



METROVACESA, S.A. ("Metrovacesa" or the "Company"), in compliance with the provisions of article 227 of the Spanish Securities Markets and Investment Services Act, approved by Law 6/2023, of 17 March, and concordant provisions carries out the following

COMMUNICATION OF OTHER RELEVANT INFORMATION

The Board of Directors of Metrovacesa has resolved to call for the Extraordinary General Meeting of Shareholders to be held in calle Príncipe de Vergara, 187, Plaza de Rodrigo Uría, 28002 Madrid, at 13:00 hours on the 19th of November 2024 at first call or, if the necessary quorum is not reached in that meeting call, at 13:00 hours on the 20th of November 2024 at second call.

It is hereby noted that, as from the date of publication of the announcement of the call, it will be available for consultation on Metrovacesa's corporate website (www.metrovacesa.com), among others, the proposed resolutions of the Board of Directors to be adopted, if applicable, by the above-mentioned Extraordinary Shareholders' Meeting, the reports of the directors on the items on the agenda of the Extraordinary Shareholders' Meeting that so require, as well as the documentation and information necessary for the shareholders to access the Electronic Shareholders' Forum and the Rules on the right to attend and on representation and voting by remote means of communication.

Attached to this communication is the full text of the notice of the Extraordinary Shareholders' Meeting and the proposed resolutions for the different items on the agenda, including the proposed resolution to distribute dividends against available reserves (share premium) in the amount of 0.33 euros per share, which implies an approximate total amount of 50 million euros, the payment of which is expected to take place on or around December 27th, 2024.

Madrid, 30 of October 2024

Metrovacesa, S.A.

**NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS OF METROVACESA, S.A.
TO BE HELD ON THE 19TH AND 20TH OF NOVEMBER 2024, AT FIRST AND
SECOND CALL, RESPECTIVELY**

In accordance with the resolution adopted by the Board of Directors of Metrovacesa, S.A. (the “Company” or “Metrovacesa”) and by virtue of the authorization to shorten the period of notice for Extraordinary General Meetings, as granted by the General Meeting of Shareholders in its meeting held on the 30th of April 2024, the Shareholders are hereby called to the Extraordinary General Meeting of Shareholders to be held in calle Príncipe de Vergara, 187, Plaza de Rodrigo Uría, 28002 Madrid, at 13:00 hours on the 19th of November 2024 at first call or, if the necessary quorum is not reached in that meeting call, at 13:00 hours on the 20th of November 2024 at second call, to deliberate and resolve the matters included in the following:

AGENDA

- First.-** Distribution of dividends from freely distributable reserves.
- Second.-** Ratification of the appointment by co-option of Mr. Alberto Quemada Salsamendi as a member of the Board of Directors.
- Third.-** Delegation of powers for the formalization, registration, development, interpretation, rectification, and execution of the resolutions adopted.

REASONED RESOLUTION PROPOSALS

Shareholders who represent at least three percent of the share capital may, within a period of five days following the publication of this meeting notice, present reasoned resolution proposals on matters that are already included or that should be included in the agenda in accordance with the provisions set forth in article 519.3 of the Corporate Enterprises Act.

The notification letter must record the name or corporate name of the requesting shareholder or shareholders, and the appropriate documentation will be attached – copy of the attendance, delegation, and distance voting card or certificate of registered shareholder – that proves their shareholder status, so that this information can be checked against the information provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear), as well as the content of the item(s) raised by the shareholder or the content of the proposal(s) made by the shareholder.

**RIGHT TO INFORMATION AND CONSULTATION, DELIVERY OR
TRANSMISSION OF DOCUMENTATION**

In accordance with the provisions outlined in Article 518 of the Corporate Enterprises Act, as from the publication of the announcement of the General Meeting, the following documents and information (among others) will be available to the

shareholders, without interruption, through the Company's website (www.metrovacesa.com/en):

- The complete text of the Extraordinary General Meeting of Shareholders notice.
- The total number of shares and voting rights on the date of the notice of the Extraordinary General Meeting of Shareholders.
- The complete text of the proposals of resolutions to be adopted, if applicable, by the Extraordinary General Meeting of Shareholders of the Company in relation to each one of the items included in the agenda, as well as the justifications of the resolutions formulated by the Board of Directors.
- Report from the Appointments, Remuneration, and Sustainability Committee on the appointment of Mr. Alberto Quemada Salsamendi as director.
- Reasoned report from the Board of Directors on the appointment of Mr. Alberto Quemada Salsamendi as director.
- Form or model for attendance, delegation, and remote voting card.
- Operating rules of the Electronic Shareholders' Forum.
- Rules on the right of attendance and on representation and voting through remote communication means.
- If applicable, the valid requests for information, clarifications, or questions made by shareholders exercising their right to information and the answers provided by the directors, if any.
- The current texts of the Company's Bylaws, General Shareholders' Meeting Regulation, Board of Directors Regulation, and the remaining documents that comprise the Corporate Governance System.

Furthermore, any shareholder may examine at the corporate headquarters and request the free delivery or transfer (which may be done by email with acknowledgment of receipt if the shareholder accepts this means) of the documentation to be submitted for approval by the General Meeting in the cases legally provided for, and, in particular, the mandatory reports of the directors, as well as the rest of the documentation that must necessarily be made available to them on the occasion of this Extraordinary General Meeting of Shareholders.

In accordance with articles 197 and 520 of the Corporate Enterprises Act, from the day of the publication of the notice of the General Meeting until the fifth day prior to the date scheduled for the meeting, both inclusive, or verbally during its celebration, shareholders may request from the Board of Directors any information or clarifications they deem necessary regarding the matters included in the agenda, or formulate in writing the questions they find relevant.

Moreover, with the same advance notice and in writing, or verbally during the meeting, shareholders may request any clarifications they deem necessary regarding the information made public by the Company to the National Securities Market Commission since the last General Meeting.

Except in cases expressly provided for by law, the Board of Directors is obliged to provide the requested information in writing by the day of the General Meeting. In the case of verbal requests made during the meeting when it is not possible to satisfy the shareholder's right at that moment, the Board of Directors is obliged to provide that information in writing within seven days following the conclusion of the Meeting.

Information requests can be made by delivering the request at the corporate headquarters; by remote electronic communication through the Company's website (www.metrovacesa.com/en) in the place and manner established for this purpose or by sending it to the Company as detailed below:

METROVACESA, S.A. Shareholder Office

C/ Puerto de Somport, 23, Building A, Floor 1, 28050 Madrid

Email: investor.relations@metrovacesa.com

Phone: 913 183 700

In case the request is made by remote electronic communication, through email addressed to investor.relations@metrovacesa.com, it must include a Valid Electronic Signature to provide the system with adequate guarantees of authenticity and identification of the shareholder exercising their right to information.

Regardless of the means used, the shareholder's request must include their name and surname, along with the accreditation of the shares they hold, by copy of the attendance card issued by the entity participating in Iberclear or a certificate of legitimacy, so that this information can be compared with the list of shareholders and the number of shares in their name provided by Iberclear, for the General Meeting in question. The shareholder is responsible for proving the sending of the request to the Company in the proper manner and time.

The Company's website will detail the relevant explanations for exercising the shareholder's right to information in the terms provided in the applicable legislation.

Shareholder requests will be answered, if applicable, before the General Meeting of Shareholders once the identity and status of the shareholder applicant are verified, through the same medium in which they were formulated, unless the shareholder indicates a different one considered suitable. In any case, the information in question can be dispatched through certified mail with acknowledgment of receipt or certified fax.

SPECIAL INFORMATION INSTRUMENTS

In accordance with article 539.2 of the Corporate Enterprises Act and the terms referred to therein, to facilitate the communication of shareholders prior to the General Meeting, an Electronic Shareholders' Forum will be enabled on the Company's website. It may be accessed, with due guarantees, by both individual shareholders and voluntary associations of shareholders that, pursuant to said article, may be established.

The Forum may be used to publish initiatives to reach the sufficient percentage to exercise a minority right provided for by the Act, as well as offers or requests for voluntary representation.

Access to the Forum and the terms and conditions for its use and operation will be governed by what is provided in this announcement and in the operating rules of the Electronic Shareholders' Forum, whose content can be consulted on the Company's website.

RIGHT TO ATTEND

The Shareholders' rights of attendance, representation, and voting shall be regulated by the provisions set forth in the Act and the Corporate Bylaws. In accordance with Article 12 of the Corporate Bylaws, General Meetings may be attended by holders of ten or more shares who, five days in advance of the day when the General Meeting is held, are recorded in the corresponding record of shareholders and have been provided with the corresponding attendance card, which will indicate the number of shares they hold and the number of votes they can cast. The attendance card issued by entities participating in Iberclear may be used by the holders of shares who provide evidence of having them registered at least five days in advance of the date when the General Meeting of Shareholders is due to be held.

REPRESENTATION

According to Article 12 of the Corporate Bylaws and Article 15 of the Regulation of the General Meeting of Shareholders, any shareholder with the right to vote may be represented at the General Meeting by another person, even if this person is not a shareholder. Representation must be conferred expressly for each General Meeting. It must be conferred in writing or through postal correspondence, or by electronic communication through the application available on the corporate website (www.metrovacesa.com/en).

The shareholder must complete and sign the delegation of representation and must also sign the respective attendance card.

The Company must receive the conferred representation before 23:59 hours of the day immediately preceding the scheduled date for the General Meeting of Shareholders at first call. Otherwise, the representation will be considered not granted.

The documents used to record representations for the General Meeting must include at least the following:

- (i) The date of the General Meeting and the agenda.
- (ii) The identity of the represented and the representative.
- (iii) The number of shares owned by the shareholder granting representation.
- (iv) Instructions on the voting intention of the shareholder granting representation for each agenda item, if applicable.

The Chair of the General Meeting or people designated by the mediation of the Chair shall be deemed authorized to determine the validity of the conferred representations and verify compliance with the requirements for attendance at the General Meeting.

The provisions outlined in the preceding paragraphs shall not apply when the representative is a spouse, ascendant, or descendant of the represented shareholder and so proves it; nor when they have a general power of attorney granted in a public deed, with powers to administer the entire estate held by the represented shareholder in the national territory and provides it.

Whenever representation may be conferred by **postal correspondence**, it will only be considered valid that addressed to the Company, to the attention of the Shareholder's Office, at the registered corporate headquarters located at C/ Puerto de Somport, 23, Building A, Floor 1, 28050 Madrid. It must be done by sending a letter to the Company stating the granted representation, accompanied by the attendance card issued by the entity participating in Iberclear, duly signed and with the corresponding section filled out by the shareholder.

If the attendance card issued by the entity participating in Iberclear does not incorporate the section related to delegation or it is incomplete, the shareholder may use the attendance card made available to shareholders by the Company on its website (www.metrovacesa.com/en). Such attendance card, duly signed, must be sent to the Company by postal mail to the address indicated in the previous paragraph, along with the corresponding attendance card issued by the entity participating in Iberclear, equally duly signed.

Representation is always revocable. Personal (physical or electronic) attendance of the principal at the General Meeting of Shareholders will, in any case, have the value of revocation of the representation. Likewise, the vote of the shareholder will prevail over the delegation, and therefore, delegations issued previously will be considered revoked, and those issued subsequently will be considered to not have been made.

When conferred by **electronic communication** using the application available on the corporate website (www.metrovacesa.com/en), shareholders delegating their vote must access the electronic platform provided for that purpose on the Company's website (www.metrovacesa.com/en), and must provide proof of their identity through one of the following means: (i) Electronic National Identity Document; (ii) recognized electronic certificate issued by the Spanish Royal Mint, or a similar certifying entity, of which there is no record of its revocation; (iii) the shareholder or representative's "user and password" credentials, received via email after their identity and status as a shareholder or representative are verified through a special registration form available in the General Shareholders' Meeting section of the corporate website.

Shareholders may request their user credentials/password to be able to delegate their vote via electronic means no later than 13:00 hours on 18 November 2024.

VOTING THROUGH REMOTE COMMUNICATION MEANS

Shareholders entitled to attend and vote may cast their vote on proposals related to the items included in the agenda prior to the General Meeting, through **postal correspondence** under the terms provided by Law and in article 28 of the Regulations of the General Meeting of Shareholders, or via **electronic communication** using the application available on the corporate website (www.metrovacesa.com/en).

Mail-in votes will be cast by sending in a letter via postal correspondence addressed to the Company's Shareholder Office, at the registered corporate headquarters, located at C/ Puerto de Somport, 23, Building A, Floor 1, 28050 Madrid, thereby recording the vote, accompanied by the attendance card issued by the entity or entities in charge of keeping the record of shareholders, duly signed and completed by the shareholder.

When voting by **electronic communication** using the application available on the corporate website (www.metrovacesa.com/en), shareholders voting remotely must access the electronic platform provided for that purpose on the Company's website (www.metrovacesa.com/en) and must provide proof of their identity through one of the following means: (i) Electronic National Identity Document; (ii) recognized electronic certificate issued by the Spanish Royal Mint, or a similar certifying entity, of which there is no record of its revocation; (iii) the shareholder or representative's "user and password" credentials, received via email after their identity and status as a shareholder or representative are verified through a special registration form available in the General Shareholders' Meeting section of the corporate website.

Shareholders may request their user credentials/password to be able to cast their vote electronically no later than 13:00 hours on 18 November 2024.

For its validity, the vote cast by mail or electronic means must be received by the Company before 23:59 hours of the day prior to the scheduled date for the General Meeting of Shareholders. Otherwise, the vote will be considered not cast.

Shareholders with the right to attend who cast their remote vote under the stated terms, pursuant to the provisions outlined in the Company's Bylaws, will be considered present for the purposes of establishing a quorum for the General Meeting of Shareholders in question.

Documents that record representations for the Extraordinary General Meeting of Shareholders will reflect the instructions on how to vote. If no express instructions are given, it will be understood that the representative will vote in favor of the proposals of resolutions formulated by the Board of Directors regarding the items included in the Agenda.

In the event that any other business not included in the Agenda may be submitted to a vote, wherefore it was unknown on the delegation date, the representative must cast the vote as they deem appropriate, therefore considering the interests of both the Company and their principal.

A remote vote will be void:

- 1) When subsequent and express revocation has been made by the same means used to issue it and within the deadline established for doing so.
- 2) By personal or remote attendance at the meeting by the shareholder who had cast the vote or attendance by their representative.
- 3) Due to the sale of the shares before holding the General Meeting of Shareholders, of which the Company has had knowledge.

For the purposes of Articles 523 and 526 of the Spanish Companies Act, it is hereby reported that the Chair of the General Meeting, as well as any other member of the Board of Directors, may find themselves in a conflict of interest with respect to the cases outlined in sections (a), (b), (c), and (d) of Article 526.1 of the Spanish Companies Act (appointment, re-election, or ratification of directors; removal, separation, or cessation of directors; exercise of corporate liability action; and approval or ratification of company transactions involving the director in question) that may arise outside the agenda in accordance with the Law.

If the representative is involved in a situation of conflict of interest regarding any of the items included in the agenda or that could be presented outside the agenda in accordance with the Law, and the shareholder had not given precise voting instructions for each one of those items, then the representative must abstain. In this case, it will be understood that the principal has also designated, as joint and successive representatives, the Chair of the General Meeting of Shareholders; and if the Chair were in a conflict of interest, then the Secretary of the General Meeting of Shareholders, and if the Secretary were in a conflict of interest, then the non-member Vice-Secretary to the Board of Directors, if one had been appointed.

The Company reserves the right to amend, suspend, cancel, or restrict the distance voting and delegation mechanisms whenever it may be required due to technical or security reasons. Likewise, the Company reserves the right to request the additional means of identification of shareholders that it deems appropriate to guarantee the identity of the parties, to guarantee the authenticity of the vote or of the conferred representation, and in general to ensure the legal certainty of the act of the General Meeting of Shareholders.

Metrovacesa, S.A. may not be held liable for the damages that could be caused to a shareholder as a result of breakdowns, overloads, line ruptures, connection failures, poor operation of the mail service, or any other eventuality of the same or similar nature, all beyond the Company's control, which prevent using the distance voting and delegation mechanisms.

REMOTE ATTENDANCE AND VOTING

In accordance with Article 12 of the Company's Bylaws, the Board of Directors of the Company has decided to enable the option of attending the General Meeting of Shareholders and voting by electronic means. This will allow shareholders and proxy holders to connect in real time, participate and vote remotely on the day of the General Meeting.

Directors may attend the meeting by audio or video conference.

1. Remote Attendance

The method of attending the General Meeting of Shareholders remotely will be made available to the shareholders on the Company's website (www.metrovacesa.com/en), accessing the area concerning the Extraordinary General Meeting of Shareholders, remote attendance section, between 09:00 hours and 12:45 hours on the day of the meeting (i.e., on 19 November 2024 at first call and, if applicable, on 20 November 2024 at second call).

For this purpose, shareholders wishing to attend the Meeting electronically must register in the online platform set up for this purpose on the Company's website (www.metrovacesa.com/en), providing proof of their identity through one of the following means: (i) Electronic National Identity Document; (ii) recognized electronic certificate issued by the Spanish Royal Mint, or a similar certifying entity, of which there is no record of its revocation; (iii) the shareholder or representative's "user and password" credentials, received via email after their identity and status as a shareholder or representative are verified through a special registration form available in the General Shareholders' Meeting section of the corporate website.

Shareholders may request their user credentials/password to be able to attend the Meeting electronically no later than 13:00 hours on 18 November 2024.

Those attending electronically who have been granted proxies must notify the Company in advance by sending an e-mail to the following address investor.relations@metrovacesa.com, before 13:00 hours on 18 November 2024, attaching a copy of the proxy granted or the powers of attorney in the case of a legal person, as well as a copy of the national ID document or passport of the representative. If they choose to access through a username/password, they must make the relevant request for credentials indicated in the previous paragraph.

During the Meeting and until the Chair of the Meeting opens the floor for discussion, shareholders or their representatives, by means of the system set up for remote attendance on the Company's website (www.metrovacesa.com/en), accessing the area concerning the Extraordinary General Meeting, remote attendance section, may intervene or request such information or clarification as they deem appropriate regarding the matters on the Agenda.

Moreover, during the Meeting and until immediately before voting on the proposals begins, shareholders or their representatives, by means of the system set up for remote attendance, may propose the adoption of agreements on matters not included in the Meeting's Agenda, in such cases where the Law so allows.

Any of the shareholders or representatives attending remotely who wish to inform the Notary that they are leaving the Meeting must do so by sending an electronic communication using the system set up for remote attendance on the Company's website (www.metrovacesa.com/en), accessing the area concerning the Extraordinary General Meeting, remote attendance section. Once the Notary has been apprised of the shareholder's or representative's express wish to leave the Meeting, any subsequent action performed remotely shall be considered void.

Personal or remote attendance at the Meeting by a shareholder who had delegated or previously voted by distance, regardless of the means used to cast a vote, will invalidate said delegation or vote. Moreover, note that, in the event, personal attendance shall override remote attendance, voiding the latter.

2. Remote voting

Shareholders or their representatives taking part in the Meeting of Shareholders remotely may vote using the method set up for remote attendance in the Company's website (www.metrovacesa.com/en), accessing the area concerning the

Extraordinary General Meeting of Shareholders, remote attendance section, at any time from their registration until voting begins.

The remote voting mechanism incorporates the proper guarantees of authentication and identification of the shareholder exercising the voting rights and the security of electronic communications.

Shareholders wishing to vote remotely must indicate how they wish to vote on each matter (items) on the Agenda. If, in relation to any of the items on the Agenda, the shareholder does not indicate how they wish to vote, that shareholder will be understood to be voting in favor of the Board of Directors' proposals concerning the matters included in the Agenda which the Board of Directors has compiled.

In all matters not expressly regulated by this announcement, the same regulations provided in the Regulations of the General Meeting of Shareholders in connection with voting and adopting resolutions shall apply to shareholders attending the Meeting remotely as apply to shareholders attending the meeting in person.

NOTARY INTERVENTION

In application of article 203 of the Corporate Enterprises Act, the Board of Directors has resolved to require the presence of a Notary for drafting the minutes of the meeting.

PERSONAL DATA

The personal data that shareholders send to Metrovacesa for the exercise of their rights of attendance, delegation, and voting at the General Meeting or that are provided by banking institutions and securities firms and agencies where such shareholders have their shares deposited through the entity responsible for maintaining the book-entry registry, will be processed to manage the development, fulfilment, and control of the existing shareholder relationship concerning the call and holding of the General Meeting. This data will be incorporated into a file for which Metrovacesa is responsible. In case the attendance or delegation card includes personal data relating to individuals other than the holder, the shareholder must have the owners' consent to transfer personal data to Metrovacesa and inform them of the points indicated in this call regarding the processing of personal data.

Data subjects have the right to exercise their rights of access, rectification, cancellation, and opposition, in accordance with the provisions set forth in the legislation in force and under the terms and complying with the requirements outlined in the same by sending a written request identified with the reference "Data Protection" specifying their request to the following address: C/ Puerto de Somport, 23, Building A, Floor 1, 28050 Madrid.

ADDITIONAL INFORMATION

Metrovacesa expects that in all probability the Meeting will be held at first call on 19 November 2024, and it provides information via its website (www.metrovacesa.com/en) in regards to the potential changes or measures to adopt in connection with the Extraordinary General Meeting of Shareholders. In any case, shareholders are asked that in the days prior to the Meeting they consult the Company's website (www.metrovacesa.com/en) or contact the Company by phone on (+34) 913 183 700, for the latest available information, with the aim of ensuring that shareholders so wishing can fully exercise their rights without attending the meeting in person.

In any event, Metrovacesa shall adopt any measures it deems appropriate or necessary to protect the health of its directors, suppliers, shareholders, and employees.

Madrid, 29th October 2024

Non-member Secretary to the Board of Directors

Mr. Lucas Osorio Iturmendi

**PROPOSED RESOLUTIONS FOR THE EXTRAORDINARY GENERAL SHAREHOLDERS'
MEETING OF METROVACESA, S.A.
CALLED FOR NOVEMBER 19 AND 20, 2024, AT FIRST AND SECOND CALL, RESPECTIVELY**

FIRST ITEM ON THE AGENDA:

Distribution of dividends from freely distributable reserves

JUSTIFICATION OF THE RESOLUTION

In accordance with Article 273.2 of the Spanish Companies Act, companies may distribute dividends charged to profits or freely distributable reserves, provided that, after such distribution, the net asset value does not fall below the company's share capital and the distribution does not cause this situation.

It is deemed appropriate to propose to the General Meeting the distribution of freely distributable reserves (share premium) to the shareholders in the amount of 0.33 euros per share, amounting to a total approximate distribution of 50 million euros.

This distribution is justified by the sound balance sheet structure of the Company. Furthermore, this distribution aligns with the Company's business plan.

It is noted that (i) there is sufficient liquidity for this distribution, considering the operating cash generated by the Company during the financial year from its promotion and land sale activities; (ii) after this distribution, the net asset value will continue to exceed the share capital; and (iii) the other requirements set forth in Article 273 of the Spanish Companies Act are met for such a distribution.

Proposal:

Approve the distribution of dividends in the amount of 0.33 euros per share, charged to freely distributable reserves (share premium), implying a total amount of approximately 50 million euros.

The dividend distribution will be payable on or around 27th December 2024.

It is noted that, following the approval of the dividend distribution, the Company's net asset value will remain higher than its share capital.

SECOND ITEM ON THE AGENDA:

Ratification of the appointment by co-option of Mr. Alberto Quemada Salsamendi as a member of the Board of Directors

JUSTIFICATION OF THE RESOLUTION

The Board of Directors, at its meeting on July 23, 2024, appointed Mr. Alberto Quemada Salsamendi as a member of the Board of Directors through the co-option procedure, with the status of proprietary director, prior favourable report from the Appointments, Compensation, and Sustainability Committee.

Now, at the first General Meeting held after his appointment, it is appropriate to ratify the appointment made by the Board of Directors, as well as his appointment as a director, with the status of proprietary director, for a full statutory term of four years.

In accordance with Articles 529 decies.6 of the Spanish Companies Act and 18.1 of the Board of Directors Regulations, this resolution is preceded by the report of the Appointments, Compensation, and Sustainability Committee. Additionally, in accordance with Article 529 decies.5 of the Spanish Companies Act, the Board of Directors has issued the corresponding justification report.

In compliance with Article 518(e) of the Spanish Companies Act, the following will be made available to shareholders by publication on the Company's website from the date of the General Meeting notice: (i) the report of the Appointments, Compensation, and Sustainability Committee; and (ii) the justification report of the Board of Directors. Both documents will include information on the identity, category, and a brief *curriculum vitae* of the director to provide insight into his profile and qualifications.

Proposal:

Approve the ratification of the appointment of Mr. Alberto Quemada Salsamendi, of legal age, [], Spanish nationality, with National Identity Card (DNI) number [***], valid, and domiciled for these purposes at [***], as a member of the Board of Directors. His appointment was made by co-option by the Board of Directors at its meeting on July 23, 2024, and his appointment as a director for the four-year term stipulated in the Articles of Association, starting from the date of this General Shareholders' Meeting, with the status of proprietary director.***

THIRD ITEM ON THE AGENDA:

Delegation of powers for the formalization, registration, development, interpretation, rectification, and execution of the resolutions adopted

JUSTIFICATION OF THE RESOLUTION

The proposed resolution submitted to the General Shareholders' Meeting is justified by the need for the Board to have a mechanism, provided for in the applicable corporate regulations, that allows it to carry out all necessary formalities to comply with the Company's corporate obligations.

Proposal:

In relation to the resolutions adopted by the General Shareholders' Meeting, it is resolved to authorize each member of the Board of Directors and the Non-Director Secretary of the Board of Directors, Mr. Lucas Osorio Iturmendi, and the Non-Director Deputy Secretary of the Board of Directors, Ms. Pilar Martín Bolea, as broadly as necessary under the law, so that any of them, acting individually and with express authority to rectify, may carry out the following actions:

- 1. Formalize and execute, on behalf of the Company, as many public or private documents as are necessary or convenient, without limitation, including rectifications, to obtain the registration of the preceding resolutions in the relevant Registries.***
- 2. Interpret, clarify, supplement, develop, and execute the resolutions adopted by this General Shareholders' Meeting and, in particular, rectify any defects, omissions, or errors, whether substantive or formal, that may prevent the registration of these resolutions and their consequences in the Commercial Registry, official registers of the National Securities Market Commission, the Property Registry, and any other relevant authorities. This includes adapting such resolutions to the verbal or written qualification by the Commercial Registry or any other competent authorities, officials, or institutions, as well as complying with any requirements that may be legally necessary for their effectiveness.***
- 3. Publish the announcements related to the resolutions adopted by this General Shareholders' Meeting in accordance with the Spanish Companies Act and other applicable regulations.***
- 4. In general, perform any acts or legal transactions and execute any public or private documents that are necessary or convenient for the full execution and effectiveness of the resolutions adopted by this General Shareholders' Meeting, including carrying out any actions required before any public or private entities.***