



Madrid, 30 March 2026

Pursuant to Article 226 of Act 6/2023, of 17 March, on the Securities Markets and Investment Services, Aena, S.M.E., S.A. (hereinafter, "**Aena**" or the "**Company**") hereby announces the following:

INSIDE INFORMATION

Aena, S.M.E., S.A., through its subsidiary Aena Desarrollo Internacional S.M.E., S.A., has resulted as the successful bidder in the assisted sale process for a 100% stake of the concessionaire company of Rio Galeão Airport, the main airport in Rio de Janeiro (Brazil), with a bid worth BRL 2.900 million (approximately EUR 483 million).

The purchase of the shares in the concessionaire company is subject to the execution of the sale and purchase agreement with the current shareholders, once the regulatory approvals have been secured, and the other conditions set out in the terms of reference for the assisted sale process have been met. The transfer shall take place once all these conditions have been satisfied. The closing of the transaction is expected to take place in the second half of 2026.

Aena will hold a call with analysts and investors in order to provide further details of the transaction tomorrow, 31 March 2026, at 09:00 (CET).

Access to the webcast shall be available at the following link:

<https://streamstudio.world-television.com/1531-2881-43139/en>

Participants must connect to the following numbers:

Spain: +34 919 01 16 44

United Kingdom: +44 20 3936 2999

USA: +1 (646) 664-1960

Access code: 264643

The Secretary to the Board of Directors

Elena Roldán Centeno



Acquisition by Aena of Rio Galeão airport concessionaire

30th March 2026 | Rio Galeão Airport



Disclaimer

Legal notice

This document has been prepared for informational purposes only and does not constitute an offer to sell, exchange or purchase, nor an invitation to submit purchase offers for securities issued by any of the entities mentioned. This document is not intended to make recommendations or provide any kind of advice.

This document may contain forward-looking statements and information related to the activities of Aena S.M.E., S.A.

These statements may include business projections or estimates, as well as references to plans, objectives and expectations, which in any case are subject to risks and uncertainties that could cause actual developments and final results to differ materially from those expressed in these projections, estimates and expectations. Unless required by applicable law, Aena S.M.E., S.A. assumes no obligation to publicly update these statements.”

Executive Summary

Agreement

Aena has been awarded in the Assisted Sale Process auction with the acquisition of 100% of the shares of Rio Galeão Airport concessionaire, for a bid value of 2.900 million Brazilian reals⁽¹⁾ (approx. 483 million euros⁽²⁾).

Regarding the payment, roughly 40% of the amount will involve a cash outflow from Aena and the rest will be financed through a debt issuance with a local entity, without recourse to the parent company.

The transaction is subject to the signing of a share purchase agreement with the current shareholders and to the usual conditions in this type of process, including regulatory approvals, and will be completed once all such conditions have been satisfied.



Asset

Aena is acquiring a thirteen-year concession (until May 2039) for one of the country's main international hubs, significantly strengthening Aena's position in the Brazilian aviation market. This acquisition complements its current participation in 17 airports and reinforces its long-term commitment to developing high-quality airport infrastructure in Brazil.

During 2025, Rio Galeão Airport managed 17.8 million passengers.

In 2024, with traffic of 14.4 million passengers, it recorded net revenues of 997 million reales⁽³⁾ and an EBITDA of 476 million reales, with a margin of 48%. Aeronautical and cargo revenues are regulated under a tariff framework updated for inflation.

The concession terms include the change from a fixed annual contribution plus a variable contribution of 5%, to a 20% variable contribution starting in 2026.

The concessionaire company is free of debt.



(1) Importe sujeto a ajustes por (a) inflación (IPCA) hasta el momento del pago y (b) variación en la caja del activo (2) Exchange rate 6,00 R\$/EUR. (3) Net revenues (ex construction and after deductions and indirect taxes)

Executive Summary

CAPEX

There is no requirement for mandatory investments, so the planned actions will be adapted to the needs of the passenger demand and traffic profile, in order to meet the service quality requirements that the concession contract establishes and to comply with safety and environmental protection regulations.

In the short term, a reinforcement in investment has been planned to update the infrastructure, improve operations and pavements rehabilitation. Once these actions have been completed, future investments will focus on maintenance and equipment renewal to maintain the required quality level.

Over the term of the concession, no capacity-expansion investments are expected to be necessary.



Closing

The transaction is subject to the formal execution of a Purchase Agreement with the existing shareholders and the standard conditions typical for such processes, including obtaining all necessary regulatory approvals.

The closing of the transaction will take place once these conditions have been fulfilled. The transaction is expected to be completed during the third quarter of 2026.



Strategic Fit

● Consolidation of its market position

Aena significantly strengthens its strategic positioning in Brazil, one of the largest and most dynamic airport markets in the world. With this acquisition, Aena becomes the leading airport operator in the country both in terms of the number of airports and the number of passengers.

Aena has been present in Brazil since 2019 through Aeroportos do Nordeste do Brasil (ANB) and, since 2022, in the Bloco de Once Aeroportos do Brasil (BOAB). Together, these two companies manage 17 airports spread across key regions of the country, which in 2025 recorded 45.7 million passengers, approximately 20% of the country's total air traffic.

In 2025, Rio Galeão served 17.8 million passengers⁽¹⁾, so once incorporated into the group, Aena Brazil's share would reach approximately 28% of the country's total traffic.

(1) c.7,5% of total traffic in Brazil

● Complement to Aena Brasil Network

Rio Galeão is an international hub with substantial available capacity and strong growth potential, as well as significant cargo activity, making the asset highly complementary to Aena Brasil's current network.

● Operational control and accounting consolidation

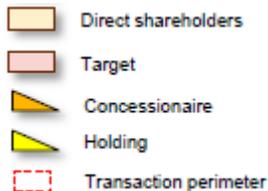
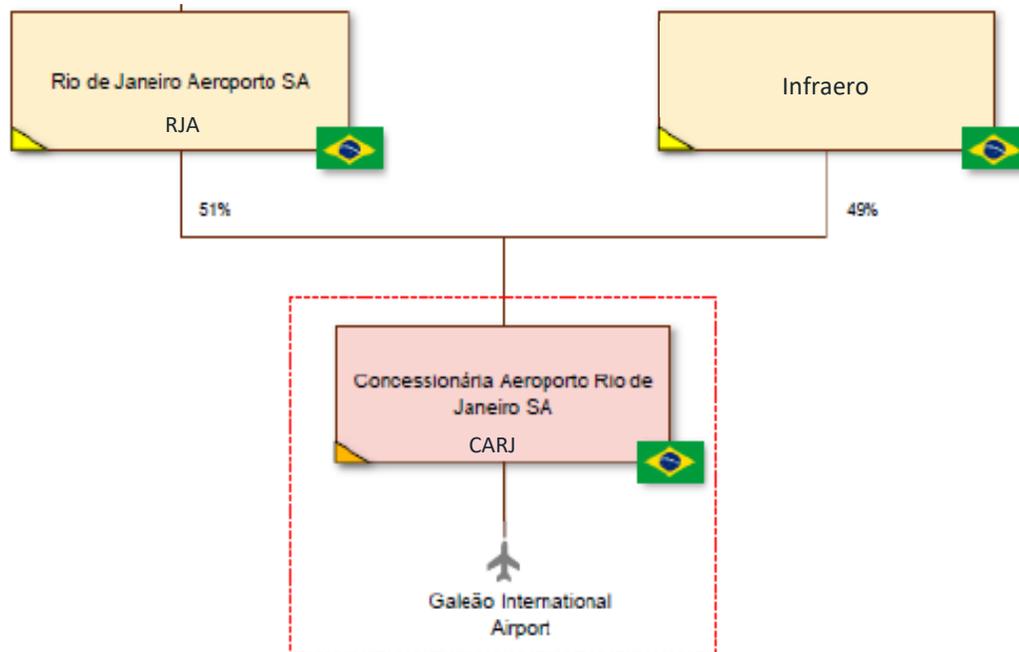
By acquiring 100% of the shares of the concessionaire, Aena meets its strategic objective of incorporating assets that allow for operational control and full accounting consolidation.

● Operational and Financial Efficiencies

The size and characteristics of the airport are, in general terms, similar to other assets within Aena's network. The experience, knowledge, and technical capabilities of Aena, both in Spain and Brazil, ensure the implementation of best practices and serve as a foundation for generating new efficiencies. Likewise, integration within the existing Aena Brazil organization will enable the creation of synergies.

The operation

Simplified organisational structure



Description

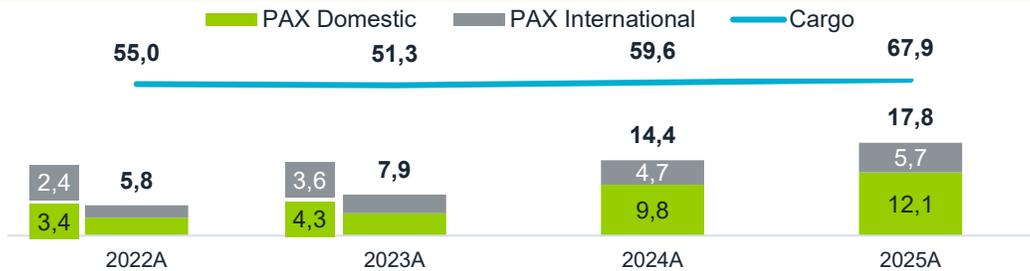
- The Transaction consists of the acquisition of 100% of the share capital of CARJ (Concessionaria Aeroporto Rio de Janeiro S.A.).
- Since April 2014, CARJ (RIOgaleão, its commercial brand) has managed Rio Galeão Airport. The concession has a 25-year term, until May 2039.
- CARJ is owned by Rio de Janeiro Aeroporto S.A. (RJA), which holds 51% of the share capital, and the Brazilian federal state-owned company Infraero, owning the remaining 49%.
- RJA is a Brazilian company with 30% ownership by an entity of the Changi Group and 70% by the Brazilian group Vinci Compass. However, Vinci holds an exit option if RJA is not awarded the process.
- Following the acquisition, Aena Internacional will own 100% of CARJ.

Galeão Airport-at-a-Glance

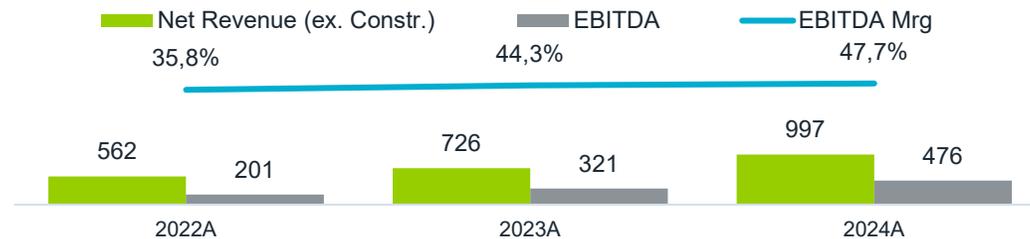
Descripción

- Founded in 1977, Galeão Airport (Tom Jobim International Airport) is operated by CARJ (under the commercial brand RIOgaleao) since April 2014
- The airport is ranked third by number of passengers and fourth in cargo transportation nationally
- It has received R\$ 2.7bn (c. €320m) in investments since the beginning of the concession.

PAX breakdown (#mm), Total Cargo ('000 ton)



Key financial metrics (R\$ mm)



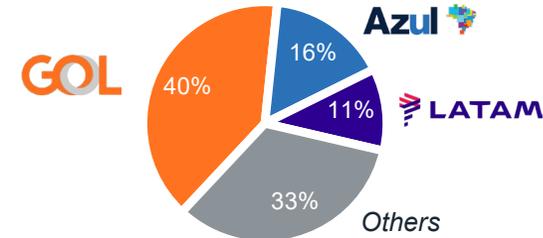
Source: Company Information

Notes: (1) subject to Vinci Compass and Changi jointly winning the relevant auction, which constituted the key condition precedent for completion, as well as to customary regulatory approvals; (2) Pending monetary correction.

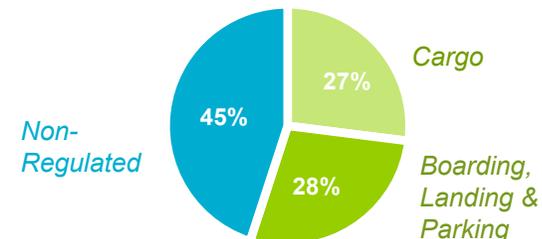
Key Concession Terms

End Concession	- May 2039
Contract term	- 25 years
Rate of return	- Regulatory WACC of 9,08%, BRL in real terms
Risk Allocation	- Traffic, revenues, Opex, Capex, Santos Dumont PAX Cap
Contract Regulation	- Tariffs adjusted by inflation

Airline Share (% flight share Jan-Aug/25)



Revenue – Average Mix (2022-25)



Key Highlights

Terminal Area	- 409.958 m ²
Runway Length	- Runway 10/28: 4.000 m - Runway 15/33: 3.180 m
Aircraft Stands	- 149 (general + commercial) - 31 (cargo)
Boarding Gates	- 77 (60 with jet bridges + 17 remote)

Geographic Footprint

State of Rio de Janeiro, Brazil

Galeão Airport, RJ



I 20km from Rio de Janeiro downtown

II Located next to a military air force base

III In the northern part of the city of Rio

Thank you

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2023 - 2025



Rumbo al desarrollo sostenible

Desarrollo
Social

Desarrollo
Económico

Sostenibilidad
Medioambiental



Empresa comprometida con los Objetivos de Desarrollo Sostenible (ODS) de Naciones Unidas



AGENDA
2030

Aena has been awarded the concession for Galeão International Airport, Rio de Janeiro's main airport

- The winning bid, determined by public tender, was BRL 2.900 million, equivalent to approximately EUR 483 million
- Rio de Janeiro-Galeão International Airport, with 17.8 million passengers in 2025, is the main airport of the city of Rio de Janeiro
- The transaction is expected to be completed in the second half of 2026
- With its arrival in Rio de Janeiro, *Aena Brasil* has taken a significant step towards establishing itself as the country's largest network of concessioned airports, comprising 18 facilities
- The Spanish airport operator consolidates its global leadership in terms of passenger numbers

30 March 2026

Aena, through its subsidiary *Aena Desarrollo Internacional*, has been awarded the contract following a public auction held on the B3 – São Paulo Stock Exchange for the concessionaire of Rio de Janeiro – Galeão International Airport, the main airport in Rio de Janeiro (Brazil). Aena has emerged as the successful bidder in the assisted sale process for 100% of the airport concessionaire, with a bid worth BRL 2.900 million (approximately EUR 483 million). Of the total amount of the transaction, part will be paid out of Aena's own funds, whilst the remainder will be financed through a loan from a local financial institution, without recourse to the parent company. The concession runs until May 2039.

The purchase of the concessionaire's shares is subject to the formalisation of the sale and purchase agreement with the current shareholders, once regulatory approvals and the other conditions set out in the terms of reference for the sale process have been met. The transfer will take place once all these conditions have been met. The transaction is expected to be completed in the second half of 2026.

Rio de Janeiro–Galeão International Airport is Brazil's third-busiest airport in terms of passenger volume, with 17.8 million passengers in 2025, of whom 5.7 million were international passengers. These figures consolidate it as the country's second-largest

air gateway, behind only Guarulhos. The airport also plays a significant role in air freight, handling both imports and exports: in 2025, it was the third-largest Brazilian airport in this sector, handling around 68,000 tonnes.

The current infrastructure has sufficient capacity to handle the expected traffic for the remainder of the concession period, and there is no contractual obligation to make further capital expenditure (Capex).

The Chairman and CEO of Aena, Maurici Lucena, has highlighted this corporate transaction, which demonstrates Aena's commitment to Brazil and the company's strategy in the international market: "Like all of Aena's operations, this one strictly adheres to the fundamental principle of creating value for its shareholders. *Aena Brasil* is, moreover, a clear example of Aena's ability to generate value-adding synergies, as this brings the total number of airports successfully operating as part of the network to 18, thereby contributing to the development of air transport in the country."

***Aena Brasil*: synergies from a network of 18 airports**

With this transaction, Aena has established itself as the operator of the largest network of concessioned airports in Brazil. Under the *Aena Brasil* brand, the Spanish airport operator has been fully managing six airports in the north-east of the country since 2020 and a further eleven in the states of São Paulo, Mato Grosso do Sul, Minas Gerais and Pará since 2022. Among *Aena Brasil's* most significant assets are Congonhas Airport in São Paulo – the country's second largest – and Recife Airport in the Northeast, to which Rio de Janeiro-Galeão International Airport has now been added.

The Spanish airport operator continues to roll out its network model, which involves managing a wide variety of airport types, ranging from international hubs to regional airports, as well as island airports and those dedicated solely to general aviation. This successful model fosters synergies in various areas and thus enhances efficiency in both management and operations.

Aena Brasil has an established team in the country that is currently working on an ambitious plan to invest in and enhance airport connectivity. Aena has been operating in Brazil for six years now and is therefore familiar with the specific characteristics of the domestic market; it has experience in local management and is well known to national, regional and local stakeholders.

About Aena Brasil

With the addition of Rio de Janeiro – Galeão International Airport, *Aena Brasil* now manages 18 airports in Brazil, handling over 62 million passengers. *Aena Brasil* is the brand under which Aena, the world's largest airport operator in terms of passenger numbers, operates in Brazil.

Aena manages 46 airports and two heliports in Spain. It also owns 51% of London Luton Airport, and in December 2025, it announced the purchase of a 51% stake in the new holding company that owns and operates 100% of Leeds Bradford Airport and 49% of Newcastle Airport in the United Kingdom, a transaction expected to be completed in the second quarter of 2026. Aena also operates 12 airports in Mexico and two in Jamaica.

Aena Brasil manages the airports at Recife (PE - State of Pernambuco), Maceió (AL - State of Alagoas), Aracaju (SE - State of Sergipe), João Pessoa (PB - State of Paraíba), Juazeiro do Norte (CE - State of Ceará) and Campina Grande (PB - State of Paraíba), Congonhas (SP - State of São Paulo), Campo Grande (MS - State of Mato Grosso do Sul), Corumbá (MS - State of Mato Grosso do Sul), Ponta Porã (MS - State of Mato Grosso do Sul), Santarém (PA), Marabá (PA - State of Pará), Carajás (PA - State of Pará), Altamira (PA - State of Pará), Uberlândia (MG - State of Minas Gerais), Montes Claros (MG - State of Minas Gerais) and Uberaba (MG - State of Minas Gerais).

In December 2025, Aena secured the largest financing deal in Brazil's airport sector: BRL 5.7 billion.