

REPORT ON THE INDEPENDENCE OF THE AUDITORS OF VIDRALA, S.A.
FOR FISCAL YEAR 2024

I.- Introduction

In accordance with section 4(f) of article 529*quaterdecies* of the Companies Act (the "**Companies Act**"), introduced by Law 31/2014 of December 3, amending the Companies Act to improve corporate governance, and in accordance with article 3(J) of the Regulations of the Audit and Compliance Committee of the Board of Directors of VIDRALA, S.A. ("**Vidrala**" or the "**Company**") regarding the regulation and functions of the Audit and Compliance Committee, it is established that a report expressing an opinion on the independence of the external account auditors will be issued annually, prior to issuance of the auditors' report.

In any case, the aforementioned report must make a statement on the assessment of the provision of additional services, individually considered and as a whole, other than the statutory audit and in relation to the independence regime or the regulatory audit regulations, provided by the aforementioned auditors or by the persons or entities related to them, in accordance with the provisions of the Accounts Auditing Act and its implementing regulations.

Accordingly, the Audit and Compliance Committee issues this report, to be published on Vidrala's website sufficiently in advance of the Annual Meeting, in accordance with Recommendation No. 6 of the Spanish Code of Good Governance of Listed Companies.

II.- Analysis of the independence of the external auditors

At the Annual Meeting of Vidrala on April 27, 2023, the shareholders appointed Ernst & Young Auditores, S.L. ("EY") as the auditors of the Company and its consolidated Group for the fiscal years ending December 31, 2023, 2024, and 2025.

To guarantee the independence of the external auditor, during 2024 the Audit and Compliance Committee has supervised compliance with current regulations on the provision of services other than accounts auditing services, proceeding, where applicable, to authorize services other than those prohibited by current regulations.

The following are the fees accrued directly or indirectly by the Company and Subsidiaries, itemized, and described in detail in **Appendix 1**:

| Services | Amount Company (€) | Amount Controlled Companies (€) |
|-------------------------------------|-------------------------------|--|
| <i>Audit services</i> | 148,265 | 369,788 |
| <i>Other audit-related services</i> | 53,787 | - |
| Total | 202,051 | 369,788 |
| <i>Fiscal services</i> | - | - |
| <i>Other services</i> | 56,000 | 47,600 |
| Total | 258,051 | 417,388 |

This report is based on the document submitted to the Audit and Compliance Committee and prepared by the external auditors of the Company, which is attached as an Appendix, containing the written confirmation of their independence vis-à-vis the Company and the Subsidiaries, as well as information on the audit and non-audit services provided to said entities by the aforementioned auditors or by the persons or entities related to them, in accordance with the Accounts Auditing Act.

This declaration of independence states that the auditor has not identified any circumstances which, individually or as a whole, could pose a significant threat to their independence and therefore require the application of safeguards or that could give rise to causes of incompatibility.

III.- Conclusions

In view of the information available to it, the Company's Audit and Compliance Committee has not identified any aspects that call into question compliance with the regulations in force in Spain for the auditing of accounts in relation to the independence of the auditor and, in particular, the Committee confirms that no such aspects have been identified that could call into question the independence of the external auditor.

Llodio, February 26, 2025.

APPENDIX 1
DETAILED DESCRIPTION OF THE SERVICES

| Detailed information on the service to be authorized. | Date on which the provision of the service subject to authorization was approved. | Date on which the service was rendered and the object of the authorization. | Description of the documents on which the audit committee based its decision to authorize the provision of the service subject to authorization, as well as the background information analyzed. | How the audit committee assessed the threats to independence and the safeguard measures applied to each additional service under European Regulation 2014/537, Article 22 <i>ter</i> of Directive 2006/43/EC and Articles 39 to 42 of Law 22/2015 on accounts auditing. |
|---|---|---|--|---|
| Procedures report for the review of the information related to the Financial Reporting Control System disclosed in Vidrala, S.A. and its subsidiaries' Annual Corporate Governance Report. | 12/26/2024 | February 2024 and 2025 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | The Audit and Compliance Committee mainly took into consideration the non-materiality of the budgeted engagement fees in relation to the fees for audit services. Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence. It is a work of general use in the context of listed entities and is permitted by the Accounts Auditing Act. In particular, it was considered that the group appoints a trained person as contact and decision-maker, so that managerial functions are not carried out by the auditor in any case. In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence. |

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|--|---|---|--|---|
| Issuance of an agreed procedures report on compliance with certain financial ratios on the syndicated financing of the group comprising Vidrala, S.A. and its subsidiaries. | 03/26/2024 | April 2024 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | <p>The Audit and Compliance Committee mainly took into consideration the non-materiality of the budgeted engagement fees in relation to the fees for audit services. Furthermore, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence and the fact that the data are the company's own and that only the review of documentation provided would be carried out in accordance with the principles of ISRS 400. In particular, it was considered that the group appoints a trained person as contact and decision-maker, so that managerial functions are not carried out by the auditor in any case.</p> <p>In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence.</p> |

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|--|---|---|--|--|
| Advice on requirements established in the regulations and content of the SNFI. Verification of the SNFI in accordance with the Action Guide on the review of Corporate Responsibility Reports issued by the ICJCE and with the International Standard on Assurance Engagements ISAE 3000. | 12/26/2024 | February 2024 and 2025 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | <p>The Audit and Compliance Committee mainly took into consideration the content of the services—equivalent to those provided by an auditor and in the context of drawing up the annual accounts, not auditing—and the fact that it is limited assurance work.</p> <p>Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence.</p> <p>In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence.</p> |

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|--|---|---|--|---|
| Issuance of a limited review report on the consolidated abridged interim financial statements of Vidrala, S.A. and its subsidiaries for the six-month period that ended on June 30, 2024. | 03/26/2024 | July 2024 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | <p>The Audit and Compliance Committee mainly took into consideration the content of the services—equivalent to those provided by an auditor and in the context of drawing up the abridged interim financial statements at June 30, 2021, not auditing—and the fact that it is limited assurance work based on the ISRE 2410 standard.</p> <p>Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence.</p> <p>In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence.</p> |

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|---|---|---|--|--|
| Issuance of a report on agreed procedures for verifying the gross value-added of the last three fiscal years so that the production plants of the Vidrala Group in Spain can be certified as electro-intensive and gas-intensive consumers. Equivalent reports in Portugal for the same purpose. | 03/26/2024 and 10/24/2024 | During 2024 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | <p>The Audit Committee has assessed the nature of the service and its materiality.</p> <p>Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence.</p> <p>In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence.</p> |
| Report of Agreed Procedures on the Breakdown of Outstanding Invoices to Suppliers of Vidrala S.A. as of September 30, 2024, to verify compliance with the Late Payment Act. | 10/24/2024 | Second half 2024 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or | <p>The Audit and Compliance Committee mainly took into consideration the content of the services—equivalent to those provided by an auditor and in the context of drawing up the annual accounts, not auditing—and the fact that it is limited assurance work.</p> <p>Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented</p> |

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|---|---|---|--|---|
| Report of Agreed Procedures on the Breakdown of Outstanding Invoices to Suppliers of Aiala Vidrio, Castellar Vidrio, and Crisnova Vidrio as of September 30, 2024, to verify compliance with the Late Payment Act. | | | threats to the auditor's independence. | to provide reasonable assurance of maintaining its independence. In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence. |

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|---|---|---|--|--|
| Report required for the award of subsidies in Gallo Vidro (AICEP) and Santos Barosa Vidros and Gallo Vidro (PRR Embalaem do futuro). | 10/24/2024 | Second half 2024 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | <p>The Audit and Compliance Committee mainly took into consideration the content of the services - equivalent to those provided by an auditor and in the context of the preparation of the annual accounts, not auditing - and the fact that it is limited assurance work.</p> <p>Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence.</p> <p>In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence.</p> |

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|---|---|---|--|--|
| Settlement balance report for Vidrala Portugal | 12/17/2024 | December 2024 | Supporting documentation provided by the auditor describing the service and the auditor's explanation of the service to be provided and the absence of risks or threats to the auditor's independence. | <p>The Audit and Compliance Committee mainly took into consideration the content of the services - equivalent to those provided by an auditor and in the context of the preparation of the annual accounts, not auditing - and the fact that it is limited assurance work.</p> <p>Likewise, the Audit and Compliance Committee also took into consideration the explanations given by the audit firm regarding the internal policies and procedures implemented to provide reasonable assurance of maintaining its independence.</p> <p>In this regard, as indicated by the audit firm, no circumstances were identified that could constitute a cause of incompatibility or impairment of independence.</p> |

APPENDIX 2
Statement of independence issued by the external auditors of VIDRALA,
S.A. and its subsidiaries

Vidrala, S.A.
B° Munegazo 22
01400 Llodio

02/26/2025

For the attention of the Audit and Compliance Committee of Vidrala, S.A.

Dear Sirs,

In relation to the audit of the individual and consolidated annual accounts of Vidrala, S.A. (the Company), for the year ended December 31, 2024, and in compliance with the provisions of Auditing Technical Standard (ISA-ES) 260 (Revised) "Communication with those charged with governance of the entity", for auditors of Public Interest Entities (PIEs), as well as the provisions of section 4 of article 529 *quaterdecies* of the Revised Text of the Companies Act approved by Royal Legislative Decree 1/2010 of July 2 (amended by final provision four of Act 22/2015 of July 20 on Accounts Auditing) on the functions of the Audit Committee, we inform you of the following:

- (a) The audit engagement team, the accounts auditor or the audit firm and, where applicable, other persons belonging to the audit firm and, where applicable, other firms in the network, within the corresponding scopes, have complied with the applicable independence requirements as provided for in Law 22/2015 of July 20 on Accounts Auditing and Regulation (EU) No. 537/2014 of April 16.
- (b) The following are the fees charged by Ernst & Young, S.L. and other firms in its network to the Company and its related companies during the period covered by the annual accounts for audit and non-audit services for their assessment within the framework of our independence:

(c)

| Services provided | Fees (figures in euros) | |
|--|----------------------------|----------------------|
| | Company | Controlled companies |
| Audit services | 148,265 | 369,788 |
| Other audit-related services | 53,787 | - |
| • Total for audit and related services | 202,051 | 369,788 |
| Other services | 56,000 | 47,600 |
| • Total fees | 258,051 | 417,388 |

- (d) We have internal policies and procedures in place designed to provide you with reasonable assurance that the audit firm and its staff, and, where appropriate, other persons subject to independence requirements (including the staff of firms in the network) maintain their independence where required by applicable regulations. These procedures include those aimed at identifying and assessing threats that may arise from circumstances related to audited entities, including those that may involve conflicts of interest or grounds that may require the application of the necessary safeguards to reduce threats to an acceptably low level.

In this regard, in our professional judgment and in relation to the indicated audit, no circumstances have been identified that could, individually or as a whole, pose a significant threat to our independence and therefore require the application of safeguards or that could give rise to conflicts of interest.

This notice is issued solely for the information and use of the Company's Audit and Compliance Committee and must not be distributed or used for any other purpose.

Yours sincerely,

ERNST & YOUNG, S.L.

[signature]

Miguel Mijangos Oleaga