

**AMADEUS IT GROUP, S.A. - *Amadeus or the Company*** - (in accordance with the provisions of Article 227 of the Securities Market and Investment Service Act (Ley de los Mercados de Valores y de los Servicios de Inversión) by this letter communicates the following

## OTHER RELEVANT INFORMATION

### CALLING THE ORDINARY GENERAL SHAREHOLDERS MEETING. PROPOSAL OF RESOLUTIONS.

Attached legal announcement calling the Ordinary General Shareholders Meeting to be held on first call, on 20 June 2023, at 11:00 a.m., or, on second call, on 21 June 2023 at the same time, at **Casa América, Paseo de Recoletos 2, Madrid (access Calle Marqués del Duero 2)**, in mixed mode, i.e., with physical attendance and simultaneous attendance by electronic means,

Attached as well the proposed resolutions for the General Shareholders Meeting.

Madrid, 11 May 2023

**Amadeus IT Group, S.A.**

## CALLING OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING AMADEUS IT GROUP, S.A.

The Board of Directors of AMADEUS IT GROUP, S.A., at the meeting held on 27 April 2023 and in accordance with the legal and statutory regulations in force, has resolved to call the shareholders of this Company to the Ordinary General Shareholders' Meeting (the "General Meeting") to be held, on first call, on 20 June 2023, at 11:00 a.m., or, on second call, on 21 June 2023 at the same time, at **Casa de América, Paseo de Recoletos 2, Madrid (access Calle Marqués del Duero 2)**.

The General Meeting will be held in mixed mode, i.e., with physical attendance and simultaneous attendance by electronic means, as provided for in Article 24.1 of the Company's Bylaws and in Article 8.3 of the Regulations of the General Shareholders' Meeting of the Company.

The items submitted to the General Meeting for discussion and resolution are those included in the following

### AGENDA

1. Examination and approval, if applicable, of the Annual Accounts – balance sheet, profit and loss account, statement of changes in equity in the period, cash flow statement and annual report – and Directors' Report of the Company, consolidated Annual Accounts and consolidated Directors' Report of its Group of companies, all of them related to the financial year ended 31 December 2022.
2. Examination and approval, if applicable, of the non-financial information statement related to the financial year ended 31 December 2022, which forms part of the consolidated Directors' Report.
3. Annual Report on Directors' Remuneration (2022), for an advisory vote thereon, as per article 541.4 of the Spanish Capital Companies Act, which forms part of the stand-alone and consolidated Directors' Report.
4. Approval, if applicable, of the proposal on the appropriation of 2022 results and other Company reserves.
5. Examination and approval, if applicable, of the management carried out by the Board of Directors for the year ended 31 December 2022.
6. Appointment and re-election of Directors. The following proposals will be subject to separate votes:
  - 6.1 Appointment of Mr. Frits Dirk van Paasschen, as independent Director, for a term of three years.
  - 6.2 Re-election of Mr. William Connelly, as independent Director, for a term of one year.
  - 6.3 Re-election of Mr. Luis Maroto Camino, as executive Director, for a term of one year.
  - 6.4 Re-election of Mrs. Pilar García Ceballos-Zúñiga, as independent Director, for a term of one year.
  - 6.5 Re-election of Mr. Stephan Gemkow, as independent Director, for a term of one year.
  - 6.6 Re-election of Mr. Peter Kuerpick, as independent Director, for a term of one year.
  - 6.7 Re-election of Mrs. Xiaoqun Clever, as independent Director, for a term of one year.
7. Approval of the remuneration of the members of the Board of Directors, in their capacity as such, for financial year 2023.

8. Delegation of powers to the Board of Directors, with power of substitution, for the fullest formalization, interpretation, remedy and implementation of the resolutions adopted by the General Meeting.

## SUPPLEMENT TO THE CALL NOTICE AND RIGHT OF INFORMATION

Shareholders representing at least three per cent of the share capital may request the publication of a supplement to the call notice of the current Meeting, including one or more items on the agenda, provided that the new items are accompanied by a justification or, if applicable, a justified proposed resolution, and may present supported proposed resolutions regarding matters already included or that should be included on the agenda for the meeting called. The exercise of these rights shall be made by formal notice that must be received by the Office of the Secretary of the Board of Directors, located at the registered office at calle Salvador de Madariaga, 1, 28027 Madrid, within five (5) days of the publication of the call notice.

The supplement to the call notice, if applicable, will be published at least fifteen (15) days before the date set for the General Meeting.

In accordance with the Spanish Capital Companies Act, until the fifth day before the scheduled General Meeting date, the shareholders may request from the Board of Directors such information or clarification as they deem necessary or formulate in writing the questions they see fit, regarding the matters on the agenda. Also, during the holding of the General Meeting, the shareholders may request from the Directors any information or clarification or formulate in writing any questions that they deem necessary regarding the information accessible to the public that has been provided by the Company to the National Securities Market Commission since the last General Meeting was held and regarding the audit report.

## RIGHT OF ATTENDANCE AND REPRESENTATION

In accordance with the Company's Bylaws and the Regulations of the General Shareholders Meeting, the Meeting may be attended by any shareholder owning at least THREE HUNDRED (300) shares, either alone or in a pool with other shareholders, and having the shares representing the said capital registered on the relevant register of book entries at least five (5) days before the date scheduled for the Meeting.

Any shareholder entitled to attend the General Meeting may be represented at it by another person, who does not need to be a shareholder. Those shareholders not reaching the minimum number of shares required to attend the Meeting, may at any time delegate the representation of their shares to a shareholder entitled to attend the Meeting, or they can form a pool with other shareholders in the same situation, until reaching the minimum number of shares required to attend the General Meeting, in which case they shall grant the representation to one of them.

Each shareholder that, as provided for above, is entitled to attend the Meeting shall be provided with a personal attendance, proxy or remote voting card, as applicable, which will show the number of shares owned by them and the relevant number of votes, at the rate of one vote per share. The card will be issued by the member institutions of Management Company of the Securities Registration, Clearing and Settlement Systems (*Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de*

Valores -“IBERCLEAR”-), by the Company itself, upon verification of the share ownership, or by IBERCLEAR. The card issued will be valid for the Meeting on either call. In its absence this card may only be replaced by the corresponding legitimization certificate evidencing fulfilment of the attendance requirements or by any other means admitted by law.

## ATTENDANCE TO THE GENERAL MEETING

Shareholders can physically attend the General Meeting or attend by electronic means.

### 1. Attendance in person.

Shareholders (or their representatives) with attendance rights can physically attend the General Meeting at Casa América, Paseo de Recoletos 2, Madrid (access Calle Marqués del Duero 2).

Attendance Cards will be checked one hour before the holding of the General Meeting. Attendees may be asked to show the Attendance Card, their National Identity Document or any other official documents generally approved at the entrance of the venue where the General Meeting is held to prove the shareholders' identity or whoever duly represents them.

### 2. Attendance by electronic means.

Shareholders (or their representatives) with attendance rights can attend by electronic means to the General Meeting as follows:

#### 2.1. Attendance process.

In order to attend the General Meeting by electronic means, shareholders or their proxies must register from the date of the call notice of the General Meeting and no later than 19 June 2023 by 11:00 a.m. If the person attending by electronic means is a proxy holder acting by virtue of such proxy, the shareholder who granted the proxy must have informed the proxy holder and must also have sent the documentation concerning such proxy to the Company by 11:00 a.m. on 19 June 2023, in the manner and in accordance with the rest of the terms indicated as regarding the *Grant of proxies using means of remote communication*.

Since electronic attendance must have the appropriate safeguards in place to guarantee the authenticity and identity of the attendee, shareholders (or proxies) wishing to attend in this manner must register on the corporate website ([www.corporate.amadeus.com](http://www.corporate.amadeus.com)) and must evidence their identity using one of the following means:

- i. Electronic national identity card.
- ii. A qualified or advanced electronic signature, based on a qualified, valid electronic user certificate in force in accordance with Law 6/2020, of November 11<sup>th</sup>, regulating certain aspects of Trusted Electronic Services and issued by the Spanish Public Certification Authority (CERES), attached to the Fábrica Nacional de Moneda y Timbre.

Shareholders (or proxies) who have registered to attend the General Meeting electronically will need to log on to the corporate website ([www.corporate.amadeus.com](http://www.corporate.amadeus.com)) on the

day on which the General Meeting is held, i.e. 20 June 2023 or, as the case may be, 21 June 2023, depending on whether it is held on first or second call, respectively, between 9:45 a.m. and 10:45 a.m., and identify themselves as indicated in the application's instructions.

Once the shareholder (or its proxy) has duly registered and accessed the corporate website, it may attend, participate and vote at the General Meeting using remote communication means in real time.

Only shareholders (or their proxies) who have logged on before 10:45 a.m. on the day on which the Meeting is held will be counted as attendees for quorum purposes. Registration of attendees outside this timeframe will not be permitted. The Company reserves the right to ask the shareholders or their proxies for such additional means of identification as it may consider necessary to verify their status as shareholders or proxies and to guarantee their authenticity.

## **2.2. Speeches and proposed resolutions or requests for information.**

In accordance with the provisions of the Spanish Capital Companies Act, any speech and proposed resolutions or requests for information or clarification which, in accordance with such Act, are intended to be made by those attending by electronic means, must be sent to the Company, in writing and in all cases, in the manner and under the terms and conditions established in the computer application on the Company's website, no later than 10:00 a.m. on 20 June 2023 or, as the case may be, on 21 June 2023, depending on whether the General Meeting is held on first or second call, respectively.

If a shareholder or its proxy wishes to have its speech be recorded verbatim in the minutes of the meeting, the shareholder must expressly state such circumstance in the form made available for speeches, attaching the text of the speech.

Requests for information or clarification by shareholders or their proxies who attend electronically will be answered orally during the General Meeting or in writing within seven days after the meeting is held.

## **2.3. Voting.**

Duly registered shareholders (or their proxies) who attend electronically may cast their vote on proposals relating to items on the agenda from such time as the Chairman declares the General Meeting validly assembled, via the computer application and according to the relevant voting form and its operating rules.

With respect to proposed resolutions on matters that, by law, do not need to be included on the agenda, those attending electronically may cast their votes from such time as the proposals are read aloud for voting, using the same computer application. The procedure established in the Corporate Bylaws and the General Meeting Regulations will be followed when voting on proposed resolutions.

In any event, the process for voting electronically on all the proposals submitted to the General Meeting will end when the period for voting on the proposed resolutions con-

cluded.

## 2.4. Departure from or exiting the General Meeting.

Shareholders or proxies who have registered to attend electronically and who wish to leave the General Meeting and have their departure recorded by the notary may do so through the computer application.

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for attending the General Meeting electronically where technical or security reasons so require or stipulate. In such case, the Company will announce this circumstance in the proper manner and sufficiently in advance by such means as it may see fit, informing about any alternative mechanism that may be set up and, in any event, about the other remote communication means available to the shareholders for voting in person or by proxy. The Company will not be liable to third parties for any decisions, beyond the control of the Company, that may prevent the use of the electronic attendance application.

For the appropriate purposes, electronic attendance by the shareholder or their proxy will be equivalent to physical attendance at the General Meeting.

Notwithstanding his/her physical presence on the day of the General Meeting, the notary who has been asked to attend the General Meeting and to draw up the minutes may use remote communication means in real time that adequately ensure fulfilment of the notary's duties.

Notwithstanding the recording and public broadcasting of the General Meeting, shareholders or their representatives who attend the General Meeting remotely by electronic means can follow the General Meeting in real time through the Company's website.

## REPRESENTATION USING REMOTE COMMUNICATION MEANS PRIOR TO THE GENERAL MEETING

In accordance with the Corporate Bylaws and the General Meeting Regulations, and with what has been resolved by the Board of Directors, the right of representation must have been exercised prior to the General Meeting and must have been done in line with any of the following means of remote communication:

### - By post

Shareholders may grant proxies by post, by sending to the Company's registered office at calle Salvador de Madariaga, 1, 28027 Madrid, - Departamento de Relaciones con los Inversores (IR Department) - the attendance card issued by the entity in charge of the register of book entries, duly signed and completed by the shareholder. Legal entities that grant a proxy to another shareholder using this means must enclose a notarial certificate of the powers of attorney of the proxy holder signing the attendance card or evidence their powers of attorney by any other means admitted by law.

### - By electronic means

Natural persons may grant proxies as provided for on the Company's corporate website – [www.corporate.amadeus.com/](http://www.corporate.amadeus.com/) Información para Inversores/ Junta General de Accionistas/Servicio Elec-

trónico (Information for Investors/AGM/Electronic Service)-, following the instructions given to that effect, by using an electronic signature (User Electronic Certificate issued by Fábrica Nacional de Moneda y Timbre) or electronic National Identity card.

## - Common provisions for remote communication means

Proxies are always revocable. As a general rule, the last action performed by the shareholder prior to the holding of the Meeting shall be considered as valid. In any case, attendance at the General Meeting of the person represented shall revoke the proxy.

In order to be considered as valid, a proxy granted by post or by electronic means must be received by the IR Department, as resolved by the Company's Board of Directors, by 11:00 a.m. on 19 June 2023. Those received after this deadline shall be considered as not granted.

The documents recording proxies for the General Meeting shall contain, at least, the following details:

- a. Date of the General Meeting and the Agenda.
- b. Identity of the person represented and of the proxy holder. If not specified, the proxy shall be understood as granted in favor of the Chairman of the Board of Directors, or the CEO or the Secretary of the Board of Directors. In case of conflict of interest, the proxy shall be deemed granted to the person who does not incur in such conflict.
- c. Number of shares owned by the shareholder granting the proxy.
- d. Instructions on the direction of the vote of the shareholder granting the proxy, for each one of the items on the agenda. Notwithstanding the above, if the proxy has been validly granted in accordance with the applicable legal provisions and pursuant to the Regulations of the General Meeting, but there are no voting instructions or doubts arise concerning the recipient or scope of the proxy, it shall be understood, unless otherwise expressly indicated by the shareholder, that (i) the proxy is granted in accordance with letter b) above; (ii) it refers to all the items on the Agenda included in the call notice for the General Meeting; (iii) the shareholder wishes to vote in favor of all the proposals put forward by the Board of Directors regarding the items on the Agenda included in the call notice; and (iv) regarding resolutions on any items not on the Agenda included in the call notice, it shall be understood that authorization is given for such items to be discussed at the General Meeting, provided that this is admissible by law, and that the proxy will vote as they deem most favorable in the interest of their principal.

For the proxy to be valid, the proxy holder shall accept the proxy by attending the General Meeting, unless it expressly states its intention otherwise at the Meeting itself, in which case the proxy shall be considered as revoked.

The Chairman of the General Meeting is authorised to establish the validity of the proxies granted and the fulfilment of the requirements to attend the Meeting, and he may delegate this function to the Secretary. This without prejudice to the fact that the validity of a proxy granted by remote communication means is subject to verification of the details provided by the shareholder against the file HTITU02 provided by IBERCLEAR. In the event of discrepancy between the number of shares notified by the shareholder granting the proxy and the said file, the latter will prevail.

A proxy granted by any remote communication means may be rendered ineffective by the shareholder's express revocation, made by the same means or by the granting shareholder electronically attending the meeting.

In the event that an application for a public proxy is made in accordance with the provisions of article 186 of the Spanish Capital Companies Act, the rules contained in the Spanish Capital Companies Act and its implementing regulations shall apply. In particular, the document evidencing the proxy shall contain, in addition to the details stated in the preceding paragraphs, the instructions on the direction of the proxy holder's vote in the case that no specific instructions are given. Furthermore, the Director obtaining the proxy may not exercise the voting rights corresponding to the shares for which the proxy is granted regarding those items of the agenda in respect of which there is a conflict of interests, unless it has received precise voting instructions from the principal for each of those items, it being considered, to that effect, that instructions exist in the case indicated in paragraph d) above, in accordance with the provisions of article 526 of the Spanish Capital Companies Act.

The power of representation is understood without prejudice to the provisions of the Act for cases of family representation and the granting of general powers of attorney.

Before being appointed, the proxy must advise the shareholder in detail as to whether a conflict of interest exists, in accordance with article 523 of the Spanish Capital Companies Act. If a conflict arises subsequent to the appointment and the shareholder conferring the proxy has not been advised of its possible existence, it must be advised immediately. In both cases, if new instructions necessary for each of the matters in respect of which the proxy is to vote on behalf of the shareholder have not been received, the proxy must refrain from casting a vote.

In accordance with article 524 of the Spanish Capital Companies Act, intermediate entities that have status as shareholders, by virtue of book entries, but which act on behalf of multiple persons may, in any event, divide votes and cast them in different directions, in compliance with differing voting instructions, if they have received them. These intermediary entities may grant proxies to each of the indirect holders or the third parties designated by them, with no limitation on the number of proxies granted.

It is place on record that if the proxy is granted to the Chairman or to any member of the Board of Directors, any of them may be in conflict of interest in relation to the proposed resolutions not included on the Agenda when they refer to their revocation as Director or their accountability. Such conflict of interest may extend to the third, fifth, sixth and seventh item on the Agenda.

## REMOTE VOTING PRIOR TO THE HOLDING OF THE GENERAL MEETING

The right to vote on the proposed resolutions corresponding to the items included on the Agenda prior to the General Meeting must be exercised in accordance with any of the following means of remote communication:

- **By post**

Shareholders may cast their votes by post, by sending to the Company's registered office at calle Salvador de Madariaga, 1, 28027 Madrid, - Departamento de Relaciones con los Inversores (IR Department) - the voting card issued by the entity in charge of the register of book entries, duly signed and completed by the shareholder. Legal entities that cast their vote by this means must enclose a notarial certificate of the powers of attorney of the proxy holder signing the attendance card or evidence their powers of attorney by any other means admitted by law.

- **By electronic means**

Natural persons may cast their vote as provided for on the Company's corporate website – [www.corporate.amadeus.com/ Información para Inversores/ Junta General de Accionistas/ Servicio Electrónico](http://www.corporate.amadeus.com/Información%20para%20Inversores/Junta%20General%20de%20Accionistas/Servicio%20Electrónico) -, following the instructions given to that effect, by using an electronic signature (User Electronic Certificate issued by Fábrica Nacional de Moneda y Timbre) or electronic National Identity card.

- **Common provisions for remote communication means**

The validity of the vote cast by remote communication means is subject to verification of the details provided by the shareholder against the file HTITU02 provided by IBERCLEAR. In the event of discrepancy between the number of shares notified by the shareholder casting their vote by remote communication means and the said file, the latter will prevail.

Votes cast by remote communications means must be received by the IR Department by 11:00 a.m. on 19 June 2023. Those received after this deadline shall be considered as not cast. Proxies granted before such vote is cast will be deemed revoked and those granted after such vote is cast will be deemed as not granted.

Votes cast by any remote communication means will be rendered ineffective by the shareholder's express revocation, made by the same means, by the shareholder having cast it attending the meeting electronically, or by the disposal of the shares by the shareholder having cast their vote, when the Company is aware of this disposal at least five (5) days before the date scheduled for the General Meeting on first call.

## TECHNICAL FAILURES

The Company reserves the right to modify, suspend, cancel or restrict the electronic systems for delegation of representation or voting due to technical or security reasons.

The Company waives any responsibility for damages that may arise for the shareholder resulting from any failure in the availability and proper operation of its corporate website and of its services and content, as well as from breakdowns, overloads, line failures, connection failures or any other event of the same or a similar nature beyond the company's will, preventing the use of electronic systems for the delegation of representation or voting.

Software applications for casting votes and for the grant of proxies by electronic means shall be operational from 20 May and shall be closed at 11:00 a.m. on 19 June 2023.

## SHAREHOLDERS ELECTRONIC FORUM

In order to facilitate communication among the Company's shareholders prior to the holding of the General Meeting, from the date of publication of this call notice a Shareholders Electronic Forum is available on the Company's corporate website, [www.corporate.amadeus.com](http://www.corporate.amadeus.com), which, with the required assurances, may be accessed both by individual shareholders and by any voluntary pools of shareholders that may be established pursuant to article 539.2 of the Spanish Capital Companies Act. The access and operation rules are available on the Company's corporate website.

The Forum does not constitute a channel of communication between AMADEUS and its shareholders, but rather it is made available exclusively for the purpose of facilitating communication between Amadeus' shareholders, on the occasion of the General Meeting.

## AVAILABLE DOCUMENTATION

From the date of publication of this call notice, shareholders are entitled to examine at the registered office of AMADEUS, located in Madrid, calle Salvador de Madariaga, 1, and to obtain the delivery or remittance at no cost of a copy, the following documents:

- the stand-alone annual accounts and consolidated annual accounts for the financial year closed as of 31 December 2022 and the respective audit reports;
- the Directors' Report of the Company and its Group of companies (including non-financial information, Annual Report on Corporate Governance and Annual Report on Directors' Remuneration);
- 2022 Non-financial information statement;
- 2022 Annual Report on Directors' Remuneration (Agenda Item Three);
- Professional profile (with identity, professional profile and category) of the Directors whose appointment and/or re-election is proposed (Agenda Item Sixth);
- Proposals and explanatory report from the Board of Directors on the competence, experience and merits of the proposed Directors and, if applicable, from the Nominations and Remuneration Committee (Agenda Item Sixth);
- Call notice for the General Meeting and the proposed resolutions that the Board of Directors submits for approval to the General Meeting and, if applicable, the supplement to the call notice and the proposed resolutions submitted by the shareholders with the attached documentation, if any;
- Total number of shares and voting rights on the date of the call notice;
- Standard form or attendance card, proxy or vote;
- 2022 Global Report;
- Rules for representation and remote voting by electronic means at the General Meeting;
- Rules of the Electronic Forum for shareholders.

The information will be provided in writing, after verifying identity and shareholder status, until the day of the Meeting.

All documents and information related to the General Meeting will be available on the Company's corporate website ([www.corporate.amadeus.com](http://www.corporate.amadeus.com)) from the date of publication of this call notice until the date of the General Meeting, as per article 518 of the Spanish Capital Companies Act.

In accordance with the Good Governance Code of Listed Companies, the following documents are available on the Company's corporate website ([www.corporate.amadeus.com](http://www.corporate.amadeus.com)):

- Annual report of the Board of Directors.
- Annual report of the Audit Committee of the Board of Directors.
- Annual report of the Nominations and Remuneration Committee of the Board of Directors.
- Annual report of the Audit Committee of the Board of Directors concerning the independence of the external auditors.

## NOTARIAL INTERVENTION

In accordance with article 203 of the Spanish Capital Companies Act, the Board of Directors has resolved to request the presence of a Notary to issue official minutes of the meeting.

## DATA PROTECTION

Personal data forwarded by shareholders to the Company for the exercise of their rights of attendance, proxy and vote, participation in the Shareholders Electronic Forum or to comply with any legal obligation arising from the notification and holding of the General Meeting or those that are provided by the banking institutions and Securities Dealer and Broker Firms where the said shareholders have their shares in custody or by IBERCLEAR shall be processed (and incorporated into a filing system controlled by the Company) in order to manage the development, fulfilment and control of the shareholding relationship.

Please note that all or part of the General Meeting may be recorded and may be made available to the public on the Company's corporate website ([www.corporate.amadeus.com](http://www.corporate.amadeus.com)). By entering the venue where the General Meeting is held, attendees give their consent to the capture and reproduction of their images and to the processing of their personal data using such means.

Shareholders may exercise their rights of access, rectification, cancellation and objection, in accordance with the legislation in force, by written notice sent to the Company's registered office, calle Salvador de Madariaga, 1, 28027 Madrid, - Secretaría del Consejo (Secretariat of the Board)-.

The shareholder must inform their representative of the contents of the preceding paragraphs, guaranteeing that they give their consent. As such, they must also comply with any other applicable requirements for the correct transfer of personal data to the Company, without the Company having to carry out any further action in terms of information or consent.

## RULES FOR THE HOLDING OF THE MEETING

Considering the nature of the proposals subject to discussion and resolution by the General Meeting, please note that, on first call, the presence will be required, in person or by proxy, of shareholders

owning at least 25% of the subscribed voting capital, and on second call, there shall be a valid quorum however much capital is present or represented by a proxy.

Shareholders are hereby notified that the General Meeting is expected to take place on **SECOND CALL**, on 21 June 2023, at 11:00 a.m., **with physical attendance and with the simultaneous attendance by electronic means**, at Casa de América, Paseo de Recoletos 2, Madrid (access by Calle Marqués del Duero 2).

In Madrid, on 27 April 2023

The Secretary of the Board of Directors  
Jacinto Esclapés Díaz

## PROPOSAL OF THE RESOLUTIONS TO BE SUBMITTED TO THE ORDINARY GENERAL SHAREHOLDERS MEETING OF 20 JUNE 2023 OR 21 JUNE 2023, ON FIRST AND SECOND CALL, RESPECTIVELY, FOR APPROVAL, AS SET OUT IN THE AGENDA

1. Examination and approval, if applicable, of the Annual Accounts – balance sheet, profit and loss account, statement of changes in equity in the period, cash flow statement and annual report – and Directors’ Report of the Company, consolidated Annual Accounts and consolidated Directors’ Report of its Group of companies, for the financial year ended 31 December 2022.

Approval of (i) the Company’s annual individual accounts (balance sheet, income statement, statement of changes in equity, cash flow statement and annual report) (ii) the Company’s annual consolidated accounts (consolidated balance sheet, consolidated income statement, consolidated cash flow statements, changes in consolidated equity, revenues and expenses recognized in equity, and the annual report) (iii) the Directors Report of the Company and of its consolidated group of companies, all of them related to the financial year closed as of 31 December 2022, as issued by the Company’s Board of Directors in its meeting held on 23 February 2023.

2. Examination and approval, if applicable, of the non-financial information statement related to the financial year ended 31 December 2022, which forms part of the consolidated Directors’ Report.

Approval of the consolidated non-financial information report related to the financial year ended as of 31 December 2022, which forms part of the consolidated Directors’ report, as per Act 11/2018, of December 28, by which the Commercial Code, the Spanish Capital Companies Act and the Audit Law, in relation to non-financial information and diversity, are amended.

3. Annual Report on Directors’ Remuneration (2022), for an advisory vote, pursuant to article 541.4 of the Spanish Capital Companies Act, which form part of the stand-alone and consolidated Directors’ Report.

It is proposed to the General Shareholders Meeting to cast an advisory vote, in accordance with article 541.4 of the Spanish Capital Companies Act, on the Annual Report on Director’s Remuneration which has been at the disposal of the shareholders as part of the documentation of this General Meeting, which is also available in the corporate website of the Company, [www.corporate.amadeus.com](http://www.corporate.amadeus.com) and which is included in the stand-alone and consolidated Directors’ Report.

4. Approval, if applicable, of the proposal on the appropriation of 2022 results and other Company reserves.

Approval of the allocation of the Company’s results corresponding to the financial year ended as of 31 December 2022, as per the proposal approved by the Board of Directors in the meeting held on 23 February 2023.

As a result of the foregoing, the profits obtained by the Company for the year ended as of 31 December 2022, amounting to 380,927,172.28 euros, are distributed as follows:

- the distribution of a final gross dividend of 0.74 euros per share.
- “Retained earnings”.
- “Legal reserve”.

Based on the above, the proposed appropriation of results and other reserves is as follows:

	Euros
<b>Amount for appropriation:</b>	
Net profit for the year	380,927,172.28
	380,927,172.28
<b>Appropriation to:</b>	
Legal reserve	5,834.51
Retained earnings	47,551,926.07
Dividends	333,369,411.70
	380,927,172.28

The proposed appropriation of other reserves has the purpose of reclassifying special reserves and other reserves to compensate the prior years losses registered in retained earnings, as follows:

	Euros
<b>Amount for appropriation:</b>	
Special reserves	138,986,192.08
Other reserves	328,370,571.65
	467,356,763.73
<b>Appropriation to:</b>	
Retained earnings	467,356,763.73
	467,356,763.73

The payment of the dividend will be effective on 13 July 2023 through the member entities of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.*, (IBERCLEAR), with Banco Bilbao Vizcaya Argentaria acting as paying agent.

5. Examination and approval, if applicable, of the management carried out by the Board of Directors for the year ended 31 December 2022.

To approve the management carried out by the Board of Directors of the Company during the financial year ended as of 31 December 2022.

6. Appointment and re-election of Directors. The following proposals will be subject to separate votes:

In accordance with article 35 of the Bylaws:

- 6.1. Appointment of Mr. Frits Dirk van Paasschen, as independent Director, for a term of three years.

To appoint, with the positive endorsement of the Board of Directors and upon a proposal from the Nominations and Remuneration Committee, as independent Director for a three

years-term, with effect from 24 June 2023, Mr. Frits Dirk van Paasschen, whose personal data will be included in the main body of the Minutes of the Shareholders' Meeting.

6.2. [Re-election of Mr. William Connelly, as independent Director, for a term of one year.](#)

To re-elect, with the positive endorsement of the Board of Directors and upon a proposal from the Nominations and Remuneration Committee, as independent Director for an additional one-year term, Mr. William Connelly, whose personal data is recorded in the Commercial Registry.

6.3. [Re-election of Mr. Luis Maroto Camino, as executive Director, for a term of one year.](#)

To re-elect, with the positive endorsement of the Nominations and Remuneration Committee and upon a proposal from the Board of Directors, as executive Director for an additional one-year term, Mr. Luis Maroto Camino, whose personal data is recorded in the Commercial Registry.

6.4. [Re-election of Ms. Pilar García Ceballos-Zúñiga, as independent Director, for a term of one year.](#)

To re-elect, with the positive endorsement of the Board of Directors and upon a proposal from the Nominations and Remuneration Committee, as independent Director for an additional one-year term, Ms. Pilar García Ceballos-Zúñiga, whose personal data is recorded in the Commercial Registry.

6.5. [Re-election of Mr. Stephan Gemkow, as independent Director, for a term of one year.](#)

To re-elect, with the positive endorsement of the Board of Directors and upon a proposal from the Nominations and Remuneration Committee, as independent Director for an additional one-year term, Mr. Stephan Gemkow, whose personal data is recorded in the Commercial Registry.

6.6. [Re-election of Mr. Peter Kuerpick, as independent Director, for a term of one year.](#)

To re-elect, with the positive endorsement of the Board of Directors and upon a proposal from the Nominations and Remuneration Committee, as independent Director for an additional one-year term, Mr. Peter Kuerpick, whose personal data is recorded in the Commercial Registry.

6.7. [Re-election of Mrs. Xiaoqun Clever, as independent Director, for a term of one year.](#)

To re-elect, with the positive endorsement of the Nominations and Remuneration Committee and upon a proposal from the Board of Directors, as independent Director, for an additional one-year term, Mrs. Xiaoqun Clever, whose personal data is recorded in the Commercial Registry.

7. Approval of the remuneration of the members of the Board of Directors, in their capacity as such, for financial year 2023.

In accordance with article 36 of the Bylaws, to establish the remuneration of the Board of Directors in consideration of its own functions for the financial year ending on 31 December 2023, as fixed allowance for belonging to the Board of Directors and to its Committees and variable remuneration in kind, at the maximum aggregate amount of ONE MILLION FIVE HUNDRED AND SIXTY-SIX THOUSAND EUROS (€1,566,000).

The Board of Directors itself will determine the amount that will be allocated to each one of its members on the terms provided for in the said article of the Bylaws, as well as the periodicity of the interim payments to be made throughout the financial year.

8. Delegation of powers to the Board of Directors, with power of substitution, for the fullest formalization, interpretation, remedy and implementation of the resolutions adopted by the General Meeting.

Without prejudice to the powers given by the Law and by the Bylaws of the Company, it is agreed to delegate, as broadly as in law is required, to any Director, or to the Secretary and the Vice Secretary, acting individually, the implementation of each and every one of the resolutions adopted at this General Shareholders Meeting, with powers to interpret, remedy and complete them for their conversion to public deed, as well as, if applicable, to achieve their filing with the Commercial Registry, with the power to substitute the said delegation as they may consider fit in favour of any other Director or member of the Company's Management.

The Board of Directors' Secretary and Vice Secretary are empowered to carry out, acting individually or jointly, the deposit of the accounts of the Company and of its consolidated group for the financial year closed on 31 December 2022 (in accordance with article 279 of the Spanish Capital Companies Act), expressly empowering them to sign and execute any type of document, with authority to remedy, until the effective filing of the accounts with the Commercial Registry.

The Board of Directors' Secretary and Vice Secretary are also empowered to carry out, acting individually or jointly, all necessary communications, notifications and relevant procedures before the Spanish Stock Exchange Commission (*Comisión Nacional del Mercado de Valores*) in compliance with the current legislation, the *Sociedades Rectoras* of the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges as well as any other entities or organizations required for the implementation of the resolutions of this General Meeting.

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