

**2025 ORDINARY GENERAL SHAREHOLDERS' MEETING**

The board of directors of Ercros, S.A. ("Ercros" or "the Company") calls the ordinary general meeting of shareholders ("the meeting") to be held on 26 June 2025, at Avenue Diagonal, 514, 6th floor, 08006 Barcelona, at 12:00 noon, on first call, and, if the necessary quorum is not met, on 27 June 2025, in the same place and time, on second call.

<b>Full name of shareholder</b>		<b>Mailing address</b>
<b>DNI or NIF</b>	<b>Telephone</b>	<b>Email</b>
<b>Share deposit account number</b>		<b>Num. of shares</b>
		<b>Attendance premium</b>
		<b>€ 0.005 gross/share</b>

Shareholders who own a minimum of 10 shares of the Company, whose trading has been carried out prior to June 18, 2025, included, may attend the general meeting physically or electronically, provided that the depository entity of said shares has made the settlement with the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. ("Iberclear") no later than June 20, 2025, included. Shareholders who hold less than 10 shares may delegate their proxy or group with other shareholders until they gather the necessary shares and confer the proxy on one of them.

**Shareholders who wish to vote in advance or delegate their proxy may do so by completing and signing the corresponding section of this card and sending it – photographed or scanned by email to [accionistas@ercros.es](mailto:accionistas@ercros.es) or by post. In the event that a shareholder signs the advanced voting and proxy sections, the vote will prevail, and the proxy will be null and void. Advanced voting and proxy can also be done through the [corporate website](#).**

Cards that are not received in a timely manner will not be counted as attending the meeting and, therefore, the shareholders will not have voting rights and will not receive the attendance bonus of EUR 0.005 gross per share.

**In addition to the provisions of the law, the articles of association and the regulations of the meeting, the shareholder must abide by the rules of telematic participation and remote voting and proxy and the provisions of the notice of call for this meeting.**

**IN-PERSON ATTENDANCE AT THE MEETING**

To access the meeting on the day it is held, the shareholder, or his proxy, must be accredited with the following documents:

- (i) Attendance card issued by Ercros or by the depository institution of your shares on the occasion of the meeting.
- (ii) If the shareholder is a company (legal entity), they must submit a legal identification document of the director acting on behalf of the company and the power of attorney, or a stamped copy thereof, allowing them to act on behalf of the shareholder company.
- (iii) The proxy appointed by a shareholder must also present the proxy conferred in his favour by the shareholder.

**Shareholder's signature**

In, \_\_\_\_\_ on, \_\_\_\_\_, 2025

**TELEMATIC ATTENDANCE AT THE MEETING**

Shareholders who wish to attend the meeting electronically on the day of its celebration as an alternative to in-person attendance and exercise their voting rights directly or through a proxy **must be previously registered** through the corporate website: [www.ercros.es/en/Shareholders and investors/Corporate governance/Shareholders' meeting](http://www.ercros.es/en/Shareholders%20and%20investors/Corporate%20governance/Shareholders'%20meeting); by clicking on the "Meeting participation platform" button and accessing the "Registro previo para la asistencia telemática" tab. The period for the prior registration of shareholders is from May 13 to June 24, 2025, both dates included.

Shareholders and proxies who have successfully completed the pre-registration to attend the general meeting electronically **must connect on the day of the meeting through the "Telematic attendance at the meeting" button** and may follow the broadcast of the meeting live by clicking on the "Retransmisión" button, in accordance with the procedure provided for in the notice of call.

### **PROXY AND VOTING BY POST**

Shareholders who wish to cast their vote prior to the holding of the meeting or to grant their proxy by post may do so by completing the sections relating to proxy or voting, as the case may be, of this card issued by Ercros, sign it and send it to the postal address: Ercros shareholder's office. Avenue Diagonal 593-595, 5th floor, 08014 Barcelona.

For the validity of the proxy or postal vote, the Company must receive the corresponding cards **no later than June 24, 2025, included**.

### **DELEGATION AND VOTING BY EMAIL**

Shareholders who wish to cast their vote prior to the holding of the meeting or to grant their proxy may do so by completing the sections relating to proxy or voting, as the case may be, of this card issued by Ercros, sign it and send it photographed or scanned by email to: [accionistas@ercros.es](mailto:accionistas@ercros.es).

For the validity of the proxy or vote by email, the Company must receive the corresponding cards **no later than June 24, 2025 included**.

### **PROXY AND VOTING VIA THE WEB**

The corporate website also has a mechanism for shareholders to cast their vote in advance of the meeting or to grant their proxy. Shareholders who wish to attend the meeting in this way must access: [www.ercros.es/en/Accionistas and investors/Corporate governance/Shareholders' meeting](http://www.ercros.es/en/Accionistas_and_investors/Corporate_governance/Shareholders_meeting), click on the "Meeting participation platform" button, access the "Voto y delegación electrónicos" tab and follow the instructions that appear on the screen. This mechanism will be **available until June 24, 2025, included**.

For the purpose of authenticating their identity, shareholders and proxies may use any of the following options: (i) the username and password provided by the Company during the pre-registration process; (ii) a valid electronic signature certificate that has been issued by the Spanish public certification authority, Ceres, dependent on the National Mint and Stamp Factory; or (iii) the electronic national identity document ("DNIe") issued by the National Directorate of the Police of the Spanish Ministry of the Interior.

Likewise, shareholders may confer proxies, indistinctly, on the chairman of the meeting, another director, the secretary of the meeting, the internal auditor or the director of the legal department of Ercros through remote means of communication and prior to the holding of the meeting, under the terms provided for in the Spanish Corporate Enterprises Act ("CEA"), in the articles of association and in the notice of call.

The Company reserves the right to modify, suspend, cancel or restrict the electronic voting and proxy mechanism for technical or security reasons. The Company is not responsible for any damages that may be caused by overloads, breakdowns, line failures, connection failures or other eventualities beyond its control, which temporarily prevent the use of this mechanism.

It is the sole responsibility of the shareholder, or his proxy, to keep the keys or means of identification necessary to exercise his rights within the framework of this meeting through the electronic and telematic means enabled. In the case of a legal entity, it must notify any modification or revocation in the powers held by its proxy and, therefore, the Company declines any responsibility until such notification is made.

## DELEGATION

Shareholders may delegate their attendance at the meeting to a proxy, even if they are not a shareholder of the Company. To do so, they must fill in the following sections of the "Delegation" part of this card, in order to (i) designate the proxy; (ii) instruct you to vote on resolutions that are put to a vote of the board; and (iii) sign the card. Finally, they must **send the photographed or scanned card by email to: [accionistas@ercros.es](mailto:accionistas@ercros.es), no later than June 24, 2025, included**. You can also send it by post to the address: Ercros Shareholder's Office. Avda. Diagonal 593-595, 5ª planta, 08014 Barcelona; the deadline also ends on June 24.

For the proxy to be valid, the proxy must physically or electronically attend the meeting on the day it is held. In the case of proxies who attend the meeting electronically, in order for the proxy to be valid, the proxy must communicate their acceptance in writing to the Company and attend the meeting electronically on the day it is held.

### Designation of the proxy

**The shareholder in whose favour this card has been issued confers his representation for the meeting indicated therein to:**

*(Check only one box. In the event that it does not tick any of the following boxes, does not designate by name the person in whom it grants its representation or doubts arise in this regard, it will be understood that it accepts the public request for representation made by the board of directors on May 9, 2025 and that it grants its representation, indistinctly, in favour of the chairman of the general meeting, another director, the secretary of the general meeting, the internal auditor or the director of the legal department of Ercros).*

- |  |   |
|--|---|
| <input type="checkbox"/> President             | <input type="checkbox"/> Secretary of the shareholders' meeting |
| <input type="checkbox"/> Internal Auditor      | <input type="checkbox"/> Director of the legal department       |
| <input type="checkbox"/> Director Mr/Mrs _____ | (insert the name of the director)                               |
| <input type="checkbox"/> Mr/Mrs _____          | (write the name and ID of the proxy)                            |

### Voting instructions

**The shareholder must mark an X in the corresponding box of the proposed resolutions according to the direction of their vote.**

The proxy must cast the vote in accordance with the instructions provided by the shareholder and will have the obligation to keep them for one year from the holding of the meeting.

If the shareholder does not give express voting instructions for one or more of the matters that, whether or not they are included in the agenda, are to be put to a vote at the meeting, the board of directors interprets that it accepts the public request for proxies that it has made, so that the designated proxy will vote in accordance with the following rule: (i) in favour of the proposed resolutions made by the board of directors; and (ii) in the sense that the board of directors deems more favourable for the interests of the shareholder represented, within the framework of the corporate interest, on the points submitted to a vote of the meeting not formulated by the board of directors.

The same rule shall apply in the event that the shareholder has given voting instructions, but those instructions are not clearly formulated or are contradictory to each other.

### VOTING ON THE PROPOSALS FOR RESOLUTIONS FORMULATED BY THE BOARD OF DIRECTORS:

Proposal	1st	2nd	3rd	4th	5th	6th	7th
In favour							
Against							
Abstention							

### VOTING ON PROPOSAL FOR RESOLUTION NOT FORMULATED BY THE BOARD OF DIRECTORS:

Proposal	8th
In favour	
Against	
Abstention	

In relation to those proposals for resolutions that, whether or not they appear on the agenda of the meeting, are going to be put to a vote of the meeting because the law allows it, the shareholder accepts the public request for representation made by the board of directors. In such a case, the proxy shall apply the rule indicated above, unless the shareholder indicates otherwise below:

For the purposes of the provisions of article 523 of the CEA, it is hereby stated that, if a shareholder appoints the chairman of the meeting or a member of the board of directors as a proxy, they may incur a conflict of interest in the voting of those proposals for resolutions that may be submitted to a vote of the meeting in relation to the cases provided for in article 526 of the CEA. In this case, if the shareholder has not given precise voting instructions on these proposals, the proxy will be conferred in favour of any of the proxies appointed by the board in which the conflict of interest does not exist.

Signature of the shareholder conferring the proxy

Signature of the proxy

In,      on,      , 2025

In,      on,      , 2025

**ADVANCE VOTING**

Shareholders who wish to vote on the proposed resolutions that are going to be put to the vote at the meeting, prior to their celebration, must complete the sections of the "Advance voting" part of this card, in order to give their voting instructions and sign it. Finally, they must **send the photographed or scanned card by email to: [accionistas@ercros.es](mailto:accionistas@ercros.es), no later than June 24, 2025 included**. You can also send it by post to the address: Ercros Shareholder's Office. Avenue Diagonal 593-595, 5ª planta, 08014 Barcelona; the deadline also ends on June 24.

**Voting instructions**

**The shareholder must mark an X in the corresponding box of the proposed resolutions, depending on the direction of his vote.**

If the shareholder does not give express voting instructions for one or more of the matters that, whether or not they are included in the agenda, are to be put to a vote at the meeting, the board of directors interprets that it accepts the public request for proxies that it has made, so that the designated proxy will vote in accordance with the following rule: (i) in favour of the proposed resolutions made by the board of directors; and (ii) in the sense that the board of directors deems most favourable to the interests of the shareholder represented, within the framework of the corporate interest, on the points submitted to a vote of the board of directors not formulated by the board of directors.

The same rule shall apply in the event that the shareholder has given voting instructions, but those instructions are not clearly formulated or are contradictory to each other.

**VOTING ON THE PROPOSALS FOR RESOLUTIONS FORMULATED BY THE BOARD OF DIRECTORS:**

Proposal	1st	2nd	3rd	4th	5th	6th	7th
In favour							
Against							
Abstention							

**VOTING ON PROPOSAL FOR RESOLUTION NOT FORMULATED BY THE BOARD OF DIRECTORS:**

Proposal	8th
In favour	
Against	
Abstention	

In relation to those proposals for resolutions that, whether or not they appear on the agenda of the meeting, are going to be put to a vote because the law allows it, the shareholder accepts the public request for proxies made by the board of directors unless otherwise indicated below:

For the purposes of the provisions of article 523 of the LSC, it is hereby stated that, if a shareholder appoints the chairman of the general meeting or any other member of the board of directors as a proxy, they may incur a conflict of interest in the voting on those proposals for resolutions that may be submitted to a vote of the meeting in relation to the cases provided for in article 526 of the LSC. In this case, if the shareholder has not given precise voting instructions on these proposals, the proxy will be conferred in favour of any of the proxies appointed by the board in which the conflict of interest does not exist.

**Signature of the shareholder voting remotely**

In, \_\_\_\_\_ on, \_\_\_\_\_, 2025

## AGENDA

### **Proposed resolutions submitted to the meeting for approval**

- 1st Examination and approval, where appropriate, of the annual accounts and management report of the Company and its consolidated Group, which includes the annual corporate governance report in a separate document, and social management.
- 2nd Examination and approval, if applicable, of the statement of non-financial information (corporate sustainability report) of the Company and its consolidated Group, corresponding to the year ended December 31, 2024.
- 3rd Examination and ratification, if applicable, of the shareholder remuneration policy, approved by the board of directors on May 9, 2025.
- 4th Re-election of Ms. Carme Moragues Josa, as independent director.
- 5th Advisory vote on the annual report on directors' remuneration for the 2024 financial year.
- 6th Examination and approval, where appropriate, of the directors' remuneration policy.
- 7th Delegation of powers to the CEO and the secretary of the board of directors for the interpretation, correction, supplement, execution and development of the resolutions adopted by the meeting, and delegation of powers for the elevation to a public instrument and registration of the resolutions and, where appropriate, for their correction.

### **Addendum to the call notice requested on May 16, 2025, by shareholders representing 3.90% of the share capital**

- 8th Review and approval, if appropriate, of the distribution of a dividend charged to reserves, in the amount of EUR 0.096 gross per share, and the consequent revocation of any prior resolution of the general meeting that contradicts the present one, rendering it null and void to the extent of such contradiction. Delegation of powers to the board of directors to determine the conditions of the distribution in all matters not specified by the general shareholders' meeting.