



**SOLTEC POWER HOLDINGS, Sociedad Anónima**  
**CALL TO THE ORDINARY GENERAL MEETING**

The Board of Directors of SOLTEC POWER HOLDINGS, S.A. ("**SOLTEC**" or the "**Company**") at the meeting of the Board of Directors held on 8 May 2023, has resolved to convene the Ordinary General Shareholders Meeting of the Company **to be held at Hotel Nelva, located at Av. Primero de Mayo, 5, 30006 Murcia, foreseeably at first call at 11.00 a.m. on 21 June 2023; if the legally required quorum is not reached, and in accordance with the provisions of the Company's Articles of Association, it will be held at second call at the same place and at the same time on 22 June 2022.**

The purpose of the General Shareholders Meeting shall be to deliberate and resolve on the business listed below

**AGENDA**

- 1.** – Approval of the Individual Annual Accounts of SOLTEC, as well as the Consolidated Annual Accounts of SOLTEC with its subsidiaries, corresponding to the financial year 2022.
  
- 2.** – Approval of the Company's individual management report, as well as the consolidated management report of SOLTEC and its subsidiaries for the 2022 financial year.
  
- 3.** – Approval of the Company's consolidated Statement of Non-Financial Information for the 2022 financial year.



4. – Approval of corporate management for the 2022 financial year.
  
5. – Approval of the proposal for the application of the Company's profit for the 2022 financial year.
  
6. – Approval of the modification of the Directors' Remuneration Policy 2022-2025.
  
7. Consultative voting on the Annual Report on Remuneration of the Company's directors for the 2022 fiscal year.
  
8. - Delegation to the Board of Directors of the broadest powers for the interpretation, correction, supplementation, execution and development of all resolutions adopted by the General Shareholders Meeting, as well as to substitute the powers received from the Meeting and the granting of powers, to record them as a public document and register such resolutions until the appropriate registrations are made.

#### **RECOMMENDATION FOR REMOTE PARTICIPATION IN THE GENERAL MEETING**

Soltec's Board of Directors recommends that shareholders participate remotely, voting or delegating representation by means of remote communication or by telematically attending the Meeting.

#### **SUPPLEMENTING THE CALL FOR PROPOSALS AND SUBMISSION OF NEW PROPOSALS FOR RESOLUTIONS**

In accordance with Articles 172 and 519 of the Corporations Act and Article 9.6 of SOLTEC's General Shareholders Meeting Regulations, shareholders representing at least three per cent of the capital may request, within five calendar days of publication of this notice, that a supplement to the notice of the Ordinary General Shareholders Meeting be published, including one or more items on the agenda, provided that the new items are accompanied by a justification or a justified proposed resolution. The



supplement to the notice of call shall be published at least fifteen calendar days prior to the date set for the Ordinary General Shareholders Meeting.

Furthermore, in accordance with Article 519.3 of the Corporations Act and Article 9.7 of SOLTEC's General Shareholders Meeting Regulations, shareholders representing at least three per cent of the share capital may, within five calendar days following publication of this notice, submit reasoned proposals for resolutions on matters already included or to be included on the aforementioned agenda. The aforementioned reasoned proposals for resolutions will be published on the Company's corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)).

These rights must be exercised by means of a reliable notification addressed to the registered office of the Company and to the attention of the Secretary of the Board of Directors, stating the name or company name of the requesting shareholder or shareholders, and accompanied by the appropriate documentation (copy of the attendance card or certificate of entitlement) accrediting their status as shareholder(s), in order to compare this information with that provided by the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. ("**Iberclear**").

#### **NOTARY'S INVOLVEMENT IN THE MEETING**

The minutes of the Ordinary General Shareholders Meeting shall be drawn up by a Notary Public of the Notaries Society of Murcia, as required for this purpose by the Board of Directors of the Company, in accordance with the provisions of articles 203 of the Corporations Act and in relation to article 101 of the Companies Registry Regulations, and article 33.3 of the Regulations of the General Shareholders Meeting.

#### **SUBMISSION OF DOCUMENTATION AND RIGHT OF INFORMATION**

All texts and documentation of the Ordinary General Shareholders Meeting may be consulted, from the date of publication of the notice of call and without interruption, on the website of the Company [www.soltecpowerholdings.com](http://www.soltecpowerholdings.com), and a copy thereof may also be obtained.

Shareholders may also examine and obtain at the registered office of the Company, or request the Company to deliver or send to them, immediately and free of charge, copies of the documents made available to them in electronic format. The aforementioned documentation shall be delivered, from the date of publication of this notice, after



verification of identity and shareholder status, at the registered office of the Company, from 9:30 a.m. to 1:30 p.m. from Monday to Thursday until the day before the Meeting is held.

However, it is recommended to request this documentation by email: [juntadeaccionistas@soltec.com](mailto:juntadeaccionistas@soltec.com)

The documentation made available to shareholders, all of which relates to the financial year 2022, is as follows:

1. Full text of the Notice of the General Shareholders Meeting.
2. Individual Annual Accounts and Directors' Report of SOLTEC POWER HOLDINGS, S.A, together with the corresponding Audit Report on the Individual Financial Statements prepared by ERNST & YOUNG, S.L.
3. Consolidated Annual Accounts and Management Report of SOLTEC POWER HOLDINGS, S.A. with its dependent companies, together with the corresponding Audit Report of the Consolidated Accounts carried out by ERNST & YOUNG, S.L.
4. Statement of Non-Financial Information.
5. Statement of Directors' liability.
6. Annual Corporate Governance Report.
7. Annual Report on Remuneration of the Company's directors
8. Activity Reports of the Committees of the Board of Directors.
9. Proposals for resolutions and mandatory reports relating to each of the items on the agenda of the General Shareholders Meeting.
10. Proxy form and Distance Voting Card.
11. Rules of Operation of the Electronic Forum.

In accordance with the provisions of Articles 197 and 520 of the Corporations Act and Article 11 of the Regulations of the General Shareholders Meeting of SOLTEC, from the publication of the notice of the General Shareholders Meeting and up to and including the fifth day prior to the date scheduled for the meeting, at first call, shareholders may request in writing any information or clarifications they deem necessary or ask any questions they deem appropriate regarding the matters included in the agenda of the General Shareholders Meeting or clarifications regarding the information available to the public that has been provided by the Company to the National Securities Market Commission ("CNMV") since the last General Shareholders



Meeting was held, as well as regarding the audit report. In addition, they may ask questions or provide clarifications on the aforementioned matters during the meeting, in accordance with the provisions of the "Rules on remote attendance, remote voting and remote proxy" described below.

Requests for information shall comply with the rules set out in article 11 of the Regulations of the Company's General Shareholders Meeting and may be made by delivering the request by post to the registered office of the Company indicating: **ORDINARY GENERAL SHAREHOLDERS MEETING - OFFICE OF THE SECRETARY OF THE BOARD.**

The shareholder shall be responsible for demonstrating that the request has been sent to the Company in due time and form.

## **RULES ON REMOTE ATTENDANCE, REMOTE VOTING AND REMOTE REPRESENTATION.**

### **Right to telematic assistance**

Regardless of the number of shares they hold, all shareholders shall be entitled to attend the General Shareholders Meeting in person or by telematic means, allowing them to be connected in real time, using the means of communication indicated in this notice, provided that they are registered in their name in the corresponding shares register at least five calendar days prior to the date on which the Ordinary General Shareholders Meeting is to be held at first call (that is, on June 16, 2023).

### **Right of proxy**

Any shareholder entitled to attend may be represented at the General Shareholders Meeting by any person, whether or not a shareholder of the Company. To this end, the **Company has made available on its corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)) a Voting and Proxy Platform, the use of which is recommended by the Company.** Details on how to proceed will be provided on the platform.

Notwithstanding the foregoing, shareholders who wish to issue their proxy by post will find a proxy form on the Company's corporate website, or may use the proxy cards issued by the depositary entities, which must be completed and sent by post to the Company's registered office or by e-mail to [juntadeaccionistas@soltec.com](mailto:juntadeaccionistas@soltec.com). If the representation document is sent by email, it must be signed with the shareholder's digital certificate.



The proxy must be accepted by the representative, otherwise it may not be exercised, unless it is granted in favour of the Chairman or Secretary of the General Shareholders Meeting. If the proxy document does not indicate the specific person to whom the proxy is granted, it shall be deemed granted to the Chairman of the Board. As an exception to the above and for the sole purpose of voting on Item Six of the agenda, relating to the approval of the Remuneration Policy, proxies in which the name of the proxy is not indicated, or in those proxies granted to one of the members of the Board of Directors and which do not contain express instructions, the proxy shall be deemed granted to the Secretary of the General Shareholders Meeting.

To be valid, the proxy must be received before 11:59 p.m. on the day immediately preceding the day on which the General Shareholders Meeting is to be held.

If the shareholder wishes to revoke the proxy granted, he/she should contact the Company at the e-mail address indicated in the preceding paragraph.

Proxies granted in any of the ways described in this section shall lapse if the shareholder who granted the proxy attends the Meeting in person or by electronic means. If a shareholder who granted a proxy prior to the Meeting attends and votes again at the Meeting, the vote to be counted shall be the vote cast during the Meeting. If a shareholder attends the Meeting but does not vote, he/she shall in any case be deemed to have voted in favour of all the proposals.

### **Voting Rights PRIOR to the General Shareholders Meeting**

Shareholders wishing to cast their vote before the General Shareholders Meeting may do so from the announcement of this Notice until 23:59 on the day immediately prior to the General Shareholders Meeting at first call through the **Voting and Proxy Platform accessible on the Company's corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com))**, the use of which is recommended by the Company. Details on how to proceed will be provided on the platform.

However, shareholders who wish to cast their vote by **post** may complete and sign the **advance proxy voting document** drawn up by the Company, available on the corporate website, or use the cards issued by the depositary entities, and send it, during the days prior to the General Shareholders Meeting, for the attention of the Investor Relations Department at SOLTEC's registered office or by e-mail to [juntadeaccionistas@soltec.com](mailto:juntadeaccionistas@soltec.com).

In either case, shareholders who are legal entities must send the Company a photocopy of the power of attorney by virtue of which the powers of the natural person signing the proxy card or voting remotely on behalf of the legal entity are accredited.



Votes cast in any of the ways described in this section shall lapse if the shareholder who cast such vote attends the Meeting in person or by electronic means. If a shareholder who voted prior to the Meeting attends and votes again at the Meeting, the vote to be counted shall be the vote cast during the Meeting. If a shareholder attends the Meeting but does not vote, he/she shall in any case be deemed to have voted in favour of all the proposals.

### **Telematic attendance and voting rights during the Meeting**

Prior to the telematic connection on the day of the Meeting, shareholders who are going to attend by telematic means **must pre-register** using the Telematic Attendance computer application on the corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)), which will be available between 11:00 a.m. on 20 June 2023 and 10:00 a.m. on 21 June 2023.

**Such pre-registration will be an essential and mandatory requirement for shareholders to be able to join and participate telematically in the General Shareholders Meeting.** Once the pre-registration has been completed, the shareholder will receive a login and password.

After pre-registration, on the day of the Meeting, 21 June 2022, shareholders wishing to participate telematically in the meeting, which will start at 11:00 a.m., **must log in (telematic attendance) between 09:00 and 11:10 a.m. to be considered as shareholders in attendance and be included in the list of attendees.** A shareholder who makes the connection after the time limit shall not be considered in attendance.

From the moment the shareholder connects (telematic attendance) to the Meeting, and until fifteen minutes after the start of the Meeting (11:15 a.m.), the shareholder may send in writing the interventions he/she wishes to make through the section enabled on the Telematic Attendance platform available on the Company's corporate website.

Once the connection has been made (telematic attendance), shareholders may vote through the Telematic Attendance application, with a deadline of 11:15 a.m. on the day of the Meeting.

If shareholders make the connection to the Meeting but do not cast their vote, they shall be deemed to have voted in favour of all proposals.

In accordance with the provisions of SOLTEC's Articles of Association and the Regulations of the General Shareholders Meeting, the mechanism for pre-registration, connection (telematic assistance) and the casting of votes by electronic means has the



due guarantees of authenticity and identification of the shareholder.

Shareholders may connect and attend the Meeting and cast their vote on the items on the Agenda of the Ordinary General Shareholders Meeting through the Telematic Attendance Platform accessible on the Company's website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)) by means of an electronic signature that meets the aforementioned requirements and identify themselves by means thereof, electronic National Identity Document (DNIe), or by means of a user name and password following the procedure established on the corporate website.

In all matters not expressly regulated in this notice, the Regulations of the General Shareholders Meeting shall apply.

### **Physical attendance at the Meeting**

Registration of attendance cards will begin 1 hour before the time set for the start of the General Meeting (at 10:00 a.m. on June 21, 2023) and will close at 11:10 a.m. on June 21, 2023.

In order to verify the identity of the shareholders or whoever validly represents them, at the entrance to the meeting room and as a necessary condition for access, attendees will be asked to prove their identity by presenting the National Identity Document (DNIe) or Passport.

In the case of legal entity shareholders, the person who comes on behalf of the same must prove said representation by presenting a sufficient power of representation, prior to and as a necessary condition to access to the meeting room for the Meeting.

### **Suspension of electronic systems / Interconnection failures**

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for granting proxies and voting by remote means of communication and for remote attendance at the General Shareholders Meeting when technical or security reasons so advise or require. Should any of these events occur, an announcement will be made on the Company's website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)). This is without prejudice to the validity of proxies already granted, votes already cast and shareholders' rights of attendance and representation.

The Company shall not be liable for any damages that may be caused to the shareholder by breakdowns, overloads, line failures, connection failures, or any other eventuality of the same or a similar nature beyond the Company's control that prevent the use of the electronic proxy or voting mechanisms and/or remote assistance. Therefore, such circumstances shall not constitute an illegitimate deprivation of shareholder rights,





without prejudice to the adoption of such measures as each situation may require, including the possible temporary suspension or extension of the meeting if necessary to ensure the full exercise of their rights by shareholders or their proxies.

### **Proxy and voting in the event of a supplement to the call.**

If, as a result of the exercise of the right of shareholders representing at least three per cent of the share capital to include new items on the agenda, a supplement to this notice of meeting is published, shareholders who have delegated their proxy or who have cast their vote before the publication of the supplement may:

- a) award proxy again with the corresponding voting instructions or cast a new vote on all the items on the agenda (including both the initial items and the new items added by the supplement), in which case the proxy granted or the vote cast previously shall be deemed to have been revoked and shall cease to have any effect; or
- b) complete the corresponding voting instructions to the initially appointed proxy (who must be the same, and no other proxy may be appointed) only in respect of the new items on the agenda incorporated by means of the supplement, all in accordance with the procedures and methods mentioned in the preceding sections, and by the same means used in the proxy granted or the vote originally cast.

If the shareholder has cast a remote vote prior to the publication of the supplement and does not take any of the actions indicated under (a) and (b) above, he/she shall be deemed to abstain in respect of such new items.

Shareholders will have at their disposal on the corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)) the information concerning the total number of shares and voting rights as at the date of publication of the announcement of the call.

### **PROTECTION OF PERSONAL DATA**

The personal data contained in this document or in any other document of the general meeting, those that the shareholders and, where applicable, their proxyrepresentatives, provide to the Company in connection with the exercise or delegation of their rights to information, attendance, proxy and voting rights at the Annual General Shareholders Meeting or which are provided for these purposes by the credit institutions and investment services companies with which such shareholders have their shares deposited or kept and by the entities which, in accordance with securities market

regulations, must keep records of the securities represented by means of book entries, as well as the data obtained from the recording of the General Shareholders Meeting (i.e. image and voice), will be processed by Soltec Power Holdings, S.A. for the purpose of managing and controlling both the shareholder relationship and convening, holding, audiovisually recording and publicly broadcasting the General Shareholders Meeting on the corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)), as well as to comply with its legal obligations. The processing is necessary for these purposes and its basis of legitimacy is the execution of the shareholder relationship and the fulfilment of legal obligations.

If the shareholder includes personal data on the attendance, proxy and voting card relating to individuals other than the shareholder, and if a third party attends the General Shareholders Meeting, the holder must inform them of the points contained in this clause and comply with any other requirements that may be applicable for the correct transfer of such personal data to the Company, without the latter having to take any additional action with respect to the interested parties. The legal bases for processing the data of these third parties are the same as those described above for shareholders.

The data will be accessible for the notary who will attend and record the minutes of the General Shareholders Meeting and may be provided to third parties in exercise of the right to information provided in law or accessible to the public insofar as they are contained in the documentation available on the corporate website ([www.soltecpowerholdings.com](http://www.soltecpowerholdings.com)) or are stated at the Ordinary General Shareholders Meeting, the proceedings of which may be publicly disclosed on the aforesaid web site and in the accredited media. By attending the general meeting (in person or remotely), the attendee agrees to the taking of photographs, the audiovisual recording of images and/or voice, as well as their reproduction and/or publication and dissemination under the terms indicated above. The legal basis for the processing of data consisting of image and/or voice is both the existence of a legitimate interest of the Company to record and broadcast the General Shareholders Meeting, which is recognised in the applicable rules and principles of transparency, and the consent of the shareholder who decides to attend the General Shareholders Meeting, having at their disposal other alternative means of exercising their rights.

In general, personal data will be processed for the duration of the shareholding relationship and thereafter for a period of 5 years for the sole purpose of any legal or contractual claims, unless, exceptionally, a longer limitation period for any legal or contractual claims applies.

The holders of personal data may contact and send their requests to exercise their rights of access, rectification, suppression, opposition, limitation of processing, portability, to



withdraw previously granted consent, as well as any other rights recognised by data protection regulations, by writing to SOLTEC POWER HOLDINGS, S.A. at Calle Gabriel Campillo s/n, Polígono Industrial "La Serreta", 30500 Molina de Segura (Murcia) or by e-mail to [dpo@soltec.com](mailto:dpo@soltec.com). Similarly, the data subjects may lodge complaints with the Spanish Data Protection Agency ([www.aepd.es](http://www.aepd.es)).

In Molina de Segura (Murcia), 8 May 2023.

Ms Silvia Amateratsu Díaz de Laspra Morales  
Secretary of the Board of Directors