

## **REQUIREMENTS AND PROCEDURES ACCEPTED TO PROVE THE OWNERSHIP OF SHARES, THE RIGHT TO ATTEND THE GENERAL MEETING OF SHAREHOLDERS AND THE EXERCISE OR DELEGATION OF VOTING RIGHTS**

### **1. General considerations**

Shares grant their legitimate holders the status of shareholder and attribute the rights recognized in the Law and in these Articles of Association. Each share gives the holder one vote in deliberations during General Meetings of Shareholders.

Any person listed as a legitimate holder in the books kept by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear) will be presumed to be the legitimate holder and may, therefore, demand the benefits of the shares from the Company.

The shares are indivisible. In the case of joint ownership, the joint owners of a share shall be jointly and severally liable towards the Company for any obligations that might be derived from their status as shareholders and must designate a single person to exercise all the rights inherent to their status as shareholders. The identity of such person must be communicated to the Company. Likewise, all shares under joint ownership shall be registered in the corresponding accounting records in the name of all joint owners. This rule shall also apply to other cases of joint ownership of rights to shares. For free loans of shares, the rights inherent to the status of shareholder shall correspond to the lender except for attendance at the General Meeting of Shareholders and voting, which shall correspond to the borrower to whom such powers have been granted. The provisions for representation set forth in article 184 and following of the Spanish Corporate Enterprises Act and other applicable regulations shall apply to the exercise of such free loan rights.

When deemed necessary, the legal basis for a transfer and for the exercise of the rights deriving from the shares or of the limited rights in rem or encumbrances constituted over them may be proven by means of a certificate issued for such purpose by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear) or the entity that replaces it or by its participating entities.

### **2. Attendance rights**

#### Minimum number of shares

All Shareholders that hold at least fifty (50) shares shall be entitled to attend the General Meeting, either in person or remotely, as long as the

shares are registered under their name in the “Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U.” accounting records. (Iberclear) five (5) days prior to the expected date of the General Meeting. Shareholders owning fewer than fifty (50) shares may group together for the purpose of attending the General Meeting by conferring their representation to one of them.

#### In-person attendance of Shareholders and proxies at the location of the General Meeting

Any Shareholders who wish to attend the General Meeting in person shall have the corresponding attendance, delegation, and remote voting card, or the corresponding certificate of standing that, in accordance with the law, accredits them as a Shareholder, and identify themselves to the personnel responsible for the Shareholders Registry that will be available one hour before the start of the meeting.

For the purpose of identifying the Shareholders or their legal proxies, attendees may be asked to provide the attendance, delegation, and remote voting card or, in the case of legal proxies, a copy of the document certifying the powers granted to them in addition to proof of their identity, such as a national identity document, foreigner identity document, passport, or any other valid legal documents deemed appropriate by the Company for this purpose at the entrance to the premises where the General Meeting is to take place. Moreover, if the Shareholder is a legal entity, the natural person representing the Shareholder shall provide proof or the powers granted to them.

#### Remote attendance of Shareholders and representatives at the General Meeting

Any Shareholders that hold attendance rights and their proxies shall be entitled to attend the General Meeting remotely, in accordance with the provisions of article 17 of the Bylaws, article 33 of the General Meeting Regulations, and article 182 of the Spanish Corporate Enterprises Act.

Furthermore, the General Meeting will be broadcast in real time on the Company’s website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

(i) Prior registration and connection:

In order to ensure adequate management of the remote attendance systems, Shareholders that wish to attend the General Meeting remotely shall:

- a) Register previously for the “Remote Attendance” platform following the link enabled for such purpose on the Company’s corporate

website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), accrediting their identity during the period of 14 days prior to the date fixed for the holding of the General Meeting, between 10:00 a.m. on the first day and 11:59 p.m. on the last day, using one of the following methods: (i) Electronic National Identity Document; (ii) an advanced or recognized electronic signature in the terms provided for in the applicable regulations based on a recognized electronic certificate that has not been revoked and that has been issued by the Public Certification Authority of Spain (CERES) which is under the auspices of the Royal Spanish Mint (Fábrica Nacional de Moneda y Timbre - Real Casa de la Moneda [FNMT-RC]); or (iii) the username and password that the Shareholder will receive at their email address after verifying their identity and shareholder status by completing the registration form available in the appropriate section of the aforementioned “Remote Attendance” platform of the corporate website. Shareholders will not be allowed to sign up after this deadline. The Company reserves the right to request Shareholders to provide additional forms of identification as deemed necessary to verify their shareholder status.

- b) Once the Shareholder has signed up following the steps above, they shall log into the “Remote Attendance” platform following the link on the Company’s corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), the day on which the General meeting is to be held between one and a half hours and half an hour before the General meeting is held, certifying their identity using one of the methods described in section a). Once the General Meeting has started, only Shareholders that have logged in and accredited their identity as described above will be allowed to vote and/or speak.

In the event that the General Meeting cannot be held the appointed day on first summons due to insufficient quorum, this fact will be communicated through the “Remote Attendance” platform and Shareholders that had logged into it on first summons shall login again on the day set for the General Meeting on second summons, between one and a half hours and half an hour before the meeting is held, in order to be deemed in attendance at the General Meeting.

- (ii) Exercise of the rights to intervention, information, and proposals:

Shareholders or proxies who, in the exercise of their rights, wish to intervene remotely in the General Meeting and, if applicable, request information or clarifications regarding the agenda items, request clarifications on the information accessible to the public that the Company provides to the Spanish National Securities Market Commission between the date of the last General Meeting or regarding the auditor’s report, or submit any proposals allowed by Law, shall

submit their contributions, questions, or proposals in writing by means of an electronic message or attaching a written document on the “Remote Attendance” platform, using the link on the corporate website between one and a half hours and half an hour before the General Meeting is held.

Remote attendees that wish to have their intervention recorded word-by-word in the minutes of the General Meeting shall state so clearly and explicitly in their intervention.

Remote interventions from the attendees shall be answered verbally during the General Meeting of Shareholders within seven days after the General Meeting, in accordance with the provisions of the Spanish Corporate Enterprises Act.

(iii) Voting:

Attendees may vote remotely on the proposals related to the items of the agenda through the mechanism intended for such purpose on the “Remote Attendance” platform using the link on the corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), from the moment they log in as a remote attendee on the day of the General Meeting and until the voting on the draft resolutions concludes.

Regarding draft resolutions on matters not included on the agenda that might have been submitted under the legally admissible circumstances, attendees may vote remotely from the moment said proposals are read and enabled on the corresponding form on the “Remote Attendance” platform using the link on the corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)) to vote until the voting on the draft resolutions concludes.

(iv) Leaving the meeting:

Any remote attendees that wish to explicitly leave the General Meeting shall do so by submitting an electronic communication on the “Remote Attendance” platform on the corporate website. Once they have communicated their explicit decision to leave the meeting, all the actions carried out afterwards shall not be considered valid.

(v) Other information:

Attendance shall only be considered valid if shareholder status is accredited, verifying that the ownership and number of shares provided by each person attending remotely match the data provided by Iberclear.

Remote attendance by Shareholders will take priority over votes cast remotely and the representation powers granted before the General Meeting.

The Company shall not be held liable for any damages incurred by the Shareholders or proxies deriving from the occasional unavailability of its website, as well as faults, overloads, power outages, connection failures, or any similar events that are outside the Company's control, without prejudice to the fact that any necessary measures may be taken, including a possible temporary suspension or extension of the General Meeting if required to guarantee that the Shareholders or their proxies can fully exercise their rights.

The rules for remotely attending General Meetings established by the Board of Directors are available for the Shareholders on the Company's website [www.tecnicasreunidas.es](http://www.tecnicasreunidas.es).

(vi) Electronic Shareholder's Forum:

Electronic Shareholder's Forum Pursuant to the provisions of article 539.2 of the Spanish Corporate Enterprises Act, the Company will provide an Electronic Shareholder's Forum in the "Electronic Shareholder's Forum" section of the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), which will be accessible with due proof of identity by both individual Shareholders and voluntary associations of Shareholders that may be arranged in accordance with the provisions of article 539.4 of the Spanish Corporate Enterprises Act.

It will be possible to submit proposals to the Forum to introduce as part of the agenda on the summons, as well as adhesion requests to said proposals, initiatives to reach the percentage required to exercise a minority right as established by Law, and voluntary representation offers or requests.

Once the Shareholders have accessed the Forum through the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), they should identify themselves by providing an electronic signature based on an Electronic User Certificate issued by the Spanish Royal Mint or an electronic ID card or the username and password obtained at the Company's corporate website [www.tecnicasreunidas.es](http://www.tecnicasreunidas.es). Legal entities and non-residents in Spain shall check with the Shareholder's Office to make use of the mechanisms of participation in the Electronic Shareholder's Forum with all due security guarantees.

Use and access to the Electronic Shareholder's Forum is regulated by the Electronic Shareholder's Forum Regulations approved by the Board of Directors and made available by the Company for Shareholders on the corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

### **3. Representation and voting through remote means**

Shareholders may delegate their representation or, if they have the right to attendance (due to holding at least fifty (50) shares or grouping with other shareholders that hold at least fifty (50) shares combined), they may cast their vote by remote means under the terms and conditions described below.

The Board of Directors has agreed to authorize the exercise of representation and voting rights using remote means as long as the procedure and identification guarantees are met, along with the conditions regarding the deadline for the reception and certification of their status as shareholders provided for in this section (3), as well as any other requirements and legal conditions established in the Bylaws, General Meeting of Shareholders Regulations and in the Spanish Corporate Enterprises Act.

#### **3.1. General rules applicable to representation.**

Shareholders that have attendance rights may be represented at the General Meeting by another person, even if such person is not a Shareholder, in compliance with the requirements and legal conditions established by Law, the Bylaws, the General Meeting Procedural Rules and this summons.

Likewise, Shareholders owning less than fifty (50) shares that intend to exercise their right to attend and vote jointly shall confer their representation at the General Meeting to one of them.

The documents certifying representation for the General Meeting shall include at least the following: (i) the date of the General Meeting and the agenda; (ii) the identity of the represented party and the proxy (if not specified, it will be understood that representation has been granted to the Chairperson of the Meeting of Shareholders or, where applicable, the Secretary of the Board of Directors in the event that the Chairperson has a conflict of interest regarding any item on the agenda); (iii) the number of shares held by the represented shareholder; and (iv) the instructions regarding voting for each of the items of the agenda which, if not specified,

shall be understood as the shareholder represented instructing voting in favor of the proposals from the Board of Directors.

Representation shall be granted in writing or using remote means that meet the requirements established in the General Meeting Regulations and in this summons and specially for each specific General Meeting, notwithstanding the provisions of the Spanish Corporate Enterprises Act on family representation and granting of general powers..

Representation can always be revoked. For it to be enforceable, the revocation has to be communicated to the Company in the same terms established for the notification of the appointment of a representative. In any case, in-person or remote attendance at the General Meeting or remote voting before the General Meeting by the represented party will entail a revocation of the representation. Representation will also be rendered void if the Company is informed of the disposal of the shares.

Before their appointment, the proxy shall communicate to the Shareholder in detail whether there are any conflicts of interest. If the conflict of interest took place after the appointment and the represented Shareholder had not been informed of it, the proxy should inform the Shareholder immediately. In both cases, if no precise voting instructions had been received for each of the matters on which the proxy would have to vote on the Shareholder's behalf, the proxy shall abstain from voting.

Pursuant to the provisions of articles 523 and 526 of the Spanish Corporate Enterprises Act, the following would be considered as in a situation of conflict of interest: (i) all the members of the Board of Directors in relation to the items on the agenda of the summons to the General Meeting which, according to its content, the Board considers that there is a conflict of interest, as well as (ii) in the scenarios provided for in sections b) or c) of article 526.1 of the Spanish Corporate Enterprises Act (termination, withdrawal, or cessation of directors and exercise of the corporate action of responsibility) that may be submitted outside the agenda in accordance with the Law, the affected director, as applicable.

### 3.2. Representation through remote communication means

#### 3.2.1. Granting representation through postal delivery or correspondence

In order to grant representation through postal delivery or correspondence, the Shareholders shall fill in and sign the attendance, delegation, and remote voting card issued on paper by any of the entities

with voting interest in Iberclear, or made available by the Shareholders on the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), in the section of the card designated for the represented party's signature. The card, properly filled in and signed by hand, shall be submitted to the Company to the attention of the Executive Secretary by postal mail or similar courier service, at Avda. de Burgos, 89, Complejo Adequa, edificio 6, 28050 Madrid. Moreover, the card can be delivered in person—properly filled in and signed—at the aforementioned address.

Any Shareholder conferring their representation through postal delivery or correspondence undertakes to inform the proxy of the representation granted. When representation is granted to the President of the Board, a Director, and/or the Secretary of the Board of Directors, this communication will be understood as completed upon receipt by the Company of the properly filled in and signed card.

The person receiving the voting right may only exercise it by attending the General Meeting, either in person or remotely, under the terms established in the section “Remote attendance of Shareholders and representatives at the General Meeting” of this document.

### 3.2.2. Granting representation through electronic means

To confer representation through electronic communication with the Company, Shareholders shall do so through the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

Taking into account that the mechanism to confer delegation by electronic means must ensure the appropriate authenticity guarantees and demonstrate the identity of the represented party, Shareholders that wish to use this type of representation must provide an advanced or recognized electronic signature in the terms provided for in the applicable regulations based on a recognized electronic certificate that has not been revoked and that has been issued by the Public Certification Authority of Spain (CERES) which is under the auspices of the Royal Spanish Mint (Fábrica Nacional de Moneda y Timbre - Real Casa de la Moneda [FNMTRC]) or using an electronic ID, or using the username and password they will receive at their e-mail address after verifying their identity and their shareholder status by completing the registration form available on the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

Once the Shareholder has their corresponding electronic signature or their username and password, they may grant representation to another





person to represent them at the General Meeting, even when that person is not a Shareholder, through the “General Meeting” section of the Company’s corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)) following the instructions provided.

Any Shareholder granting their representation by electronic means undertakes to inform the proxy of the representation granted. When representation is granted to the President of the Board, a Director, and/or the Secretary of the Board of Directors, this communication will be understood as completed upon receipt by the Company of said electronic delegation.

The person receiving the voting right may only exercise it by attending the General Meeting, either in person or remotely, under the terms established in this document.

### 3.3. Voting through remote communication means

#### 3.3.1. Voting through postal delivery or correspondence

In order to vote through postal delivery or correspondence, the Shareholders shall fill in and sign the “Remote Voting” section of the attendance, delegation, and remote voting card issued on paper by any of the entities with voting interest in Iberclear, or made available by the Shareholders on the Company’s corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)). The card, properly filled in and signed by hand, shall be submitted to the Company to the attention of the Company’s Executive Secretary by postal mail or similar courier service, at Avda. de Burgos, 89, Complejo Adequa, edificio 6, 28050 Madrid (Spain). Moreover, the card can be delivered in person—properly filled in and signed—at the aforementioned address.

In the event that the attendance, delegation, and remote voting card issued by the entity with voting interest in Iberclear does not include the “Remote Voting” section, the Shareholder that wants to cast their vote by postal mail shall download the card from the Company’s corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)), print it on paper, fill it in, and sign it. Once one of the two is filled in and signed by hand, the Shareholder shall submit it to the Company or deliver it in the terms stated above.

#### 3.3.2. Voting through electronic means



To cast a vote through electronic communication with the Company, Shareholders shall do so through the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

Shareholders that wish to use this voting mechanism must provide an advanced or recognized electronic signature in the terms provided for in the applicable regulations based on a recognized electronic certificate that has not been revoked and that has been issued by the Public Certification Authority of Spain (CERES) which is under the auspices of the Royal Spanish Mint (Fábrica Nacional de Moneda y Timbre - Real Casa de la Moneda [FNMT-RC]) or using an electronic ID, or the Shareholder may use the username and password they will receive at their e-mail address after verifying their identity and their shareholder status by completing the registration form available through the platform enabled on the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

Once the Shareholder has their corresponding electronic signature or their username and password, they may cast their vote on the items of the agenda remotely through the "General Meeting" section of the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)) following the instructions provided.

### 3.4. Common rules for the exercise of remote representation and voting rights

#### 3.4.1. Deadline for reception by the Company and registry of Shareholders/Shareholders Status

Any delegations conferred and any votes cast remotely before the General Meeting shall be received by the Company at the aforementioned postal address or on the corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)) no later than 11:59 p.m on the day immediately preceding the day on which the General Meeting is to be held.

After the aforementioned deadline, only the delegations issued using the card of the entities with voting interests in Iberclear submitted by the proxy to the personnel in charge of the Shareholders registry within one hour before the start of the General Meeting shall be admitted for the purpose of exercising the right to delegation.

Delegation and voting shall only be considered valid if shareholder status is accredited, verifying that the ownership and number of shares provided by each person granting representation or casting a vote remotely match the data provided by Iberclear.

#### 3.4.2. Priority rules for remote representation and proxy voting and in-person attendance at the General Meeting

- a) Personal attendance at the General Meeting, either in person or remotely, by a Shareholder that has delegated their representation or cast their vote beforehand using remote means of communication, regardless of the method, will render the delegation or proxy vote void.
- b) If a Shareholder delegates or votes several times, the last one shall prevail whenever the date can be proven as absolutely certain.
- c) Without prejudice to the foregoing and irrespective of the means used to cast them, any votes shall prevail over delegation.

#### 3.4.3. Other provisions

- a) If electronic means are used, only one electronic action (delegation or voting) and one revocation shall be allowed. Revocation renders the delegation or vote cast void, but it does not permit a new delegation or a new vote using electronic means since the first vote or delegation depleted such right.
- b) The disposal of shares whose ownership grants the right to a vote, as long as this is known by the Company at least five days before the date of the General Meeting, shall render the vote cast and the delegation granted void.
- c) It is the exclusive responsibility of the Shareholder to keep custody of their electronic ID card, electronic certificate, or username and password to use the delegation and electronic vote services.
- d) Shareholders entitled to attendance who cast their vote remotely in accordance with the provisions of this notice shall be considered as present for the purposes of the General Meeting.
- e) Pursuant to the provisions of article 126 of the Spanish Corporate Enterprises Act, it is assumed that any co-holder that performs an action (delegation, proxy voting, or remote attendance) has been appointed by the other co-holders to exercise their shareholder rights.

- f) In the event that the Shareholder is a legal entity, they shall provide a copy of the signatory's power for the purposes of the attendance, delegation, and remote voting card and communicate any change or revocation of the powers held by their proxy. Therefore, the Company shall not be held liable until this notification has taken place as long as it takes place before the start of the General Meeting.
- g) In the event of conflicts of interest, the governing rules shall be the provisions of the Spanish Corporate Enterprises Act, the Bylaws, and the Company's General Meeting of Shareholders Regulations, as well as the delegation.
- h) Likewise, in order to facilitate the exercise of their rights, people with disabilities and elderly people, as well as any other Shareholders that so desire, may contact the e-mail address [att\\_acc@trsa.es](mailto:att_acc@trsa.es), the Shareholders Service phone number (+34) 91 158 22 55, or visit the Company's corporate website ([www.tecnicasreunidas.es](http://www.tecnicasreunidas.es)).

#### 3.4.4. Technical issues

- a) The Company reserves the right to modify, suspend, cancel, or restrict the electronic voting and delegation mechanisms when so required due to technical or security reasons.
- b) The Company shall not be held liable for any damages incurred by the Shareholders deriving from faults, overloads, power outages, connection failures, email malfunctioning, or any similar events that are outside the Company's control and affect the use of the remote voting and delegation mechanisms.

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