeting, including one or more additional items on the agenda, provided that such items are accompanied by a justification or, where appropriate, a reasoned proposed resolution; and (b) submit reasoned proposed resolutions on matters already included or that must be included on the agenda.

The exercise of this right must be carried out by means of duly evidenced notification (which shall include the corresponding documentation proving the status of shareholder) that must be received at the registered office (Ctra. de Castellar, number 298, 08226 Terrassa (Barcelona)), for the attention of the Corporate Governance Department, within the five days following the publication of this notice of meeting.

In accordance with the Regulations of the General Shareholders' Meeting, when any duly entitled shareholder has exercised, prior to the holding of the Ordinary General Shareholders' Meeting, the right to supplement the agenda or to submit new proposed resolutions, the Company shall publish such supplement or proposals at least fifteen days in advance of the date scheduled for the Meeting.

### **RIGHT TO INFORMATION**

From the date of publication of the notice of call and until the holding of the General Meeting, the Company shall keep continuously available on its corporate website ([www.cirsa.com](http://www.cirsa.com)) all documentation legally required in connection with the General Meeting, as well as any other documentation that the Board of Directors may deem appropriate to make available to shareholders, including, among others, the following information:

- (i) Announcement of the call to the Ordinary General Shareholders' Meeting.
- (ii) Total number of shares and voting rights existing on the date of the call.
- (iii) Full text of the proposed resolutions corresponding to each of the items on the agenda.
- (iv) Annual accounts and management report of the Company and its consolidated group corresponding to the financial year 2025, which include the non-financial information statement



and sustainability report within the consolidated management report, as well as the corresponding individual and consolidated audit reports and the independent verification report on the non-financial information statement and sustainability report.

- (v) Annual corporate governance report corresponding to the financial year 2025.
- (vi) Annual report on directors' remuneration corresponding to the financial year 2025.
- (vii) Report issued by the Board of Directors in relation to the authorization granted to the Board of Directors, with express powers of substitution, to resolve on the increase of the share capital in accordance with Article 297.1(b) of the Spanish Companies Law, with express authority to exclude pre-emptive subscription rights pursuant to the provisions of Article 506 of the Spanish Companies Law.
- (viii) Attendance, proxy and remote voting card.
- (ix) Reports on the functions and activities of the Audit and Compliance Committee, the Appointments and Remuneration Committee, and the Sustainability, Technology and Innovation Committee corresponding to the financial year 2025.
- (x) Report on the independence of the statutory auditor corresponding to the financial year 2025.
- (xi) Report on the related-party transactions carried out by the Company during the financial year 2025.

Likewise, any other documentation or information that, in accordance with the applicable regulations or with the Regulations of the General Shareholders' Meeting, must be made available to shareholders on the occasion of the call to the General Meeting shall also be published.

In accordance with the applicable regulations and, in particular, with Article 272 and related provisions of the Spanish Companies Law, shareholders have the right to examine and obtain at the registered office (Ctra. de Castellar, number 298, 08226 Terrassa (Barcelona)), and on the corporate website ([www.cirsa.com](http://www.cirsa.com)), the documentation made available on the occasion of the notice of call, as well as to request the immediate and free delivery or dispatch of a copy of such documents.

In accordance with Articles 197 and 520 of the Spanish Companies Law, until the fifth day prior to the date scheduled for the holding of the General Meeting, or during the Meeting itself, shareholders may request any information or clarifications they deem necessary, or submit in writing any questions they consider pertinent, regarding the matters included on the agenda of the notice of call, as well as regarding the information accessible to the public that the Company may have provided to the Spanish Securities Market Commission since the holding of the last General Meeting, and regarding the auditor's report.

Requests for information or clarification and the submission of questions must be made in writing and sent by postal correspondence to the registered office (Ctra. de Castellar, number 298, 08226 Terrassa (Barcelona)), or by email to the address [jga2026@cirsa.com](mailto:jga2026@cirsa.com), indicating the identity of the shareholder submitting the request, as well as their national identity document or passport number, or shareholder number, and the address for sending the response, duly evidencing their status as shareholder.



The Board of Directors shall be obliged to provide the information requested in the manner and within the deadlines established by law and by the Articles of Association, except in cases where the information is unnecessary for the protection of the shareholder's rights, where there are objective reasons to consider that it could be used for purposes unrelated to the Company, or where its disclosure could be detrimental to the Company or to related companies. The requested information may not be refused when the request is supported by shareholders representing at least 25% of the share capital.

Valid requests for information, clarifications or questions submitted in writing and the responses provided in writing prior to the holding of the General Meeting may be published on the Company's corporate website ([www.cirsa.com](http://www.cirsa.com)) under the terms provided for in the applicable regulations.

Likewise, as from the publication of the notice of call, the Electronic Shareholders' Forum shall be enabled on the corporate website ([www.cirsa.com](http://www.cirsa.com)), which may be accessed by duly authenticated individual shareholders and voluntary shareholders' associations, under the terms provided for in the applicable regulations and in the operating rules published on the said website.

#### **RIGHT OF ATTENDANCE AND MEETING REQUIREMENTS**

Shareholders who hold at least five hundred shares shall be entitled to attend the Ordinary General Shareholders' Meeting.

For the exercise of the right of attendance, shareholders must have their shares registered in the corresponding book-entry ledger at least five days prior to the date on which the General Meeting is to be held, that is, no later than 17 April 2026, and must evidence such registration by means of the corresponding attendance, proxy and remote voting card, or a nominative certificate issued by any of the entities participating in the body responsible for managing the book-entry register, or in any other form admitted under applicable law.

The model of the attendance, proxy and remote voting card shall also be available on the Company's website ([www.cirsa.com](http://www.cirsa.com)).

Shareholders holding a smaller number of shares may delegate their representation to a shareholder entitled to attend, as well as group together with other shareholders in the same situation in order to reach the required number of shares. Grouped shareholders must grant their representation to one of them. Such grouping must be carried out specifically for each General Meeting and must be documented in writing.

For identification purposes, shareholders or their representatives attending the General Shareholders' Meeting may be required to prove their identity by presenting their national identity document, passport or any other officially accepted identification document for such purposes, in addition to the corresponding attendance card, at the entrance to the venue where the Meeting is held.

In accordance with the provisions of Article 18 of the Regulations of the General Shareholders' Meeting and Article 18 of the Articles of Association, the Board of Directors has resolved that this General Shareholders' Meeting shall be held exclusively in person, without the possibility of remote attendance; therefore, shareholders or their representatives must attend physically at the place indicated in this notice in order to exercise their rights of attendance and vote.



In order to ensure the proper exercise of the right of attendance, as well as to guarantee the safety of attendees and the orderly conduct of the Meeting, the access control systems and the surveillance and protection measures that the Board of Directors deems appropriate shall be implemented.

The directors of the Company must attend the General Shareholders' Meetings, unless there is duly justified cause preventing them from doing so. The absence of any of them shall not affect the valid constitution of the General Meeting.

### **REPRESENTATION AND REMOTE VOTING**

In accordance with the resolution of the Board of Directors, shareholders entitled to attend may delegate their representation or cast their vote on the proposals relating to items included on the agenda prior to the holding of the Meeting, by means of remote communication, provided that the identity of the person exercising their rights of delegation or voting, as well as the security of the corresponding electronic communications, is duly ensured.

The shareholder who wishes to delegate their representation or vote remotely must indicate the direction of their vote for each of the items included on the agenda. If, in relation to any of the items on the agenda, the shareholder does not indicate the direction of their vote, it shall be understood that they vote in favour of the proposals of the Board of Directors on the matters included in the agenda drawn up by the latter.

In cases where the scope of the representation extends to items not included on the agenda of the call, unless the shareholder indicates otherwise, it shall be understood that the shareholder has given precise instructions to the representative to vote against such items not included on the agenda.

In order to facilitate remote participation for those shareholders who so wish, and in accordance with the provisions of Article 17 of the Articles of Association and Article 13 of the Regulations of the General Shareholders' Meeting, delegations or votes cast by means of remote communication shall be deemed valid until 24:00 hours (midnight) of the day immediately prior to the date scheduled for the holding of the Meeting on first call, that is, until 24:00 hours on 21 April 2026, without prejudice to the fact that, should the Meeting not be held on first call, such delegations or votes shall remain valid for the second call under the terms provided for in the applicable regulations. The purpose of this deadline is to allow the Company to verify the shareholder status of the person delegating or voting by remote means and the number of shares held by them, for which purpose the Company shall compare the information provided by each shareholder with the information supplied by the entity responsible for the book-entry registration of their shares.

With regard to delegations and votes cast by electronic means, the Company shall implement an electronic timestamping system operated by a third party and based on an objective time-certification source (time stamping) in order to certify the moment at which the electronic delegation or vote is received.

The valid means of communication for granting representation or casting a remote vote are the following:

(a) By post



To delegate representation or cast a vote by postal correspondence, shareholders must complete and sign the Attendance, Proxy and Remote Voting Card, as applicable, which the Company makes available on its website ([www.cirsa.com](http://www.cirsa.com)) for this purpose.

Once the card has been duly completed and signed —with a handwritten signature— in the corresponding section, the shareholder must send it to the Company, at its registered office and for the attention of the Corporate Governance Department (Ctra. de Castellar, number 298, 08226 Terrassa (Barcelona)), together with a copy of the shareholder's identity document, the certificate of share ownership, and, where applicable, the relevant power of attorney or representation documentation.

*(b) By electronic means*

The delegation of representation or, as the case may be, the casting of a vote by electronic communication may be carried out through any of the following channels:

- (i) By downloading from the Company's website, in the "General Meeting 2026" section, the Attendance, Proxy and Remote Voting Card, as applicable, and sending it duly completed and signed —with a handwritten signature— together with a copy of the shareholder's identity document and the certificate of share ownership, as well as, where applicable, the relevant power of attorney or representation documentation, by email to [jga2026@cirsa.com](mailto:jga2026@cirsa.com).
- (ii) Through the remote delegation and voting service available in the section specifically enabled for this purpose on the Company's website, by completing the Delegation Form or the Voting Form, as applicable, in accordance with the instructions indicated therein, as well as any others that may appear on each of the corresponding screens of the electronic application. To send the remote delegation or vote through this channel, shareholders must identify themselves by means of one of the following methods:
  - Electronic National Identity Document (DNIe).
  - Recognized, valid and current electronic user certificate, provided that its revocation has not been recorded, in accordance with the provisions of Law 6/2020, of 11 November, regulating certain aspects of trust services.
  - "User name and password" credentials that the shareholder will receive at their email address, once their identity and status as shareholder have been verified, upon requesting such credentials through the section enabled for this purpose on the Company's website.

Likewise, attorneys-in-fact or representatives who wish to request the credentials on behalf of a legal-entity shareholder must first provide evidence of the power authorizing them to act on behalf of such legal-entity shareholder and their own identity, by sending the Attendance, Proxy and Remote Voting Card issued in the name of the legal-entity shareholder by the Company or by the entity in which the legal-entity shareholder has its shares deposited, duly completed and signed, together with a copy of the representative's National Identity Document, Foreign Identification Number or passport, and a copy of the document evidencing the power or position authorizing them to act on behalf of the legal-entity shareholder, to the email address [jga2026@cirsa.com](mailto:jga2026@cirsa.com), in



order to be able to cast their vote or delegation before 24:00 hours on 21 April 2026. Once the documentation has been received and verified by the Company, a confirmation and the requested credentials will be sent to them.

Such representation shall be presumed not to have been revoked unless the Company is duly notified to the contrary.

Attendance by the shareholder or their representative in person shall render null and void any vote or delegation previously made by any of the other procedures established by the Company.

In the event that a shareholder has validly exercised both remote voting and delegation, the vote shall prevail over the delegation.

Likewise, voting and delegation by electronic means shall prevail over those made by postal correspondence.

The Company reserves the right to modify, restrict, suspend or cancel the mechanisms for remote delegation or voting when technical or security reasons so advise or require, and shall not be liable to third parties for any such decisions, which are beyond its control, when they may prevent remote delegation or voting as provided.

The Company shall likewise not be liable for any damages that may be caused by overloads, failures, line drops, connection errors or similar events, also beyond its control, that may temporarily prevent the use of the aforementioned electronic delegation or voting systems.

#### **NOTARIAL MINUTES**

The Board of Directors may require the presence of a notary to attend the General Meeting and draw up the minutes of the meeting. In any event, the Board of Directors must require the presence of a notary in the cases provided for by law, including when requested by shareholders representing at least one percent of the share capital with a minimum notice of five days prior to the date scheduled for the holding of the General Meeting. Notarial fees shall be borne by the Company. The notarial minutes shall be deemed to constitute the minutes of the General Meeting.

#### **PERSONAL DATA PROTECTION**

The personal data provided to the Company by shareholders or by the entities in which such shareholders have their shares deposited or held in custody shall be processed by the Company for the purpose of managing the calling and holding of the General Shareholders' Meeting, on the basis of compliance with a legal obligation.

Such data shall also be processed for the purpose of managing the development, fulfilment and supervision of the shareholding relationship, on the basis of compliance with the underlying contractual relationship.

The rights of access, rectification, objection, erasure, portability and restriction of processing may be exercised in accordance with said policy. For more information on the processing of personal data by





the Company, please consult the Personal Data Protection Policy available on the corporate website ([www.cirsa.com](http://www.cirsa.com)).

#### **ADDITIONAL INFORMATION**

For further information regarding the General Shareholders' Meeting and the exercise of the rights available to shareholders, shareholders may contact the Company by email at [jga2026@cirsa.com](mailto:jga2026@cirsa.com), without prejudice to the information available on the corporate website ([www.cirsa.com](http://www.cirsa.com)).

In Terrassa (Barcelona), on 13 March 2026.

**Mr. Miguel Vizcaíno Prat**

Secretary of the Board of Directors



RESOLUTIONS PROPOSED FOR APPROVAL BY THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF CIRSA ENTERPRISES, S.A., CONVENED TO BE HELD ON 22 OR 23 APRIL 2026, ON FIRST AND SECOND CALL, RESPECTIVELY.

- 1. Review and approval of the annual accounts (balance sheet, profit and loss account, statement of changes in equity, cash-flow statement and the notes to the financial statements) and of the individual management report of the Company, as well as of the consolidated annual accounts and the consolidated management report of the Company and its subsidiaries, all relating to the financial year ended 31 December 2025.**

*Proposed resolution*

To approve the individual annual accounts of the Company (comprising the balance sheet, the profit and loss account, the statement of changes in equity for the year, the cash-flow statement and the notes to the financial statements) and the individual management report of the Company, as well as the annual accounts and the management report of its consolidated group, all prepared by the Board of Directors and relating to the financial year ended 31 December 2025.

The individual and consolidated annual accounts together with their respective management reports have been audited by the Company's auditors.

- 2. Review and approval of the non-financial information statement and sustainability report of the Company and its subsidiaries corresponding to the financial year ended 31 December 2025.**

*Proposed resolution*

To approve the non-financial information statement and sustainability report of the Company and its subsidiaries corresponding to the financial year ended 31 December 2025, which has been prepared by the Board of Directors in accordance with the applicable regulations, and which have been duly subjected to verification by an independent assurance services provider.

- 3. Review and approval of the management performed by the Board of Directors during the financial year ended 31 December 2025.**

*Proposed resolution*

To approve the corporate management and the actions performed by the Company's Board of Directors during the financial year ended 31 December 2025.

- 4. Review and approval of the proposed allocation of results corresponding to the financial year ended 31 December 2025.**

*Proposed resolution*



To approve the proposed allocation submitted by the Board of Directors, on the following terms:

- (i) Allocation to negative results from prior years: EUR (103,115,000)

**5. Approval of the distribution of a dividend charged to the share premium and delegation of powers for its implementation.**

*Proposed resolution*

To approve the distribution of a dividend charged to the share premium in the gross amount of forty-five euro cents (€0.45) per share, for each share of the Company entitled to receive it, up to a maximum total amount of seventy-five million six hundred thousand euros (€75,600,000).

The maximum total amount has been calculated taking into account the number of shares in circulation as of the date on which this proposal was drawn up, and may be adjusted depending on the number of shares entitled to receive the dividend on the relevant record date.

Furthermore, it is resolved to delegate powers—expressly and to the broadest extent permitted by law—to the Company’s Board of Directors to execute the distribution of the dividend charged to the share premium. To this end, the Board of Directors is expressly authorised to adopt, in general, any resolutions, decisions and actions relating to the effective and full implementation of this resolution and, in particular, without limitation: (i) to determine the final total amount of the dividend to be distributed, based on the number of shares entitled to receive it, within the maximum overall amount approved by the General Meeting, as well as to determine whether the distribution shall be made in one or several payments; (ii) to determine the date on which the shareholders entitled to receive the dividend shall be identified (record date); (iii) to set the payment date; (iv) to designate the paying agent; (v) to execute any public or private documents, as well as payment instructions, that may be necessary or appropriate to effect the payment of the dividend to shareholders; and (vi) to carry out any actions and appear before any entities, institutions or public or private bodies as may be necessary or appropriate for the full implementation of this resolution.

**6. Authorization to the Board of Directors for the derivative acquisition of own shares, directly or through group companies.**

*Proposed resolution*

To authorise the Board of Directors of the Company, in accordance with Article 146 and related provisions of the Spanish Companies Law and all other applicable regulations, including, where applicable, Regulation (EU) No. 596/2014 on market abuse and its implementing rules, to carry out, directly or indirectly, and whenever circumstances so advise, the derivative acquisition of shares of the Company, at any time and as often as deemed appropriate, by any of the means permitted by law, including with a charge to profits for the year and/or freely distributable reserves, as well as to subsequently dispose of the acquired shares by any of the means permitted by law, under the terms set out below:



- (i) The maximum number of shares to be acquired shall not exceed the legally established limit at any given time, for which purposes the shares already held by the Company and its subsidiaries shall be taken into account, and provided that all other applicable legal requirements are duly fulfilled.
- (ii) The acquisition may be carried out through purchase and sale, exchange, payment in kind or any other form of onerous transaction, as well as through any of the means permitted by law, including transactions executed on or off a regulated market, and may be charged to profits for the year and/or freely distributable reserves when circumstances so advise.
- (iii) Where the acquisition is made for consideration, the purchase price per share shall not be lower than its par value nor higher than the amount resulting from increasing by 10% the volume-weighted average market price of the share in the trading session in which the acquisition takes place or, as the case may be, on the date of execution of the relevant agreement, all without prejudice to the provisions of the applicable regulations on share buy-back programmes.
- (iv) The acquisition, including the shares previously acquired and held in treasury by the Company or by any person acting in their own name but on behalf of the Company, shall not result in the net equity falling below the amount of the share capital plus the legally or statutorily non-distributable reserves, in accordance with the provisions of the Spanish Companies Law.
- (v) The Board of Directors is authorised, with express power of substitution and to the broadest extent permitted by law, to execute this resolution, being entitled to request any authorisations and adopt any resolutions that may be necessary or appropriate for its full effectiveness, including determining the specific conditions of each acquisition or disposal within the limits established by the General Meeting.
- (vi) Furthermore, for the purposes set out in paragraph two of section (a) of Article 146.1 of the Spanish Companies Law, express authorisation is granted for the acquisition of shares of the Company by any of its subsidiaries, under the same terms resulting from this resolution.
- (vii) The Board of Directors of the Company may allocate, in whole or in part, the own shares acquired pursuant to this authorisation, as well as those already held by the Company as of the date of adoption of this resolution, to their disposal, cancellation or delivery, in accordance with paragraph three of Article 146.1(a) of the Spanish Companies Law, in the implementation of remuneration schemes involving the direct delivery of shares or share options to employees and directors of the Company or of its group companies, or for the settlement of any share-based or equity-linked remuneration plan. Likewise, the shares acquired under this authorisation may be allocated, in whole or in part, to their transfer in the context of corporate or financing transactions, including mergers, demergers, contributions of assets, exchanges of securities or any other analogous transactions, as well as for any other purpose permitted by law.



- (viii) This authorisation shall remain in force for a period of five (5) years from the date of adoption of this resolution by the General Shareholders' Meeting, and any prior authorisation granted for the same purpose shall be rendered ineffective to the extent that it has not been used.

**7. Authorization to the Board of Directors, with express power of substitution, to resolve to increase the share capital pursuant to Article 297.1(b) of the Spanish Companies Law, including the express power to exclude pre-emptive subscription rights in accordance with Article 506 of the Spanish Companies Law.**

*Proposed resolution*

To delegate to the Board of Directors of the Company, pursuant to Article 297.1(b) of the Spanish Companies Act and as broadly as required by law, the power to increase the share capital of the Company, subject to the legal and corporate-bylaw provisions in force at any given time, within the legal period of five (5) years from the date of approval of this resolution, up to an amount equivalent to one-half of the share capital existing at the time this resolution is adopted, through the issuance of shares, with or without share premium, at the time and in the amount determined by the Board itself, and without the need for prior consultation with the General Shareholders' Meeting.

Furthermore, to authorize the Board of Directors, as broadly as required by law, so that, in the manner it deems most appropriate, it may:

- (i) To resolve to increase the share capital of the Company, on one or several occasions, in such amount and at such time as the Board of Directors may determine, within the limits established in this resolution, through the issuance of new shares, with or without voting rights, ordinary or preferential, including redeemable shares or any other type of shares permitted under the Spanish Companies Law, with or without share premium; the consideration for such shares consisting of cash contributions; and to establish the terms and conditions of each capital increase in all respects not provided for in this resolution, including determining the nominal value of the shares to be issued, their characteristics and any privileges that may be attached to them, as well as, where applicable, the granting of redemption rights together with the conditions thereof and the exercise of such right by the Company.
- (ii) To freely offer any shares that remain unsubscribed during the period established for the exercise of pre-emptive subscription rights, where such rights are granted; to stipulate that, in the event of incomplete subscription, the capital increase shall be rendered null and void, pursuant to Article 507 of the Spanish Companies Law; to amend the corresponding article of the Company's bylaws relating to the share capital so as to reflect the amount resulting from the capital increase; and, where appropriate, to execute any public or private instruments that may be required for the implementation and registration of this resolution.



- (iii) To apply, where appropriate, for the admission to trading of the shares issued pursuant to this delegation on official or unofficial, regulated or unregulated, organised or unorganised, domestic or foreign secondary markets, and to carry out any procedures and actions that may be necessary or advisable for such purpose before the relevant public and/or private bodies, including any actions, statements or filings before the competent authorities.

It is hereby expressly stated that the Company submits to any rules that may exist or be issued in the future in matters relating to trading, particularly those governing admission, continued listing and delisting, and that the Company undertakes that, should the delisting of the shares be subsequently requested, such delisting shall be adopted in accordance with the formalities required under the applicable regulations.

- (iv) In accordance with the provisions of the Spanish Companies Law, to exclude, in whole or in part, shareholders' pre-emptive subscription rights in connection with any specific issuance of shares carried out pursuant to this resolution, whenever required in the corporate interest and subject to compliance with the legally established requirements.

Notwithstanding the foregoing, and without prejudice to compliance with any other legal limitations that may be applicable from time to time, and in accordance with Article 506 of the Spanish Companies Law, the authority to exclude pre-emptive subscription rights shall be limited such that the aggregate nominal amount of the capital increases resolved or effectively carried out with the exclusion of pre-emptive subscription rights under this delegation shall not exceed, in total, the maximum nominal amount corresponding to 20% of the Company's share capital existing at the time this resolution is adopted.

To empower the Board of Directors, with full powers of substitution and with the broadest authority permitted by law, to exercise the delegation granted under this resolution and to undertake any acts, formalities, steps or filings that may be necessary or advisable for its full effectiveness, including, without limitation, the ability to sub delegate such powers to the Chair, the Vice Chair, the Chief Executive Officer and/or to the Secretary non director of the Board, and to grant powers of attorney in favour of any persons deemed appropriate for the formalisation, implementation and registration of the resolutions adopted pursuant to this delegation.

**8. Authorization to convene, where appropriate, Extraordinary General Meetings of Shareholders of the Company with a minimum notice period of fifteen days, in accordance with Article 515 of the Spanish Companies Law.**

*Proposed resolution*

In accordance with the provisions of Article 515 of the Spanish Companies Act, it is resolved to authorise and approve that, until the holding of the next Ordinary General Shareholders' Meeting, the Extraordinary General Meetings of the Company may be convened with a minimum notice period of fifteen (15) days, provided that, and for as long as, the Company



offers shareholders the effective possibility of voting by electronic means accessible to all of them.

**9. Delegation of powers to formalise and execute all resolutions adopted by the General Shareholders' Meeting for their elevation to a public instrument and for their interpretation, rectification, completion, development and registration.**

*Proposed resolution*

Without prejudice to the delegations included in the preceding resolutions, to delegate to the Board of Directors, with express powers of substitution in the Chairman, the Vice-Chairman, the Chief Executive Officer and/or the Secretary non director of the Board, so that any of them, acting individually and with the fullest powers permitted by law, may execute the foregoing resolutions, being thereby empowered to:

- (i) To develop, clarify, specify, interpret, complete and correct the resolutions adopted by this General Shareholders' Meeting or those contained in any deeds or documents executed in implementation thereof and, in particular, to remedy any omissions, defects or errors, whether substantive or formal, that may prevent the registration of such resolutions or their consequences in light of the verbal remarks or written qualifications issued by the Commercial Registry, the Property Registry or any other public or private registries.
- (ii) To file the annual accounts and the management report of the Company, both individual and consolidated, with the Commercial Registry.
- (iii) To execute the resolutions adopted by this General Shareholders' Meeting by carrying out any acts or legal transactions necessary or appropriate for such purpose, and by executing any public or private documents deemed necessary or appropriate for the fullest effectiveness of these resolutions.
- (iv) To delegate to one or more of its members any or all of the powers that the Board of Directors may deem appropriate from among those corresponding to the Board of Directors and those expressly conferred upon it by this General Shareholders' Meeting, whether jointly or severally.
- (v) To determine, ultimately, any other circumstances that may be necessary, adopting and executing the required resolutions, publishing the relevant notices and providing any guarantees that may be appropriate for the purposes established by law, as well as formalising the necessary documents and completing any procedures as may be appropriate, in order to ensure full compliance with all requirements needed under the law for the most effective implementation of the resolutions adopted by the General Shareholders' Meeting.



**10. Consultative vote on the annual directors' remuneration report corresponding to the financial year ended 31 December 2025.**

*Proposed resolution*

To approve, on an advisory basis, the annual directors' remuneration report corresponding to the financial year ended 31 December 2025, which includes (i) the information relating to the Company's remuneration policy in force during the current financial year, (ii) an overall summary of the application of such policy during the 2025 financial year, and (iii) the individualised detail of the remuneration accrued by each of the directors.

