

PUBLIC REQUEST FOR REPRESENTATION FORMULATED BY THE COUNCIL

The board of directors of Ercros, S.A., at its meeting held on April 25, 2024, has agreed to make this public request for proxy in relation to the ordinary general meeting of shareholders, which will be held on June 27, 2024 at 12:00 noon., at Avenida Diagonal, 514, 6th floor, 08006 Barcelona, on first call, and, if the necessary quorum is not met, on June 28, 2024, at the same place and time, on second call.

At the same meeting, the board agreed to appoint as representatives of the shareholders who accept their public request for representation, indistinctly, 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.

This public request for proxy made by the board is open to shareholders who wish to be represented by those appointed by the board, in accordance with the provisions of article 186 of the Corporate Enterprise Act.

In the case of proxy cards received by the company, sent directly by shareholders or through depository institutions or book-entry holders, which don't indicate, or indicate incompletely or confusingly, the name of the person on whom the representation is conferred, it will be understood that the shareholder accepts the public request for proxy made by the board.

Request for voting instructions

Any shareholders who answer this public request for proxy made by the board may give express voting instructions for one or several of the items that will be submitted to a vote at the meeting, regardless of whether they are included or not on the agenda.

In this case, the proxy will vote in accordance with the instructions given and will be required to keep those instructions for one year from the date when the meeting is held.

As an exception, the proxy may vote contrary to instructions should circumstances arise that were unknown at the time the instructions were sent and the proxy runs the risk of damaging the interests of the person represented.

Specification of the vote in the absence of instructions

If the shareholder has accepted the public proxy request made by the board of directors and, in their proxy card, has not provided express voting instructions for one or more of the matters that -whether they are included or not on the agenda- are to be put to the vote of the meeting, the board of directors informs that the proxy shall vote in accordance with the following rule:

- (i) in favour of the proposed resolutions formulated by the board of directors; and
- (ii) in the way regarded by the board as most favourable for the interests of the shareholder represented, within the framework of corporate interest, on those items submitted to a vote at the meeting not put forward by the board of directors.

This rule will also apply if a shareholder has given voting instructions, but these instructions are not clear or are contradictory.

Conflict of interest of proxies

If one or several of the persons designated by the board of directors as proxies of those shareholders who answer their public request for proxy are in conflict of interest when voting on any of the proposals to be submitted to a vote at the meeting -and the shareholder has not given specific voting instructions- proxy will be understood to have been granted to any other persons designated who do not have a conflict of interest.

Pursuant to article 523 of the Corporate Enterprise Act, it is placed on record that if a shareholder designates the chairman of the meeting or another board member as their proxy, they may have a conflict of interest in any proposed resolutions that may be submitted to a vote at the meeting with regard to the cases established in article 526 of the Corporate Enterprise Act. In this case, if the shareholder has not given specific voting instructions on these proposals, the proxy will be conferred to any of the other proxies designated by the board of directors who do not have a conflict of interest.

Meeting agenda

The ordinary general meeting of shareholders of Ercros, convened by the board of directors at its meeting on 25 April 2024, for 27 June 2024, at Avenida Diagonal, 514, 6th floor, 08006 Barcelona, at 12:00 noon, on first call, and, if the necessary quorum is not met, on 28 June 2024, At the same place and time, on second call, it will take place according to the following agenda:

Proposed resolutions submitted for approval by the board

- (i) Examination and approval, if applicable, of the financial statements and directors' report of the Company and its consolidated Group, which includes the annual corporate governance report in a separate document, and the social management.
- (ii) Examination and approval, if applicable, of the proposed distribution of individual profit obtained by Ercros, S.A., which includes the distribution of a dividend in the amount of EUR 0.096 gross per share, payable on 10 July 2024, all for the year ended 31 December 2023.
- (iii) Examination and approval, if applicable, of the non-financial information statement (annual corporate social responsibility report) of the Company and its consolidated Group for the year ended 31 December 2023.
- (iv) Appointment of PricewaterhouseCoopers Auditores, S.L., as annual accounts auditor of the Company and its consolidated Group for the fiscal years 2024, 2025 and 2026.
- (v) Re-election of Mr. Antonio Zabalza Martí as executive director.

- (vi) Re-election of Mrs. Lourdes Vega Fernández, as independent director.
- (vii) Re-election of Mr. Laureano Roldán Aguilar, as external director.
- (viii) Re-election of Mr. Eduardo Sánchez Morrondo, as external director.
- (ix) Re-election of Mr. Joan Casas Galofré, as proprietary director.
- (x) Advisory vote on the annual directors' remuneration report for 2023.
- (xi) Delegation of powers to the managing director and the secretary of the board of directors for the interpretation, correction, supplementation, execution, and development of the agreements adopted by the shareholders' meeting, and delegation of powers for the elevation to public instrument and registration of the agreements, and, if necessary, for their correction.

Daniel Ripley Soria
Secretary of the board of directors of Ercros

Barcelona, 25 April 2024