



OBRASCON HUARTE LAIN, S.A.
Announcement of an Ordinary General Shareholders' Meeting
26 and 27 June 2025

The Board of Directors of OBRASCON HUARTE LAIN, S.A., in its meeting held on 22 May 2025, agreed to call the Ordinary General Shareholders' Meeting to be held on-line only, this means without physical attendance of shareholders, representatives or guests next, next 26 June 2025, at 12:00 hours, at first call and in the absence of the statutory quorum, next 27 June 2025, at 12:00 hours at the same time and place. Subject to legal provisions, the General Meeting will be considered as seated at the registered address located in Madrid, at Paseo de la Castellana, número 259-D. The agenda of the General Meeting will be as follows.

AGENDA

- 1.- Examination and approval if applicable of the individual annual accounts (balance sheet, profit and loss account, statement of changes in net equity, statement of cash flows and report) and Management Report of year 2024 of OBRASCON HUARTE LAIN, S.A., as well as its Consolidated Group.
- 2.- Examination and approval if applicable, of the statement of non-financial information part of the consolidated management report for year 2024.
- 3.- Examination and approval if applicable, of the result of year 2024.
4. - Examination and approval if applicable of the management of the Board of Directors during 2024.
- 5.- Examination and approval if applicable of the proposal for the reclassification of the revaluation reserve.
- 6.- Re-election if applicable of the Auditors of accounts of the Company and its Consolidated Group for 2025.
- 7.- Appointment of the verifier of the information on sustainability for 2025.
- 8.- Advisory vote on the Annual Report on Directors' Remuneration for the 2024 financial year.
- 9.- Policy on Remuneration of directors 2025-2028.
- 10.- Re-election of directors:
 - 10.1. Mr. Luis Fernando Martín Amodio Herrera
 - 10.2. Mr. Julio Mauricio Martín Amodio Herrera
- 11.- Ratification and appointment of directors appointed by co-option:

11.1. Mr. Andrés Holzer Neumann

11.2. Ms. Ximena Maria Caraza Campos Barrenechea

11.3. Mr. Vicente Rodero Rodero

11.4. Mr. Jose Miguel Andrés Torrecillas

11.5. Ms. Socorro Fernández Larrea

- 12.-** Ratification of number of directors at 10 and maintenance of possible vacancies.
- 13.-** Ratification of granting, extension and/or ratification of personal and real guarantees within the context of Recapitalisation and Financing of the Company.
- 14.-** Authorisation to the Board of Directors, expressly empowered to sub-delegate, in order to agree on a capital increase in the terms and with the limits foreseen in Article 297.1.b) of the Capital Companies Act, once or several times, by a maximum amount equal to half the share capital existing at the authorisation date, within a term of five years; and the right to exclude pre-emption rights (as the case may be) up to a limit of 20% of the share capital at the authorisation date.
- 15.-** Delegation of rights to implement, formalise in a public deed and register the foregoing resolutions; likewise, to accordingly deposit the Annual Accounts at the Commercial Registry.

RIGHT TO INFORMATION

Shareholders are entitled to examine at the registered address located in Madrid, at Paseo de la Castellana, number 259-D, Torrespacio or through the website of the Company (www.ohl.es) as well as to be provided with and receive without charge, copies of the following documents:

- ☐ This announcement of the Ordinary General Shareholders' Meeting.
- ☐ Annual Accounts (balance sheet, profit and loss account, statement of changes in net equity, cash flow statement and notes to the accounts) and Management Report for the 2024 financial year.
- ☐ Annual Accounts (balance sheet, profit and loss account, statement of changes in equity, cash flow statement and notes) and Management Report, including the non-financial information statement, of the Consolidated Group for the 2024 financial year.
- ☐ Reports issued by the audit firm on the annual accounts of the Company and its Consolidated Group for the 2024 financial year.
- ☐ Annual Corporate Governance Report for the 2024 financial year.

- Annual Remuneration Report for directors for the 2024 financial year.
- The full text of the proposed resolutions formulated by the Board of Directors in relation to the items on the agenda.
- Proposals and supporting reports from the Board of Directors and the Appointments and Remuneration Committee, as appropriate, assessing the competence, experience and merits of the directors whose re-election or ratification has been proposed to the General Meeting in accordance with Article 529 decies of the Spanish Companies Act, including their identity, curriculum vitae and category.
- Report of the Appointments and Remuneration Committee on a reasoned proposal related to the Remuneration Policy for Directors proposed to the General Meeting and the full text of said Remuneration Policy.
- Explanatory report of the proposed delegation to the Board of Directors of the right to increase the share capital by issuing new shares and the right to exclude pre-emption rights.

From this announcement and until the seating of the General Meeting, all documentation of the General Meeting will be available on the corporate Web Page of the Company (www.ohl.es). Shareholders are hereby informed that such information includes the template of the attendance card, delegation and distance vote (hereinafter, the “attendance card”), Standards of Delegation, distance vote and on-line attendance, and a document showing the total number of shares and voting rights in Obrascón Huarte Lain, S.A. when the General Meeting was called.

Until the fifth day prior to the celebration of the General Meeting, shareholders may request to the Board of Directors the information and explanations considered due and appropriate or prepare the questions considered relevant about the issues of the agenda as well as the explanations about the information available for the public provided by the Company to the National Stock Market Commission from the seating of the last Shareholders Meeting (22 October 2024) and about the audit report. For these purposes, shareholders may refer to the Shareholder Relations Department at 91.348.41.57 or email: relacion.accionistas@ohla-group.com.

ELECTRONIC SHAREHOLDER FORUM

Pursuant to Article 539.2 of the Capital Companies Act, after the Company called a General Meeting it enabled an Electronic Shareholder Forum on its corporate website (www.ohl.es). Such forum may be accessed, with the necessary safeguards, by both individual shareholders and any voluntary associations that may be incorporated in accordance with current law, in order to facilitate communication before the General Meeting is held.

The forum may be used to post any proposals to be submitted, in addition to the agenda announced in the call, requests to adhere to such proposals, initiatives to reach the



necessary percentage with which to exercise a minority right foreseen by law, as well as offers or voluntary proxy requests.

The forum does not constitute a channel for communications between the Company and its shareholders, and is only enabled to facilitate communications amongst Company shareholders following the call of this General Meeting.

For access to this forum, all shareholders may obtain an individual access code through the corporate website (www.ohl.es), following the instructions and terms of use approved by the Board of Directors.



ATTENDANCE AND VOTING BY REMOTE MEANS

Pursuant to Article 13 of the Company By-laws and Article 8 of the General Meeting Regulations, all Meetings will be held on-line only, i.e. without the on-site attendance of shareholders, representatives or guests. The Company will have the necessary technical means in place to allow all shareholders and representatives to connect in real time and participate remotely the day the General Meeting is held.

All shareholders may exercise their right to attend this General Meeting by remote means following the instructions below and other rules on proxy and distance voting, and telematic attendance:

Connection, registration and attendance: A shareholder (or its representative, as the case may be) intending to attend the Meeting by remote means must register through the means in place to that effect between 10:00 and 11:45 on the day scheduled for the Meeting. For this, the shareholder must enter the General Meeting section on the Company's corporate website (www.ohl.es), "Attendance by remote means", follow the necessary instructions and complete the details required. If the General Meeting is not convened at first call, the shareholder (or its representative) must register the following day, within the same time range, in order to be held at second call. No registration to exercise a right to attend by remote means will be accepted if made outside the hours indicated. In order to guarantee their identity, all shareholders and representatives intending to attend the General Meeting by remote means must confirm their identity with an electronic ID or recognised/advanced electronic signature, based on a recognised and current electronic certificate issued by Spain's Public Certifying Entity (CERES), pertaining to the Spanish Royal Mint. The Company may enable additional means of identification to duly guarantee shareholder identity.

All representatives, at least twenty-four (24) hours before the date scheduled to hold the General Meeting at first call, should no proxy be sent to the Company by e-mail, must confirm their representation by sending a scanned copy of their Spanish identity card, foreigner's identification number or passport, as well as a proxy and voting card signed by the principal shareholder and representative, to this e-mail: relacion.accionistas@ohla-group.com. Legal person representatives should also send a scanned copy to the same address of their power of attorney, or other document entitling them to represent a legal person.

Once a shareholder or its representative (as the case may be) has registered further to the indicated means and in the timeframe established, it may attend, intervene and vote at the General Meeting by remote means, duly connecting on-line on the day scheduled for the meeting as foreseen below.

The Company reserves the right to demand that its shareholders or their representatives display any additional means of identification deemed necessary to ascertain shareholder or representative status, thus guaranteeing the authenticity of their vote.

Confirmation of shareholder status for registered persons: When drawing up a list of General Meeting attendants, the Company will check the shareholder and



representative status of all registered persons. On-line attendance will be conditioned to the registered shareholder holding shares entered into the accounting ledger, at least five (5) days prior to the date scheduled for the General Meeting (i.e. 20 June 2025).

Intervention and questions: If shareholders attending on-line wish to forward or make any written interventions, requests for information, clarifications and proposals, to be read out during the General Meeting, these will be formulated or sent to the Company from the time of registration and until the General Meeting convenes; this will be duly referred to during the course of the General Meeting. If shareholders wish to send or formulate, through their on-line participation (audio/video), interventions, requests for information, clarifications and proposals, they must indicate their wish to do so from the time of registration until the General Meeting convenes; this will be duly referred to during the course of the General Meeting.

Interventions will only be recorded in the minutes of the meeting if this is expressly requested. Any shareholders exercising their right of information during the Meeting, where applicable, will receive a verbal response whilst it is ongoing, or in writing within seven days after the meeting in question.

If the General Meeting is eventually held at second call, any attendants by remote means who joined the meeting at first call and forwarded interventions and proposals for resolutions, or requests for information or clarification, must send these again, in the indicated terms, on the day when the meeting is held; otherwise, they will not be considered.

Voting: A vote may be issued on proposals related to items of the agenda following the instructions posted on the corporate website, from the time each shareholder or its representative connects to a General Meeting and until the Chairman or Secretary (as the case may be) announces the end of a vote on the proposed resolutions. Any proposed resolutions on items not included in the agenda may be voted upon by those attending electronically from the moment such proposals are read out to be voted upon.

For any issue not expressly regulated herein, shareholders attending by remote means will be subject to the same rules on voting and the adoption of resolutions, foreseen in the General Meeting Regulations for on-site attendance.

Other issues: Each shareholder's remote attendance will be equivalent to its on-site attendance at the General Meeting. All shareholders' on-line attendance will prevail over votes issued electronically and in advance and powers of attorney granted before the General Meeting is held.

The Company reserves the right to adopt any pertinent measures related to means of electronic attendance to General Meetings, if required or ordered for technical or safety reasons. The Company waives any harm that a shareholder may suffer due to breakdowns, overloading, downtime, connection failures or other eventuality of the same or similar type, beyond the Company's control, which prevent the use of means to electronically attend General Meetings. The foregoing will apply without prejudice to any measures adopted in each specific situation, to include a potential temporary suspension



or extension of a General Meeting, if necessary to ensure that shareholders or their representatives are able to fully exercise their rights.

RIGHTS OF ATTENDANCE, REPRESENTATION AND VOTING

Pursuant to Article 13 of the Company By-laws, a General Meeting may be attended by all Company shareholders. In order for a shareholder to be entitled to speak and vote at this General Meeting, it will be indispensable for its shares to be recorded in the accounting ledger at least five (5) days before the date scheduled for the meeting (i.e. 20 June 2025), and to hold a proxy and voting card. This card may be replaced with an entitlement certificate or any other document confirming title of the shares, issued to that end by each competent managing or adhered entity.

Any shareholder entitled to attend may be represented at a General Meeting through someone else, even if not a shareholder. Each proxy will be conferred in writing. A shareholder intending to grant a proxy must sign and complete a proxy and voting card, identifying the person who will attend in its stead, indicating how to vote (if precise instructions are given).

If a shareholder granting a proxy does not provide any voting instructions, or if in doubt as to the attorney or scope of the proxy, the following will be presumed: (i) a proxy is indistinctly made to the Chairman, Secretary or Vice Secretary of the Board of Directors; (ii) it will cover all proposals making up the General Meeting's agenda; (iii) it is presumed to vote in favour of such proposals; and (iv) it will also cover any matters not included in the Agenda, for which the attorney may vote as deemed favourable in the principal's interests.

The designated representative may send the proxy in advance to the General Meeting, up to twenty-four (24) hours before the date scheduled to begin the General Meeting at first call, by post, to OBRASCÓN HUARTE LAÍN, S.A. (Shareholder Relations Department, Paseo de la Castellana, número 259-D, Madrid). Shareholders may accordingly use their original proxy and voting cards, sent after the General Meeting is called by the entities in charge of the accounting records where their shares are registered.

Furthermore, all shareholders may grant a proxy prior to a General Meeting, up to twenty-four (24) hours before the time scheduled to begin the General Meeting at first call, by electronic means that duly guarantee the proxy and attorney's identity. The appointment of a representative by electronic means, and its notification to the Company, will be completed through the Company's corporate website (www.ohl.es), in its specific section. In order to guarantee their identity, any shareholders intending to grant a proxy electronically must confirm their identity with an electronic ID Card or recognised/advanced electronic signature, issued by Spain's Public Certifying Entity (CERES), pertaining to the Spanish Royal Mint.

Any proxy granted as foreseen above may be expressly revoked, using the same means through which the proxy was completed. A revocation will be effective vis-à-vis the



Company if the latter received it at least twenty-four (24) hours before the date scheduled to hold the General Meeting at first call. Likewise, a proxy will be presumed as revoked if a shareholder attends the meeting electronically, who previously granted a proxy, or if the shares are sold through which it acquires shareholder status, at least five (5) days before the date scheduled to hold a General Meeting.

All shareholders with a right of attendance may vote remotely on proposals related to items included in the agenda, by post. In order to vote by post, each shareholder must send a proxy and voting card, duly signed and completed, to OBRASCÓN HUARTE LAÍN, S.A. (addressed to the Shareholder Relations Department, Paseo de la Castellana, número 259-D, Madrid). Any vote issued by post must be received by the Company at least twenty-four (24) hours before the time foreseen to hold a General Meeting at first call. Any shareholders voting by post in the aforementioned terms will be considered as present when the General Meeting is convened. Any vote issued in accordance with the foregoing may be invalidated in the terms foreseen in Article 13 of the Company By-laws.

Furthermore, any shareholders with a right of attendance may also exercise their voting right electronically. For this, each shareholder must enter the specific section enabled on the Company's corporate website (www.ohl.es). Electronic votes may be made after the call is posted and until at least twenty-four (24) hours prior to the date scheduled to hold the General Meeting at first call. Distance votes may be revoked through the same means used to vote, expressly and within the timeframe foreseen, or if the voting shareholder attends on-site or on-line, or the shares granting it shareholder status are sold at least five (5) days prior to the date scheduled for the General Meeting.

DATA PROTECTION

All personal data (including image and voice, in each case) provided by shareholders or their representatives (if any) to the Company when exercising their rights of attendance, proxy and vote, when a General Meeting is held, or provided by any banks and securities companies/agencies where such shareholders hold their shares, through the entity that is legally entitled to keep a book entry ledger, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (IBERCLEAR), will be processed by the Company as the data controller, in order to handle and supervise the Company's shareholder relations, to fulfil its legal obligations (including the provision of any information requested by its shareholders after a call and their participation and exercisable rights on the forum), as well as the holding, recording and broadcasting of General Meetings. Attendance at a General Shareholders' Meeting entails each attendant's consent to its recording. The lawfulness of this data processing is based on management of shareholder relations, fulfilment of legal obligations and, as regards the collection and broadcasting of image and sound, the Company's legitimate interest in recording and broadcasting its General Meetings.

All data may be accessed by the Notary Public in attendance at a General Meeting and may be provided to third parties further to their right of information, foreseen by law, or



may be publicly accessed insofar as included in the documentation posted on the Company's website (www.ohl.es) or manifested at a General Meeting.

In general, all personal data will be saved during shareholder relations and, thereafter during the statute of limitations of any legal or contractual responsibilities that may arise as a consequence.

All data subjects may forward their requests for access, rectification, objection, erasure, portability and limitation on their processing as foreseen in applicable regulations, by sending written notice to the Company's registered address, OBRASCÓN HUARTE LAÍN, S.A. (Shareholder Relations Department), Paseo de la Castellana, número 259-D, Madrid. Furthermore, data subjects may bring a claim before the Company's Data Protection Officer (dpd@ohla-group.com) and/or the Spanish Data Protection Agency (www.aepd.es).

If the shareholder's proxy and voting card includes personal data belonging to other natural persons, the shareholder will be in charge of informing them of the foregoing, meeting any other requirements that may apply to adequately assign such personal data to the Company without the latter having to take any extra step with respect to such interested parties.

NOTARIAL FORMALISATION

The Board of Directors has decided to request that a Notary Public be present in order to issue notarial minutes of this General Shareholders' Meeting.

This General Meeting will presumably be held at second call.

In Madrid, on 22 May 2025.

The Secretary of the Board of Directors
José María del Cuvillo Pemán