PROPOSED RESOLUTIONS
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF OBRASCON HUARTE LAIN, S.A.
(November 16 and 17, 2026)

FIRST RESOLUTION .- Consolidation and cancellation of the shares into which the Company's share capital is divided at the time this resolution is executed, for exchange for newly issued shares, at the ratio of one (1) new share for every ten (10) pre-existing shares, thereby increasing the par value of each share from 0.25 euros to 2.50 euros. Capital reduction resulting from the consolidation and cancellation of shares. Amendment of Article 5 of the Bylaws. Delegation of powers.

1. Share Consolidation

It is hereby resolved to consolidate and cancel all shares into which the Company's share capital is divided at the time of the execution of this resolution, in exchange for newly issued shares at the ratio of one (1) new share for every ten (10) old shares, thereby increasing the par value per share from 0.25 euros to 2.50 euros, without altering the Company's total share capital.

The new shares issued and put into circulation shall be common shares, represented by book-entry records, the accounting records for which shall be maintained by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. ("Iberclear") and its participating entities.

The new shares will be of the same series and class and will have the same economic and voting rights as the existing shares, in proportion to their par value.

1.1. Effective Date and Exchange Procedure

The implementation of the reverse stock split resolution and the resulting amendment to the bylaws will be made public through announcements in the Official Gazette of the Commercial Registry, on the Company's website, and in the stock exchange bulletins of the Spanish stock exchanges.

The share exchange will take effect on the date determined by the Board of Directors (**"Effective** Date") once the consolidation resolution and the resulting amendment to the bylaws have been recorded in the Company's registry. The Effective Date will be made public through the publication of the corresponding insider information notice or other relevant information.

Shareholders who are duly registered as such at the close of trading on the trading day following the Effective Date, according to the accounting records of Iberclear and its participating entities, will be entitled to receive one (1) new share for every ten (10) old shares, and such exchange will be carried out automatically. The new shares are expected to be delivered to shareholders on the second trading business day following the Effective Date.

The share exchange will be carried out in accordance with the procedures established for securities represented by book-entry records, through the corresponding participating entities, in accordance with the instructions issued for this purpose by Iberclear and the agent bank.

1.2. Treatment of Fractional Shares

Shareholders who, after applying the exchange ratio resulting from the consolidation, hold a number of shares that is not a multiple of ten (10) may purchase or transfer the necessary shares of the Company to reach a number of shares that is a multiple of the exchange ratio.

In the event that, at the close of markets on the trading day following the Effective Date as described above, any shareholder still holds a number of shares that is not a multiple of ten (10), the excess shares will be purchased by an agent bank engaged by the Company, on the Company's behalf. The purchase of shares will be carried out pursuant to the authorization approved by the Extraordinary General Meeting, under the second item on the agenda, to conduct derivative purchases of treasury shares.

The purchase price will be the closing price on the business day preceding the Effective Date, and the sale will entail no additional cost to shareholders holding such excess shares, except for any fees and brokerage commissions that may be charged by their respective custodian institutions and/or brokerage firms.

The amount corresponding to the purchase of the excess shares will be paid by the agent to the participating institutions in Iberclear for credit to the accounts of shareholders who have their shares in the Company deposited with those institutions. Said payment is expected to be made by the agent on the second trading business day following the Effective Date.

1.3. Application for Admission to Official Trading

It is agreed to request that, once the public deed formalizing the consolidation of the currently outstanding shares and their exchange for newly issued shares—with a modification of the par value of the shares—has been registered in the Commercial Registry, the old shares be simultaneously delisted, and that the new shares be admitted to trading on the Madrid and Barcelona Stock Exchanges—where the stock is listed—through the Stock Exchange Interconnection System (Continuous Market), as well as to carry out the necessary procedures and actions and submit the required documents to the competent authorities for the admission to trading of the new shares issued as a result of the adopted resolution.

It is expressly stated that the Company is subject to the rules that exist or may be enacted regarding the stock exchange and, in particular, concerning the listing, continued listing, and delisting from official trading. For these purposes, it is hereby stated that, in accordance with Articles 1.4.e) and 1.5.d) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and repealing Directive 2003/71/EC, the obligation to publish a prospectus does not apply, since the new shares are issued in substitution for shares of the same class already issued and the issuance does not entail any increase in the issued capital.

2. Technical capital reduction

Prior to the implementation of the stock consolidation referred to in paragraph 1 of this resolution, it is agreed to reduce the Company's share capital by 1.25 euros through the cancellation of five (5) treasury shares, each with a par value of 0.25 euros.

The purpose of the capital reduction is to adjust the number of shares so that the share consolidation may be carried out in accordance with the provisions of paragraph 1 of this resolution, such that the total number of pre-existing shares to be consolidated is a multiple of the ratio established in the exchange ratio, that is, one (1) new share for every ten (10) old shares.

Pursuant to the provisions of Article 335(c) of the Capital Companies Act, the Company will establish a restricted reserve in an amount equal to the par value of the canceled shares, which may only be released under the same conditions as those required for a reduction in share capital. Consequently, in accordance with the dipositions of said provision, the right of creditors to object referred to in Article 334 of the Capital Companies Act shall not apply.

Following the capital reduction and immediately prior to carrying out the share consolidation as provided for in paragraph 1 above of this resolution, the share capital shall be set at 345,858,067.50 euros, divided into 1,383,432,270 common shares, each with a par value of 0.25 euros.

The capital reduction must, in any event, be carried out within one (1) year from the date of this resolution.

3. Amendment to Article 5 of the Bylaws

Once the capital reduction provided for in paragraph 2 above and the consolidation and exchange of shares provided for in paragraph 1 have been carried out, Article 5 of the Company's Bylaws relating to

the share capital shall be amended to adapt its content to the Company's new par value and number of shares. The new wording of the article shall be as follows:

"Article 5.—

The share capital is set at THREE HUNDRED FORTY-FIVE MILLION EIGHT HUNDRED FIFTY-EIGHT THOUSAND SIXTY-SEVEN EUROS AND FIFTY CENTS (345,858,067.50 EUROS), represented by ONE HUNDRED THIRTY-EIGHT MILLION THREE HUNDRED FORTY-THREE THOUSAND TWO HUNDRED TWENTY-SEVEN (138,343,227) shares with a par value of TWO EUROS AND FIFTY CENTS (2.50 EUROS) each, of a single series and class.

All shares are fully paid up at one hundred percent of their par value."

4. Delegation of Powers

It is hereby resolved to delegate to the Board of Directors, to the fullest extent permitted by law, with the authority to delegate further to the Chairman, Vice Chairman, Chief Executive Officer, Secretary, or Deputy Secretary of the Board of Directors, (i) the authority to implement the proposed resolutions within a period of one (1) year and to establish all the terms and conditions of the consolidation and exchange of shares and the capital reduction within the limits set by the Extraordinary General Meeting of Shareholders, including, in particular, (a) the setting of the Effective Date, or (b) where applicable, the decision not to implement the proposed resolutions if the Board of Directors, providing a reasoned explanation, determines that doing so could be detrimental or contrary to the Company's interests, in which case it shall disclose such information as inside information or other relevant information; and (ii) without prejudice to any existing delegations of authority or powers of attorney, the authority to take all actions and complete all procedures necessary or merely advisable to ensure the execution and successful completion of the share consolidation, the increase in the par value of the shares, and the capital reduction; and in particular, by way of example only, the following:

(a) draft, serve, and manage any document, publication, or certification required in connection with the share consolidation and capital reduction;

(b) rewrite Article 5 of the Company's Bylaws, relating to share capital, to bring it into line with the outcome of the share consolidation and capital reduction;

(c) carry out all necessary procedures to ensure that the new shares are registered in Iberclear's accounting records in accordance with legally established procedures;

(d) to file, at the time it deems appropriate, the application and related procedures before the National Securities Market Commission, the Governing Bodies of the Madrid and Barcelona Stock Exchanges, the Stock Exchange Association, Iberclear, and any other agency, entity, or public or private registry, whether domestic or foreign, for the admission to trading of all shares comprising the share capital on the Madrid and Barcelona Stock Exchanges, as well as their trading through the Stock Exchange Interconnection System (Continuous Market) and the simultaneous delisting of the old shares being canceled, and to carry out whatever procedures, actions, declarations, or formalities may be necessary or appropriate for the purposes of, among other things, obtaining authorization, verification, and admission to trading of the shares;

(e) draft and publish any announcements regarding the share consolidation and capital reduction that are necessary or appropriate, including disclosures of inside information or other relevant information, the announcement in the Official Gazette of the Commercial Registry, the announcement on the Company's website, announcements in the press, or in the stock price bulletins of the Spanish Stock Exchanges;

(f) to take whatever actions are necessary or appropriate to carry out and formalize the share consolidation and capital reduction before any public or private entities and agencies, whether Spanish or foreign, including those involving declarations, supplements, or corrections of defects or omissions that might prevent or hinder the full effectiveness of the foregoing resolutions;

(g) to determine, where appropriate, the entities to be involved in the process to coordinate the transaction and, in general, all the criteria to be followed in the process;

(h) draft and execute such commitments, agreements, contracts, or any other type of document, on the terms they deem appropriate, with any entity related in any way to the transaction;

(i) execute as many public and private documents as may be necessary for the full or partial implementation of the share consolidation and capital reduction, and have the authority to perform whatever acts may be appropriate in connection with the foregoing agreements for the purpose of registering them in the Commercial Registry and in any other relevant registries, including, in particular, and, among other powers, the power to appear before a notary to execute the public deeds and notarial acts necessary or appropriate for that purpose, to correct, rectify, ratify, interpret, or supplement what has been agreed upon, and to formalize any other public or private document that may be necessary or appropriate until the full registration of the resolutions adopted by the Extraordinary General Meeting of Shareholders is achieved, without the need for a new resolution;

(j) to make any payments in connection with the share consolidation and the acquisition of fractional shares, as well as to pay any expenses or fees, in particular those relating to the registration of the share consolidation and the capital reduction with the Commercial Registry, the fees of the agent bank and the attorneys involved, as well as any taxes or other expenses arising in connection with the share consolidation and the capital reduction; and

(k) in general, the authority to perform whatever acts and execute whatever public or private documents may be necessary or appropriate, in the judgment of the Board of Directors or of whoever may have been delegated such authority, as the case may be, for the full effectiveness and fulfillment of the foregoing resolutions.

SECOND RESOLUTION.— To authorize the Company's Board of Directors, in accordance with Article 146 of the Capital Companies Act, to acquire shares of the Company itself, through any form of transfer permitted by law, either directly or through a subsidiary or affiliated company, up to the maximum amount permitted by law.

This authorization is granted for a term of 5 years, and the shares may be acquired at a maximum price of 15 euros per share, with no minimum price established.

In accordance with the provisions of Article 146.1a) of the Capital Companies Act, the acquired shares may (i) be distributed to the company's employees or directors in accordance with their compensation or as a result of stock option plans or equity participation plans that have been duly approved; (ii) be sold; or (iii) be held as treasury stock for other purposes determined by the Board of Directors.

This authorization is requested as a result of the reverse stock split approved in the first item on the agenda, which increases the par value of the pre-existing shares, thereby rendering the unused portion of the authorization granted in this regard at the Ordinary General Meeting of June 30, 2026, null and void.

This proposal has received a favorable report from the Audit and Compliance Committee.

THIRD RESOLUTION.— To increase the current number of members of the Board of Directors by one, setting it at ten (10) directors, within the maximum and minimum limits established in Article 20 of the Bylaws.

FOURTH RESOLUTION.- To ratify the appointment of Ms. Maria Luz Medrano Aranguren as an independent director of the Company, made by the Board of Directors on September 22, 2026, and to reelect her for the statutory term of four years beginning on the date of this resolution.

It is hereby noted that Ms. Maria Luz Medrano Aranguren does not hold any executive position in the Company; her appointment was not made at the proposal of any shareholder group; and, consequently, for all legal and statutory purposes and in accordance with applicable corporate governance principles and standards, she is considered an independent director.

Her professional background is as follows:

Lawyer, she is currently Secretary of the Board of Directors and Director of the Legal Department at EBN Negocios, S.A. She has served as Deputy General Secretary and Deputy Secretary of the Board of Directors and Director of Legal Services of Telefonica, SA, a member of the "Top Board" advisory board of Hedspring IE Business School & Financial Times, and a member of the CNMV Advisory Committee.

Ms. Medrano Aranguren´s appointment is made upon the recommendation of the Appointments and Remuneration Committee.

FIFTH RESOLUTION.— To appoint Ms. Maria Eugenia Sidaoui Dib as an independent director of the Company. Ms. Sidaoui Dib's appointment is for the statutory term of four (4) years, effective as of the date of this resolution.

It is hereby noted that Ms. Maria Eugenia Sidaoui Dib does not hold any executive position in the Company; her appointment is not made at the proposal of any shareholder group; and, consequently, for legal and statutory purposes and in accordance with applicable principles and standards of good governance, she is considered an independent director.

Her professional background is as follows:

She holds a bachelor's degree in Economics and Business Administration. As the founder and current CEO of Fians Capital, S.A. de C.V., she has served on the boards of directors of various companies, including Cintra, Aeroméxico, Mexicana de Aviación, and the Spanish Chamber of Commerce, and has served as Chair of the Board of Directors of Hipotecaria Su Casita. She is currently a member of the Mipymex Advisory Committee and the Board of Directors of the British Chamber of Commerce.

Ms. Sidaoui Dib's appointment is made upon the recommendation of the Nominating and Compensation Committee.

SIXTH RESOLUTION.— To delegate to the Board of Directors the authority to supplement and amend the approved resolutions and to expressly authorize the Chairman, Secretary, and Deputy Secretary so that any one of them, vested with whatever powers are necessary under the law, may appear before a notary public to have the adopted resolutions notarized and to take whatever steps are necessary to ensure their registration, where applicable, in the corresponding public registries, as well as to file the annual financial statements with the Commercial Registry as required and to execute, if necessary, documents clarifying or correcting the initial ones, requesting, where appropriate, partial registration in accordance with the verbal or written assessment of the Commercial Registry.

The Board of Directors

October 13, 2026.