



## General Shareholders' Meeting

### COX ABG GROUP, S.A.

The Board of Directors of Cox ABG Group, S.A. (the "**Company**"), at its meeting held on 20 April 2026, resolved to convene the Ordinary General Shareholders' Meeting, to be held at the Company's registered office, located at Energía Solar Street No. 1, Campus Palmas Altas, Seville, on **22 May 2026 at 11:00 a.m.**, on first call, which is the call at which the meeting is expected to be held, and, if the required quorum is not reached, on second call, on the following day, 23 May 2026, at the same time and place, in accordance with the following agenda:

#### Agenda

1. Annual Accounts and corporate management:
  - 1.1. Approval of the Annual Accounts and the Management Report of both the Company and its consolidated Group for the financial year 2025.
  - 1.2. Approval of the Non-Financial Information Statement and Sustainability Information of the consolidated Group for the financial year 2025.
  - 1.3. Approval of the management activities of the Board of Directors of the Company during the financial year 2025.
2. Approval of the proposal for the allocation of the Company's results for the financial year 2025.
3. Re-election of the statutory auditor of the Company and its consolidated Group for the financial year 2026.
4. Amendment of Article 1 of the Articles of Association ("Company name and legal regime").
5. Directors' Remuneration:
  - 5.1. Amendment of the Directors' Remuneration Policy.
  - 5.2. Approval of the fixed remuneration for Directors in the form of the delivery of shares and/or cash for the financial year 2026.
  - 5.3. Approval of the long-term incentive plan, including the delivery of shares and/or cash, addressed to senior executives, including executive Directors.
  - 5.4. Advisory vote on the Annual Directors' Remuneration Report for the financial year 2025.
6. Delegation to the Board of Directors, with express powers of substitution, of the authority to increase the share capital through cash contributions, within the legal limits and pursuant to Article 297.1.b) of the Spanish Capital Companies Act, with express authority to exclude pre-emptive subscription rights in accordance with Article 506 of the Spanish Capital Companies Act.
7. Delegation to the Board of Directors, with express powers of substitution, of the authority to issue, on one or more occasions, debentures or other similar fixed-income securities convertible into newly issued shares and/or exchangeable for existing shares, as well as warrants or other



similar securities or instruments of an analogous nature that may entitle their holders, directly or indirectly, to subscribe for and/or acquire shares of the Company, with express authority to exclude pre-emptive subscription rights pursuant to Article 511 of the Spanish Capital Companies Act, as well as to increase the share capital by the amount necessary to cover the conversion or exercise of the warrants. Establishment of the criteria for determining the bases and modalities of conversion and/or exchange and the exercise of the warrants.

8. Authorisation to the Board of Directors for the derivative acquisition of treasury shares, directly or through Group companies, in accordance with applicable regulations.
9. Reduction of the notice period for Extraordinary General Shareholders' Meetings.
10. Delegation of powers for the interpretation, rectification, implementation, formalisation and registration of the resolutions adopted.

**I. Right to request the publication of a supplement to the notice of meeting and to submit substantiated proposed resolutions**

Pursuant to Articles 519 of the Spanish Capital Companies Act and 13 of the Articles of Association, shareholders representing at least three percent (3%) of the share capital may request the publication of a supplement to this notice of meeting, including one or more additional items on the agenda, provided that the new items are accompanied by a justification or a duly substantiated proposed resolution.

This right must be exercised by means of reliable notice to be received at the Company's registered office (Energía Solar Street No. 1, Campus Palmas Altas, 41014 Seville) within five (5) calendar days following the publication of the notice of meeting.

Likewise, shareholders representing at least three percent (3%) of the share capital may, within the same period indicated above, submit substantiated proposed resolutions regarding matters already included or that should be included on the agenda of the General Shareholders' Meeting. Such proposed resolutions shall be published on the Company's corporate website, in accordance with applicable regulations.

**II. Right to information**

From the date of publication of this notice of meeting, the Company shall continuously make available on its corporate website ([www.grupocox.com](http://www.grupocox.com)) the information listed below, which any shareholder may also examine at the registered office and request free delivery or dispatch in writing to the registered office (Energía Solar Street No. 1, Campus Palmas Altas, 41014 Seville) or by email to [juntageneral@grupocox.com](mailto:juntageneral@grupocox.com):

- The full text of this notice of the Ordinary General Shareholders' Meeting.
- Information regarding the total number of shares and voting rights as at the date of publication of the notice.
- The full texts of the proposed resolutions.



- The Annual Accounts and Management Reports of the Company and its consolidated Group submitted for approval at this General Meeting, including the corresponding Auditors' Reports; as well as the consolidated Non-Financial Information Statement and Sustainability Information included in the Consolidated Management Report, together with the verification report.
- The report of the Board of Directors regarding the proposed amendment of the Articles of Association submitted for approval under item 4 of the agenda.
- The reasoned proposal of the Board of Directors regarding the amendment of the Directors' Remuneration Policy, together with the report of the Appointments and Remuneration Committee, submitted for approval under item 5.1 of the agenda.
- The report of the Board of Directors regarding the proposed delegation to the Board of the authority to increase the share capital and to decide on the exclusion of pre-emptive subscription rights, submitted for approval under item 6 of the agenda.
- The report of the Board of Directors regarding the proposed delegation to issue debentures or other securities, submitted for approval under item 7 of the agenda.
- The Annual Corporate Governance Report for the financial year 2025.
- The Annual Directors' Remuneration Report for the financial year 2025.
- The report of the Audit Committee on the independence of the statutory auditor for the financial year 2025.
- The annual activity report of the Audit Committee for the financial year 2025.
- The annual activity report of the Appointments and Remuneration Committee for the financial year 2025.
- The annual activity report of the Sustainability and Compliance Committee for the financial year 2025.
- The report of the Audit Committee on related-party transactions for the financial year 2025.
- The attendance, proxy and remote voting card template.
- The Rules governing the operation of the Electronic Shareholders' Forum.
- The full text of the General Shareholders' Meeting Regulations.
- The full text of the Articles of Association.

Pursuant to Article 12 of the General Shareholders' Meeting Regulations, from the date of publication of this notice and until the fifth (5th) calendar day prior to the date scheduled for the General Shareholders' Meeting, shareholders may request from the Board of Directors any information or clarification they deem necessary, or submit in writing any questions they consider pertinent regarding the matters included on the agenda, publicly available information provided by



the Company to the Spanish Securities Market Commission (CNMV) since the last General Shareholders' Meeting (4 November 2025), and the auditor's report.

Such requests must include the shareholder's full name, the number of shares held and supporting documentation evidencing such holding. Requests may be submitted by delivery at the registered office, by postal mail (Energía Solar Street No. 1, Campus Palmas Altas, 41014 Seville, Spain), or via email to [juntageneral@grupocox.com](mailto:juntageneral@grupocox.com). The shareholder shall be responsible for evidencing submission within the required form and deadline.

### **III. Right to attend**

Pursuant to Articles 16 of the Articles of Association and 14 of the General Shareholders' Meeting Regulations, shareholders may attend the General Shareholders' Meeting if their shares are registered in their name in the relevant book-entry registry at least five (5) days prior to the date of the General Shareholders' Meeting, regardless of the number of shares held.

#### **Shareholders' Registration:**

From one hour prior to the scheduled start time of the General Shareholders' Meeting, shareholders or their duly appointed representatives attending in person may submit their attendance cards and, where applicable, the documents evidencing representation to the staff in charge of the shareholders' registration.

Where representation is granted by a corporate shareholder, the Company may require a copy of the document evidencing sufficient representative powers of the signatory. Where a corporate entity represents one or more shareholders, documentary evidence of the sufficient representative powers of the attending natural person may be required.

Attendance cards and representation documents submitted after the General Shareholders' Meeting has been validly constituted shall not be admitted.

### **IV. Right of representation**

Any shareholder entitled to attend the General Shareholders' Meeting may be represented by any person, whether or not a shareholder, in compliance with the requirements and formalities set forth in Articles 16 of the Articles of Association and 18 of the General Shareholders' Meeting Regulations, the Spanish Capital Companies Act and this notice of meeting.

Representation is always revocable. Personal attendance of the represented shareholder at the General Shareholders' Meeting shall constitute revocation in all cases.

Representation must be granted specifically for each General Shareholders' Meeting.

Documents evidencing representation must include at least: (i) the date and agenda of the General Shareholders' Meeting; (ii) the identity of the represented shareholder and the representative; (iii) the number of shares held by the shareholder granting the representation; and (iv) voting instructions for each agenda item.

Pursuant to Article 18 of the General Shareholders' Meeting Regulations and the Spanish Capital Companies Act, shareholders may grant their proxy by postal mail, under the following terms:



- Postal mail: To grant a proxy by postal mail, shareholders must complete and sign (i) the attendance and proxy card issued on paper by the relevant participant entities of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (IBERCLEAR), or (ii) the template made available by the Company on its corporate website ([www.grupocox.com](http://www.grupocox.com)) under the “General Meeting” section, which must be downloaded and printed, together with a certificate evidencing share ownership.

The duly completed and handwritten-signed card (together with the ownership certificate, where applicable) must be sent by postal mail or equivalent courier service to the Company’s registered office (Energía Solar Street No. 1, Campus Palmas Altas, 41014 Seville, Spain), for the attention of the General Secretariat. Corporate shareholders must also enclose evidence of the sufficient representative powers of the signatory. Hand delivery at the registered office shall be deemed equivalent to postal submission.

Postal proxies must be received by the Company no later than 11:59 p.m. on the day immediately preceding the date scheduled for the General Shareholders’ Meeting on first call.

Where a proxy is validly granted in accordance with applicable law and the General Shareholders’ Meeting Regulations, but voting instructions are not included or doubts arise as to the scope or recipient of the representation, it shall be understood that: (i) the proxy is granted in favour of the Chairman of the Board of Directors; (ii) it applies to all agenda items; (iii) it is cast in favour of all proposals submitted by the Board of Directors; and (iv) it also extends to matters arising outside the agenda, on which the representative shall abstain unless he or she has grounds to believe that voting for or against such proposals better serves the interests of the represented shareholder.

Without prejudice to the foregoing, unless expressly indicated otherwise with specific instructions by the represented shareholder, in the event that the representative is subject to a conflict of interest and no express instructions have been received, it shall be deemed that the represented shareholder has additionally appointed, successively, the Chairman of the General Shareholders’ Meeting, and, if the latter is also subject to a conflict of interest, the Secretary of the General Shareholders’ Meeting, and, if applicable, the Deputy Secretary of the Board of Directors, if appointed.

In the event of a public solicitation of proxies, Articles 19 of the General Shareholders’ Meeting Regulations and Articles 186, 187 and 526 of the Spanish Capital Companies Act shall apply.

Notification of the proxy to the representative:

- Shareholders granting a proxy by postal mail undertake to notify the appointed representative of such proxy.
- The proxy holder may only exercise the voting rights by personally attending the General Shareholders’ Meeting at the venue where it is held.
- Where the proxy is granted to the Company, the Board of Directors, any Director and/or the Secretary of the Board, notification and acceptance shall be deemed effected by the Company’s receipt of the duly completed and signed physical proxy card.

**V. Voting rights**



Pursuant to Article 17 of the Articles of Association, each share present or duly represented at the General Shareholders' Meeting entitles its holder to one vote, except for shares without voting rights in accordance with the law.

Voting rights may be exercised by shareholders by: (i) personal attendance at the General Shareholders' Meeting; (ii) representation by a proxy holder attending the Meeting; or (iii) postal voting prior to the Meeting.

Pursuant to Article 18 of the General Shareholders' Meeting Regulations and the Spanish Capital Companies Act, shareholders may cast their votes prior to the General Shareholders' Meeting by postal mail under the following terms:

- **Postal Voting:** To cast a remote vote by postal mail, shareholders must complete and sign the "Remote Voting" section of (i) the attendance, proxy and voting card issued on paper by the relevant IBERCLEAR participant entities, or (ii) the template provided by the Company on its corporate website ([www.grupocox.com](http://www.grupocox.com)) under the "General Meeting" section, which must be downloaded, printed and accompanied by a certificate evidencing share ownership.

The duly completed and handwritten-signed card (together with the ownership certificate, where applicable) must be sent to the Company's registered office (Energía Solar Street No. 1, Campus Palmas Altas, 41014 Seville, Spain), for the attention of the General Secretariat, by postal mail or equivalent courier service. Corporate shareholders must also enclose documentation evidencing sufficient representative powers of the signatory. Hand delivery at the registered office shall be deemed equivalent to postal submission

Postal votes shall only be valid if received by the Company no later than 11:59 p.m. on the day immediately preceding the date scheduled for the General Shareholders' Meeting on first call.

Rules of precedence between remote voting and attendance at the General Shareholders' Meeting:

- Personal attendance by the shareholder or by its representative shall constitute revocation of any prior postal vote.
- A prior postal vote may be revoked by a later express revocation made using the same means within the applicable deadline.
- Where a shareholder has validly cast multiple postal votes, the last vote received by the Company within the deadline shall prevail.
- A prior postal vote shall render ineffective any proxy, whether previously granted (which shall be deemed revoked) or subsequently granted (which shall be deemed not granted).

#### **VI. Electronic Shareholders' Forum**

The Company has enabled an Electronic Shareholders' Forum on its corporate website ([www.grupocox.com](http://www.grupocox.com)) to facilitate communication among shareholders in connection with the General Shareholders' Meeting. Both individual shareholders and duly legitimised shareholders' associations may access the Forum, subject to compliance with the instructions published by the Company.



Access to and use of the Forum requires an access code, which shareholders may obtain through the corporate website ([www.grupocox.com](http://www.grupocox.com)) by following the instructions provided in the “General Meetings and Electronic Shareholders’ Forum” section.

#### **VII. Notarial attendance**

The Board of Directors has resolved to require the presence of a notary public to record the minutes of the General Shareholders’ Meeting.

#### **VIII. General Information**

For matters relating to the General Shareholders’ Meeting not covered by this notice, shareholders may consult the General Shareholders’ Meeting Regulations, available on the Company’s corporate website ([www.grupocox.com](http://www.grupocox.com)).

For additional information, shareholders may contact the Company through the form available on the corporate website ([www.grupocox.com](http://www.grupocox.com)) under the Shareholder Services section.

#### **IX. Personal data processing**

The personal data provided by shareholders to the Company or supplied by banks, securities firms and agencies where such shareholders have deposited their shares, through the entity legally authorised to maintain the book-entry registry, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR), within the framework of the General Shareholders’ Meeting—including data necessary for the exercise or delegation of attendance rights, information rights, or participation in the Electronic Shareholders’ Forum—shall be processed as follows:

- Data controller: Cox ABG Group, S.A., with registered office at Energía Solar Street No. 1, 41014 Seville.
- Purpose: To manage the development, fulfilment and supervision of the shareholder relationship in connection with the convening and holding of the General Shareholders’ Meeting.
- Legal basis: Compliance with legal obligations applicable to the Company.
- Recipients: (i) the entity legally authorised to maintain the book-entry registry, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (IBERCLEAR); (ii) Public Authorities, where required by law; and (iii) Public Registries and Notaries, where required by law.
- Data subject rights: Data subjects may exercise their rights of access, rectification, erasure, objection, restriction of processing and data portability, in accordance with applicable law, by sending an email to [lopd@grupocox.com](mailto:lopd@grupocox.com).

The Ordinary General Shareholders’ Meeting **is expected to be held on first call on 22 May 2026 at 11:00 a.m.**

Madrid, 20 April 2026



**Antonio Medina Cuadros**

Secretary of the Board of Directors

*This document is an English translation of the original Spanish version. In the event of any discrepancy, the Spanish version shall prevail.*