

METROVACESA, S.A. ("**Metrovesesa**" or the "**Company**") in compliance with the provisions of article 227 of the Spanish Securities Markets and Investment Services Act, approved by Law 6/2023, of 17 March, and concordant provisions, carries out the following

COMMUNICATION OF OTHER RELEVANT INFORMATION

The Board of Directors of Metrovesesa has resolved to call the Ordinary General Shareholders' Meeting to be held at calle Príncipe de Vergara, 187, Plaza de Rodrigo Uría, 28002 Madrid, on first call at 13:00 hours, on April 28, 2026 or, if the necessary quorum is not reached on such call, at 13:00 hours, on April 29, 2026, on second call.

It is hereby noted that, as from the date of publication of the announcement of the call, it will be available for consultation on Metrovesesa's corporate website (<https://metrovesesa.com>), among others, the proposed resolutions of the Board of Directors to be adopted, if applicable, by the above-mentioned General Shareholders' Meeting, the Annual Financial Report for the financial year ended December 31, 2025, the reports of the auditors for such financial year and the directors' statements of responsibility, as well as the documentation and information necessary for the shareholders to access the Electronic Shareholders' Forum and the Rules on the right to attend and on representation and voting by remote means of communication.

Attached to this communication is the full text of the notice of the Ordinary General Shareholders' Meeting and the proposed resolutions for the different items on the agenda, including the proposed resolution to distribute dividends against available reserves (share premium) in the amount of 0.90 euros per share, which implies an approximate amount of 136,508,706.90 euros, the payment of which is expected to take place on or around May 22, 2026.

Madrid, 25th of March, 2026

Metrovesesa, S.A.

**NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
METROVACESA, S.A.
TO BE HELD ON APRIL 28 AND 29, 2026,
AT FIRST AND SECOND CALL, RESPECTIVELY**

In accordance with the resolution adopted by the Board of Directors of Metrovacesa, S.A. (the “**Company**” or “**Metrovacesa**”), the Shareholders are hereby called to the Annual General Meeting of Shareholders to be held in calle Príncipe de Vergara, 187, Plaza de Rodrigo Uría, 28002 Madrid, at 13:00 hours on April 28, 2026, at first call or, if the necessary quorum is not reached in that meeting call, at 13:00 hours on April 29, 2026, at second call, to deliberate and decide on the business included in the following:

AGENDA

I. ITEMS FOR APPROVAL

- One.-** Review and approval, if applicable, of the individual annual financial statements of Metrovacesa, S.A. (balance sheet, profit and loss statement, statement of changes in equity, cash flow statement and notes to the financial statements) and the consolidated annual financial statements corresponding to the FY closed on December 31, 2025, and the directors' reports of Metrovacesa, S.A. and its consolidated group corresponding to the same FY.
- Two.-** Review and approval, if applicable, of the management and actions of the Board of Directors during the financial year ended on December 31, 2025.
- Three.-** Review and approval, if applicable, of the proposal for the individual appropriation of earnings corresponding to the financial year ended on December 31, 2025.
- Four.-** Approval, if applicable, of distribution of dividends charged to freely available reserves.
- Five.-** Re-election of the Company’s and its consolidated group’s financial auditors.
- Six.-** Re-election of directors.
- 6.1 Re-election of Mr. Ignacio Moreno Martínez.
 - 6.2 Re-election of Ms. Azucena Viñuela Hernández.
 - 6.3 Re-election of Mr. Jorge Pérez de Leza Eguiguren.
 - 6.4 Re-election of Mr. Carlos Manzano Cuesta.
 - 6.5 Re-election of Mr. Cesáreo Rey-Baltar Oramas.
 - 6.6 Re-election of Ms. Ana Bolado Valle.
- Seven.-** Approval of the new Directors’ Remuneration Policy.

- Eight.-** Approval of a long-term incentive plan involving the delivery of shares, aimed at members of the management team of Metrovacesa, S.A., including the Chief Executive Officer.
- Nine.-** Authorization to shorten the period of the call of Extraordinary General Meetings.
- Ten.-** Delegation of powers for the formalization, registration, development, interpretation, rectification, and execution of the adopted resolutions.

II. ITEMS FOR ADVISORY VOTE

- Eleven.-** Advisory vote on the annual report on remuneration of the Directors corresponding to the FY closed on December 31, 2025.

SUPPLEMENT TO THE MEETING NOTICE AND REASONED RESOLUTION PROPOSALS

Shareholders who represent at least three percent of the share capital may request that a

supplement to this meeting notice be published in order to include one or more items in the agenda, as long as the new items are accompanied by justification or, if applicable, a reasoned resolution proposal. This right must be exercised through certified notification, which will have to be received at the registered offices of the Company (Metrovacesa, S.A., C/ Puerto de Somport, 23, Edificio A, Planta 1, 28050 Madrid) within five days following the publication of this meeting notice.

Likewise, shareholders who represent at least three percent of the share capital may, within the same period of five days following the publication of this meeting notice, present reasoned resolution proposals on matters that are already included or that should be included in the agenda in accordance with the provisions set forth in article 519.3 of the Corporate Enterprises Act.

The notification letter must record the name or corporate name of the requesting shareholder or shareholders, and the appropriate documentation will be attached – copy of the attendance, delegation, and remote voting card or shareholding certificate – that proves their shareholder status, so that this information can be checked against the information provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear), as well as the content of the item(s) raised by the shareholder or the content of the proposal(s) made by the shareholder.

In the event that the shareholder raises a new item or items of the agenda, said shareholder may be required to accompany the proposal or proposals and the justifying report or reports of the proposals referenced in the items included in the supplement, in the events in which it may be legally necessary.

RIGHT TO INFORMATION AND CONSULTATION, DELIVERY OR DISPATCH OF DOCUMENTATION

In accordance with the provisions set forth in Article 518 of the Corporate Enterprises Act, as from publication of the announcement of the General Meeting, the following documents and information (among others) will be available to the shareholders, without interruption, through the Company's website (www.metrovacesa.com/en):

- The complete text of the notice of the Annual General Meeting of Shareholders.
- The total number of shares and voting rights on the date of the notice of the Annual General Meeting of Shareholders.
- The complete text of the proposals of resolutions to be adopted, if applicable, by the Annual General Meeting of Shareholders of the Company in relation to each one of the items included in the agenda, as well as justifications of the resolutions formulated by the Board of Directors.
- Annual Financial Report corresponding to the financial year ended on December 31, 2025, which includes the individual and consolidated annual financial statements, the individual and consolidated directors' reports, the respective reports of the auditors of the annual financial statements corresponding to that year, and the responsibility statements of the company directors.
- Annual Corporate Governance Report corresponding to the FY closed on December 31, 2025.
- Audit Committee Report on the independence of the external auditor.
- Audit Committee Report on related-party transactions.
- Report on the Activities of the Audit Committee in 2025.
- Report on the Activities of the Appointments, Remuneration and Sustainability Committee in 2025.
- Annual sustainability report.
- Annual report on remuneration of the Company's directors corresponding to the FY closed on December 31, 2025, which is submitted for an advisory vote as a separate agenda item.
- Proposal by the Appointments, Remuneration and Sustainability Committee for the re-election of Mr. Ignacio Moreno Martínez as director.
- Proposal by the Appointments, Remuneration and Sustainability Committee for the re-election of Ms. Azucena Viñuela Hernández as director.
- Report and proposal by the Board of Directors on the re-election of Mr. Jorge Pérez de Leza Eguiguren as a director of the Company, including

the prior favourable report of the Appointments, Remuneration and Sustainability Committee.

- Report and proposal by the Board of Directors on the re-election of Mr. Carlos Manzano Cuesta as a director of the Company, including the prior favourable report of the Appointments, Remuneration and Sustainability Committee.
- Report and proposal by the Board of Directors on the re-election of Mr. Cesáreo Rey-Baltar Oramas as a director of the Company, including the prior favourable report of the Appointments, Remuneration and Sustainability Committee.
- Report and proposal by the Board of Directors on the re-election of Ms. Ana Bolado Valle as a director of the Company, including the prior favourable report of the Appointments, Remuneration and Sustainability Committee.
- Report of the Appointments, Remuneration and Sustainability Committee on the approval of the new Directors' Remuneration Policy of the Company, together with the reasoned proposal submitted by the Board of Directors in relation to item seven of the agenda.
- Directors' Remuneration Policy 2027-2029.
- Report by the Appointments, Remuneration and Sustainability Committee on the approval of a long-term incentive plan involving the delivery of shares, aimed at members of the management team of Metrovacesa, S.A., including the Chief Executive Officer, together with the reasoned proposal submitted by the Board of Directors in relation to item eight of the agenda.
- The form or model of the attendance, delegation, and remote voting card.
- Operating rules of the Shareholders' On-line Forum.
- Rules on the right to attend, on representation, and on voting by means through remote communication.
- Valid requests for information, clarifications, or questions made by the shareholders in the exercise of their right to information and the replies that, if applicable, are made by the directors.
- The current texts of the Articles of Association, of the Regulations of the General Meeting of Shareholders, of the Regulations of the Board of Directors, and of all other documents that may form a part of the System of Corporate Governance.

Likewise, in accordance with articles 272 and 287 of the Corporate Enterprises Act, any shareholder may not only examine (at the registered offices) but also request the free delivery or dispatch (which may be done via e-mail with acknowledgement of receipt if the shareholder accepts this means) of the documentation that has been submitted to the approval of the General Meeting of Shareholders in the cases in which

it is legally applicable, particularly including the Annual Financial Report corresponding to the financial year ended on December 31, 2025, the mandatory reports of the directors, and all other documentation that, on the occasion of holding this Annual General Meeting of Shareholders, must necessarily be made available.

In accordance with articles 197 and 520 of the Corporate Enterprises Act, as from the same publication day of the notice of the General Meeting and up to the fifth day prior to the day planned for holding the Meeting, inclusive, or verbally while the Meeting is being held, shareholders may request from the Board of Directors (regarding the business included in the agenda) all the information or clarifications that they deem necessary or formulate in writing the questions that they deem pertinent.

Moreover, with the same advance notice and in writing, or verbally while the Meeting is being held, shareholders may request all the clarifications that they deem necessary regarding information available to the public, which the Company had provided to the National Securities Market Commission as from the last General Meeting, and regarding the auditor's report.

Barring the cases expressly provided for by law, the Board of Directors will be bound to provide the requested information, in writing, up to the day when the General Meeting is held. Regarding verbal requests that are made while the General Meeting is being held, if it is not possible to satisfy the shareholder's right at that time, the Board of Directors will be bound to provide the information in writing within seven days following the end of the Meeting.

Requests for information may be made by delivering a request at the registered offices; by means of on-line communication through the Company's website (www.metrovacesa.com/en), in the established place and manner; or by sending it to the Company as detailed below:

METROVACESA, S.A. Shareholders' Office

C/ Puerto de Somport, 23, Edificio A, Planta 1, 28050 Madrid

E-mail: investor.relations@metrovacesa.com

Telephone: +34 913 183 700

In the event that the request is made through electronic communication via e-mail sent to the address investor.relations@metrovacesa.com, it must incorporate a Valid Electronic Signature for the purpose of providing the system with adequate guarantees of authenticity and identification of the shareholder who is exercising their information right.

Regardless of the media that may be used, a shareholder's request must include their name and surnames, together with the accreditation of the shares that they hold, by means of a copy of the attendance card issued by the entity participating in Iberclear or a shareholding certificate, for the purpose of checking this information against the list of shareholders and the number of shares in their name provided by Iberclear for the General Meeting in question. The shareholder shall be responsible for proving that a request has been sent to the Company in the proper time and manner.

The website of the Company will detail the pertinent explanations for exercising the shareholder's right to information under the terms provided for in applicable legislation.

Requests from shareholders will be answered, if applicable, after having verified the requesting person's identity and status as a shareholder, before the General Meeting of Shareholders and using the same means used to formulate the requests, unless the shareholder indicates that a different one is deemed suitable for this purpose. In any event, the information in question may be dispatched through certified mail with acknowledgement of receipt or through certified fax.

SPECIAL INFORMATION INSTRUMENTS

In accordance with article 539.2 of the Corporate Enterprises Act and under the terms referenced in the same, in order to facilitate shareholder communications prior to holding the General Meeting, a Shareholders' On-line Forum will be enabled on the Company's website. It may be accessed, with due guarantees, by both individual shareholders and voluntary associations of shareholders that, pursuant to said article, may be established.

The Forum can be used to publish proposals that shareholders would like to submit as supplements to the agenda announced in the meeting notice, in addition to requests for adherence to such proposals, initiatives for reaching the sufficient percentage for exercising a minority right provided for by law, and offers or requests for voluntary representation.

Access to the Forum and the terms and conditions of the use and operation thereof will be governed by the provisions set forth in this notice and in the operating rules of the Shareholders' On-line Forum, whose content can be consulted on the Company's website.

RIGHT TO ATTEND

The rights of attendance, representation, and voting of the Shareholders will be governed by the provisions set forth in the Law and in the Articles of Association. In accordance with article 12 of the Articles of Association, General Meetings may be attended by holders of ten or more shares who, five days in advance of the day when the General Meeting is held, are recorded in the corresponding record of shareholders and have been provided with the corresponding attendance card, which will indicate the number of shares they hold and the number of votes they can cast. The attendance card issued by entities participating in Iberclear may be used by the holders of shares who provide evidence of having them registered at least five days in advance of the date when the General Meeting of Shareholders is due to be held.

REPRESENTATION

In accordance with article 12 of the Articles of Association and article 15 of the Regulations of the General Meeting of Shareholders, all shareholders with a right to vote may be represented at the General Meeting of Shareholders by another person, even though they may not be a shareholder. Representation must be conferred

especially for each General Meeting of Shareholders. Representation must be conferred **in writing** or means of **postal correspondence**, or by **electronic communication** through the application available on the corporate website (www.metrovacesa.com/en).

The delegation of representation must be completed and signed by the shareholder, who must sign the corresponding attendance card.

The conferred representation will have to be received by the Company before 23:59 hours on the day immediately prior to the day planned for holding the General Meeting of Shareholders at the first meeting call. Otherwise, it will be understood that representation has not been given.

The documents used to record representations for the General Meeting must at least include the following mentions:

- (i) The date when the General Meeting is going to be held and the agenda.
- (ii) The identity of the represented person and of the representative.
- (iii) The number of shares of which the shareholder granting representation is the holder.
- (iv) Instructions from the shareholder granting the representation about how to vote for each one of the items of the agenda, if applicable.

The Chair of the General Meeting of Shareholders or the persons designated by mediation of the Chair shall be deemed empowered to determine the validity of the proxies granted and verify compliance with the requirements for attendance of the General Meeting of Shareholders.

The provisions set forth in the preceding paragraphs will not be applicable whenever the representative is a spouse, ascendant relative, or descendant relative of the represented shareholder and thus proves it, or when the former has a general power of attorney granted in a public deed, with powers to administer the entire estate held by the represented shareholder in the national territory, and therefore submits it.

Whenever representation may be conferred by **postal mail**, only that which is addressed to the Company to the attention of the Shareholder Office, at the registered corporate headquarters located at C/ Puerto de Somport, 23, Edificio A, Planta 1, 28050 Madrid, will be considered valid. It must be done by sending a letter to the Company, which thereby records the conferred representation, accompanied by the attendance card issued by the participating entity in Iberclear, duly signed and with the corresponding section filled out by the shareholder.

In the event that the attendance card issued by the participating entity in Iberclear does not include the section pertaining to delegation or it were incomplete, the shareholder may use the attendance card made available to shareholders by the Company on its website (www.metrovacesa.com/en). Said attendance card, duly signed, must be sent to the Company by means of postal mail at the address indicated in the preceding paragraph, together with the corresponding attendance card issued by the participating entity in Iberclear, duly signed.

Representation may always be revoked. Personal attendance (in person or remotely) by the principal at the General Meeting of Shareholders will, in any event, constitute revocation of representation. Likewise, the shareholder's vote will prevail over delegation, and therefore, delegations previously issued will be understood to be revoked and those conferred subsequently will be considered to not have been made.

When conferred by **electronic communication** using the application available on the corporate website (www.metrovacesa.com/en), shareholders delegating their vote must access the electronic platform provided for that purpose on the Company's website (www.metrovacesa.com/en), and must provide proof of their identity through one of the following means: (i) Electronic National Identity Document; (ii) recognised electronic certificate, of which there is no record of its revocation, issued by the Spanish Mint's Public Certification Authority (CERES); or (iii) the "username and password" credentials that the shareholder or their representative will receive at their email address, following the verification of their identity and status as a shareholder or representative, through a special registration form available in the General Shareholders' Meeting section of the corporate website.

Shareholders may request their user credentials/password to be able to delegate their vote via electronic means no later than 13:00 hours on April 27, 2026.

REMOTE VOTING METHODS

Shareholders entitled to attend and vote may cast their vote on proposals pertaining to the items included in the agenda prior to the Meeting, by means of **postal correspondence** under the terms provided by Law and in article 28 of the Regulations of the General Meeting of Shareholders, or via **electronic communication** using the application available on the corporate website (www.metrovacesa.com/en).

Mail-in votes will be cast by sending in a letter via postal correspondence addressed to the Company to the attention of the Shareholder Office, at the registered corporate headquarters, located at Parque Empresarial Vía Norte, C/ Puerto de Somport, 23, Edificio A, Planta 1, 28050 Madrid, thereby recording the vote, accompanied by the attendance card issued by the entity or entities in charge of keeping the record of shareholders, duly signed and completed by the shareholder.

When voting by **electronic communication** using the application available on the corporate website (www.metrovacesa.com/en), shareholders voting remotely must access the electronic platform provided for that purpose on the Company's website (www.metrovacesa.com/en) and must provide proof of their identity through one of the following means: (i) Electronic National Identity Document; (ii) recognised electronic certificate, of which there is no record of its revocation, issued by the Spanish Mint's Public Certification Authority (CERES); or (iii) the "username and password" credentials that the shareholder or their representative will receive at their email address, following the verification of their identity and status as a shareholder or representative, through a special registration form available in the General Shareholders' Meeting section of the corporate website.

Shareholders may request their user credentials/password to be able to delegate their vote via electronic means no later than 13:00 hours on April 27, 2026.

In order for a mail-in or electronic vote to be valid, it must be received by the Company before 23:59 hours on the day before the General Meeting of Shareholders is scheduled to be held. Otherwise, it will be understood that the vote has not been cast.

Shareholders with a right to attend who cast their remote vote under the stated terms, pursuant to the provisions set forth in the Articles of Association, will be considered to be present for the purposes of establishing a quorum for the General Meeting of Shareholders in question.

Documents that record representations for the General Meeting of Shareholders will reflect the instructions on how to vote. If no express instructions are given, it will be understood that the representative will vote in favour of the proposals of resolutions formulated by the Board of Directors regarding the items included in the Agenda.

In the event that any other business not included in the Agenda may be submitted to a vote, wherefore it was unknown on the delegation date, the representative must cast the vote as they deem appropriate, therefore considering the interests of both the Company and their principal.

A remote vote will be void:

- 1) By subsequent and express revocation made by the same means used to issue it and within the deadline established for doing so.
- 2) By personal or remote attendance at the meeting by the shareholder who had cast the vote or attendance by their representative.
- 3) Due to disposal of the shares prior to holding the General Meeting of Shareholders, of which the Company had knowledge.

For the purpose of the provisions set forth in articles 523 and 526 of the Corporate Enterprises Act, you are hereby informed that the Chair of the Meeting, as well as any other member of the Board of Directors, may find themselves to be in a conflict of interests regarding (i) points Two (examination and approval, if applicable, of the management and actions of the Board of Directors during the financial year ended on December 31, 2025); and (ii) the events included in sections a), b), c), and d) of article 526.1 Corporate Enterprises Act (appointment, re-election, or ratification of directors; dismissal, separation, or termination of directors; exercise of corporate social responsibility and approval or ratification of company operations with the director in question) which could be presented outside the agenda in accordance with the Law. Additionally, directors Mr. Ignacio Moreno Martínez, Ms. Azucena Viñuela Hernández, Mr. Jorge Pérez de Leza Eguiguren, Mr. Carlos Manzano Cuesta, Mr. Cesáreo Rey-Baltar Oramas and Ms. Ana Bolado Valle may have a conflict of interest regarding item Six of the agenda (Re-election of directors).

In the event that the representative is involved in a situation of conflict of interest regarding any of the items included in the agenda or that could be presented outside

the agenda in accordance with the Law, and the shareholder had not given precise voting instructions for each one of those items, then the representative must abstain. In this case, it will be understood that the principal has also designated, as joint and successive representatives, the Chair of the General Meeting of Shareholders; and if the Chair were in a conflict of interest, then the Secretary of the General Meeting of Shareholders, and if the Secretary were in a conflict of interest, then the non-member Vice-Secretary to the Board of Directors, if one had been appointed.

The Company reserves the right to amend, suspend, cancel, or restrict the remote voting and delegation mechanisms whenever it may be required due to technical or security reasons. Likewise, the Company reserves the right to request the additional means of identification of shareholders that it deems appropriate to guarantee the identity of the parties, to guarantee the authenticity of the vote or of the conferred representation, and in general to guarantee the legal certainty of the act of the General Meeting of Shareholders.

Metrovacesa, S.A. may not be held liable for the damages that could be caused to a shareholder as a result of breakdowns, overloads, line ruptures, connection failures, poor operation of the mail service, or any other eventuality of the same or similar nature, all beyond the Company's control, which prevent using the remote voting and delegation mechanisms.

REMOTE ATTENDANCE AND VOTING

In accordance with the provisions of Article 12 of the Company's Articles of Association, the Board of Directors of the Company has decided to enable the option of attending the General Meeting of Shareholders and voting by electronic means. This will allow shareholders and proxy holders to connect in real time, participate and vote remotely on the day of the General Meeting.

Directors may attend the meeting by audio or video conference.

1. Remote attendance

The method of attending the Meeting remotely will be made available to the shareholders on the Company's website (www.metrovacesa.com/en), accessing the area concerning the Annual General Meeting of Shareholders, remote attendance section, between 9:00 hours and 12:45 hours on the day of the meeting (i.e., on April 28, 2026, at first call and, if applicable, on April 29, 2026, at second call).

For this purpose, shareholders wishing to attend the Meeting electronically must register in the online platform set up for this purpose on the Company's website (www.metrovacesa.com/en), providing proof of their identity through one of the following means: (i) Electronic National Identity Document; (ii) recognised electronic certificate, of which there is no record of its revocation, issued by the Spanish Mint's Public Certification Authority (CERES); or (iii) the "username and password" credentials that the shareholder or their representative will receive at their email address, following the verification of their identity and status as a shareholder or representative, through a special registration form available in the General Shareholders' Meeting section of the corporate website.

Shareholders may request their user credentials/password to be able to delegate their vote via electronic means no later than 13:00 hours on April 27, 2026.

Those attending electronically who have been granted proxies must notify the Company in advance by sending an e-mail to the following address investor.relations@metrovesesa.com, before 13:00 hours on April 27, 2026, attaching a copy of the proxy granted, or the powers of attorney in the case of a legal person, as well as a copy of the national ID document or passport of the representative. If they choose to access by means of a username/password, they must make the relevant request for credentials indicated in the previous paragraph.

From the moment shareholders or their representatives access the section dedicated to the Ordinary General Shareholders' Meeting under the Remote Attendance section on the Company's website (www.metrovesesa.com) through the enabled telematic means, and until the Chairman of the Meeting begins the intervention round, they may participate or request any information or clarifications they deem necessary regarding the matters included in the Agenda.

Moreover, during the course of the Meeting and until immediately before voting on the proposals begins, shareholders or their representatives, by means of the system set up for remote attendance, may propose the adoption of agreements on matters not included in the Meeting's Agenda, in such cases where the Law so allows.

Any of the shareholders or representatives attending remotely who wish to inform the Notary that they are leaving the Meeting must do so by sending an electronic communication by means of the system set up for remote attendance on the Company's website (www.metrovesesa.com/en), accessing the area concerning the Annual General Meeting, remote attendance section. Once the Notary has been apprised of the shareholder's or representative's express wish to leave the Meeting any subsequent action performed remotely shall be understood to be void.

Personal or remote attendance at the Meeting by a shareholder who had delegated or previously voted remotely, regardless of the means used to cast the vote, will invalidate said delegation or vote. Moreover, note that, in the event, personal attendance shall override remote attendance, voiding the latter.

2. Remote voting

Shareholders or their representatives taking part in the Meeting remotely may vote using the method set up for remote attendance in the Company's website (www.metrovesesa.com/en), accessing the area concerning the Annual General Meeting of Shareholders, remote attendance section, at any time from their registration until such time as voting begins.

The remote voting mechanism incorporates the proper guarantees of authentication and identification of the shareholder exercising the voting rights and the security of electronic communications.

Shareholders wishing to vote remotely must indicate how they wish to vote on each of the matters (items) on the Agenda. If, in relation to any of the items on the Agenda, the shareholder does not indicate how they wish to vote, that shareholder will be understood to be voting in favour of the Board of Directors' proposals concerning the matters included in the Agenda which the Board of Directors has compiled.

In all matters not expressly regulated by this announcement, the same regulations provided in the Regulations of the General Meeting of Shareholders in connection with voting and adopting resolutions shall apply to shareholders attending the Meeting remotely as apply to shareholders attending the meeting in person.

NOTARY INTERVENTION

In application of article 203 of the Corporate Enterprises Act, the Board of Directors has resolved to require the presence of a Notary for drafting the minutes of the meeting.

PERSONAL DATA

The personal data that shareholders send to Metrovacesa for exercising their rights of attendance, delegation, and voting at the General Meeting or that may be provided by banking entities and securities companies and agencies where shareholders may have deposited their shares, through the entity that is responsible for keeping the record of shareholders, will be processed for the purpose of managing the development of, compliance with, and control of the existing shareholder relationship regarding the meeting notice and holding the General Meeting of Shareholders. These data will be incorporated in a file whose controller is Metrovacesa. In the event that the attendance or delegation card includes personal data referring to natural persons other than the holder, the shareholder must have the consent of the holders for the transfer of personal data to Metrovacesa and must inform them of the items included in this meeting notice regarding personal data processing.

Data subjects will be able to exercise their rights of access, rectification, cancellation, and objection, in accordance with the provisions set forth in legislation in force and under the terms and complying with the requirements set forth in the same, by addressing a letter identified by the reference "Data Protection", and thereby specifying their request, sent to the following address: Parque Empresarial Vía Norte, C/ Puerto de Somport, 23, Edificio A, Planta 1, 28050 Madrid.

ADDITIONAL INFORMATION

Metrovacesa expects that **in all probability the Meeting will be held at first call on April 28, 2026**, and it provides information via its website (www.metrovacesa.com/en) in regard to the potential changes or measures to adopt in connection with the General Meeting of Shareholders. In any case, shareholders are asked that in the days prior to the Meeting they consult the Company's website (www.metrovacesa.com/en) or contact the Company by phone on (+34) 913 183 700, for the latest available information, with the aim of ensuring that shareholders so wishing can fully exercise their rights without attending the meeting in person.

In any event, Metrovacesa shall adopt such measures as it deems appropriate or necessary to protect the health of its directors, suppliers, shareholders and employees.

Madrid, March 26, 2026.

Non-member Secretary to the Board of Directors

Mr. Lucas Osorio Iturmendi

**PROPOSALS FOR RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF METROVACESA, S.A.
CONVENED FOR APRIL 28 AND 29, 2026
AT FIRST AND SECOND CALL, RESPECTIVELY**

I. ITEMS FOR APPROVAL

FIRST ITEM ON THE AGENDA

Review and approval, if applicable, of the individual annual financial statements of Metrovacesa, S.A. (balance sheet, profit and loss statement, statement of changes in equity, cash flow statement and notes to the financial statements) and the consolidated annual financial statements corresponding to the FY closed on December 31, 2025, and the directors' reports of Metrovacesa, S.A. and its consolidated group corresponding to the same FY.

JUSTIFICATION OF THE RESOLUTION

In accordance with Article 164 of the Recast Text of the Corporate Enterprises Act, approved by Legislative Royal Decree 1/2010 of July 2, (the “**Corporate Enterprises Act**”), the Annual General Meeting will necessarily meet within the first six months of each year to, if applicable, approve the corporate management, approve the accounts of the preceding financial year, and decide on the appropriation of earnings.

It is hereby recorded for the purpose of the provisions set forth in Article 272 of the Corporate Enterprises Act that all documentation has been made available to the shareholders, immediately and free of charge, as of the publication date of the meeting announcements of this Annual General Meeting.

The following is proposed:

Approve the individual annual financial statements of Metrovacesa, S.A. (balance sheet, profit and loss statement, statement of changes in equity, cash flow statement and notes to the financial statements) and the consolidated annual financial statements including the subsidiaries (balance sheet, income statement, statement of changes in equity, cash flow statement and notes to the financial statements) corresponding to the financial year ended on December 31, 2025, as well as the individual and consolidated directors' report corresponding to the same FY, all of which were prepared by the Board of Directors in its meeting on February 23, 2026.

SECOND ITEM ON THE AGENDA

Review and approval, if applicable, of the management and actions of the Board of Directors during the financial year ended on December 31, 2025.

JUSTIFICATION OF THE RESOLUTION

In accordance with Article 164 of the Corporate Enterprises Act, the Annual General Meeting will necessarily meet within the first six months of each year to, if applicable, approve the corporate management, approve the financial statements of the preceding financial year, and decide on the appropriation of earnings.

It is hereby recorded for the purpose of the provisions set forth in Article 272 of the Corporate Enterprises Act that all documentation has been made available to the shareholders, immediately and free of charge, as of the publication date of the meeting announcements of this General Meeting.

The following is proposed:

Approve the corporate management and actions of the Board of Directors of Metrovacesa S.A. during the financial year ended on December 31, 2025.

THIRD ITEM ON THE AGENDA

Review and approval, if applicable, of the proposal for the individual appropriation of earnings corresponding to the financial year ended on December 31, 2025.

JUSTIFICATION OF THE RESOLUTION

In accordance with Article 164 of the Corporate Enterprises Act, the Annual General Meeting will necessarily meet within the first six months of each year to, if applicable, approve the corporate management, approve the financial statements of the preceding financial year, and decide on the appropriation of earnings.

It is hereby recorded for the purpose of the provisions set forth in Article 272 of the Corporate Enterprises Act that all documentation has been made available to the shareholders, immediately and free of charge, as of the publication date of the meeting announcements of this General Meeting.

The following is proposed:

Approve the following proposal for the appropriation of earnings:

PROPOSAL FOR THE APPROPRIATION OF EARNINGS OF METROVACESA, S.A. (INDIVIDUAL) (in thousands of euros):

- ***Profit during the financial year: 48,711***
- ***Appropriation:***
 - ***Legal reserve: 4,871***
 - ***Prior years' losses: 43,840***

FOURTH ITEM ON THE AGENDA

Approval, if applicable, of distribution of dividends charged to freely available reserves.

JUSTIFICATION OF THE RESOLUTION

Pursuant to Art. 273.2 of the Corporate Enterprises Act, once the reserves stipulated by the Law or the Articles of Association have been covered, the companies may distribute dividends charged to profits or to freely available reserves, if the value of equity is not less than the share capital and this situation does not arise as a result of the distribution.

Although the third item on the agenda is the proposed appropriation of 2025 results, consisting of distribution to the Legal Reserve and Prior Years' Losses, it is considered appropriate to propose to the General Meeting the distribution among the shareholders of freely available reserves (issue premium), in the amount of 0.90 euros per share.

This distribution is justified by the adequate structure of the Company's balance sheet as of December 31, 2025.

For all pertinent purposes, we state for the record that (i) there is sufficient liquidity for this distribution, taking into account the operating cash generated by the Company during the FY from its activities of promotion and sale of land; (ii) after this distribution, the value of equity will continue to be greater than the share capital; and (iii) the remaining requirements set forth in Art. 273 of the Corporate Enterprises Act for carrying out this distribution have been complied with.

The following is proposed:

To approve the distribution of dividends amounting to 0.90 euros/share charged to freely available reserves (issue premium), giving an approximate total of 136,508,706.90 euros.

Dividends will be payable on or around May 22, 2026.

It is hereby stated that, following the approved dividend distribution, the Company equity shall continue to be higher than its share capital.

FIFTH ITEM ON THE AGENDA

Re-election of the Company's and its consolidated group's financial auditors.

JUSTIFICATION OF THE RESOLUTION

PriceWaterhouseCoopers Auditores, S.L., the current audit firm of the Company and its group, was appointed in the Annual General Meeting of Shareholders in 2016 for an initial period of three years. This period ended with the close of the 2018 financial year (on December 31, 2018).

Furthermore, PriceWaterhouseCoopers Auditores, S.L. was re-elected as the auditor of the accounts of the Company and its consolidated group for one-year periods for the fiscal years 2019, 2020, 2021, 2022, 2023, 2024 and 2025, respectively.

Under Article 264 of the Corporate Enterprises Act, the appointment of auditors is the responsibility of the General Meeting and must be made before the end of the fiscal year under review.

Pursuant to Arts. 529 quaterdecies.4 d) of the Corporate Enterprises Act and 51.3 d) of the Corporate Bylaws, it is the responsibility of the Audit Committee to propose to the Board of Directors, for submission by it to the General Shareholders' Meeting, the appointment of the financial auditors, a proposal that was made in its session on March 23, 2026.

Applying these precepts, and following a proposal from the Company's Audit Committee, the renewal of the current auditing firm for the fiscal year 2026 is submitted to the Meeting.

The following is proposed:

To re-appoint as the financial auditor of the accounts of Metrovacesa, S.A. and its consolidated group of companies for a one-year period (FY 2026) the firm PriceWaterhouseCoopers Auditores, S.L., located at Paseo de la Castellana 259, 28046 Madrid, registered in the Madrid Commercial Registry, volume 3,805, folio 223, sheet M-63988, registered in the ROAC with the number S0242, and with VAT number B-79031290.

SIXTH ITEM ON THE AGENDA

Re-election of directors.

JUSTIFICATION OF THE RESOLUTION

The General Shareholders' Meeting of the Company, held on May 3, 2022, appointed Mr. Ignacio Moreno Martínez, Ms. Azucena Viñuela Hernández, Mr. Jorge Pérez de Leza Eguiguren, Mr. Carlos Manzano Cuesta, Mr. Cesáreo Rey-Baltar Oramas and Ms. Ana Bolado Valle as a member of the Board of Directors for the statutory term of four years.

In view of the forthcoming expiry of their term of office, the re-election of the aforementioned directors is proposed to the General Shareholders' Meeting for a new full statutory term of four years: (i) Mr. Ignacio Moreno Martínez and Ms. Azucena Viñuela Hernández, as independent directors; (ii) Mr. Jorge Pérez de Leza Eguiguren, as executive director; (iii) Mr. Carlos Manzano Cuesta, Mr. Cesáreo Rey-Baltar Oramas and Ms. Ana Bolado Valle, as proprietary directors.

In accordance with Article 529 decies 4 of the Corporate Enterprises Act (Ley de Sociedades de Capital) and Articles 15.5.iii and 18.1 of the Board of Directors' Regulations, the Appointments, Remuneration and Sustainability Committee is responsible for proposing the appointment of independent directors. Likewise, in accordance with Article 529 decies 6 of the Corporate Enterprises Act and Articles 15.5.iv and 18.1 of the Board of Directors' Regulations, the Appointments, Remuneration and Sustainability Committee must issue a prior report to the Board of Directors on the appointment of the remaining directors.

All of the above has been complied with, and in compliance with article 518 e) of the Corporate Enterprises Act, the following shall be made available to shareholders, via publication on the Company's website, as from the date of calling the General Meeting of Shareholders: (i) the appointment proposals submitted by the Appointments, Remuneration and Sustainability Committee regarding Mr. Ignacio Moreno Martínez and Ms. Azucena Viñuela Hernández; and (ii) the supporting reports of the Appointments, Remuneration and Sustainability Committee and the Board of Directors regarding the appointment of Mr. Jorge Pérez de Leza Eguiguren, Mr. Carlos Manzano Cuesta, Mr. Cesáreo Rey-Baltar Oramas and Ms. Ana Bolado Valle. In all of the above cases, the proposals and reports include information referencing the identity, category and provide a brief résumé for each of the Directors, to provide information on their profile and merits.

The following is proposed:

6.1.- RE-ELECTION OF MR. IGNACIO MORENO MARTÍNEZ

To re-elect Mr, Ignacio Moreno Martínez, of legal age, [marital status], with Spanish nationality, holder of valid National Identity Document [], and whose address for these purposes is [***], as a member of the Board of Directors, with***

the category of Independent Director, for the statutory term of four years as from the date of this resolution.

6.2.- RE-ELECTION OF MS. AZUCENA VIÑUELA HERNÁNDEZ

*To re-elect Ms. Azucena Viñuela Hernández, of legal age, [marital status], with Spanish nationality, holder of valid National Identity Document [***], and whose address for these purposes is [***], as a member of the Board of Directors, with the category of Independent Director, for the statutory term of four years as from the date of this resolution.*

6.3.- RE-ELECTION OF MR. JORGE PÉREZ DE LEZA EGUIGUREN

*To re-elect Mr. Jorge Pérez de Leza Eguiguren, of legal age, [marital status], with Spanish nationality, holder of valid National Identity Document [***], and whose address for these purposes is [***], as a member of the Board of Directors, with the category of Executive Director, for the statutory term of four years as from the date of this resolution.*

6.4.- RE-ELECTION OF MR. CARLOS MANZANO CUESTA

*To re-elect Mr. Carlos Manzano Cuesta, of legal age, [marital status], with Spanish nationality, holder of valid National Identity Document [***], and whose address for these purposes is [***], as a member of the Board of Directors, with the category of Proprietary Director, for the statutory term of four years as from the date of this resolution.*

6.5.- RE-ELECTION OF MR. CESÁREO REY-BALTAR ORAMAS

*To re-elect Mr. Cesáreo Rey-Baltar Oramas, of legal age, [marital status], with Spanish nationality, holder of valid National Identity Document [***], and whose address for these purposes is [***], as a member of the Board of Directors, with the category of Proprietary Director, for the statutory term of four years as from the date of this resolution.*

6.6.- RE-ELECTION OF MS. ANA BOLADO VALLE

*To re-elect Ms. Ana Bolado Valle, of legal age, [marital status], with Spanish nationality, holder of valid National Identity Document [***], and whose address for these purposes is [***], as a member of the Board of Directors, with the category of Proprietary Director, for the statutory term of four years as from the date of this resolution.*

SEVENTH ITEM ON THE AGENDA

Approval of the new directors' remuneration policy.

JUSTIFICATION OF THE RESOLUTION

The approval of the Directors' Remuneration Policy of Metrovacesa, S.A. (the "Company") is submitted to the Annual General Shareholders' Meeting, prepared in accordance with the requirements set out in Article 529 novodecies of the Corporate Enterprises Act (Ley de Sociedades de Capital), for the 2027–2029 period (the "**2027–2029 Remuneration Policy**"). The 2027–2029 Remuneration Policy, once approved by the General Shareholders' Meeting, if applicable, will enter into force on January 1, 2027, and will remain in effect until December 31, 2029, without prejudice to any adaptations or updates that may be carried out by the Board of Directors in accordance with its terms, as well as any amendments that may be approved at any time by the General Shareholders' Meeting of Metrovacesa.

The Annual General Shareholders' Meeting held in 2023 approved the Directors' Remuneration Policy of Metrovacesa, S.A. (the "**2024–2026 Policy**"), which has been in force from January 1, 2024, to December 31, 2026. Anticipating the expiry of the 2024–2026 Policy at the end of the current financial year, the Board of Directors, at its meeting held on March 24, 2026, resolved to submit to the 2026 General Shareholders' Meeting the approval of a new policy, the text of which has been favourably reported by the Appointments, Remuneration and Sustainability Committee and has been fully endorsed by the Board of Directors. The full text will be made available to shareholders in connection with the notice of call of the Annual General Shareholders' Meeting.

The Board of Directors considers that the new 2027–2029 Remuneration Policy is aligned with the stage of the Company's business lifecycle and its strategic priorities, complies with best practice recommendations in this area, and improves alignment with market practices.

The following is proposed:

Approval of the directors' Remuneration Policy of Metrovacesa for FY 2027, 2028 and 2029, the full text thereof has been available to shareholders along with all other documentation related to this General Meeting, since its date of summons.

EIGHTH ITEM ON THE AGENDA

Approval of a long-term incentive plan involving the delivery of shares, aimed at members of the management team of Metrovacesa, S.A., including the Chief Executive Officer.

JUSTIFICATION OF THE RESOLUTION

The approval of a long-term incentive plan, including the grant of shares, aimed at the Chief Executive Officer, members of the Metrovacesa management committee and other senior executives of the Company, is submitted to the Ordinary General Meeting of Shareholders.

The Board of Directors considers it appropriate and necessary to maintain a long-term incentive scheme that is attractive and competitive, once the previous plan—which was approved by the General Meeting for the period 2024 to 2026—has been completed.

The incentive plan submitted to the General Meeting is consistent with previously approved incentive plans, which have effectively served as a tool for motivation and retention of the management team, including the CEO, and for achieving the strategic objectives of the Company and its shareholders, allowing for an alignment of interests between both parties.

The incentive plan submitted for approval by the General Meeting is aligned with the directors' remuneration policy, which is also being submitted for approval by the 2026 Annual General Meeting of Shareholders (the "2027–2029 Remuneration Policy"), section 4.iv of which ("Long-term variable remuneration ('long-term incentive')") regulates the inclusion of long-term incentive schemes in the Chief Executive Officer's remuneration structure, including the possible approval by the General Meeting of a new programme of this nature that would maintain the objectives of the incentive schemes previously approved by the General Meeting.

As the Chief Executive Officer is beneficiary of the plan, approval is subject, in accordance with Article 219 of the Companies Act, to the General Meeting.

The Appointments, Remuneration and Sustainability Committee has issued a favourable report on the plan, which has drawn on external advisers to ensure that the highest standards of best practice and competitiveness are met.

The following is proposed:

Approve, in accordance with the provisions of Article 219 of the Corporate Enterprise Act and Article 17 of the Corporate Bylaws, a long-term incentive plan for the period 2027 to 2029 (the "LTIP 27-29", the "LTIP", or the "Plan"), aimed at certain members of the management team of Metrovacesa, S.A. ("Metrovacesa" or the "Company"), including the CEO.

The Plan, linked to specific strategic objectives of Metrovacesa, is approved in accordance with the following essential characteristics, which will be subject to development in the Plan's regulations (the "Regulations"):

1. Description and purpose of the Plan

After a certain period, the Plan will allow beneficiaries to receive an incentive payable in Metrovacesa shares and cash provided that the conditions for entitlement are met.

The purpose of the Plan shall be: (i) to align the interests of participants with those of shareholders in the long term; (ii) to incentivise the sustainable achievement of the objectives included in the Strategic Plan; (iii) to motivate and retain key personnel, and ensure competitiveness; (iv) to continue fostering a sense of belonging to the group and a shared destiny; and (v) to maintain alignment with corporate governance recommendations regarding remuneration.

The Plan will be implemented through the granting to beneficiaries, free of charge, in the years 2027, 2028, and 2029, of a specific initial target incentive ("Target Incentive"), which, after a specified period, conditioned on the beneficiaries' tenure in the Company and based on the degree of achievement of the objectives linked to the Plan, would entitle them to receive a cash amount and a number of Metrovacesa shares (the "Incentive").

Until the Metrovacesa shares are delivered, the Plan does not confer shareholder status on the beneficiaries.

2. Plan Beneficiaries

The beneficiaries of the Plan will be those members of the Company's management team, including the CEO (the "Beneficiaries"), who are expressly invited to participate through an invitation letter (the "Invitation Letter"), and who expressly accept to participate in it.

Initially, the Plan is aimed at (i) the CEO, (ii) the members of Metrovacesa's executive committee, and (iii) the rest of the Company's executives, so that the estimated number of Plan Beneficiaries amounts to 18 people.

The Company's Board of Directors may agree to the inclusion of new Beneficiaries in the Plan.

3. Duration, objective measurement periods, and Plan settlement dates

The Plan will formally start on January 1, 2027, once approved by the Ordinary General Shareholders' Meeting of 2026, to which this agreement is submitted for approval.

The Plan will consist of three independent cycles (the "Cycles") and will have three Target Incentive grant dates (the "Grant Dates"), each of which will take place in the years 2027, 2028, and 2029, respectively.

Each of the Cycles will include an objective measurement period of three (3) years each (the "Measurement Period"), starting on January 1 of the year in which each Cycle begins, that is, 2027, 2028, and 2029 (the "Measurement Period Start Date") and ending after a period of three (3) years from the Measurement Period Start Date, that is, on December 31 of the year of completion of each Cycle (the "Measurement Period End Date").

After the end of the Measurement Period, the Incentive to be received by each Beneficiary will be determined based on the degree of achievement of the objectives.

The settlement corresponding to each of the Plan's Cycles will occur after the formulation of the annual accounts corresponding to the year of completion of the Measurement Period of each Cycle (the "Settlement Date"). The settlement of each of the Cycles will be subject, in any case, to the fulfilment of all conditions and requirements regulated in the Plan.

Therefore, the Plan will extend from January 1, 2027 (the "Start Date"), until the settlement of the last Cycle of the Plan (the "End Date").

4. Allocation of the Target Incentive and Determination of the Incentive

The Company will establish the Target Incentive granted to each Beneficiary in the Invitation Letter.

The Target Incentive for the Chief Executive Officer for each Plan Cycle is set at an amount equivalent to 100% of his fixed remuneration on the Start Date of each Cycle. For the first cycle, this amounts to €800,000.

The amount of the Incentive that each Beneficiary may receive, where applicable, will be determined in accordance with the following formula on each Settlement Date of the Plan:

$$I = \text{Target Incentive} \times \text{WPC}$$

where:

I = Incentive to be paid to each Beneficiary based on the Incentive Achievement Rate.

Target Incentive = Target incentive initially communicated to the Beneficiary in the Invitation Letter.

WPC = Weighted Payment Coefficient of the Incentive, expressed as a percentage, based on the achievement, during the Measurement Period, of the objectives to which the Plan is linked.

50 per cent of the Incentive shall be paid in cash, and the remaining 50 per cent shall be paid in the form of Metrovacesa shares (“Share Incentive”). The Board of Directors may agree, following a report from the Appointments, Remuneration and Sustainability Committee, on a lower proportion of shares, which may reach 100% in cash.

Upon settlement of the Share Incentive, the Beneficiaries shall be granted the number of shares resulting from deducting those shares necessary to make the corresponding payment on account of Personal Income Tax (“IRPF”) and, where applicable, to satisfy any other tax that may be applicable (the “Net Shares”).

5. Requirements for the Receipt of the Incentive

The requirements that must be cumulatively fulfilled for each of the Beneficiaries to consolidate the right to receive the Incentive under each Cycle of the Plan are as follows:

- (i) Achieve the objectives linked to each Cycle of the Plan, in the terms and conditions described herein and to be further developed in the Plan Regulations, and**
- (ii) Remain continuously providing services to the Company until the End Date of the Measurement Period of the respective Cycle, notwithstanding the provisions for special termination scenarios established in the Regulations.**

6. Plan Objectives

The Incentive’s WPC will depend on the level of achievement of each of the objectives established for each Cycle of the Plan.

For each of the objectives of each Cycle of the LTIP 27-29, a minimum threshold of objective achievement is established below which no Incentive corresponding to that objective would be accrued, and a maximum level of objective achievement.

For each Cycle of the Plan, the Incentive shall be linked to the achievement of the Company’s strategic objectives approved by the Metrovacesa Board, upon the proposal of the Appointments, Remuneration and Sustainability Committee. Each Cycle is independent, and it may be agreed to maintain or modify the objectives and weightings established for previous Cycles, the achievement scales for each objective and the companies which, where applicable, will form part of the comparator group. Full details of each Cycle will be provided in the relevant Annual Report on Directors’ Remuneration.

7. Reference Value of the Share

The reference value of the Metrovacesa share for determining the number of shares to be delivered to each of the Beneficiaries will correspond to the volume-weighted average trading price of the closing quotation for the fifteen (15)

trading sessions prior to the End Date of the Measurement Period of each Cycle and for the fifteen (15) trading sessions following such date (“Share Reference Value”).

8. Maximum Number of Shares to Be Delivered

The number of Metrovacesa shares resulting from the settlement of each Cycle of the Plan will be determined as the quotient of the Share Incentive corresponding to each Cycle by the Share Reference Value of each Cycle.

The maximum number of Metrovacesa shares that Beneficiaries may receive under the Plan shall not exceed 600,000 shares, representing approximately 0.40 per cent of Metrovacesa share capital.

Of the shares allocated to the Plan, up to a maximum of 183,000 shares may be awarded to the Chief Executive Officer.

In any case, the number of shares to be delivered will depend on the degree of achievement of the Plan's objectives and the Share Reference Value corresponding to each Cycle.

Should the maximum number of Metrovacesa shares allocated to the Plan authorised by the General Shareholders' Meeting be insufficient to settle the Share Incentive corresponding to the Beneficiaries under each Cycle of the Plan, the Company will pay in cash the amount of the Incentive corresponding to such shares.

The Company may use the shares that make up or will make up its treasury stock or resort to the financial instrument most advisable in each case to cover the Plan.

9. Delivery of Shares and Availability Regime

The Company may require that, once each Cycle of the Plan is settled, the Beneficiaries may not transfer the ownership of all or part of the received shares (Net Shares) until a specific time has elapsed since the Settlement Date. Once this period has elapsed, the shares will be freely available.

Specifically, the Chief Executive Officer must retain ownership of all the shares received (net shares) under the Plan for a holding period of 36 months until he holds a number of shares whose value is equivalent to twice his net annual fixed remuneration. The foregoing shall not apply to shares that the Chief Executive Officer needs to dispose of to cover costs related to their acquisition or, subject to the favourable assessment of the Appointments, Remuneration and Sustainability Committee, to deal with unforeseen extraordinary circumstances that so require.

10. Early Settlement or Modification of the Plan

The Plan may provide for cases of early settlement or modification in the event of acquisition or change of control in the Company or in cases that significantly affect the Plan.

11. Reduction and Recovery Clauses

The Plan will include the corresponding reduction (malus clause) and recovery (clawback clause) clauses in the Plan Regulations. The Board of Directors will determine, where applicable, if the circumstances that should trigger the application of these clauses have occurred and the part of the Incentive that, if any, should be reduced or recovered.

12. Administration of the Plan

It is agreed to empower the Board of Directors as broadly as necessary in law, with express powers of delegation or empowerment to any of its members or to the Appointments, Remuneration and Sustainability Committee or to any other person whom the Board of Directors expressly empowers for such purpose, for the execution of this agreement and the implementation, development, formalisation, execution, and settlement of the Plan, when and as it deems appropriate, including the delivery of shares to the Beneficiaries of the LTIP, adopting as many agreements and signing as many documents, public or private, as necessary or convenient for its full effects, even with the power to correct, rectify, modify, or supplement this agreement and, in general, to adopt as many agreements and carry out as many actions as are necessary or merely convenient for the successful conclusion of this agreement, including, by way of illustration only, the following powers:

- (a) Implement and execute the LTIP when it deems it appropriate and in the specific manner it considers appropriate, including, in particular, the possibility of settling the Incentive entirely in cash, subject to prior notification to the Beneficiaries.***
- (b) Develop and set the specific conditions of the LTIP, including, in particular and without limitation, establishing the consequences of a change of control as well as regulating the cases of early settlement and declaring the fulfilment of the conditions to which such early settlement is linked, if any.***
- (c) Interpret, correct, clarify, and complete the LTIP in everything not provided for in this agreement.***
- (d) Draft, sign, and submit any communications and complementary documentation necessary or convenient with any public or private body for the implementation and execution of the LTIP, for the delivery of Company shares and the payment of the Incentive in cash, including, if necessary, the corresponding prior communications and informative brochures.***

- (e) Perform any action, statement, or management before any body or entity or public or private registry, to obtain any authorisation or verification necessary for the implementation and execution of the LTIP.**
- (f) Negotiate, agree, and sign counterpart and liquidity contracts with the financial institutions freely designated under appropriate terms and conditions..**
- (g) Determine the mechanism for the Company to acquire or issue the shares to be delivered to the Beneficiaries of the LTIP, the way to finance such acquisition or issue of shares, and in general carry out any actions necessary or convenient for the execution of such acquisition or issuance of shares and of the LTIP.**
- (h) Draft and publish any announcements deemed necessary or convenient.**
- (i) Draft, sign, grant, and, where applicable, certify any document related to the LTIP. Adapt the content of the LTIP to the circumstances or corporate operations that may occur throughout its duration, in the terms considered convenient, as well as, to the extent that the applicable legal regime to some Beneficiaries requires or advises it or is necessary for legal, regulatory, operational reasons, and others of a similar nature, adapt the conditions established in general.**
- (k) Adapt the content of the LTIP by modifying the objectives, their weighting, the achievement scales, the group of comparable companies, and, ultimately, any action that in its case is considered necessary for the correct adaptation of the Plan and, in particular, in case of significant internal or external changes.**
- (l) Decide not to execute or to leave the LTIP or any of its Cycles wholly or partly without effect, as well as to exclude particular Beneficiaries when circumstances advise it or invite new beneficiaries.**
- (m) And, in general, to carry out as many actions, make as many decisions, and sign as many documents as necessary or merely convenient for the validity, effectiveness, implementation, development, execution, settlement, and successful conclusion of the LTIP and of the previously adopted agreements.**

For clarification purposes, it is stated that the powers to approve, modify, and implement the LTIP as it affects the Beneficiaries who are not directors of the Company correspond, without limitation, to the Board of Directors.

NINTH ITEM ON THE AGENDA

Authorization to shorten the period of the call of Extraordinary General Meetings.

JUSTIFICATION OF THE RESOLUTION

The Spanish Corporate Enterprises Act, in its Art. 515, allows a reduction of the notification period for the call for the Extraordinary General Meetings to at least fifteen days in advance, as long as the Company allows all its shareholders to vote electronically. The agreement to reduce the notice period will only be in effect until the next Ordinary General Meeting, and it is expressly stated that, in accordance with the aforementioned Article 515, the agreement must be adopted with the favourable vote of shareholders representing at least two-thirds of the subscribed share capital with voting rights.

The proposed agreement presented to the General Shareholders' Meeting is justified by the convenience of having a mechanism that enables convening General Meetings of an extraordinary nature in a more flexible and agile manner.

The following is proposed:

In accordance with the provisions of Spain's Corporate Enterprises Act, it is agreed to authorize and approve the convening of extraordinary general meetings of the Company with prior notice of at least fifteen (15) days, provided that the Company offers shareholders the actual possibility of voting by electronic means accessible to all of them.

The present authorization is granted until the date of the next Ordinary General Meeting of the Company.

TENTH ITEM ON THE AGENDA

Delegation of powers for the formalization, registration, development, interpretation, rectification, and execution of the adopted resolutions.

JUSTIFICATION OF THE RESOLUTION

The resolution proposal is justified by the fact that the Board should have a mechanism which allows it to conduct any necessary procedures to comply with the Company's corporate obligations.

The following is proposed:

Regarding the preceding resolutions adopted by the General Meeting of Shareholders, it resolves to authorize each one of the members of the Company's Board of Directors and the Non-member Secretary to the Board of Directors, Mr Lucas Osorio Iturmendi, and the non-Director Vice-secretary to the Board of Directors, Ms Pilar Martín Bolea, as broadly as may be legally necessary for any of them, indistinctly and individually, including the express power to remedy, so that they may carry out the following actions:

- 1. Present and deposit the annual financial statements of the Company and of its consolidated group at the Commercial Registry of the Company's registered office, as well as proceed to formalise and publicly record, on behalf of the Company, all public or private documents that may be necessary or appropriate, without limitation, even for corrections, until the recording of the aforementioned resolutions in the corresponding registries is obtained.***
- 2. Interpret, clarify, supplement, develop and execute the resolutions adopted by this General Meeting of Shareholders and, in particular, correct all substantive or formal defects, omissions, or errors that could prevent access of said resolutions and the consequences thereof to the Commercial Registry, the official registries of the National Securities Market Commission, the Property Registry and any other registry, including the adaptation of such resolutions according to the verbal or written qualifications of the Commercial Registry or any other authorities, civil servants, or competent institutions, and to comply with all the criteria that could be legally required for the efficacy thereof.***
- 3. Publish, in the manner set forth by the Corporate Enterprises Act and all other applicable legislation, the announcements pertaining to the resolutions adopted by this General Meeting of Shareholders.***
- 4. In general, conduct all legal acts or business and execute all public or private documents that may be necessary or appropriate for the full performance and efficacy of the resolutions adopted by this General Meeting of Shareholders, which includes performing all actions that may be required before any public or private entities.***

II. ITEMS FOR ADVISORY VOTE

ELEVENTH ITEM ON THE AGENDA

Advisory vote on the annual report on remuneration of the Directors corresponding to the FY closed on December 31, 2025.

JUSTIFICATION OF THE RESOLUTION

Pursuant to Article 541.4 of the Corporate Enterprises Act, it is necessary to submit to the General Meeting of Shareholders for advice the Annual Report on Remuneration of Directors, in this case corresponding to FY 2025.

The following is proposed:

To approve, on an advisory basis, the Annual Report on Directors' Remuneration for the fiscal year ended December 31, 2025, the full text of which was made available to shareholders together with the rest of the documentation related to the General Shareholders' Meeting from the date of publication of the notice of meeting.