

**OBRASCÓN HUARTE LAIN, S.A.** (“OHLA” or the “Company”), in compliance with the provisions of article 228 of the Refunded Text of the Securities Market Law approved by Royal Decree Law 4/2015, of 23rd October informs the National Securities Market Commission (“CNMV”) of the following:

## **OTHER RELEVANT INFORMATION**

The Ordinary General Shareholders' Meeting, which was held today at second call, approved by majority vote the following

### **RESOLUTIONS**

**One.-** To approve the Annual Accounts formed by the Balance Sheet, Profit and Loss Accounts, the Statement in Changes of Net Equity, the Statement of Cash Flow and the Report as well as the relevant Management Report as of 31 December 2024, both for the Company and its Consolidated Group.

This proposal is supported by the favourable report of the Audit and Compliance Commission.

**Two.-** To approve the statement of consolidated non-financial information of the year as of 31 December 2024 and which forms part of the management report of the consolidated group of OBRASCON HUARTE LAIN, S.A.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**Three.-** To approve the proposal to allocate the results of the Company as of 2024 showing losses for an amount of € 48,959,251.26 to Negative results carried over.

This proposal is supported by the favourable report of the Audit and Compliance Commission.

**Four.-** To approve the management of the Board of Directors of the Company during 2024.

**Five.-** To approve the reclassification to voluntary reserves of the restricted reserve created in the capital reductions agreed and executed by the Company in the financial years 2006, 2009 and 2018, once the period provided for in Article 332 of the Consolidated Text of the Capital Companies Act has expired, increasing the Company's voluntary reserves by 11,182,293.00 euros from the reserves constituted by capital amortised in each capital reduction.

This proposal is supported by the favourable report of the Audit and Compliance Commission.

**Six.-** To re-elect Ernst & Young, S.L. as auditors of accounts of OBRASCON HUARTE LAIN, S.A., and of its Consolidated Group for a new period of one year from 1 January to 31 December 2025 pursuant to Article 264 of the Companies Act.

This proposal is supported by the favourable report of the Audit and Compliance Commission.

**Seven.-** The appointment of Ernst & Young, S.L. is proposed as the verifier of sustainability information for the 2025 financial year, should this be necessary or possible in accordance with the Spanish regulation currently being processed to transpose Directive (EU) 2022/2464 of the European Parliament and of the Council, of 14 December 2022, amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU as regards sustainability-related information disclosure by companies.

Although, at the date of the call for the general meeting, it is not a legal requirement for the Company to have an independent third party verify elements of its sustainability information, it is considered appropriate to submit to the general meeting the appointment of the sustainability information verifier for the 2025 financial year, in the event that this is finally approved and it is necessary to agree on this at a general meeting. It is therefore proposed that Ernst & Young, S.L. be appointed for the same one-year term, for which it is proposed to be reappointed as the Company's and the Group's statutory auditor.

This proposal is supported by the favourable report of the Audit and Compliance Commission.

**Eight.-** To refer to advisory vote the Annual Report on Remunerations of directors corresponding to 2024 approved by the Board of Directors dated 27 March 2025.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**Nine.-** To approve the Policy on Remuneration of the directors of Obrascón Huarte Lain, S.A. applicable from 1 January 2026 to 31 December 2028 which wording has been made available to shareholders along with the rest of documentation regarding this General Shareholders' Meeting from the date of its conveyance.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**Ten.-**

**10.1** To re-elect Mr. Luis Fernando Martín Amodio Herrera as director of the Company. The appointment of Mr. Luis Fernando Martín Amodio Herrera is for the statutory term of four (4) years from the date of this resolution.

It is hereby stated that, for legal, statutory and Good Governance purposes, Mr. Luis Fernando Martín Amodio Herrera shall be considered an external director representing the interests of Forjar Capital, S.L.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**10.2.** To re-elect Mr. Julio Mauricio Martín Amodio Herrera as a director of the Company. The appointment of Mr. Julio Mauricio Martín Amodio Herrera is for the statutory term of four (4) years from the date of this agreement.

It is hereby stated that, for legal and statutory purposes and in accordance with the rules and principles of good governance, Mr. Julio Mauricio Martín Amodio Herrera shall be considered an external director representing the interests of Solid Rock Capital, S.L..

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**Eleven.-**

**11.1.** To ratify the appointment of Mr. Andres Holzer Neumann as a proprietary director, made by co-optation by the Board of Directors at its meeting held on 12 December 2024 for the statutory term of four years from the date of this resolution.

It is hereby stated that, for legal and statutory purposes and for the purposes of the applicable rules and principles of good governance, Mr. Andres Holzer Neumann shall be considered an external director representing the interests of Inmobiliaria Coapa Larca, SA de CV.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**11.2.** To ratify the appointment of Ms. Ximena Maria Caraza Campos Barrenechea as a proprietary director, made by the Board of Directors by co-optation at its meeting held on 27 March 2025 for the statutory term of four years from the date of this resolution.

It is hereby stated that, for legal purposes, statutory purposes and for the purposes of the rules and principles of good governance, Ms. Ximena Maria Caraza Campos Barrenechea shall be considered an external proprietary director representing the interests of Forjar Capital, S.L..

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**11.3** To ratify the appointment of Mr. Vicente Rodero Rodero as independent director, made by the Board of Directors by co-optation on 30 April 2025 for the statutory term of four years from the date of this resolution.

It is hereby stated that, for legal purposes, statutory purposes and for the purposes of the rules and principles of good governance, Mr. Vicente Rodero Rodero shall be considered an independent external director.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**11.4** To ratify the appointment of Mr. Jose Miguel Andrés Torrecillas as independent director, made by the Board of Directors by co-optation on 22 May 2025 for the statutory term of four years from the date of this resolution.

It is hereby stated that, for legal purposes, statutory purposes and for the purposes of the rules and principles of good governance, Mr. Jose Miguel Andrés Torrecillas shall be considered an independent external director.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**11.5** To ratify the appointment of Ms. Socorro Fernández Larrea as independent director, made by the Board of Directors by co-optation on 22 May 2025 for the statutory term of four years from the date of this resolution.

It is hereby stated that, for legal purposes, statutory purposes and for the purposes of the rules and principles of good governance, Ms. Socorro Fernández Larrea shall be considered an independent external director.

This proposal is supported by the favourable report of the Appointments and Remuneration Commission.

**Twelve.-** To ratify the number of members of the Board of Directors at ten, expressly providing that the Board of Directors retains the power to fill any existing vacancy by co-optation after the holding of this General Meeting.

**Thirteen.-** To take cognizance and, for all legal purposes, to confirm the ratification of the granting, formalisation, extension, novation, modification and/or extension of the personal and real guarantees granted by the Company in the context of the formalisation and implementation of the group recapitalisation operation, the main terms of which were announced to the market on 4 November 2024 through the corresponding insider information announcements (with registration numbers 2448 and 2449) and which was completed on 13 February 2025 (the 'Recapitalisation'), and, in particular, as collateral for (i) the multi-product syndicated financing agreement originally signed in 2016, the guarantee line agreement with CESCE coverage originally signed in 2021, the second guarantee line agreement with CESCE coverage signed in 2025 and the guarantees and bilateral guarantee lines subject to the commitment agreement originally entered into in 2016 and (ii) the issue of bonds by OHL Operaciones, S.A.U. denominated 'Split Coupon Senior Secured Notes due 2026' (with ISIN codes XS2356570239 and XS2356571120) (together, the 'Financing'), including, without limitation, the confirmation of the pledge on the shares of its direct subsidiary, OHL Holding, S.à r. l., and certain pledges on bank accounts (as amended and/or extended from time to time) granted as security for the Financing, as novated pursuant to the Recapitalisation.

Likewise, to approve the granting, formalisation, extension, novation, modification, extension and, where applicable, confirmation or ratification of the personal and real guarantees that may be necessary or convenient for any novations, modifications, extensions and/or recasts of the documents formalising the Financing, as well as for any debt instruments replacing them.

**Fourteen.-** To delegate to the Board of Directors the power to complete and amend the approved resolutions and expressly authorise the Chairman, Secretary and Deputy Secretary, so that any of them, vested with whatever powers are necessary by law, may appear before a Notary Public to record the resolutions adopted and take whatever steps are necessary to ensure their registration, where applicable, in the relevant public registers, as well as to make the mandatory filing of the annual accounts with the Commercial Registry and to issue, if necessary, documents clarifying or correcting the initial ones, requesting, where appropriate, partial registration, in accordance with the verbal or written assessment of the Commercial Registry.

- a) Authorised capital, amount and term: the Board of Directors is empowered, as broadly as may be necessary in law, to increase the share capital once or more and at any time, for a five-year term following this Meeting, in an amount representing half the share capital at the time of this authorisation (i.e. face value of € 172,929,034.37), through the issuance of new shares in accordance with applicable legal requirements.
- b) Scope of the delegation: the Board of Directors may set all the terms and conditions of each capital increase and the characteristics of the shares, and may determine which investors and markets will be targeted in each capital increase and the placement procedure to follow, freely offering any unsubscribed new shares during the pre-emption period (if applicable); in the event of an incomplete subscription, it may decide to cancel the capital increase or to increase it only by the amount of subscriptions made, redrafting the share capital article included in the Company By-laws.
- c) Rights inherent to new shares, issue rate and increase countervalue: the Board of Directors will decide whether the new shares issued are ordinary, privileged or redeemable, whether they exclude voting rights, or any other kinds of shares permitted by law, issued at the face value rate or with the issue premium that may be determined. The countervalue of all newly issued shares will necessarily consist of monetary contributions.
- d) Exclusion of pre-emption rights: in accordance with the provisions established in Article 506 of the Capital Companies Act, the Board of Directors is expressly entitled to exclude all pre-emption rights, in whole or in part, over all or some of the issuances launched by virtue of this authorisation; however, this right will be limited by the fact that any capital increases carried out further to this delegation, and any delegated increases made to cover the conversion of any debentures issued that exclude pre-emption rights, must not exceed, overall, an amount equivalent to 20% of the Company's share capital at the time of this authorisation (i.e. face value of € 69,171,613.75).
- e) Application for listing: the Board of Directors is authorised to duly apply for a listing of the newly issued shares on regulated or non-regulated, organised or non-organised, markets, whether national or foreign, to include a subsequent delisting if deemed appropriate; the Board is empowered to complete any steps and actions that are necessary for such listing before the competent authorities of each national or foreign stock exchange.
- f) Sub-delegation: the Board of Directors is also expressly authorised so that it may, in turn, sub-delegate to the CEO and all Board members the powers referred to in this resolution.

The capital increase authorisation vested upon the Board of Directors further to a resolution adopted by the General Shareholders' Meeting on 2 June 2022 is hereby rendered null and void.

It is hereby stated for the record that the shareholders have been provided with a directors' report explaining the proposed delegation to increase the share capital.

**Fifteen.-** To empower the Board of Directors in order that it may complete and amend the resolutions approved, expressly entitling the Chairman, Secretary and Vice Secretary so that any one of them, empowered as necessary by law, may appear before a Notary Public to formalise the resolutions adopted in a public deed and to take any steps that are necessary to ensure their registration, if required, at the competent public registries, and to accordingly deposit the annual accounts at the Commercial Registry and execute, if necessary, any documents of clarification or amendment of the original ones, requesting a partial registration (if applicable) further to the Commercial Registry's verbal or written comments.

Madrid, 27 June 2025.