

RULES ON REMOTE VOTING AND PROXY APPOINTMENT

The board of directors of Ercros, S.A. (“**Ercros**” or the “**Company**”), at its meeting held on 15 May 2026, has approved, pursuant to the provisions of articles 16 and 21 of the articles of association and articles 9 and 18 of the Regulations of the General Shareholders’ Meeting, the following rules on remote voting and proxy appointment in relation to the forthcoming general shareholders’ meeting.

All shareholders holding a minimum of 10 shares in the Company are entitled to attend the meeting, provided that ownership thereof is recorded in their name in the accounting records of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (“**Iberclear**”) five (5) days prior to the date on which the aforementioned general shareholders’ meeting is to be held, inclusive.

1. Proxy appointment and advance voting through remote means of communication

Shareholders entitled to attend may appoint a proxy or exercise their voting rights prior to the date of the general shareholders’ meeting, in accordance with the provisions of articles 521 and 522 of the Spanish Corporate Enterprises Act (“**CEA**”), the articles of association, the Regulations of the General Shareholders’ Meeting and the notice convening the meeting, through the following remote means of communication:

- a) By email, with the aim of facilitating shareholder participation;
- b) Through the corporate website; and
- c) By post.

Attendance by the shareholder at the meeting, as well as voting by remote means of communication, shall prevail over any proxy appointment previously granted by such shareholder. Likewise, attendance by the shareholder at the meeting shall render ineffective any vote or proxy appointment made through remote means of communication prior to the meeting.

1.1. Proxy appointment and voting by email prior to the holding of the meeting

Any shareholder wishing to appoint a proxy or cast their vote by email prior to the holding of the meeting may do so using the proxy appointment card or, where appropriate, the voting card issued by Ercros or by the entity holding their shares in custody.

The proxy appointment and voting card issued by Ercros may be obtained:

- a) By requesting it from the shareholder office by telephone (+34) 93 439 30 09 and 93 306 93 00 (on working days from 8:00 a.m. to 5:30 p.m.), by email at [«accionistas@ercros.es»](mailto:accionistas@ercros.es) or by post addressed to the Company’s registered office; or
- b) By downloading it from the corporate website: [www.ercros.es/Accionistas e inversores/Gobierno corporativo/Junta de accionistas/Junta 2026](http://www.ercros.es/Accionistas_e_inversores/Gobierno_corporativo/Junta_de_accionistas/Junta_2026)

In the case of shareholders or representatives exercising their voting rights by email but failing to provide voting instructions for one or more of the matters submitted to the vote of the meeting, whether or not included on the agenda, their votes shall be counted in accordance with the following rule:

- a) In favour of the proposed resolutions submitted by the board of directors; and
- b) In the manner deemed most favourable to the interests of the represented shareholder, within the framework of the corporate interest, in relation to matters submitted to the vote of the meeting that were not proposed by the board of directors.

The shareholder must complete the sections of the corresponding card relating to proxy appointment or voting, as applicable, sign it and send it either to: (i) the Company, preferably by email to «accionistas@ercros.es» as a photographed or scanned attachment, or by post; or (ii) the entity where their shares are held in custody.

For the proxy appointment or voting by email to be valid, the Company must receive the corresponding cards no later than two (2) days prior to the holding of the aforementioned general shareholders' meeting, inclusive.

1.2. Proxy appointment and voting through the website prior to the holding of the meeting

Shareholders may also appoint a proxy or cast their vote electronically prior to the holding of the meeting.

In order to exercise these rights electronically, shareholders must access the corporate website: [www.ercros.es/Accionistas e inversores/Gobierno corporativo/Junta de accionistas](http://www.ercros.es/Accionistas_e_inversores/Gobierno_corporativo/Junta_de_accionistas), click on “Meeting participation platform” and, from there, access “Electronic proxy appointment and voting”, following the instructions displayed on the screen.

For the purposes of verification of identity, shareholders and representatives may use any of the following options:

- a) The username and password that may be requested from the Company during the prior registration process;
- b) A valid electronic signature certificate issued by the Spanish public certification authority Ceres, dependent on the Spanish Royal Mint (Fábrica Nacional de Moneda y Timbre); or
- c) The electronic national identity document (“DNIe”) issued by the Dirección Nacional de la Policía of the Spanish Ministry of the Interior.

Once their identity has been authenticated, the shareholder or representative may access the “Electronic proxy appointment and voting” mechanism and exercise their rights.

In the case of shareholders or representatives exercising their voting rights through the website but failing to provide voting instructions for one or more of the matters submitted to the vote of the meeting, whether or not included on the agenda, their votes shall be counted in accordance with the following rule:

- a) In favour of the proposed resolutions submitted by the board of directors; and
- b) In the manner deemed most favourable to the interests of the represented shareholder, within the framework of the corporate interest, in relation to matters submitted to the vote of the meeting that were not proposed by the board of directors.

The mechanism for voting or granting proxies through the corporate website shall be available uninterruptedly from the date of the notice convening the general shareholders' meeting until two (2) days prior to the holding of the aforementioned general shareholders' meeting, both dates inclusive.

1.3. Proxy appointment and voting by post prior to the holding of the meeting

Any shareholder wishing to appoint a proxy or cast their vote by post prior to the holding of the meeting may do so using the proxy appointment card or, where appropriate, the voting card issued by Ercros or by the entity holding their shares in custody.

The proxy appointment and voting card issued by Ercros may be obtained:

- a) By requesting it from the shareholder office by telephone (+34) 93 439 30 09 and 93 306 93 00 (on working days from 8:00 a.m. to 5:30 p.m.); by email at accionistas@ercros.es; or by post addressed to the Company's registered office; or
- b) By downloading it from the corporate website: [www.ercros.es/Accionistas_e_inversores/Gobierno corporativo/Junta de accionistas](http://www.ercros.es/Accionistas_e_inversores/Gobierno_corporativo/Junta_de_accionistas).

In the case of shareholders or representatives exercising their voting rights by post but failing to provide voting instructions for one or more of the matters submitted to the vote of the meeting, whether or not included on the agenda, their votes shall be counted in accordance with the following rule:

- a) In favour of the proposed resolutions submitted by the board of directors; and
- b) In the manner deemed most favourable to the interests of the represented shareholder, within the framework of the corporate interest, in relation to matters submitted to the vote of the meeting that were not proposed by the board of directors.

Once completed and signed, the card must be sent by post to the following address: Ercros Shareholder office. Avenida Diagonal 593-595, 5th floor, 08014 Barcelona.

For the proxy appointment or voting by post to be valid, the Company must receive the corresponding cards no later than two (2) days prior to the holding of the aforementioned general shareholders' meeting, inclusive.

2. Public proxy solicitation by the board

The board of directors informs shareholders that, through the notice convening the meeting approved at its meeting held on 15 May 2026, it has made a public proxy solicitation, which may be accepted by those shareholders wishing to be represented by the persons designated by the board, in accordance with the provisions of article 186 of the CEA.

At the same meeting, the board agreed to designate, as representatives of those shareholders accepting its public proxy solicitation, any of the following persons, acting severally: the Chair of the meeting, any independent director, the Secretary of the meeting, the internal auditor or the head of Ercros' legal advisory department.

In the case of proxy appointment cards received by the Company, whether sent directly by shareholders or through the entities holding the shares in custody or responsible for the book-entry register, where the name of the person to whom the proxy is granted is not indicated, or is indicated incompletely or ambiguously, it shall be understood that the shareholder accepts the public proxy solicitation made by the board.

2.1. Request for voting instructions

Any shareholder accepting the present public proxy solicitation made by the board may give express voting instructions for one or more of the matters to be submitted to the vote of the meeting, whether or not included on the agenda.

In such case, the representative shall vote in accordance with the instructions given and shall be obliged to keep such instructions for one year following the holding of the meeting.

By way of exception, the representative may vote otherwise where circumstances unknown at the time the instructions were sent arise and there is a risk of harming the interests of the represented shareholder.

2.2. Indication of the direction of the vote in the absence of instructions

In the event that the shareholder has accepted the public proxy solicitation made by the board and has not given express voting instructions on their proxy appointment card for one or more of the matters to be submitted to the vote of the meeting, whether or not included on the agenda, the board of directors informs that the representative shall vote in accordance with the following rule:

- a) In favour of the proposed resolutions submitted by the board of directors; and
- b) In the manner deemed most favourable to the interests of the represented shareholder, within the framework of the corporate interest, in relation to matters submitted to the vote of the meeting that were not proposed by the board of directors.

The same rule shall apply where the shareholder has given voting instructions but such instructions are not clearly formulated or are contradictory.

2.3. Conflict of interest of representatives

If one or more of the persons designated by the board as representatives of those shareholders accepting the public proxy solicitation were to incur a conflict of interest in the voting on any of the proposed resolutions to be submitted to the vote of the meeting, and the shareholder had not given precise voting instructions in relation thereto, the proxy shall be deemed granted to any of the other designated persons in respect of whom such circumstance does not exist.

For the purposes of article 523 of the CEA, it is stated that, if a shareholder appoints the Chair of the meeting or any other member of the board of directors as representative, such persons may incur a conflict of interest in relation to those proposed resolutions that may be submitted to the vote of the meeting in connection with the situations provided for in article 526 of the CEA.

In such case, if the shareholder has not given precise voting instructions regarding such proposed resolutions, the proxy shall be deemed granted to any of the representatives designated by the board in respect of whom no conflict of interest exists.

3. Order of precedence

- a) Personal attendance at the meeting by a shareholder who has voted or granted a proxy remotely, irrespective of the means used for its issuance, shall render such vote or proxy ineffective.
- b) Votes and proxy appointments made remotely shall also be rendered ineffective if the shareholder subsequently expressly revokes them, through the same means used for the issuance of the vote or proxy, within the established period.
- c) In the event that a shareholder casts several remote votes, the last vote received by the Company shall prevail.
- d) Voting, irrespective of the means used for its issuance, shall render ineffective any proxy appointment, even if the latter is granted after the vote has been cast.
- e) In the event that a shareholder grants several proxies, the last valid proxy received by the Company shall prevail.

4. Other provisions

Both remote voting and proxy appointments shall be rendered ineffective if the shareholder disposes of the Company's shares after the date established for such purpose.

In the event that the shareholder is a legal person, it must notify the Company of any amendment or revocation of the powers held by its representative and, therefore, Ercros declines any liability whatsoever until such notification is made.

The validity of votes cast or proxy appointments granted through remote means of communication shall be subject to verification of shareholder status. In the event of any discrepancy between the number of shares communicated by the shareholder and the number

appearing in the Iberclear records, the number of shares recorded in the Iberclear records shall prevail for quorum and voting purposes.

The safekeeping of the passwords or identification means required to exercise rights in connection with this meeting through the electronic means made available shall be the sole responsibility of the shareholder or their representative. In the event that the shareholder is a legal person, it must notify the Company of any amendment or revocation of the powers held by its representative and, therefore, the Company declines any liability whatsoever until such notification is made.

5. Technical incidents

Ercros reserves the right to modify, suspend, cancel or restrict the electronic voting and proxy appointment mechanisms for technical or security reasons.

Ercros shall not be liable for any damages that may arise from overloads, breakdowns, line failures, connection failures, malfunctioning of the postal service or any other circumstance beyond its control that temporarily prevents the use of the remote voting and proxy appointment mechanism.

6. Means of contacting the Ercros shareholder office

The Company makes the following channels available to shareholders:

a) Shareholder office

- Telephone: (+34) 93 439 30 09 and 93 306 93 00 (on working days from 8:00 a.m. to 5:30 p.m.); and
- Email: accionistas@ercros.es
- Postal address: Avenida Diagonal, 593-595, 5th floor, 08014 Barcelona

b) Corporate website

- [www.ercros.es/Accionistas e inversores/Gobierno corporativo/Junta de accionistas/Junta 2026](http://www.ercros.es/Accionistas%20e%20inversores/Gobierno%20corporativo/Junta%20de%20accionistas/Junta%202026)

Pere Kirchner Baliu
Secretary of the board of directors of Ercros

Barcelona, 15 May 2026

In the event of any discrepancy between the English and Spanish versions of this document, the Spanish version shall prevail.