

## **Report of the Audit Committee on the independence of the external auditor**

In accordance with article 529 *quaterdecies*, paragraph 4, of the Spanish Corporate Enterprises Act (“CEA”), the audit committee of Ercros, S.A. (“Ercros” or “the Company”), at its meeting held on February 20, 2026, has issued this report prior to the issuance of the external audit report.

This report contains the opinion of the audit committee regarding the independence of the external auditor in relation to the Company or entities directly or indirectly related to it, as well as an assessment of the provision of any additional services, individually and as a whole, other than the statutory audit, in relation to the independence regime or auditing regulatory framework.

Article 529 *quaterdecies*, paragraph 4, of the CEA provides that the audit committee must establish appropriate relations with the external auditor to receive information on matters that may jeopardise the auditor’s independence, for review by the committee, as well as any other matters related to the audit process, and any communications required by auditing legislation and auditing standards. In any event, the committee must receive annually from the external auditor a declaration of its independence from Ercros or entities related to Ercros, directly or indirectly, as well as information on any additional services of any kind provided and the corresponding fees received by the external auditor.

The statutory role of the audit committee in safeguarding the independence of the external auditor includes ensuring that both the Company and the external auditor comply with current regulations on the provision of non-audit services, limits on the concentration of the auditor’s business and, in general, all other rules established to ensure auditor independence.

In compliance with article 529 *quaterdecies*, paragraph 4, of the CEA, in 2025, the audit committee requested from the external auditor independence certificates for each category of additional service before their approval by the committee, in which the auditor confirmed that, to the best of its knowledge and belief, the services comply with the applicable independence standards.

Furthermore, in accordance with the aforementioned article, the audit committee, at its meeting held on October 6, 2023, resolved to submit to the board of directors the proposal for the appointment of PricewaterhouseCoopers S.L. (“PwC”) as external auditor for the 2024–2026 financial years, for submission to the general shareholders’ meeting, together with the terms of its engagement. This proposal was approved by the shareholders’ meeting held on June 28, 2024, under item four of the agenda, with 82.80% of the votes cast in favour.

During the 2025 financial year, PwC provided the following services:

- Performance of audits on the financial statements of the Company and the consolidated Group, for an amount of EUR 235,000.
- Provision of non-audit services, for an amount of EUR 136,000, representing 36.7% of the total services provided by the firm.



For the hiring of external auditor personnel, Ercros has established a procedure that requires the auditor to analyse the independence of its personnel and to obtain confirmation that no independence rules are breached.

Based on the foregoing, the audit committee of Ercros declares that, to the best of its knowledge and belief, neither in the audit process nor in the provision of additional services to Ercros has PwC incurred in any risk that could compromise its independence from the Company or its subsidiaries.

Lourdes Vega Fernández  
Chair of the Audit Committee

Barcelona, February 20, 2026

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