

**MONTEPINO LOGÍSTICA, SOCIMI, S.A.**  
**NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Pursuant to a resolution of the Board of Directors of Montepino Logística, SOCIMI, S.A. (the “**Company**”), the shareholders of the Company are hereby convened to attend the Annual General Meeting to be held solely by electronic means (video conference) in accordance with Article 18.3 of the Company Bylaws on **17 June 2024** at **10:00 a.m.** on first call, or at the same time and place on **18 June 2024** on second call.

**The Annual General Meeting is expected to be held on first call, i.e. at 10:00 a.m. on 17 June 2024. Shareholders will be duly informed of any changes.**

Under Article 18.1 of the Company Bylaws and Article 182 *bis* of Royal Legislative Decree 1/2010, of 2 July, approving the consolidated text of the Spanish Limited Liability Companies Law, the General Meeting shall be deemed to have been held at the Company’s registered office regardless of the Chairman’s location at the time.

Furthermore, shareholders are advised by the Board of Directors to either exercise their voting and proxy rights prior to the Annual General Meeting by remote communication methods or attend the Annual General Meeting electronically in accordance with the terms of this notice.

The General Meeting shall be held in accordance with the following:

**AGENDA**

**I. The Financial Statements, allocation of profit, distribution of reserves and corporate management**

- One** Examination and approval of the abridged individual and consolidated Financial Statements and the consolidated Management Report of Montepino Logística, SOCIMI, S.A. for the year ended 31 December 2023.
- 1.1** Approval of the abridged individual and consolidated Financial Statements of Montepino Logística, SOCIMI, S.A. for the year ended 31 December 2023.
- 1.2** Approval of the consolidated Management Report of Montepino Logística, SOCIMI, S.A. for the year ended 31 December 2023.
- Two** Examination and approval of the proposal for the allocation of profit for the year ended 31 December 2023 of Montepino Logística, SOCIMI, S.A.

- Three** Approval and delegation to the Board of Directors of the power to distribute reserves.
- Four** Approval of the corporate management carried out by the Board of Directors during the year ended 31 December 2023.

## **II. The Directors' remuneration**

- Five** Advisory vote on the Annual Report on the Remuneration of Directors of Montepino Logística, SOCIMI, S.A for the year ended 31 December 2023.

## **III. Item relating to the re-election of the Company's auditor**

- Six** Re-election of the auditor of Montepino Logística, SOCIMI, S.A. and its consolidated group for the years 2024, 2025 and 2026.

## **IV. Delegation of powers**

- Seven** Delegation of powers

### **ADDENDUM TO THE NOTICE OF THE MEETING**

Pursuant to Article 172 of *Royal Legislative Decree 1/2010, of 2 July, approving the consolidated text of the Spanish Limited Liability Companies Law* (the “**Spanish Limited Liability Companies Law**”), shareholders accounting for at least 5% of the Company's share capital may request the publication of an addendum to this notice including one or more items on the agenda. This right must be exercised by giving the Company certified notice, which must be received at its registered office within five (5) days following the date of publication of the notice. The addendum to the notice must be published at least fifteen (15) days before the date scheduled for the General Meeting.

### **RIGHT TO INFORMATION**

From the date of publication of this notice, shareholders may request, either during the General Meeting or no later than on the seventh day before its scheduled date, any information or clarifications they may deem necessary regarding the items on the agenda or submit any written questions they may deem appropriate.

It is hereby stated for the record that shareholders are entitled to examine at the Company's registered office, immediately and free of charge, the documents to be submitted to the General Meeting for approval, which shall also be published on the corporate website. In accordance with Articles 197 and 272 and related articles of the Spanish Limited Liability Companies Law, shareholders are entitled to ask for the following documents to be given or sent to them free of charge:

- The notice of the meeting.
- The proposed resolutions to be submitted to the General Meeting.
- The abridged individual Financial Statements (abridged Balance Sheet, abridged Profit and Loss Account and abridged Notes to the Financial Statements) and the consolidated Financial Statements (consolidated Balance Sheet, consolidated Profit and Loss Account, consolidated Statement of Changes in Equity, consolidated Statement of Cash Flows and consolidated Notes to the Financial Statements) for financial year 2023, together with the corresponding Auditors' Report.
- Consolidated Management Report for financial year 2023.
- Report of the Board of Directors on the Proposed Allocation of Profit and the Proposed Distribution of Reserves.
- Annual Report on the Directors' Remuneration for financial year 2023.
- Proxy and remote voting card form.
- Instructions regarding attendance, proxies and remote voting.

#### **RIGHT TO ATTEND (BY VIDEO CONFERENCE)**

In accordance with the provisions of Article 17 of the Company Bylaws in force at the time of this notice, Annual General Meetings may be attended by all shareholders of the Company, regardless of the number of shares held by them, provided that their right to attend is recorded prior to the Annual General Meeting. This shall be proven by the proper registration of the ownership of their shares in the relevant book entry accounting record at least five (5) days before the date scheduled for the meeting or in any document that proves their shareholder status as provided by law.

Shareholders wishing to attend the Annual General Meeting must have their shares registered in the relevant book entry accounting record at least five (5) days before the date scheduled for the meeting and must have obtained the appropriate voting card or other document that proves their shareholder status in accordance with the law.

The Annual General Meeting shall be attended in accordance with the terms of this notice. Shareholders are therefore informed that the Annual General Meeting will be held only by electronic means, by video conference, in accordance with Article 18.3 of the Company Bylaws. To that end, the Company shall give those shareholders wishing to attend the Annual General Meeting the necessary access codes to do so.

Shareholders wishing to attend the Annual General Meeting by video conference and vote in real time through this method must therefore:

- a) Inform the Company of their wish to attend the Annual General Meeting by video conference by 11:59 p.m. on 14 June 2024 by sending an email to [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net). In this email, the shareholder or their representative must identify themselves, state how many shares they hold or are

representing and state that they wish to attend the Annual General Meeting by video conference. In the case of shareholders who are legal persons, the natural person who is representing them must, in addition to the above, attach a copy of the deed or other document proving their representative authority.

- b) The Company shall send an email with the link and access codes to attend the meeting to those shareholders who have stated that they wish to attend the Annual General Meeting by video conference.
- c) Shareholders wishing to attend by video conference must enter the Annual General Meeting by 9:55 a.m. on the day of the meeting using the link provided for that purpose.
- d) Any notifications by shareholders of their wish to attend by video conference after the above deadline (11:59 p.m. on 14 June 2024) or any attempts to enter the Annual General Meeting after 9:55 a.m. on the day of the meeting will not be accepted.

For shareholders granting a proxy vote, in order for the representative to be able to attend the Annual General Meeting by video conference, the Company must be informed, using the method specified above (an email sent to [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net)), that they wish to grant a proxy, providing the Company with evidence of the proxy granted and the representative's identity, sending the proxy and remote voting card provided to shareholders for that purpose, and attaching a copy of the representative's National ID (DNI), Foreigner's ID (NIE) or Passport, all of which must be received by the Company at the email address provided by 11:59 p.m. on 14 June 2024. The Company shall send the link and access codes by email to the shareholder, who shall be responsible for forwarding them to their representative.

Attendance by video conference is recommended by the Board of Directors, as this method enables shareholders to submit in writing, during the meeting, any questions they may deem appropriate in relation to the items on the agenda for the Annual General Meeting.

However, shareholders are advised to submit their questions regarding the items on the agenda for the Annual General Meeting in writing and in advance by sending an email to [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net) before 8:00 a.m. on 17 June 2024.

**Organisational rules for holding the Annual General Meeting:**

In order to guarantee the identity of attendees, the proper exercise of their rights, interaction in real time and the adequate progress of the meeting, shareholders must enter the Annual General Meeting using the link provided and enabled for this purpose before 9:55 a.m. on the day of the Annual General Meeting.

Once shareholders (or their representatives) have entered the Annual General Meeting using the link provided, they may attend the meeting and vote via remote communication methods in real time within the times provided for this purpose during the meeting.

As mentioned above, shareholders wishing to ask questions at the Annual General Meeting may do so either in person during the meeting, if they are attending by video conference, or until 8:00 a.m. on 17 June 2024 if they are not attending by video conference and/or they wish to submit written questions in advance. To help ensure the smooth running of the meeting, the Board of Directors recommends that, as far as possible, even those shareholders who wish to attend the Annual General Meeting by video conference send any questions they may have for the Board in writing and in advance by emailing them to [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net).

Shareholders who attend the Annual General Meeting by video conference and wish their contribution to be recorded in the minutes of the meeting must send their submission in writing to the email address [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net) before 8:00 a.m. on 17 June 2024, clearly and expressly stating in the message that they wish their full intervention to be expressly recorded in the minutes of the Annual General Meeting.

Attendees' questions and contributions made by video conference will be read out by the Secretary of the Annual General Meeting during the time provided for contributions, and attendees' requests for information or clarification will be answered either orally during the meeting or in writing within seven days after the meeting, as provided in the Spanish Limited Liability Companies Law.

**Voting:**

Voting by video conference on proposals relating to items on the agenda and on proposed resolutions on matters not included on the agenda that have been submitted in the cases permitted by law shall be held after the proposals have been read out by the Secretary and in accordance with the instructions provided by the Chairman for this purpose. The shareholders present at the meeting shall be deemed to have voted in favour of the Board's proposals unless they expressly state otherwise.

In any case, the process of voting by video conference on all proposals submitted to the Annual General Meeting shall be complete when, after they have been read out, the Chairman declares that the voting on proposed resolutions has ended.

**Miscellaneous:**

The votes of shareholders attending by video conference shall prevail over those cast remotely in advance and over proxies granted before the Annual General Meeting.

The Company reserves the right to take any appropriate steps regarding the mechanisms for attending the Annual General Meeting by video conference whenever this is required or made necessary by technical issues or for security reasons. The Company will not be responsible for any damages caused to shareholders as a result of faults, power surges, line failures,

connection failures or any other equivalent or similar contingencies beyond the Company's control that prevent shareholders from using the systems for attending the Annual General Meeting by video conference.

In any case, the Board of Directors shall duly inform shareholders of any other steps that may need to be taken to ensure the smooth running of the Annual General Meeting by posting a notice on its website ([www.montepino.net](http://www.montepino.net)) or through any other method that may be necessary based on the scope of the steps to be taken.

The Chairman shall only invite to the Annual General Meeting, or authorise to attend it, those staff members and external collaborators whose presence is required in order for it to be held.

The members of the Board of Directors shall attend the Annual General Meeting in accordance with the terms of Article 180 of the Spanish Limited Liability Companies Law, although they shall fulfil this obligation by video conference.

#### **RIGHT TO APPOINT A PROXY**

In accordance with the current regulations, all shareholders with the right to attend may appoint any other person to represent them at the Annual General Meeting. Proxies must be granted in writing or by remote communication methods, as provided in the following section, specifically for this Annual General Meeting, in accordance with Article 184 of the Spanish Limited Liability Companies Law.

A proxy may represent more than one shareholder without any restrictions on the number of shareholders they can represent. A proxy who represents several shareholders may vote both for and against proposals in accordance with each shareholder's instructions.

Proxies may be revoked at any time. Attendance at the Annual General Meeting by the represented shareholder, either electronically or based on having cast a remote vote, will have the effect of revoking any proxy granted, regardless of its date. The proxy will also be rendered void if the Company becomes aware of the disposal of the represented shareholder's shares.

If a representative is deemed to be attending on another shareholder's behalf, the provisions on attendance by video conference set forth below should be taken into account.

The Chairman, the Secretary of the Annual General Meeting or the persons appointed through them shall be deemed to be sufficiently authorised to decide whether the proxies granted are valid and whether the requirements for attending the Annual General Meeting have been fulfilled.

## PROXIES AND REMOTE VOTING

Shareholders may inform the Company prior to the Annual General Meeting of their intention to exercise their right to appoint a proxy, as well as vote on the proposals relating to items on the agenda in writing, similarly informing the Company prior to the Annual General Meeting, by one of the following methods:

- a) By delivering the duly signed proxy or voting card to the Company's registered office (Calle Felipe Sanclemente, 26, 3º, Zaragoza, 50001 (Spain), on weekdays from 9:00 a.m. to 2:00 p.m. and from 4:00 p.m. to 7:00 p.m.) or through any other written method that, in the opinion of the Board of Directors as recorded in a resolution adopted for this purpose, enables the identity of the shareholder who is granting the proxy or exercising the right to vote, as well as that of the appointed representative where applicable, to be properly verified;
- b) By post, by sending the duly signed proxy or voting card to the Company's registered office (Calle Felipe Sanclemente, 26, 3º, Zaragoza, 50001 (Spain)) or through any other written method that, in the opinion of the Board of Directors as recorded in a resolution adopted for this purpose, enables the identity of the shareholder who is granting the proxy or exercising the right to vote, as well as that of the appointed representative where applicable, to be properly verified; or
- c) By sending an electronic communication or message to the Company at the email address [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net), attaching an electronic copy of the proxy card (with details of the proxy granted and the represented shareholder's identity) or vote, and including the electronic signature or another form of identification of the shareholder who is granting the proxy or exercising the right to vote, in accordance with the terms that may be established by the Board of Directors in a resolution adopted for this purpose to ensure that this system duly guarantees the authenticity of the proxy or vote and the identification of the shareholder granting the proxy or exercising the right to vote.

In order to be valid, proxies granted or votes cast using any of the methods described above must be received by the Company by 11:59 p.m. on the third day prior to that scheduled for the Annual General Meeting on first call.

Electronic attendance at the meeting by a shareholder who voted remotely shall render that vote void.

Shareholders who have voted remotely as described above shall be considered present at the Annual General Meeting for quorum purposes.

## PERSONAL DATA PROTECTION

Montepino Logística, SOCIMI, S.A. – Corporate Tax Code (CIF) A05303581

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Registered in Volume 4530, Folio 83, Sheet No. Z-68664 of the Zaragoza Commercial Registry

Calle Felipe Sanclemente, 26, 3º, Zaragoza, 50001

Pursuant to the applicable personal data protection regulations (primarily Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and Spanish Organic Law 3/2018, of 5 December, on the Protection of Personal Data and the Guarantee of Digital Rights), shareholders are hereby informed that the personal data provided by them is stored in a file or is subject to automated processing. The sole purpose of the file or automated processing is the management and administration of relations between the Company and its shareholders (including their proxies where appropriate) in connection with the Annual General Meeting of the Company. The legal basis for the processing of the data is the obligation to comply with the Spanish Limited Liability Companies Law. The Company will store the data for the duration of its obligations relating to the Annual General Meeting and for five (5) years thereafter.

Shareholders or their proxies have the right to access, rectify, cancel, delete and object to the processing of their data, as well as to exercise any other right conferred by the current data protection regulations with the scope and subject to the restrictions set forth in those regulations. To do so, they must send a notice (which must include the right holder's identification in the form of a photocopy of their ID card) to the following address: Montepino Logística, SOCIMI, S.A., Calle Felipe Sanclemente, 26, 3º, Zaragoza, 50001 (Spain).

The Company, in its capacity as data controller, has put in place all the security measures required by law in its facilities, systems and files, to ensure the confidentiality of the personal data concerned, except where such data must be disclosed by law or pursuant to a court and/or government order.

### **INVOLVEMENT OF A NOTARY PUBLIC IN THE GENERAL MEETING**

In accordance with Article 203 of the Spanish Limited Liability Companies Law, the minutes of the Annual General Meeting shall be drawn up by a notary public at the request of the Board of Directors.

### **GENERAL INFORMATION**

Any shareholders wishing to obtain clarification or further information may contact the Company through the following methods:

- By post at the Company's registered office: Calle Felipe Sanclemente, 26, 3º, Zaragoza, 50001 (Spain).
- By telephone, on (+34) 97 630 18 22, on weekdays between 9:00 a.m. and 2:00 p.m. and between 4:00 p.m. and 7:00 p.m.
- By email at [relacionconaccionistas@montepino.net](mailto:relacionconaccionistas@montepino.net).

All references to the corporate website contained in this notice refer to [www.montepino.net](http://www.montepino.net).

Madrid, 6 May 2024.

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Mr Fernando Moreno Marcos  
Chairman of the Board of Directors  
Montepino Logística, SOCIMI, S.A.

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