

Alcobendas, November 23, 2021

In accordance with article 227 of the consolidated text of the Spanish Stock Market Act approved by the Legislative Royal Decree 4/2015 of 23 October, Codere S.A. hereby informs of the following:

OTHER RELEVANT INFORMATION

The Board of Directors of "CODERE S.A." has resolved to convene the Extraordinary General Shareholders' Meeting to be held exclusively by remote means, at the Company's head office located at Avda. De Bruselas nº 26, (28108 Alcobendas, Madrid), at 18:30 on December 10th, 2021, on first call and at the same time and place on December 13st 2021, on second call.

Attached you will find the call and agenda for the Meeting, which shall be published in the next days under the legal and statutory expected terms, as well as the full text including the proposals of agreements which the Board of Directors submits in connection with the various points of the aforementioned agenda.

These documents together with the additional information are available to shareholders at the Company's registered office so that they can exercise their right of information. Additionally, these documents are accessible on-line via the Company's website www.grupocodere.com.

Luis Argüello Álvarez
Non-director Secretary of the board of directors

English translation for information purposes. Spanish version shall prevail.

CODERE, S.A.
Extraordinary General Shareholders' Meeting

The Company's Board of Directors has resolved to convene an Extraordinary General Shareholders' Meeting, **to be held exclusively by remote means**, in Alcobendas, at the registered offices located at Avda. De Bruselas nº 26 (28108 Madrid) on December 10 2021 at 18:30 in first call, and on December 13 2021 at 18:30 in second call, in accordance with the following

AGENDA

I) PROPOSALS OF SHAREHOLDER MASAMPE S.L.

FIRST.- Information and eventual decisions on matters raised by MASAMPE SL.

1.1. To approve the exercise of legal actions against certain creditors of the Company.

1.2. To request the judicial approval in Spain of all the operations carried out under the restructuring.

1.3. To request a fraud audit from of the On line business of the Company.

1.4. To exercise certain actions in connection with data protection.

II) PROPOSAL OF THE BOARD OF DIRECTORS.

SECOND.- Modification of article 31 of the Corporate Bylaws.

THIRD.- Acknowledgement of the resignation of Directors and approval of their management approval:

3.1. Mr. Norman Sorensen Valdez.

3.2. Mr. Manuel Martínez-Fidalgo Vázquez.

3.3. Mr. David Reganato.

3.4. Mr. Timothy Lavelle.

3.5. Mr. Matthew Turner.

3.6. Mrs. Elena Monreal Alfageme.

3.7. Masampe, S.L.

FOURTH.- Approval of the dissolution of the Company by mere resolution of the General Meeting.

FIFTH.- Appointment of a sole liquidator.

5.1 Fix the number of liquidators at one.

5.2 Appointment of Servicios de Liquidación Societaria, S.L. as sole liquidator.

5.3 Approval of the sole liquidator's remuneration.

SIXTH.- Request of the suspension and delisting of the Company's shares.

English translation for information purposes. Spanish version shall prevail.

- 6.1 Application for the suspension of trading of the Company's shares.
- 6.2 Application for delisting of the Company's shares.

SEVENTH.- Delegation of powers to formalise, interpret, amend and enforce the resolutions adopted by the General Shareholders' Meeting.

REASONED PROPOSALS FOR RESOLUTIONS

In accordance with article 519.3 of the Spanish Corporations Law, shareholders who represent at least three percent of the share capital may file substantiated proposed resolutions regarding topics included or which may be included on the Agenda for the General Meeting. This right may be exercised by attestable notice which must be received at the Company's registered offices, Avda. Bruselas 26, Alcobendas 28108 Madrid, to the attention of the Secretary of the Board of Directors (Mr. Luis Argüello Álvarez), within five days following publication of this official meeting notice indicating: i) identity of the shareholder exercising the right; ii) number of shares held; iii) an original certificate issued by the corresponding deposit entities, proving the ownership of the shares at the date of this call; iv) whole text of each substantiated proposed resolutions regarding topics included or which may be included on the Agenda and v) any other relevant documents.

The Company will publish these proposed resolutions and the documentation attached including them into its website.

MEETING HELD EXCLUSIVELY BY REMOTE MEANS

In response to the health crisis caused by COVID-19 and as provided for in the eighth final provision of Royal Decree-Law 5/2021, of 12 March, on extraordinary measures to support business solvency in response to the COVID-19 pandemic, which modifies Royal Decree-Law 34/2020, of 17 November, on urgent measures to support business solvency and the energy sector, and on tax matters, Codere's Board of Directors has decided to hold the Extraordinary General Meeting called by this announcement exclusively by remote means, to safeguard the general interests, health and safety of shareholders, employees and other persons involved in preparing and holding the Meeting, in accordance with current health regulations. This means that there will be no physical attendance by shareholders or their proxies. However, the exercise of the rights of all shareholders shall be guaranteed at all times, as well as their identity and legitimacy and that of their proxies, ensuring that all attendees can effectively participate in the meeting through remote communication channels under applicable legislation, exercising their rights to take part, receive information, make proposals and vote. The Board of Directors of Codere offers the possibility of participating in the meeting through the following channels, to ensure that shareholders who wish to attend and exercise their right to vote can do so: (i) representation; (ii) remote attendance and voting; (iii) early voting through remote communication means; and iv) other means made available by the company, which are detailed in the following sections, on "Rights of attendance, representation and remote voting" and "Remote attendance of the Extraordinary General Meeting". Likewise, the directors may attend the meeting by audio or video conference, regardless of the location of the Chairman of the Board.

ATTENDANCE AND VOTING RIGHTS

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Pursuant to Article 11 of the Company By-laws, all shareholders owning at least one hundred shares will be entitled to attend the company's General Meetings, provided that these are registered in their name in a book entry register, at least five days before the date scheduled for the Meeting. Furthermore, they must confirm their shareholder status with a suitable document for this purpose, permitted by law. In order to exercise a right to attend a Meeting it will be possible to group these shares. Each share grants the right to one vote. However, in no case may the same shareholder, companies belonging to the same group or others acting in concert with the foregoing, issue at a General Meeting a number of votes that exceeds those inherent to shares representing 44% of the capital stock, even if the number of shares held exceeds this percentage of the capital stock, without prejudice to what is provided in Article 527 of the Capital Stock Companies Act. This limitation will not affect the votes inherent to shares that are represented by a shareholder as a consequence of what is foreseen in Article 13 of the Company By-laws. However, the foregoing limitation will also apply to the number of votes inherent to the shares of each represented shareholder.

REPRESENTATION

Shareholders with the right to attend the meetings may delegate said right upon a proxy which does not need to be another shareholder, including the Chairman, Secretary and Deputy Secretary to the Board provided said proxy has sufficient powers of representation. Proxies must be specific for the particular meeting and presented in writing. Such representation shall always be revocable. Personal attendance to the meeting shall be deemed to be the revocation of any proxies granted.

Unless otherwise indicated by the shareholder, proxies shall be extended to matters not on the agenda but which may be voted at the meeting, in which case the proxy shall cast the vote in the manner they consider most favourable to the interests of the Company and the represented party. The same rule shall apply in relation to proposals that may be submitted for decision by the Shareholders and that have not been formulated by the Board of Directors, as well as in the case of proxies validly granted, without express voting instructions.

If the document containing the proxy does not include the identity of the representative, the shareholder shall be deemed to have appointed the Chairman, Secretary or Vice-Secretary of the Board, as their representative, in that order, in case of absence or in case of a conflict of interest.

Representation may be made by a) postal correspondence, or b) by electronic correspondence through the corporate web www.grupocodere.com

a) Appointment of representative by postal correspondence: the attendance card issued by the Iberclear participant, duly signed and completed in the corresponding "representation" section by the shareholder, shall be sent to the Company's address (Secretaría General, Avda. De Bruselas 26, 28108 Alcobendas, Madrid). Additionally, shareholders can appoint a representative by postal correspondence by signing the attendance card issued by the Company (available in www.grupocodere.com) and sending it by ordinary mail together with an original document, issued by the custodian bank, certifying the shares holding.

b) Appointment of a representative by electronic correspondence: shareholders who wish to appoint a representative by electronic means shall access to a platform installed in the Company's website (www.grupocodere.com), linking in "2021 Extraordinary Shareholders Meeting", and then link in "Representation", following the rules and instructions set out there.

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Appointment of a representative by electronic means, shall be deemed to be accepted by the representative should he attend telematically to the Meeting.

EARLY REMOTE VOTING

Shareholders entitled to attend and vote may cast their vote on the proposed resolutions on the agenda, in advance to the meeting by postal correspondence or by electronic correspondence through the web www.grupocodere.com. In accordance to art. 25 of the Regulations of the General Shareholders' Meeting of Codere, in order to processing the votes issued by post or by the electronic remote means of communication, the votes must be received at least five days before the date set for the General Shareholders Meeting at first call. Shareholders casting their vote in such way, shall be considered to be present for the constitution of the corresponding General Shareholders Meeting.

a) By postal correspondence: In accordance with the Law and the Articles of Association, shareholders may exercise their right to vote on proposals regarding items on the agenda by postal correspondence, for which purpose they must send the duly completed and signed attendance card to the Company, directly (Secretaría General, Avda. De Bruselas 26, 28108 Alcobendas, Madrid), or through the depository institutions.

b) By electronic means: Votes may also be cast by mail through electronic means, via a platform installed on the Company's website, www.grupocodere.com, link "2021 Extraordinary Shareholders' Meeting" section, section "Early Remote voting" and following the instructions thereof.

REMOTE ATTENDANCE AND VOTING

The appointment of a representative or early remote voting, shall be rendered null and void by the remote attendance of the shareholder to the Meeting.

Shareholders entitled to attend the company's General Meetings and their representatives, will be able to attend and vote in the General Shareholders' Meeting, via a platform installed on the Company's website, www.grupocodere.com, link "2021 Extraordinary Shareholders' Meeting" section, section "Remote voting" and following the instructions thereof. To access the system, shareholders shall register as user, proving their identity and their condition as shareholders. Shareholders shall prove their identity on the computer platform by attaching to the electronic platform, in the manner indicated therein, a scanned copy of the national ID document, passport or NIE, (or tax number in the case of legal entities), as well as the scanned attendance and proxy card.

Shareholders attending and voting remotely, shall indicate the sense of their voting for each of the items on the agenda. If the shareholder does not cast a vote in any of the items included in the agenda, it will be understood that he/she is voting in favour of the proposal of the Board of Directors.

The Board of Directors has approved a document called "Regulations for the proxy, early remote voting and remote attendance and voting to the General Shareholders Meeting" which includes and details the rules of those participation process, which is available to the shareholders together with the rest of the materials of the Meeting, in www.grupocodere.com.

RIGHT TO INFORMATION: Shareholders may request information or clarification from the directors up to five days prior to the date scheduled for the meeting, or submit written

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questions on the items on the agenda, as well as any clarifications they consider necessary regarding the information accessible to the public that the company has provided to the National Securities Market Commission since the last General Meeting was held. The Board of Directors empowers the Chief Executive Officer, the Director of Investor Relations, the Secretary and the Deputy Secretary to respond to requests for information on behalf of the Board.

Likewise, the shareholders are informed of their right to examine at the registered office the documentation affecting the agenda that will be submitted for approval by the Extraordinary General Meeting, including, among others:

- a) The full text of the notice calling the shareholders' meeting.
- b) the full text of all the resolutions proposed by the Board, and the reports of the Board in the required issues;
- c) The total number of shares and voting rights on the date of the call to meeting.
- d) Specimen of the attendance card and delegation and indication of the means and procedures for obtaining the said card.
- e) Indication of the means and procedures for appointing a proxy for the General Shareholders Meeting.
- f) Indication of the means and procedures for remote communication

In view of the limitations in force at any given time, arising from the situation generated by COVID-19 health crisis, it is recommended that shareholders who wish to obtain a copy of all or any of the documents indicated above send their request by e-mail to Juntageneral@codere.com, since while such limitations exist or are implemented again, they may make it impossible for shareholders to attend and access the Company's registered office. For that purpose, it is recommended to contact by phone (+34 91 354 2800) in order to arrange an appointment and provide the documents at the registered office if desired.

All the texts and documents of the General Meeting may be consulted and obtained on the company's website www.grupocodere.com in accordance with the provisions of article 518 of the Revised Text of the Spanish Capital Companies Act, with the same right to obtain the delivery or sending of copies of all the documents free of charge.

PRESENCE OF A NOTARY: The Board of Directors has resolved to request the presence of a Notary to take the minutes of the Extraordinary General Meeting, pursuant to the provisions of section 203 of the Spanish Companies Act, in connection with section 101 and 103 of the Companies Register's Regulations.

DATA PROTECTION.- The personal data of the shareholders and, if applicable, their representatives will be processed by the company CODERE, S.A. (hereinafter, CODERE) with Corporate Tax Identification number A-82110453 and registered office in Alcobendas (28108 Madrid), Avenida de Bruselas, no. 26, for the purpose of managing the holding of the General Meeting of Shareholders, which involves activities such as: i) The identification of the shareholder and, if applicable, the representation through which they act; ii) The registration of the interventions/questions and, if applicable, the direction of the vote. The development of this purpose is protected as it is necessary to comply with the regulations for capital companies and the Bylaws of CODERE. Shareholders and their representatives are also informed that the General Shareholders' Meeting might be held by electronic means, in person, or in both ways. Any case it will be recorded in order to guarantee their security and to generate an audiovisual record of the different interventions that may take place during

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the meeting. The data may be communicated to the Notary who will attend the General Shareholders' Meeting, as well as to those third parties who have a recognised right to information under the Law, or if the data is accessible to the public insofar as it is contained in the documentation available in the corporate communication tools, such as the website www.grupocodere.com, annual reports or similar. The data will be kept for the time necessary to fulfil the purpose for which it was collected. The holders of the data can exercise their rights of access, rectification, opposition, suppression, portability and limitation to the treatment by e-mail to proteccion.datos.es@codere.com or by postal communication to the registered office, indicating the reference "Data Protection" and accompanying the required documentation. They also have the right to lodge a complaint with the Supervisory Authority (in Spain, the AEPD).

ELECTRONIC SHAREHOLDERS' FORUM - In accordance with the provisions of Article 539.2 of the Spanish Capital Companies Act, an Electronic Shareholders' Forum has been set up on the company's website www.grupocodere.com, which may be accessed by both individual shareholders and any voluntary associations that may be set up, in order to facilitate communication prior to the holding of the meeting. With the requirements, formalities and consequences that are established in the legal rules that in each case are applicable to this Shareholders' Forum, the initiatives to achieve a sufficient percentage to exercise a minority right provided for by law and offers or requests for voluntary representation may be published. The instructions for accessing the Electronic Forum, as well as its rules of operation, can be found on the aforementioned website.

Madrid November 22 2021 Chairman of the Board Norman Sorensen Valdez.

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PROPOSED RESOLUTIONS PRESENTED TO THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF CODERE, S.A., TO BE HELD AT FIRST CALL ON 10 DECEMBER 2021, OR, ON THE SECOND CALL, ON 13 DECEMBER 2021.

I) PROPOSALS OF SHAREHOLDER MASAMPE S.L.

ONE.- Information and eventual decisions on matters raised by MASAMPE SL.

1.1. To approve the exercise of legal actions against certain creditors of the Company.

1.2. To request the judicial approval in Spain of all the operations carried out under the restructuring.

1.3. To request a fraud audit from of the online business of the Company.

1.4. To exercise certain actions in connection with data protection.

1.1. PROPOSAL RECEIVED BY SHAREHOLDER MASAMPE S.L.

To approve the exercise of legal actions against certain creditors of the Company.

- i. The so-called refinancing of the Codere Group implies that the creditors are going to take over all the assets of the Codere Group, without judicial intervention or approval, contrary to the principle of prohibition of the commissary agreement in Spain, and in execution of abusive agreements that can be qualified as an allegedly criminal act in Spain.
- ii. Aware of this alleged illegality, creditors seek (a) to reward those who collaborate in the execution of these allegedly criminal agreements, (b) to flee from their alleged liabilities through a complex web of interposed companies, which, far from eliminating their alleged liability, increase it with the modus operandi of their execution.
- iii. Spanish law imposes on the perpetrators of these allegedly criminal acts, among other consequences (i) the confiscation of the effects of the crime, and its benefits and (ii) the non-obligation to comply with the commitments made by the injured party in good faith, of the contracts entered into with the perpetrator in bad faith.
- iv. Consequently, once these creditors and the amounts of their debts have been presented to the Shareholders in the General Meeting, a resolution will be submitted thereto to take the appropriate actions under Spanish law against these creditors.

1.2. PROPOSAL RECEIVED BY SHAREHOLDER MASAMPE S.L.

To request the judicial approval in Spain of all the operations carried out under the restructuring.

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- i. The restructuring provides for the judicial approval in Spain of the restructuring agreements of the Spanish subsidiaries, and excludes the parent company of the Codere Group, the Company.
- ii. No explanation has been given for this difference.
- iii. The restructuring agreement, as far as is known, is illegal in Spain, as it is not based on any creditors' agreement, and simply hands over to the creditors all the assets, without any agreement, and without any valuation of the assets before 11 May 2021.
- iv. Consequently, this restructuring of the Codere Group cannot be carried out without judicial approval in Spain, which is why it must be requested before the competent Spanish court.

1.3. PROPOSAL RECEIVED BY SHAREHOLDER MASAMPE S.L.

To request a fraud audit from of the Online business of the Company.

- i. Approximately 65% of Codere Online, S.A.'s activity is carried out in Spain, but, nevertheless, a complex system of subsidiary companies of the Company has been created in Gibraltar, Malta and other tax havens, which, with no known economic substance, contract with unknown suppliers in million-dollar amounts, at the same time as practically the entire labour structure in Spain has been dismantled.
- ii. There are more than justified reasons to request a fraud audit, not a financial audit, of the entire activity of Codere Online, S.A., which, moreover, they boast, is carried out only for the benefit of Codere Group's creditors, and not for the benefit of its shareholders.

1.4. PROPOSAL RECEIVED BY SHAREHOLDER MASAMPE S.L.

To exercise certain actions in connection with data protection.

- i. In the Codere Online, S.A. operation, the data of all customers resident in Spain are being used to transfer them en masse to companies not resident in Spain, for the benefit of third parties.
- ii. There is no evidence that the competent authorities have been informed in detail or that the necessary authorisations have been obtained.
- iii. Nor is there any record that each customer has been informed of the exact and specific use that will be made of their data, the benefit it generates and the identity of those beneficiaries.
- iv. Consequently, it is necessary to provide this information to the General Meeting and for Codere S.A. to take all appropriate actions to protect its customer databases.

II) PROPOSALS OF THE BOARD OF DIRECTORS.

TWO.- Modification of article 31 of the Corporate Bylaws.

To amend, in view of the corresponding report of the administrative body, Article 31 of the Articles of Association in the terms identified in bold and underlined below and which, if approved, will have the following wording:

*"If the Shareholders in General Meeting resolve to dissolve the company, it shall appoint one or more liquidators, always an odd number, **who shall have the whose powers provided for in shall also be determined in** accordance with the **provisions** of the Spanish Capital Companies Act **and any others that may be attributed to them by the Shareholders in General Meeting**. Once the liquidator **or** liquidators have been appointed, the powers and competencies of the **Board of Directors (Administrative Body)** shall cease, **with the consequent cessation of the directors and of all the offices thereof, such as the secretary or vice-secretary, the only competent body of the Company being, from that moment on, the General Shareholders' Meeting.***

The position of liquidator is subject to compensation.

The remuneration to be received by the liquidator or liquidators shall consist of a variable remuneration, based on a percentage of the net value of the assets resulting from the liquidation, which shall be determined by the Shareholders in General Meeting at the time of the appointment of the liquidator or liquidators. In addition, the Company may pay the liquidator a fixed monthly remuneration, as well as the amount of the excess and the premium for civil liability insurance.

In any case, the different remuneration systems and their maximum amounts, including those of the excess and the insurance premium, shall be determined by the Shareholders in General Meeting at the time of the appointment of the liquidator or liquidators."

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THREE.- Acknowledgement of the resignation of Directors and approval of their management:

- 3.1 Mr. Norman Sorensen Valdez**
- 3.2 Mr. Manuel Martínez-Fidalgo Vázquez**
- 3.3 Mr. David Reganato**
- 3.4 Mr. Timothy Lavelle**
- 3.5 Mr. Matthew Turner**
- 3.6 Ms. Elena Monreal Alfageme**
- 3.7 MASAMPE, S.L.**

In a separate vote and after taking cognizance of his/her resignation (which is intended to be tendered by letter at the General Shareholders' Meeting, effective as of that date):

- 3.1 approve the management of Mr. Norman Sorensen Valdez as member and Chairman of the Board of Directors of the Company during the exercise of his duties.
- 3.2 approve the management of Mr. Manuel Martínez-Fidalgo Vázquez as a member of the Board of Directors of the Company during his term of office.
- 3.3 approve the management of Mr. David Reganato as a member of the Board of Directors of the Company during his term of office.
- 3.4 approve the management of Mr. Timothy Lavelle as member of the Board of Directors of the Company during the exercise of his duties.
- 3.5 approve the management of Mr. Matthew Turner as a member of the Board of Directors of the Company during his term of office.
- 3.6 approve the management of Ms. Elena Monreal Alfageme as a member of the Board of Directors of the Company during her term of office.
- 3.7 approve the management of MASAMPE, S.L. as a member of the Board of Directors of the Company during its term of office.

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FOUR.- Approval of the dissolution of the Company by mere resolution of the General Meeting.

Approve the dissolution of the Company by mere resolution of the General Meeting, all in accordance with the terms of article 368 of the Capital Companies Act, approved by Royal Legislative Decree 1/2010, of 2 July.

As a result of the above: (i) the period of liquidation of the Company shall commence, and (ii) the Company, which shall retain its legal personality, shall add to its corporate name the expression "in liquidation" for the duration of the liquidation.

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FIVE.- Appointment of a sole liquidator:

5.1 Fix the number of liquidators at one.

5.2 Appointment of Servicios de Liquidación Societaria, S.L. as sole liquidator.

5.3 Approval of the sole liquidator's remuneration.

By separate vote and subject to the prior approval of the dissolution referred to in the third resolution above:

5.1 Fix the number of liquidators at one.

5.2 To appoint Servicios de Liquidación Societaria, S.L. (a Spanish Company, with registered office in C/ Nuñez de Balboa, no. 114, floor 3-10, PC 28006 Madrid and tax number B67724518, being filed in the Trade Register of Madrid Tomo 42353, Book 0, folio 213, Section 8ª, Sheet M-749664), sole liquidator of the Company, indefinitely with the broadest powers, and expressly requesting it to develop, as soon as possible, each and all the actions, legally needed or mandatory, to achieve the full realisation of the liquidation of the Company, in particular and among others, to proceed to the distribution, if any, of the corresponding liquidation quota to the shareholders, which, taking into account that the shares are listed, must be carried out once that the Company has paid all its debts (including, those that may arise as contingent debts) or, if applicable, the corresponding amounts have been deposited those debts and has complied with any other obligations that may be demandable (or the term for them to be demanded has expired).

Additionally, liquidator is reminded of the full effectiveness of the resolution approved by the general shareholders meeting held in July 2020, by virtue of which, directors were granted liability coverage, based on section 24.9 of the Company's bylaws; such coverage covers any actions of the directors from July 25, 2020 until their effective termination or resignation. In line with the foregoing, the liquidator is further authorized to order the payment of any legal defense costs that may be imposed on the directors, including those cases in which the advisors request a provision of funds and such advisors are of recognized prestige; in the event that it is ultimately proven firmly and conclusively that the directors acted with gross negligence or to the detriment of the Company, directors will be required to repay such amounts to the Company.

5.3 Approve the sole liquidator's remuneration, which consists of:

- a) 2% of the net value of the assets resulting from liquidation, subject to a minimum limit of THREE HUNDRED AND TWENTY-FIVE THOUSAND EURO (€325,000) and a maximum limit of FOUR HUNDRED AND FIFTY THOUSAND EURO (€450,000).

Notwithstanding the above:

- (i) if the Company becomes insolvent, the liquidator shall only receive the aforementioned minimum (i.e. THREE HUNDRED AND TWENTY-FIVE THOUSAND EURO (€ 325,000)), irrespective of the volume of assets. With regard with said amount, the amount not already paid to the liquidator will be paid to him as soon as it is decided that the Company should file for bankruptcy; and
- (ii) if, for any other reason, the liquidation procedure extends by more than two years, the liquidator shall receive an additional fee of TEN THOUSAND EUROS (10.000.-€) per month, from January 2021 (included), payable within the first ten business days of each month.

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Regarding the time of payment of remuneration stated in the first paragraph of this section a), and provided that liquidator maintain its position as such:

- (i) ONE HUNDRED AND FIFTY THOUSAND EURO (€150,000) shall be payable within ten working days from the day of acceptance of appointment;
 - (ii) ONE HUNDRED THOUSAND EURO (100.000.-€) shall be payable at the time when one year has elapsed since the acceptance of his appointment or at the time when all the corporate assets have been transferred, whichever occurs earlier;
 - (iii) SEVENTY FIVE THOUSAND EURO (75.000.-€) shall be payable at the time when 18 months have elapsed since the acceptance of his appointment or at the time when six months have elapsed since all the corporate assets have been transferred, whichever occurs earlier; and
 - (iv) Any excess over the aforementioned THREE HUNDRED AND TWENTY-FIVE THOUSAND EUROS (325,000 €), and always under the maximum limit already mentioned, shall be payable at the time when, after the last previous payment, it is indisputable that the net value of the assets resulting from the liquidation exceeds THREE HUNDRED AND TWENTY-FIVE THOUSAND EUROS (325,000 €), or at the time when the Company's general meeting approves the final liquidation balance sheet, whichever occurs earlier.
- b) Payment of the excess and the civil liability insurance premium, together with its tax cost until the moment of the extinction of the Company: these amounts shall be payable within ten working days of their request to the Company by the liquidator, subject to documentary justification.

Given the single-person nature of the office of liquidator, the sum of the items contained in a) and b) above shall constitute the maximum amount of the remuneration, whether or not it is accrued in a single year.

SIX.- Request for suspension and delisting of the Company's shares.

6.1 Application for the suspension of trading of the Company's shares.

6.2 Application for delisting of the Company's shares.

By separate vote:

- 6.1** To request the National Securities Market Commission, in the event that the dissolution referred to in the third proposed resolution above is approved, to suspend trading in the Company's shares and that trading in the Company's shares remain suspended from that time until the definitive delisting takes place.
- 6.2** To request the National Securities Market Commission, in the event that the dissolution referred to in the third proposed resolution above is approved and at the appropriate time, to proceed with the delisting of the Company's shares.

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SEVEN.- Delegation of powers to formalise, interpret, amend and enforce the resolutions adopted by the General Shareholders' Meeting.

Empower the sole liquidator, in the widest terms possible, jointly and severally, may take all the necessary steps and measures, and may adopt any steps that may be necessary for the execution and successful outcome of the resolutions adopted, including the publication of as many announcements as are necessary, appearing before notaries public to record the documents in public deeds, remedying, if necessary, any defects in the formalisation of such resolutions, according to the comments made by the Mercantile Registry verbally or in writing, carrying out as many steps are necessary to record the resolutions adopted at the Mercantile Registry, if necessary.

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