

# PROSEGUR CASH, S.A.

## OTHER RELEVANT, REGULATED AND CORPORATE INFORMATION

March 26, 2025

The Board of Directors of Prosegur Cash, S.A. (the "**Company**") has agreed to call an Annual General Shareholders' Meeting to be held in Madrid, at calle Pajaritos 22, on **April 29, 2025, at 1:00 p.m.** on first call, and on the following day, April 30, 2025, at the same time, on second call.

The Shareholders' Meeting is scheduled to be held on first call, that is, on April 29, 2025 at the time and place indicated above.

The full wording of the call notice is attached as a schedule.

As from publication of the call notice, the call notice, the resolutions to be proposed by the Board of Directors and all other documentation concerning the 2025 Annual Shareholders' Meeting will be available to shareholders at the registered office (calle Santa Sabina, 8, 28007-Madrid) and on the Company's corporate website (<a href="https://www.prosegurcash.com">www.prosegurcash.com</a>).

\* \* \*

Renata Mendaña Navarro Non-Director Secretary of the Board of Directors



## PROSEGUR CASH, S.A.

Annual General Shareholders' Meeting

By a resolution of the Board of Directors, the General Shareholders' Meeting of PROSEGUR CASH, S.A. (the "Company") is called to be held on April 29, 2025 at 1:00 p.m., on first call, and on the following day, April 30, 2025, at the same time, on second call, at calle Pajaritos 22, 28007 Madrid.

The matters to be deliberated and voted on at this General Shareholders' Meeting will be those included on the following:

### **AGENDA**

- 1. Approval of the Company's individual financial statements and management report and the consolidated financial statements and management report of the Company and its subsidiaries for the financial year 2024.
- 2. Approval of the distribution of profit/loss for the financial year 2024.
- 3. Approval of the Statement of Non-financial Information and Sustainability Information of the Company and its subsidiaries for the financial year 2024.
- 4. Approval of the conduct of business by the Board of Directors during the financial year 2024.
- 5. Distribution of a dividend out of reserves, at a rate of 0.0424 euros gross per share. Delegation of powers to the Board of Directors to establish the conditions of the distribution in all matters not envisaged by the General Shareholders' Meeting.
- 6. Acknowledgment of the resignations tendered by Ms. María Benjumea Cabeza de Vaca and Mr. Antonio Rubio Merino from their positions as directors of the Company and, in the case of Mr. Antonio Rubio Merino, consequently, from his position as member of the Company's Audit Committee.
- 7. Re-election of Mr. Christian Gut Revoredo as executive director of the Company.
- 8. Re-election of Mr. José Antonio Lasanta Luri as executive director of the Company.
- 9. Appointment of Ms. Maite Rodríguez Sedano as nominee director of the Company.
- 10. Establishment of the number of members of the Board of Directors at nine.
- 11. Consultative vote on the Annual Report on Directors' Remuneration for the financial year 2024.
- 12. Approval of a capital reduction through retirement of a maximum of 14,849,135 own shares (representing approximately 1% of the share capital). Amendment of article 6 of the Bylaws. Delegation of powers for its implementation.
- 13. Authorization for the acquisition of own shares, during a maximum of five years, directly or through Group companies.
- 14. Authorization of the Board of Directors, with powers of delegation, during a maximum of five years, to increase the share capital in accordance with article 297.1.b) of the Capital Companies Law, up to one-half of the share capital at the date of this authorization, and expressly empowering the Board to exclude the preemptive subscription right, although this latter power is limited to a maximum of 10% of the share capital at the authorization date.



- 15. Authorization of the Board of Directors, with powers of delegation, during a maximum of five years, to issue securities convertible into new shares in the Company and/or exchangeable for existing shares in the Company, and warrants (options to subscribe new shares in the Company and/or to acquire existing shares in the Company). Establishment of the criteria to determine the bases and types of conversion and/or exchange, and empowering of the Board of Directors to increase the share capital by the necessary amount, and to exclude the preemptive subscription right, although this latter power is limited to a maximum of 10% of the share capital at the authorization date.
- 16. Delegation of powers to formalize, interpret, correct and execute the resolutions adopted by the General Shareholders' Meeting.

## SUPPLEMENT TO THE CALL NOTICE AND PROPOSED RESOLUTIONS

Shareholders who represent at least three percent of the share capital may (a) request the publication of a supplement to this call notice, including one or more items on the agenda, provided that the item or items are accompanied by substantiation or, as appropriate, a justified proposal for resolution, and (b) submit reasoned proposals for resolutions on items already included or to be included on the agenda. This right must be exercised by serving duly authenticated notice (including the relevant documentation evidencing shareholder status) dispatched to the registered company address (Calle Santa Sabina 8, 28007-Madrid, marked for the attention of the "Shareholder Support Service" ("Servicio de Atención al Accionista") within five days following publication of this call notice.

## RIGHT OF INFORMATION

In accordance with the applicable legislation and, in particular, article 272 et seq. of the Capital Companies Law, it is placed on record that, as from the publication of this call notice, the shareholders have the right to examine and obtain at the Company's registered office, or request to be sent, immediately and free of charge, the following documents:

- the individual and consolidated financial statements and management reports of the Company and its consolidated group, and the Statement of Non-financial Information and Sustainability Information of the Company and its subsidiaries, the related audit reports and the proposed distribution of profit/loss, all relating to the financial year 2024;
- the full text of the proposed resolutions on the items of the agenda drawn up by the Board of Directors and the report issued by the Board of Directors in relation to items 12, 14 and 15 on the agenda;
- the report issued by the Board of Directors and the Sustainability, Corporate Governance, Appointments and Remuneration Committee regarding items 7 through 9 (containing the professional profile and biography of the directors whose re-election is proposed); and
- the Annual Report on Directors' Remuneration for the financial year 2024.

The General Shareholders' Meeting is also informed that no amendments were made to the Board of Directors Regulations approved since the last Annual Shareholders' Meeting, that is, since April 24, 2024.

All documents mentioned above are also available on the Company's website (www.prosegurcash.com).



Pursuant to the Capital Companies Law, up until the fifth day before the date scheduled for the General Shareholders' Meeting, shareholders may request of the Company (via certified mail with acknowledgment of receipt or in person at the following address: calle Santa Sabina, 8, 28007 – Madrid – "Shareholder Support Service" ("Servicio de Atención al Accionista"), specifying the identity of the shareholder making the request and the address to which the answer should be sent) any information or clarification that they see fit, or make any questions that they see fit, regarding (i) the matters on the agenda, (ii) the public information provided by the Company to the Spanish National Stock Market Commission since April 24, 2024, when the last General Shareholders' Meeting was held, and (iii) the auditor's reports.

## RIGHT OF ATTENDANCE, REPRESENTATION AND ATTENDANCE BY ELECTRONIC MEANS

Pursuant to article 16 of the Company's Bylaws, shareholders holding at least one thousand shares may attend the General Shareholders' Meeting, so long as they appear in the corresponding share registry at least five days before the scheduled date for the Shareholders' Meeting on first call, i.e., no later than April 24, 2025.

All shareholders having the right to attend the General Shareholders' Meeting may be represented by another person, even when not a shareholder. The proxy must be granted in writing, and the shareholder granting representation must complete and sign the attendance, proxy and vote card provided by the IBERCLEAR member entity with which the shares are deposited. In the case of corporate shareholders, a copy of a document evidencing that the natural person signing the attendance, proxy and voting card has the authority to represent the legal entity must be attached thereto.

Shareholders not holding the minimum number of shares to attend may give their proxy vote to a shareholder who does have the right to attend or form a group with other shareholders in the same situation until obtaining the necessary shares, in which case representation will be conferred in writing to one shareholder in the group. When opting to exercise this right to group shares together and designate a representative, the Company's Board of Directors must be notified thereof at least five days prior to the scheduled date of the General Shareholders' Meeting on first call. Otherwise, the representation will be considered to be invalid. The grouping must be confirmed in a document signed by all the grouped shareholders and drawn up specifically for each Shareholders' Meeting, designating the shareholder representing the group.

In accordance with article 14 of the Bylaws, the meeting will be held in person with the possibility of attendance by electronic means, that is, the meeting may be attended in person, remotely, granting proxies or casting votes before the Shareholders' Meeting is held, or attending it by electronic means.

All shareholders are urged to participate remotely by attending by electronic means or exercising their proxy and distance voting rights.

Attendance at the General Shareholders' Meeting by using electronic means that enable connection in real time with the presiding panel of the Shareholders' Meeting must comply with the following rules established by the Board of Directors:

## (i) <u>Provision</u>:

The Company will provide the corresponding application (the "Application") on the corporate website (<a href="www.prosegurcash.com">www.prosegurcash.com</a>) in the "General Shareholders' Meeting" section. This Application will be in operation from 9:00 a.m. on the morning of April 29, 2025 and, as the case may be, from 9:00 a.m. on the morning of April 30, 2025. The above notwithstanding, the Company will publish on its corporate website the basic instructions for using the Application sufficiently in advance to enable the proper knowledge and use of the rules by the shareholders.



## (ii) Registration:

Shareholders or their proxies must register on the Application at least one hour in advance of the scheduled start time of the General Shareholders' Meeting. Accordingly, no shareholder may register after 12:00 noon on April 29, 2025 or, as the case may be, after 12:00 noon on April 30, 2025.

Proxies or, as the case may be, shareholders attending on behalf of other shareholders, must indicate as such when registering in the section provided for such purpose in the Application and attach a scanned copy in "pdf" format of the proxy and remote voting card with the corresponding section duly completed and signed, unless the card has been sent to the Company on the terms indicated below. In the case of corporate shareholders, a scanned copy of a document evidencing the representative authority of the person signing the attendance, proxy and voting card must be attached thereto.

The presiding panel of the General Shareholders' Meeting and, as the case may be, the notary, will have direct access to the connection systems enabling attendance at the meeting so that they can have direct and immediate knowledge of any communications made by those attending and of any statements made by them.

Shareholders or their proxies must identify themselves using their qualified electronic signature, national identity document or any other ID document or system indicated in the Application.

## (iii) Votes:

In accordance with article 26.6 a) of the Shareholders' Meeting Regulations, shareholders not wishing to cast a vote in favor of the proposed resolutions regarding the items included on the agenda of the call notice must indicate so in the section provided for this purpose in the Application since the constitution of the General Shareholders' Meeting. The voting round via the computer application for shareholders attending by remote means will be open until 2:00 p.m. on the day of the meeting or at a later time indicated by the Chairman of the General Shareholders' Meeting.

## (iv) Information requests and speeches:

In accordance with article 21.3 d) of the Shareholders' Meeting Regulations, shareholders wishing to speak at the meeting and, if appropriate, ask questions, propose resolutions or request clarifications shall send them using the section provided for this purpose in the Application before the constitution of the meeting or at a later time indicated by the Chairman of the General Shareholders' Meeting.

Answers to shareholders who attend by electronic means and who exercise their right to information during the meeting will be provided in writing within seven days after the Shareholders' Meeting is held, although the answers may be given orally during the meeting.

## PROXIES AND VOTING BY REMOTE MEANS

Shareholders may grant proxies or cast their vote prior to the General Shareholders' Meeting through the following means of remote communication:

a) By post: sending their original attendance, proxy and remote vote card duly filled in and signed to the following address: calle Santa Sabina, 8, 28007 Madrid – "Shareholder Support Service" ("Servicio de Atención al Accionista"), indicating "Proxy and Remote Vote - 2025 General Shareholders' Meeting" ("Representación y voto a distancia - Junta General 2025") on the



envelope. In the case of corporate shareholders, a copy of a document evidencing that the natural person signing the attendance, proxy and voting card has the authority to represent the legal entity must be attached thereto.

- Via email: sending the company, via an e-mail, a scanned copy in "pdf" format of their proxy and remote voting card with the corresponding section duly filled in and signed, to: <a href="mailto:accionistascash@prosegur.com">accionistascash@prosegur.com</a>, indicating "Proxy and Remote Vote 2025 General Shareholders' Meeting" ("Representación y voto a distancia Junta General 2025") in the e-mail's subject. The email containing the document or the proxy and remote voting card must: (a) be signed electronically, or with a qualified electronic signature of the shareholder (based on a qualified and currently valid electronic certificate issued by the Spanish Certification Agency (CERES), an entity of the Spanish National Mint) or, alternatively, (b) include a scanned copy in "pdf" format of the national identity card or other official identity document. In the case of corporate shareholders, a scanned copy of a document evidencing that the natural person signing the attendance, proxy and voting card has the authority to represent the legal entity must be attached thereto.
- via the Application, identifying themselves by means of their qualified electronic signature, national identity document or any other ID document or system indicated in the Application and including a scanned copy in "pdf" format of their attendance, proxy and remote voting card duly completed in the corresponding section and signed. Likewise, in the case of corporate shareholders, a scanned copy of a document evidencing that the natural person signing the attendance, proxy and voting card has the authority to represent the legal entity must be attached thereto.

Shareholders may obtain their attendance, proxy and remote vote cards from the IBERCLEAR member entity with which the shares are deposited.

In accordance with the Bylaws and the Shareholders' Meeting Regulations, in order to be valid, proxies and votes cast via a remote means of communication other than the Application must both be received by the Company before midnight on the third day before the date scheduled for the General Shareholders' Meeting on first call, i.e., no later than midnight on April 26, 2025.

The validity of a proxy or vote may depend on confirmation of shareholder status, by verifying that the ownership and number of shares given by each of the persons sending their proxy or remotely voting match the data provided by IBERCLEAR. In case of discrepancy between the number of shares notified by the shareholder and the information in the IBERCLEAR file, the share number reported by IBERCLEAR will prevail for the purposes of quorum and voting.

Attendance in person at the General Shareholders' Meeting by any shareholder who has previously granted a proxy or cast a vote using means of distance communication shall render said proxy or vote null and void.

#### SUSPENSION OF ELECTRONIC SYSTEMS OR INTERCONNECTION FAILURES

Both for the granting of proxies or the casting of votes by means of distance communication and for remote attendance at the General Shareholders' Meeting, the Company reserves the right to modify, suspend, cancel or restrict the electronic proxy or voting and/or remote attendance mechanisms where advisable or necessary for technical or security reasons. Should any of these scenarios occur, it will be announced on the Company's website. The foregoing is without prejudice to the validity of proxies already granted, votes already cast and shareholders' attendance and representation rights.



The Company will not be liable for any damage caused to shareholders due to malfunctions, overloads, line failures, failed connections or any other contingency of the same or a similar nature, beyond the control of the Company, that hinders the use of the electronic proxy or voting and/or remote attendance mechanisms. Therefore, such circumstances will not constitute an unlawful deprivation of shareholder rights, although the Company may adopt the measures that each situation requires, such as temporarily suspending or extending the General Shareholders' Meeting if necessary to ensure that the shareholders or their proxies may fully exercise their rights.

### SHAREHOLDERS' ELECTRONIC FORUM

In accordance with current legislation, a Shareholders' Electronic Forum has been set up on the Company's website (<a href="www.prosegurcash.com">www.prosegurcash.com</a>), the use of which will comply with its legal purpose and the guarantees and working rules established by the Company and any duly legitimated shareholders or groups of shareholders may have access thereto.

#### **DATA PROTECTION**

Personal information sent by shareholders to the Company while exercising their attendance, proxy and voting rights for the General Shareholders' Meeting, or that has been provided by financial intermediaries where those shareholders have deposited their shares, will be used to manage the development, fulfillment and control of the shareholder relationship (in particular, but not limited to, the calling and holding of the General Shareholders' Meetings and their dissemination). This information will be included in a file for which the Company is responsible.

The data will be provided to the notary for the purposes of drawing up the notarized minutes of the General Shareholders' Meeting and may be made available to third parties in the exercise of their right to receive information laid down in the law or be made accessible to the public to the extent that they are included in the information available on the corporate website (<a href="www.prosegurcash.com">www.prosegurcash.com</a>) or are stated at the General Shareholders' Meeting, the proceedings of which may be recorded by audio-visual means and broadcast on such website. By attending the General Shareholders' Meeting, attendees consent to such recording and broadcast.

The owners of the information may exercise their rights to have access to, rectify, cancel and oppose in accordance with current laws, under the terms and in compliance with the requirements established therein, by sending a letter marked "Data Protection", and including details of their request to the following address: Prosegur Cash, S.A., calle Santa Sabina, 8, 28007 Madrid.

In the event that the shareholder includes personal information relating to other persons on the attendance, proxy and remote voting card, the shareholder must inform them of the categories in the previous paragraphs and fulfill any other requirements that may be applicable for the correct transfer of personal information to the Company, without the Company having to perform any additional action.

THE GENERAL SHAREHOLDERS' MEETING IS SCHEDULED TO BE HELD ON FIRST CALL, I.E., ON APRIL 29, 2025 AT THE AFOREMENTIONED PLACE AND TIME.

FOR ANY FURTHER INFORMATION WHICH MAY BE REQUIRED, SHAREHOLDERS MAY ADDRESS THE SHAREHOLDER SERVICE AT CALLE SANTA SABINA 8, 28007-MADRID, EITHER IN PERSON OR BY TELEPHONE ON 91 589 59 13, FROM 9:30 A.M. TO 1:30 P.M. FROM MONDAY TO FRIDAY, OR BY EMAIL TO THE FOLLOWING ADDRESS: <a href="mailto:accionistascash@prosegur.com">accionistascash@prosegur.com</a>

Madrid, February 25, 2025. The Non-Director Secretary of the Board of Directors, Ms. Renata Mendaña Navarro.