

REPORT PRESENTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF THE COMPANY VIDRALA, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE APPOINTMENT OF MRS. AMELIA DÍAZ-GUARDAMINO DELCLAUX AS PROPRIETARY DIRECTOR, WHICH IS FORMULATED IN RELATION TO HER (IF APPLICABLE) APPOINTMENT BY THE GENERAL MEETING OF SHAREHOLDERS ON THE OCCASION OF ITS NEXT ORDINARY MEETING.

1. PURPOSE OF THIS REPORT.

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of Articles 529 decies and 529 quidecies d) of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**"), Articles 22 and 23 of the Regulations of the Board of Directors and Article 3. (f) of the Regulations of the Appointments and Remuneration Committee, which establish that it is the competence of the Company's Appointments and Remuneration Committee (the "**Committee**") to report to the Board of Directors on proposals for the appointment of directors (other than independent directors) in relation to their submission for approval to the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing to the next Annual General Meeting the appointment of Ms. Amelia Díaz-Guardamino Delclaux (the "**Director**") as proprietary director of the Company in relation to the significant shareholder Bidaroa. S.L. for the statutory period.

2. REPORT ON THE PROPOSAL.

At its meeting held today, and replacing Mr. Luis Declaux Muller, whose appointment has expired at the time of the Ordinary General Meeting, the Committee has agreed to report favourably on the appointment of the Director as proprietary director of the Company for the statutory period. In this regard, the Committee – like the Board of Directors – has been able to verify that the Director meets the circumstances of good repute, suitability, solvency, competence, experience, qualifications, training, availability and commitment that the performance of the position of director of the Company requires, as well as that the requirements for her qualification as a proprietary director in relation to the significant shareholder Bidaroa, S.L. are met.

The professional profile of the Director is included below:

Professional profile of the Director

Amelia holds a degree in Business Administration and Management from the Centro Universitario de Estudios Financieros (CUNEF, Madrid; 1981–1986). It is also accredited as an Operator of the Spanish Stock Exchange Interconnection System (SIBE) by Bolsas y Mercados de España (1992).

She has developed her professional career as a broker, market trader and securities market analyst in various financial institutions.

He began his career at NatWest March in Madrid as an equity broker in international and domestic markets, reaching a position of responsibility in the international brokerage team.

She later joined FG Inversiones Bursátiles, a boutique founded by Francisco González and later integrated into Merrill Lynch, where she was a partner and head of Sales Trading, leading advice on M&A transactions for clients in the United Kingdom, the United States and Switzerland, as well as investor relations strategies in Spain and the preparation of daily reports on domestic investment opportunities.

She later joined ICR Institutional Investment Management SGIC (Madrid) where she led fund analysis, promoting the hedge fund portfolio, and acted as an external senior advisor to Caja Laboral's equity funds, contributing to the definition of the entity's investment strategy.

Since the late 1990s and on an ongoing basis, he has advised and managed multiple family-owned investment vehicles, identifying and executing investments in hedge funds, equities and real estate assets across different sectors, funds and geographies.

She works in foundations, being a member of the Honorary Board of Trustees of the Prodis Foundation (Madrid) and director and member of the board of trustees of the Bartolomé Pérez de Victoria Foundation.

She has also been a lecturer in equity markets in the master's programme at the Institute of Stock Market Studies (IEB).

Currently, it continues to provide advisory services and management of family wealth vehicles.

3. FORMULATION AND PUBLICITY OF THE REPORT.

This report has been formulated and approved by the Appointments and Remuneration Committee, unanimously, at its meeting on 24 March 2026. It will be made available to the public (and, in particular, to the Company's shareholders at the next General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Llodio, March 24, 2026