

TO THE SPANISH SECURITIES MARKET COMMISSION
COMMUNICATION OF OTHER RELEVANT INFORMATION

VIDRALA, S.A.

Notice of the 2026 Ordinary General Shareholders' Meeting

In accordance with the provisions of Article 17 of *Regulation (EU) No. 596/2014 on Market Abuse*, Article 227 of *Law 6/2023, of 17 March, on Securities Markets and Investment Services* and other applicable regulations, VIDRALA, S.A. (the "**Company**") hereby publishes that the Board of Directors of the Company has agreed to convene the ordinary meeting of the General Shareholders' Meeting to be held on **April 29, 2026**, at **12:00 p.m.**, at first call and, where appropriate, the following day at the same time at second call, at the registered office, located in Barrio Munegazo, 22, Llodio (Álava).

Attached is the notice of the call for the ordinary meeting of the General Shareholders' Meeting -including the agenda of the same-, proposals for resolutions and reports of the Board of Directors and, where appropriate, of the Appointments and Remuneration Committee.

Llodio, March 27, 2026

José Ramón Berecibar Mutiozábal
Secretary of the Board of Directors

VIDRALA, S.A.

Notice of Annual General Shareholders' Meeting 2026

By resolution of the Board of Directors of Vidrala, S.A. (the "**Company**"), an Annual Meeting of the Company is called to be held at the registered office, located at Barrio Munegazo, 22, Llodio (Álava) at **12:00 p.m.** on **April 29, 2026** first call and, where appropriate, on the following day at the same time at second call, in accordance with the following agenda:

1. *Examination and approval, where applicable, of the annual accounts of Vidrala, S.A., as well as the annual accounts of its consolidated group of companies for the year 2025.*
2. *Approval of the Board of Directors' management for the year 2025.*
3. *Approval of the proposal for the allocation of the profits (losses) for 2025.*
4. *Examination and approval of the consolidated non-financial information statement (Sustainability Report) of Vidrala, S.A. and its subsidiaries for 2025.*
5. *To revoke the authorization granted on April 29, 2025, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with articles 146 and 509 of the Companies Act; reduction of share capital, where applicable, to redeem treasury shares, delegating to the Board of Directors the necessary powers for its execution.*
6. *Increase of the share capital by the amount determinable according to the terms of the agreement, through the issuance of new ordinary shares with a nominal value of one euro and two cents (€1.02) each, without issuance premium, of the same class and series as those currently in circulation, charged to freely disposable reserves, in order to allocate them free of charge to the shareholders of the Company, in the proportion of one (1) new share for every twenty (20) existing shares of the Company. Delegation of powers to the Board of Directors, with express substitution powers, for the purpose of executing the increase—in whole or in part, in the limits of this resolution—and the consequent amendment of Article 5 of the Bylaws, applying for the admission of the resulting shares in the Stock Interconnection System and in the Stock Exchanges of Bilbao and Madrid.*
7. *Delegation to the Board of Directors for a period of five years, of the power to issue straight and/or exchangeable bonds and/or other fixed-income securities with a maximum limit of 1,500 million euros. Authorization for the Company to guarantee, within the limits indicated above, the issues of securities made by subsidiaries.*

- 8.- *Extension of the appointment of the auditors for the annual accounts of the Company and its consolidated group for the financial year ending December 31, 2026.*
- 9.- *Appointment of auditors for the Company and its consolidated group for the financial years ending December 31, 2027, December 31, 2028 and December 31, 2029.*
10. *Re-election, for the statutory period, of Mr. Aitor Salegui Escolano as a member of the Company's Board of Directors as proprietary director.*
11. *Re-election, for the statutory period, of Mr. Eduardo Zavala Ortiz de la Torre as a member of the Company's Board of Directors as other external director.*
12. *Re-election, for the statutory period, of Mrs. Gillian Anne Watson as a member of the Company's Board of Directors as independent director.*
13. *Re-election, for the statutory period, of Mrs. Inés Elvira Andrade Moreno as a member of the Company's Board of Directors as independent director.*
14. *Appointment, for the statutory period, of Mrs. Amelia Díaz-Guardamino Delclaux as a member of the Company's Board of Directors as proprietary director.*
15. *Approval of the Directors' Remuneration Policy for the years 2027 to 2029.*
16. *Approval of the Annual Report on the Remuneration of the Company's directors on a consultative basis.*
17. *Delegation of powers for the execution of the foregoing resolutions.*
18. *Approval of the minutes of the meeting.*

Right to include items on the agenda. In accordance with Article 519 of the Companies Act, shareholders representing at least three percent (3%) of the capital may request the publication of a supplement to the notice of the General Meeting, including one or more items on the agenda.

This right must be exercised by means of irrefutable notice—addressed to the Secretary of the Board of Directors—to be received at the registered office in five (5) days following the publication of this notice of meeting, which must expressly (a) request the publication of a supplement to this notice of meeting, including one or more items on the agenda, provided that the new items are accompanied by a justification or, where applicable, a justified proposal of resolution; and (b) present substantiated proposals of resolution on matters already included or to be included on the agenda.

The notice must state the name or corporate name of the requesting shareholder or shareholders and must be accompanied by the appropriate documentation proving their status as shareholders—a copy of the attendance, proxy and voting card, or certificate of legitimacy—to compare this information with that provided by “Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.” (IBERCLEAR).

The call supplement must be published at least fifteen (15) days prior to the date set for the General Meeting at first call.

Right of attendance. Shareholders registered in the corresponding accounting register at least five (5) days before the date on which the General Meeting is to be held, that is, April 24, as it is likely that the General Meeting will be held at first call, will have the right to attend the General Meeting. This circumstance must be evidenced by means of the appropriate attendance, proxy and voting card, or certificate of legitimacy issued by the entity or entities responsible for the book-entry registry, or by any other means allowed by applicable laws.

Right to information. Shareholders have the right to examine the following documents at the Company's registered office at Barrio Munegazo, 22, Llodio (Álava) or on the Company's website (<http://www.vidrala.com>), as well as the right to obtain the delivery or sending of copies free of charge:

1. The notice of annual meeting and the total number of shares and voting rights at the date of the notice.
2. Full text of the proposed resolutions corresponding to the items on the agenda submitted by the Board of Directors for approval, together with the reports of the directors and, where applicable, of the Appointments and Remuneration Committee, regarding agenda items 5th, 6th, 10th, 11th, 12th, 13th, 14th and 15th (that include, regarding the directors to be appointed or re-elected, the CV and the category to which they belong).
3. Full text of the annual accounts (balance sheet, profit and loss statement, notes to the annual accounts, statement of changes in equity and statement of cash flows) and directors' report of the Company and its consolidated group, corresponding to the year 2025, as well as the respective auditor's reports.
4. Consolidated statement of non-financial information (Sustainability Report) for the year 2025.
5. Annual Corporate Governance Report for 2025.
6. Annual Report on Remuneration of the Directors of Vidrala for the financial year 2025.

7. Regulations of the Electronic Shareholders Forum.
8. Attendance, proxy and voting card template.
9. Report on the independence of the auditors referred to in Article 529 *quaterdecies* of the Companies Act for the 2025 financial year.
10. Annual activity reports of the Audit and Compliance Committee and the Appointments and Remuneration Committee for the 2025 financial year.

In accordance with Article 13 of the Bylaws and Article 6 of the Regulations of the General Meeting, from the publication of this notice of call to the General Meeting and up to and including the fifth (5th) day before the date scheduled for the meeting at first call, shareholders may make written requests for the reports or clarifications they consider necessary, or submit the questions they consider pertinent in writing regarding the items on the agenda. In addition, with the same notice and in the same manner, shareholders may request reports or clarifications or ask questions in writing about the information accessible to the public that has been provided by the Company to the Spanish Securities and Exchange Commission since the last General Meeting, as well as about the auditors' reports.

The written requests for information must indicate the name and surname of the requesting shareholder, accrediting the shares they hold, and the appropriate document that demonstrates their status as shareholder (copy of the attendance, proxy and voting card, or certificate of legitimacy) must be attached in order to compare this information with that provided by IBERCLEAR. These requests for information—addressed to the Investor Relations Department (Financial Department)—may be made by delivering the request to the Company's registered office or by sending it to the Company by mail addressed to Barrio Munegazo, 22, Llodio (Álava), stating the number of shares held, the securities account where they are deposited and other circumstances specified on the Company's website, in order to compare this information with that provided by IBERCLEAR. The Company's website contains the relevant instructions for shareholders to exercise their right to information.

Special information instruments. In accordance with Article 539.2 of the Companies Act, the Company has a website (<http://www.vidrala.com>) where shareholders can exercise their right to information and to disseminate the relevant information required by legislation on the securities market.

Electronic Shareholders Forum. An Electronic Shareholders Forum will be set up on the Company's website, to which both individual shareholders and voluntary associations that may be formed in accordance with Article 539.2 of the Companies Act may have access with due guarantees, in order to facilitate their communication before the General Meeting, all in accordance with Article 539 of the Companies Act.

Right of proxy. In accordance with Article 17 of the Company's Bylaws and Article 9 of the Regulations of the General Meeting, any shareholder entitled to attend may be represented at the General Meeting by another person, even if they are not a shareholder, granting the proxy in writing and specifically for the General Meeting. The Company's website will include, from the call for the General Meeting, a template card for attendance, proxy and voting through which proxy can be granted. The proxy must be completed and signed by the shareholder, signing the corresponding attendance, proxy, and voting card. The proxy must be accepted by the representative, without whose acceptance it may not be exercised. For this purpose, the representative must also sign the attendance, proxy and voting card. The representative in whose favor the proxy is granted must exercise it by attending the General Meeting in person, presenting the attendance, proxy, and voting card at the shareholder registration desks at the place and on the date set for the General Meeting and from one hour before the time scheduled for the start of the meeting. Likewise, attendance, proxy, and voting cards may be presented during the days prior to the General Meeting at the registered office located at Barrio Munegazo, 22, Llodio (Álava) or by email to investors@vidrala.com.

In the event of a conflict of interest of the representative to whom the shareholder grants representation, the proxy will be understood to extend to the Chairman, and in the event of a conflict of interest of the Chairman, to the Secretary of the Board of Directors, subject to any express and specific instructions to the contrary from the shareholder on the attendance, proxy, and voting card.

Under the terms laid down in the Company Bylaws and in the Regulations of the General Meeting, the Chairman and the Secretary of the General Meeting will have the broadest powers, as far as legally possible, to accept the validity of the document certifying the proxy.

Representation by correspondence. In accordance with Article 15 of the Regulations of the General Meeting, shareholders may grant their proxy by ordinary mail or electronic mail. The attendance, proxy, and voting cards, duly completed and signed, may be sent by mail addressed to the Company at Barrio Munegazo, 22, Llodio (Álava) or by email to investors@vidrala.com. The shareholder who grants their proxy by mail must indicate their name and surname(s) and accredit the shares they own so that the information can be compared with that provided by IBERCLEAR. The proxy document must be signed by the shareholder. In cases of legal representation, the powers of the proxy signing in the name and on behalf of the shareholder must be evidenced by a non-certified copy of the aforementioned proxy.

The shareholder who grants representation by correspondence must inform the designated proxy of the representation granted in their favor. Representation granted by correspondence must be accepted by the proxy. Accordingly, the representative must sign the attendance, proxy, and voting card, reserving a copy of the card to present it and hand it over at the shareholder registration desks at the place and on the date set for the General Meeting. Therefore, the representative in whose favor the proxy is granted by mail must exercise it by attending the General Meeting in person.

The proxy granted by mail may be revoked expressly by the shareholder by the same means used to grant the proxy in the term established for its granting, or by personal attendance of the shareholder at the General Meeting. A shareholder who grants proxy by mail and does not check any of the voting instruction boxes for the items on the agenda will be deemed to wish to vote in favor of the respective proposals made by the Board of Directors.

In the event of a conflict of interest of the representative to whom the shareholder grants representation, the proxy will be understood to extend to the Chairman, and in the event of a conflict of interest of the Chairman, to the Secretary of the Board of Directors, subject to any express and specific instructions to the contrary from the shareholder on the attendance, proxy, and voting card.

Proxy cast by ordinary mail or electronic mail must be received by the Company before 23:59 on the day prior to the day scheduled for the General Meeting at first call, i.e., before 23:59 on April 28, 2026. Otherwise, the vote will be deemed not to have been cast.

Distance voting by mail. In accordance with Article 15 of the Regulations of the General Meeting, shareholders may exercise their voting rights by mail. To cast a distance vote by mail, the shareholder must complete and sign the attendance, proxy and voting card issued by the entity or entities in charge of the book-entry registry, in which they must state their vote (for or against), abstention or blank vote, checking the corresponding box with a cross. The attendance, proxy, and voting cards, duly completed and signed, may be sent by mail to the Company at Barrio Munegazo, 22, Llodio (Álava) or by email to investors@vidrala.com. Shareholders who cast their vote by mail and do not check any of the voting instruction boxes for the items on the agenda will be deemed to vote in favor of the respective proposals made by the Board of Directors. The vote cast by mail will be rendered null and void by subsequent and express revocation by the shareholder, carried out by the same means used for casting the vote and in the term established for this purpose, or by personal attendance at the General Meeting by the shareholder who cast the distance vote by mail or by the attendance of their proxy.

Votes cast by mail must be received by the Company before 23:59 on the day prior to the day scheduled for the General Meeting at first call, i.e., before 23:59 on April 28, 2026. Otherwise, the vote will be deemed not to have been cast. After the aforementioned period, only votes cast in person at the General Meeting by the shareholder or by their proxy will be admissible. A shareholder who casts their vote by distance voting by mail will be considered present for the purposes of the constitution of the General Meeting.

Representation and voting using electronic means. Shareholders may grant their representation or vote through the electronic means available on the Company's website, accessing the designated space for this purpose before 23:59 on the day prior to the day scheduled for the General Meeting at first call, i.e., before 23:59 on April 28, 2026. To do this, it will be necessary to have a recognized, valid, and current electronic signature, in accordance with applicable regulations, which must (a) be an Electronic User Certificate issued by the Spanish Public Certification Authority (CERES) dependent on the National Mint and Stamp Factory or (b) be incorporated in the Electronic National

Identity Document. On the date and at the place of the meeting, the designated representatives must identify themselves with their National Identity Document so that the Company can validate the proxy granted.

Proxy and voting in the event of a supplement to the call. If a supplement to this call is published as a result of the exercise of the right to include new items on the agenda corresponding to shareholders representing at least three (3%) percent of the share capital, the shareholders who have granted proxy or who have cast their vote prior to the publication of said supplement may:

- (a) grant a new proxy with the corresponding voting instructions or cast a new vote on all the items on the agenda (including both the initial items and the new items incorporated by means of the supplement), in which case the proxy granted or the vote cast previously will be considered revoked and be rendered null and void; or
- (b) complete the corresponding voting instructions for the initially appointed proxy (who must be the same, where no other proxy may be appointed) only with regard to the new items on the agenda incorporated by means of the supplement, all in accordance with the procedures and methods set forth in the preceding sections, and by the same means used in the proxy granted or the vote originally cast.

If the shareholder had cast a distance vote prior to the publication of the supplement and did not carry out any of the actions indicated under (a) and (b) above, it will be understood that they abstain with regard to such new items.

Personal data protection. The personal data that shareholders send to the Company to exercise their rights to attend, delegate and vote at the General Meeting or that are provided by the credit institutions and securities companies and agencies in which such shareholders have deposited their shares, through the entity legally authorized to keep the book-entry registry (IBERCLEAR), will be processed for the development, compliance and control of the existing shareholder relationship.

Shareholders are also informed that the regulations regarding the processing of personal data are available at <https://www.vidrala.com/en/privacy-policy.html>. This data will be incorporated into a computer file owned by the Company and shareholders will be able to exercise their right to access, rectification, objection, erasure, limitation on data processing, and data portability in accordance with applicable legislation on personal data protection by written notice addressed to Vidrala, Sociedad Anónima, Barrio Munegazo, 22, Llodio (Álava).

Attendance premium. For the present shares and those represented—by any of the distance attendance options—an attendance premium of five cents (€0.05) gross per share will be paid.



Forecast for the General Meeting. Based on previous years' experience, it is likely that the General Meeting will be held at first call, i.e., on April 29, 2026, at the place and time previously indicated.

Llodio, March 24, 2026. For the Board of Directors, the Secretary. Mr. José Ramón Berecibar Mutiozabal.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTIONS RELATING TO ITEMS ONE AND
TWO ON THE AGENDA**

ONE. **Examination and approval, where applicable, of the annual accounts of Vidrala, S.A., as well as the annual accounts of its consolidated group of companies for the year 2025.**

- 1.1. Approve the annual accounts (balance sheet, profit and loss statement, statement of changes in equity, cash flow statement and notes to the annual accounts) for the year ended December 31, 2025, as well as the corresponding directors' report.
- 1.2. Approve the annual accounts of the consolidated group for the financial year closed on December 31, 2025, of the company, as well as the corresponding management report.

TWO. **Approval of the Board of Directors' management for the year 2025.**

- 2.1. Approve the management of the Company's Board of Directors for the financial year ending December 31, 2025.

VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM THREE ON
THE AGENDA**

THREE. Approval of the proposal for the allocation of the profits (losses) for 2025.

Approve the proposed allocation of the company's profits (losses) for the year ended December 31, 2025, as follows:

	Euros (€)
- To Interim Dividend	43,338,244.48
- To Supplementary Dividend	16,490,205.54
Total Dividends	59,828,450.02
- To other reserves	229,555,175.73
- To legal reserve	342,003.60
TOTAL PROFIT (LOSS) COMPANY	289,725,629.35
CONSOLIDATED GROUP PROFIT (Thousands of €)	209,341

Consequently, in relation to the proposed distribution of dividends, having paid on February 13, 2026 an interim dividend of €1.2318 gross per share, to approve, as a supplementary dividend, the payment to each of the Company's outstanding ordinary shares (excluding, therefore, the shares held in treasury stock by the Company on the date of payment of the aforementioned dividend, where applicable) of an amount of approximately €0.4687 gross per share, to be paid on July 15, 2026.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM FOUR ON
THE AGENDA**

FOUR. Examination and approval of the consolidated non-financial information statement (Sustainability Report) of Vidrala, S.A. and its subsidiaries for 2025.

Approve the consolidated statement of non-financial information (*Sustainability Report*) for the year ended December 31, 2025, which is an integral part of the consolidated directors' report for the aforementioned year.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM FIVE ON
THE AGENDA**

- FIVE.** **To revoke the authorization granted on April 29, 2025, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with articles 146 and 509 of the Companies Act; reduction of share capital, where applicable, to redeem treasury shares, delegating to the Board of Directors the necessary powers for its execution.**
1. Revoke the resolution adopted by the General Meeting on April 29, 2025, to the extent it has not been implemented, to authorize the Company, directly or through any of its subsidiaries, for a maximum of five (5) years from the date of this General Meeting, to acquire, at any time and as many times as it deems appropriate, shares of Vidrala, S.A., by any means permitted by law, including against profits for the year and unrestricted reserves, together with their subsequent transfer or amortization, all in accordance with Article 146 and related provisions of the Companies Act.
 2. Approve the terms and conditions of these acquisitions, which will be as follows:
 - (a) The par value of the shares acquired directly or indirectly, added to the par value of the shares already held by the acquiring company and its subsidiaries and, where applicable, by the parent company and its subsidiaries, must not exceed ten percent (10%) of the share capital of Vidrala, S.A., in compliance in all cases with the limitations established for the acquisition of treasury shares by the regulatory authorities of the markets where the shares of Vidrala, S.A. are admitted to trading.
 - (b) The acquisition, including the shares that the company, or a person acting in their own name but on behalf of the company, had previously acquired and held in portfolio, does not have the effect that the equity is less than the share capital plus the legal or statutory reserves that are not available. For these purposes, equity will be deemed to be the amount classified as such in accordance with the criteria for the preparation of the annual accounts, less the amount of the profits directly allocated thereto, and increased by the amount of the uncalled subscribed share capital, as well as the amount of the par value and the share premiums of the subscribed capital recorded for accounting

purposes as liabilities.

- (c) The acquisition price must not be less than the nominal price or ten percent (10%) higher than the listed price of the shares on the date of acquisition or, in the case of derivatives, on the date of the contract giving rise to the acquisition. Transactions for the acquisition of treasury shares must be carried out in accordance with the rules and customs of the securities markets.
 - (d) A restricted reserve equivalent to the amount of treasury shares computed in assets should be established in equity. This reserve must be maintained until the shares are disposed of.
3. Expressly authorize Vidrala, S.A. or its subsidiaries so that the shares acquired under this authorization may be used in whole or in part for delivery to the workers, employees or directors of the Company, when there is a recognized right, either directly or as a result of the exercise of option rights held by them, for the purposes laid down in the last paragraph of Article 146.1(a) of the Companies Act.
 4. Reduce the share capital in order to redeem the treasury shares of Vidrala, S.A. that it may hold on its balance sheet, with a charge to profits or free reserves and for the amount that may be appropriate or necessary at any given time, up to the maximum treasury shares existing at any given time.
 5. Delegate to the Board of Directors the execution of the foregoing resolution to reduce capital, who may carry it out one or more times and in a deadline of five (5) years from the date of this General Meeting, carrying out such formalities, procedures and authorizations as may be necessary or required by the Companies Act and other applicable provisions and, in particular, it is authorized so that, in the term and limits established for such execution, it may set the date(s) of the specific capital reduction(s) its opportunity and convenience, taking into account the market conditions, the share price, the economic and financial situation of the Company, its cash flow, reserves and outlook of the Company and any other aspect that may influence such decision; to specify the amount of the capital reduction; to determine the destination of the amount of the reduction, either to a restricted reserve or to freely distributable reserves, providing, where applicable, the guarantees and complying with the legal requirements; to adapt Article 5 of the Company Bylaws to the new figure of the share capital; to request the delisting of the redeemed securities and, in general, to adopt such resolutions as may be necessary for the purposes of such redemption and subsequent capital reduction, designating the persons who may intervene in its formalization.

It is stated that a report justifying the proposal presented here has been prepared by the Board of Directors.



REPORT PRESENTED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. FOR THE PURPOSES SET FORTH IN ARTICLE 286 OF THE COMPANIES ACT IN RELATION TO THE RESOLUTION REFERRED TO IN ITEM FIVE OF THE AGENDA OF THE ANNUAL GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

Article 286 of Royal Legislative Decree 1/2010 of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), requires, among other elements, that the Board of Directors prepare a written report justifying the valid adoption of the resolution to amend the bylaws. This report from the Board of Directors, along with the full text of the proposed amendment, must be made available to the shareholders in the time and in the manner referred to in said article.

Article 318 of the Companies Act establishes that the reduction of share capital must be agreed by the General Meeting in accordance with the requirements of the amendment of the bylaws.

The purpose of this report is to comply with the provisions of the aforementioned regulations and, in this regard, it is prepared by the Board of Directors of Vidrala, S.A. ("**Vidrala**" or the "**Company**") to justify the proposal submitted for approval at the General Meeting convened for April 29, 2026, at 12:00 p.m. at first call, and the following day at the same time, at second call, under item five of the agenda.

2. JUSTIFICATION OF THE PROPOSAL.

Articles 144 and following of the Companies Act, which regulate the regime of business on treasury shares, do indeed allow for the acquisition of the shares by complying, among others, with the requirements resulting from Article 146 of the Companies Act.

To this effect, the proposal is put to the General Meeting to adopt a resolution which (cancelling the unexecuted part of the resolution adopted by the Annual General Meeting of last year) authorizes the Company, either directly or through companies of its group, to acquire its own shares or, in the second case, shares issued by the parent company, with the requirements and limits established in applicable legislation.

However, once the derivative acquisition of treasury shares has occurred, there are several mechanisms in place in applicable legislation to reduce or eliminate the Company's treasury shares that have been acquired. So, it could be decided to redeem these shares or to sell them on the market. In the case of a company with securities admitted to trading on a secondary market, it is impossible to determine a priori the suitability of the procedure that, in the Company's interest, it is advisable to use for the aforementioned purpose of reducing or eliminating the treasury shares acquired. It is not possible to foresee market conditions at any given time, which could be favorable or unfavorable with regard to a single previously established procedure.

For this reason, it is considered appropriate for the assessment of the circumstances at any given time to be made by the Board of Directors, which will then decide on the most suitable system

If it is decided to redeem the treasury shares acquired, this results in the need to adopt a resolution to reduce the share capital. However, as the assessment of the convenience and opportunity of a financial operation of these characteristics must be adopted based on market circumstances at any given time, this requires—in the opinion of this Board of Directors—proposing to the General Meeting the adoption of a capital reduction resolution delegating the Board with the necessary powers for its execution. Such proposal includes the determination of the amount of the capital reduction and whether such amount is to be appropriated either to a restricted reserve or to a freely distributable reserve, in which case the requirements established by applicable legislation must naturally be complied with in order to guarantee creditors.

In short, the purpose of this resolution to reduce share capital is to provide the Company with a suitable instrument in the interest of the Company and its shareholders.

3. FULL TEXT OF THE PROPOSED RESOLUTION SUBMITTED TO THE GENERAL MEETING

The full text of the proposed resolution submitted for approval by the General Meeting is as follows:

"FIVE. ***To revoke the authorization granted on April 29, 2025, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with articles 146 and 509 of the Companies Act; reduction of share capital, where applicable, to redeem treasury shares, delegating to the Board of Directors the necessary powers for its execution.***

1. *Revoke the resolution adopted by the General Meeting on April 29, 2025, to the extent it has not been implemented, to authorize the Company, directly or through any of its subsidiaries, for a maximum of five (5) years from the date of this General Meeting, to acquire, at any time and as many times as it deems appropriate, shares of Vidrala, S.A., by any means permitted by law, including against profits for the year and unrestricted reserves, together with their subsequent transfer or amortization, all in accordance with Article 146 and related provisions of the Companies Act.*
2. *Approve the terms and conditions of these acquisitions, which will be as follows:*
 - (a) *The par value of the shares acquired directly or indirectly, added to the par value of the shares already held by the acquiring company and its subsidiaries and, where applicable, by the parent company and its subsidiaries, must not exceed ten percent (10%) of the share capital of Vidrala, S.A., in compliance in all cases with the limitations established for the acquisition of treasury shares by the regulatory authorities of the*

markets where the shares of Vidrala, S.A. are admitted to trading.

- (b) The acquisition, including the shares that the company, or a person acting in their own name but on behalf of the company, had previously acquired and held in portfolio, does not have the effect that the equity is less than the share capital plus the legal or statutory reserves that are not available. For these purposes, equity will be deemed to be the amount classified as such in accordance with the criteria for the preparation of the annual accounts, less the amount of the profits directly allocated thereto, and increased by the amount of the uncalled subscribed share capital, as well as the amount of the par value and the share premiums of the subscribed capital recorded for accounting purposes as liabilities.
 - (c) The acquisition price must not be less than the nominal price or ten percent (10%) higher than the listed price of the shares on the date of acquisition or, in the case of derivatives, on the date of the contract giving rise to the acquisition. Transactions for the acquisition of treasury shares must be carried out in accordance with the rules and customs of the securities markets.
 - (d) A restricted reserve equivalent to the amount of treasury shares computed in assets should be established in equity. This reserve must be maintained until the shares are disposed of.
3. Expressly authorize Vidrala, S.A. or its subsidiaries so that the shares acquired under this authorization may be used in whole or in part for delivery to the workers, employees or directors of the Company, when there is a recognized right, either directly or as a result of the exercise of option rights held by them, for the purposes laid down in the last paragraph of Article 146.1(a) of the Companies Act.
 4. Reduce the share capital in order to redeem the treasury shares of Vidrala, S.A. that it may hold on its balance sheet, with a charge to profits or free reserves and for the amount that may be appropriate or necessary at any given time, up to the maximum treasury shares existing at any given time.
 5. Delegate to the Board of Directors the execution of the foregoing resolution to reduce capital, who may carry it out one or more times and in a deadline of five (5) years from the date of this General Meeting, carrying out such formalities, procedures and authorizations as may be necessary or required by the Companies Act and other applicable provisions and, in particular, it is authorized so that, in the term and limits established for such execution, it may set the date(s) of the specific capital reduction(s) its opportunity and convenience, taking into account the market conditions, the share price, the economic and financial situation of the Company, its cash flow, reserves and outlook of the Company and any other aspect that may influence such decision; to specify the amount of the capital reduction; to determine the destination of the amount of the reduction, either to a restricted reserve or to freely distributable reserves, providing, where applicable, the guarantees and complying with the legal



requirements; to adapt Article 5 of the Company Bylaws to the new figure of the share capital; to request the delisting of the redeemed securities and, in general, to adopt such resolutions as may be necessary for the purposes of such redemption and subsequent capital reduction, designating the persons who may intervene in its formalization.

It is noted for the record that a report justifying the proposal presented here has been prepared by the Board of Directors."

4. PUBLICITY OF THIS REPORT

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026

VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM SIX OF THE
AGENDA**

- SIX.** Increase of the share capital by the amount determinable according to the terms of the agreement, through the issuance of new ordinary shares with a nominal value of one euro and two cents (€1.02) each, without issuance premium, of the same class and series as those currently in circulation, charged to freely disposable reserves, in order to allocate them free of charge to the shareholders of the Company, in the proportion of one (1) new share for every twenty (20) existing shares of the Company. Delegation of powers to the Board of Directors, with express substitution powers, for the purpose of executing the increase—in whole or in part, in the limits of this resolution—and the consequent amendment of Article 5 of the Bylaws, applying for the admission of the resulting shares in the Stock Interconnection System and in the Stock Exchanges of Bilbao and Madrid.

1. Share capital increase.

Increase the share capital by the determinable amount resulting from multiplying (a) the nominal value of each share of Vidrala, S.A. of ONE EURO AND TWO CENTS (€1.02), by (b) the determinable number of new shares (the “**New Shares**”) of the Company in the proportion of ONE (1) New Share for every TWENTY (20) existing shares at the time of the share capital increase execution.

For clarification and illustrative purposes, with the share capital figure existing on the date of this resolution, the share capital would be increased by the amount of ONE MILLION SEVEN HUNDRED NINETY-FIVE THOUSAND FIVE HUNDRED EIGHTEEN EUROS AND TWENTY-FOUR CENTS (€1,795,518.24), by issuing and putting into circulation ONE MILLION SEVEN HUNDRED SIXTY THOUSAND THREE HUNDRED TWELVE (1,760,312) new ordinary shares of ONE EURO AND TWO CENTS (€1.02) nominal value each, belonging to the only class and series of shares of the Company, represented by book entries.

In any case, the New Shares are issued at par, that is, at their nominal value of ONE EURO AND TWO CENTS (€1.02), with no issuance premium, and will be allocated free of charge to the Company's shareholders.

The New Shares will be disbursed from available reserves and will be allocated free of charge to the Company's shareholders at a ratio of ONE (1) New Share for every TWENTY (20) shares they hold in the Company.

In accordance with Article 311 of the Companies Act (the Consolidated Text of which was approved by Royal Legislative Decree 1/2010 of July 2, 2010 (the "**Companies Act**")), the possibility of incomplete allocation of the capital increase is provided for in the event that a beneficiary of the free-of-charge allocation rights waives all or part of such rights, whereby, in the event of such waiver, the capital will be increased by the corresponding amount.

2. Recipients.

All the New Shares issued under this resolution will be allocated free of charge to the Company's shareholders in a proportion of ONE (1) New Share for every TWENTY (20) shares they hold in the Company.

The rights to free allocation will be transferable under the same conditions as the shares they derive from.

For these purposes, all individuals or legal entities which, at the end of the day immediately prior to the start date of the free allocation period referred to in the following paragraph, appear as holders of shares in the Company in the accounting records of the entities affiliated with Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR) will be considered shareholders of the company.

3. Procedure for exercising the right to free allocation of shares.

In accordance with article 306.2 of the Companies Act, the rights to free allocation may be exercised for a period of fourteen (14) calendar days starting from the day following the publication of the capital increase announcement in the Official Gazette of the Companies Registry and on the company's website (www.vidrala.com).

The allocation of the shares subject to the capital increase may be processed through any of the entities affiliated with Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR).

Once the negotiation period for the free allocation rights has ended, the New Shares that could not be allocated for reasons not attributable to the Company will be held in deposit for those who can demonstrate legitimate ownership of the corresponding free allocation rights. Three (3) years after the end date of the negotiation period for the free allocation rights, any New Shares that remain unallocated may be sold in accordance with Article 117 of the Companies Act, on the account and at the risk of the interested parties. The net amount from the aforementioned sale will be deposited with the Bank of Spain or Caja General de Depósitos (General Public Depository) at the disposal of the interested parties.

4. Available reserves and reference balance sheet.

The share capital increase will be made using the “Voluntary reserves” account—which can be freely accessed—, the total amount of which as of December 31, 2025, was €163,951 thousand.

The balance that will serve as the basis for the operation will be that corresponding to December 31, 2025, duly audited and approved by this General Meeting.

5. Rights of the new shares.

The New Shares will grant their holders, from the date of registration in the accounting entries of IBERCLEAR, the same political and economic rights as the other shares of the Company. As a result, they will have the right to receive the dividends that are agreed to be distributed after the date of registration of the allocation of the shares in the account annotation register.

6. Application for admission to trading.

Application will be made for admission of the New Shares to be issued by virtue of this resolution to increase share capital to official listing through the Stock Exchange Interconnection System on the Bilbao and Madrid Stock Exchanges, subject to compliance with applicable regulations, authorizing the Board of Directors, with express powers of substitution in one or several members of the Board of Directors, to execute such documents and perform such acts as may be necessary for such purpose, with full powers and with no restriction whatsoever.

7. Amendment of the bylaws.

Article 5 of the bylaws will be amended as a result of this resolution to increase the share capital in order to reflect the amount resulting from the increase, expressly authorizing the Board of Directors to reword it regarding the share capital once the increase has been agreed upon and executed.

8. Execution of the capital increase.

In one (1) year from the date of this resolution, the Board of Directors may agree to carry out the capital increase and set the conditions for it in all matters not provided for in this resolution. However, if the Board of Directors does not consider it appropriate to carry out the capital increase in the indicated timeframe, it may submit to the General Meeting the possibility of revoking it.

Once the negotiation period for the free allocation rights has ended:

- (a) The New Shares will be allocated to those who, according to the accounting records of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR) and its participating entities, were holders of free allocation rights in the

proportion of ONE (1) New Share for every TWENTY (20) existing shares at the time of the capital increase execution.

- (b) The Board of Directors will declare the trading period for the free allocation rights closed and will proceed to formally account for the application of the "Voluntary Reserves" in the amount of the capital increase, which will be paid up with this application.

Similarly, once the negotiation period for the free allocation rights has ended, the Board of Directors will adopt the corresponding agreements to amend the bylaws to reflect the new amount of share capital and apply for the admission of the New Shares for listing.

9. Delegation of the Board of Directors.

In accordance with Article 297.1 a) of the current Companies Act, the Board of Directors is authorized, with express powers of substitution, to set the exact amount of the capital increase and the exact number of New Shares to be issued, to set the date on which the capital increase resolution must be carried out, in whole or in part, in a period not exceeding one year, as well as to determine all the conditions of the capital increase not agreed by the General Meeting.

The Board of Directors is also delegated, and without the following list being exhaustive or implying any limitation or restriction on the powers that are as broad as possible in law, the broadest powers to:

- (a) Indicate the date on which the capital increase resolution must come into effect, in any case in a deadline of one (1) year from its approval.
- (b) Set the exact amount of the capital increase and the exact number of New Shares to be issued; declare the capital increase closed and executed.
- (c) Take actions and make statements to the Spanish Securities and Exchange Commission, stock exchange governing entities, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR), and any other organization or entity or public or private register to obtain any authorizations, verifications or procedures necessary for the full execution of the above resolutions.
- (d) Draft, subscribe, and grant any public and private documents that are necessary or convenient, in order for the new shares issued to be admitted for listing on the Stock Exchanges of Bilbao and Madrid.
- (e) Draft and publish all and any announcements as may be necessary. Carry out as many actions as necessary or appropriate to execute and formalize the capital increase before any public or private entities and organizations, including those for declaration, complement, or correction of defects or omissions that could prevent or hinder the full



effectiveness of the above resolutions.

- (f) Resolve on the cases for the revocation of the capital increase in accordance with the usual practice in this type of operation and refrain from the capital increase in cases where it is legally possible and convenient for the Company.
- (g) Amend Article 5 of the bylaws, adapting it to the new capital amount resulting from the determination of the capital increase amount and the number of shares that were ultimately subscribed and paid up.
- (h) Replace all or some of the powers granted under this agreement in favor of one or more members of the Company's Board of Directors.

It stated that a report justifying the proposal presented in this document has been prepared by the Board of Directors.

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. FOR THE PURPOSES SET FORTH IN ARTICLE 286 OF THE COMPANIES ACT IN RELATION TO THE RESOLUTION REFERRED TO IN ITEM SIX OF THE AGENDA OF THE ANNUAL GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

Article 286 of Royal Legislative Decree 1/2010 of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), requires, among other elements, that the Board of Directors prepare a written report justifying the valid adoption of the resolution to amend the bylaws. This report from the Board of Directors, along with the full text of the proposed amendment, must be made available to the shareholders in the time and in the manner referred to in said article.

Article 296 of the Companies Act establishes that the increase of share capital must be agreed by the General Meeting in accordance with the requirements established for the amendment of the bylaws.

The purpose of this report is to comply with the provisions of the aforementioned regulations and, in this regard, it is prepared by the Board of Directors of Vidrala, S.A. ("**Vidrala**" or the "**Company**") to justify the proposal submitted for approval at the General Meeting convened for April 29, 2026, at 12:00 p.m. at first call, and the following day at the same time, at second call, under item six of the agenda.

2. JUSTIFICATION OF THE PROPOSAL.

The share capital increase referred to in this report consists of a determinable amount resulting from multiplying (a) the nominal value of each Vidrala share of ONE EURO AND TWO CENTS (€1.02), by (b) the determinable number of new shares (the "**New Shares**") of the Company in the proportion of ONE (1) New Share for every TWENTY (20) existing shares at the time of the share capital increase.

It is therefore a matter of offering the shareholders of the Company a number of New Shares, free of charge, in the proportion of ONE (1) New Share for every TWENTY (20) existing shares at the time of the capital increase.

The share capital increase will be made using the "Voluntary Reserves" account—which can be freely accessed—the total amount of which as of December 31, 2025, was €163,951 thousand.

The Board of Directors believes that the share capital increase proposed to the General Meeting is a highly beneficial operation for the Company, justified by three basic reasons:

1. The Company can thus reward the shareholder and, at the same time, maintain the necessary resources to face new projects that generate value for the shareholder. With this, the Company remains true to its goal of creating value for the shareholder.

2. This promotes greater liquidity of Vidrala's stock in the market, due to the increase in the company's shares in circulation.
3. The equity structure is reinforced, derived from the capitalization of reserves.

Based on the above, the Board of Directors submits to the General Meeting the approval of the capital increase operation described, recognizing the right to free proportional allocation in favor of the shareholders, set at ONE (1) New Share for every TWENTY (20) existing shares at the time of execution of the capital increase.

The balance sheet of the Company closed on December 31, 2025, which will have been previously submitted for approval by the General Meeting, will be used as a reference.

In light of the above considerations, the Board of Directors deems it necessary for the General Meeting, when adopting the resolution to increase the share capital, to delegate to the Board of Directors the broad powers mentioned, with express authorization for any member of the Board of Directors to substitute these powers, in order to operate in an even more flexible way.

3. FULL TEXT OF THE PROPOSED RESOLUTION FOR AMENDMENT OF THE BYLAWS SUBMITTED FOR THE DELIBERATION AND DECISION OF THE ORDINARY GENERAL MEETING.

The full text of the proposed resolution submitted for approval by the General Meeting is as follows:

SIX. Increase of the share capital by the amount determinable according to the terms of the agreement, through the issuance of new ordinary shares with a nominal value of one euro and two cents (€1.02) each, without issuance premium, of the same class and series as those currently in circulation, charged to freely disposable reserves, in order to allocate them free of charge to the shareholders of the Company, in the proportion of one (1) new share for every twenty (20) existing shares of the Company. Delegation of powers to the Board of Directors, with express substitution powers, for the purpose of executing the increase—in whole or in part, in the limits of this resolution—and the consequent amendment of Article 5 of the Bylaws, applying for the admission of the resulting shares in the Stock Interconnection System and in the Stock Exchanges of Bilbao and Madrid.

1. Share capital increase.

Increase the share capital by the determinable amount resulting from multiplying (a) the nominal value of each share of Vidrala, S.A. of ONE EURO AND TWO CENTS (€1.02), by (b) the determinable number of new shares (the "New Shares") of the Company in the proportion of ONE (1) New Share for every TWENTY (20) existing shares at the time of the share capital increase execution.

For clarification and illustrative purposes, with the share capital figure existing on the date of this resolution, the share capital would be increased by the amount

of ONE MILLION SEVEN HUNDRED NINETY-FIVE THOUSAND FIVE HUNDRED EIGHTEEN EUROS AND TWENTY-FOUR CENTS (€1,795,518.24), by issuing and putting into circulation ONE MILLION SEVEN HUNDRED SIXTY THOUSAND THREE HUNDRED TWELVE (1,760,312) new ordinary shares of ONE EURO AND TWO CENTS (€1.02) nominal value each, belonging to the only class and series of shares of the Company, represented by book entries.

In any case, the New Shares are issued at par, that is, at their nominal value of ONE EURO AND TWO CENTS (€1.02), with no issuance premium, and will be allocated free of charge to the Company's shareholders.

The New Shares will be disbursed from available reserves and will be allocated free of charge to the Company's shareholders at a ratio of ONE (1) New Share for every TWENTY (20) shares they hold in the Company.

In accordance with Article 311 of the Companies Act (the Consolidated Text of which was approved by Royal Legislative Decree 1/2010 of July 2, 2010 (the "**Companies Act**")), the possibility of incomplete allocation of the capital increase is provided for in the event that a beneficiary of the free-of-charge allocation rights waives all or part of such rights, whereby, in the event of such waiver, the capital will be increased by the corresponding amount.

2. Recipients.

All the New Shares issued under this resolution will be allocated free of charge to the Company's shareholders in a proportion of ONE (1) New Share for every TWENTY (20) shares they hold in the Company.

The rights to free allocation will be transferable under the same conditions as the shares they derive from.

For these purposes, all individuals or legal entities which, at the end of the day immediately prior to the start date of the free allocation period referred to in the following paragraph, appear as holders of shares in the Company in the accounting records of the entities affiliated with Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR) will be considered shareholders of the company.

3. Procedure for exercising the right to free allocation of shares.

In accordance with article 306.2 of the Companies Act, the rights to free allocation may be exercised for a period of fourteen (14) calendar days starting from the day following the publication of the capital increase announcement in the Official Gazette of the Companies Registry and on the company's website (www.vidrala.com).

The allocation of the shares subject to the capital increase may be processed through any of the entities affiliated with Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR).

Once the negotiation period for the free allocation rights has ended, the New Shares that could not be allocated for reasons not attributable to the Company

will be held in deposit for those who can demonstrate legitimate ownership of the corresponding free allocation rights. Three (3) years after the end date of the negotiation period for the free allocation rights, any New Shares that remain unallocated may be sold in accordance with Article 117 of the Companies Act, on the account and at the risk of the interested parties. The net amount from the aforementioned sale will be deposited with the Bank of Spain or Caja General de Depósitos (General Public Depository) at the disposal of the interested parties.

4. Available reserves and reference balance sheet.

The share capital increase will be made using the “Voluntary reserves” account—which can be freely accessed—the total amount of which as of December 31, 2025, was €163,951 thousand.

The balance that will serve as the basis for the operation will be that corresponding to December 31, 2025, duly audited and approved by this General Meeting.

5. Rights of the new shares.

The New Shares will grant their holders, from the date of registration in the accounting entries of IBERCLEAR, the same political and economic rights as the other shares of the Company. As a result, they will have the right to receive the dividends that are agreed to be distributed after the date of registration of the allocation of the shares in the account annotation register.

6. Application for admission to trading.

Application will be made for admission of the New Shares to be issued by virtue of this resolution to increase share capital to official listing through the Stock Exchange Interconnection System on the Bilbao and Madrid Stock Exchanges, subject to compliance with applicable regulations, authorizing the Board of Directors, with express powers of substitution in one or several members of the Board of Directors, to execute such documents and perform such acts as may be necessary for such purpose, with full powers and with no restriction whatsoever.

7. Amendment of the bylaws.

Article 5 of the bylaws will be amended as a result of this resolution to increase the share capital in order to reflect the amount resulting from the increase, expressly authorizing the Board of Directors to reword it regarding the share capital once the increase has been agreed upon and executed.

8. Execution of the capital increase.

In one (1) year from the date of this resolution, the Board of Directors may agree to carry out the capital increase and set the conditions for it in all matters not provided for in this resolution. However, if the Board of Directors does not consider it appropriate to carry out the capital increase in the indicated timeframe, it may submit to the General Meeting the possibility of revoking it.

Once the negotiation period for the free allocation rights has ended:

- (a) *The New Shares will be allocated to those who, according to the accounting records of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR) and its participating entities, were holders of free allocation rights in the proportion of ONE (1) New Share for every TWENTY (20) existing shares at the time of the capital increase execution.*
- (b) *The Board of Directors will declare the trading period for the free allocation rights closed and will proceed to formally account for the application of the “Voluntary Reserves” in the amount of the capital increase, which will be paid up with this application.*

Similarly, once the negotiation period for the free allocation rights has ended, the Board of Directors will adopt the corresponding agreements to amend the bylaws to reflect the new amount of share capital and apply for the admission of the New Shares for listing.

9. Delegation of the Board of Directors.

In accordance with Article 297.1 a) of the current Companies Act, the Board of Directors is authorized, with express powers of substitution, to set the exact amount of the capital increase and the exact number of New Shares to be issued, to set the date on which the capital increase resolution must be carried out, in whole or in part, in a period not exceeding one year, as well as to determine all the conditions of the capital increase not agreed by the General Meeting.

The Board of Directors is also delegated, and without the following list being exhaustive or implying any limitation or restriction on the powers that are as broad as possible in law, the broadest powers to:

- (a) *Indicate the date on which the capital increase resolution must come into effect, in any case in a deadline of one (1) year from its approval.*
- (b) *Set the exact amount of the capital increase and the exact number of New Shares to be issued; declare the capital increase closed and executed.*
- (c) *Take actions and make statements to the Spanish Securities and Exchange Commission, stock exchange governing entities, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR), and any other organization or entity or public or private register to obtain any authorizations, verifications or procedures necessary for the full execution of the above resolutions.*
- (d) *Draft, subscribe, and grant any public and private documents that are necessary or convenient, in order for the new shares issued to be admitted for listing on the Stock Exchanges of Bilbao and Madrid.*

- (e) *Draft and publish all and any announcements as may be necessary. Carry out as many actions as necessary or appropriate to execute and formalize the capital increase before any public or private entities and organizations, including those for declaration, complement, or correction of defects or omissions that could prevent or hinder the full effectiveness of the above resolutions.*
- (f) *Resolve on the cases for the revocation of the capital increase in accordance with the usual practice in this type of operation and refrain from the capital increase in cases where it is legally possible and convenient for the Company.*
- (g) *Amend Article 5 of the bylaws, adapting it to the new capital amount resulting from the determination of the capital increase amount and the number of shares that were ultimately subscribed and paid up.*
- (h) *Replace all or some of the powers granted under this agreement in favor of one or more members of the Company's Board of Directors.*

It is noted for the record that a report justifying the proposal presented in this document has been prepared by the Board of Directors."

4. PUBLICITY OF THIS REPORT

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026

VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM SEVEN ON THE
AGENDA**

SEVEN. **Delegation to the Board of Directors for a period of five years, of the power to issue straight and/or exchangeable bonds and/or other fixed-income securities with a maximum limit of 1,500 million euros. Authorization for the Company to guarantee, within the limits indicated above, the issues of securities made by subsidiaries.**

Delegate to the Board of Directors, under the provisions of Article 319 of the Regulations of the Commercial Registry and in the general regime on the issuance of bonds, as well as in the Bylaws, the power to issue securities in accordance with the following conditions:

1. **Securities subject to the issuance.**- The securities referred to in this delegation may be straight or exchangeable bonds or debentures, notes and other fixed-income securities.
2. **Term of the delegation.**- The issuance of the securities subject to the delegation may be carried out in one or more times within a maximum period of five (5) years from the date of adoption of this agreement.
3. **Maximum amount of the delegation.**- The maximum total amount of the issuance or issuances of straight bonds or obligations, promissory notes and other fixed-income securities that are agreed under this delegation will be ONE THOUSAND FIVE HUNDRED MILLION EUROS (1,500,000,000 Euros) or its equivalent in another currency at any given time, therefore the total debt represented at any time by the securities issued under this delegation may not be higher than the referred limit of ONE THOUSAND FIVE HUNDRED MILLION EUROS (1,500,000,000 Euros).
4. **Scope of the delegation.**- The delegation to issue the securities referred to in this agreement shall extend, as broadly as required by law, to the determination of the different aspects and conditions of each issue (nominal value, type of issue, redemption price, currency or currency of the issue, form of representation, interest rate, amortization, subordination clauses, guarantees of the issue, place of issue, law applicable to them, where applicable, establishment of the internal rules of the syndicate of bondholders, and appointment of the commissioner, in

the event of the issuance of straight bonds and debentures, if required, admission to trading, etc.) and to carry out any necessary procedures, including, in accordance with the applicable securities market regulations, for the execution of the specific issues that are agreed to be carried out under this delegation.

5. **Admission to trading.**- The Company will request, where appropriate, admission to trading on official or unofficial secondary markets, organized or not, domestic or foreign, of the securities issued by the Company by virtue of this delegation, empowering the Board of Directors, as broadly as necessary by law, to carry out the necessary procedures and actions for admission to trading before the competent bodies of the different national or foreign securities markets. It is expressly stated that, in the event of a subsequent request for exclusion from trading, this will be adopted with the same formalities as the application for admission, to the extent that they are applicable, and, in such a case, the interest of the shareholders or bondholders who oppose or do not vote on the resolution under the terms provided for in current legislation will be guaranteed. Likewise, it is expressly declared that the Company is subject to the rules that exist or may be issued in the future in the field of Stock Exchanges and, especially, on contracting, permanence and exclusion from trading.
6. **Guarantee of securities issues by subsidiaries.**- The Board of Directors of is also authorized to guarantee on behalf of the Company, within the limits indicated above, the new issues of securities that, during the term of validity of this agreement, are carried out by the subsidiaries.
7. **Power of substitution.**- The Board of Directors is expressly authorized to delegate, under the provisions of article 249.2 of the Companies Act, the powers referred to in this resolution.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM EIGHT ON THE
AGENDA**

EIGHT. Extension of the appointment of the auditors for the annual accounts of the Company and its consolidated group for the financial year ending December 31, 2026.

Appoint Ernst & Young, S.L., with registered office at Calle Raimundo Fernández Villaverde, 65, Madrid, with N.I.F. number B-78970506, registered in the Commercial Registry of Madrid in volume 12,749, book 0, page 215, section 8th, sheet M-23123 and with registration number in the Official Register of Account Auditors S0530 as auditor of the Company and its consolidated group for the year ending December 31, 2026.

Authorize the Board of Directors to enter into the corresponding service lease agreement with the aforementioned entity, for the period indicated, and under the following conditions: a) the remuneration of the auditors shall be fixed according to the number of hours required to carry out the audit, applying the hourly rates that it has in force in general in the year in which it provides its review services, and b) the said contract must provide for the right of the Company to terminate it freely, in advance at any time during its validity, so that the just cause that motivates the revocation of the appointment for the purposes of the provisions of article 264.3 of the Companies Act does not have to be communicated to Ernst & Young, S.L., and, if it is communicated, it cannot be answered by the latter.

It is stated that this resolution has received a favorable report from the Audit and Compliance Committee.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM NINE ON THE
AGENDA**

**NINE. Appointment of auditors for the Company and its consolidated group
for the financial years ending December 31, 2027, December 31, 2028
and December 31, 2029.**

Appoint PricewaterhouseCoopers Auditores, S.L., with registered office at Plaza de Euskadi, 5 - 10ª planta, 48009 Bilbao (Bizkaia), registered in the Commercial Registry of Madrid in sheet 87250-1, page 75, volume 9267, book 8054, section 3th and with registration number in the Official Register of Account Auditors S0242 as auditor of the Company and its consolidated group for the years ending December 31, 2027, December 31, 2028 and December 31, 2029.

Authorize the Board of Directors to enter into the corresponding service lease agreement with the aforementioned entity, for the period indicated, and under the following conditions: a) the remuneration of the auditors shall be fixed according to the number of hours required to carry out the audit, applying the hourly rates that it has in force in general in the year in which it provides its review services, and b) the said contract must provide for the right of the Company to terminate it freely, in advance at any time during its validity, so that the just cause that motivates the revocation of the appointment for the purposes of the provisions of article 264.3 of the Companies Act does not have to be communicated to PricewaterhouseCoopers Auditores, S.L. and, if it is communicated, it cannot be answered by the latter.

It is stated that the resolution has received a favorable report from the Audit and Compliance Committee.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM TEN ON THE
AGENDA**

TEN. Re-election, for the statutory period, of Mr. Aitor Salegui Escolano as a member of the Company's Board of Directors as proprietary director.

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mr. Aitor Salegui Escolano, as proprietary director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors.

REPORT ISSUED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MR. AITOR SALEGUI ESCRIBANO AS A PROPRIETARY DIRECTOR, TO BE MADE BY THE BOARD OF DIRECTORS IN CONNECTION WITH HIS (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purpose of Article 529 decies of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**") and Articles 22 and 23 of the Board Regulations, which establish that the Board of Directors is responsible for making proposals for the appointment of directors (other than independent directors) to be submitted for approval by the General Meeting (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing to the next Annual General Meeting the re-election of Mr. Aitor Salegui Escribano (the "**Director**") as a proprietary director for the statutory term.

2. PROPOSAL AND JUSTIFICATION OF THE PROPOSAL.

At its meeting held today, the Board of Directors has adopted the resolution to propose the appointment of the Director as proprietary director for the statutory term, to be submitted to the decision of the next Annual General Meeting.

The resolution was adopted in the context of the expiry of the term for which the Director was last appointed by the General Meeting on April 27, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, the Board of Directors has been able to verify that the Director meets the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability, and commitment required for the position of director of the Company, as well as that the circumstances of his qualification as a proprietary director are met.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED FOR DELIBERATION AND DECISION OF THE GENERAL MEETING.

For the purposes of the proposed appointment made, the following proposal of resolution will be submitted to the General Meeting:

TEN. Re-election, for the statutory period, of Mr. Aitor Salegui Escolano as a member of the Company's Board of Directors as proprietary director.

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mr. Aitor Salegui Escolano, as proprietary director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors."

4. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.

REPORT ISSUED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MR. AITOR SALEGUI ESCRIBANO AS A PROPRIETARY DIRECTOR, TO BE MADE BY THE BOARD OF DIRECTORS IN CONNECTION WITH HIS (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued pursuant to and for the purpose of the provisions of Articles 529 *decies* and 529 *quindecies* d) of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), Articles 22 and 23 of the Board Regulations and Article 3.(f) of the Regulations of the Appointments and Remuneration Committee, which establishes that the Appointments and Remuneration Committee (the "**Committee**") is responsible for informing the Board of Directors regarding proposals for the appointment of directors (other than independent directors) to be submitted for approval by the general meeting of shareholders of the Company (the "**General Meeting**").

In this regard, the Report is issued in relation to the proposal made by the Company's Board of Directors to submit to vote at the next General Meeting the re-election of Mr. Aitor Salegui Escribano (the "**Director**") as a proprietary director for the statutory term.

2. REPORT ON THE PROPOSAL.

At its meeting held today, the Board of Directors has adopted the resolution to propose the re-election of the Director for the statutory term, to be submitted to the decision of the next Annual General Meeting.

The resolution was adopted in the context of the expiry of the term for which the Director was last appointed by the General Meeting on April 27, 2022, at which he was appointed for the statutory term of four (4) years.

Accordingly, the Appointments and Remuneration Committee has resolved to report favorably on the proposal for the re-election of the Director as a proprietary director. Both the Committee and the Board of Directors have verified that the Director continues to meet the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability and commitment required for the position of director of the Company. The circumstances for his qualification as a proprietary director also continue to apply.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>

3. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Appointments and Remuneration Committee at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next ordinary meeting of the General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM ELEVEN ON THE
AGENDA**

ELEVEN. Re-election, for the statutory period, of Mr. Eduardo Zavala Ortiz de la Torre as a member of the Company's Board of Directors as other external director.

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mr. Eduardo Zavala Ortiz de la Torre, as other external director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors.

REPORT ISSUED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MR. EDUARDO ZAVALA ORTIZ DE LA TORRE AS OTHER EXTERNAL DIRECTOR, TO BE MADE BY THE BOARD OF DIRECTORS IN CONNECTION WITH HIS (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purpose of Article 529 decies of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**") and Articles 22 and 23 of the Board Regulations, which establish that the Board of Directors is responsible for making proposals for the appointment of directors (other than independent directors) to be submitted for approval by the General Meeting (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing to the next Annual General Meeting, the re-election of Mr. Eduardo Zavala Ortiz de la Torre (the "**Director**") as other external director for the statutory term.

2. PROPOSAL AND JUSTIFICATION OF THE PROPOSAL.

At its meeting held today, the Board of Directors has adopted the resolution to propose the re-election of the director as other external director for the statutory term, to be submitted to the decision of the next Annual General Meeting.

In this regard, the Board of Directors has been able to verify that the Director meets the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability, and commitment required for the position of director of the Company, as well as that since the circumstances for the qualification as an independent or proprietary director are not met, the circumstances for the qualification as other external director are met.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED FOR DELIBERATION AND DECISION OF THE GENERAL MEETING.

For the purposes of the proposed re-election made, the following proposal of resolution will be submitted to the General Meeting:

"ELEVEN. *Re-election, for the statutory period, of Mr. Eduardo Zavala Ortiz de la Torre as a member of the Company's Board of Directors as other external director.*

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mr. Eduardo Zavala Ortiz de la Torre, as other external director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors."

4. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.

REPORT ISSUED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MR. EDUARDO ZAVALA ORTIZ DE LA TORRE AS AN OTHER EXTERNAL DIRECTOR, TO BE MADE IN CONNECTION WITH HIS (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued pursuant to and for the purpose of the provisions of Articles 529 *decies* and 529 *quindecies* d) of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), Articles 22 and 23 of the Board Regulations and Article 3.(f) of the Regulations of the Appointments and Remuneration Committee, which establishes that the Appointments and Remuneration Committee (the "**Committee**") is responsible for informing the Board of Directors regarding proposals for the appointment of directors (other than independent directors) to be submitted for approval by the general meeting of shareholders of the Company (the "**General Meeting**").

In this regard, the Report is issued in relation to the proposal made by the Company's Board of Directors to submit to vote at the next General Meeting the re-election of Mr. Eduardo Zavala Ortiz de la Torre (the "**Director**") as other external director for the statutory term.

2. REPORT ON THE PROPOSAL.

At its meeting held today, the Committee has adopted the resolution to issue a favourable report regarding the re-election of the Director for the statutory term, as other external director.

The previous resolution was adopted in the context of the expiry of the term for which the Director was last appointed by the General Meeting on April 27, 2022, at which he was appointed for the statutory term of four (4) years.

Accordingly, both the Committee and the Board of Directors have verified that the Director continues to meet the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability and commitment required for the position of director of the Company. Since the circumstances for his qualification as independent director or proprietary director are not met, the circumstances for his qualification as other external apply.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>

3. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Appointments and Remuneration Committee at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next ordinary meeting of the General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM TWELVE ON THE
AGENDA**

TWELVE. Re-election, for the statutory period, of Mrs. Gillian Anne Watson as a member of the Company's Board of Directors as independent director.

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mrs. Gillian Anne Watson, as independent director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors.

REPORT ISSUED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MRS. GILLIAN ANNE WATSON AS INDEPENDENT DIRECTOR, TO BE MADE IN CONNECTION WITH HER (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued pursuant to and for the purpose of the provisions of Articles 529 *decies* and 529 *quindecies c)* of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), Article 22 of the Board Regulations and Article 3.(e) of the Regulations of the Appointments and Remuneration Committee, which establishes that the Appointments and Remuneration Committee of the Company (the "**Committee**") is responsible for bringing to the Board of Directors the proposals for the appointment of directors (independent directors) to be submitted for approval by the general meeting of shareholders of the Company (the "**General Meeting**").

In this regard, the Report is issued to justify the proposal made by the Committee to the Company's Board of Directors to submit to vote at the next annual General Meeting the re-election of Mrs. Gillian Anne Watson (the "**Director**") as independent director for the statutory term.

2. JUSTIFICATION OF THE PROPOSAL.

At its meeting held today, the Committee has adopted the resolution to propose the re-election of the Director for the statutory term, as independent director, to be submitted for approval by the next annual General Meeting.

The Director was firstly appointed by the General Meeting on April 27, 2022, and she has faithfully performed her duties to date.

Accordingly, both the Committee and the Board of Directors have verified that the Director continues to meet the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability and commitment required for the position of director of the Company, as well as that the circumstances for his qualification as independent director apply.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED FOR DELIBERATION AND DECISION OF THE GENERAL MEETING.

For the purposes of the proposed re-election made, the following proposal of resolution will be submitted to the Board of Directors for its submittal to the General Meeting:

"TWELVE. Re-election, for the statutory period, of Mrs. Gillian Anne Watson as a member of the Company's Board of Directors as independent director.

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mrs. Gillian Anne Watson, as independent director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors."

4. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Appointments and Remuneration Committee at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next ordinary meeting of the General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.

REPORT ISSUED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MRS. GILLIAN ANNE WATSON AS INDEPENDENT DIRECTOR, TO BE MADE BY THE BOARD OF DIRECTORS IN CONNECTION WITH HER (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purpose of Article 529 decies of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**") which establishes that the Board of Directors has the duty to issue a report regarding the proposals for the appointment of directors (independent directors) to be submitted for approval by the General Meeting (the "**General Meeting**").

In this regard, the Report is issued in relation with the proposal made by the Appointments and Remuneration Committee (the "**Committee**") to the Board of Directors of the Company to be voted in the next Annual General Meeting, of the re-election of Mrs. Gillian Anne Watson (the "**Director**") as independent director of the Company for the statutory term.

2. REPORT REGARDING THE PROPOSAL.

At its meeting held today, the Committee adopted the resolution to submit the proposal of the re-election of the Director as independent director of the Company for the statutory term, to the decision of the next Annual General Meeting.

The Director was first appointed on April 27, 2022, and has faithfully performed her duties to date.

In this regard, the Board of Directors has been able to verify that the Director keeps meeting the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability, and commitment required for the position of director of the Company, as well as that the circumstances for the qualification as independent director are met, and therefore, the report is favourable.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>



3. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM THIRTEEN ON THE
AGENDA**

THIRTEEN. **Re-election, for the statutory period, of Mrs. Inés Elvira Andrade Moreno as a member of the Company's Board of Directors as independent director.**

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mrs. Inés Elvira Andrade Moreno, as independent director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors.

REPORT ISSUED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MRS. INÉS ELVIRA ANDRADE MORENO AS INDEPENDENT DIRECTOR, TO BE MADE IN CONNECTION WITH HER (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued pursuant to and for the purpose of the provisions of Articles 529 *decies* and 529 *quindecies c)* of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), Article 22 of the Board Regulations and Article 3.(e) of the Regulations of the Appointments and Remuneration Committee, which establishes that the Appointments and Remuneration Committee of the Company (the "**Committee**") is responsible for bringing to the Board of Directors the proposals for the appointment of directors (independent directors) to be submitted for approval by the general meeting of shareholders of the Company (the "**General Meeting**").

In this regard, the Report is issued to justify the proposal made by the Committee to the Company's Board of Directors to submit to vote at the next annual General Meeting the re-election of Mrs. Inés Elvira Andrade Moreno (the "**Director**") as independent director for the statutory term.

2. JUSTIFICATION OF THE PROPOSAL.

At its meeting held today, the Committee has adopted the resolution to propose the re-election of the Director for the statutory term, as independent director, to be submitted for approval by the next annual General Meeting.

The Director was firstly appointed by the General Meeting on April 27, 2022, and she has faithfully performed her duties to date.

Accordingly, both the Committee and the Board of Directors have verified that the Director continues to meet the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability and commitment required for the position of director of the Company, as well as that the circumstances for his qualification as independent director apply.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED FOR DELIBERATION AND DECISION OF THE GENERAL MEETING.

For the purposes of the proposed re-election made, the following proposal of resolution will be submitted to the Board of Directors for its submittal to the General Meeting:

“THIRTEEN. Re-election, for the statutory period, of Mrs. Inés Elvira Andrade Moreno as a member of the Company's Board of Directors as independent director.

In accordance with Article 26 of the Bylaws, to re-elect as a member of the Board of Directors, for a period of four years, Mrs. Inés Elvira Andrade Moreno, as an independent director.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors.”

4. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Appointments and Remuneration Committee at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next ordinary meeting of the General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.

REPORT ISSUED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. (the "Company") CONCERNING THE PROPOSAL FOR THE RE-ELECTION OF MRS. INÉS ELVIRA ANDRADE MORENO AS INDEPENDENT DIRECTOR, TO BE MADE BY THE BOARD OF DIRECTORS IN CONNECTION WITH HER (WHERE APPLICABLE) RE-ELECTION BY THE NEXT GENERAL MEETING.

1. SUBJECT OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purpose of Article 529 decies of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**") which establishes that the Board of Directors has the duty to issue a report regarding the proposals for the appointment of directors (independent directors) to be submitted for approval by the General Meeting (the "**General Meeting**").

In this regard, the Report is issued in relation with the proposal made by the Appointments and Remuneration Committee (the "**Committee**") to the Board of Directors of the Company to be voted in the next Annual General Meeting, of the re-election of Mrs. Inés Elvira Andrade Moreno (the "**Director**") as independent director of the Company for the statutory term.

2. REPORT REGARDING THE PROPOSAL.

At its meeting held today, the Committee has adopted the resolution to submit the proposal of the re-election of the Director as independent director of the Company for the statutory term, to the decision of the next Annual General Meeting.

The Director was first appointed on April 27, 2022, and has faithfully performed her duties to date.

In this regard, the Board of Directors has been able to verify that the Director keeps meeting the circumstances of honorability, suitability, solvency, competence, experience, qualification, training, availability, and commitment required for the position of director of the Company, as well as that the circumstances for the qualification as independent director are met, and therefore, the report is favourable.

Professional profile of the Director

The professional profile of the Director is available to the public on the Company's website at

<https://www.vidrala.com/en/investors/governance/board-of-directors/>



3. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM FOURTEEN ON
THE AGENDA**

FOURTEEN. Appointment, for the statutory period, of Mrs. Amelia Díaz-Guardamino Delclaux as a member of the Company's Board of Directors as proprietary director.

At the proposal of the Board of Directors, with the favorable report of the Appointments and Remuneration Committee, in accordance with Article 26 of the Bylaws, to appoint as a member of the Board of Directors, for the bylaws period of four years, Mrs. Amelia Díaz Guardamino Delclaux, as proprietary director.

This proposal fills the existing vacancy as a result of, at the time of the General Meeting, the end of the term for which the director Mr. Luis Delclaux Muller was appointed.

It is stated that the corresponding reports have been drawn up by the Appointments and Remuneration Committee and the Board of Directors.

REPORT ISSUED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE APPOINTMENT OF MRS. AMELIA DÍAZ-GUARDAMINO DELCLAUX AS PROPRIETARY DIRECTOR, WHICH IS FORMULATED IN RELATION TO HER (IF APPLICABLE) APPOINTMENT BY THE GENERAL MEETING OF SHAREHOLDERS ON THE OCCASION OF ITS NEXT ORDINARY MEETING.

1. PURPOSE OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purpose of Article 529 *decies* of Royal Legislative Decree 1/2010, of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**") and Articles 22 and 23 of the Board Regulations, which establish that the Board of Directors is responsible for making proposals for the appointment of directors (other than independent directors) to be submitted for approval by the General Meeting (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing to the next Annual General Meeting the appointment of Ms. Amelia Díaz-Guardamino Delclaux (the "**Director**") as proprietary director of the Company in relation to the significant shareholder Bidaroa, S.L. for the statutory period.

2. PROPOSAL AND JUSTIFICATION OF THE PROPOSAL.

At its meeting held today, and in substitution of Mr. Luis Declaux Muller, whose appointment has expired at the time of the Annual General Meeting, the Board of Directors has resolved to propose the appointment of the Director as proprietary director of the Company for the statutory period for her submission to the decision of the General Meeting at its next ordinary meeting. This, without losing sight of its proprietary status in relation to the significant shareholder Bidaroa, S.L., and after having positively assessed the opportunity of said appointment together with said significant shareholder, in the best interest of the Company in any case.

In this regard, the Board of Directors has been able to verify that the Director meets the circumstances of good repute, suitability, solvency, competence, experience, qualification, training, availability and commitment that the performance of the position of director of the Company requires, as well as that the requirements for her qualification as a proprietary director in relation to the significant shareholder Bidaroa, S.L. are met.

The professional profile of the Minister is included below:

Professional profile of the Director

Amelia holds a degree in Business Administration and Management from the Centro Universitario de Estudios Financieros (CUNEF, Madrid; 1981–

1986). It is also accredited as an Operator of the Spanish Stock Exchange Interconnection System (SIBE) by Bolsas y Mercados de España (1992).

She has developed her professional career as a broker, market trader and securities market analyst in various financial institutions.

He began his career at NatWest March in Madrid as an equity broker in international and domestic markets, reaching a position of responsibility in the international brokerage team.

She later joined FG Inversiones Bursátiles, a boutique founded by Francisco González and later integrated into Merrill Lynch, where she was a partner and head of Sales Trading, leading advice on M&A transactions for clients in the United Kingdom, the United States and Switzerland, as well as investor relations strategies in Spain and the preparation of daily reports on domestic investment opportunities.

She later joined ICR Institutional Investment Management SGIC (Madrid) where she led fund analysis, promoting the hedge fund portfolio, and acted as an external senior advisor to Caja Laboral's equity funds, contributing to the definition of the entity's investment strategy.

Since the late 1990s and on an ongoing basis, he has advised and managed multiple family-owned investment vehicles, identifying and executing investments in hedge funds, equities and real estate assets across different sectors, funds and geographies.

She performs foundation functions as a member of the Honorary Board of Trustees of the Prodis Foundation (Madrid) and director and member of the board of trustees of the Bartolomé Pérez de Victoria Foundation.

She has also been a lecturer in equity markets in the master's programme at the Institute of Stock Market Studies (IEB).

Currently, it continues to provide advisory services and management of family wealth vehicles.

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED FOR DELIBERATION AND DECISION OF THE GENERAL MEETING.

For the purposes of the proposed appointment made, the following proposal of resolution will be submitted to the General Meeting:

“FOURTEEN. ***Appointment, for the statutory term of Ms. Amelia Díaz-Guardamino Delclaux as a member of the Board of Directors of the Company with the category of proprietary director.***

At the proposal of the Board of Directors, with the favourable report of the Appointments and Remuneration Committee, in accordance with the provisions of Article 26 of the Bylaws, to appoint Ms. Amelia Díaz-Guardamino Delclaux, with the category of proprietary director.

This proposal fills the existing vacancy as a result of, at the time of the General Meeting, the end of the term for which the director Mr. Luis Delclaux Muller was appointed.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors.”

4. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on March 24, 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026

REPORT PRESENTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF THE COMPANY VIDRALA, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE APPOINTMENT OF MRS. AMELIA DÍAZ-GUARDAMINO DELCLAUX AS PROPRIETARY DIRECTOR, WHICH IS FORMULATED IN RELATION TO HER (IF APPLICABLE) APPOINTMENT BY THE GENERAL MEETING OF SHAREHOLDERS ON THE OCCASION OF ITS NEXT ORDINARY MEETING.

1. PURPOSE OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of Articles 529 decies and 529 quidecies d) of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**"), Articles 22 and 23 of the Regulations of the Board of Directors and Article 3. (f) of the Regulations of the Appointments and Remuneration Committee, which establish that it is the competence of the Company's Appointments and Remuneration Committee (the "**Committee**") to report to the Board of Directors on proposals for the appointment of directors (other than independent directors) in relation to their submission for approval to the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing to the next Annual General Meeting the appointment of Ms. Amelia Díaz-Guardamino Delclaux (the "**Director**") as proprietary director of the Company in relation to the significant shareholder Bidaroa. S.L. for the statutory period.

2. REPORT ON THE PROPOSAL.

At its meeting held today, and replacing Mr. Luis Declaux Muller, whose appointment has expired at the time of the Ordinary General Meeting, the Committee has agreed to report favourably on the appointment of the Director as proprietary director of the Company for the statutory period. In this regard, the Committee – like the Board of Directors – has been able to verify that the Director meets the circumstances of good repute, suitability, solvency, competence, experience, qualifications, training, availability and commitment that the performance of the position of director of the Company requires, as well as that the requirements for her qualification as a proprietary director in relation to the significant shareholder Bidaroa, S.L. are met.

The professional profile of the Director is included below:

Professional profile of the Director

Amelia holds a degree in Business Administration and Management from the Centro Universitario de Estudios Financieros (CUNEF, Madrid; 1981–1986). It is also accredited as an Operator of the Spanish Stock Exchange Interconnection System (SIBE) by Bolsas y Mercados de España (1992).

She has developed her professional career as a broker, market trader and securities market analyst in various financial institutions.

He began his career at NatWest March in Madrid as an equity broker in international and domestic markets, reaching a position of responsibility in the international brokerage team.

She later joined FG Inversiones Bursátiles, a boutique founded by Francisco González and later integrated into Merrill Lynch, where she was a partner and head of Sales Trading, leading advice on M&A transactions for clients in the United Kingdom, the United States and Switzerland, as well as investor relations strategies in Spain and the preparation of daily reports on domestic investment opportunities.

She later joined ICR Institutional Investment Management SGIC (Madrid) where she led fund analysis, promoting the hedge fund portfolio, and acted as an external senior advisor to Caja Laboral's equity funds, contributing to the definition of the entity's investment strategy.

Since the late 1990s and on an ongoing basis, he has advised and managed multiple family-owned investment vehicles, identifying and executing investments in hedge funds, equities and real estate assets across different sectors, funds and geographies.

She works in foundations, being a member of the Honorary Board of Trustees of the Prodis Foundation (Madrid) and director and member of the board of trustees of the Bartolomé Pérez de Victoria Foundation.

She has also been a lecturer in equity markets in the master's programme at the Institute of Stock Market Studies (IEB).

Currently, it continues to provide advisory services and management of family wealth vehicles.

3. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and approved by the Appointments and Remuneration Committee, unanimously, at its meeting on 24 March 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM FIFTEEN ON THE
AGENDA**

FIFTEEN. Approval of the Directors' Remuneration Policy for the years 2027 to 2029.

In accordance with article 529 novodecies of the Companies Act, approve the Directors' Remuneration Policy for the years ending December 31, 2027, December 31, 2028 and December 31, 2029, whose full text, together with the mandatory report of the Appointments and Remuneration Committee is made available to shareholders as part of the documentation relating to the General Shareholders' Meeting.

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF VIDRALA, S.A. (the "Company") IN RELATION TO THE RESOLUTION REFERRED TO IN ITEM FIFTEEN OF THE AGENDA REGARDING THE APPROVAL OF THE NEW REMUNERATION POLICY FOR THE DIRECTORS OF VIDRALA, S.A.

1. SUBJECT OF THIS REPORT.

Article 529.novodecies of Royal Legislative Decree 1/2010 of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**") requires, among other elements, a report by the Board of Directors and by the Appointments and Remuneration Committee in relation to the directors' remuneration policy.

The purpose of this report (the "**Report**") is to comply with the aforementioned law, which is formulated by the Board of Directors of Vidrala S.A. to justify the proposal submitted for approval by the Company's general meeting of shareholders (the "**General Meeting**").

2. PROPOSAL AND JUSTIFICATION OF THE PROPOSAL.

The remuneration policy (the "**Remuneration Policy**" or the "**Policy**") proposed by the Appointments and Remuneration Committee for the years 2027 to 2029 is a continuation of the directors' remuneration policy existing to date.

This Remuneration Policy aims to be a tool that ensures the presence of talent, effort and value creation in the Company's management body. It has been designed to attract and retain the best directors, encourage their effort, encourage their creativity and leadership and ensure that their interests are in line with those of Vidrala's shareholders.

To this end, the policy submitted to the General Shareholders' Meeting for approval is based on the following principles:

- a) To adequately remunerate the dedication and responsibility assumed by the directors, in accordance with that satisfied in the market in similar companies in terms of their capitalization, size, ownership structure and international presence.
- b) Ensure that remuneration contributes directly to the achievement of Vidrala's strategic objectives.
- c) Ensure the correct attraction, motivation and retention of the best professionals.

In conclusion to the above, and taking into account the proposal issued for this purpose by the Appointments and Remuneration Committee, the Board of Directors of Vidrala proposes one that articulates, in continuity with the existing one, a remuneration policy for the members of the Board of Directors.

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED TO THE GENERAL MEETING FOR DELIBERATION AND DECISION.

For the purposes of the appointment proposal made, the following proposal for agreement will be made for submission to the General Meeting:

"FIFTEEN. *Approval of the Directors' Remuneration Policy for the years 2027 to 2029.*

In accordance with article 529 novodecies of the Companies Act, approve the Directors' Remuneration Policy for the years ending December 31, 2027, December 31, 2028 and December 31, 2029, whose full text, together with the mandatory report of the Appointments and Remuneration Committee is made available to shareholders as part of the documentation relating to the General Shareholders' Meeting."

4. REPORT OF THE APPOINTMENTS AND REMUNERATION COMMITTEE ON THE PROPOSED DIRECTORS' REMUNERATION POLICY

"JUSTIFYING REPORT RELATING TO THE REMUNERATION POLICY OF THE DIRECTORS OF VIDRALA, S.A.

1. INTRODUCTION

The directors' remuneration policy (hereinafter, the "**Policy**") of Vidrala S.A. (hereinafter, "**Vidrala**" or the "**Company**") proposed by Vidrala's Appointments and Remuneration Committee to the Board of Directors of Vidrala for consideration by the General Shareholders' Meeting, is intended to describe and update the different elements of the remuneration policy for Vidrala's directors (of the directors as such), adapting to the circumstances and characteristics of the composition of the Board of Directors of Vidrala.

The issuance of this report complies with the provisions of section 4 of article 529 novodecies of the Companies Act.

2. JUSTIFICATION OF THE PROPOSAL

The new director's remuneration policy is a continuity with the existing policy to date and in any case aims to be a tool that ensures the presence of talent, effort and value creation in the Company's management body. It was designed to attract and

retain the best directors, encourage their effort, encourage their creativity and leadership and ensure that their interests are in line with those of Vidrala's shareholders.

The Appointments and Remuneration Committee considers that the proposed directors' remuneration policy submitted to the Board of Directors complies with the functions reserved by the Companies Act for this instrument, as well as with the recommendations contained in the Good Governance Code of Listed Companies approved by the National Securities Market Commission in terms of remuneration that are directly applicable to the characteristics of the company of Vidrala as a listed company, and with the recommendations of good governance of general recognition in the international markets in this area.

The text of the proposed directors' remuneration policy for the period 2027 to 2029 is as follows:

REMUNERATION POLICY FOR DIRECTORS OF

VIDRALA, S.A. FOR THE FINANCIAL YEARS 2027-2029

*The Board of Directors of VIDRALA, S.A. ("**Vidrala**" or the "**Company**" or the "**Group**"), in exercise of the powers conferred on it, submits this remuneration policy for the members of the Board of Directors (the "**Remuneration Policy**") for approval by the General Shareholders' Meeting of the Company, at the proposal of the Appointments and Remuneration Committee.*

1. Regulatory framework of remuneration policy.

*Article 529 novodecies section 1 of the Royal Legislative Decree 1/2010 of July 2, which approves the consolidated text of the Companies Act (the "**Companies Act**"), in the wording established by Law 31/2014, of 3 December, states that the approval of the remuneration policy of the Directors is the responsibility of the General Shareholders' Meeting at the proposal of the Board of Directors in accordance with article 249 bis j) of said Act.*

In accordance with article 529 novodecies section 1 of the Companies Act, the remuneration policy of the Directors will be adjusted to the extent that it corresponds to the remuneration system provided for in the Bylaws.

Therefore, the statutory basis of this policy will be Article 27 of the Bylaws.

This remuneration policy for Vidrala's Directors is established for the years 2027 to 2029 under the terms set out below.

2. Principles of the remuneration policy.

The Remuneration Policy seeks to ensure that the remuneration of Vidrala's directors is appropriate to the dedication and responsibility assumed, and in line with that satisfied in the market in similar companies at a national and international level, taking into account the long-term interest of all shareholders.

In this sense, the Remuneration Policy must be appropriate to the circumstances of the time, paying special attention to the evolution of regulations, best practices, recommendations and trends – national and international – in terms of remuneration of directors of listed companies and the prevailing conditions in the market.

Thus, the basic principles on which the Remuneration Policy is built for directors in their capacity as such, are the following:

- a) To adequately remunerate the dedication and responsibility assumed by the directors, in accordance with that satisfied in the market in similar companies in terms of their capitalization, size, ownership structure and international presence.
- b) Ensure that remuneration contributes directly to the achievement of Vidrala's strategic objectives.
- c) Ensure the correct attraction, motivation and retention of the best professionals.

Within the framework of Vidrala's Board of Directors, there are no directors with executive functions, so that in the establishment of its remuneration policies, only the remuneration of directors for their status as such is contemplated.

Thus, **the remuneration of directors for their status as such** must be sufficient to compensate for their dedication, qualification and responsibility, without compromising their independence. In addition, a market criterion must be taken into account, in view of the remuneration set for directors of listed companies of an entity equivalent to the Company, and also takes into account the nature of their dedication.

3.- Policy on remuneration of directors for their status as such.

A fixed annual allowance (which for the 2026 financial year will be €97,163.21) is established as a remuneration policy for directors in their capacity as such.

In addition to the above, due to their special dedication, directors who perform special functions (the Chair of the Board of Directors, the Vice-Chair of the Board of Directors, the Chair of the Appointments and Remuneration Committee and the Chair of the Audit Committee) will receive additional remuneration.

For information purposes, in 2026, the amounts to be received by directors who perform special functions are:

- Chair of the Board of Directors: €787,968.75.
- Vice-Chair of the Board of Directors and Chairman of the Appointments and Remuneration Committee: €133,599.55.
- Chair of the Audit Committee: €117,129.64.
- Members of the Audit Committee: €104,338.21.

The Chair of the Board of Directors may also receive certain extraordinary amounts in addition to his ordinary remuneration, provided that the corresponding objectives are met, measurable by the Appointments and Remuneration Committee at its discretion and final decision. It may be established that the extraordinary amounts in addition to their ordinary remuneration must be reinvested in shares of the Company at the time of their receipt.

It is left to the discretion of the Board of Directors to establish the periodicity with which the annual allowance will be paid.

The Directors will also receive allowances for their attendance at the meetings of the Board of Directors.

There are no other types of remuneration, such as payments of contributions to pension funds or welfare premiums.

Except as provided in this section and in the provisions of Article 27 of the Bylaws regarding the maximum annual amount, the freedom of configuration that the Act reserves to the Board of Directors is respected.

Without prejudice to the amounts collected for the 2026 financial year, the Board of Directors may in any case modulate and adapt the annual remuneration according to the circumstances that may arise at any given time, always within the principles indicated in this Policy, providing for annual reviews of the amounts of remuneration.

Such variations will be announced in the Annual Report on the Remuneration of Directors that will be put to a vote, binding and as a separate item on the agenda at the first General Shareholders' Meeting to be held.

4.- Other considerations.

The Company has subscribed and pays the global premium corresponding to civil liability insurance for Directors and Directors of VIDRALA, S.A. and most of the companies belonging to its group, which, therefore, also covers all Directors for the responsibilities that may be required of them as a result of the performance of the activities inherent to their function.

The application of this Policy will be suitably adapted to the economic situation and the international context at the proposal of the Appointments and Remuneration Committee. Where applicable, full details and reasons for any adjustments will be provided to shareholders in the next annual report on directors' remuneration to be published.

5.- New appointments

The remuneration of any new director will be governed by this Remuneration Policy, taking into account the candidate's experience and knowledge, his or her origin and level at the time of his or her appointment.

It will be the Board of Directors that will approve the remuneration of the new director at the proposal of the Appointments and Remuneration Committee.

6.- Term

The Company will apply this directors' remuneration policy from the General Shareholders' Meeting held on 29 April 2026 and during the 2027, 2028 and 2029 financial years. Any modification or substitution of the policy during its validity will require the prior approval of the General Shareholders' Meeting in accordance with the provisions of the aforementioned article 529 novodecies of the Companies

Act.”

5. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on March 24, 2026 and will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM SIXTEEN
OF THE AGENDA**

**SIXTEEN. Approval of the Annual Report on the Remuneration of the Company's
directors on a consultative basis.**

The Board of Directors of Vidrala, S.A., at its meeting held on February 25, 2026, following a positive report from the Appointments and Remuneration Committee, has prepared the Annual Report on Directors' Remuneration for the purposes laid down in Article 541 of the Companies Act.

In accordance with the aforementioned precept, this Annual Report on Directors' Remuneration, which is made available to shareholders, is submitted to a vote, on a consultative basis and as a separate item on the agenda.



VIDRALA, S.A.

NOTICE OF ANNUAL MEETING

APRIL 29, 2026

**PROPOSED RESOLUTION RELATING TO ITEM SEVENTEEN
OF THE AGENDA**

**SEVENTEEN. Delegation of powers for the execution of the foregoing
resolutions.**

Expressly authorize the Board of Directors of the Company, with express powers of substitution, to the fullest extent required by law for the fullest execution of the resolutions adopted at this General Meeting, and to correct, clarify, specify or complete said resolutions in accordance with the verbal or written qualification of the Commercial Registry and, in particular, jointly or severally, Mr. Carlos Delclaux Zulueta, and Mr. José Ramón Berecíbar Mutiozábal, Chairman of the Board of Directors, and Secretary of the Board of Directors, respectively, to appear before a Notary Public to execute the corresponding public deed, performing such acts as may be necessary to register the resolutions adopted by this General Meeting that are eligible for registration in the Commercial Registry.