In compliance with the reporting requirements under article 227 of Law 6/2023, of 17 March, on Securities Markets and Investments Services, AEDAS Homes, S.A. ("AEDAS" or the "Company") hereby informs

the National Securities Market Commission of the following:

COMMUNICATION OF OTHER RELEVANT INFORMATION

Further to the other relevant information notice published by the Company on 7 June 2023, the Company

communicates the full text of the announcement of call of the Ordinary General Shareholders' Meeting to

be held at c/ Príncipe de Vergara 187, Plaza de Rodrigo Uría, 28002, Madrid, España, on 20 July 2023,

at 10:00 (C.E.T.), on first call, or, if the required quorum is not met, on 21 July 2023, at the same place

and time, on second call. It is expected that the General Shareholders' Meeting will be held on first

call.

The Ordinary General Shareholders' Meeting may be attended telematically in accordance with the terms

indicated in the announcement of call convening the meeting.

The announcement of call of the Ordinary General Shareholders' Meeting has been published today on

the newspaper "Cinco Días" and has been uploaded to the Company's corporate website

(www.aedashomes.com). The full text of the proposed resolutions is also attached hereto.

The legally required reports from directors relating to the items of the agenda, as well as all the relevant

documentation relating to the General Meeting, including the documents attached hereto, are available

to the shareholders on the Company's website (www.aedashomes.com).

Madrid, 19 June 2023

Mr. Patxi Xabier Castaños Gil

Vicesecretary to the Board of Directors

AEDAS HOMES, S.A. ORDINARY GENERAL SHAREHOLDERS' MEETING 2023 ANNOUNCEMENT OF CALL

The Board of Directors of Aedas Homes, S.A. (the "**Company**") has resolved to call an Ordinary General Shareholders' Meeting to be held at c/ Príncipe de Vergara 187, Plaza de Rodrigo Uría, 28002, Madrid, Spain, on 20 July 2023, at 10:00 (C.E.T.), on first call, or, if the required quorum is not met, on 21 July 2023, at the same place and time, on second call. <u>It is expected that the General Shareholders' Meeting will be held on first call</u>.

Remote attendance is available as described below.

AGENDA

- 1. Approval of the individual and consolidated annual accounts corresponding to the financial year ended 31 March 2023.
- 2. Approval of the individual and consolidated management reports, except for non-financial information, corresponding to the financial year ended 31 March 2023.
- **3.** Approval of the consolidated non-financial information of the Company, included in the consolidated management report for the year ended 31 March 2023.
- **4.** Approval of the Board of Directors' management and actions during the financial year ended 31 March 2023.
- **5.** Approval of the proposed application of results for the financial year ended 31 March 2023.
- **6.** Re-election of directors
 - **6.1.** Re-election of Mr. David Martínez Montero as executive director for the statutory term of three years.
 - **6.2.** Re-election of Mr. Santiago Fernández Valbuena as independent director for the statutory term of three years.

- **6.3.** Re-election of Mr. Eduardo d'Alessandro Cishek as proprietary director for the statutory term of three years.
- **6.4.** Re-election of Mr. Javier Lapastora Turpin as independent director for the statutory term of three years.
- **6.5.** Re-election of Ms. Cristina Álvarez Álvarez as independent director for the statutory term of three years.
- 7. Re-election of Ernst and Young, S.L., as auditor of the Company's accounts and of its consolidated group for financial years 2023-2024, 2024-2025 and 2025-2026.
- **8.** Approval of the modification of the Remuneration Policy for the members of the Board of Directors.
- **9.** Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026).
- **10.** Approval of a share capital reduction through the redemption of 3,106,537 own shares, and subsequent amendment to article 5 of the Bylaws.
- **11.** Delegation of powers to formalize, notarize and implement the resolutions adopted.
- **12.** Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2023.

PARTICIPATION

All persons holding shares that are registered in their name in the corresponding book-entry register not later than 15 July 2023 if, as expected, the General Shareholders' Meeting is held on first call (or 16 July 2023 if it is held on second call), may attend the General Shareholders' Meeting, with the rights to be heard and to vote. In order to attend the General Shareholders' Meeting in person, the shareholder must have the corresponding attendance, proxy and remote voting card, the certificate issued by the entity in charge of the corresponding book-entry registry or the document that, in accordance with the law, certifies that he/she is a shareholder. Attendance by telematic means shall be carried out in accordance with the terms set out below

All shareholders having the right to attend may grant a proxy to another person, even if not a shareholder of the Company, or may cast their vote prior to the Meeting via postal delivery of the duly completed attendance, proxy and remote voting card to the Company (Paseo de la Castellana 130, 5th floor, 28046, Madrid) or by electronic means through the computer application available at the Company's website

(www.aedashomes.com). Electronically granted proxies, or votes cast prior to the Meeting, shall be admitted when they include the legally qualified or advanced electronic signature of the shareholder, provided that they are based on a recognized electronic certificate with respect to which no revocation has been recorded and that (i) said certificate is an Electronic User Certificate issued by the Spanish Public Authority for Certification (*Autoridad Pública de Certificación Española*; CERES) reporting to the Spanish National Mint (*Fábrica Nacional de Moneda y Timbre*) or (ii) it has been included in the Electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of 23 December, governing the issuance of the National Identity Document and its electronic signature certificates. The shareholder shall be required to hold the corresponding certificate issued by the entity responsible for the book-entry register, as applicable, or the document that proves they are a shareholder according to law. The Company shall send the shareholder casting his/her vote remotely an electronic confirmation of the receipt thereof.

Proxies are always revocable and the attendance (by the means that are determined in the present call notice) of the proxy-granter at the General Shareholders' Meeting shall in all cases have the effect of revoking the proxy. The shareholder's vote shall prevail over the proxy and, therefore, previously issued proxies shall be deemed revoked and those granted subsequently shall be understood not to be made. Attendance to the General Meeting by the shareholder supersedes any previous vote or the proxy, and personal attendance renders attendance by remote means null and void.

Proxies and remote votes issued via postal mail or electronic communication must be received by the Company no later than 23:59 (C.E.T.) on 19 July 2023.

If the proxy has been validly granted but instructions are not included therein for the exercise of the vote or doubts arise regarding the recipient or scope of the proxy, the proxy shall be deemed (i) to be granted in favor of the Chairman of the Board of Directors, (ii) to refer to all the items that make up the agenda for the General Shareholders' Meeting, (iii) to require a favorable vote upon all the proposals made by the Board of Directors and (iv) to also extend to the items that may arise in addition to the agenda, with respect to which the proxy-holder shall abstain from voting, unless they have reasons to consider it more favorable to the interests of the proxy-granter to exercise their vote in favor of or against such proposals.

Unless expressly stated and with precise instructions to the contrary from the proxy-granter, if the proxy-holder is in a situation of conflict of interest, the proxy-granter shall be deemed to have also appointed as proxy-holders, jointly and successively, the Chairman of the Board of Directors and, if the latter is in a

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situation of conflict of interest, the Secretary of the Board of Directors, and, if the latter is in turn in a situation of conflict of interest, the Vice-Secretary of the Board of Directors. For the purposes of the provisions of sections 523 and 526 of the Spanish Companies Act (*Ley de Sociedades de Capital*), notice is given that the Chairman of the Board, as well as any other member of the Board of Directors, may be in a situation of conflict of interest (i) with respect to items 4 ("Approval of the Board of Directors' management and actions during the financial year ended 31 March 2023"), 6 ("Re-election of directors"), 8 ("Approval of the modification of the Remuneration Policy for the members of the Board of Directors"), 9 ("Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026)") and 12 ("Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2023") on the agenda; and (ii) in the circumstances set forth in section 526.1 of the Spanish Companies Act (appointment, re-election or ratification, dismissal, removal or resignation of directors, exercise of a corporate liability action and approval or ratification of transactions between the Company and the director in question) that, if applicable and appropriate, may arise outside the scope of the agenda according to law.

TELEMATIC ATTENDANCE

All shareholders (or their proxies) with the right to attend the General Shareholders' Meeting may also attend through the use of telematic methods that duly guarantee the identity of the individuals and allow for real time connection with the premises where the General Shareholders' Meeting will be held. The referred telematic attendance to the General Shareholders' Meeting will be subject to the provisions of the Bylaws and the Regulations of the General Shareholders' Meeting, the Law and the following basic rules, which may be complemented and developed by those published on the Company's website (www.aedashomes.com).

In order to guarantee the identity of attendees, the correct exercise of their rights and the adequate development of the meeting, the shareholders who wish to use the mechanisms of telematic attendance must register beforehand through the means enabled for telematic attendance on the Company's website (www.aedashomes.com), from 10:00 (C.E.T.) on 16 July 2023 until 23:59 (C.E.T.), inclusive, on 19 July 2023. After this last hour, no prior registration will be accepted for the exercise of the right to telematic attendance. The referred pre-registration requirement shall not be applicable to proxies, to whom the Company—once the status of shareholder of the proxy-granter is verified—will give access to the telematic attendance platform in order for them to connect to it in accordance with the provisions of these rules. In

order to verify their identity, shareholders who wish to attend the Shareholders' Meeting by telematic means must identify themselves in the aforementioned prior registration by means of the legally qualified or advanced electronic signature of the shareholder, provided that they are based on a recognized electronic certificate with respect to which no revocation has been recorded and that (i) said certificate is an Electronic User Certificate issued by the Spanish Public Authority for Certification (Autoridad Pública de Certificación Española; CERES) reporting to the Spanish National Mint (Fábrica Nacional de Moneda y Timbre) or (ii) it has been included in the Electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of 23 December, governing the issuance of the National Identity Document and its electronic signature certificates. In addition, in order for the proxy to be able to attend the General Meeting telematically with shares that are not owned by him/her, in the event that the proxy has not been sent to the Company by means of remote communication, the proxy and its identity must be verified by sending shareholder's attendance, proxy and remote voting card (Junta.Accionistas@aedashomes.com), duly completed and signed, together with a copy of the proxy's National Identity Document (D.N.I.) or such other official document in force as is generally accepted for such purposes, until 23:59 (C.E.T.) on 19 July 2023.

Once the shareholder has carried out the prior registration, or the proxy has accredited his/her proxy and identity, in accordance with the indicated means and within the established period, he or she may attend and vote at the General Meeting through telematic means by making the corresponding connection on the day of the meeting.

Specifically, and in order to allow the adequate management of the telematic attendance systems, the shareholder who has previously registered, or the proxy who has accredited his/her proxy and identity, to attend the General Meeting telematically in accordance with the previous paragraphs, must connect themselves in the Company's website (www.aedashomes.com), between 07:45 (C.E.T.) and 09:45 (C.E.T.) on 20 July 2023 if, as foreseen, the General Meeting is held on first call (or 21 July 2023 if it is held on second call), and identify themselves as indicated in the instructions. The Company will broadcast in real time the Meeting via streaming through its website (www.aedashomes.com).

Shareholders (or proxies) who participate in the General Shareholders' Meeting by means of telematic attendance and who intend to intervene at the meeting and, if appropriate, request information or clarification in writing or ask written questions regarding the issues included in the agenda, regarding the publicly accessible information provided by the Company to the National Securities Market Commission

(Comisión Nacional del Mercado de Valores, or CNMV) since the holding of the last General Shareholders' Meeting, and, if applicable, regarding the auditor's report, they must do so in writing and submit their intervention, proposal or question in the form, terms and conditions established on the aforementioned website of the Company, between 07:45 (C.E.T.) and 10:00 (C.E.T.) on 20 July 2023 if, as planned, the General Shareholders' Meeting is held on first call (or 21 July 2023 if it is held on second call). Any person attending by telematic means who wishes his or her intervention to be recorded in the Minutes of the General Meeting must expressly and clearly indicate this in the text of the intervention request. Requests for information or clarification validly made by those attending by telematic means shall be answered in writing to the interested party during the course of the meeting itself or within seven calendar days following the end of the General Shareholders' Meeting.

Shareholders (or proxies) who participate in the General Shareholders' Meeting by means of telematic attendance may vote through the means established for such telematic attendance at the Company's corporate website (www.aedashomes.com) on the proposed resolutions corresponding to the items on the agenda from their connection to the telematic attendance platform until the time when the vote is taken. The proposed resolutions corresponding to items not included on the agenda may be voted from the time they are read and included in the telematic attendance platform in order to be voted on until the time the vote is taken. The mechanism for casting votes by telematic means has the due guarantees of identification of the shareholder exercising the right to vote and the security of electronic communications. The rules on voting and adoption of resolutions provided for in the Bylaws and the Regulations of the General Shareholders' Meeting for personal attendance shall apply to shareholders attending the General Meeting by telematic means. The Company shall send the shareholder voting remotely an electronic notice confirming receipt of the vote. Shareholders (or proxies) attending by telematic means who wish to expressly state that they have abandoned the General Meeting so that their vote will not be counted, should do so by sending an electronic communication through the means enabled for telematic attendance on the Company's website (www.aedashomes.com).

In relation with telematic attendance, the Company will not be liable for any damage or loss that may be caused to shareholders or proxy in the event that its website is temporarily down, as well as any other failure in the connectivity or any other eventuality of the same or similar nature, beyond the Company's control, without prejudice to the adoption of the measures required by each situation, including the possible temporary suspension or extension of the General Meeting.

It is also recalled that shareholders having the right to attend may grant a proxy to another person, even if not a shareholder of the Company, or cast their vote remotely prior to the Meeting, as mentioned in this announcement of call.

RIGHT TO INFORMATION

As from this date, all the documentation relating to the General Shareholders' Meeting whose publication is established by law, as well as that which it has been deemed appropriate to make available to the shareholders, may be consulted continuously at the Company's website (www.aedashomes.com), including the following: (i) this announcement of the call to meeting; (ii) the full text of the proposed resolutions regarding all the items on the agenda of the call to meeting, together with the legally required reports from directors or independent experts (including the reports or proposals, as applicable, of the Board of Directors and of the Appointments and Remuneration Committee regarding the directors reelection proposals referred to under items 6.1 to 6.5 of the agenda, together with the professional and biographical profile of each one of the directors, the report issued by the Appointments and Remuneration Committee and the reasoned proposal of the Board of Directors in relation to the proposal of modification of the Remuneration Policy for the members of the Board of Directors referred to under item 8 of the agenda, as well as the report of the Board of Directors in relation to the justification of the proposal to reduce the share capital through the redemption of own shares included in item 10 on the agenda; (iii) the template attendance, proxy and remote voting card; (iv) the Individual Financial Annual Report, including the Company's individual annual accounts and management report corresponding to the financial year ended 31 March 2023, the relevant audit report, and the directors' responsibility statements; (v) the Consolidated Financial Annual Report, including the Company's consolidated annual accounts and management report, including the non-financial information (together with the verification report), corresponding to the financial year ended 31 March 2023, the relevant audit report, and the directors' responsibility statements; (vi) the total number of shares and voting rights at the date of the call to meeting; (vii) the annual corporate governance report corresponding to the financial year ended 31 March 2023; (viii) the annual director remuneration report corresponding to the financial year ended 31 March 2023; (ix) the report from the Audit and Control Committee relating to the independence of the auditor; (x) the report from the Audit and Control Committee regarding related–party transactions; (xi) the report on the functioning of the Audit and Control Committee relating to the financial year ended 31 March 2023; (xii) the report on the functioning of the Appointments and Remunerations Committee relating to the financial year ended 31 March 2023;

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(xiii) the rules for proving ownership and exercising rights of attendance, proxy and vote; (xiv) the rules for telematic attendance; (xv) the rules of the electronic shareholders' forum; (xvi) a description of the shareholders' right to information, and (xvii) the complete text of the modified Remuneration Policy for the members of the Board of Directors.

Additionally, in accordance with the provisions of section 539.2 of the Spanish Companies Act and article 12 of the Regulations for the General Shareholders' Meeting, an Electronic Shareholders' Forum is made available on the Company's website as from the publication of this call to meeting and until the General Meeting is held. Its operating rules and the form that must be completed to participate therein are made available on the Company's website (www.aedashomes.com).

Moreover, shareholders have the right to examine at the registered address (Paseo de la Castellana 130, 5th floor, 28046, Madrid) and to request the immediate and free-of-charge delivery or shipping (which may be carried out by e-mail with confirmation of receipt if the shareholder accepts this form of delivery) of the documents that are to be submitted for approval at the General Meeting in the legally applicable cases and, in particular, a copy of the Company's individual and consolidated annual accounts and management reports corresponding to the financial year ended 31 March 2023, together with their respective audit reports, as well as the remaining documentation that must necessarily be made available to shareholders on the occasion of the Ordinary General Shareholders' Meeting.

Pursuant to the provisions of section 527 bis of the Spanish Companies Act, after the General Meeting has been held and within one month from the date thereof, any shareholder, or his/her proxy, and ultimate beneficial owner may request confirmation that the votes corresponding to his/her shares have been properly recorded and tallied by the Company, unless this information is already available to them. The Company shall provide such confirmation within fifteen days of the request or, if the request is made later, of the holding of the General Meeting.

Finally, until 15 July 2023, inclusive, if, as expected, the General Shareholders' Meeting is held on first call (or 16 July 2023 if it is held on second call), shareholders may request information or clarifications in writing or ask written questions regarding the issues included in the agenda, the publicly accessible information provided by the Company to the National Securities Market Commission since the holding of the last General Shareholders' Meeting, and, if applicable, regarding the auditor's report.

Requests for information or clarification and written questions may be submitted by delivering the request to the registered address; that is, Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain; by sending them to the Company via postal correspondence to the address for Aedas Homes, S.A. at Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain; or electronically by sending an email to the e-mail address Junta.Accionistas@aedashomes.com.

Requests shall be admitted where the electronic document pursuant to which the information is requested includes the legally qualified or advanced electronic signature of the shareholder, provided that they are based on a recognized electronic certificate with respect to which no revocation has been recorded and that (i) said certificate is an Electronic User Certificate issued by the Spanish Public Authority for Certification (*Autoridad Pública de Certificación Española*; CERES) reporting to the Spanish National Mint (*Fábrica Nacional de Moneda y Timbre*) or (ii) it has been included in the Electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of 23 December, governing the issuance of the National Identity Document and its electronic signature certificates.

SUPPLEMENT TO THE CALL TO MEETING; SUBMISSION OF PROPOSALS

Shareholders representing at least 3% of the share capital may request the publication of a supplement to the call to the General Shareholders' Meeting, including one or more items on the agenda, provided that the new items are accompanied by a rationale or a well-founded proposal for a resolution, and they may submit well-founded proposals for resolutions regarding issues that have already been or should be included on the agenda for a General Shareholders' Meeting that has already been called. This right must be exercised by duly authenticated notice that must be received at the registered address (Paseo de la Castellana 130, 5th floor, 28046, Madrid) within five days following the publication of this notice of call.

COMMON PROVISIONS APPLICABLE TO SHAREHOLDERS' RIGHTS

Detailed information regarding the exercise of the rights to information, attendance, proxy, vote, request for publication of a supplement to the call to meeting and submission of well-founded proposals for resolution may be obtained on the corporate website (www.aedashomes.com). Shareholders may obtain additional information by contacting the Company (telephone: +34 91 788 00 00; e-mail: Junta.Accionistas@aedashomes.com).

OTHER SIGNIFICANT ASPECTS

The Board of Directors has resolved to request the presence of a Notary to attend the General Shareholders' Meeting and record the minutes of the meeting.

All or part of the General Shareholders' Meeting will be recorded by the Company for purposes of internal record. Attendees consent to this recording by attending the General Meeting.

The Company will broadcast the proceedings of the General Shareholders' Meeting in real time via streaming on its website (www.aedashomes.com), subject to prior registration with the viewer's details, irrespective of the provisions relating to telematic attendance at the General Meeting of Shareholders.

PROTECTION OF PERSONAL DATA

The personal data (i) that shareholders or proxies, as the case may be, provide to the Company (upon exercise or delegation of their information, attendance, proxy and voting rights), (ii) that are provided by the financial institutions and investment services companies that are depositaries or custodians of the shares held by such shareholders, as well as by the entities that are legally responsible for the book-entry registers that record securities or (iii) that are obtained from the recording of the General Shareholders' Meeting (i.e., image and voice) shall be processed by the Company as controller with the purposes of managing the shareholding relationship and the exercise of shareholders' rights at the General Shareholders' Meeting, managing and controlling the holding of the meeting and complying with its legal obligations. Processing these data is required therefor and the legal bases that legitimate such processing are based on the Company's relationship with shareholders and compliance with legal obligations.

These data shall be provided to the Notary solely in connection with the drafting of the notarial minutes of the General Shareholders' Meeting. They may be disclosed to third parties in exercise of the legal information right or may be made available to the public to the extent they are included in the documentation uploaded to the corporate website (www.aedashomes.com) or disclosed at the General Shareholders' Meeting. The Meeting may be audio-visually recorded. For security and transparency reasons, by attending the General Shareholders' Meeting each attendee authorizes the taking of pictures as well as the audio-visual recording of image and/or voice. The legal basis for processing personal data consisting in image and/or voice are, firstly, the Company's legitimate interest to record the General Shareholders' Meeting pursuant to applicable law and transparency principles and, secondly, the consent expressed by the attendee by attending the meeting.

Personal data will be retained for as long as the shareholding relationship exists and, subsequently, for a period of 6 years for the sole purpose of facing legal or contractual actions, except if any such legal or contractual actions exceptionally prescribe upon a longer period.

Data subjects will have the right of access, rectification, objection, erasure, limitation of processing and data portability or any other legal rights in relation to the data processed by the Company. Such rights may be exercised in accordance with the provisions of law, by means of a letter addressed to Aedas Homes, S.A. (address: Paseo de la Castellana 130, 5th floor, 28046, Madrid) or an e-mail sent to DPO@aedashomes.com, attaching a copy of the DNI of an equivalent identifying document. Data subjects may also file a claim with the competent authority in terms of data protection, which in Spain is the Spanish Data Protection Agency (*Agencia Española de Protección de Datos*) (www.agpd.es).

If the shareholder includes personal data relating to other natural persons on their attendance, proxy and remote voting card or if a proxy attends the General Shareholders' Meeting, the shareholder must inform those persons of the details set forth in the foregoing paragraphs and comply with any other requirements that may be applicable for the provision of the personal data to the Company, without the Company having to take any additional action.

In Madrid, on 6 June 2023.

Mr Alfonso Benavides Grases Secretary of the Board of Directors



AEDAS HOMES, S.A. ORDINARY GENERAL SHAREHOLDERS' MEETING 2023 PROPOSED RESOLUTIONS

Item one on the agenda

Approval of the individual and consolidated annual accounts corresponding to the financial year ended 31 March 2023

Resolution:

To approve the individual annual accounts of Aedas Homes, S.A., comprising the balance sheet, the profit and loss statement, the statement of changes in total equity (statement of recorded income and expenses and statement of total changes in total equity), the cash flow statement and the notes, and the consolidated accounts of Aedas Homes, S.A. with its subsidiary companies, comprising the consolidated balance sheet, the consolidated profit and loss statement, the consolidated statement of changes in total equity (statement of recorded income and expenses and statement of total changes in total equity), the consolidated cash flow statement and the consolidated notes corresponding to the financial year ended 31 March 2023, which were drawn up by the Board of Directors at its meeting on 30 May 2023 and verified by the auditors of Aedas Homes, S.A.



Item two on the agenda

Approval of the individual and consolidated management reports, except for non-financial information, corresponding to the financial year ended 31 March 2023

Resolution:

To approve the individual management report of Aedas Homes, S.A. and the consolidated management report of Aedas Homes, S.A. with its subsidiary companies, except for non-financial information which is subject to approval under the next item on the agenda, corresponding to the financial year ended 31 March 2023, which were drawn up by the Board of Directors at its meeting on 30 May 2023.



Item three on the agenda

Approval of the consolidated non-financial information of the Company, included in the consolidated management report for the year ended 31 March 2023

Resolution:

To approve the consolidated non-financial information of Aedas Homes, S.A., in accordance with the terms indicated in article 44 of the Commercial Code, corresponding to the financial year ended 31 March 2023, and included in the consolidated management report with the subsidiaries of Aedas Homes, S.A. corresponding to the same financial year and approved in the previous item on the agenda, which has been duly verified.



Item four on the agenda

Approval of the Board of Directors' management and actions during the financial year ended 31 March 2023

Resolution:

To approve the management and actions of the Board of Directors of Aedas Homes, S.A. during the financial year ended 31 March 2023.



Item five on the agenda

Approval of the proposed application of results for the financial year ended 31 March 2023

Resolution:

To approve the proposed application of results for the financial year ended 31 March 2023, drawn up by the Board of Directors at its meeting held on 30 May 2023, which is set forth below:

DISTRIBUTION BASIS:

Balance of the profit and loss account (Profit):

€96,165,647

DISTRIBUTION:

TO DIVIDEND: amount, the aggregate gross amount of which shall be equal to the sum of the following amounts:

- i. 43,508,905 euros ("Interim Dividend") corresponding to an interim dividend out of the profit for the year ended 31 March 2023, equivalent to €1.00 per share for the number of shares that did not have the status of direct treasury shares on the corresponding date, as approved by the Board of Directors at its meeting held on 23 March 2023, in accordance with the accounting statement prepared and in accordance with the legal requirements, which showed the existence of sufficient liquidity for the distribution of such interim dividend out of the profit for the year ended 31 March 2023. The dividend was paid on 31 March 2023.
- ii. The amount resulting from multiplying €1.15 per share by the number of shares that do not have the status of direct treasury shares on the date on which the registered holders entitled to receive the dividend are determined ("Complementary Dividend"). The Complementary Dividend will be paid to shareholders as from 31 July 2023.

The payment of the Complementary Dividend will be made in cash, in the amount per share and on the date indicated above, through the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) in which the shareholders have their shares deposited.

For this purpose, the Board of Directors is empowered, with express power of substitution in the director or directors it deems appropriate, to carry out all necessary or appropriate actions to carry out the distribution and, in particular, by way of indication and not limitation, to set the date on which the aforementioned dividend shall be paid to the shareholders and to designate the entity that shall act as paying agent.

TO REMAINDER: Amount to be determined by subtracting the amount allocated to Dividend from the Distribution Base. The amount allocated to the Dividend will in turn depend on the amount of the Complementary Dividend, which will be calculated on the basis of the number of shares that are not held as direct treasury shares on the date of determination of the registered holders entitled to receive the Complementary Dividend. In this regard, if at the time of the distribution of the proposed

Complementary Dividend, the same number of treasury shares of the Parent Company as at 31 March 2023 (i.e. 3,305,632 shares) is maintained, the maximum Dividend to be distributed (i.e. the sum of the Interim Dividend and the Complementary Dividend) would be 93,534,946 euros, with an amount of 2,630,701 euros being applied to the remainder.

Total distributed: €96,165,647

Item six on the agenda

Re-election of directors

Resolutions:

6.1 Re-election of Mr. David Martínez Montero as executive director for the statutory term of three years

In accordance with the proposal of the Board of Directors and with a favourable report from the Appointments and Remuneration Committee, re-elect Mr. David Martínez Montero, of legal age, of Spanish nationality, with Spanish Id number 50842971E in force and with domicile for these purposes at Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain, as director of the Company with the category of "executive director" for the statutory term of three years and effective as from the date of this General Shareholders' Meeting.

The proposed re-election is accompanied by a supporting report from the Board, evaluating the competence, experience and merits of Mr. David Martínez Montero, as well as the report from the Appointments and Remuneration Committee mentioned above. These reports have been made available to the shareholders as from the publication of the notice of the General Shareholders' Meeting.

Mr. David Martínez Montero may accept his re-election by any means valid in law.

6.2 Re-election of Mr. Santiago Fernández Valbuena as independent director for the statutory term of three years

In accordance with the proposal of the Appointments and Remuneration Committee and the supporting report from the Board of Directors, re-elect Mr. Santiago Fernández Valbuena, of legal age, of Spanish nationality, with Spanish Id number 5227862P in force and with domicile for these purposes at Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain, as director of the Company with the category of "independent director" for the statutory term of three years and effective as from the date of this General Shareholders' Meeting.

The proposed re-election is accompanied by a supporting report from the Board, evaluating the competence, experience and merits of Mr. Santiago Fernández Valbuena. This report, as well as the proposal from the Appointments and Remuneration Committee mentioned above, have been made available to the shareholders as from the publication of the notice of the General Shareholders' Meeting.

Mr. Santiago Fernández Valbuena may accept his re-election by any means valid in law.

6.3 Re-election of Mr. Eduardo d'Alessandro Cishek as proprietary director for the statutory term of three years

In accordance with the proposal of the Board of Directors and with a favourable report from the Appointments and Remuneration Committee, re-elect Mr. Eduardo d'Alessandro Cishek, of legal age, of German nationality, with German passport number C4YMT3898 and Foreigners Identification Number (NIE) Y5741246T, both in force, and with domicile for these purposes at Paseo de la Castellana 130, 5th

floor, 28046, Madrid, Spain, as director of the Company with the category of "proprietary director" for the statutory term of three years and effective as from the date of this General Shareholders' Meeting.

The proposed re-election is accompanied by a supporting report from the Board, evaluating the competence, experience and merits of Mr. Eduardo d'Alessandro Cishek, as well as the report from the Appointments and Remuneration Committee mentioned above. These reports have been made available to the shareholders as from the publication of the notice of the General Shareholders' Meeting.

Mr. Eduardo d'Alessandro Cishek may accept his re-election by any means valid in law.

6.4 Re-election of Mr. Javier Lapastora Turpin as independent director for the statutory term of three years

In accordance with the proposal of the Appointments and Remuneration Committee and the supporting report from the Board of Directors, re-elect Mr. Javier Lapastora Turpin, of legal age, of Spanish nationality, with Spanish Id number 50069165M in force and with domicile for these purposes at Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain, as director of the Company with the category of "independent director" for the statutory term of three years and effective as from the date of this General Shareholders' Meeting.

The proposed re-election is accompanied by a supporting report from the Board, evaluating the competence, experience and merits of Mr. Javier Lapastora Turpin. This report, as well as the proposal from the Appointments and Remuneration Committee mentioned above, have been made available to the shareholders as from the publication of the notice of the General Shareholders' Meeting.

Mr. Javier Lapastora Turpin may accept his re-election by any means valid in law.

6.5 Re-election of Ms. Cristina Álvarez Álvarez as independent director for the statutory term of three years

In accordance with the proposal of the Appointments and Remuneration Committee and the supporting report from the Board of Directors, re-elect Ms. Cristina Álvarez Álvarez, of legal age, of Spanish nationality, with Spanish Id number 826976B in force and with domicile for these purposes at Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain, as director of the Company with the category of "independent director" for the statutory term of three years and effective as from the date of this General Shareholders' Meeting.

The proposed re-election is accompanied by a supporting report from the Board, evaluating the competence, experience and merits of Ms. Cristina Álvarez Álvarez. This report, as well as the proposal from the Appointments and Remuneration Committee mentioned above, have been made available to the shareholders as from the publication of the notice of the General Shareholders' Meeting.

Ms. Cristina Álvarez Álvarez may accept her re-election by any means valid in law.



Item seven on the agenda

Re-election of Ernst and Young, S.L., as auditor of the Company's accounts and of its consolidated group for financial years 2023-2024, 2024-2025 and 2025-2026

Resolution:

To re-elect the company Ernst and Young, S.L. as auditor of the accounts of Aedas Homes, S.A. and of its consolidated group for financial years 2023-2024, 2024-2025 and 2025-2026, authorizing the Board of Directors, with express powers of substitution, to enter into the corresponding services agreement, with the clauses and terms and conditions that it deems appropriate, and also authorizing it to make such amendments thereto as are proper pursuant to applicable law from time to time.

This resolution is adopted at the proposal of the Board of Directors and upon a prior proposal, in turn, from the Audit and Control Committee.

Ernst and Young, S.L. will accept its appointment by any legally valid means.

Ernst and Young, S.L. has its registered office at Raimundo Fernández Villaverde 65 - Torre Azca, 28003, Madrid, Spain, and its tax identification number is B-78970506. It is registered on the Commercial Registry of Madrid in volume 12749, section 8, folio 215, sheet M-23123, and in the Official Auditors Registry (ROAC) with number S0530.



Item eight on the agenda

Approval of the modification of the Remuneration Policy for the members of the Board of Directors

Resolution:

To approve, pursuant to the provisions of article 529 *novodecies* of the Spanish Companies Act, and in accordance with the reasoned proposal approved by the Board of Directors, which is supported by the report of the Appointments and Remuneration Committee, the modification of the Remuneration Policy for the members of the Board of Directors of the Company approved by the General Shareholders' Meeting on 29 June 2022, which shall be applicable for the financial years 2022-2023 (from the date of its approval by the Ordinary General Shareholders' Meeting held on 29 June 2022), 2023-2024, 2024-2025 and 2025-2026.

The text of the modified Remuneration Policy for the members of the Board of Directors, together with the report of the Appointments and Remuneration Committee and the reasoned proposal approved by the Board of Directors, have been made available to the shareholders as part of the documentation relating to the General Shareholders' Meeting since the date of publication of the announcement of the call of the General Shareholders' Meeting.



Item nine on the agenda

Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026)

To approve, in the context of the Long-Term Incentive Plan (2021-2026) which was approved by the Ordinary General Shareholders' Meeting of 2022 of the Company, under item nine of the agenda, the delivery to the Chief Executive Officer of the Company, Mr. David Martínez Montero, following the proposal of the Appointments and Remuneration Committee and in accordance with the calculation systems established in the aforementioned plan and included in the Remuneration Policy of the Members of the Board of Directors of the Company published on the Company's website, the amount of 27,171 shares of the Company in addition to those initially envisaged for the second cycle of the 2021-2026 Long-Term Incentive Plan.

Item ten on the agenda

Approval of a share capital reduction through the redemption of 3,106,537 own shares, and subsequent amendment to article 5 of the Bylaws

Resolution:

To reduce the share capital of Aedas Homes, S.A. by an amount of €3,106,537 through the redemption of 3,106,537 treasury shares, each with a face value of one euro, representing approximately 6.636% of the Company's share capital (the "Capital Reduction").

The aforementioned own shares have been acquired by the Company within the framework of a share buyback program aimed at all shareholders under article 5 of Regulation (EU) No. 596/2014, of the European Parliament and of the Council, of 16 April 2014 on market abuse, and Commission Delegated Regulation (EU) 2016/1052, March 8, 2016, supplementing the Market Abuse Regulation as regards regulatory technical standards concerning the conditions applicable to buyback programs and stabilization measures, which was approved by the Company's Board of Directors on 25 September 2019, under the authorization for the acquisition of treasury shares conferred by the Company's then Sole Shareholder on 11 September 2017, as amended by resolution of the Board of Directors dated 25 February 2020 and renewed by resolution of the Board of Directors dated 12 July 2022, pursuant to the authorisation for the derivative acquisition of treasury shares granted by the General Shareholders' Meeting of the Company held on 23 June 2020 under item eleven of the agenda (the "Buyback Program"). Such renewal of the Buyback Programme was communicated to the market on 15 July 2022 through the publication by the Company of the corresponding other relevant information notice (no. 17390). The Buyback Program has the virtue of favoring the liquidity of the share and is part of the shareholder remuneration policy. The aforementioned own shares has been acquired in strict compliance with the limits set forth in the applicable regulations.

The Capital Reduction must be executed once the term established in article 336 of the Spanish Companies Law for the exercise of the creditors' right of opposition, as set forth in article 334 of such Law, has expired.

Once the Capital Reduction has been executed, article 5 of the Company's Bylaws, relating to the shares and the share capital, will be amended to reflect the amount of capital and the number of outstanding shares resulting from the execution of the Capital Reduction.

The Capital Reduction does not entail the refund of contributions to the shareholders as the Company is the holder of the shares to be redeemed, and will be charged to the issue premum, without the constitution of a reserve pursuant to the provisions of article 335 c) of the Spanish Companies Law. Therefore, in accordance with article 334 of the Spanish Companies Law, Company's creditors whose claims arose prior to the date of the last announcement of the Capital Reduction resolution, have not matured at that time and until such claims are secured, will have the right to contest the Capital Reduction.

The purpose of this capital reduction is to redeem treasury shares, in line with the purpose described in the Buyback Program, as communicated to the market.

Consequently, article 5 of the Company's Bylaws shall be drafted as follows:

"Article 5. Shares and share capital

The share capital is 43.700.000 euros and is represented by 43.700.000 shares with a par value of 1 euro each. All shares are of a single class and series. All shares are fully subscribed and paid and carry the same rights.

The Company may resolve to issue non-voting shares in the terms and with the rights foreseen in the Spanish Limited Liability Companies Law and other applicable regulations."

It is also resolved to authorize the Board of Directors of the Company, to the fullest extent required by law and with express powers of substitution in the members of the Board that it deems appropriate or in any other person that it may determine, whether or not they are members of that body, so that any of them, indistinctly and with their sole signature, may execute the Capital Reduction resolution, being able to determine those points that have not been expressly established in the reduction resolution or that are a consequence of it, and to adopt the resolutions, publish the announcements, carry out all the actions and execute the public or private documents, that may be necessary or convenient, for the most complete execution of the Capital Reduction. In particular, and for illustrative purposes only, it is resolved to delegate the following powers, to the fullest extent required by law:

- (a) declare the Capital Reduction closed and executed, and establish any other circumstances necessary to carry it into effect;
- (b) indicate the date on which the resolution thus adopted to reduce the share capital must be executed:
- (c) carry out the publication of the legally required announcements, in the terms agreed herein;
- (d) redraft the article of the articles of association that establishes the capital share to reflect the figure resulting from the implementation of the Capital Reduction;
- (e) declare expiry of the period for the creditors' right to contest provided for in the Spanish Companies Law and, where appropriate, ensure the exercise of the right to contest of such creditors as may exercise it under the terms provided for in the Law;
- (f) take such actions as may be necessary or advisable to execute and formalize the Capital Reduction before any public or private, Spanish or foreign, entities and public bodies, including those of declaration, supplementation or rectification of defects or omissions that could prevent or hinder the full effectiveness of this resolution;
- (g) carry out the necessary formalities and actions, and to submit the necessary documents, to the competent bodies so that, once the Company's shares have been redeemed, the deed corresponding to the Capital Reduction has been executed and registered with the Commercial

Registry, the shares are delisted from the Bilbao, Madrid, Barcelona and Valencia Stock Exchanges through the Continuous Market (Continuous Market) and cancelled the corresponding accounting records in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S. A. Unipersonal (Iberclear); and

(h) appear before the notary of its choice and notarize the resolution to reduce share capital and amend the articles of association, as well as to take such actions as may be necessary and approve and formalize such public and private documents as may be necessary or advisable for the full effectiveness of the resolution in any of its aspects and contents and, in particular, to correct, clarify, interpret, complete, define or specify, as the case may be, the resolution adopted and, in particular, to correct any defects, omissions or errors that may be detected in the verbal or written qualification of the Commercial Registry.



Item eleven on the agenda

Delegation of powers to formalize, notarize and implement the resolutions adopted

Resolution:

To empower all members of the Board of Directors, the Secretary and the Vice-Secretary non–directors of the Board of Directors so that any of them, jointly and severally, with its own signature, as broadly as may be required by law, may formalize and notarise the resolutions adopted by the shareholders at this General Shareholders' Meeting, being empowered for such purpose to:

- (i) Develop, clarify, make more specific, interpret, supplement and rectify them.
- (ii) Carry out such acts or legal transactions as may be necessary or appropriate to implement the resolutions, to execute such public or private documents as they consider necessary or appropriate for the full effectiveness thereof, as well as to rectify such substantive or formal omissions, defects or errors as may prevent the recording thereof with the Commercial Registry or any others, as well as, in particular, the mandatory filing of accounts with the Commercial Registry.
- (iii) Delegate to one or more of the members of the Board of Directors part or all of the powers that they deem appropriate, including those corresponding to that body and those that have been expressly allocated thereto by the shareholders at this General Shareholders' Meeting, whether jointly or severally.
- (iv) Determine all other circumstances that are necessary, adopting and implementing the necessary resolutions, publishing the notices and providing the guarantees that are required for the purposes established by law, as well as formalizing the necessary documents and completing such procedural steps as are appropriate, proceeding to comply with such requirements as are necessary in accordance with law for the fullest implementation of the resolutions adopted by the shareholders at this General Shareholders' Meeting.



Item twelve on the agenda

Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2023

Resolution:

To approve, on a consultative basis, the annual director remuneration report corresponding to the financial year ended 31 March 2023, which was made available to the shareholders together with the other documentation relating to the General Shareholders' Meeting from the date of publication of the announcement of this meeting.