

Proposed resolution regarding the first item on the agenda:

Share capital increase through cash contributions, with recognition of pre-emptive subscription rights, for a total par value amount of up to seven hundred and thirty-two thousand five hundred and eighty-two euros and thirty cents (€732,582.30), with express provision for incomplete subscription and through the issue of up to two million four hundred and forty-one thousand nine hundred and forty-one (2,441,941) new shares of the same class and series as the existing ones. Delegation to the members of the board of directors to determine the terms of the share capital increase in respect of any matters not provided for in this resolution, pursuant to the provisions of Article 297.1(a) of the Spanish Companies Act, as well as to amend Article 6 of the bylaws.

It is resolved to increase the share capital by an amount of up to seven hundred and thirty-two thousand five hundred and eighty-two euros and thirty cents (€732,582.30), through the issue and placement of up to two million four hundred and forty-one thousand nine hundred and forty-one (2,441,941) new ordinary shares with a par value of thirty cents (€0.30) each, of the same class and series as those currently in circulation, represented by registered certificates, in accordance with the following.

The new shares, all of the same class and with the same par value as those currently in circulation, shall be issued at their par value of thirty cents (€0.30) plus the share premium per share of 99,267,417.70/2,441,941.

Consequently, the total amount to be paid up in respect of share capital and share premium amounts to one hundred million euros (€100,000,000), broken down as follows: (i) seven hundred and thirty-two thousand five hundred and eighty-two euros and thirty cents (€732,582.30) corresponding to share capital; and (ii) ninety-nine million two hundred and sixty-seven thousand four hundred and seventeen euros and seventy cents (€99,267,417.70) corresponding to the share premium.

1. Maximum time limit for execution

The chairman of the board of directors and the secretary non-director shall, individually and jointly and severally, determine the date on which the resolution is to be executed within a maximum period of one (1) year from the date of this resolution; should this period elapse without the resolution having been implemented, it shall become null and void.

2. Recipients of the capital increase

The share capital increase is addressed to all shareholders of the Company, without prejudice to the possibility of offering those shares not subscribed by holders of pre-emptive subscription rights to third-party investors or to shareholders in accordance with standard practice in the execution of capital increases.

3. Subscription to the new shares

3.1. Pre-emptive subscription period

In accordance with the provisions of Article 304 of the Spanish Companies Act, shareholders shall be entitled to subscribe for a number of shares proportional to the par value of the shares they hold.

In accordance with the provisions of Article 305, the pre-emptive subscription period shall last for a minimum of one month, starting on the day following the dispatch of the individual written notice to each shareholder (the "**Pre-emptive Subscription Period**").

3.2. Subscription periods and subscription offer

The subscription to the issue will take place in the following two (2) phases: (i) a first phase, during which the Company's shareholders may exercise their pre-emptive subscription rights in order to subscribe for new shares, and (ii) a second phase in which the members of the board of directors, individually and jointly and severally, may, at their discretion, allocate the shares not subscribed for in the first phase to third-party investors or other shareholders who are interested in subscribing for shares in the Company.

For information purposes, the first phase is scheduled to start on 2 November 2026 and end on 2 December 2026. Once the first phase has ended, the second phase will start on 4 December 2026 and is expected to end on 31 March 2027.

4. Payment for the new shares

Payment for the new shares, including their par value and the corresponding share premium, shall be made in full by way of cash contributions at the time of subscription.

For the purposes of Article 299 of the Spanish Companies Act, it is hereby stated that the Company's previously issued shares are fully paid up.

5. Representation of the new shares

The newly issued shares shall be represented by registered certificates.

6. Rights attached to the new shares

The new shares shall be ordinary shares, shall belong to the same class as the Company's other shares, and shall confer the same rights and obligations as those shares from the date on which the share capital increase is declared subscribed and paid up.

7. Incomplete subscription

If the capital increase has not been fully subscribed by the end of the subscription period, the share capital shall be increased by the amount of the subscriptions made, and the capital increase shall be deemed void in respect of the remainder.

8. Amendment to Article 6 of the Bylaws

The chairman of the board of directors and the secretary non-director are hereby expressly authorised, individually and jointly and severally, to amend the wording of Article 6 of the Bylaws relating to share capital to reflect the final outcome of the share capital increase, once the share capital increase has been completed, in accordance with the provisions of Article 297(2) of the Spanish Companies Act.

9. Delegation of powers

To delegate to the chairman of the board of directors and the secretary non-director the necessary powers so that either of them, individually and jointly and severally, in accordance with the provisions of Article 297.1.a) of the Spanish Companies Act, may set the date on which the resolution adopted to increase the share capital is to take effect, within a maximum period of one year from the date of its adoption, and, to the extent necessary, to amend Article 6 of the Bylaws as appropriate with regard to the new amount of share capital and the number of shares into which it is divided.

Furthermore, to delegate to the chairman of the board of directors and to the secretary non-director so that either of them, individually and jointly and severally, may determine the terms of the share capital increase in respect of any matters not provided for in the preceding paragraphs. In particular, and without the following list being exhaustive or implying any limitation or restriction whatsoever, the necessary powers are delegated:

- (a) To set the terms of the capital increase in all matters not determined by the General Meeting, specifying, amongst other things, and by way of example only and in no way limited to these, the timing and manner of its execution, the final amount of the increase within the maximum limit provided for and the amount actually subscribed, the beneficiaries of the successive subscription periods, the date or period for subscription and payment or issue, and, in general, any other circumstances necessary for the implementation of the capital increase and the issue of shares in consideration of the cash contributions.
- (b) To execute the Company's capital increase, establishing, for this purpose, the date on which the resolution is to be implemented and carrying out all necessary or appropriate actions to ensure its successful implementation.
- (c) To declare the share capital increase to have been executed and completed once the new shares have been subscribed to and paid up, determining, in the event of incomplete subscription to the capital increase, the final amount of the capital increase and the number of shares subscribed to.
- (d) To amend the wording of Article 6 of the bylaws as a result of the capital increase, in accordance with the provisions of Article 297(2) of the Spanish Companies Act.

- (e) To appear before a notary of their choice and have this resolution drawn up as a public deed, as well as to carry out all necessary or appropriate actions to implement, formalise and register the capital increase and the corresponding amendment to the bylaws with any public or private bodies or organisations, whether Spanish or foreign, and, in particular, with the Commercial Register, including the formalisation of the resolution in a public deed, and those relating to the clarification, supplementation or rectification of any defects or omissions which might prevent or hinder the full effectiveness of the resolution and its registration with the Commercial Register.
- (f) To carry out any action, declaration or procedure before any other body, entity or public or private register, whether Spanish or foreign, for the subsequent implementation of the capital increase.
- (g) To negotiate, sign and execute as many public and private documents as may be necessary or appropriate in relation to the capital increase, in accordance with standard practice for this type of transaction, including, in particular, those deemed appropriate to best serve the purpose of the capital increase, agreeing upon such terms and conditions as it deems appropriate.
- (h) To draft and publish as many notices as may be necessary or appropriate in connection with the capital increase and the issue of the new shares.
- (i) To draft, sign, execute and, where applicable, certify any type of document relating to the issue of the new shares.
- (j) To carry out all actions that must or should be undertaken by the Company in accordance with the terms and conditions of the capital increase.
- (k) In general, to carry out whatever actions are necessary or appropriate to ensure the successful completion of the capital increase.

Proposed resolution regarding the second item on the agenda:

Delegation of powers.

To authorise all members of the Company's board of directors, including the secretary non-director, so that any one of them, without distinction, acting in the name and on behalf of the Company, may carry out whatever steps are necessary for the implementation of the foregoing resolutions and, in particular, to appear before a notary for the purpose of having the foregoing resolutions recorded in a notarial deed, and may even (i) clarify or rectify any of the points included in these minutes; (ii) execute any rectification, supplementary or clarifying deeds that may be necessary until the aforementioned resolutions are registered in the Commercial Register; or (iii) request, where appropriate, the partial registration of the adopted resolutions from the Commercial Registrar, should the Registrar refuse to register them in full.