



ALANTRA PARTNERS, S.A.

NOTICE OF ORDINARY GENERAL MEETING

The Board of Directors of Alantra Partners, S.A. ("**Alantra**" or the "**Company**") calls the shareholders the Ordinary General Shareholders' Meeting of the Company, to be held at the registered office of the Company, located in **Madrid, at calle José Ortega y Gasset number 29, floor -1, on 29 April 2025, at 1:00 pm**, on first call, and on the following day, 30 April 2025, at the same place and at the same time on second call, being foreseeable that it will be held on first call.

The General Meeting of Shareholders is held for the purpose of deliberating and resolving on the matters included in the following:

AGENDA

1. Approval of the annual accounts and management reports of Alantra Partners, S.A. and its consolidated Group for the year ended 31 December 2024.
2. Approval of the statement of non-financial information (sustainability report) of Alantra Partners, S.A. and its consolidated group for the year ended 31 December 2024.
3. Allocation of the Company's profit for the year ended 31 December 2024.
4. Approval of the management and performance of the Board of Directors during the financial year ended 31 December 2024.
5. Ratification, re-election and appointment of members of the Board of Directors of the Company:
 - 5.1. Re-election of Mr Santiago Eguidazu Mayor as executive director.
 - 5.2. Ratification of the appointment by co-optation of Mr. Iñigo de Cáceres Cabrero and his re-election as executive director.
 - 5.3. Re-election of Mr José Antonio Abad Zorrilla as proprietary director.
 - 5.4. Re-election of Mr Jorge Mataix Entero as proprietary director.
 - 5.5. Re-election of Mr. Luis Carlos Croissier Batista as independent director.
 - 5.6. Re-election of Ms. María Garaña Corces as independent director.
 - 5.7. Appointment of Mr Jorge Eguidazu Ramírez as proprietary director.
6. Re-election of the Company's auditor for the audit of the financial year 2025.
7. Approval of the Directors' Remuneration Policy for the financial years 2025 to 2027.
8. Approval of a stock option plan of the Company.
9. Authorisation to reduce the period for convening Extraordinary General Meetings, in accordance with the provisions of article 515 of the Spanish Companies Act.



10. Delegation of powers to formalise and register the resolutions adopted by the General Meeting and to carry out the mandatory filing of accounts.

ADVISORY ITEM

11. Advisory vote on the Annual Report on Directors' Remuneration of the Company for the financial year 2024.

INFORMATION ITEM

12. Information on the amendments to the Regulations of the Board of Directors of the Company carried out during the financial year 2024.

COMPLEMENT TO THE CALL FOR PROPOSALS

AND SUBMISSION OF PROPOSALS FOR AGREEMENTS

Pursuant to the provisions of article 519 of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Spanish Companies Act, shareholders representing at least three per cent of the share capital of the Company may request the publication of a supplement to this call to meeting, including one or more items on the agenda, and submit reasoned proposals for resolutions on matters already included or to be included on the agenda, provided that the new items are accompanied by a justification or, as the case may be, a justification for the new items or, as the case may be, a justification for the new items, including one or more items on the agenda, and to submit reasoned proposals for resolutions on matters already included or to be included on the agenda, provided that the new items are accompanied by a justification or, as the case may be, a supporting proposal for a resolution. The exercise of this right must be effected by means of reliable notification, which must be received at the registered office within five days of the publication of this notice of meeting or of the supplement to the notice of meeting, as the case may be. The notice shall state the name or company name of the shareholder or shareholders submitting the proposal, and shall be accompanied by the appropriate documentation (copy of the attendance, proxy and remote voting card - the "**Attendance Card**" - or certificate of entitlement) accrediting their status as shareholder, in order to check this information against that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. ("Iberclear"), as well as the content of the proposal or proposals made by the shareholder.

SPECIAL INFORMATION INSTRUMENTS

Pursuant to article 539.2 of the Spanish Companies Act, and in the terms referred to therein, an Electronic Shareholders' Forum shall be set up on the Company's website (hereinafter, the "**Forum**"), which may be accessed with due guarantees by both individual shareholders and any voluntary associations of shareholders that may be set up under the terms provided by law, in order to facilitate their communication prior to the holding of the General Shareholders' Meeting.

Proposals to be submitted, requests for adherence to such proposals, initiatives to reach a sufficient percentage to exercise a minority right provided for in the Act, as well as offers or requests for voluntary representation may be published in the Forum.



RIGHT TO ATTENDANCE

Shareholders registered, at least five days prior to the date set for the Ordinary General Shareholders' Meeting, as such in the respective registries of any of the participating entities in Iberclear shall be entitled to attend the Ordinary General Shareholders' Meeting. The above mentioned participating entities will provide the relevant Attendance Cards that, in accordance with the legally provided terms and with the provisions of the General Meeting Regulations, will act as evidence of shareholding against the Company.

In order to exercise the right to attend, shareholders should provide themselves with the corresponding Attendance Card issued for this purpose by the entities responsible for the accounting register. Shareholders with the right to attend may be represented by another person, even if they are not a shareholder. Representation should be granted specially for the Ordinary General Shareholders' Meeting that is the subject of this call, in writing or by means of remote communication in accordance with the following provisions.

For the purpose of accrediting the identity of the shareholders, or of anyone validly representing them, at the entrance to the premises where the General Shareholders Meeting is held, attendees may be asked, together with the presentation of the Attendance Card, to accredit their identity by presenting their National Identity Document or any other official document in force and generally accepted for these purposes.

Once the process of registration of attendance and proxy cards has been completed and if a sufficient quorum is found to exist, the definitive list of attendees will be drawn up.

PROXY AND ELECTRONIC VOTING

Delegation

Pursuant to the provisions of article 12 of the Articles of Association and article 9 of the Regulations of the General Meeting, any shareholder entitled to attend the General Meeting may be therein represented by another person, who need not be a shareholder, when all the applicable requirements and formalities laid down in the Law, the Company's By-Laws and other internal regulations of the Company are met.

Proxies, which will be unique to every General Meeting, shall be granted in writing and may be granted remotely, provided the identity of the shareholder exercising his/her right to appoint a proxy and the security of the electronic communications are duly guaranteed. When granted remotely, proxies will only be deemed valid when notified:

- a) By post, sending to the Company at the address: "Alantra Partners, S.A.", calle José Ortega y Gasset 29, 28006 Madrid, the Attendance Card issued by the entity or entities responsible for keeping the book-entry register or made available to shareholders by the Company on its *website* (www.alantra.com), duly signed and completed, in which they shall state the direction of their vote (in favour, against or abstention), marking with a cross in the corresponding box in the table that will appear on the Attendance Card.
- b) By other means of remote electronic communication, provided that the electronic document by virtue of which the voting right is exercised is signed with a qualified electronic certificate, valid and in force, and that it has been issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint, or by another issuer that is included in the list of trusted



providers of qualified certification services. The aforementioned communication must be sent to the following e-mail address: juntaordinaria2025@alantra.com.

- c) Through the electronic proxy or voting platform expressly enabled on the corporate website (www.alantra.com), in accordance with the procedure indicated therein.

The shareholder who grants representation by any of the means described in paragraphs a), b) and c) above is obliged to notify the designated representative of the representation granted in his favour. When the proxy is granted to a Board member or to the Secretary of the Board of Directors of the Company, this notification shall be understood to have been made through the receipt of the proxy by Alantra.

On the day and at the place where the meeting is to be held, the designated representatives must identify themselves with their National Identity Document or with any other official document in force that is generally accepted for this purpose, so that the Company can check the delegation conferred in their favour, attaching a copy of said delegation and, if applicable, of the power of attorney.

The representative may only exercise the vote of his/her proxy by attending the General Meeting in person. Proxies can always be revoked. The shareholder's attendance at the meeting implies the revocation of any delegation, regardless of the date of the meeting. Likewise, proxies granted after the remote vote has been cast shall be deemed not to have been made.

In the event that instructions have been given by the represented shareholder, the representative will cast the vote in accordance with these instructions and will be obliged to keep these instructions for one year after the meeting has been held. The representative may be represented by more than one shareholder, with no limit on the number of shareholders represented. When a representative has representations from several shareholders, he may cast votes of a different sign depending on the instructions given by each shareholder.

Remote voting

In accordance with the provisions of article 13 of the Articles of Association and article 17 of the Regulations of the General Meeting, shareholders entitled to attend and vote may cast their vote on proposals relating to items on the Agenda prior to the General Meeting by the following means of remote communication:

- a) By post, sending to the Company at the address: "Alantra Partners, S.A.", calle José Ortega y Gasset 29, 28006 Madrid, the Attendance Card issued by the entity or entities responsible for keeping the book-entry register or made available to shareholders by the Company on its *website* (www.alantra.com), duly signed and completed, in which they shall state the direction of their vote (in favour, against or abstention), marking with a cross in the corresponding box in the table that will appear on the Attendance Card.
- b) By other means of remote electronic communication, provided that the electronic document by virtue of which the voting right is exercised is signed with a qualified electronic certificate, valid and in force, and that it has been issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint, or by another issuer that is included in the list of trusted providers of qualified certification services. The aforementioned communication must be sent to the following e-mail address: juntaordinaria2025@alantra.com.



- c) Through the electronic proxy or voting platform expressly enabled on the corporate website (www.alantra.com), in accordance with the procedure indicated therein.

Shareholders who cast their vote by proxy in the terms indicated in the Articles of Association and in the Regulations of the General Meeting shall be deemed to be present for the purposes of the constitution of the Meeting in question. Consequently, proxies granted previously shall be deemed revoked and those granted subsequently shall be deemed not to have been granted.

A vote cast by remote means may only be cancelled: (i) by subsequent express revocation by the same means used for casting the vote and within the period established for this, (ii) by attendance at the meeting of the shareholder who cast it, or (iii) by the sale of the shares whose ownership confers the right to vote, of which the Company is aware at least five days before the date set for the holding of the Meeting.

Provisions common to proxies and voting by means of remote communication

In order to be valid, the proxy granted or the vote cast by any of the aforementioned means of remote communication (postal or electronic) must be received by the Company before 11:59 p.m. on the day prior to the day scheduled for the Meeting on first call, i.e. before 11:59 p.m. on 28 April 2025. Otherwise, the proxy shall be deemed not to have been granted or the vote shall be deemed not to have been cast.

The validity of the proxy granted and of the vote cast by remote communication is subject to verification, on the basis of the information provided to the Company by Iberclear, of the shareholder's status at least five days prior to the date on which the General Meeting is to be held. In the event of discrepancy between the number of shares communicated by the shareholder granting the proxy or casting his vote by remote communication and the number recorded in the book-entry registers communicated by Iberclear, the number of shares provided by the latter entity shall be deemed valid for quorum and voting purposes, unless proven otherwise, in accordance with the terms of the Shareholders Meeting Regulations.

Prior to appointment, the proxy must inform the shareholder in detail whether there is a conflict of interest. If the conflict is subsequent to the appointment and the shareholder represented has not been informed of its possible existence, the shareholder represented must be informed immediately. In both cases, if no new precise voting instructions have been received for each of the matters on which the proxy must vote on behalf of the shareholder, the proxy shall abstain from voting.

If the proxy has been validly granted in accordance with the Law and the Regulations of the Shareholders Meeting, but no voting instructions are included therein or doubts arise as to the recipient or scope of the proxy, it shall be understood that (i) the proxy is granted to the Chairman of the Board of Directors, or, alternatively, in the absence of the former or if the latter is unable to vote due to a conflict of interest, to the Vice-Chairman of the Board, or, alternatively, in the absence of the latter or if the latter is unable to vote due to a conflict of interest, (ii) it refers to all proposals made by the Board of Directors, (iii) it is decided by the vote in favour of the same, and (iv) it also extends to items that may arise outside the Agenda, in respect of which the proxy shall vote in the sense he/she considers most favourable to the interests of the shareholder represented within the framework of the corporate interest.

In the event that the Chairman of the Board, as well as any other member of the Board of Directors, has a conflict of interest in the cases set forth in sections a), b), c) or d) of article 526.1 of the Spanish Companies Act (appointment, re-election or ratification of directors, removal, separation or dismissal of directors, exercise of corporate action for liability and approval or ratification of company transactions with the director in question) that may be submitted outside the agenda in accordance with the law, if



the principal has not given precise voting instructions, the proxy, unless expressly stated otherwise, shall be deemed to be conferred, jointly and severally and successively, on the Chairman of the General Meeting and, if the latter is in turn in a situation of conflict of interest, on the Secretary of the General Meeting.

The following rules of priority are established between proxy voting, remote voting and attendance at the General Meeting:

- The attendance at the General Meeting of a shareholder who has previously granted a proxy or cast an absentee vote, irrespective of the means used to cast it, shall render such proxy or vote null and void.
- When the shareholder validly grants proxy by electronic communication and, in addition, also grants proxy by Attendance Card, the latter shall prevail over the proxy granted by electronic communication, irrespective of their respective dates of granting.
- The vote, by whatever means it is cast, shall render ineffective any previous proxy, which shall be deemed revoked, or any subsequent proxy, which shall be deemed not to have been cast.
- Without prejudice to other specific rules, in the event that a shareholder validly makes several proxies or casts several votes by electronic communication, the last proxy or the last vote cast which has been received by the Company within the established time limit shall prevail.
- Both proxy and absentee voting shall be rendered ineffective by the disposal of the shares conferring the right to attend, of which the Company becomes aware at least five days before the date on which the meeting is scheduled to be held.

Any of the co-owners of a deposit of shares may vote, delegate or attend, and the above rules of priority shall apply to them among themselves. For the purposes of article 126 of the Spanish Companies Act, it is presumed that the co-owner who at any time carries out an action (proxy, vote or attendance) is designated by the rest of the co-owners to exercise the rights of a shareholder.

The Company will make available to the shareholders on its *website* (www.alantra.com) the forms to be used for proxy and voting by postal correspondence or remote electronic communication.

In the event that the shareholder is a legal entity, it must, if applicable, at the request of the Company, send a copy of the sufficient power of attorney by virtue of which the powers of the person who has granted the proxy or cast the remote vote are accredited and notify the Company of any modification or revocation of the powers granted to its representative and, therefore, the Company declines any liability until such notification is made.

It is the sole responsibility of the shareholder to keep his electronic signature.

The Company reserves the right to modify, suspend, cancel or restrict the electronic voting and proxy mechanisms when technical or security reasons so require or impose.

Alantra shall not be liable for any damages that may be caused to the shareholder as a result of breakdowns, overloads, line failures, connection failures, malfunctioning of the postal service or any other eventuality of the same or similar nature, beyond the Company's control, that hinder or prevent the use of the remote voting and proxy mechanisms.



RIGHT TO INFORMATION

In accordance with the provisions of article 518 of the Spanish Companies Act, from the date of publication of this notice of call, shareholders may examine at the registered office (and obtain from the Company immediately and free of charge), the documentation to be submitted for approval of the Meeting, as well as the delivery or sending of such documentation free of charge, where legally appropriate. Independently of the aforementioned right to information, from the date of publication of the announcement of this call, the following documents and information, among others, will be available for consultation on Alantra's *website* (www.alantra.com):

- (1) This notice of General Meeting.
- (2) Full text of the proposed resolutions submitted by the Board of Directors to the General Meeting of Shareholders in relation to each of the items on the Agenda.
- (3) Total number of shares and voting rights at the date of the call.
- (4) Annual financial statements for the financial year 2024, comprising the individual and consolidated annual accounts, the individual and consolidated management reports (together with the statement of non-financial information), and the respective auditors' reports for the financial year 2024.
- (5) Reports and/or proposals of the Board of Directors and the Appointments and Remuneration Committee, for the purposes contemplated in articles 518.e) and 529 decies of the Spanish Companies Act, regarding proposals for the ratification, re-election and appointment of directors.
- (6) Report and reasoned proposal of the Appointments and Remuneration Committee and the Board of Directors, respectively, on the Company's Directors' Remuneration Policy.
- (7) Report of the Board of Directors, for the purposes of articles 518.d) and 528 of the Spanish Companies Act, on the amendments made to the Regulations of the Board of Directors since the last General Meeting was held.
- (8) Annual Corporate Governance Report for the financial year 2024.
- (9) Annual Report on Directors' Remuneration for the financial year 2024.
- (10) Annual activity reports for the financial year 2024 prepared by the Audit and Risk Control Committee and the Appointments and Remuneration Committee.
- (11) Report of the Audit and Risk Control Committee on related-party transactions in the financial year 2024.
- (12) Attendance Card form or model.
- (13) Rules applicable to proxy voting and voting by means of remote communication.
- (14) Rules of operation of the Electronic Shareholders' Forum.

Pursuant to articles 197 and 520 of the Spanish Companies Act, up to and including the fifth day prior to the date scheduled for the meeting, or during the meeting, shareholders may request such information



or clarifications as they deem necessary regarding the items on the agenda, or ask such questions in writing as they deem appropriate.

In addition, with the same advance notice and in writing, or verbally during the holding of the General Meeting, shareholders may request such clarifications as 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 holding of the last General Meeting and regarding the auditor's report. Except in cases expressly provided for by law, the Board of Directors shall be obliged to provide the requested information in writing up to the day of the General Meeting and, in the case of oral requests made during the General Meeting when it is not possible to satisfy the shareholder's right at that time, the Board of Directors shall be obliged to provide such information in writing within seven days following the end of the Meeting.

Requests for information or documentation may be made by delivering the request to the registered office, or by sending it to the Company by post or other means of remote electronic communication addressed to the following address: "Alantra Partners, S.A., calle José Ortega y Gasset 29, 28006 Madrid", or to the e-mail address juntaordinaria2025@alantra.com @alantra.com.

Requests in which the electronic document by virtue of which the information is requested is signed with a qualified electronic certificate, valid and in force, and which has been issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint, or by another issuer that is included in the list of trusted providers of qualified certification services, will be admitted as such.

Regardless of the means used to issue requests for information, the shareholder's request must include his name and surname, together with proof of the shares he holds, by means of a copy of the attendance, proxy and remote voting card or certificate of entitlement, so that this information may be checked against the list of shareholders and the number of shares in his name appearing in the book-entry registers communicated by Iberclear to the Company for the General Meeting in question. The shareholder shall be responsible for proving that the request has been sent to the Company in due time and form.

The Company's *website* shall provide details of the relevant explanations for the exercise of the shareholder's right to information in accordance with the terms set forth in the applicable regulations.

Requests for information shall be answered, once the identity and shareholder status of the applicant has been verified, prior to the General Shareholders' Meeting, by the same means by which they were made, unless the shareholder indicates a different means that is deemed appropriate for this purpose.

The provisions of this section are without prejudice to the right of shareholders to obtain the documents in printed form, to request that they be sent free of charge and to request information during the holding of the General Meeting, when so established by law.

The Company will broadcast live on its *website* (www.alantra.com) the Ordinary General Shareholders' Meeting.

NOTARY'S INVOLVEMENT IN THE MEETING

The Board of Directors has resolved to request the assistance of a notary public to prepare the minutes of the General Meeting, in accordance with the provisions of article 203 of the Spanish Companies Act, in conjunction with article 101 of the Companies Registry Regulations and article 12.2 of the Shareholders Meeting Regulations.



DATA PROTECTION

The personal data that shareholders send to the Company in the exercise of their rights to attend, delegate and vote at the General Meeting or that are provided by the banks and securities companies and agencies in which such shareholders have their shares deposited, through the entity legally authorised to keep the book-entry register, Iberclear, shall be processed for the purpose of managing and controlling both the shareholder relationship and the call, holding, audiovisual recording and public dissemination of the General Meeting on the corporate website (www.alantra.com), as well as to comply with the Company's legal obligations. The processing is necessary for the aforementioned purposes and its basis of legitimacy is the execution of the shareholder relationship and compliance with legal obligations. With regard to the capture and dissemination of images, the basis of legitimacy is the legitimate interest of the Company in the dissemination of the General Meeting and the consent of the interested party, which is understood to have been given by attending the General Meeting.

The data may be communicated to the Notary who will attend the General Meeting, as well as to third parties in the exercise of the right to information provided for by law, or made accessible to the public insofar as is included in the documentation available on the Company's *website* or stated at the General Meeting, the proceedings of which may be the subject of audiovisual recording and public dissemination on the said *website*. By attending the General Meeting, the attendee consents to such recording and dissemination.

In general, personal data shall be processed during the shareholding relationship and, once it has ended, during the period of limitation of any legal or contractual liabilities that may arise for the Company. With regard to the processing of data subject to consent, the data shall be processed until such time as the data subject withdraws the consent previously granted.

Shareholders may exercise their rights of access, rectification, erasure, objection, limitation of processing and portability, as well as the right to withdraw previously granted consent, by writing to the registered office of the Company: José Ortega y Gasset 29, 28006, Madrid or by contacting the Data Protection Delegate: dataprivacy@alantra.com.

In the event that the Attendance Card includes personal data referring to individuals other than the holder, the shareholder must inform them of the points contained in the preceding paragraphs and comply with any other requirements that may be applicable for the correct transfer of the personal data to the Company, without the Company having to take any additional action.

In Madrid, 26 March 2025

Santiago Eguidazu Mayor
Chairman of the Board of Directors