

[Loose translation for information purposes]



AMREST HOLDINGS, SE (“**AmRest**” or the “**Company**”), in compliance with the provisions of article 227 of the consolidated text of the Securities Market Law, publishes the following statement of

### **OTHER RELEVANT INFORMATION**

The Board of Directors of the The Company summons its shareholders to the Extraordinary General Meeting, which will be held on June 30, 2021 at 10:00 am, on first call, at Paseo de la Castellana, number 163, 28046, Madrid and, where appropriate , at the same time and in the same place on second call on the following day, July 1, 2021. The General Meeting is expected to be held on first call.

In relation to the Meeting, the following documents are attached:

- Announcement of the convocation of the Extraordinary General Meeting, which includes the Agenda and which will be continuously accessible on the Company's website.
- Full text of the proposed resolutions of the Board of Directors to be adopted, if applicable, by the General Meeting in relation to each of the points included in the Agenda.

It is hereby stated that both the above documents and the rest of the Documents relating to the Extraordinary General Shareholders' Meeting may be consulted on the Company's *website* ([www.amrest.eu](http://www.amrest.eu)) and will be available to shareholders at the registered office, under the terms provided in the announcement of the call.

In Madrid, June 14, 2021.

**AMREST HOLDINGS, SE**



## **AMREST HOLDINGS, SE**

### **EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING 2021**

The Board of Directors of AMREST HOLDINGS, SE (“**AmRest**” or the “**Company**”) calls its shareholders to the EXTRAORDINARY General Meeting to be held at Paseo de la Castellana, number 163, 10th floor, 28046, Madrid, on June 30, 2021, at 10:00 am (Madrid time, Spain), on first call and, where appropriate, on the following day, July 1, 2021, at the same place and at the same time on second call, it being foreseeable that it will be held on first call, in order to deliberate and resolve about the issues included in the following:

#### **AGENDA**

1. Appointment, where appropriate, of PricewaterhouseCoopers Auditores, SL, as auditor of the Company and its Consolidated Group for the financial years 2021, 2022 and 2023.
2. Delegation of powers for the formalization and registration of the resolutions adopted by the General Meeting.

#### **SUBMISSION OF PROPOSALS**

Within the five days following the publication of this call, shareholders representing at least 3% of the capital stock may submit well-founded proposals for resolution on matters included in the agenda of the call.

The exercise of this right must be done through reliable notification that must be received at the registered office, accompanied by a copy of the attendance, proxy and voting (the “**Shareholder Card**”) and sufficient supporting documentation of their condition as shareholders issued in Spanish or English, by the corresponding depository entity (the “**Certificate of Ownership**”).

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## **ATTENDANCE AND REPRESENTATION**

All shareholders with voting rights who have them registered in their name in the corresponding book entry register will be able to attend and participate in the Extraordinary General Meeting of shareholders with five days of prior to the holding of the Meeting.

Any shareholder who has the right to attend may be represented at the Extraordinary General Meeting of shareholders by another person, even if he or she is not a shareholder, complying with the requirements established for that purpose.

Shareholders, or their representatives, must identify themselves by means of their national identity document or passport.

Proxy is always revocable and the personal attendance of the represented at the Meeting, either physically or by having cast the vote remotely, will have the value of revocation.

## **REPRESENTATION AND VOTING THROUGH ELECTRONIC MEANS AND REMOTE COMMUNICATION**

Shareholders with the right to attend may grant their representation or cast their vote remotely by delivering the Shareholder Card at the Company's offices duly completed and accompanied by the Certificate of Ownership, by means of sending them to the Company (a) by postal correspondence to the registered office for the attention of the Legal Department (ref. General Meeting), or (b) electronically. On the Company's corporate website ([www.amrest.eu](http://www.amrest.eu)) the Shareholders' Guide is available, which provides detailed information on how shareholders can exercise their rights of attendance, representation and remote voting.

Shareholders may also vote and delegate their representation by electronic means in accordance with the provisions of article 515 of the Capital Companies Law through the Company's website.



Given that the mechanism for voting and granting proxy by electronic means must have adequate guarantees of authenticity and identity of the person who votes or delegates, shareholders who wish to use this mechanism must previously have an advanced electronic signature or recognized, in the terms provided in Law 59/2003, of December 19, on Electronic Signature, based on a recognized electronic certificate in relation to which its revocation does not appear and which may be (i) an Electronic User Certificate issued by the Public Spanish Certification Entity (CERES) dependent on the National Mint and Stamp Factory - Real Casa de la Moneda (FNMT-RCM) or (ii) a recognized electronic certificate that is incorporated into a National Electronic Identity Document issued by in accordance with Royal Decree 1553/2005, of December 23, which regulates the issuance of the National Identity Document and its certificates electronic signature. Once the shareholder has their corresponding valid electronic signature, they may, through the space on the Company's website and through the corresponding form, cast their vote remotely or delegate their representation in relation to the items on the agenda of the General Meeting. The electronic voting or proxy document will be considered an electronic copy of the attendance and proxy card.

As a general rule, remote votes cast by postal or electronic correspondence must be received by the Company no later than June 28, 2021.

The validity of the proxy granted and the vote cast by remote communication is subject to verification by the Company. In the event of a divergence between the number of shares communicated by the shareholder who grants the proxy or casts his vote by remote communication and the one that appears in the Certificate of Ownership, it will be considered valid the latter for the purposes of quorum and voting and unless proven otherwise.

### **INFORMATION AND DOCUMENTATION AVAILABLE**

Up to the fifth day prior to the holding of the General Meeting, inclusive, shareholders may request in writing the information or clarifications they deem necessary or



formulate in writing the questions they deem pertinent about the matters included in the agenda, of the information accessible to the public that has been provided by the Company to the National Securities Market Commission since the last General Meeting was held, and of the auditor's reports on the annual accounts and individual management reports of the Company and consolidated with its subsidiaries corresponding to the year 2020.

As of the date of publication of this notice of call, the shareholders have at their disposal on the corporate website, without interruption, among others, the documentation and information that is related next:

- The present announcement of call.
- The total number of shares and voting rights on the date of the call.
- The full text of the proposed resolutions of the Board of Directors to be adopted, if applicable, by the Extraordinary General Meeting of Shareholders of the Company in relation to each of the points included in the Agenda.
- The applicable rules for delegation and voting through remote means of communication, and the necessary documentation for this purpose.
- The Shareholder Card.

In addition, shareholders have the right to examine at the registered office and request the immediate and free delivery or dispatch of the documentation that on the occasion of the holding of this Extraordinary General Meeting of shareholders must necessarily be made available to them.

### **NOTICE**

The call for the General Meeting to which this announcement refers is made fifteen days in advance in accordance with the provisions of article 515 of the Capital Companies Act and based on the express agreement adopted for this purpose with the legal and statutory requirements by the last ordinary General Meeting of the Company held on May 12, 2021.



## **COMMON PROVISIONS TO THE RIGHTS OF SHAREHOLDERS**

The exercise of the rights of information, attendance, delegation, vote to distance and presentation of substantiated proposals for resolution will be carried out in accordance with the provisions of the Law and in the documents that make up the Company's corporate governance system, available on the corporate website.

## **SPECIAL PROVISIONS DUE TO THE COVID-19 PANDEMIC**

Given the crisis derived from the Covid-19 pandemic and the importance of taking extreme precautionary measures to avoid contagion, all shareholders are strongly recommended to use the different channels put to use. their willingness to delegate representation and vote remotely.

In this sense, in due observance of the current limitations imposed on the free movement of people and those that may remain in force at the time of the General Meeting, the Company has decided to strictly limit access to shareholders who wish to participate physically in the General Meeting (or their representatives) and to those people who must attend it or whose participation is considered absolutely essential for the development of the meeting.

The Company will continue to closely monitor the evolution of the situation to decide, where appropriate, the adoption of any other measures it deems appropriate to safeguard the corporate interest and the health of its shareholders and all its other stakeholders. If new measures are taken, it will be reported in due course.

The extraordinary organizational measures that are finally applied, as well as all the necessary information for the shareholder, will be included on the website [www.amrest.eu](http://www.amrest.eu) or by whatever means are necessary depending on the scope of the measures.

## **ELECTRONIC SHAREHOLDERS 'FORUM**

In accordance with current regulations, an Electronic Shareholders' Forum has been set up on the Company's website, the use of which will be in accordance with the



legal purpose and the guarantees and operating rules established by the Company, allowing access to this shareholders and shareholders associations that are duly legitimized.

### **NOTARY INTERVENTION**

The Board of Directors has agreed to require the presence of a Notary Public to draw up the minutes of the Extraordinary General Meeting of shareholders.

### **PROTECTION OF PERSONAL DATA**

The personal data that the shareholders provide to the Company (on the occasion of the exercise or delegation of their rights to information, attendance, representation and vote) or that are provided by both credit institutions and investment services companies in Those that said shareholders have their shares deposited or guarded, as well as by the entities that, in accordance with the Law, have to keep the records of the securities represented by means of book entries, will be processed by the Company in order to manage the relationship. shareholding.

For these purposes, the data will be incorporated into files for which the Company is responsible. These data will be provided to the Notary Public exclusively in relation to the drafting of the notarial act of the Extraordinary General Meeting of shareholders.

By attending the General Meeting, the attendee gives his consent for this dissemination.

The owner of the data will have the right of access, rectification, opposition or cancellation of the data collected by the Company. Said rights may be exercised in accordance with the provisions of the Law, by writing to AmRest Holdings, SE, at its registered office, for the attention of the legal advice.

In the event that the shareholder includes personal data regarding other natural persons in the attendance, proxy and remote voting card, said shareholder must inform them of the points contained in the preceding paragraphs and comply with any

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other requirements that may be applicable to the transfer of personal data to the Company, without the latter having to take any additional action.

In Madrid, 14 June 2021

The Vice Secretary of the Board of Directors





## **PROPOSALS FOR RESOLUTIONS BY THE BOARD OF DIRECTORS TO THE EXTRAORDINARY GENERAL SHAREHOLDERS 'MEETING OF JUNE 30, 2021 OF AMREST HOLDINGS, SE**

The resolutions that the Board of Directors of AmRest Holdings, SE (“**AmRest**” or the “**Company**”) proposes for approval by the General Meeting are the following:

### **ITEM ONE ON THE AGENDA**

**Appointment, where appropriate, of PricewaterhouseCoopers Auditores, SL, as auditor of the Company and its Consolidated Group for the years 2021, 2022 and 2023.**

### **AGREEMENT**

To comply with the legal obligation to verify the individual and consolidated annual accounts of the Company and its subsidiaries by auditors, and at the proposal of the Audit and Compliance Committee, the Board of Directors of the Company proposes appoint as auditors of the accounts of the Company and its group to audit the accounts for the years 2021, 2022 and 2023, the company PricewaterhouseCoopers Auditores, S.L.

It is stated that the auditing entity PricewaterhouseCoopers Auditores, SL, has its registered office in Madrid, Torre PwC, Paseo de la Castellana 259 B, CIF number B-79031290 and is registered in the Mercantile Registry of Madrid, page 87250-1, folio 75, volume 9,267, book 8,054, section 3; and in the Official Register of Account Auditors with number S0242.

PricewaterhouseCoopers Auditores, S.L. will accept its appointment by any legally valid means.



## **ITEM TWO ON THE AGENDA**

**Delegation of powers for the formalization and registration of the resolutions adopted by the General Meeting.**

### **RESOLUTION**

To delegate in the broadest terms to the Board of Directors, with express powers of delegation and substitution, of whatever powers are required to interpret, execute and carry into full effect the resolutions adopted at this General Meeting, including the granting of how many public documents or private are precise, the publication of any notices that are legally required, the registration in any registers that are required and the performance of any acts and procedures as necessary for this purpose; as well as, among others, the powers to amend noticed defects, omissions or errors, including those noticed in the verbal or written qualification of the Mercantile Registry, which could hinder the effectiveness of the resolutions.