

## TO THE NATIONAL SECURITIES MARKET COMMISSION

**CEMENTOS MOLINS, S.A.** (the “**Company**”), in accordance with article 17 of Regulation (EU) No 596/2014, of the European Parliament and of the Council, of April 16, *on market abuse*, and article 277 of the Securities Market Law, reports the following

### COMMUNICATION OF OTHER RELEVANT INFORMATION

As advanced by virtue of the communication of other relevant information dated May 4, 2021, the call for the ordinary general shareholders’ meeting of the Company is published and enclosed herewith, to be held on June 30, 2021 at 12:00 hours.

Due to the health alert situation to which the pandemic has given rise and in accordance with the provisions of Royal Decree-law 5/2021, of March 12, *of extraordinary measures to support business solvency in response to the Covid-19 pandemic*, the board of directors has resolved that the ordinary general shareholders’ meeting shall be held exclusively by telematic means, without physical attendance of the shareholders and their representatives, through the Company’s corporate website ([www.cemolins.es](http://www.cemolins.es)), pursuant to the participation rules set forth in the call for the meeting attached herewith.

The documents referred to in the section “Right of information” of the call announcement are available to the shareholders as indicated thereto and, in particular, at the abovementioned corporate website, in the space ‘General Shareholders’ Meeting 2021’.

Juan Molins Amat  
Chairman of the board of directors

Madrid, on May 17, 2021

## **CEMENTOS MOLINS, S.A.**

### **CALL FOR THE ANNUAL SHAREHOLDERS' MEETING**

The board of directors of Cementos Molins, S.A. (the “**Company**”), in accordance with applicable statutory and bylaw regulations, has resolved to call for an ordinary general shareholders’ meeting of the Company to be held on June 30, 2021 at 12:00 hours.

Due to the state of emergency to which the pandemic has given rise, and in accordance with the provisions of Royal Decree-law 5/2021, of March 12, *of extraordinary measures to support business solvency in response to the Covid-19 pandemic*, the ordinary general shareholders’ meeting will be held exclusively by telematic means, without physical attendance of the shareholders and their representatives, through the Company’s corporate website ([www.cemolins.es](http://www.cemolins.es)), pursuant to the participation rules set forth in this call announcement.

The ordinary general shareholders’ meeting of the Company is called in order to deliberate and resolve on the items included in the following

#### **AGENDA**

1. Review and approval of the individual annual accounts and its management report regarding 2020
2. Review and approval of the consolidated annual accounts and its management report regarding 2020
3. Review and approval of the application proposal of the results regarding 2020
4. Review and approval of the non-financial information report regarding 2020
5. Approval of the board of directors, board’s commissions and managing director’s performance in office in 2020
6. Reduction of the number of positions in the board of directors
7. Re-election of members of the board of directors
  - 7.1. Re-election of Mr. Juan Molins Amat as a director (proprietary)
  - 7.2. Re-election of Mr. Juan Molins Monteys as a director (proprietary)
8. Appointment of members of the board of directors
  - 8.1. Appointment of Ms. Roser Ràfols Vives as a director (proprietary)
  - 8.2. Appointment of Ms. Beatriz Molins Domingo as a director (proprietary)
  - 8.3. Appointment of Mr. Jean-Carlos Angulo as a director (independent)
9. Consultative vote of the annual report on the remuneration of directors in 2020
10. Approval of the Directors’ Compensation Policy (*Política de Remuneración de los*

*Consejeros)*

11. Approval of the directors' maximum remuneration in 2021
12. Amendment of the bylaws
  - 12.1. Creation of article 17 *bis* and amendment of article 24 of the bylaws
  - 12.2. Amendment of article 19 of the regulation of the bylaws
  - 12.3. Amendment of article 23 of the regulation of the bylaws
  - 12.4. Amendment of article 27 of the regulation of the bylaws
  - 12.5. Amendment of article 28 of the regulation of the bylaws
  - 12.6. Amendment of article 29 of the regulation of the bylaws
  - 12.7. Amendment of article 30 of the regulation of the bylaws
13. Amendment of the regulation of the general shareholders' meeting
  - 13.1. Creation of article 5 *bis* and amendment of article 14 of the regulation of the general shareholders' meeting
  - 13.2. Amendment of article 6 of the regulation of the general shareholders' meeting
  - 13.3. Amendment of article 8 of the regulation of the general shareholders' meeting
14. Information about the amendments made to the regulation of the board of directors
15. Authorization to call extraordinary general shareholders' meeting with at least fifteen days prior notice, pursuant to the provisions set forth by article 515 of the Spanish Corporation Law (*Ley de Sociedades de Capital*).
16. Delegation of authorities for the formalization and execution of the resolutions adopted by the general shareholders' meeting

### **Right to information**

As from this call, the shareholders may obtain from the Company, immediately and free of charge or examine at the registered office and on the corporate website the following documents:

- (i) The individual and consolidated annual accounts of the Company, with the application proposal of profit/loss, for the financial year ended December 31 2020 –balance sheet, income statement, statement of changes in equity, cash flow statement, notes to the financial statements– together with their respective directors' reports –including the annual corporate governance report, and the non-financial information statement– and the individual and consolidated audit reports, as well as the independent report verifying the non-financial information statement.
- (ii) The Company's annual corporate governance report for 2020.
- (iii) Annual report on the remuneration of directors for 2020.
- (iv) Proposal of resolution in relation to each of the items of the agenda submitted by the

board of directors for approval by the shareholders' meeting.

- (v) Report by the board of directors on the corporate social responsibility policy, reports by board itself and their audit and compliance and appointments and compensation committees, in relation to their respective functioning and the reports by the audit and compliance committee on the independence of the external auditors and related-party transactions with directors and significant shareholders.
- (vi) Partial certificate of the minutes of the board of directors' meeting of March 31, 2021 by virtue of which the reduction to thirteen of the number of positions in the board of directors is submitted for approval by the general shareholders' meeting.
- (vii) Proposal of re-election and appointment of proprietary directors drawn up by the board of directors.
- (viii) Report drawn up by the appointments and compensation committee in relation to the proposal of re-election and appointment of proprietary directors.
- (ix) Proposal of appointment of an independent director drawn up by the appointments and compensation committee.
- (x) Report drawn up by the board of directors in relation to the proposal of appointment of an independent director.
- (xi) Proposal of a Directors' Compensation Policy (*Política de Remuneración de los Consejeros*) as well as the report of the appointments and compensation committee issued in relation to such policy.
- (xii) Report by the board of directors in relation to the amendments of the bylaws that are proposed under points 12.1 to 12.7 of the agenda, that includes the full text of the proposals of resolutions that will be submitted to the general shareholders' meeting.
- (xiii) Report by the board of directors in relation to the amendments of the regulation of the general shareholders' meeting (*Reglamento de la Junta General*) that are proposed under points 13.1 to 13.3 of the agenda, that includes the full text of the proposals of resolutions that will be submitted to the general shareholders' meeting.
- (xiv) Proxy form and distance voting form.
- (xv) Rules on proxies and distance voting.
- (xvi) Rules on telematic attendance.
- (xvii) Access instructions to follow the meeting in real time (live streaming).

In accordance with articles 197 and 520 of the Capital Companies Law ("LSC"), 20 of the bylaws and 6 of the regulation of the general shareholders' meeting, until the fifth day before the date scheduled for the shareholders' meeting, shareholders may request from the board of directors, information or clarification, or submit any questions regarding the items on the

agenda and on the information that the Company may have provided to the National Securities Market Commission since the date of the last annual shareholders' meeting, of July 9, 2020, and on the audit reports on the financial statements submitted to approval. For the above purposes, the shareholders shall e-mail the Company at "oficina.accionista@cemolins.es", providing their first and last names or corporate name and documentation evidencing their identity and their position as shareholder. Unless the shareholder indicates otherwise, the Company may handle requests for information by replying to the e-mail of the shareholder in question.

In order to comply with articles 539 LSC, 17 of the bylaws and 6 of the shareholders' meeting regulations, as from this call, a Shareholders' Electronic Forum will be available on the corporate website. Its operating rules and the form to be completed to participate in said forum are available on said website.

### **Supplement to the call and submission of proposals**

In accordance with articles 519 LSC, 17 of the bylaws and 5 of the shareholders' meeting regulations, shareholders representing at least three percent of the share capital may request the publication of a supplement to the call for the shareholders' meeting, including one or more items on the agenda, provided that the new items are accompanied by a justification or, if applicable, a justified proposed resolution. Such right must be exercised by issuing a duly authenticated notice to be received at the registered office within five days following publication of the call. The supplement to the call notice must be published at least fifteen days prior to the date set for the holding of the shareholders' meeting.

Shareholders representing this same percentage may, within the same period, submit supported proposed resolutions regarding matters already included or that should be included on the agenda for the meeting called. Such proposals must also be sent through duly authenticated means to the registered office. The Company shall make sure that such proposals are posted on the corporate website as and when they are received.

### **Right to attend and proxies**

In accordance with articles 18 of the bylaws and 7 of the regulation of the general shareholders' meeting, shareholders who evidence at least five days before the date scheduled for the meeting on first call that they are registered on the detailed registers of the entities participating in *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear)* will be entitled to attend by telematic means the shareholders' meeting. They must also duly registry themselves in the Company's corporate website pursuant to the proceeding foreseen in this call announcement.

In accordance with the Capital Companies' Law, the pooling of shares and proxy appointments to attend the shareholders' meeting are permitted. The proxy may be evidenced by postal mail or by e-mail as indicated below. Telematic attendance of a shareholder at the meeting will revoke any proxy granted previously. Similarly, the proxy may always be revoked using the same means through which it was made. When the Proxy Form is sent to the Company without the name of the representative, the representation shall be deemed to be conferred on the chairman, the first deputy chairman, the chief executive officer, the non-directory secretary and the first deputy board secretary, without distinction. If, in relation to any of the items on the agenda, the shareholder that has granted the proxy has not checked the boxes provided for the

purpose, the vote will be deemed to have been cast expressly in favor of the proposal by the board of directors. In the event that resolutions that have not been proposed by the board of directors are voted on, the voting representatives will vote as they understand is most favorable to the interests of the represented shareholder. With the exception of the secretary non-director, the board of directors is in a conflict of interest with respect to resolutions 5, 9, 10 and 11.

### **Proxies and distance voting**

In accordance with the agreement reached by the board of directors, shareholders with the right to attend may cast their vote on the proposals relating to the items included on the agenda before the meeting is held, using distance communication means provided that the identity of the individuals exercising their proxy or voting rights is adequately guaranteed, together with the security of the corresponding electronic communications. Shareholders who wish to delegate proxy representation or vote remotely must indicate the direction of their vote for each of the items on the agenda. As indicated in the preceding section, if they do not indicate the direction of their vote in relation to any of the items on the agenda, their vote will be deemed to have been cast expressly in favor of the proposals by the board of directors in relation to those items on the agenda submitted by the board. If the shareholders' meeting votes on proposed resolutions not submitted by the board of directors, the representatives will vote as they understand is most favorable to the interests of the shareholders they represent.

In view of the health crisis and in order to facilitate the remote participation of the shareholders who wish to do so, in accordance with article 19 of the bylaws, proxies and votes cast using means of remote communication up to twelve hours noon (12:00) on June 29, 2021 shall be considered valid. The aim of this term is to enable the Company to verify that the individuals granting a proxy or voting by remote means are shareholders and the number of shares they hold. For this purpose the Company will compare the information provided by each shareholder with the information provided by the entity responsible for the accounting register of their shares. In relation to proxies and votes cast electronically, the Company will implement an electronic dating system through a third party, based on an objective time source (time stamping system) to evidence the time of receipt of the proxy or electronic vote.

The means of communication that may be used to grant proxy or cast a distance vote are the following:

(a) By postal mail

To appoint a proxy or cast a vote by post, shareholders must complete and sign the Proxy Form or the Distance Voting Form, as applicable, which the Company posts on its website for this purpose. Once the relevant section of the Form has been completed and signed –with a handwritten signature– the shareholder must send it to the Company, at the registered office (Paseo de la Castellana, 21, 2º derecha, 28046 Madrid), for the attention of the board secretary of Cementos Molins, S.A., together with a copy of the shareholder's identity document, certificate of ownership of shares and, where applicable, of the relevant representative authority.

(b) Electronically

The appointment of the proxy or, as the case may be vote cast by electronic means, may only be carried out through any of the following:

- (i) Downloading the Proxy Form or the Distance Voting Form, as applicable, from the Company’s website, which can be found in the area ‘General Shareholders’ Meeting 2021’, and sending it duly completed and signed –with a handwritten signature– together with a copy of the shareholder’s identity document and the certificate of ownership of shares and, where applicable, of the relevant representative authority, by e-mail to “oficina.accionista@cemolins.es”.
- (ii) Through the distance proxy and voting service available in the section provided for such purpose on the Company’s website, by completing the proxy form or voting form, as applicable, according to the instructions indicated on such form, as well as any others that may be specified on each of the relevant screens of the computer application. In order to send the proxy or distance vote in this manner, shareholders must identify themselves through one of the following:
  - (i) Electronic national identity card.
  - (ii) Recognized valid electronic user certificate, in relation to which there is no record of its revocation, in accordance with Electronic Signature Law 59/2003, of December 19, 2003, issued by the Spanish Public Certification Authority (Ceres) attached to Fábrica Nacional de Moneda y Timbre.
  - (iii) “User and password” credentials which the shareholders or their representatives will receive at their email addresses, once their identity has been verified following a request in this regard, through the section set up for this purpose on the Company’s website. Any shareholder wishing to prove their identity by means of the “user and password” credentials must request them from the Company before twelve hours noon (12:00) on June 29, 2021. In addition, proxies or attorneys-in-fact wishing to apply for credentials on behalf of a legal entity shareholder must first prove the power of attorney that allows them to act on behalf of the legal entity shareholder and their identity by sending the Proxy Form or Distance Voting Form issued in the name of the legal entity shareholder by the Company or by the entity in which the legal entity shareholder has the shares deposited, duly completed and signed, together with a copy of the National Identity Card, Foreigner Identity Number or passport of the attorney-in-fact or proxy and a copy of the document evidencing the power of attorney or position that enable them to act on behalf of the legal entity shareholder, to the e-mail address “oficina.accionista@cemolins.es”, until twelve hours noon (12:00) on 29 June, 2021. Upon receipt of the documents and after verification by the Company, the relevant confirmation and the requested credentials shall be sent. Such proxy shall be presumed not to have been revoked unless the Company is reliably informed to the contrary.

The Company reserves the right to modify, suspend, cancel or restrict the proxy or distance voting mechanism for technical or security reasons and shall not be liable vis-à-vis third parties for any of said decisions, beyond their control, when they are able to prevent the proxy or distance vote in the manner established. Neither shall the Company be liable for the damages that may be caused as a result of overloading, malfunctions, line failures, connection failures or other similar incidents beyond its control that may prevent the temporary use of said proxy or

electronic voting systems.

### **Attendance by telematic means**

In order to protect the health of the shareholders, employees, directors, suppliers and other persons intervening with the preparation and celebration of the general shareholders' meeting, as well as to guarantee the exercise of shareholders' rights and the equal treatment principle, the attendance to the general shareholders' meeting will be carried out exclusively by telematic means, following the rules approved for such purpose, as published on the Company's website, in the space 'General Shareholders' Meeting 2021'.

- (a) Registration and connection of shareholders and proxies for telematic attendance purposes

Shareholders wishing to attend the shareholders' meeting electronically shall be required to register via the Company's website, as from 11:00 AM and before 11:45 AM of the day on which the meeting is held. No connection will be accepted for the exercise of the right of attending by telematic means outside the time slot above referred.

Shareholders or their proxies must provide evidence of their identities by any of the following means:

- (i) Electronic National Identity Card.
- (ii) A qualified electronic user certificate which is currently valid and in force and is not on record as having been revoked, pursuant to the provisions of Law 59/2003, issued by the Spanish Public Certification Authority (Ceres) attached to *Fábrica Nacional de Moneda y Timbre*.
- (iii) "User and password" credentials, which the shareholder or their proxy shall have previously received at their email address, following verification of their identity and status as such through the section set up for this purpose on the Company's website. Any shareholder wishing to prove their identity by means of the "user and password" credentials must request them from the Company before twelve hours noon (12:00) on June 29, 2021. In addition, proxies or attorneys-in-fact wishing to apply for credentials on behalf of the legal entity shareholder must first prove the power of attorney that allows them to act on behalf of the shareholder and their identity by sending a copy of the National Identity Card, Foreigner Identity Number or passport of the proxy or attorney in fact and a copy of the document evidencing the power of attorney or position that enable them to act on the shareholder's behalf, to the e-mail address "oficina.accionista@cemolins.es", until twelve hours noon (12:00) on 29 June, 2021. Upon receipt of the documents and after verification by the Company, the relevant confirmation and the requested credentials shall be sent. Such proxy shall be presumed not to have been revoked unless the Company is reliably informed to the contrary.

For a shareholder to be able to register through the Company's website and attend the meeting electronically through their proxy or attorney-in-fact, the proxy or attorney-in-fact who is to complete the registration process in their name must first present evidence of the representative authority or power of attorney authorizing them to act on the shareholders' behalf, and of their

identity; this shall be done by sending the Attendance Form issued in the shareholder's name by the Company or by the entity with which the shareholder's shares are deposited, duly completed and signed –by hand–, along with a copy of the National Identity Card, Foreigner Identity Number or passport of the proxy or attorney-in-fact authorized to attend the shareholders' meeting, plus a copy of the document evidencing the powers or position held which enable them to act on the shareholder's behalf, to the email address “oficina.accionista@cemolins.es”, by twelve hours noon (12:00) on June 29, 2021. Once the documentation has been received and verified by the Company, the proxy or attorney-in-fact may attend the meeting electronically, exercising their representative powers in accordance with the procedure approved by the board of directors.

The meeting may not be attended electronically by shareholders and proxies or attorneys-in-fact who have not met the prior registration requirements in the terms and within the periods envisaged above, and once the deadline set for registration purposes has passed, no further attendances will be accepted.

(b) Rights to speak, receive information and present proposals

Addresses to the meeting, requests for information and resolution proposals, where appropriate, may be sent in writing via the link provided for this purpose on the Company's website from the time of registration on such website and until the closure of the time for addresses to the meeting, which will be indicated during the course of the general shareholders' meeting. Written submissions must be of a maximum length of 2,000 characters and will be available to the rest of shareholders through the aforementioned website. Likewise, attendees may participate in real time in the meeting by video through the link provided for such purpose on the Company's website in order to exercise their rights to speak, receive information and present proposals. In the event of shareholders and proxies wanting their addresses to the meeting to be reflected in the minutes, they must indicate this clearly and expressly in the heading of their submission or at the beginning of their address to the meeting by video. Requests for information or clarification received from shareholders and proxies shall be responded to verbally during the meeting or in writing, within the seven days following the holding of the meeting.

(c) Voting right

Shareholders and proxies who attend the shareholders' meeting may vote on resolution proposals in respect of the items on the agenda using the link and voting form made available for this purpose on the Company's website, from the time of their registration through to the closure of the voting process in respect of each resolution proposal at the meeting, as indicated during the course of the meeting. The Company shall send to each shareholder electronic confirmation of the receipt of their vote. The casting of votes on resolution proposals in respect of points not included in the agenda, if applicable, shall be carried out using the link and voting form made available for this purpose on the Company's website, from the point at which they are read in order to be voted upon, through to the point at which the voting process is considered closed, which will also be indicated during the course of the meeting.

(d) Rules on order of priority

Telematic attendance by the shareholder or their proxy will render ineffective any vote cast or

proxy appointment made previously through any other procedure established by the Company. In the event of a shareholder voting validly by remote means and appointing a proxy, the remote voting shall prevail over the proxy appointment. Similarly, voting and proxy appointments by remote communication means shall prevail over voting or appointments formalized by postal correspondence.

(e) Other

The Company reserves the right to modify mechanisms for attending the shareholders' meeting electronically where advisable or necessary for technical reasons or reasons of security. In such cases, the Company shall announce this situation in due form and sufficiently in advance, by whatever means it deems fitting, communicating any modification which may, where appropriate, will be agreed and, in any event, any other means of remote communication available to the shareholders for the casting of votes or delegation of voting rights. The Company shall not be liable vis-à-vis third parties for any such decisions which are not of its own volition and amend telematic attendance in the manner envisaged. Neither shall the Company be liable for any damages incurred as a result of overloads, breakdowns, line failures, connection faults or any similar events also not of its own volition which temporarily prevent the use of telematic attendance systems.

#### **Broadcasting of the shareholders' meeting**

The shareholders are informed that the shareholders' meeting shall be streamed live via the Company's website, in the 'General Shareholders' Meeting 2021' space, from which access instructions may be obtained. Shareholders should be aware that the fact of accessing the meeting through live streaming via the space referred to does not, in itself, imply telematic attendance of the meeting and shall not enable them to participate in it by exercising their voting rights or rights to speak, for which they must follow the procedures and observe the access rules expressly approved for this purpose, as referred to in the previous section.

#### **Attendance of a notary public**

The board of directors informs the shareholders that it has resolved to request the telematic attendance of a notary public to draw up the minutes of the annual shareholders' meeting in accordance with the provisions of articles 203 and 521 LSC.

#### **Personal data protection**

The Company informs the shareholders that the personal data they send to it for the purpose of exercising their telematic attendance rights, proxy appointment and voting rights at the shareholders' meeting, or which are provided by banks and broker-dealers and securities brokers with which the shareholders have deposited their shares, and the audiovisual recording made of the entire shareholders' meeting to facilitate its monitoring and proper dissemination, shall be processed for the purpose of managing the development, fulfillment and control of the shareholder relationship existing with Cementos Molins, S.A., and in order to send the information requested, where appropriate, by the shareholder. Such data shall be processed in accordance with the applicable legislation and the legitimate interest of the Company. The shareholders are also informed that they may exercise their rights of access, deletion, rectification, portability, limitation of processing and objection, and revoke the consent given, in

accordance with the provisions of the General Data Protection Regulations and other applicable legislation, by means of a written communication addressed to the Company or an email sent to “oficina.accionista@cemolins.es”, attaching a photocopy of their identification document. The Company shall store such data until the possibility of action resulting from such processing becomes statute-barred, with the shareholders being entitled to file any complaint, where appropriate, with the Spanish Data Protection Agency (AEPD), the authority competent in respect of data protection matters.

### **Supplementary information**

The Company shall announce on its web page any changes or specific measures to be adopted in relation to the holding of the meeting. The shareholders are asked, in the days leading up to the holding of the meeting, to consult the website ([www.cemolins.es](http://www.cemolins.es)) for any possible additional information which may be announced, or that they call the number 916 605 800, to obtain the latest information available at any given time, the purpose of all these measures being to ensure that those shareholders who wish to do so can exercise their rights fully without being physically present.

Similarly, the shareholders are informed that as from the date of publication of this announcement, a Shareholder Services Office shall be made available, and that they may contact such Office by calling 916 605 800, from Monday through to Friday, from 9 a.m. to 5 p.m., or using the email address “oficina.accionista@cemolins.es”. The office shall respond to any queries and provide assistance in relation to proxy appointment and remote voting procedures, telematic attendance, or any other issues relating to the shareholders' meeting.

Madrid, May 4, 2021

Juan Molins Amat  
Chairman of the board of directors