



## TO THE NATIONAL SECURITIES MARKET COMMISSION

Pursuant to article 227 of Law 6/2023, of March 17, on the Securities Market and Investment Services (*Ley 6/2023, de 17 de marzo de los Mercados de Valores y de los Servicios de Inversión*), and other concordant provisions, Técnicas Reunidas, S.A. (the “**Company**”) communicates the following:

### OTHER RELEVANT INFORMATION

Further to the communication of inside information number 1,823 published on 10 April 2023, relating to a share capital increase of the Company, it is hereby reported that, following the end of the preferential allocation period and the additional allocation period for shares provided in the informative prospectus relating to the share capital increase referred to in the aforementioned communication, approved and registered in the Official Registers of the Spanish National Securities Market Commission (“**CNMV**”) on 11 April 2023 (respectively, the “**Share Capital Increase**” and the “**Informative Prospectus**”), all of the 24,405,265 new shares offered (the “**New Shares**”) have been subscribed for a total effective amount of 150,092,379.75 euros as follows:

- Preferential allocation period: during the preferential allocation period, ending on 26 April, a total of 23,854,420 New Shares, representing 97.74% of the New Shares, have been subscribed, with 550,845 New Shares remaining available for allocation in the following periods.
- Additional allocation period: during the preferential allocation period, a total of 1,244,160,758 additional New Shares of the Company were requested. As the number of additional New Shares requested exceeded the 550,845 New Shares available for allocation, the agent bank for the Share Capital Increase has made the pro rata allocation contemplated in the Informative Prospectus. The pro rata ratio allocated to the additional New Shares requested in such period was approximately 0.00044 (before the rounding foreseen in the Informative Prospectus).

As a result of the foregoing, the discretionary allocation period contemplated in the Informative Prospectus will not be opened.

The sum of the shares subscribed during the preferential allocation period plus the number of additional shares requested during that same period represent a demand that has exceeded more than c.52 times the New Shares offered in the Share Capital Increase.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA OR JAPAN OR ANY OTHER JURISDICTION IN WHICH THE DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL



## **Técnicas Reunidas**

The Spanish company Técnicas Reunidas is one of the most important companies in its sector on an international scale, with a presence in 25 countries and a track record that totals more than 1,000 industrial plants throughout its more than 60 years of experience.

Técnicas Reunidas' activity is mainly focused on the development of engineering projects, design and construction of industrial plants for the production of clean fuels, natural gas and chemical products, and solutions linked to the energy transition, circular economy and decarbonisation (renewable hydrogen, biofuels, waste recovery, CO2 capture and storage, etc.).

Its more than 7,500 employees, most of them highly qualified engineers, make its headquarters in Spain a centre of engineering excellence.

Madrid, 3 May 2023

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA OR JAPAN OR ANY OTHER JURISDICTION IN WHICH THE DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL



The information contained herein is not for release, publication or distribution, directly or indirectly, in or into the United States, Canada, Australia or Japan or any other jurisdiction in which the distribution or release would be unlawful.

These written materials do not constitute an offer to sell, or a solicitation of offers to purchase or subscribe for, securities in the United States. The securities referred to herein have not been, and will not be, registered under the Securities Act of 1933, as amended, and may not be offered, exercised or sold in the United States absent registration or an applicable exemption from registration requirements. There is no intention to register any portion of the offering in the United States or to conduct a public offering of securities in the United States.

The issue, exercise or sale of securities in the offering are subject to specific legal or regulatory restrictions in certain jurisdictions. The Company assumes no responsibility in the event there is a violation by any person of such restrictions.

The information contained herein shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities referred to herein, in any jurisdiction in which such offer, solicitation or sale would be unlawful. Investors must neither accept any offer for, nor acquire, any securities to which this document refers, unless they do so on the basis of the information contained in the applicable prospectus published by the Company.

The Company has not authorized any offer to the public of securities in any Member State of the European Economic Area other than Spain. With respect to each Member State of the European Economic Area other than Spain (each, a “**Relevant Member State**”), no action has been undertaken or will be undertaken to make an offer to the public of securities requiring publication of a prospectus in any Relevant Member State. As a result, the securities may only be offered in Relevant Member States (a) to any legal entity which is a qualified investor as defined in Article 2 (e) of the Prospectus Regulation; or (b) in any other circumstances which do not require the publication by the Company of a prospectus pursuant to Article 3 of the Prospectus Regulation. For the purposes of this paragraph, the expression an “**offer of securities to the public**” means a communication to persons in any form and by any means, presenting sufficient information on the terms of the offer and the securities to be offered, so as to enable an investor to decide to purchase or subscribe for those securities and the expression “**Prospectus Regulation**” means Regulation (EU) 2017/1129 (and amendments thereto).

In the United Kingdom, this communication is directed only at qualified investors as defined in Article 2 of the Prospectus Regulation as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 who: have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”), or who are high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2) of the Order (all such persons together being referred to as “**relevant persons**”). Any investment or investment activity to which this communication relates will only be available to and will only be engaged in with, relevant persons. Any person who is not a relevant person must not act or rely on this document or any of its contents.

This communication is an advertisement for the purposes of the Prospectus Regulation and underlying legislation. It is not a prospectus. A Prospectus regarding the Transaction, approved by the Spanish Securities Market Commission (“**CNMV**”) in accordance with the Prospectus Regulation regime on 11 April 2023, is available to investors. This Prospectus is at the disposal of investors at Técnicas Reunidas, S.A., its corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)) and at the website of the Spanish National Securities Market Commission ([www.cnmv.es](http://www.cnmv.es)). The approval of the Prospectus by the CNMV should not be understood as an endorsement of the Company’s securities. Potential investors should read the Prospectus before making an investment decision in order to fully understand the potential risks and rewards associated with the decision to invest in the Company’s securities referred to herein.

#### **Information to distributors**

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended (“**MiFID II**”); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA OR JAPAN OR ANY OTHER JURISDICTION IN WHICH THE DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL



supplementing MiFID II; and (c) local implementing measures (together, the “**MiFID II Product Governance Requirements**”), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any “**manufacturer**” (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the securities referred to herein have been subject to a product approval process, which has determined that such securities are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the “**EU Target Market Assessment**”).

Notwithstanding the Target Market Assessment, distributors should note that: the price of the securities may decline and investors could lose all or part of their investment; the securities offer no guaranteed income and no capital protection; and an investment in the securities is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the offer of the securities referred to herein.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the securities. Each distributor is responsible for undertaking its own target market assessment in respect of the securities and determining appropriate distribution channels.