

TEXT OF THE RESOLUTIONS PROPOSED BY THE BOARD OF DIRECTORS OF NICOLÁS CORREA, S.A. FOR ADOPTION BY THE ANNUAL GENERAL SHAREHOLDERS' MEETING CALLED TO BE HELD ON APRIL 27, 2026 ON FIRST CALL AND ON APRIL 28, 2026 ON SECOND CALL

PROPOSED RESOLUTIONS TO BE SUBMITTED FOR APPROVAL OF THE GENERAL SHAREHOLDERS' MEETING

First.- *Approval of the annual accounts (balance sheet, profit and loss account, cash flow statement, statement of changes in equity, and notes to the financial statements) and the management report of the Company, all relating to financial year 2025.*

To approve the annual accounts of the Company for financial year 2025, comprising the balance sheet, the profit and loss account, the cash flow statement, the statement of changes in equity, and the notes to the financial statements, as well as the management report of the Company, which have been audited by the auditing firm Ernst & Young, S.L.

The annual accounts of the Company, which correspond to the audited accounts and will be filed with the Commercial Registry, have been signed by all members of the board of directors.

Second.- *Approval of the consolidated annual accounts (consolidated balance sheet, consolidated profit and loss account, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated cash flow statement, and consolidated notes to the financial statements) and the consolidated management report, all relating to financial year 2025.*

To approve the consolidated annual accounts of the consolidated group formed by Nicolás Correa, S.A. and its subsidiaries for financial year 2025, comprising the consolidated balance sheet, the consolidated profit and loss account, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, the consolidated cash flow statement, and the consolidated notes to the financial statements, as well as the consolidated management report, which have been audited by the auditing firm Ernst & Young, S.L.

The consolidated annual accounts, which correspond to the audited accounts and will be filed with the Commercial Registry, have been signed by all members of the board of directors.

Third.- *Approval of the consolidated non-financial information statement for financial year 2025.*

To approve the consolidated non-financial information statement for financial year 2025, which forms an integral part of the consolidated management report.

Fourth.- *Approval of the management performance of the board of directors for financial year 2025.*

To approve the management performance of the board of directors for financial year 2025.

Fifth.- *Approval of the allocation of profit for financial year 2025 and distribution of an ordinary dividend.*

To approve the proposed allocation of profit of the Company for the financial year ended December 31, 2025.

Euros

Distributable base

Net profit of the year	10.149.893,22
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Allocation

Voluntary reserves	5.109.904,76
Capitalisation reserve	1.362.581,26
Dividend	3.677.407,20

The gross dividend per share for financial year 2025 shall be EUR 0.30 per share entitled to a dividend, the payment of which shall be made on May 8, 2026, subject to such tax withholdings as may be applicable. It is expressly stated that the paying agent for said dividend shall be CaixaBank, S.A.

Sixth.- *Ratification of the co-option appointment and re-election of Mr. Borja Oriá Riu as an independent director.*

Upon the proposal of the nominations and remuneration committee, the board of directors proposes to ratify the co-option appointment of Mr. Borja Oriá Riu made by the board of directors on February 26, 2026, and to re-elect him as a director of the Company for the statutory term of four (4) years from the date of adoption of this resolution, with the classification of independent director.

It is placed on record that the reports issued by the nominations and remuneration committee and by the board of directors were made available to shareholders at the time the notice of the general shareholders' meeting was issued.

Seventh.- *Approval of the amendment to the current board of directors' remuneration policy and determination of its term of validity for the period from its approval through the following three financial years.*

To approve the amendment to the current board of directors' remuneration policy and the determination of its term of validity for the period from its approval through the following three financial years.

The text of the amendment to the board of directors' remuneration policy and the explanatory report thereon approved by the board of directors, upon a prior report of the nominations and remuneration committee, are available to shareholders on the Company's website, and shareholders may request the free dispatch of such documents.

Eighth.- *Determination of the maximum aggregate amount of remuneration payable to the directors in their capacity as such*

The directors' remuneration policy provides for directors, in their capacity as such, a fixed remuneration and attendance fees. In this regard, to set the maximum aggregate amount of such remuneration for the financial year ended December 31, 2026 at EUR 1,500,000.

It is noted that the directors' remuneration policy sets forth the criteria for the remuneration applicable to the chief executive director, and that the amounts and items relating thereto are not included within the aforementioned limit.

It is placed on record that this proposal has received a favorable report from the nominations and remuneration committee.

Ninth.- *Approval of the application to the chief executive officer of a share delivery plan involving shares of Nicolás Correa, S.A. as part of her remuneration, and ratification of prior actions.*

To approve, in accordance with Article 219 of the Spanish Companies Act and the directors' remuneration policy, the application to the chief executive officer of a share delivery plan involving shares of Nicolás Correa, S.A. to the chief executive director of the Company as part of her remuneration (the "**Plan**") on the terms set forth in the report issued by the nominations and remuneration committee to such effect on February 26, 2026, which has been made available to shareholders together with the remaining documentation relating to the general shareholders' meeting since the date of its notice.

The principal terms of the Plan are as follows:

- 1. Description:** The Plan forms part of the variable remuneration granted to Ms. Carmen Pinto Fuentes by reason of her position as chief executive officer of the Company and is provided for in the mercantile agreement she has entered into with the Company.
- 2. Beneficiaries:** The chief executive officer.
- 3. Objective:** Vesting of the Plan is conditional upon the Company achieving, on a cumulative basis during financial years 2026, 2027, and 2028, the earnings before taxes (EBT) target set forth in the consolidated annual budgets of GRUPO CORREA as approved annually by the board of directors for such years (the "**Objective**"). For the avoidance of doubt, if at the end of financial year 2028 it is established that the cumulative EBT for financial years 2026, 2027, and 2028 is equal to or greater than the EBTs indicated for such years, the Plan shall be deemed fulfilled; accordingly, annual attainment of the EBT objective is not required.

4. **Maximum number of shares allocated to the Plan:** 75,000 shares of the Company (the "Shares"), acquired by the Company through a share buyback program (the "**Buyback Program**").
5. **Determination of the number of shares to be delivered:** The number of shares to be delivered to the chief executive officer pursuant to the Plan shall be determined based on the degree of achievement of the Objective as follows: (a) If the Objective is achieved or exceeded at 100%, the chief executive officer shall receive 100% of the Shares. (b) If the Objective reaches 90%, the chief executive director shall receive 80% of the Shares. (c) If the Objective reaches between 90% and 100%, the chief executive director shall receive a percentage of the Shares calculated on the basis of the number of shares of the Company that would have been allotted to her in accordance with paragraphs (a) and (b) above, on a proportional basis corresponding to the degree of achievement of the Objective effectively attained between such thresholds.
6. For the avoidance of doubt, if the Objective is not achieved at least at the 90% level, the chief executive director shall not receive any shares of the Company.
7. **Form of payment:** Payment shall be made by way of delivery, as applicable, of a number of shares of the Company based on the degree of achievement of the Objective, and shall become effective within a maximum period of 2 months following the preparation by the board of directors of the annual accounts for the financial year ended December 31, 2028. This delivery of shares shall be deemed remuneration in kind, and the personal income tax payable on such remuneration shall be borne by the Company.
8. **Cost:** 75,000 shares at the market price at which the Company's shares are acquired under the buyback program and within the limits established in Article 3.2 of Commission Delegated Regulation (EU) 2016/1052 of March 8, 2016, supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures.
9. **Duration, dates, and deadlines:** The Plan has a duration of three years, namely financial years 2026, 2027, and 2028.
10. **Buyback Program:** For the purposes of fulfilling the Plan, the board of directors has approved the buyback program, the entry into force of which was subject to the approval, as the case may be, of the Plan at this meeting.
11. Furthermore, to empower the board of directors, with express powers of substitution and delegation, to implement, develop, formalize, execute, and settle the Plan, adopting such resolutions and executing such documents, whether public or private, as may be necessary or advisable for the Plan to take full effect, including the power to rectify, correct, amend, or supplement this resolution.

Tenth. *Authorization to the board of directors for the derivative acquisition of treasury shares, rendering without effect the authorization approved by the general shareholders' meeting of April 25, 2024.*

To authorize the board of directors of the Company for the derivative acquisition of treasury shares, by way of purchase and sale or by any other inter vivos transaction for valuable consideration, directly or through companies within its consolidated group, up to a maximum number of shares whose par value, when aggregated with those held by the acquiring company and its subsidiaries, does not exceed five percent (5%) of the share capital, for a period of twenty-four (24) months, and at a minimum price equal to

the par value of the share and a maximum price of fifteen euros (EUR 15), as well as for the disposal or redemption thereof, rendering without effect, to the extent not yet executed, the authorization granted by the general shareholders' meeting held on April 25, 2024.

It is expressly placed on record that the authorization granted for the acquisition of shares of the Company may be used in whole or in part for the execution of the buyback program approved by the board of directors at its meeting of February 26, 2026, for the purpose of fulfilling the Plan on the terms and conditions set forth in the preceding resolution, as well as for the Company to deliver or transfer to directors or employees of the Company or companies within its group shares of the Company, whether directly or as a result of the exercise by them of option rights, all within the framework of the remuneration schemes linked to the Company's share price approved in due form.

Eleventh. - *Submission to an advisory vote of the Annual Report on Directors' Remuneration for financial year 2025.*

To approve, on an advisory basis, the annual report on directors' remuneration for financial year 2025, prepared by the board of directors in compliance with Article 541 of the Spanish Companies Act.

The full text has been made available to shareholders on the Company's website (www.nicolascorrea.com) and published on the website of the Spanish National Securities Market Commission (CNMV).

Twelfth. - *Delegation of powers to the board of directors for the interpretation, rectification, supplementation, execution, and implementation of the resolutions adopted by the general meeting*

To empower the board of directors, to the fullest extent possible, including the power to delegate in whole or in part the powers received, to directors, with all such powers as may be necessary for the interpretation, rectification, supplementation, execution, and implementation of the resolutions adopted by the general meeting. Such powers shall encompass, in particular, those necessary to formalize the resolutions adopted by the general meeting and to register those subject to such requirement, in whole or in part, including the powers relating to the filing of the annual accounts.