

**ALANTRA PARTNERS, S.A.**  
**ORDINARY GENERAL SHAREHOLDERS MEETING**  
**OF APRIL 25, 2024**

**1. QUORUM OF CONSTITUTION**

|              | <b>Nº of Shareholders</b> | <b>Nº of shares</b> | <b>% share capital</b> |
|--------------|---------------------------|---------------------|------------------------|
| Present      | 21                        | 11,651,978          | 30.1619%               |
| Represented  | 48                        | 15,380,691          | 39.814%                |
| <b>Total</b> | <b>69</b>                 | <b>27,032,669</b>   | <b>69.9759%</b>        |

**2. VOTING OF THE PROPOSED RESOLUTIONS<sup>1</sup>**

|     | <b>In favour</b> |               | <b>Against</b> |               | <b>Abstention</b> |               | <b>Total</b> |                       |                 | <b>Treasury shares</b> |                       |                 |
|-----|------------------|---------------|----------------|---------------|-------------------|---------------|--------------|-----------------------|-----------------|------------------------|-----------------------|-----------------|
|     | Votes            | % valid votes | Votes          | % valid votes | Votes             | % valid votes | Issued votes | % Quorum <sup>2</sup> | % share capital | Votes                  | % <sup>3</sup> Quorum | % share capital |
| 1   | 26,634,742       | 100%          | 0              | 0             | 0                 | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927                | 1.47%                 | 1.03%           |
| 2   | 26,634,742       | 100%          | 0              | 0             | 0                 | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927                | 1.47%                 | 1.03%           |
| 3   | 26,633,430       | 99.9950%      | 947            | 0.0036%       | 365               | 0.0014%       | 26,634,742   | 100%                  | 68.95%          | 397,927                | 1.47%                 | 1.03%           |
| 4.1 | 26,634,742       | 100%          | 0              | 0             | 0                 | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927                | 1.47%                 | 1.03%           |

<sup>1</sup> Each share gives the right to one vote.

<sup>2</sup> The right to vote incorporated in treasury shares is suspended. The own shares are computed in the capital for the purpose of calculating the quotas necessary for the constitution and adoption of resolutions at the meeting.

<sup>3</sup> The right to vote incorporated in treasury shares is suspended. The own shares are computed in the capital for the purpose of calculating the quotas necessary for the constitution and adoption of resolutions at the meeting.

|     | In favour  |               | Against |               | Abstention |               | Total        |                       |                 | Treasury shares |                       |                 |
|-----|------------|---------------|---------|---------------|------------|---------------|--------------|-----------------------|-----------------|-----------------|-----------------------|-----------------|
|     | Votes      | % valid votes | Votes   | % valid votes | Votes      | % valid votes | Issued votes | % Quorum <sup>4</sup> | % share capital | Votes           | % <sup>5</sup> Quorum | % share capital |
| 4.2 | 26,634,742 | 100%          | 0       | 0             | 0          | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |
| 4.3 | 26,632,853 | 99.9929%      | 577     | 0.0022%       | 1,312      | 0.0049%       | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |
| 5   | 26,633,795 | 99.9964%      | 0       | 0             | 947        | 0.0036%       | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |
| 6   | 26,633,795 | 99.9964%      | 947     | 0.0036%       | 0          | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |
| 7   | 26,634,742 | 100%          | 0       | 0             | 0          | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |
| 8   | 26,634,742 | 100%          | 0       | 0             | 0          | 0             | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |
| 9   | 26,629,852 | 99.9816%      | 3,943   | 0.0148%       | 947        | 0.0036%       | 26,634,742   | 100%                  | 68.95%          | 397,927         | 1.47%                 | 1.03%           |

<sup>4</sup> The right to vote incorporated in treasury shares is suspended. The own shares are computed in the capital for the purpose of calculating the quotas necessary for the constitution and adoption of resolutions at the meeting.

<sup>5</sup> The right to vote incorporated in treasury shares is suspended. The own shares are computed in the capital for the purpose of calculating the quotas necessary for the constitution and adoption of resolutions at the meeting.

### 3. APPROVED RESOLUTIONS

**FIRST.-** Review and approval of the individual annual accounts of the Company (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Statement of Cash Flows and Notes) and of the consolidated annual accounts of the Company and its Group of companies (Consolidated Statement of Financial Position, Consolidated Profit and Loss Account, Consolidated Statement of Recognised Income and Expense, Consolidated Statement of Total Changes in Equity, Consolidated Statement of Cash Flows and Notes to the Consolidated Annual Accounts), as well as both the Company' individual Management Report and the Group's consolidated Management Report, including Non-Financial Information Report, for the financial year ended 31 December 2023

To approve the individual annual accounts of the Company (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Statement of Cash Flows and Notes) and of the consolidated annual accounts of the Company and its Group of companies (Consolidated Statement of Financial Position, Consolidated Profit and Loss Account, Consolidated Statement of Recognised Income and Expense, Consolidated Statement of Total Changes in Equity, Consolidated Statement of Cash Flows and Notes to the Consolidated Annual Accounts), as well as both the Company' individual Management Report and the Group's consolidated Management Report, including Non-Financial Information Report, for the financial year ended 31 December 2023, and which have been formulated by the Board of Directors at its meeting held on 20 March 2024.

**SECOND.-** Allocation of the Company's profit for the year ended 31 December 2022.

Having during year 2023 an individual positive result in an amount of Euro 24.969.739,07, in accordance with the proposal made by the Board of Directors at the meeting held on 20 March 2024 and in compliance with the provisions of Article 273.1 of the Spanish Companies Act, it is hereby approved the allocation of the Company's profit according to the following:

- (i) an amount of EURO 3.058.678,16 will be used to pay a dividend out of the profit for the year 2023, at the rate of 0,08 euros gross for each of the shares entitled to receive it on the date of the preparation of the financial statements, from which amount the withholding tax, if any, applicable will be deducted; and
- (ii) an amount of EURO 21.911.060,91 will be allocated to the Company's voluntary reserves.

The proposed dividend shall become effective on May 10, 2024.

Since the Company's shares are issued in book-entry form, the interim dividend will be paid through the entities participants of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear)*, using the means that Iberclear makes available to participating entities. BNP Paribas Securities Services, Sucursal en España, shall act as paying agent.

**THIRD.- Review and, where appropriate, approval of the management and performance of the Board of Directors during the financial year ended 31 December 2023**

The Annual General Meeting agrees to approve the Board of Directors' management during the financial year ended 31 December 2023.

**FOURTH.- Review and, where appropriate, approval of the amendment of the following articles of the Company's By-laws:**

**4.1. Amendment of article 14 (Composition and Term of Office)**

To Approve the amendment of article 14 (Composition and Term of Office) of the Company's By-laws, in accordance with the terms of the proposal included in the directors' report prepared for such purpose and made available to the shareholders since the call of this Annual General Meeting of Shareholders, in order to reduce the term of office of the directors from four to three years, so that, henceforth, said article shall have the following wording:

***"Article 14. Composition and Term of Office***

*The Board of Directors shall be composed of a minimum of five and a maximum of twelve Directors, who shall be appointed by the General Meeting of Shareholders. It shall not be necessary to be a shareholder of the Company to be a Director. Directors shall hold office for a term of ~~three~~ four years, and may be re-elected once or several times for periods of the same duration, notwithstanding the sovereign power of the General Meeting to resolve to remove several or all of them at any time."*

**4.2. Introduction of a Transitional Provision**

To approve the introduction of a Transitional Provision in the Company's By-laws in order to ensure an orderly transition to the new term of office of the directors, by maintaining the four-year term of office of the directors in effect as of the date hereof. This Transitional Provision shall be worded as follows:

***"Transitional provision.***

*In relation to Article 14 of these By-laws, the terms of office of Directors in force prior to 25 April 2024 (the date of the General Meeting approving the relevant amendment to the By-laws) shall remain of four years, so that the new three year term of office shall be applicable in respect of appointments and re-elections approved on and following such date."*

**4.3. Amendment of article 20 (Remuneration of Directors)**

To approve the amendment of article 20 (Remuneration of Directors) of the Company's By-laws, under the terms of the proposal included in the Directors' report prepared for such purpose and made available to the shareholders since the call of this General Meeting, in order to eliminate the requirement that the remuneration in shares of the Company in favor of senior management personnel of the Alantra Group, who are not members of the Board of Directors, must be submitted to the approval of the General Shareholders' Meeting.

Consequently, said article 20 shall read as follows:

***"Article 20. Remuneration of Directors***

*The system of remuneration of the Directors in their capacity as such shall consist of a fixed allowance payable quarterly and attendance fees for each meeting of the Board of Directors or its Committees.*

*The remuneration of each Director in his capacity as such shall be determined by the Board of Directors, which shall take into account his duties and responsibilities, membership of Board Committees and such other objective circumstances as it deems relevant.*

*The maximum amount of annual remuneration for all directors in their capacity as such shall be approved by the General Meeting in the remuneration policy and shall remain in force until such time as a change is approved.*

*The remuneration of Directors who have been attributed executive functions for the performance thereof, including compensation for early termination or termination of the contractual relationship, exclusivity agreements, post-contractual non-competition, permanence, loyalty and any amounts to be paid by the company for insurance premiums or contributions to savings systems, must be in accordance with the remuneration policy approved by the General Meeting and shall be included, with details of all items, in the contract to be signed by each of the executive Directors with the Company. This contract must be previously approved by the Board of Directors with the favourable vote of two thirds of its members and with the abstention of the director concerned, and must be in accordance with the remuneration policy approved, if appropriate, by the General Meeting.*

*It is expressly authorised that the remuneration of the Directors, ~~as well as that of the management personnel of both the Company and the companies in its group~~, may consist of the delivery of shares in the Company or of options on the same or be indexed to the value of said shares, if so decided by the General Meeting, determining the maximum number of shares that may be assigned in each year, the price or system for calculating the exercise price of the options or the value of the shares that, where appropriate, is taken as a reference and the term of duration of the plan. The General Meeting may delegate to the Board of Directors the determination of any other aspects of this type of remuneration.*

*The Board of Directors shall submit to the General Meeting the remuneration policy and the annual report on directors' remuneration under the terms and conditions provided for by law from time to time."*

**FIFTH.- Review and, where appropriate, approval of the reappointment of the auditors for the Company.**

It is agreed to reappoint as auditor of Alantra Partners, S.A. and its consolidated group of companies for a period of one year, that is, for the year 2024, the audit firm Deloitte, S.L., domiciled in Madrid, Plaza Pablo Ruiz Picasso, 1, registered in the Commercial Registry of Madrid in volume 13,650, folio 188, section 8, page M-54414, registered in the ROAC under number S-0692 and provided with CIF number B-79104469.

This agreement is adopted according to the proposal of the Board of Directors and, in turn, on the proposal of the Audit and Risk Control Committee.

Deloitte, S.L. will accept its reappointment by any means valid in law.

**SIXTH.- Review and, where appropriate, appointment of Ms. Berta de Pablos Álvarez as independent director.**

It is resolved, at the proposal of the Board of Directors, following a report from the Company's Appointments and Remuneration Committee, the appointment as independent director of the Company of Ms. Berta de Pablos Álvarez for the statutory period of three years. The appointment of Ms. de Pablos fills the vacancy created by the resolution of the General Meeting held on April 27, 2023 increase the number of members of the Management Board from nine to ten.

Ms. Berta de Pablos Álvarez will accept her appointment by any legally valid means.

**SEVENTH.- Authorization for the reduction of the calling period for the Extraordinary General Meetings of the Company, according to article 515 of the Spanish Companies Act.**

In accordance with the provisions of Article 515 of the Spanish Companies Act the Annual General Meeting agrees to authorise and approve that extraordinary general meetings may be called by no less than 15-days prior notice, provided the Company offers all shareholders the effective possibility of voting by any electronic means available to all shareholders.

This authorisation is granted until the date of convention of the Company's next annual general meeting.

**EIGHTH.- Delegation of powers for the notarisaton and registration of the resolutions approved by the Annual General Meeting and for the mandatory registration of annual accounts.**

The Annual General Meeting approves to grant joint and several powers as comprehensive as legally required to the Chairman of the Board, Mr. Santiago Eguidazu Mayor, and to the Secretary to the Board, Mr. Francisco Albella Amigo, to supplement; to perform and develop, including, where appropriate, the technical modification thereof; to correct any omissions or errors, and to construe the foregoing resolutions. To this end the above mentioned individuals shall be granted joint and several powers to execute any necessary public deeds notarising the foregoing resolutions; and to this end, they shall be granted the amplest powers to take any required actions associated with the resolutions approved by this Annual General Meeting and to execute any documents required to obtain registration of the foregoing resolutions with the Business Register, and in particular:

- a) To correct, to clarify, to specify or to supplement the resolutions approved by this Annual General Meeting or any public deeds and documents executed for the implementation thereof, specifically, any omissions, defects or errors, substantive or formal, that might prevent the access of these resolutions and the consequences thereof to the Business Register, the Property Register, the Intellectual Property Register or any other registries, and, in particular, the mandatory filing of annual accounts with the Business Register.
- b) To make any announcements, actions or legal transactions, and to enter into any agreements or transactions, that might be necessary or expedient for the adoption and implementation of any required resolutions to comply with the existing regulations for the implementation of the resolutions approved by the Annual General Meeting, including, in particular but not limited to, the authority to appear before a Public Notary for the execution or formalisation of any public or private documents deemed necessary or expedient for the fullest effectiveness of these resolutions.
- c) To delegate, jointly or joint and severally, all or part of the powers expressly granted by this Annual General Meeting as they might deem fit.

- d) And, ultimately, to determine any other required circumstances, thereto fulfilling any required formalities and complying with any necessary legal requirements for the fullest implementation of the Annual General Meeting resolutions.

**ITEM SUBMITTED FOR ADVISORY VOTE**

**NINTH.- Advisory vote of the Annual Directors' Remuneration Report of fiscal year 2023.**

In compliance with the provisions of Article 541 of the Spanish Companies Act, the Board of Directors has prepared an annual report on the remuneration of Directors that has been available to all shareholders as from the date of the Shareholder's Annual General Meeting notice; upon the favourable report of the Appointments and Remuneration Committee the Board hereby submits the above mentioned report to the advisory vote of the Annual General Meeting as a separate item in the Agenda.

Accordingly, the Annual General Meeting agrees to approve, in an advisory capacity, the Annual Report of the Remuneration of Directors relating to the financial year 2023.

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