

In compliance with the reporting requirements under article 227 of Law 6/2023, of 17 March, on Securities Markets and Investments Services, AEDAS Homes, S.A. ("**AEDAS**" or the "**Company**") hereby informs the National Securities Market Commission of the following:

### OTHER RELEVANT INFORMATION NOTICE

The Board of Directors of the Company held today has adopted the resolution to call the Ordinary General Shareholders' Meeting to be held at C/ Príncipe de Vergara 187, Plaza de Rodrigo Uría, 28002, Madrid, España, on 24 July 2024, at 10:00 (C.E.T.), on first call, or, if the required quorum is not met, on 25 July 2024, at the same place and time, on second call, according to the following

#### AGENDA

- **1.** Approval of the individual and consolidated annual accounts corresponding to the financial year ended 31 March 2024.
- **2.** Approval of the individual and consolidated management reports, except for non-financial information, corresponding to the financial year ended 31 March 2024.
- **3.** Approval of the consolidated non-financial information of the Company, included in the consolidated management report for the year ended 31 March 2024.
- **4.** Approval of the Board of Directors' management and actions during the financial year ended 31 March 2024.
- 5. Approval of the proposed application of results for the financial year ended 31 March 2024.
- 6. Approval of the distribution of an extraordinary dividend charged to share premium.
- 7. Re-election of Mr. Javier Martínez-Piqueras Barceló as other external director for the statutory term of three years.
- 8. Approval of the modification of the Remuneration Policy for the members of the Board of Directors.
- **9.** Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026).
- **10.** Delegation of powers to formalize, notarize and implement the resolutions adopted
- **11.** Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2024

During the meeting, the Company will report on the most relevant changes in corporate governance matters since the previous General Shareholders' Meeting and on the degree of compliance with the corporate governance recommendations published by the CNMV.

The Ordinary General Shareholders' Meeting may be attended telematically in accordance with the terms indicated in the announcement of call convening the meeting. It is expected that the General Shareholders' Meeting will be held on first call.



The announcement of call of the Ordinary General Shareholders' Meeting has been posted today on the Company's corporate website (<u>www.aedashomes.com</u>) and is scheduled to be published on 22 June 2024 in the newspaper "El Economista". The full text of the proposed resolutions is also attached hereto.

The legally required reports from directors relating to the items of the agenda, as well as all the relevant documentation relating to the General Shareholders' Meeting, including the documents attached hereto, are available to the shareholders on the Company's website (<u>www.aedashomes.com</u>).

Madrid, 21 June 2024

Mr. Patxi Xabier Castaños Gil Vicesecretary to the Board of Directors



## AEDAS HOMES, S.A. ORDINARY GENERAL SHAREHOLDERS' MEETING 2024 ANNOUNCEMENT OF CALL

The Board of Directors of Aedas Homes, S.A. (the "**Company**") has resolved to call an Ordinary General Shareholders' Meeting to be held at c/ Príncipe de Vergara 187, Plaza de Rodrigo Uría, 28002, Madrid, Spain, on 24 July 2024, at 10:00 (C.E.T.), on first call, or, if the required quorum is not met, on 25 July 2024, at the same place and time, on second call. <u>It is expected that the General Shareholders'</u> <u>Meeting will be held on first call</u>.

Remote attendance is available as described below.

#### AGENDA

- **1.** Approval of the individual and consolidated annual accounts corresponding to the financial year ended 31 March 2024.
- **2.** Approval of the individual and consolidated management reports, except for non-financial information, corresponding to the financial year ended 31 March 2024.
- **3.** Approval of the consolidated non-financial information of the Company, included in the consolidated management report for the year ended 31 March 2024.
- **4.** Approval of the Board of Directors' management and actions during the financial year ended 31 March 2024.
- 5. Approval of the proposed application of results for the financial year ended 31 March 2024.
- 6. Approval of the distribution of an extraordinary dividend charged to share premium.
- 7. Re-election of Mr. Javier Martínez-Piqueras Barceló as other external director for the statutory term of three years.
- 8. Approval of the modification of the Remuneration Policy for the members of the Board of Directors.
- **9.** Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026).
- 10. Delegation of powers to formalize, notarize and implement the resolutions adopted
- **11.** Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2024

During the meeting, the Company will report on the most relevant changes in corporate governance matters since the previous General Shareholders' Meeting and on the degree of compliance with the corporate governance recommendations published by the CNMV.

AEDAS HOMES

#### PARTICIPATION

All persons holding shares registered in their name in the corresponding book-entry register five days prior to the date of the General Shareholders' Meeting (i.e. no later than 19 July 2024 if, as planned, the General Shareholders' Meeting is held on first call) may attend the General Shareholders' Meeting with the right to be heard and to vote. In order to attend the General Shareholders' Meeting in person, the shareholder must have the corresponding attendance, proxy and remote voting card, the certificate issued by the entity in charge of the corresponding book-entry registry or the document that, in accordance with the law, certifies that he/she is a shareholder. Attendance by telematic means shall be carried out in accordance with the terms set out below.

All shareholders having the right to attend may grant a proxy to another person, even if not a shareholder of the Company, or may cast their vote prior to the Meeting via postal delivery of the duly completed attendance, proxy and remote voting card to the Company (Paseo de la Castellana 130, 5th floor, 28046, Madrid) or by electronic means through the computer application available at the Company's website (www.aedashomes.com). Electronically granted proxies, or votes cast prior to the Meeting, shall be admitted when they include the legally qualified or advanced electronic signature of the shareholder, provided that they are based on a recognized electronic certificate with respect to which no revocation has been recorded and that (i) said certificate is an Electronic User Certificate issued by the Spanish Public Authority for Certification (Autoridad Pública de Certificación Española; CERES) reporting to the Spanish National Mint (Fábrica Nacional de Moneda y Timbre) or (ii) it has been included in the Electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of 23 December, governing the issuance of the National Identity Document and its electronic signature certificates. The shareholder shall be required to hold the corresponding certificate issued by the entity responsible for the book-entry register, as applicable, or the document that proves they are a shareholder according to law. The Company shall send the shareholder casting his/her vote remotely an electronic confirmation of the receipt thereof.

Proxies are always revocable and the attendance (by the means that are determined in the present call notice) of the proxy-granter at the General Shareholders' Meeting shall in all cases have the effect of revoking the proxy. The shareholder's vote shall prevail over the proxy and, therefore, previously issued proxies shall be deemed revoked and those granted subsequently shall be understood not to be made. Attendance to the General Meeting by the shareholder supersedes any previous vote or the proxy, and personal attendance renders attendance by remote means null and void.

Proxies and remote votes issued via postal mail or electronic communication must be received by the Company no later than 23:59 (C.E.T.) on 23 July 2024.

If the proxy has been validly granted but instructions are not included therein for the exercise of the vote or doubts arise regarding the recipient or scope of the proxy, the proxy shall be deemed (i) to be granted in favor of the Chairman of the Board of Directors, (ii) to refer to all the items that make up the agenda for the General Shareholders' Meeting, (iii) to require a favorable vote upon all the proposals made by the Board of Directors and (iv) to also extend to the items that may arise in addition to the agenda, with respect



to which the proxy-holder shall abstain from voting, unless they have reasons to consider it more favorable to the interests of the proxy-granter to exercise their vote in favor of or against such proposals.

Unless expressly stated and with precise instructions to the contrary from the proxy-granter, if the proxyholder is in a situation of conflict of interest, the proxy-granter shall be deemed to have also appointed as proxy-holders, jointly and successively, the Chairman of the Board of Directors and, if the latter is in a situation of conflict of interest, the Secretary of the Board of Directors, and, if the latter is in turn in a situation of conflict of interest, the Vice-Secretary of the Board of Directors. For the purposes of the provisions of sections 523 and 526 of the Spanish Companies Act (Ley de Sociedades de Capital), notice is given that the Chairman of the Board, as well as any other member of the Board of Directors, may be in a situation of conflict of interest (i) with respect to items 4 ("Approval of the Board of Directors' management and actions during the financial year ended 31 March 2024"), 7 ("Re-election of Mr. Javier Martínez-Piqueras Barceló as other external director for the statutory term of three years"), 8 ("Approval of the modification of the Remuneration Policy for the members of the Board of Directors"), 9 ("Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026)") and 11 ("Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2024") on the agenda; and (ii) in the circumstances set forth in section 526.1 of the Spanish Companies Act (appointment, re-election or ratification, dismissal, removal or resignation of directors, exercise of a corporate liability action and approval or ratification of transactions between the Company and the director in question) that, if applicable and appropriate, may arise outside the scope of the agenda according to law.

#### **TELEMATIC ATTENDANCE**

All shareholders (or their proxies) with the right to attend the General Shareholders' Meeting may also attend through the use of telematic methods that duly guarantee the identity of the individuals and allow for real time connection with the premises where the General Shareholders' Meeting will be held. The referred telematic attendance to the General Shareholders' Meeting will be subject to the provisions of the Bylaws and the Regulations of the General Shareholders' Meeting, the Law and the following basic rules, which may be complemented and developed by those published on the Company's website (www.aedashomes.com).

In order to guarantee the identity of attendees, the correct exercise of their rights and the adequate development of the meeting, the shareholders who wish to use the mechanisms of telematic attendance must register beforehand through the means enabled for telematic attendance on the Company's website (<u>www.aedashomes.com</u>), from 10:00 (C.E.T.) on 20 July 2024 until 23:59 (C.E.T.), inclusive, on 23 July 2024. After this last hour, no prior registration will be accepted for the exercise of the right to telematic attendance. The referred pre-registration requirement shall not be applicable to proxies, to whom the Company –once the status of shareholder of the proxy-granter is verified– will give access to the telematic attendance platform in order for them to connect to it in accordance with the provisions of these rules. In order to verify their identity, shareholders who wish to attend the Shareholders' Meeting by telematic means must identify themselves in the aforementioned prior registration by means of the legally qualified or advanced electronic signature of the shareholder, provided that they are based on a recognized



electronic certificate with respect to which no revocation has been recorded and that (i) said certificate is an Electronic User Certificate issued by the Spanish Public Authority for Certification (Autoridad Pública de Certificación Española; CERES) reporting to the Spanish National Mint (Fábrica Nacional de Moneda y Timbre) or (ii) it has been included in the Electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of 23 December, governing the issuance of the National Identity Document and its electronic signature certificates. In addition, in order for the proxy to be able to attend the General Meeting telematically with shares that are not owned by him/her, in the event that the proxy has not been sent to the Company by means of remote communication, the proxy and its identity must be verified by card sending the shareholder's attendance. proxy and remote votina by e-mail (Junta.Accionistas@aedashomes.com), duly completed and signed, together with a copy of the proxy's National Identity Document (D.N.I.) or such other official document in force as is generally accepted for such purposes, until 23:59 (C.E.T.) on 23 July 2024.

Once the shareholder has carried out the prior registration, or the proxy has accredited his/her proxy and identity, in accordance with the indicated means and within the established period, he or she may attend and vote at the General Meeting through telematic means by making the corresponding connection on the day of the meeting.

Specifically, and in order to allow the adequate management of the telematic attendance systems, the shareholder who has previously registered, or the proxy who has accredited his/her proxy and identity, to attend the General Meeting telematically in accordance with the previous paragraphs, must connect themselves in the Company's website (<u>www.aedashomes.com</u>), between 08:45 (C.E.T.) and 09:45 (C.E.T.) on 24 July 2024 if, as foreseen, the General Meeting is held on first call (or 25 July 2024 if it is held on second call), and identify themselves as indicated in the instructions. The Company will broadcast in real time the Meeting via streaming through its website (<u>www.aedashomes.com</u>).

Shareholders (or proxies) who participate in the General Shareholders' Meeting by means of telematic attendance and who intend to intervene at the meeting and, if appropriate, request information or clarification in writing or ask written questions regarding the issues included in the agenda, regarding the publicly accessible information provided by the Company to the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*, or CNMV) since the holding of the last General Shareholders' Meeting, and, if applicable, regarding the auditor's report, they must do so in writing and submit their intervention, proposal or question in the form, terms and conditions established on the aforementioned website of the Company, between 08:45 (C.E.T.) and 10:00 (C.E.T.) on 24 July 2024 if, as planned, the General Shareholders' Meeting is held on first call (or 25 July 2024 if it is held on second call). Any person attending by telematic means who wishes his or her intervention to be recorded in the Minutes of the General Meeting must expressly and clearly indicate this in the text of the intervention request. Requests for information or clarification validly made by those attending by telematic means shall be answered during the course of the General Shareholders' Meeting.

Shareholders (or proxies) who participate in the General Shareholders' Meeting by means of telematic attendance may vote through the means established for such telematic attendance at the Company's



corporate website (www.aedashomes.com) on the proposed resolutions corresponding to the items on the agenda from their connection to the telematic attendance platform until the time when the vote is taken. The proposed resolutions corresponding to items not included on the agenda may be voted from the time they are read and included in the telematic attendance platform in order to be voted on until the time the vote is taken. The mechanism for casting votes by telematic means has the due guarantees of identification of the shareholder exercising the right to vote and the security of electronic communications. The rules on voting and adoption of resolutions provided for in the Bylaws and the Regulations of the General Shareholders' Meeting for personal attendance shall apply to shareholders attending the General Meeting by telematic means. The Company shall send the shareholder voting remotely an electronic notice confirming receipt of the vote. Shareholders (or proxies) attending by telematic means who wish to expressly state that they have abandoned the General Meeting so that their vote will not be counted, should do so by sending an electronic communication through the means enabled for telematic attendance on the Company's website (www.aedashomes.com).

In relation with telematic attendance, the Company will not be liable for any damage or loss that may be caused to shareholders or proxy in the event that its website is temporarily down, as well as any other failure in the connectivity or any other eventuality of the same or similar nature, beyond the Company's control, without prejudice to the adoption of the measures required by each situation, including the possible temporary suspension or extension of the General Meeting.

It is also recalled that shareholders having the right to attend may grant a proxy to another person, even if not a shareholder of the Company, or cast their vote remotely prior to the Meeting, as mentioned in this announcement of call.

#### **RIGHT TO INFORMATION**

As from this date, all the documentation relating to the General Shareholders' Meeting whose publication is established by law, as well as that which it has been deemed appropriate to make available to the shareholders, may be consulted continuously at the Company's website (www.aedashomes.com), including the following: (i) this announcement of the call to meeting; (ii) the full text of the proposed resolutions regarding all the items on the agenda of the call to meeting, together with the legally required reports from directors or independent experts (including the reasoned report of the Board of Directors and the supporting report of the Appointments and Remuneration Committee regarding the director re-election proposal referred to under item 7 of the agenda, together with the professional and biographical profile of the director and the report of the Nominations and Remuneration Committee and the reasoned proposal of the Board of Directors in relation to the proposed modification of the Remuneration Policy of the Members of the Board of Directors referred to in item 8 of the agenda); (iii) the template attendance, proxy and remote voting card; (iv) the Individual Financial Annual Report, including the Company's individual annual accounts and management report corresponding to the financial year ended 31 March 2024, the relevant audit report, and the directors' responsibility statements; (v) the Consolidated Financial Annual Report, including the Company's consolidated annual accounts and management report, including the non-financial information (together with the verification report), corresponding to the financial year ended 31 March 2024, the relevant audit report, and the directors' responsibility statements; (vi) the total number



of shares and voting rights at the date of the call to meeting; (vii) the annual corporate governance report corresponding to the financial year ended 31 March 2024; (viii) the annual director remuneration report corresponding to the financial year ended 31 March 2024; (ix) the report from the Audit and Control Committee relating to the independence of the auditor; (x) the report from the Audit and Control Committee regarding related–party transactions; (xi) the report on the functioning of the Audit and Control Committee relating to the financial year ended 31 March 2024; (xii) the report on the functioning of the Appointments and Remunerations Committee relating to the financial year ended 31 March 2024; (xii) the report on the functioning of the Appointments and Remunerations Committee relating to the financial year ended 31 March 2024; (xii) the report on the functioning of the Appointments and Remunerations Committee relating to the financial year ended 31 March 2024; (xii) the rules for proving ownership and exercising rights of attendance, proxy and vote; (xiv) the rules for telematic attendance; (xv) the rules of the electronic shareholders' forum; (xvi) a description of the shareholders' right to information; and (xvii) the full text of the modified Remuneration Policy of the Members of the Board of Directors.

Additionally, in accordance with the provisions of section 539.2 of the Spanish Companies Act and article 12 of the Regulations for the General Shareholders' Meeting, an Electronic Shareholders' Forum is made available on the Company's website as from the publication of this call to meeting and until the General Meeting is held. Its operating rules and the form that must be completed to participate therein are made available on the Company's website (www.aedashomes.com).

Moreover, shareholders have the right to examine at the registered address (Paseo de la Castellana 130, 5<sup>th</sup> floor, 28046, Madrid) and to request the immediate and free-of-charge delivery or shipping (which may be carried out by e-mail with confirmation of receipt if the shareholder accepts this form of delivery) of the documents that are to be submitted for approval at the General Meeting in the legally applicable cases and, in particular, a copy of the Company's individual and consolidated annual accounts and management reports corresponding to the financial year ended 31 March 2024, together with their respective audit reports, as well as the remaining documentation that must necessarily be made available to shareholders on the occasion of the Ordinary General Shareholders' Meeting.

Pursuant to the provisions of section 527 bis of the Spanish Companies Act, after the General Meeting has been held and within one month from the date thereof, any shareholder, or his/her proxy, and ultimate beneficial owner may request confirmation that the votes corresponding to his/her shares have been properly recorded and tallied by the Company, unless this information is already available to them. The Company shall provide such confirmation within fifteen days of the request or, if the request is made later, of the holding of the General Meeting.

Finally, until 19 July 2024, inclusive, if, as expected, the General Shareholders' Meeting is held on first call (or 20 July 2024 if it is held on second call), shareholders may request information or clarifications in writing or ask written questions regarding the issues included in the agenda, the publicly accessible information provided by the Company to the National Securities Market Commission since the holding of the last General Shareholders' Meeting, and, if applicable, regarding the auditor's report.

Requests for information or clarification and written questions may be submitted by delivering the request to the registered address; that is, Paseo de la Castellana 130, 5<sup>th</sup> floor, 28046, Madrid, Spain; by sending them to the Company via postal correspondence to the address for Aedas Homes, S.A. at Paseo de la

Castellana 130, 5<sup>th</sup> floor, 28046, Madrid, Spain; or electronically by sending an email to the e-mail address <u>Junta.Accionistas@aedashomes.com</u>.

Requests shall be admitted where the electronic document pursuant to which the information is requested includes the legally qualified or advanced electronic signature of the shareholder, provided that they are based on a recognized electronic certificate with respect to which no revocation has been recorded and that (i) said certificate is an Electronic User Certificate issued by the Spanish Public Authority for Certification (*Autoridad Pública de Certificación Española*; CERES) reporting to the Spanish National Mint (*Fábrica Nacional de Moneda y Timbre*) or (ii) it has been included in the Electronic National Identity Document issued in accordance with Royal Decree 1553/2005, of 23 December, governing the issuance of the National Identity Document and its electronic signature certificates.

## SUPPLEMENT TO THE CALL TO MEETING; SUBMISSION OF PROPOSALS

Shareholders representing at least 3% of the share capital may request the publication of a supplement to the call to the General Shareholders' Meeting, including one or more items on the agenda, provided that the new items are accompanied by a rationale or a well-founded proposal for a resolution, and they may submit well-founded proposals for resolutions regarding issues that have already been or should be included on the agenda for a General Shareholders' Meeting that has already been called. This right must be exercised by duly authenticated notice that must be received at the registered address (Paseo de la Castellana 130, 5<sup>th</sup> floor, 28046, Madrid) within five days following the publication of this notice of call.

## COMMON PROVISIONS APPLICABLE TO SHAREHOLDERS' RIGHTS

Detailed information regarding the exercise of the rights to information, attendance, proxy, vote, request for publication of a supplement to the call to meeting and submission of well-founded proposals for resolution may be obtained on the corporate website (<u>www.aedashomes.com</u>). Shareholders may obtain additional information by contacting the Company (telephone: +34 91 788 00 00; e-mail: <u>Junta.Accionistas@aedashomes.com</u>).

### **OTHER SIGNIFICANT ASPECTS**

The Board of Directors has resolved to request the presence of a Notary to attend the General Shareholders' Meeting and record the minutes of the meeting.

All or part of the General Shareholders' Meeting will be recorded by the Company for purposes of internal record. Attendees consent to this recording by attending the General Meeting.

The Company will broadcast the proceedings of the General Shareholders' Meeting in real time via streaming on its website (www.aedashomes.com), subject to prior registration with the viewer's details, irrespective of the provisions relating to telematic attendance at the General Meeting of Shareholders.

## PROTECTION OF PERSONAL DATA

The personal data (i) that shareholders or proxies, as the case may be, provide to the Company (upon exercise or delegation of their information, attendance, proxy and voting rights), (ii) that are provided by the financial institutions and investment services companies that are depositaries or custodians of the



shares held by such shareholders, as well as by the entities that are legally responsible for the book-entry registers that record securities or (iii) that are obtained from the recording of the General Shareholders' Meeting (i.e., image and voice) shall be processed by the Company as controller with the purposes of managing the shareholding relationship and the exercise of shareholders' rights at the General Shareholders' Meeting, managing and controlling the holding of the meeting and complying with its legal obligations. Processing these data is required therefor and the legal bases that legitimate such processing are based on the Company's relationship with shareholders and compliance with legal obligations.

These data shall be provided to the Notary solely in connection with the drafting of the notarial minutes of the General Shareholders' Meeting. They may be disclosed to third parties in exercise of the legal information right or may be made available to the public to the extent they are included in the documentation uploaded to the corporate website (www.aedashomes.com) or disclosed at the General Shareholders' Meeting. The Meeting may be audio-visually recorded. For security and transparency reasons, by attending the General Shareholders' Meeting of image and/or voice. The legal basis for processing personal data consisting in image and/or voice are, firstly, the Company's legitimate interest to record the General Shareholders' Meeting pursuant to applicable law and transparency principles and, secondly, the consent expressed by the attendee by attending the meeting.

Personal data will be retained for as long as the shareholding relationship exists and, subsequently, for a period of 6 years for the sole purpose of facing legal or contractual actions, except if any such legal or contractual actions exceptionally prescribe upon a longer period.

Data subjects will have the right of access, rectification, objection, erasure, limitation of processing and data portability or any other legal rights in relation to the data processed by the Company. Such rights may be exercised in accordance with the provisions of law, by means of a letter addressed to Aedas Homes, S.A. (address: Paseo de la Castellana 130, 5<sup>th</sup> floor, 28046, Madrid) or an e-mail sent to <u>DPO@aedashomes.com</u>, attaching a copy of the DNI of an equivalent identifying document. Data subjects may also file a claim with the competent authority in terms of data protection, which in Spain is the Spanish Data Protection Agency (*Agencia Española de Protección de Datos*) (www.agpd.es).

If the shareholder includes personal data relating to other natural persons on their attendance, proxy and remote voting card or if a proxy attends the General Shareholders' Meeting, the shareholder must inform those persons of the details set forth in the foregoing paragraphs and comply with any other requirements that may be applicable for the provision of the personal data to the Company, without the Company having to take any additional action.

In Madrid, on 20 June 2024.

Mr Alfonso Benavides Grases Secretary of the Board of Directors

# AEDAS HOMES, S.A. ORDINARY GENERAL SHAREHOLDERS' MEETING 2024 PROPOSED RESOLUTIONS

#### Item one on the agenda

# Approval of the individual and consolidated annual accounts corresponding to the financial year ended 31 March 2024

#### **Resolution:**

To approve the individual annual accounts of Aedas Homes, S.A., comprising the balance sheet, the profit and loss statement, the statement of changes in total equity (statement of recorded income and expenses and statement of total changes in total equity), the cash flow statement and the notes, and the consolidated accounts of Aedas Homes, S.A. with its subsidiary companies, comprising the consolidated balance sheet, the consolidated profit and loss statement, the consolidated statement of changes in total equity (statement of recorded income and expenses and statement of total changes in total equity), the consolidated cash flow statement and the consolidated notes corresponding to the financial year ended 31 March 2024, which were drawn up by the Board of Directors at its meeting on 29 May 2024 and verified by the auditors of Aedas Homes, S.A.



#### Item two on the agenda

# Approval of the individual and consolidated management reports, except for non-financial information, corresponding to the financial year ended 31 March 2024

#### **Resolution:**

To approve the individual management report of Aedas Homes, S.A. and the consolidated management report of Aedas Homes, S.A. with its subsidiary companies, except for non-financial information which is subject to approval under the next item on the agenda, corresponding to the financial year ended 31 March 2024, which were drawn up by the Board of Directors at its meeting on 29 May 2024.



#### Item three on the agenda

# Approval of the consolidated non-financial information of the Company, included in the consolidated management report for the year ended 31 March 2024

#### **Resolution:**

To approve the consolidated non-financial information of Aedas Homes, S.A., in accordance with the terms indicated in article 44 of the Commercial Code, corresponding to the financial year ended 31 March 2024, and included in the consolidated management report with the subsidiaries of Aedas Homes, S.A. corresponding to the same financial year and approved in the previous item on the agenda, which has been duly verified.



### Item four on the agenda

# Approval of the Board of Directors' management and actions during the financial year ended 31 March 2024

#### **Resolution:**

To approve the management and actions of the Board of Directors of Aedas Homes, S.A. during the financial year ended 31 March 2024.



#### Item five on the agenda

#### Approval of the proposed application of results for the financial year ended 31 March 2024

#### **Resolution:**

To approve the proposed application of results for the financial year ended 31 March 2024, drawn up by the Board of Directors at its meeting held on 29 May 2024, which is set forth below:

#### **DISTRIBUTION BASIS:**

Balance of the profit and loss account (Profit):

€107,462,395

#### **DISTRIBUTION:**

TO DIVIDEND: the aggregate gross amount which shall be equal to the sum of the following amounts:

- i. €97,044,905 ("Interim Dividend") corresponding to an interim dividend out of the profit for the year ended 31 March 2024, equivalent to €2.25 per share for the number of shares that did not have the status of direct treasury shares on the corresponding date, as approved by the Board of Directors at its meeting held on 17 March 2024, in accordance with the accounting statement prepared and in accordance with the legal requirements, which showed the existence of sufficient liquidity for the distribution of such Interim Dividend out of the profit for the year ended 31 March 2024. The Interim Dividend was paid on 26 March 2024.
- ii. The amount resulting from multiplying €0.24 per share by the number of shares that do not have the status of direct treasury shares on the date on which the registered holders entitled to receive the dividend are determined ("Complementary Dividend" and, together with the Interim Dividend, the "Dividend"). The Complementary Dividend will be paid to shareholders on 1 August 2024.

The payment of the Complementary Dividend will be made in cash, in the amount per share and on the date indicated above, through the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) in which the shareholders have their shares deposited.

For this purpose, the Board of Directors is empowered, with express power of substitution in the director or directors it deems appropriate, to carry out all necessary or appropriate actions to carry out the distribution and, in particular, by way of indication and not limitation, to designate the entity that shall act as paying agent.

**TO REMAINDER:** Amount to be determined by subtracting the amount allocated to Dividend from the Distribution Basis. The amount allocated to the Dividend will in turn depend on the amount of the Complementary Dividend, which will be calculated on the basis of the number of shares that are not held as direct treasury shares on the date of determination of the registered holders entitled to receive the Complementary Dividend. In this regard, if at the time of the distribution of the proposed Complementary Dividend, the same number of treasury shares of the Parent Company as at 31 March 2024 (i.e. 583,260 shares) is maintained, the maximum Dividend to be distributed (i.e. the sum of the Interim Dividend and the Complementary Dividend) would be  $\in 107,392,923$ , with an amount of  $\in 69,472$  being applied to the remainder.

#### Total distributed:

#### €107,462,395

#### Item six on the agenda

#### Approval of the distribution of an extraordinary dividend charged to share premium

To approve the distribution of an extraordinary dividend charged to share premium in an amount equal to the result of multiplying  $\in$ 2.01 per share by the number of shares that do not have the status of direct treasury shares on the date on which the registered holders entitled to receive the extraordinary dividend are determined (the "**Extraordinary Dividend**"). The Extraordinary Dividend will be paid to shareholders in two installments: (i) a first payment of  $\in$ 1.11 per share will be paid on 1 August 2024 (the "**First Payment**"); and (ii) a second payment of  $\in$ 0.90 per share will be paid between 15 December and 31 December 2024 (the "**Second Payment**" and, together with the First Payment, the "**Payments**").

The Payments will be made in cash, in the amounts per share and on the dates indicated above, through the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) in which the shareholders have their shares deposited.

For this purpose, the Board of Directors is empowered, with express power of substitution in the director or directors it deems appropriate, to carry out all necessary or appropriate actions to carry out the distribution and, in particular, by way of indication and not limitation, to set the date on which the Second Payment shall be made to the shareholders and to designate the entity that shall act as paying agent.



#### Item seven on the agenda

Re-election of Mr. Javier Martínez-Piqueras Barceló as other external director for the statutory term of three years

#### **Resolution:**

In accordance with the proposal of the Board of Directors and with a favourable report from the Appointments and Remuneration Committee, re-elect Mr. Javier Martínez-Piqueras Barceló, of legal age, of Spanish nationality, with Spanish Id number 51060241B in force and with domicile for these purposes at Paseo de la Castellana 130, 5th floor, 28046, Madrid, Spain, as director of the Company with the category of "other external director" for the statutory term of three years and effective as from the date of this General Shareholders' Meeting.

The proposed re-election is accompanied by a supporting report from the Board, evaluating the competence, experience and merits of Mr. Javier Martínez-Piqueras Barceló, as well as the report from the Appointments and Remuneration Committee mentioned above. These reports have been made available to the shareholders as from the publication of the notice of the General Shareholders' Meeting.

Mr. Javier Martínez-Piqueras Barceló may accept his re-election by any means valid in law.



#### Item eight on the agenda

# Approval of the modification of the Remuneration Policy for the members of the Board of Directors

#### **Resolution:**

To approve, pursuant to the provisions of article 529 *novodecies* of the Spanish Companies Act, and in accordance with the reasoned proposal approved by the Board of Directors, which is supported by the report of the Appointments and Remuneration Committee, the modification of the Remuneration Policy for the members of the Board of Directors of the Company approved by the General Shareholders' Meeting on 29 June 2022 and subsequently modified by resolution of the General Shareholders' Meeting held on 20 July 2023, which shall be applicable for the financial years 2022-2023 (from the date of its approval by the Ordinary General Shareholders' Meeting held on 29 June 2022), 2023-2024, 2024-2025 and 2025-2026.

The text of the modified Remuneration Policy for the members of the Board of Directors, together with the report of the Appointments and Remuneration Committee and the reasoned proposal approved by the Board of Directors, have been made available to the shareholders as part of the documentation relating to the General Shareholders' Meeting since the date of publication of the announcement of the call of the General Shareholders' Meeting.



#### Item nine on the agenda

# Approval of the delivery of shares of the Company to the Chief Executive Officer in connection with Company's Long-Term Incentive Plan (2021-2026)

To approve, in the context of the Long-Term Incentive Plan (2021-2026) which was approved by the Ordinary General Shareholders' Meeting of 2022 of the Company, under item nine of the agenda, the delivery to the Chief Executive Officer of the Company, Mr. David Martínez Montero, following the proposal of the Appointments and Remuneration Committee and in accordance with the calculation systems established in the aforementioned plan and included in the Remuneration Policy of the Members of the Board of Directors of the Company published on the Company's website, the amount of 12,000 shares of the Company in addition to those initially envisaged for the third cycle of the 2021-2026 Long-Term Incentive Plan.



#### Item ten on the agenda

#### Delegation of powers to formalize, notarize and implement the resolutions adopted

#### **Resolution:**

To empower all members of the Board of Directors, the Secretary and the Vice-Secretary non-directors of the Board of Directors so that any of them, jointly and severally, with its own signature, as broadly as may be required by law, may formalize and notarise the resolutions adopted by the shareholders at this General Shareholders' Meeting, being empowered for such purpose to:

- (i) Develop, clarify, make more specific, interpret, supplement and rectify them.
- (ii) Carry out such acts or legal transactions as may be necessary or appropriate to implement the resolutions, to execute such public or private documents as they consider necessary or appropriate for the full effectiveness thereof, as well as to rectify such substantive or formal omissions, defects or errors as may prevent the recording thereof with the Commercial Registry or any others, as well as, in particular, the mandatory filing of accounts with the Commercial Registry.
- (iii) Delegate to one or more of the members of the Board of Directors part or all of the powers that they deem appropriate, including those corresponding to that body and those that have been expressly allocated thereto by the shareholders at this General Shareholders' Meeting, whether jointly or severally.
- (iv) Determine all other circumstances that are necessary, adopting and implementing the necessary resolutions, publishing the notices and providing the guarantees that are required for the purposes established by law, as well as formalizing the necessary documents and completing such procedural steps as are appropriate, proceeding to comply with such requirements as are necessary in accordance with law for the fullest implementation of the resolutions adopted by the shareholders at this General Shareholders' Meeting.



#### Item eleven on the agenda

Consultative vote on the annual director remuneration report corresponding to the financial year ended 31 March 2024

#### **Resolution:**

To approve, on a consultative basis, the annual director remuneration report corresponding to the financial year ended 31 March 2024, which was made available to the shareholders together with the other documentation relating to the General Shareholders' Meeting from the date of publication of the announcement of this meeting.