

Almirall, S.A. (the “**Company**”), in accordance with the provisions of Article 227 of Law 6/2023 of 17 March on the Securities Market and Investment Services, and related provisions, hereby gives notice of the following:

#### **OTHER RELEVANT INFORMATION:**

Further to the other relevant information notice published by the Company on 31 March 2025, the Company communicates the full text of the announcement of call the Ordinary General Shareholders’ Meeting to be held on 9 May 2025, at 13:00 hours, at Diagonal 514, 6th floor, 08006 Barcelona, at first call and, if the required quorum is not reached, at the same place and at the same time on 10 May 2025, at second call, in accordance with the following:

#### **AGENDA**

1. Consideration and approval, if appropriate, of the individual annual accounts of the Company for the financial year 2024 and the accompanying management report.
2. Consideration and approval, if appropriate, of the consolidated annual accounts of the group of which the Company is the parent company, for the financial year 2024, and the accompanying management report.
3. Consideration and approval, if appropriate, of the Statement of Non-Financial Information and Sustainability Information for the financial year 2024.
4. Consideration and approval, if appropriate, of the management and performance of the Board of Directors during the financial year 2024.
5. Consideration and approval, if appropriate, of the allocation of the result of the financial year 2024.
6. Consideration and approval, if appropriate, of the distribution of dividends charged to unrestricted reserves.
7. Re-election of directors for a term of two years:
  - 7.1 Re-election of Mr. Carlos Gallardo Piqué, as an executive director.
  - 7.2 Re-election of Ms. Karin Louise Dorrepaal, as an external director (“other externals”).
  - 7.3 Re-election of Mr. Seth J. Orlow, as an independent director.
  - 7.4 Re-election of Mr. Enrique de Leyva Pérez, as an independent director.
  - 7.5 Re-election of Ms. Alexandra B. Kimball, as an independent director.
  - 7.6 Re-election of Ms. Eva-Lotta Coulter, as an independent director.
  - 7.7 Re-election of Mr. Ruud Dobber, as an independent director.

- 7.8** Re-election of Mr. Antonio Gallardo Torrededía, as a proprietary director.
- 8.** Consideration and approval, if appropriate, of the share capital increase for the amount to be determined under the terms of the resolution through the issue of new ordinary shares of 0.12 euros par value each, with no share premium, belonging to the same class and series as the existing shares and charged to voluntary reserves from undistributed profits. Reference to the possibility of incomplete allotment. Delegation of powers to the Board of Directors to establish the terms and conditions governing the increase in all matters not provided for by this General Meeting, to carry out the acts necessary for its execution, to adapt the wording of Article 5 of the Articles of Association to the new figure of the share capital and to sign such public and private documents as may be necessary for the execution of the increase. Application to the competent bodies for admission to trading of the new shares on the Madrid, Bilbao, Valencia and Barcelona Stock Exchanges through the Stock Exchange Automated Quotation System (Continuous Market).
  - 9.** Delegation of powers to the Board of Directors for the development, construction, correction, completion, execution and adaptation of the resolutions of the General Meeting.
  - 10.** Consultative voting on the annual report on directors' remuneration for the financial year 2024.

During the meeting, information will be provided on the compliance with the corporate governance recommendations published by the CNMV.

It will also be possible to attend the General Shareholders' Meeting remotely, on the terms indicated further on in this announcement.

It is hereby announced that the Board of Directors of the Company has also approved the notice convening the General Shareholders' Meeting and the proposed resolutions to be submitted to the consideration of the General Shareholders' Meeting. The above documents are attached hereto for the purpose of publicity.

**The General Shareholders' Meeting is expected to be held on first call.**

Barcelona, 1 April 2025

Pablo Divasson del Fraile  
Investor Relations Department  
[investors@almirall.com](mailto:investors@almirall.com)

## **ALMIRALL, S.A.**

### **ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

The Board of Directors of Almirall, S.A. (“**Almirall**” or the “**Company**”) has resolved to call its shareholders to an Annual General Meeting to be held on first call on 9 May 2025, at 1:00 p.m. at Diagonal 514, 6<sup>a</sup> planta, 08006 Barcelona or, if the necessary quorum is not reached, on second call on the following 10 May 2025, at the same place and time. **The General Meeting of Shareholders is expected to be held on first call.**

Shareholders may attend the meeting remotely as set out below.

#### **AGENDA**

1. Consideration and approval, if appropriate, of the individual annual accounts of the Company for the financial year 2024 and the accompanying management report.
2. Consideration and approval, if appropriate, of the consolidated annual accounts of the group of which the Company is the parent company, for the financial year 2024, and the accompanying management report.
3. Consideration and approval, if appropriate, of the Statement of Non-Financial Information and Sustainability Information for the financial year 2024.
4. Consideration and approval, if appropriate, of the management and performance of the Board of Directors during the financial year 2024.
5. Consideration and approval, if appropriate, of the allocation of the result of the financial year 2024.
6. Consideration and approval, if appropriate, of the distribution of dividends charged to unrestricted reserves.
7. Re-election of directors for a term of two years:
  - 7.1 Re-election of Mr. Carlos Gallardo Piqué, as an executive director.
  - 7.2 Re-election of Ms. Karin Louise Dorrepaal, as an external director (“other externals”).
  - 7.3 Re-election of Mr. Seth J. Orlow, as an independent director.
  - 7.4 Re-election of Mr. Enrique de Leyva Pérez, as an independent director.
  - 7.5 Re-election of Ms. Alexandra B. Kimball, as an independent director.
  - 7.6 Re-election of Ms. Eva-Lotta Coulter, as an independent director.
  - 7.7 Re-election of Mr. Ruud Dobber, as an independent director.

- 7.8 Re-election of Mr. Antonio Gallardo Torrededía, as a proprietary director.
8. Consideration and approval, if appropriate, of the share capital increase for the amount to be determined under the terms of the resolution through the issue of new ordinary shares of 0.12 euros par value each, with no share premium, belonging to the same class and series as the existing shares and charged to voluntary reserves from undistributed profits. Reference to the possibility of incomplete allotment. Delegation of powers to the Board of Directors to establish the terms and conditions governing the increase in all matters not provided for by this General Meeting, to carry out the acts necessary for its execution, to adapt the wording of Article 5 of the Articles of Association to the new figure of the share capital and to sign such public and private documents as may be necessary for the execution of the increase. Application to the competent bodies for admission to trading of the new shares on the Madrid, Bilbao, Valencia and Barcelona Stock Exchanges through the Stock Exchange Automated Quotation System (Continuous Market).
  9. Delegation of powers to the Board of Directors for the development, construction, correction, completion, execution and adaptation of the resolutions of the General Meeting.
  10. Consultative voting on the annual report on directors' remuneration for the financial year 2024.

During the meeting, information will be provided on the compliance with the corporate governance recommendations published by the CNMV.

#### **ADDENDUM TO THE NOTICE OF MEETING AND SUBMISSION OF PROPOSALS**

Shareholders representing at least three per cent of the share capital may request the publication of an addendum to the notice of the General Shareholders' Meeting, including one or more items on the Agenda, provided that the new items are accompanied by a substantiated statement or, if appropriate, a substantiated proposed resolution. This right must be exercised through a reliable notice to be received at the registered office of the Company (Ronda del General Mitre, 151, 08022 Barcelona) within five days of the publication of this notice.

Shareholders representing at least three per cent of the share capital may, within the same period indicated in the preceding paragraph, submit reasoned proposals for resolutions on matters already included or to be included on the agenda of the forthcoming general shareholders' meeting. The company shall ensure that these proposals and any accompanying documentation are circulated to the other shareholders under the provisions of section 518(d) of the Spanish Companies Act.

The notice shall state the name or the corporate name of the requesting shareholder or shareholders and shall be accompanied by the appropriate documentation -a copy of the attendance card or certificate of entitlement- evidencing their status as shareholders. This information shall be verified on the basis of the information provided by *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U.* (“**IBERCLEAR**”).

### **RIGHT OF ATTENDANCE**

Under Article 29 of the Articles of Association, shareholders who can establish that they hold shares registered in their name in the corresponding book-entry register five days prior to the date of the General Shareholders' Meeting (i.e. no later than 23:59 on 2 May 2025) may attend the General Shareholders' Meeting with a right to speak and vote. To attend the General Meeting of Shareholders in person, the shareholder must hold the relevant attendance, proxy and remote voting card, the certificate issued by the entity in charge of the book-entry register, as applicable, or the document that, as per applicable regulations, identifies the shareholder as such. Shareholders shall register at the entrance to the premises where the General Meeting is to be held two hours before the scheduled start time. To establish the identity of shareholders or their proxies at the entrance to the premises where the General Meeting is to be held, attendees may be asked to exhibit their attendance card and produce their Spanish ID Card or any other official document generally accepted for such purposes. Remote attendance shall proceed as indicated below.

Once the production of attendance cards and proxies has been closed, shareholders or their proxies arriving late at the place where the General Meeting is being held shall be provided, where appropriate, with an invitation card so that they may follow the proceedings of the meeting (in the same room where the meeting is being held or, if deemed appropriate by the Company to avoid confusion during the General Meeting, in an adjoining room). No such shareholders and their representatives (or their proxies) shall be included in the list of attendees.

### **PROXIES AND REMOTE VOTING**

Any shareholder entitled to attend may appoint another person (whether or not a shareholder) or cast its vote remotely in advance by sending a duly completed attendance, proxy and remote voting card by post to the Company (*Almirall, S.A., GENERAL SHAREHOLDERS MEETING 2025, Ronda del General Mitre, 151, 08022 Barcelona*) or electronically through the Company's website ([www.almirall.com](http://www.almirall.com)). Proxies granted electronically, or remote votes cast in advance, shall be admitted if they incorporate the shareholder's qualified or advanced electronic signature based on a recognised electronic certificate for which there is no record of revocation and that (i) it is an Electronic User Certificate issued by the

Spanish Public Certification Authority (*CERES*) dependent on the Spanish Mint (*Fábrica Nacional de Moneda y Timbre*), or (ii) is incorporated into the Spanish ID e-Card issued under Royal Decree 1553/2005, of 23 December, which governs the issuance of the Spanish ID Card and associated electronic signature certificates. The shareholder shall be required to provide the relevant certificate issued by the entity in charge of the corresponding book-entry registry or the document that, under current regulations, identifies the shareholder as such. The Company shall provide shareholders casting their vote remotely an electronic acknowledgement of receipt.

Proxies, which must be granted for this specific General Meeting, are always revocable. Attendance (as per this notice of call) of the principal at the General Shareholders' Meeting shall, in any event, be understood as a revocation of the proxy. The shareholder's vote shall prevail over the proxy and, therefore, proxies issued previously shall be deemed revoked and those granted subsequently shall be deemed not to have been granted. Attendance at the General Meeting by the shareholder renders the prior vote or proxy null and void, and attendance in person renders remote attendance null and void.

Proxies and absentee votes cast by post or electronically must be received by the Company at least one day before the date scheduled for the General Meeting of Shareholders on first call (i.e. no later than 23:59 on 8 May 2025).

Both proxies and remote votes shall be rendered ineffective upon any transfer of the shares conferring the right to attend of which the Company becomes aware at least five days before the date set for the General Meeting on first call (i.e. not later than 23:59 on 2 May 2025).

If the proxy was validly granted but failed to include voting instructions or if any doubts arise as to the recipient or the scope of the proxy, the proxy shall be deemed to (i) have been granted to the Chairperson of the Board of Directors, (ii) refer to all the items on the agenda of the General Shareholders' Meeting, (iii) direct the proxy holder to vote for all the proposals submitted by the Board of Directors and (iv) extend to any items that may arise outside the agenda of the General Shareholders' Meeting, in respect of which the proxy holder shall abstain from voting, unless the proxy holder has sufficient grounds to consider it more favourable to the interests of the shareholder to vote for or against such proposals.

Unless expressly indicated otherwise by the principal, if the proxy holder is conflicted, the principal shall be deemed to have also appointed as proxies, jointly and severally and successively, the Chairperson of the Board of Directors and, where the latter is conflicted, the Secretary of the Board of Directors and, if the latter is also conflicted, the Deputy Secretary of the Board of Directors. For the purposes of sections 523 and 526 of the Spanish Companies Act, please note that the

Chairperson of the Board, as well as any other member of the Board of Directors, may have a conflict of interest, as applicable (i) concerning items 4 (“Approval of the management and performance of the Board of Directors during the year ended 31 December 2024”), 7.1 (“Re-election of Mr. Carlos Gallardo Piqué, as an executive director”), 7.2 (“Re-election of Ms. Karin Louise Dorrepaal, as an external director (“other externals”)”), 7.3 (“Re-election of Mr. Seth J. Orlow, as an independent director”), 7.4 (“Re-election of Mr. Enrique de Leyva Pérez, as an independent director”), 7.5 (“Re-election of Ms. Alexandra B. Kimball, as an independent director”), 7.6 (“Re-election of Ms. Eva-Lotta Coulter, as an independent director”), 7.7 (“Re-election of Mr. Ruud Dobber, as an independent director”), 7.8 (“Re-election of Mr. Antonio Gallardo Torrededía, as a proprietary director”), and 10 (“Consultative voting on the annual report on directors’ remuneration for the financial year 2024”) of the agenda; and (ii) in the circumstances set out in section 526.1 of the Spanish Companies Act (appointment, re-election or confirmation of directors, removal, separation or dismissal of directors, the exercise of a corporate action for liability and the approval or ratification of transactions entered into by the Company with the relevant director) which, where appropriate, may be submitted outside the agenda under applicable laws.

The validity of proxies granted and absentee votes cast is subject to verification -by checking against the file provided by IBERCLEAR- of the relevant shareholder's status as such. It is the sole responsibility of shareholders to keep their electronic signature secure to vote or grant a proxy electronically.

The Company reserves the right to modify, suspend, cancel or restrict the electronic voting and proxy mechanisms if so required for technical or security reasons. The Company shall not be liable for any damages that may be caused to shareholders as a result of breakdowns, overloads, line failures, connection failures, malfunctioning of the postal service or any other similar circumstances outside the Company's control, which prevent the use of the remote voting and proxy mechanisms.

Regarding corporate shareholders granting a proxy to a third party or voting remotely by post, a copy of the powers of attorney of the individual who, in the name and on behalf of such corporate shareholder, grants such proxy to a third party or votes remotely must be provided to the Company, together with any other documentation required under these rules.



## REMOTE ATTENDANCE

Any shareholder (or its proxy) entitled to attend the General Shareholders' Meeting may also do so by using remote mechanisms that duly guarantee the identity of the shareholder and allow real-time connection with the premises where the General Shareholders' Meeting is being held. Remote attendance at the General Meeting shall be subject to the provisions of the Articles of Association and the Regulations of the General Meeting, to any applicable statutory regulations and to the following principles, which may be supplemented and developed by any rules published on the Company's website ([www.almirall.com](http://www.almirall.com)).

To guarantee the identity of the attendees, the proper exercise of their rights and the smooth running of the meeting, shareholders intending to use remote attendance mechanisms must register in advance on the Company's website ([www.almirall.com](http://www.almirall.com)). Registration is open from 10:00 a.m. to 12:45 p.m. on the day of the General Shareholders' Meeting (i.e. 9 May 2025 on first call and, if applicable, 10 May 2025 on second call). Thereafter, no prior registration for the exercise of the right to attend the General Meeting remotely shall be accepted.

This pre-registration requirement does not apply to proxy holders. Once the shareholder status of their principals has been verified, the Company will provide proxy holders with access to the online attendance platform so that they can connect to it under the provisions of this notice.

Shareholders willing to attend the General Shareholders' Meeting remotely must identify themselves for the purposes of the advance registration mechanism referred to above by using a recognised electronic signature under Spanish Act 59/2003, of 19 December, on Electronic Signatures. Such signature should be based on an unrevoked recognised electronic certificate which (i) is an Electronic User Certificate -*Certificado Electrónico de Usuario*- issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint or (ii) is embedded into a Spanish Electronic ID Card issued under Royal Decree 1553/2005, of 23 December, governing the issue of the Spanish ID Card and its electronic signature certificates.

Proxies intending to register to attend the General Meeting remotely on the basis of shares not owned by them, in circumstances where their proxy was not provided to the Company by electronic means, must establish their authority and identity by sending the duly completed and signed shareholder attendance and proxy card by e-mail ([inversores@almirall.com](mailto:inversores@almirall.com)), together with a copy of their identity card -or any other official valid document generally accepted for these purposes- by 23:59 on 8 May 2025. In the event of corporate shareholders, documentation establishing the authority of their representative must also be sent by e-mail ([inversores@almirall.com](mailto:inversores@almirall.com)), together with a copy of the ID card -or any other official



valid document generally accepted for this purpose- of the representative by 23:59 on 8 May 2025.

Once the shareholder has registered in advance or its proxy has established its authority and identity in the form and within the period established above, the shareholder or its proxy may attend and vote at the General Meeting remotely by connecting to the relevant online platform on the day the meeting is held.

Specifically, and to ensure proper management of the remote attendance systems, shareholders previously registered or proxy holders who have established their authority and identity must, to attend the General Shareholders' Meeting remotely under the preceding paragraphs, log on to the Company's website ([www.almirall.com](http://www.almirall.com)) from 10:00 a.m. to 12:45 p.m. on 9 May 2025 if, as expected, the General Shareholders' Meeting is held on first call (or on 10 May 2025 if held on second call) and identify themselves as indicated in the instructions. The Company will livestream the meeting on its website ([www.almirall.com](http://www.almirall.com)).

Shareholders (or their proxies) are solely responsible for safeguarding the means of identification necessary to access and use the online attendance system. Corporate shareholders must notify any amendment or revocation of the authority held by their proxies. The Company disclaims any liability until such notice is made.

Shareholders (or their proxies) attending remotely and intending to participate in the meeting and, if applicable, request information or clarifications or ask questions in writing regarding the matters included on the agenda, the information available to the public that has been provided by the Company to the CNMV since the last General Meeting and, if appropriate, regarding the auditor's report, or make proposals as per applicable regulations, must do so in writing and send their contribution, question or proposal in the format, terms and conditions specified on the web page of the Company between 10.00 a.m. to 12.45 p.m. on 9 May 2025 if, as expected, the General Meeting is held on first call (or on 10 May 2025 if it is held on second call). Remote attendees who wish their contribution to be recorded in the Minutes of the General Meeting must expressly and clearly indicate so in such contribution. Requests for information or clarification validly made by remote attendees shall be answered during the meeting itself or otherwise in writing to the requesting shareholder within seven calendar days following the end of the General Meeting.

Shareholders (or their proxies) attending remotely may vote on any proposals submitted in respect of the items on the agenda through the platform made available for remote attendance on the Company's website ([www.almirall.com](http://www.almirall.com)), from the time when they log in to such platform until such time at which voting takes place. Any proposals submitted in respect of items not included on the agenda may be voted

on from the time they are read and displayed in the remote assistance platform for voting until such voting is completed. The mechanism made available for remote voting provides the necessary safeguards to identify the voting shareholder and to ensure the security of electronic communications. The rules for voting and adopting resolutions laid down in the Articles of Association and the Regulations of the General Meeting for shareholders attending in person shall apply to those attending remotely. The Company shall send any shareholder voting remotely an electronic confirmation of receipt of the vote. Shareholders (or their proxies) attending remotely who wish to expressly state that they are withdrawing from the General Meeting so that their vote will not be counted must do so by sending an electronic notice using the tools provided for remote attendance on the Company's website ([www.almirall.com](http://www.almirall.com)).

Remote attendance at the General Meeting is an additional measure to the various channels available to the Company's shareholders to participate in the General Meeting. Shareholders entitled to attend the meeting are kindly reminded that they may grant a proxy to another person (whether or not a shareholder) or cast their vote remotely in advance as described in this notice.

The Company shall not be liable for any damage that may be caused to shareholders or proxies as a result of the occasional unavailability of its website or any other connection failure or other event of the same or similar nature beyond the control of the Company, without prejudice to the adoption of the measures that each situation may require, including the possible temporary suspension or adjournment of the General Meeting. The Company reserves the right to modify, suspend, cancel or limit the mechanisms for remote participation in the General Meeting if technical or security reasons so require or mandate.

### **RIGHT TO INFORMATION**

Shareholders are hereby informed that, from this date, all documents relating to the General Meeting which are required by statute to be published, as well as those which have been deemed appropriate to make available to shareholders, including, among others, the following, may be consulted on the corporate website ([www.almirall.com](http://www.almirall.com)):

1. This notice of call.
2. The full text of the proposals for resolutions to be adopted, if appropriate, by the General Meeting in respect of each of the items on the agenda, together with the relevant statutory reports of the Directors.
3. Attendance, proxy and remote voting card.
4. Total number of shares and voting rights at the date of the call.
5. The rules for establishing ownership and exercising attendance, proxy and

voting rights.

6. The rules governing remote attendance.
7. The rules governing the electronic shareholder forum.
8. The individual Annual Financial Report, which includes the individual annual financial statements and the individual management report of the Company for the year ended 31 December 2024, the related auditors' report, and the Directors' statements of responsibility.
9. The consolidated Annual Financial Report, including the consolidated financial statements and the consolidated Directors' report of the Company, including non-financial information and sustainability information (together with the report verifying such information) for the year ended 31 December 2024, the auditors' report and the Directors' statements of responsibility.
10. The annual Corporate Governance Report for the financial year 2024.
11. The annual Directors' Remuneration Report for 2024.
12. The annual Report of the Audit Commission for the financial year 2024.
13. The report of the Audit Commission on the independence of the auditor.
14. The report of the Audit Commission on related-party transactions.
15. The report on the operation of the Nominations and Remuneration Commission for the financial year 2024.
16. The reasoned proposal of the Nominations and Remuneration Commission regarding the re-election of Mr. Seth J. Orlow, Mr. Enrique de Leyva Pérez, Ms. Alexandra B. Kimball, Ms. Eva-Lotta Coulter and Mr. Ruud Dobber as independent directors, including their identity, curriculum vitae and category.
17. The report of the Board of Directors supporting the re-election of Mr. Seth J. Orlow, Mr. Enrique de Leyva Pérez, Ms. Alexandra B. Kimball, Ms. Eva-Lotta Coulter and Mr. Ruud Dobber, as independent directors, including their identity, curriculum vitae and category.
18. The report of the Nominations and Remuneration Commission on the re-election of Mr. Carlos Gallardo Piqué, as executive director, Mr. Antonio Gallardo Torrededía, as proprietary director, and Ms. Karin Louise Dorrepaal, as external director ("other externals"), including their identity, curriculum vitae and category.

19. Proposal and supporting report of the Board of Directors on the re-elections of Mr. Carlos Gallardo Piqué, as executive director, Mr. Antonio Gallardo Torrededía, as proprietary director, and Ms. Karin Louise Dorrepaal, as external director (“other externals”), including their identity, curriculum vitae and category.
20. A report of the Board of Directors supporting the proposed resolution to increase the share capital under item no. 8 of the Agenda.

In addition, shareholders have the right to inspect at the Company’s registered office (Ronda del General Mitre, 151, 08022 Barcelona) and to request the immediate delivery or dispatch, free of charge (which may be by e-mail with acknowledgement of receipt if the shareholder accepts this method) of the documents to be submitted for approval by the General Meeting, subject to statutory provisions, including a copy of the individual and consolidated annual accounts and the management reports of the Company for the financial year ending 31 December 2024, together with the accompanying audit reports, as well as the other documents that must be made available to shareholders at the General Meeting.

Under the provisions of section 527 bis of the Spanish Companies Act, within one month of the General Meeting, any shareholder or its proxy and its ultimate beneficial owner may request confirmation that the votes corresponding to their shares have been properly recorded and counted by the Company unless they already have this information. The Company shall provide such confirmation within fifteen days of the request or, if later, of the date when the General Meeting was held.

Finally, from the date on which the notice of the General Meeting is published until 4 May 2025 (inclusive), if the General Meeting is held as expected on the first call (or 5 May 2025 if it is held on the second call), shareholders may request information or clarification or ask questions in writing regarding the items on the agenda, the information available to the public that the Company has provided to the CNMV since the last General Meeting and, where applicable, regarding the auditor's report.

These requests for information may be made by (i) filing the request with the Company’s registered office, (ii) sending the request by post to Almirall, S.A. (General Shareholders’ Meeting May 2025), Ronda del General Mitre, 151, 08022 Barcelona, or (iii) electronic notice sent by the requesting shareholder to [inversores@almirall.com](mailto:inversores@almirall.com) and signed with the shareholder’s recognised electronic signature under Spanish Act 59/2003, of 19 December, on electronic signatures, provided that it is based on a recognised electronic certificate for which there is no record of revocation and issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint (*Fábrica Nacional de Moneda y Timbre*).

Whatever the means used to file requests for information, any request must include the name and surname of the requesting shareholder and identify the shares held by such shareholders through the relevant documentation (a copy of the attendance card or certificate of entitlement). Such information will be checked against the information provided by IBERCLEAR. However, if the information is requested by electronic communication, it shall not be necessary to send a copy of the attendance card or certificate of entitlement.

The shareholder shall be responsible for providing evidence that the request was sent to the Company in due time and form.

Requests for information shall be answered, once the identity and shareholder status of the applicant have been verified, at the Annual General Meeting. The Directors are obliged to provide the information in writing up to the date of the General Meeting, except in the circumstances provided for by statute.

In the case of corporate shareholders, if the information was requested remotely by post before the General Meeting, then a copy of the powers of attorney of the individual exercising such right to information in the name and on behalf of the requesting corporate shareholder must be sent to the Company, together with any other documents required by these regulations.

### **ELECTRONIC SHAREHOLDER FORUM**

An Electronic Shareholders' Forum shall be implemented on the Company's website, to which both individual shareholders and groups of shareholders that may voluntarily be set up under section 539.4 of the Spanish Companies Act shall have secure access and intended to facilitate their communication before the holding of the General Meeting, all under the provisions in section 539 of the Spanish Companies Act.

### **NOTARIAL MINUTES**

Under section 203 of the Spanish Companies Act, the Board of Directors will call on a Notary Public to attend and draw up the minutes of the Meeting.

### **ADDITIONAL INFORMATION**

Please note that **the General Meeting will in all likelihood be held on first call on the day and at the place indicated above**. All information and documentation of the General Meeting is also available to shareholders on the Company's website ([www.almirall.com](http://www.almirall.com)).

## PROTECTION OF PERSONAL DATA

The personal data (i) provided to the Company by shareholders and, where applicable, proxies (to exercise or delegate their information, attendance, representation and voting rights), (ii) provided both by the financial entities and investment services companies in which such shareholders have deposited or safeguarded their shares and by the entities required by statute to keep records of those securities represented in book-entry form, or (iii) obtained through the recording of the General Meeting (i.e., image and voice) will be processed by the Company as data controller to manage the relationship with shareholders and the exercise of shareholders' rights at the General Meeting, as well as to manage and control the conduct of the General Meeting and comply with the Company's statutory duties. This processing is necessary for such purposes and the legal basis is your status as a shareholder and the fulfilment of legal obligations.

This information shall be disclosed to the Notary Public exclusively in connection with the preparation of the notarial minutes of the General Meeting and may be disclosed to third parties in the exercise of the right to information provided for by law, or be made accessible to the public insofar as it is contained in the documentation available on the website ([www.almirall.com](http://www.almirall.com)) or stated at the General Meeting. Please note that the proceedings of the General Meeting may be recorded (audio and video). For reasons of both security and transparency, by attending the General Meeting the attendee authorises the taking of photographs and the recording of images and/or voice. The legal basis for the processing of personal data consisting of image and/or voice is both the existence of a legitimate interest of the Company to record the General Meeting, which is recognised by the applicable rules and principles of transparency, and the consent given by the participant when attending the General Meeting.

Personal data shall be retained for the duration of the shareholding relationship and thereafter for a period of 6 years solely for the purpose of any legal or contractual claims, unless, exceptionally, a longer period of limitation for any legal or contractual claims applies.

Data subjects may exercise their right of access, rectification, opposition, cancellation, restriction of processing, portability or any other rights available under the applicable data protection regulations concerning the data processed by the Company. These rights may be exercised under applicable laws by sending a letter to Almirall, S.A. (address: Ronda del General Mitre, 151, 08022 Barcelona) or an e-mail [dpo.global@almirall.com](mailto:dpo.global@almirall.com), attaching or enclosing a copy of your ID card or equivalent identification document. Data subjects may also lodge a complaint with the competent data protection supervisory authority. In Spain, this is the Spanish Data Protection Agency ([www.agpd.es](http://www.agpd.es)).

In the event that the shareholder includes personal data on the attendance, proxy and remote voting card relating to individuals other than the shareholder and if a third party attends the General Meeting as the shareholder's proxy, the shareholder must inform such individuals of the provisions included in the preceding paragraphs and comply with any other requirements that may be applicable for the transfer of personal data to the Company, without the latter having to take any additional action concerning the data subjects.

Barcelona, 31 March 2025

**The Chairperson of the Board of Directors**

Carlos Gallardo Piqué



**ALMIRALL, S.A.**  
**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**PROPOSED RESOLUTIONS**

**FIRST.- Item 1 of the Agenda**

**Consideration and approval, if appropriate, of the individual annual accounts of the Company for the financial year 2024 and the accompanying management report.**

To approve the individual annual accounts and the individual management report of the Company for the year ended 31 December 2024.

**SECOND.- Item 2 of the Agenda**

**Consideration and approval, if appropriate, of the consolidated annual accounts of the group of which the Company is the parent company for the financial year 2024 and the accompanying management report.**

To approve the consolidated annual accounts and the consolidated management report for the year ended 31 December 2024.

**THIRD.- Item 3 of the Agenda**

**Consideration and approval, if appropriate, of the Statement of Non-Financial Information and Sustainability Information for the financial year 2024.**

To approve the statement of non-financial information and sustainability information for the financial year ended 31 December 2024.

**FOURTH.- Item 4 of the Agenda**

**Consideration and approval, if appropriate, of the management and performance of the Board of Directors during the financial year 2024.**

To approve the management and performance of the Board of Directors as conducted during the financial year 2024.

**FIFTH.- Item 5 of the Agenda**

**Consideration and approval, if appropriate, of the allocation of the result of the financial year 2024.**

To approve the allocation of the result obtained during the financial year 2024, namely a profit of 121,656,950.03 euros, to negative results of previous financial years.

### **SIXTH.- Item 6 of the Agenda**

#### **Consideration and approval, if appropriate, of the distribution of dividends charged to unrestricted reserves.**

To approve the payment of a dividend out of unrestricted reserves in the amount of 40,559,056.42 euros.

Such dividend shall be paid at the latest on 3 June 2025.

### **SEVENTH.- Item 7 of the Agenda**

#### **Re-election of directors for a term of two years.**

#### **SEVENTH 1.- Item 7.1 of the Agenda**

##### **Re-election of Mr. Carlos Gallardo Piqué, as an executive director**

In accordance with the proposal of the Board of Directors and prior favourable report of the Nominations and Remuneration Commission, re-elect Mr. Carlos Gallardo Piqué, of legal age, of Spanish nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish National Identity Document Number 46237499-R, as a member of the Board of Directors, with the classification of executive director, for a period of 2 years from his re-election by the General Meeting.

The proposed re-election is accompanied by a justificatory report from the Board of Directors which assesses the competence, experience and merits of Mr. Carlos Gallardo Piqué, in addition to the aforementioned report of the Nominations and Remuneration Commission. These reports have been made available to shareholders since the publication of the announcement of the General Meeting of Shareholders.

Mr. Carlos Gallardo Piqué will accept his re-election by any means valid in law.

#### **SEVENTH 2.- Item 7.2 of the Agenda**

##### **Re-election of Ms. Karin Louise Dorrepaal, as an external director (“other externals”).**

In accordance with the proposal of the Board of Directors and prior favourable report of the Nominations and Remuneration Commission, re-elect Ms. Karin Louise Dorrepaal, of legal age, of Dutch nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish Foreigner Identity Number Y2836846V, as a member of the Board of Directors, with the classification of external director (“other externals”), for a period of 2 years from her re-election by the General Meeting.

The proposed re-election is accompanied by a justificatory report from the Board of Directors which assesses the competence, experience and merits of Ms. Karin Louise

Dorrepaal, in addition to the aforementioned report of the Nominations and Remuneration Commission. These reports have been made available to shareholders since the publication of the announcement of the General Meeting of Shareholders.

Ms. Karin Louise Dorrepaal will accept her re-election by any means valid in law.

### **SEVENTH 3.- Item 7.3 of the Agenda**

#### **Re-election of Mr. Seth J. Orlow, as an independent director**

In accordance with the proposal of the Nominations and Remuneration Commission and the justification report of the Board of Directors, re-elect Mr. Seth J. Orlow, of legal age, of US nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish Foreigner Identity Number Y4802916R, as a member of the Board of Directors, with the qualification of independent director, for a period of 2 years from his re-election by the General Meeting.

The proposed re-election is accompanied by a justification report from the Board of Directors which assesses the competence, experience and merits of Mr. Seth J. Orlow. This report and the aforementioned proposal of the Nominations and Remuneration Commission have been made available to shareholders since the publication of the announcement of the General Shareholders' Meeting.

Mr. Seth J. Orlow will accept his re-election by any means valid in law.

### **SEVENTH 4.- Item 7.4 of the Agenda**

#### **Re-election of Mr. Enrique de Leyva Pérez, as an independent director**

In accordance with the proposal of the Nominations and Remuneration Commission and the justification report of the Board of Directors, re-elect Mr. Enrique de Leyva Pérez, of legal age, of Spanish nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish National Identity Document Number 28670115-V, as a member of the Board of Directors, with the qualification of independent director, for a period of 2 years from his re-election by the General Meeting.

The proposed re-election is accompanied by a justification report from the Board of Directors which assesses the competence, experience and merits of Mr. Enrique de Leyva Pérez. This report and the aforementioned proposal of the Nominations and Remuneration Commission have been made available to shareholders since the publication of the announcement of the General Shareholders' Meeting.

Mr. Enrique de Leyva Pérez will accept his re-election by any means valid in law.

#### **SEVENTH 5.- Item 7.5 of the Agenda**

##### **Re-election of Ms. Alexandra B. Kimball, as an independent director**

In accordance with the proposal of the Nominations and Remuneration Commission and the justification report of the Board of Directors, re-elect Ms. Alexandra B. Kimball, of legal age, of US nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish Foreigner Identity Number Y8180233K, as a member of the Board of Directors, with the qualification of independent director, for a period of 2 years from her re-election by the General Meeting.

The proposed re-election is accompanied by a justification report from the Board of Directors which assesses the competence, experience and merits of Ms. Alexandra B. Kimball. This report and the aforementioned proposal of the Nominations and Remuneration Commission have been made available to shareholders since the publication of the announcement of the General Shareholders' Meeting.

Ms. Alexandra B. Kimball will accept her re-election by any means valid in law.

#### **SEVENTH 6.- Item 7.6 of the Agenda**

##### **Re-election of Ms. Eva-Lotta Coulter, as an independent director**

In accordance with the proposal of the Nominations and Remuneration Commission and the justification report of the Board of Directors, re-elect Ms. Eva-Lotta Coulter, of legal age, of Swedish nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish Foreigner Identity Number Y8214490P, as a member of the Board of Directors, with the qualification of independent director, for a period of 2 years from her re-election by the General Meeting.

The proposed re-election is accompanied by a justification report from the Board of Directors which assesses the competence, experience and merits of Ms. Eva-Lotta Coulter. This report and the aforementioned proposal of the Nominations and Remuneration Commission have been made available to shareholders since the publication of the announcement of the General Shareholders' Meeting.

Ms. Eva-Lotta Coulter will accept her re-election by any means valid in law.

#### **SEVENTH 7.- Item 7.7 of the Agenda**

##### **Re-election of Mr. Ruud Dobber, as an independent director**

In accordance with the proposal of the Nominations and Remuneration Commission and the justification report of the Board of Directors, re-elect Mr. Ruud Dobber, of legal age, of Dutch nationality, with domicile for these purposes at Ronda del General Mitre,

151, 08022 Barcelona, and holder of Spanish Foreigner Identity Number Y1616160X, as a member of the Board of Directors, with the qualification of independent director, for a period of 2 years from his re-election by the General Meeting.

The proposed re-election is accompanied by a justification report from the Board of Directors which assesses the competence, experience and merits of Mr. Ruud Dobber. This report and the aforementioned proposal of the Nominations and Remuneration Commission have been made available to shareholders since the publication of the announcement of the General Shareholders' Meeting.

Mr. Ruud Dobber will accept his re-election by any means valid in law.

#### **SEVENTH 8.- Item 7.8 of the Agenda**

##### **Re-election of Mr. Antonio Gallardo Torrededía, as a proprietary director**

In accordance with the proposal of the Board of Directors and prior favourable report of the Nominations and Remuneration Commission, re-elect Mr. Antonio Gallardo Torrededía, of legal age, of Spanish nationality, with domicile for these purposes at Ronda del General Mitre, 151, 08022 Barcelona, and holder of Spanish National Identity Document Number 46228392-W, as a member of the Board of Directors, with the classification of proprietary director, for a period of 2 years from his re-election by the General Meeting .

The proposed re-election is accompanied by a justificatory report from the Board of Directors which assesses the competence, experience and merits of Mr. Antonio Gallardo Torrededía, in addition to the aforementioned report of the Nominations and Remuneration Commission. These reports have been made available to shareholders since the publication of the announcement of the General Meeting of Shareholders.

Mr. Antonio Gallardo Torrededía will accept his re-election by any means valid in law.

#### **EIGHTH.- Item 8 of the Agenda**

**Consideration and approval, if appropriate, of the share capital increase for the amount to be determined under the terms of the resolution through the issue of new ordinary shares of EUR 0.12 par value each, with no share premium, belonging to the same class and series as the existing shares, charged to voluntary reserves from undistributed profits. Reference to the possibility of incomplete allotment. Delegation of powers to the Board of Directors to establish the terms and conditions governing the increase in all matters not provided for by this General Meeting, to carry out the acts necessary for its execution, to adapt the wording of Article 5 of the Articles of Association to the new figure of the share capital and to sign such public and private documents as may be necessary for the execution of the increase. Application to the competent bodies for admission to trading of the new shares on the Madrid,**

**Bilbao, Valencia and Barcelona Stock Exchanges, through the Stock Exchange Automated Quotation System (Continuous Market) in the manner required therein.**

### **1.- Share capital increase**

It is resolved to increase the share capital by the amount resulting from multiplying (a) the nominal value of EUR 0.12 per share of the Company by (b) the number of new shares of the Company resulting from the formula set out in section 2 below (the "**New Shares**").

The capital increase shall proceed through the issue of New Shares, which will be ordinary shares with a nominal value of EUR 0.12 each, belonging to the same class and series as the existing shares and represented by book entries.

The capital increase will be fully charged to the unrestricted reserve "Voluntary reserves" from retained earnings, which as of 31 December 2024 amounted to EUR 891,235,320.55.

The New Shares are issued at par value, i.e. for their nominal value of EUR 0.12, with no share premium, and will be allotted free of charge to the Company's shareholders.

In accordance with the provisions of section 311 of the Spanish Companies Act, In accordance with the provisions of article 311 of the Spanish Companies Act, the possibility of incomplete allotment of the increase is envisaged.

### **2.- New Shares to be issued**

The number of New Shares shall be the number resulting from the application of the following formula, rounded down to the nearest whole number:

$$\text{NNS} = \text{NES} / \text{No. rights}$$

where,

NNS = Number of New Shares to be issued;

NES = Total number of outstanding shares of the Company on the date on which the Board of Directors approves the implementation of the capital increase;

No. rights = Number of free-of-charge allocation rights needed to receive one New Share, which shall be the result of applying the following formula, rounded up to the next whole number:

$$\text{No. rights} = \text{NES} / \text{Provisional no. of shares}$$

where,

$$\text{Provisional no. of shares} = 40,559,056.42 / \text{StockPrice}$$

For these purposes, StockPrice shall be the arithmetic mean of the weighted average prices of the Company's shares on the Spanish Stock Exchanges in the 5 trading sessions prior to the resolution of the Board of Directors implementing the capital increase, rounded to the nearest thousandth of a euro and, in the case of half a thousandth of a euro, up to the nearest thousandth of a euro.

### **3.- Free allocation rights**

Each outstanding share of the Company shall confer one (1) free allocation right.

The number of free allocation rights required to receive one New Share will be determined automatically according to the ratio between the number of New Shares and the number of outstanding shares (NES). Specifically, shareholders will be entitled to receive one New Share for each number of free allocation rights determined in accordance with the provisions in section 2 above (No. of rights) they hold.

If (i) the number of free allocation rights required for the allotment of one share (No. of rights) multiplied by the New Shares (NNS) results in a figure that is less than (ii) the number of outstanding shares (NES), the Company will waive a number of free allocation rights equal to the difference between the two figures, for the sole purpose of making the number of New Shares a whole number and not a fraction.

The free allocation rights will be allocated to Almirall shareholders registered as such in the records of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear)* on the relevant date in accordance with the applicable securities clearing and settlement rules. During the trading period of the free allocation rights, a sufficient number of such rights may be acquired on the market in the proportion necessary to subscribe for New Shares. Free allocation rights may be traded on the market for the period determined by the Board, but at least for fourteen calendar days.

### **4.- Irrevocable commitment to acquire free allocation rights.**

The Company will enter into an irrevocable commitment to purchase the free allocation rights received free of charge at the price set out below. The purchase commitment does not extend to any allocation rights purchased or otherwise acquired on the market. This commitment shall remain in force and may be accepted by the aforementioned shareholders for such period, within the trading period of the rights, as may be determined by the Board of Directors. To this end, it is resolved to authorise the Company to acquire such free allocation rights (and the corresponding shares) up to the maximum limit of the total number of rights to be issued, and in any event in compliance with any statutory restrictions. The "Purchase Price" of each free allocation right will be equal to the result of the following formula, rounded to the nearest thousandth of a euro and, in the case of half a thousandth of a euro, up to the nearest



thousandth of a euro:

Purchase Price = StockPrice / (No. of rights + 1)

#### **5.- Balance sheet for the transaction and reserves against which the increase is made.**

The balance sheet serving as the basis for the transaction is that corresponding to 31 December 2024, duly audited and approved by this Annual General Shareholders' Meeting. As indicated above, the capital increase will be carried out entirely with a charge to the unrestricted reserve called "Voluntary reserves", from retained earnings, the amount of which as of 31 December 2024 was EUR 891,235,320.55.

#### **6.- Representation of the new shares**

The shares issued will be represented by book entries. The book-entry record shall be kept by *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear)* and its participating entities.

#### **7.- Rights conferred by the New Shares**

The New Shares will confer on their holders the same voting and economic rights as the Company's existing ordinary shares from the date on which the increase is declared as subscribed and paid up.

#### **8.- Shares on Deposit**

At the end of the trading period for the free allocation rights, the New Shares that could not be allotted for reasons beyond the control of the Company shall be deposited and be available to those who can establish that they are the legitimate holders of the relevant free allocation rights. Three years after the end of the trading period for the free allocation rights, any shares still pending allotment may be sold in accordance with the provisions of section 117 of the Spanish Companies Act, at the risk and expense of the interested parties. The net proceeds of the sale shall be deposited with the Bank of Spain or the Spanish State Depository (*Caja General de Depósitos*) and shall remain available to such parties.

#### **9.- Application for admission to trading**

It is hereby resolved to apply for the New Shares to be admitted to trading on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges through the Stock Exchange Automated Quotation System (Continuous Market). The Company hereby submits to all rules and regulations that exist or may be issued in relation to the Stock Exchange, and in particular those relating to trading and continued listing and delisting. In the event of a subsequent request for the delisting of the Company's shares, such delisting shall be approved with any formalities as may apply at the time and, in this case, the rights of those shareholders who oppose or do not vote for the delisting resolution shall

be guaranteed in accordance with the requirements established in the Spanish Companies Act and related regulations, all in compliance with the provisions of the Spanish Securities Markets and Investment Services Act and its implementing regulations in force from time to time.

#### **10.- Execution of the capital increase**

Within one year from the date of this resolution, the Board of Directors may resolve to implement the increase and determine the terms and conditions thereof in all matters not provided for in this resolution. Notwithstanding the foregoing, if the Board of Directors does not consider it advisable to carry out the capital increase within such period, it may decide not to carry it out and shall report on such decision at the first annual General Meeting held thereafter. In particular, the Board of Directors shall analyse and take into account, *inter alia*, market conditions when deciding on the implementation of the increase and, if it considers that these or other elements make it inadvisable to implement the increase, it may resolve not to implement it and shall inform the General Meeting as described above. The capital increase referred to in this resolution shall be null and void if the Board of Directors does not exercise the powers vested in it within the period of one year fixed by the General Meeting for the implementation of the capital increase resolution.

At the end of the trading period of the free allocation rights:

- (a) The New Shares will be allotted to those who, according to the book-entry records of Iberclear and its participating entities, hold free allocation rights in the proportion resulting from section 3 above.
- (b) The Board of Directors shall declare the trading period for the free allocation rights closed and shall proceed to formalize, for accounting purposes, the application of voluntary reserves in the amount of the capital increase, which shall therefore be paid up with such application.

Similarly, after the close of the trading period for the free allocation rights, the Board of Directors shall adopt the necessary resolutions to amend the Articles of Association to reflect the new share capital figure resulting from the increase and to apply for the admission of the New Shares to trading on the stock exchanges on which the Company's shares are listed.

#### **11.- Delegation of authority**

It is hereby resolved to delegate to the Board of Directors, in accordance with the provisions of section 297.1.a) of the current Spanish Companies Act, with the express power to delegate to the Chief Executive Officer, the authority to determine the terms and conditions of the capital increase in all matters not provided for in this resolution. In particular, and by way of example only, the Board of Directors is hereby delegated

the authority to:

1. Determine the date on which the resolution so adopted to increase the share capital shall take effect, but in any case within one year of its adoption.
2. Determine the exact amount of the capital increase, the number of New Shares and the free allocation rights required for the allotment of the New Shares, by applying the rules set out in this resolution.
3. Determine the reference date and time for the allotment of the free allocation rights and the duration of the trading period for such rights.
4. Declare the capital increase closed and executed, and for such purposes to determine the number of New Shares actually allotted and, therefore, the amount by which the Company's share capital must be increased in accordance with the rules established by this General Meeting, as well as, if applicable, to declare that the capital increase has not been fully allotted.
5. Amend Article 5 of the Company's Articles of Association, relating to the share capital, in order to bring it into line with the result of the implementation of the capital increase.
6. Cancel the New Shares corresponding to the free allocation rights held by the Company at the end of the trading period for such rights.
7. Take all the necessary steps to ensure that the New Shares are registered with Iberclear and admitted to trading on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges through the Stock Exchange Automated Quotation System (Continuous Market) after each Capital Increase.
8. Take such actions as may be necessary or advisable to execute and formalise the capital increase before any public or private, Spanish or foreign entities and bodies, including all actions intended to declare, supplement or correct any defects or omissions that may prevent or hinder the full effectiveness of the foregoing resolutions.

#### **NINTH.- Item 9 of the Agenda**

**Delegation of powers to the Board of Directors for the development, construction, correction, completion, execution and adaptation of the resolutions of the General Meeting.**

To authorize, as broadly and sufficiently as required by law, every member of the Board of Directors, as well as the non-director Secretary and the Deputy Secretary, so that any of them may, acting individually, formalise and notarise the resolutions adopted by this General Shareholders' Meeting, and thus to:

1. Develop, clarify, define, construe, complete and correct any such resolutions.
2. Carry out such acts or legal transactions as may be necessary or advisable to implement such resolutions; execute such public or private documents as may be deemed necessary or advisable for their full effectiveness, and correct such omissions, defects or errors, of substance or form, which may prevent such resolutions from being registered with the Companies Register or any other body, and in particular to file the relevant accounts with the Companies Register.
3. Delegate to one or more of the members of the Board of Directors, jointly or severally, all or part of the powers they deem appropriate among those corresponding to the Board and those expressly conferred upon them by this General Meeting.
4. Determine all other circumstances that may be necessary; adopt and execute any necessary resolutions; publish the notices and provide the appropriate guarantees for the purposes provided for by statute; and execute the necessary documents and complete all the appropriate formalities, thereby fulfilling all the requirements that may be necessary, in accordance with the law, to implement the resolutions adopted by this General Shareholders' Meeting.

#### **TENTH.- Item 10 of the Agenda**

#### **Consultative voting on the annual report on directors' remuneration for the financial year 2024.**

To approve the annual report on remuneration of the members of the Board of Directors for the financial year 2024, as made available to the shareholders.