

## "MUTTER VENTURES, S.A."

### EXTRAORDINARY AND UNIVERSAL GENERAL SHAREHOLDERS' MEETING

In Barcelona, at the registered office, on July 28, 2023, all the shareholders owning 100% of the share capital of the entity **MUTTER VENTURES, S.A.** (hereinafter, the "**Company**") are gathered, present or duly represented, who unanimously agree to give this meeting the character of a Universal General Meeting, in accordance with the provisions of Article 178 of the Consolidated Text of the Capital Companies Act, to deal with the following points:

#### I. AGENDA

- 1 Appointment of Chairman and Secretary of the meeting.
- 2 Closing of the Company's capital stock increase and, if applicable, amendment of Article 5 of the Company's Bylaws.
- 3 Increase of the Company's capital stock by offsetting credits and, if applicable, amendment of Article 5 of the Company's Bylaws.
- 4 Increase of the Company's capital stock and, if applicable, amendment of Article 5 of the Company's Bylaws.
- 5 Increase of the Company's capital stock and, if applicable, amendment of Article 5 of the Company's Bylaws.
- 6 Examination and approval, as the case may be, of the Annual Financial Statements for the year ended December 31, 2022.
- 7 Examination and approval, as the case may be, of the proposed distribution of the profit for the year ended December 31, 2022.
- 8 Censure and approval, as the case may be, of the corporate management of the Administrative Body.
- 9 Drafting, reading and approval, if applicable, of the minutes of the meeting.

#### II. LIST OF ATTENDEES

The meeting of the General Shareholders' Meeting is attended, in their capacity as Universal, present or duly represented, by the shareholders holding 100% of the share capital, who, in compliance with the provisions of Article 97 of the Mercantile Registry Regulations, sign below, for the due record, as follows:

- **DALTON BROTHERS, S.L.**, holder of 2,858,900 shares of ONE CENT OF EURO (0.01 €). of nominal value each, representing 38.02% of the capital stock, duly represented by Mr. Christian Rodríguez Fornós.  
Signed:



- **Mr. Alfonso Le Monnier Forga**, holder of 706,515 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 9.40% of the share capital. Signed:



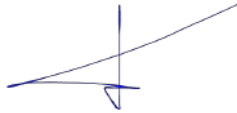
- **PR17 CREACIONES, S.L.**, holder of 630,900 shares of ONE CENT OF EURO (0.01 €) par value each, representing 8.39% of the share capital, duly represented by Mr. Pedro Eliezer Rodríguez Ledesma.

Signed:



- **DREAM TEAM BCN, S.L.**, owner of 104,600 shares of ONE CENT OF EURO (0.01 €) of nominal value each, representing 1.39% of the share capital, duly represented by Mr. Guillermo Antonio Gaspart Bueno.

Signed:



- **Mr. Carlos Galí Pardo** holder of 192,700 shares of ONE CENT OF EURO (0.01 €) par value each, representing 2.56% of the share capital,

Signed:



- **Mr. Miquel Martí Pérez** holder of 3,900 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.05% of the share capital.

Signature:



- **LION VENTURE, S.L.**, holder of 691,500 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 9.20% of the share capital, duly represented by Mr. Alfonso Le Monnier Forga.

Signed:



- **Mr. Alfonso Le Monnier Mata**, holder of 403,600 shares of ONE CENT OF EURO (0.01 €) par value each, representing 5.37% of the share capital. Signed:



- **KARATEZAIN, S.L.**, holder of 542,520 shares of ONE CENT OF EURO (0.01 €) par value each, representing 7.21% of the share capital, duly represented by Mr. Pedro María Arrizabalaga Alegria.

Signed:



- **Ms. María Luisa Guitart Amechazurra Firma**, holder of 15,015 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.20% of the share capital, in her own name, as well as, in the name and on behalf of the shareholders detailed below:

Signature:



- **Mr. Juan Jiménez Jiménez**, holder of 7,508 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.10% of the share capital.
- **Mrs. Inmaculada Concepción García Jiménez**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **Mr. Javier Villanueva Ibáñez**, holder of 7,508 shares of ONE CENT OF A EURO (0.01 0.01) par value each, representing 0.10% of the share capital.
  - **Mrs. Carmen Andalucía Pintado**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **Ms. Nuria García Perals**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
  - **Ms. Carolina Nuria Salcedo Roca**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **Mr. José María Ribera Vellvé**, holder of 7,508 shares with a par value of ONE CENT OF EURO (0.01 0.01) par value each, representing 0.10% of the share capital.
- **Mr. Xavier Montané Atero**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **Mr. Fernando Luis Casas Vila**, holder of 7,508 shares of ONE CENT OF EURO (0.01 0.01) par value each, representing 0.10% of the share capital.
- **FARRERAS GESTIÓ PRIVADA, S.L.**, holder of 7,508 shares of ONE CENT OF EURO (0.01 0.01) par value each, representing 0.10% of the share capital.
- **Mr. Antonio Riviere Reynoso**, holder of 10,511 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.14% of the share capital.
- **Mr. Carles Folch Abad**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **MGA BUSINESS CONSULTING, S.L.**, holder of 15,015 shares of ONE CENT OF A EURO (0.01 €) par value each, representing 0.20% of the share capital.

- **Mr. Antonio Cristóbal Jiménez Abraham**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **Mr. Santiago Pulido Verde**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the capital stock.
- **NACHISCO INVERSIONES, S.L.**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.  
par value each, representing 0.10% of the share capital.
- **Ms. Lurdes Queralt Anglès**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.
- **Mr. Julià Mesquida Sevilla**, holder of 3,003 shares with a par value of ONE CENT OF EURO (0.01 €) each, representing 0.04% of the share capital.

- **SIO STRATEGIC INVESTMENT OPPORTUNITIES SICAV- SCALE LAB**, owner of 60,060 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.80% of the capital stock, duly represented by Mr. David Macià Pérez and Mr. Ignacio Fonseca Chacharo.  
Signed:




- **GIRBAU, S.A.**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital, duly represented by Ms. Mercè Girbau Junyent.  
Signed:



- **Ms. Mercè Girbau Junyent**, holder of 15,016 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.20% of the share capital. Signature:



- **Mr. Pere Girbau Bover**, holder of 7,508 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.10% of the share capital.  
Signed:



- **Mr. Héctor Rey Simón**, holder of 18,018 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.24% of the share capital.  
Signature:



- **PEACE SEA, 2020, S.L.**, holder of 117,063 shares of ONE CENT OF EURO (0.01 €) par value each, representing 1.56% of the share capital, duly represented by Mr. Sebastià Català Santandreu.

Signed:



- **LOMKER PALMA, S.L.**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital, duly represented by Ms. Muriel Palma Lömker.

Signature:



- **CAONABO, S.L.**, holder of 37,538 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.50% of the share capital, duly represented by Mr. Manel Vallet Garriga.

Signature:



- **AFERS LAIETANS, S.L.**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital, duly represented by Mr. Ernest Pérez-Mas.

Signed:



- **ILEX EUROPA, S.L.**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital, duly represented by Mr. Jaume Alsina Casaldueiro.

Signature:



- **ECLECTICA INVERSONES, S.L.**, holder of 15,015 shares of ONE CENT OF EURO (0.01 ) par value each, representing 0.20% of the share capital, duly represented by Mr. David Torres Insua.

Signed:



- **ELITE PRO STAFF, S.L.**, holder of 45,045 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.60% of the share capital, duly represented by Ms. Marta de Castro Torre.

Signed:



- **Ms. Blanca de Castro Torre**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital. Signed:



- **Mr. Álvaro Morón Alonso**, holder of 9,009 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.12% of the capital stock. Signature:



- **ARDUMA, S.L.** holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital, duly represented by Mr. Fernando Duran Rodríguez.  
Signed:



- **Mr. Manuel Dominguez Sieira**, holder of 22,523 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.30% of the share capital. Signed:



- **Mr. Antonio Granado Leston**, holder of 15,015 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.20% of the capital stock. Signed:



- **Ms. Maria Varela Porteiro**, holder of 18,018 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.24% of the share capital.  
Signed:



- **Mr. Fernando Duran Illanes**, holder of 6,006 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.08% of the share capital.  
Signed:



- **ZENKIUS NET, S.L.**, holder of 3,003 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.04% of the share capital, duly represented by Mr. Gonzalo Varela Porteiro.  
Signed:



- **TEJERO ROCA DEVELOPMENT, S.L.**, holder of 30,030 shares of ONE CENT OF EURO. (0.01 €) par value each, representing 0.40% of the capital stock, duly represented by Mr. Pedro Eugenio Tejero Gadea.

Signed:



- **Mr. Marc Mora Guerin**, holder of 60,060 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.80% of the share capital.

Signed by:

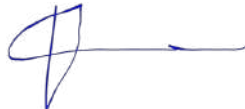


- **Mr. Guillermo Alfaro Bau**, holder of 6,006 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.08% of the share capital. Signed:



- **MAJEVECA, S.L.**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the capital stock, duly represented by Mr. Ricardo Gómez Del Rio.

Signature:




- **Mr. Carlos Masdevall Noguera**, holder of 9,009 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.12% of the share capital. Signature:



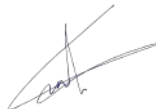
- **NEIL, S.L.**, holder of 150,150 shares of ONE CENT OF EURO (0.01 €) par value each, representing 2.00% of the share capital, duly represented by Mr. Pere Mollet Biosca.

Signed:



- **ZAMBREX CORPORATION, S.L.**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the capital stock, duly represented by Mr. Ricard Luquero Vived.

Signature:



- **CIRCULO DE GESTION Y ASESORAMIENTO, S.A.**, holder of 60,060 shares with a par value of ONE CENT EURO (0.01 €) par value each, representing 0.80% of the share capital, duly represented by Ms. Maria Isabel Marín Barranco. Signed:



- **GALVEZ COMAS INMUEBLES, S.L.**, holder of 30,030 shares of ONE CENT EURO CENT. (0.01 €) par value each, representing 0.40% of the capital stock, duly represented by Mr. Juan Antonio Galvez Comas.  
Signature:
  
- **Mr. Joaquín Llobet Roca**, holder of 120,120 shares of ONE CENT OF EURO (0.01 €) par value each, representing 1.60% of the capital stock. Signed:
  
- **Jordi Alcobé Font**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital.  
Signed:
  
- **Albert Castelló Vila**, holder of 30,030 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.40% of the share capital.  
Signature:
  
- **TEJERO GADEA ABOGADOS, S.L.**, holder of 15,015 shares of ONE CENT OF EURO. (0.01 €) par value each, representing 0.20% of the share capital, duly represented by Mr. Pedro Tejero Gadea.  
Signed:
  
- **Susana Castro de la Torre**, holder of 30,030 shares of ONE CENT EURO CENT (0.01 €) par value each, representing 0.40% of the capital stock. Signed:
  
- **Patricia Oliveros Villar**, holder of 6,006 shares of ONE CENT OF EURO (0.01 €) par value each, representing 0.08% of the share capital.  
Signature:
  
- **ASD HOLDING INVESTORS, S.L.**, holder of 22,523 shares of ONE CENT EURO CENT (€0.01. €) par value each, representing 0.30% of the share capital, duly represented by Don Cristobal Sancho Sanchez and Don José Arnán Creix. Signed:



For the purposes of the provisions of Article 180 of the Revised Text of the Capital Companies Act, all the members of the Board of Directors, namely Mr. Christian Rodríguez Fornós, Mr. Guillermo Antonio Gaspart Bueno, Mr. Alfonso Le Monnier Forga, Mr. Carlos Galí Pardo, Ms. Marta De Castro Torre, Mr. Pedro Tejero Gadea and Mr. Marc Mora Guerin, as well as the non-Director Secretary, Mr. David Villa Sánchez, are also present.

- **Mr. Christian Rodríguez Fornós**  
Signed:
  
- **Mr. Guillermo Antonio Gaspart Bueno**  
Signed by:
  
- **Mr. Alfonso Le Monnier Forga**  
Signature: Mr. Carlos Galí Pardo
  
- **Mr. Carlos Galí Pardo**  
Signature:
  
- **Mrs. Marta De Castro Torre**  
Signature: Mr. Carlos Galí Pardo
  
- **Mr. Pedro Tejero Gadea**  
Signed:
  
- **Mr. Marc Mora Guerin**  
Signature:
  
- **Mr. David Villa Sánchez**  
Signature: Mr. David Villa Sánchez Signature:

BETADIX APLICACIONES, S.A., duly represented by Mr. Roger Parellada is also present for the purposes detailed in the Minutes:

- **BETADIX APLICACIONES, S.A.**, duly represented by Mr. Roger Parellada Ferré.  
Signature:

The General Shareholders' Meeting, in accordance with the legal and statutory provisions in force, is validly constituted as 100% of the share capital is present or duly represented.

The Chairman of the meeting is Mr. Christian Rodríguez Fornós, assisted by the Secretary, Mr. David Villa Sánchez, both of whom hold such positions on the Company's Board of Directors.

The meeting was opened by the Chairman, and the shareholders proceeded to discuss each and every one of the items on the Agenda, without any of the attendees requesting to leave a written record of their interventions.

After discussing the items on the Agenda, the following resolutions were adopted by the Shareholders' Meeting:

### **III. RESOLUTIONS ADOPTED**

The following resolutions were unanimously adopted:

#### **First: Appointment of the Chairman and Secretary of the meeting.**

The General Shareholders' Meeting unanimously agreed to appoint Mr. Christian Rodríguez Fornós as Chairman of the meeting and Mr. David Villa Sánchez as Secretary of the meeting, as both hold such positions on the Board of Directors.

#### **Second: Ratification of the closing of the Company's capital increase and, if applicable, amendment of Article 5 of the Company's Bylaws.**

The General Shareholders' Meeting unanimously approves and ratifies the resolutions of the Board of Directors dated June 22, 2023 by virtue of which it was agreed to close the incomplete capital increase approved in resolution Four of the Extraordinary and Universal General Shareholders' Meeting held on November 4, 2022, by virtue of which a period of nine months from the date of the meeting was established for the members of the Company's Administrative Body to offer the subscription of the new 677.231 shares created by virtue of said agreement to whoever they considered appropriate, and for the subscribers to proceed to pay the nominal value of the shares, as well as 100% of the share premium.

Pursuant to the foregoing, the General Shareholders' Meeting unanimously approves and ratifies that by virtue of the resolutions of the Board of Directors referred to above, the capital stock of the Company was increased, up to the aforementioned date fixed at SEVENTY ONE THOUSAND TWO HUNDRED AND FORTY-FIVE EUROS AND SEVENTY-NINE

CENTS (71,245.79 €), in the amount of THREE THOUSAND NINE HUNDRED AND NINE HUNDRED AND FORTY-EIGHT EUROS AND

NINETY SIX CENTS EURO (3,948.96 €), being fixed, consequently, in the amount of SEVENTY FIVE THOUSAND ONE HUNDRED AND NINETY FOUR EUROS AND SEVENTY FIVE CENTS EURO (75,194.00 EURO).

OF EURO (75,194.75 €) through the creation of 394,896 indivisible and cumulative shares, with a par value of ONE CENT OF EURO (0.01 €) each, numbered sequentially from 7,124,580 to 7,519,475, both inclusive, corresponding to a total issue premium of ONE MILLION THREE HUNDRED AND FIFTEEN THOUSAND EUROS (1,315,000 €).

As a result of the foregoing, Article 5 of the Company's Bylaws was amended to read as follows:

**"ARTICLE 5. CAPITAL STOCK**

*The capital stock is set at SEVENTY-FIVE THOUSAND ONE HUNDRED AND ONE HUNDRED AND NINETY-FOUR EUROS AND SEVENTY-FIVE CENTS EURO (75,194.75 €), completely fully subscribed and paid up, and is represented and divided into 7,519,475 ordinary shares, with a par value of ONE CENT OF EURO (0.01 €) each, numbered sequentially from 1 to 7,519,475, both inclusive, all belonging to a single class and series".*

**"ARTICLE 5. SHARE CAPITAL**

*The Company's share capital is SEVENTY-FIVE THOUSAND ONE HUNDRED NINETY-FOUR EUROS AND SEVENTY-FIVE CENTS (€ 75,194.75), fully subscribed and paid-up, and it is represented by and divided into 7,519,475 ordinary shares with a par value of ONE CENT OF A EURO (€ 0.01) each, numbered consecutively from 1 to 7,519,475, both inclusive. All the shares belong to the same class and series of shares".*

**Third: Increase of the Company's capital stock by offsetting credits and, if applicable, amendment of Article 5 of the Company's Bylaws.**

The General Shareholders' Meeting unanimously resolves to increase the Company's share capital, currently set at SEVENTY-FIVE THOUSAND ONE HUNDRED AND NINETY-FOUR EUROS AND SEVENTY-FIVE CENTS OF EURO (75,194.75 EURO), in the amount of ONE THOUSAND NINE HUNDRED AND TWENTY SEVEN EUROS AND TWENTY EIGHT CENTS (1,927.28 EURO), being fixed, consequently, at the sum of SEVENTY SEVEN THOUSAND ONE HUNDRED AND TWENTY TWENTY SEVEN EUROS AND THREE CENTS (77,122.00 EURO).

OF EURO (77,122.03 €), through the creation of 192,728 indivisible and cumulative shares, with a par value of ONE CENT OF EURO (0.01 €) each, numbered correlatively from number 7,519,476 to 7,712,203, both inclusive, corresponding to a total share premium of SIX HUNDRED AND THIRTY-NINE THOUSAND EIGHT HUNDRED AND FIFTY-EIGHT EUROS AND SIXTEEN CENTS OF EURO (639,858.16 €).

These shares will grant the same rights and obligations as those existing until now. Each of the new shares will begin to enjoy the rights inherent thereto as from their assumption and disbursement.

For the appropriate purposes, it is hereby stated for the record that the credit that is the object of the offsetting is liquid, due and payable, as it results from the report prepared by the Board of Directors of the Company, regarding the nature and characteristics of the credit contributed, the identification of the contributors, the number of shares to be created, the amount of the capital increase and the express record of the concordance of the data referring to the aforementioned credit with the corporate accounting, in accordance with the provisions of article 301 of the Consolidated Text of the Spanish Corporate Enterprises Act.

Capital Companies.

Likewise, it is hereby stated for the record that all shareholders are aware of the aforementioned report and that, given the Universal nature of this General Shareholders' Meeting, which is being held without prior notice, they waive, to the extent necessary, any legal term relating to the availability of the aforementioned report.

In addition, it is hereby stated for the record that there is no pre-emptive right of assumption provided for in Article 304.1 of the Capital Companies Act, given that this is a capital increase by means of offsetting of credits.

After the appropriate deliberations, it is hereby stated for the record that all the shares created are assumed and fully paid up by the entity **BETADIX APLICACIONES, S.A.**, domiciled in Barcelona, calle Bori i Fontesta, number 5, 1º-1ª, with tax identification number A-65.860.850 and duly registered in the Mercantile Registry of Barcelona, under volume 43.377, folio 124, page number B-427.141; who **assumes 192.728 shares**, numbers 7.519.476 to 7.712.203, both inclusive, for an aggregate value of SIX HUNDRED FORTY ONE THOUSAND SEVEN HUNDRED EIGHTY FIVE EUROS AND FORTY FOUR CENTS OF EURO (641.785,44 €), of which ONE THOUSAND NINE HUNDRED TWENTY SEVEN EUROS AND TWENTY EIGHT CENTS OF EURO (1.927,28 €)

correspond to the nominal value of the shares and SIX HUNDRED THIRTY-NINE THOUSAND EIGHT HUNDRED AND FIFTY-EIGHT EUROS AND SIXTEEN EURO CENTS (639,858.16 €) correspond to the share premium, at a rate of 3.320006 per share.

share premium, at a rate of 3.320006€ per share. The consideration consists of the offsetting of a credit held by the entity against the Company, granted on June 30, 2023, duly recorded in the Company's accounts.

As a result of the foregoing, the General Shareholders' Meeting unanimously resolved to amend Article 5 of the Company's Bylaws, which shall henceforth be worded as follows:

**"ARTICLE 5. SHARE CAPITAL**

*The capital stock is set at SEVENTY SEVEN THOUSAND ONE HUNDRED AND TWENTY TWENTY SIX EUROS AND THREE CENTS*

*EURO (77,122.03 €), fully subscribed and paid up and is*

*and paid up, and is represented and divided into 7,712,203 ordinary shares, with a par value of ONE CENT OF EURO (0.01 €) each, numbered sequentially from 1 to 7,712,203, both inclusive, all belonging to a single class and series".*

**"ARTICLE 5. SHARE CAPITAL**

*The Company's share capital is SEVENTY-SEVEN THOUSAND ONE HUNDRED AND TWENTY-TWO EUROS AND THREE EURO CENTS (77,122.03 €),*

*fully subscribed and paid-up, and it is represented by and divided into 7,712,203 ordinary shares with a par value of ONE CENT OF A EURO (€ 0.01) each, numbered consecutively from 1 to 7,712,203, both inclusive. All the shares belong to the same class and series of shares".*

**Fourth: Increase of the Company's capital stock and, if applicable, amendment of Article 5 of the Company's Bylaws.**

The General Shareholders' Meeting unanimously resolved to increase the Company's capital stock, currently set at SEVENTY SEVEN THOUSAND ONE HUNDRED AND TWENTY TWENTY SEVEN EUROS AND THREE CENTS EURO (77,122.03 €), by the sum of FIVE THOUSAND SEVEN HUNDRED AND SEVENTY SEVEN EURO

AND TEN CENTS OF EURO (5,797.10 €), being, consequently, fixed at the amount of

EIGHTY-TWO THOUSAND NINE HUNDRED AND NINETEEN EUROS AND THIRTEEN EURO CENTS (82,919.13 €).

This capital increase is carried out through the creation of 579,710 new, cumulative and indivisible shares, with a par value of ONE CENT OF EURO (0.01 €) each, with the same rights and obligations as the existing shares and with all the requirements established by Law, numbered correlatively from 7,712,204 to 8,291,913, both inclusive, with the consideration being paid in through monetary contributions.

The 579,710 new shares are issued with a total issue premium of ONE MILLION NINE HUNDRED AND NINETY-FOUR THOUSAND TWO HUNDRED AND TWO EUROS AND NINETY CENTS (1,994,202.90 €), at a rate of approximately 3.440001

EURO (1,994,202.90 €), at a rate of approximately 3.440001€ per share, to be fully paid up. fully paid up at the time of subscription.

After the total waiver of their pre-emptive subscription rights by each and every one of the shareholders, it is unanimously agreed that the new shares will be offered by the Board of Directors to current shareholders or third parties interested in participating in the aforementioned capital increase.

The General Shareholders' Meeting unanimously agrees:

- (1) To set a deadline of 12 months from the date hereof, for the Board of Directors to offer the subscription of shares to whomever it deems appropriate, and for the subscribers to proceed with the payment of the par value of the shares, as well as 100% of the share premium, as provided for in item (3) below.

Notwithstanding the foregoing, the General Shareholders' Meeting unanimously resolves to expressly empower each and every one of the members of the Board of Directors of the Company so that, despite not having raised the total amount of funds contemplated by virtue of this resolution and prior to the limit of 12 months from the date hereof set forth in the preceding paragraph, they may formalize or close all or part, in one or more tranches, of the capital increase in an incomplete form, under the same terms and conditions set forth in point (3) and by means of the appropriate minutes of the Board of Directors. For this purpose, the share capital of the Company shall be increased by the amount effectively paid up at the time of subscription or closing of this capital increase by the Board of Directors.

- (2) In line with the foregoing, the Board of Directors shall have the power to partially close the capital increase in as many tranches as it deems appropriate or convenient. That is, the Board of Directors may approve the partial closing of the capital increase for the amount raised and the shares paid up to date, and may continue to seek partners and investors interested in participating in this capital increase and, when such new partners and investors pay up the corresponding shares, it may again partially close the capital increase, and so on, until the increase is definitively closed or partners or investors interested in subscribing all the shares created within the framework of this increase are obtained, that is to say, the amount of 579,710 shares.

- (3) That the payment of the shares shall be made by bank transfer to the current account opened in the name of the Company designated by the Board of Directors for such purpose.
- (4) If the full payment of the aforementioned monetary contributions is not made within the maximum period indicated for such purpose, or the Board of Directors resolves to close the capital increase prior to the end of such maximum period, in whole or in part in successive closings, the capital shall be increased by the amount effectively paid up, thus agreeing to the possibility of incomplete assumption of article 311 of the current Consolidated Text of the Capital Companies Act.
- (5) To amend Article 5 of the current Bylaws, which shall henceforth read as follows, without prejudice to its possible amendment by the Board of Directors in the event of the incomplete assumption provided for in the preceding paragraphs:

***"ARTICLE 5. CAPITAL STOCK***

*The share capital is set at EIGHTY TWO THO THOUSAND NINE HUNDRED AND NINETY NINE EUROS AND THIRTEEN CENTS OF EURO (82,919.13 €), fully subscribed and paid-up, and is paid up, and is represented and divided into 8,291,913 ordinary shares, with a par value of ONE CENT OF EURO (0.01 €) each, numbered sequentially from 1 to 8,291,913, both inclusive, all belonging to a single class and series".*

***"ARTICLE 5. SHARE CAPITAL***

*The Company's share capital is EIGHTY-TWO THOUSAND NINE HUNDRED NINETEEN EUROS AND THIRTEEN EURO CENTS (€ 82,919.13), fully subscribed and paid-up, and it is represented by and divided into 8,291,913 ordinary shares with a par value of ONE CENT OF A EURO (€ 0.01) each, numbered consecutively from 1 to 8,291,913, both inclusive. All the shares belong to the same class and series of shares."*

- (6) To empower the Board of Directors expressly and as broadly as legally possible to carry out or provide as many acts as may be necessary or convenient for the implementation, execution or elevation to public deed of the foregoing resolutions in all matters not expressly provided for by the General Shareholders' Meeting.
- (7) It will be a necessary condition to participate in this capital increase that the investors who are not current shareholders of the Company subscribe, prior to or as a unit of action to the formalization of the capital increase, a document of adhesion to the agreement between shareholders of the Company that is in force at the time of the formalization of the capital increase in the condition of "New Shareholder".

**Fifth: Increase of the Company's capital stock and, if applicable, amendment of Article 5 of the Company's Bylaws.**

The General Shareholders' Meeting unanimously resolves to approve a new capital increase under the terms and conditions that will be stated below and that will be executed once the Incomplete Capital Increase approved in item Four of the Agenda has been closed.

The General Shareholders' Meeting unanimously resolves to increase the Company's share capital, currently set at EIGHTY TWO THO THOUSAND NINE HUNDRED AND NINETY NINE EUROS AND THIRTEEN CENTS OF EURO (82,919.13 €), by the sum of FIVE THOUSAND EUROS (5,000 €), being, consequently, set at the amount of OCHENTA Y DOS NOVECIENTOS DIECINUEVEOS EUROS CON CÉNTIMOS DE EURO (82,919.13 €).

consequently, fixed at the amount of EIGHTY SEVEN THOUSAND NINE HUNDRED AND NINETY NINE EUROS AND THIRTEEN EURO CENTS (87,919.13 €).

This capital increase is carried out through the creation of 500,000 new, cumulative and indivisible shares, with a par value of ONE CENT OF EURO (0.01 €) each, with the same rights and obligations as the existing shares and with all the requirements established by Law, numbered sequentially from 8,291,914 to 8,791,913, both inclusive, with the consideration being paid in through monetary contributions.

The 500,000 new shares are issued with a total issue premium of ONE MILLION NINE HUNDRED NINETY-NINE HUNDRED AND NINETY-FIVE THOUSAND EUROS (1,995,00.00), at a rate of 3.990000 Euros per share, 3.990000 per share, approximately, to be fully paid up at the time of subscription.

After the total waiver of their pre-emptive subscription rights by each and every one of the shareholders, it is unanimously agreed that the new shares will be offered by the Board of Directors to current shareholders or third parties interested in participating in the aforementioned capital increase.

The General Shareholders' Meeting unanimously resolves:

- (1) To set a deadline of 24 months from the date hereof, for the Board of Directors to offer the subscription of shares to whomever it deems appropriate, and for the subscribers to proceed with the payment of the par value of the shares, as well as 100% of the share premium, as provided below in point (3) below.

Notwithstanding the foregoing, the General Shareholders' Meeting unanimously resolves to expressly empower each and every one of the members of the Board of Directors of the Company so that, despite not having raised the total amount of funds contemplated under this resolution and prior to the limit of 24 months from the date hereof set forth in the preceding paragraph, they may formalize or close all or part of the capital increase in an incomplete manner, under the same terms and conditions set forth in point (3) and by means of the appropriate minutes of the Board of Directors. For this purpose, the share capital of the Company shall be increased by the amount effectively paid up at the time of subscription or closing of this capital increase by the Board of Directors.

- (2) In line with the foregoing, the Board of Directors shall have the power to partially close the capital increase in as many tranches as it deems appropriate or convenient. That is, the Board of Directors may approve the partial closing of the capital increase for the amount raised and the shares paid up to date, and may continue to seek partners and investors interested in participating in this capital increase and, when such new partners and investors pay up the corresponding shares, it may again partially close the capital increase, and so on, until the capital increase is definitively closed or partners or investors are obtained.

investors interested in subscribing all of the shares created within the framework of this increase, i.e. 500,000 shares.

- (3) That the payment of the shares shall be made by bank transfer to the current account opened in the name of the Company designated by the Board of Directors for such purpose.
- (4) If the full payment of the aforementioned monetary contributions is not made within the maximum period indicated for such purpose, or the Board of Directors resolves to close the capital increase prior to the end of such maximum period, in whole or in part in successive closings, the capital shall be increased by the amount effectively paid up, thus agreeing to the possibility of incomplete assumption of article 311 of the current Consolidated Text of the Capital Companies Act.
- (5) To amend Article 5 of the current Bylaws, which shall henceforth read as follows, without prejudice to its possible amendment by the Board of Directors in the event of the incomplete assumption provided for in the preceding paragraphs:

**"ARTICLE 5. CAPITAL STOCK**

*The share capital is set at EIGHTY SEVEN THOUSAND NINE HUNDRED AND NINETY NINE EUROS AND THIRTEEN EURO CENTS (87,919.13 €). (87,919.13 €), fully subscribed and paid up, and is paid up, and is represented and divided into 8,791,913 ordinary shares, of ONE CENT OF EURO (0.01 €) par value each, numbered sequentially from 1 to 8,791,913, both inclusive, all belonging to a single class and series".*

**"ARTICLE 5. SHARE CAPITAL**

*The Company's share capital is EIGHTY-SEVEN THOUSAND NINE HUNDRED NINETEEN EUROS AND THIRTEEN EURO CENTS (€ 87,919.13), fully subscribed and paid-up, and it is represented by and divided into 8.791.913 ordinary shares with a par value of ONE CENT OF A EURO (€ 0.01) each, numbered consecutively from 1 to 8,791,913, both inclusive. All the shares belong to the same class and series of shares."*

- (6) To empower the Board of Directors expressly and as broadly as legally possible to carry out or provide as many acts as may be necessary or convenient for the implementation, execution or elevation to public deed of the foregoing resolutions in all matters not expressly provided for by the General Shareholders' Meeting.
- (7) It will be a necessary condition to participate in this capital increase that the investors who are not current shareholders of the Company subscribe, prior to or at the same time as the formalization of the capital increase, a document of adherence to the agreement between shareholders of the Company that is in force at the time of the formalization of the capital increase in the condition of "New Shareholder".



**Sixth: Examination and approval, as the case may be, of the Annual Financial Statements for the year ended December 31, 2022.**

The General Shareholders' Meeting unanimously agrees to approve the Annual Accounts, consisting of the Balance Sheet, the Profit and Loss Account and the Explanatory Report, according to the standard SME model, for the year ended December 31, 2022.

**Seventh: Examination and approval, as the case may be, of the proposed distribution of the profit for the year ended December 31, 2022.**

The General Shareholders' Meeting unanimously agrees to approve the proposal for the distribution of the profit for the year ended December 31, 2022, formulated by the Board of Directors, amounting to a loss of 551,162.71-€ and broken down as follows:

Basis of distribution:

- Losses	551.162,71.- €
----------	----------------

Distribution:

- To negative results of previous years	551.162,71.- €
---	----------------

**Eighth. Censure and approval, as the case may be, of the corporate management of the Administrative Body.**

The General Shareholders' Meeting unanimously agrees to approve the corporate management carried out by the Board of Directors of the Company during fiscal year 2022.

**Ninth: Drafting, reading and approval, if applicable, of the minutes of the meeting.**

The Secretary proceeds with the drafting and reading of these minutes, which are unanimously approved by those present, at the same time of the Meeting, at the end of the session, by all the shareholders in attendance, and are signed by the Secretary with the approval and signature of the Chairman.

There being no further business to discuss, the meeting is adjourned by the Chairman.

VºBº

THE CHAIRMAN

THE SECRETARY

---

Christian Rodríguez Fornós

---

David Villa Sánchez