

**PROSEGUR COMPAÑÍA DE SEGURIDAD, S.A.**  
**OTHER RELEVANT INFORMATION, REGULATED AND CORPORATE**

In Madrid, on November 4, 2022

Reference is made to the other relevant information, regulated and corporate dated October 27, 2022 (registry number 18.916) regarding the call by the Board of Directors of Prosegur Compañía de Seguridad, S.A. (the "**Company**"), of an Extraordinary Shareholders' Meeting to be held on **December 7, 2022 at 12:00 p.m.** on first call, and on December 9, 2022 at the same time on second call, in Madrid, at the Company's offices at calle Pajaritos 22, 28007, with attendance also permitted by telematic means.

The full wording of the call notice is attached as a schedule.

As from publication of the call notice, the call notice, the resolutions to be proposed by the Board of Directors and all other documentation concerning the 2022 Extraordinary Shareholders' Meeting will be available to the shareholders at the registered office (calle Pajaritos, 24, 28007-Madrid) and on the Company's website ([www.prosegur.com](http://www.prosegur.com)).

\* \* \*

Antonio Rubio Merino  
Secretario del Consejo de Administración

## SCHEDULE

---

### **PROSEGUR COMPAÑÍA DE SEGURIDAD, S.A.** *Extraordinary Shareholders' Meeting*

By a resolution of the Board of Directors, the Extraordinary Shareholders' Meeting of PROSEGUR COMPAÑÍA DE SEGURIDAD, S.A. (the "**Company**") is called to be held on **December 7, 2022 at 12:00 p.m.** on first call, and on December 9, 2022, at the same time, on second call, at the Company's offices at Calle Pajaritos, 22, in Madrid.

The matters to be deliberated and voted on at this Extraordinary Shareholders' Meeting will be those included in the following:

#### **AGENDA**

1. Distribution of a dividend out of reserves, at a rate of 0.0656 euros per share. Delegation of powers to the Board of Directors to establish the conditions of the distribution in all matters not envisaged by the Extraordinary Shareholders' Meeting.
2. Capital reduction through the redemption of 3,577,356 treasury shares acquired under a treasury share buy-back program. Delegation of powers for its implementation.
3. Amendment of the Long-Term Global Optimum Plan.
4. Amendment of the Directors' Remuneration Policy for the 2023-2025 period.
5. Delegation of powers to formalize, interpret, correct and implement the resolutions adopted by the Extraordinary Shareholders' Meeting.

#### **PROPOSED RESOLUTIONS**

In accordance with the provisions of article 519.3 of the Capital Companies Law, shareholders representing at least three percent of the share capital of the Company may submit reasoned proposals for resolutions on matters already included or which must be included on the agenda. This right must be exercised by serving duly authenticated notice (which must include the relevant documentation evidencing shareholder status) dispatched to the registered address of the Company (Calle Pajaritos 24, 28007-Madrid, marked for the attention of the Shareholder Support Service – "Servicio de Atención al Accionista") within five days following publication of this call notice.

#### **RIGHT TO INFORMATION**

Under the applicable legislation and, in particular, article 518 and related provisions of the Capital Companies Law (*Ley de Sociedades de Capital*) and article 529 novodecies subarticle 4, upon publication of this call notice, shareholders are entitled to examine and obtain the following documents at the registered office of the Company or request that a copy thereof be sent thereto free of charge:

- the full text of the proposed resolutions on the agenda items drawn up by the Board of Directors of the Company;
- the report from the Board of Directors on the proposed resolution relating to item 2 on the Agenda; and
- the report from the Sustainability, Corporate Governance, Appointments and Remuneration Committee regarding the amendment of the Directors' Remuneration Policy that is submitted for approval as item 4 on the agenda and the text of such proposed amendment;

All the documents mentioned above are also available on the Company's corporate website ([www.prosequer.com](http://www.prosequer.com)).

Pursuant to the provisions of article 520.1 of the Capital Companies Law, up until the fifth day before the date scheduled for the Extraordinary Shareholders' Meeting, shareholders may request of the Company (via certificate post with acknowledgment of receipt or in person at the following address: calle Pajaritos, 24, 28007 – Madrid, marked for the attention of the Shareholder Support Service ("Servicio de Atención al Accionista"), specifying the identity of the shareholder making the request and the address to which the answer should be sent) any information or clarification that they see fit, or make any questions that they see fit, regarding the matters in the agenda, related to the public information provided by the Company to the Spanish National Stock Market Commission from June 2, 2022, when the last General Shareholders' Meeting was held.

### **RIGHT OF ATTENDANCE, REPRESENTATION AND ATTENDANCE BY ELECTRONIC MEANS**

In accordance with the provisions of article 17 of the Bylaws of the Company, shareholders holding at least one thousand shares may attend the Extraordinary Shareholders' Meeting, so long as they appear in the corresponding share registry at least five days before the scheduled date for the Shareholders' Meeting, i.e., no later than December 2, 2022.

All shareholders having the right to attend the Extraordinary Shareholders' Meeting may be represented by another person, even when not a shareholder. The proxy must be granted in writing, and the shareholder granting representation must complete and sign the attendance, proxy and vote card provided by the IBERCLEAR member entity with which the shares are deposited. In the case of corporate shareholders, the attendance, proxy and voting card must be accompanied by a copy of the document evidencing the authority of the individual who signs the card.

Shareholders not holding the minimum number of shares to attend may give their proxy vote to a shareholder who does have the right to attend or form a group with other shareholders in the same situation until obtaining the necessary shares, in which case representation will be conferred in writing to one shareholder in the group. When opting to exercise this right to group shares together and designate a representative, the Company's Board of Directors must be notified thereof at least five days prior to the scheduled date of the Extraordinary Shareholders' Meeting. Otherwise the representation will be considered to be invalid. The grouping must be confirmed in a document signed by all the grouped shareholders and drawn up specifically for each Shareholders' Meeting, designating the shareholder representing the group.

In accordance with article 15 of the Bylaws, the meeting will be held in person with the possibility of attendance by electronic means, that is, the meeting may be attended in person, remotely,

granting proxies or casting votes before the Shareholders' Meeting is held, or attending it by electronic means.

All shareholders are urged to participate remotely by attending by electronic means or exercising their proxy and distance voting rights.

Shareholders may attend the Extraordinary Shareholders' Meeting by using electronic means that enable them to connect in real time with the presiding panel of the meeting, for which purpose the Board of Directors has agreed on the following implementing rules:

(i) Provision:

The Company will provide the corresponding application (the "**Application**") on the corporate website ([www.prosequer.com](http://www.prosequer.com)) in the "Extraordinary Shareholders' Meeting" section. This Application will be in operation from 9:00 a.m. on the morning of December 7, 2022 and, as the case may be, from 9:00 a.m. on the morning of December 9, 2022. The above notwithstanding, the Company will publish on its corporate website the basic instructions for using the Application sufficiently in advance to enable the proper knowledge and use of the rules by the shareholders..

(ii) Registration:

Shareholders or their proxies must register on the Application at least one hour in advance of the scheduled start time of the Extraordinary Shareholders' Meeting. Accordingly, no shareholder may register after 11:30 a.m. on December 7, 2022 or, as the case may be, on December 9, 2022.

Proxies or, as the case may be, shareholders attending on behalf of other shareholders, must indicate as such when registering in the section provided for such purpose in the Application and attach a scanned copy in pdf format of the proxy and remote voting card with the corresponding section duly completed and signed, unless the card has been sent to the Company on the terms indicated below. In the case of corporate shareholders, the attendance, proxy and voting card must be accompanied by a scanned copy of the document evidencing the authority of the individual who signs the card.

The presiding panel of the Extraordinary Shareholders' Meeting and, as the case may be, the notary, will have direct access to the connection systems enabling attendance at the meeting so that they can have direct and immediate knowledge of any communications made by those attending and of any statements made by them.

Shareholders or their proxies must identify themselves using their qualified electronic signature, national identity document or any other ID document or system indicated in the Application.

(iii) Votes:

In accordance with article 21.5 a) of the Shareholders' Meeting Regulations, shareholders not wishing to cast a vote in favor of the proposed resolutions regarding the items included on the agenda of the call notice must indicate so in the section provided for this purpose in the Application since the constitution of the Extraordinary Shareholders' Meeting. The voting

round via the computer application for shareholders attending by remote means will be open until 1:00 p.m. on the day of the meeting or at a later time indicated by the Chairman of the Extraordinary Shareholders' Meeting.

(iv) Information requests and speeches:

In accordance with article 17.bis.3.(iii) of the Shareholders' Meeting Regulations, shareholders wishing to speak at the Extraordinary Shareholders' Meeting and, if appropriate, ask questions, propose resolutions or request clarifications shall send them using the section provided for this purpose in the Application before the constitution of the meeting or at a later time indicated by the Chairman of the Extraordinary Shareholders' Meeting.

Answers to shareholders who attend by electronic means and who exercise their right to information during the meeting will be provided in writing within seven days after the Shareholders' Meeting is held, although the answers may be given orally during the meeting.

### **PROXIES AND VOTING BY REMOTE MEANS**

Shareholders may grant proxies or cast their vote prior to the Extraordinary Shareholders' Meeting through the following means of remote communication:

- a) By post: sending their original attendance, proxy and remote vote card duly filled in and signed to the following address: calle Pajaritos, 24, 28007-Madrid, marked for the attention of the Shareholder Support Service ("Servicio de Atención al Accionista"), indicating "Proxy and Remote Vote - 2022 Extraordinary Shareholders' Meeting" ("Representación y voto a distancia - Junta General Extraordinaria 2022") on the envelope. In the case of corporate shareholders, the attendance, proxy and voting card must be accompanied by a copy of the document evidencing the authority of the individual who signs the card.
- b) Via email: sending the company, via an e-mail, a scanned copy in pdf format of their proxy and remote voting card with the corresponding section duly filled in and signed, to: [accionistas@prosegur.com](mailto:accionistas@prosegur.com), indicating "Proxy and Remote Vote - 2022 Extraordinary Shareholders' Meeting" ("Representación y voto a distancia - Junta General Extraordinaria 2022") in the e-mail's subject. The email containing the document or the proxy and remote voting card must (a) be signed electronically, or with a qualified electronic signature of the shareholder (based on a qualified and currently valid electronic certificate issued by the Spanish Certification Agency (CERES), an entity of the Spanish National Mint) or, alternatively, (b) include a scanned copy in pdf format of the national identity card or other official identity document. In the case of corporate shareholders, the attendance, proxy and voting card must be accompanied by a scanned copy of the document evidencing the authority of the individual who signs the card.
- c) Via the Application, identifying themselves by means of their qualified electronic signature, national identity document or any other ID document or system indicated in the Application and including a scanned copy in pdf format of their attendance, proxy and remote voting card duly completed in the corresponding section and signed. Also, in the case of corporate shareholders, the attendance, proxy and voting card must be accompanied by a scanned copy of the document evidencing the authority of the individual who signs the card.

Shareholders may obtain their attendance, proxy and remote vote cards from the IBERCLEAR member entity with which the shares are deposited.

In accordance with the Company's Bylaws and the Shareholders' Meeting Regulations, in order to be valid, proxies and votes cast via a remote means of communication other than the Application must both be received by the Company before midnight on the third day before the date scheduled for the Extraordinary Shareholders' Meeting on first call, i.e., no later than midnight on December 4, 2022.

The validity of a proxy or vote may depend on confirmation of a shareholder's status as such, verifying that the ownership and number of shares given by each of the persons sending their proxy or remotely voting match the data provided by IBERCLEAR. In case of discrepancy between the number of shares notified by the shareholder and the information in the IBERCLEAR file, the share number reported by IBERCLEAR will prevail for the purposes of quorum and voting.

Attendance at the Extraordinary Shareholders' Meeting by a shareholder who has previously granted a proxy or voted through a remote means of communication will leave the proxy or vote null and void.

#### **SUSPENSION OF ELECTRONIC SYSTEMS OR INTERCONNECTION FAILURES**

Both for the granting of proxies or the casting of votes by means of distance communication and for remote attendance at the Extraordinary Shareholders' Meeting, the Company reserves the right to modify, suspend, cancel or restrict the electronic proxy or voting and/or remote attendance mechanisms where advisable or necessary for technical or security reasons. Should any of these scenarios occur, it will be announced on the Company's website. The foregoing is without prejudice to the validity of proxies already granted, votes already cast and shareholders' attendance and representation rights.

The Company will not be liable for any damage caused to shareholders due to malfunctions, overloads, line failures, failed connections or any other contingency of the same or a similar nature, beyond the control of the Company, that hinders the use of the electronic proxy or voting and/or remote attendance mechanisms. Therefore, such circumstances will not constitute an unlawful deprivation of shareholder rights, although the Company may adopt the measures that each situation requires, such as temporarily suspending or extending the Extraordinary Shareholders' Meeting if necessary to ensure that the shareholders or their proxies may fully exercise their rights.

#### **SHAREHOLDERS' ELECTRONIC FORUM**

In accordance with current legislation, a Shareholders' Electronic Forum has been set up on the Company's website ([www.prosegur.com](http://www.prosegur.com)), the use of which will comply with its legal purpose and the guarantees and working rules established by the Company and any duly legitimated shareholders or groups of shareholders may have access thereto.

#### **DATA PROTECTION**

Personal information sent by shareholders to the Company while exercising their attendance, proxy and voting rights for the Extraordinary Shareholders' Meeting, or that has been provided by financial intermediaries where those shareholders have deposited their shares, will be used to manage the development, fulfillment and control of the shareholder relationship (in particular, but not limited to,

the calling and holding of the General Shareholders' Meetings and their dissemination). This information will be included in a file for which the Company is responsible.

The data will be provided to the notary for the purposes of drawing up the notarized minutes of the Extraordinary Shareholders' Meeting and may be made available to third parties in the exercise of their right to receive information laid down in the law or be made accessible to the public to the extent that they are included in the information available on the corporate website ([www.prosegur.com](http://www.prosegur.com)) or are stated at the Extraordinary Shareholders' Meeting, the proceedings of which may be recorded by audio-visual means and broadcast on such website. By attending the Extraordinary Shareholders' Meeting, attendees consent to such recording and broadcast.

The owners of the information may exercise their rights to have access to, rectify, cancel and oppose in accordance with current laws, under the terms and in compliance with the requirements established therein, by sending a letter marked "Data Protection", and including details of their request to the following address: Prosegur Compañía de Seguridad, S.A., calle Pajaritos, 24, 28007-Madrid.

In the event that the shareholder includes personal information relating to other persons on the attendance, proxy and remote voting card, the shareholder must inform them of the categories in the previous paragraphs and fulfill any other requirements that may be applicable for the correct transfer of personal information to the Company, without the Company having to perform any additional action.

**THE EXTRAORDINARY SHAREHOLDERS' MEETING IS SCHEDULED TO BE HELD ON FIRST CALL, I.E., ON DECEMBER 7, 2022 AT THE AFOREMENTIONED PLACE AND TIME.**

FOR ANY FURTHER INFORMATION WHICH MAY BE REQUIRED, SHAREHOLDERS MAY ADDRESS THE SHAREHOLDER SERVICE AT CALLE PAJARITOS 24, 28007-MADRID, EITHER IN PERSON OR BY TELEPHONE ON 91 589 8347, FROM 9:30 A.M. TO 1:30 P.M. FROM MONDAY TO FRIDAY, OR BY EMAIL TO THE FOLLOWING ADDRESS: [accionistas@prosegur.com](mailto:accionistas@prosegur.com).

Madrid, October 27, 2022. The Non-Director Secretary of the Board of Directors, Mr. Antonio Rubio Merino.