

TO THE SPANISH SECURITIES AND EXCHANGE COMMISSION

DISCLOSURE OF OTHER RELEVANT INFORMATION

Pursuant the provisions of article 17 of Regulation (EU) n° 596/2014 on Market Abuse, article 226 of Securities Markets and Investment Services and other applicable legislation, CIE Automotive, S.A. (hereinafter, the "**Company**") discloses the notice of call of the Annual General Shareholders⁻ Meeting to be held at **12:30 at first call on May 7, 2025** and, where appropriate, on the following day at the same time at second call.

Bilbao, March 21, 2025.

Jose Ramón Berecibar Mutiozábal. Secretary of the Board of Directors



CIE AUTOMOTIVE, S.A.

Notice of Annual General Meeting 2025

By resolution of the Board of Directors of CIE Automotive, S.A. (the "**Company**"), an Annual General Meeting of the Company is called to be held at Palacio Euskalduna, Avenida Abandoibarra 4, Bilbao (Bizkaia) **at 12:30** on **May 7, 2025** at first call and, where appropriate, on the following day at the same time at second call, to deliberate and decide on the following agenda:

- 1. Examination and approval, where applicable, of the annual accounts and management reports of CIE Automotive, S.A. and its consolidated group of companies for the year 2024.
- 2. Approval of the Board of Directors' management.
- 3. Approval of the proposal for the allocation of the profits (losses) for 2024.
- 4. Examination and approval of the consolidated non-financial information statement and sustainability information of CIE Automotive, S.A. and its subsidiaries for 2024.
- 5. Cancellation of the authorization granted by the General Meeting of May 8, 2024, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with Articles 146 and 509 of the Companies Act, reducing the share capital to redeem treasury shares and delegating to the Board the necessary powers.
- 6. Appointment of Mr. Vinod Sahay as a member of the Company's Board of Directors as proprietary director.
- 7. Setting the maximum amount of the remuneration of directors in their condition as such for the current year.
- 8. Examination and approval, where applicable, of the formulation of a voluntary partial public offer for the acquisition of shares of the Company.
- 9. Submission of the Annual Report on the Remuneration of the Directors of CIE Automotive, S.A. to the General Meeting for consultation purposes.
- 10. Delegation of powers for the execution of the foregoing resolutions.



11. Approval of the minutes of the meeting.

<u>Right to include items on the agenda</u>. In accordance with Article 519 of the Companies Act, shareholders representing at least three percent (3%) of the capital may request publication of a supplement to the notice of the General Meeting, including one or more items on the agenda.

The exercise of this right must be made by means of irrefutable notification – addressed to the Secretary of the Board of Directors – to be received at the registered office in five (5) days following publication of this notice of meeting, which must expressly (a) request the publication of a supplement to this notice of meeting, including one or more items on the agenda, provided that the new items are accompanied by a justification or, if applicable, a justified proposal of resolution; and (b) present substantiated proposals of resolution on matters already included or to be included on the agenda.

The notification letter must state the name or corporate name of the requesting shareholder or shareholders, and must be accompanied by the appropriate documentation—copy of the attendance card or certificate of legitimacy—proving their status as shareholders, to compare this information with that provided by the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear).

The call supplement must be published at least fifteen (15) days prior to the date set for the General Meeting at first call.

<u>Right of attendance</u>. Shareholders registered in the corresponding accounting register at least five (5) days before the date on which the General Meeting is to be held will have the right to attend the General Meeting. This circumstance must be evidenced by means of the appropriate attendance card or certificate of legitimacy issued by the entity or entities in charge of the book-entry registry, or in any other form allowed by applicable laws.

<u>Right to information</u>. Shareholders have the right to examine the following documents at the Company's registered office at Alameda Mazarredo, 69, 8° piso, 48009 Bilbao (Bizkaia), or on the Company's website at (<u>http://www.cieautomotive.com/web/investors-website</u>), as well as the right to obtain the delivery or sending of copies free of charge:



- 1. Full text of the proposed resolutions corresponding to the items on the agenda, submitted by the Board of Directors, together with the report of the Board of Directors (and, where applicable, of the Appointments and Remuneration Committee) corresponding to items five and six on the agenda.
- 2. Full text of the Annual Accounts (Balance Sheet, Income Statement, Notes to the Annual Accounts, Statement of Changes in Equity and Statement of Cash Flows) and Directors' Report on the Company and its consolidated group for 2024, as well as the respective auditor's reports.
- 3. Consolidated statement of non-financial information and sustainability information of CIE Automotive, S.A. and its subsidiaries for 2024, as well as its respective verification report.
- 4. Annual Corporate Governance Report for 2024.
- 5. Annual Remuneration Report for 2024.
- 6. Annual activity report of the Audit and Compliance Committee.
- 7. Report of the Audit and Compliance Committee on the independence of the Auditors referred to in Article 529 *quaterdecies* of the Companies Act.
- 8. Annual activity report of the Appointments and Remuneration Committee.
- 9. Regulations of the Electronic Shareholders Forum.
- 10. Attendance, proxy and voting card.

In accordance with Article 12bis of the Bylaws and Article 9 of the Regulations of the General Meeting, from the publication of this notice of call to the General Meeting and up to and including the fifth (5th) day before the date scheduled for the meeting at first call, the shareholders may make written requests for the reports or clarifications they consider necessary, or submit the questions they consider pertinent in writing regarding the items on the agenda.

In addition, with the same notice and in the same manner, shareholders may request reports or clarifications or ask questions in writing about the information accessible to the public that has been provided by the Company to the Spanish Securities and Exchange Commission since the last General Meeting was held on May 8, 2024, as well as about the auditor's report and the auditor's report on the consolidated statement of non-financial information (EINF) and information on sustainability.



In the written requests for information, the name and surname of the requesting shareholder must be stated, accrediting the shares they hold, and the appropriate document (copy of the attendance card or certificate of legitimacy) accrediting their status as shareholder must be attached so that the information can be compared with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). These requests for information—for the attention of the Shareholder Relations Office (General Secretary's Office)—may be made by delivering the request to the registered office, by sending it to the Company by mail addressed to Alameda Mazarredo, 69, 8° piso, 48009 Bilbao (Bizkaia), stating the number of shares held, the securities account where they are deposited and other circumstances specified on the Company's website so that the information can be compared with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). The Company's website contains the relevant instructions for shareholders to exercise their right to information.

<u>Special information instruments</u>. In accordance with Article 539 of the Companies Act, the Company has a website at (<u>https://www.cieautomotive.com/en/web/investors-website/</u>) where shareholders can exercise their right to information and to disseminate the relevant information required by legislation on the securities market.

Electronic Shareholders Forum. An Electronic Shareholders Forum will be set up on the Company's website, to which both individual shareholders and voluntary associations formed in accordance with Article 539.2 of the Companies Act may gain access with due guarantees, in order to facilitate their communication before the General Meeting, all in accordance with Article 539 of the Companies Act.

Right of proxy. In accordance with the provisions of Article 16 of the Company's Bylaws and Article 12 of the Regulations of the General Meeting, any shareholder entitled to attend may be represented at the General Meeting by another person, even if they are not a shareholder, granting the proxy in writing and specifically for the General Meeting. All shareholders may exercise their right of representation by means of (a) the proxy card prepared in each case by the entity or entities in charge of the bookentry registry, or (b) a proxy card, a template of which will be available on the Company's website (<u>https://www.cieautomotive.com/en/web/investors-website</u>) from the date of the call of the General Meeting. The proxy form must be completed and signed by the shareholder, subscribing the corresponding attendance and proxy card. The proxy must be accepted by the shareholder's representative, without whose acceptance it may not be exercised. For this purpose, the representative must also



sign the attendance and proxy card. The shareholder in whose favor the proxy is granted must exercise it by attending the General Meeting in person, presenting the attendance and proxy card at the shareholder registration desks at the place and on the date set for the General Meeting and from one hour prior to the time scheduled for the start of the meeting. Likewise, attendance and proxy cards may be presented during the days prior to the Meeting at the registered office at Alameda Mazarredo, 69, 8° piso, 48009 Bilbao (Bizkaia). Under the terms laid down in the Company's Bylaws, in the Regulations of the General Meeting and in the Board Regulations, the Chairman and the Secretary of the General Meeting will have the broadest powers, as far as legally possible, to accept the validity of the document evidencing the proxy.

Representation by correspondence. In accordance with Article 14 of the Regulations of the General Meeting, shareholders may grant their proxy by ordinary mail or electronic mail. The duly completed and signed attendance and proxy cards may be sent by mail to CIE Automotive, S.A. at Alameda Mazarredo, 69, 8° piso, 48009 Bilbao (Bizkaia) or by email to ir@cieautomotive.com. The shareholder who grants proxy by correspondence must indicate their name and surname(s), accrediting the shares they own, so that the information can be compared with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). The proxy document must be signed by the shareholder and the signature must be notarized. In cases of voluntary representation, the powers of the proxy signing in the name and on behalf of the shareholder must be evidenced by a noncertified copy of the aforementioned proxy. The shareholders who award proxy by mail must inform the person designated as proxy of the representation awarded in their favor. Representation granted by correspondence must be accepted by the proxy. To this end, the representative must sign the attendance and proxy card, reserving a copy of the card to present it and hand it over at the shareholder registration desks at the place and on the date set for the General Meeting. Therefore, the person in whose favor the proxy is awarded by mail must exercise it by attending the General Meeting in person. The proxy granted by correspondence may be revoked expressly by the shareholder by the same means used to confer the proxy in the term established for aranting it or by personal attendance of the shareholder at the General Meeting. A shareholder who confers proxy by correspondence and does not check any of the voting instruction boxes for the items on the agenda will be deemed to wish to vote in favor of the respective proposals made by the Board of Directors.

Voting by mail. In accordance with Article 14 of the Regulations of the General Meeting, shareholders may exercise their voting rights by mail. To cast a vote by mail, the shareholder must complete and sign the attendance, proxy and voting card issued by the entity or entities in charge of the book-entry registry, in which they must state their



vote (for or against), abstention or blank vote, checking the corresponding box with a cross.

The completed and signed card may be sent by mail to CIE Automotive, S.A. at Alameda Mazarredo, 69, 8° piso, 48009 Bilbao (Bizkaia) or by email to ir@cieautomotive.com. Shareholders who cast their vote by mail and do not check any of the voting instruction boxes for the items on the agenda will be deemed to vote in favor of the respective proposals made by the Board of Directors.

The vote cast by mail will be rendered null and void by subsequent and express revocation by the shareholder, carried out by the same means used for casting the vote and in the term established for this purpose, or by personal attendance at the General Meeting by the shareholder who cast the vote by correspondence or by the attendance of their proxy.

The vote cast by mail must be received by the Company before 11:59 p.m. on the day prior to the day scheduled for the General Meeting at first call, i.e., before 11:59 p.m. on May 6, 2025. Otherwise, the vote will be deemed not to have been cast. After the aforementioned period, only votes cast in person at the General Meeting by the shareholder or by the shareholder proxy will be admissible. A shareholder who casts their vote remotely by correspondence will be considered present with regard to the quorum of the General Meeting.

Proxy and voting in the event of a supplement to the call. If, as a result of the exercise of the right to include new items on the agenda corresponding to shareholders representing at least three percent (3%) of the share capital, a supplement to the call is published, shareholders who have delegated their representation or who have cast their vote prior to the publication of said supplement, may:

- (a) grant a new proxy with the corresponding voting instructions or cast a new vote on all the items on the agenda (including both the initial items and the new items incorporated by means of the supplement), in which case the proxy granted or the vote cast previously will be considered revoked and be rendered null and void; or
- (b) Complete the corresponding voting instructions given to the initially appointed proxy (who must be the same person, where no other proxy may be appointed) only with regard to the new items on the agenda incorporated by means of the supplement, all in accordance with the procedures and methods mentioned in the preceding sections, and by the same means used in the proxy granted or the vote originally cast.



If the shareholder had cast a remote vote prior to the publication of the supplement and did not carry out any of the actions indicated under (a) and (b) above, it will be understood that they abstain with regard to such new items.

Personal data protection. The personal data that shareholders send to the Company to exercise their rights to attend, delegate and vote at the General Meeting or that are provided by the credit institutions and securities companies and agencies in which such shareholders have deposited their shares, through the entity legally authorized to keep the book-entry registry (Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear)), will be processed for the purpose of managing the development, compliance and control of the existing shareholder relationship.

Shareholders are also informed that the regulations regarding the processing of personal data are available at https://www.cieautomotive.com/en/politica-de-privacidad-y-cookies. This data will be incorporated into a computer file owned by the Company and the shareholders will be able to exercise their right to access, rectification, objection, erasure, restriction on data processing, and data portability, in accordance with the provisions of the applicable legislation on the protection of personal data by means of written communication addressed to the Company at Alameda Mazarredo, 69, 8° piso, 48009 Bilbao (Bizkaia).

<u>**Other issues</u>**: The Company will broadcast the General Meeting on its corporate web site at <u>www.cieautomotive.com</u>. Attendance at the General Meeting implies consent to the recording and broadcasting of the image of the attendees.</u>

Although this announcement provides for two calls, the Board of Directors informs shareholders, to avoid unnecessary inconvenience, that it expects to be able to meet the attendance quorum required by the Companies Act, the Bylaws and the Regulations of the General Meeting at first call, and it is therefore foreseeable that the General Meeting will be held at 12:30 p.m. on May 7, 2025.

Bilbao, March 20, 2025. For the Board of Directors, the Secretary. Mr. Jose Ramon Berecibar Mutiozabal.