

COMISIÓN NACIONAL DEL MERCADO DE VALORES

**Dirección de Mercados Secundarios
Calle Edison 4
28006 Madrid**

20 April 2023

Subject.: **Resolutions adopted by the AGM on 20 April 2023**

Dear Sirs,

The Annual General Meeting of shareholders of Grupo Empresarial San José, S.A. was held today, 20 April 2023, with the assistance of 57 shareholders present or represented, holding 44,658,156 shares and voting rights, representing 68.6773 % of the share capital.

The resolutions adopted have been the following:

First. *To agree on the individual and consolidated financial statements of GRUPO EMPRESARIAL SAN JOSÉ, S.A. and subsidiaries and the relevant directors' reports for the year ended 31 December 2022, as formulated by the board of directors of the Company at its meeting on 28 February 2023.*

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,563,067 shares representing 68.5311 % of the share capital, i.e., with 99.7871 % of the capital in attendance voting in favour, with 95,089 shares representing and 0.1462 % of the share capital voting against, i.e., with 0.2129 % of the capital in attendance voting against.

Second. *- To agree on the statement of non-financial information, consolidated non-financial information report corresponding to the year ended 31 December 2022, which forms part of the directors' report.*

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,563,067 shares representing 68.5311 % of the share capital, i.e., with 99.7871 % of the capital in attendance voting in favour, with 95,089 shares representing 0.1462 % of the share capital voting against, i.e., with 0.2129 % of the capital in attendance voting against.

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Third. - *To approve the application of the profit for the year ended 31 December 2022, amounting of FIVE MILLION FIVE HUNDRED AND SIXTY THOUSAND FOUR HUNDRED AND FORTY-THREE EUROS (EUR 5,560,443), as follows:*

Basis of distribution:

-Profit for the year: FIVE MILLION FIVE HUNDRED AND SIXTY THOUSAND FOUR HUNDRED AND FORTY-THREE EUROS (EUR 5,560,443).

Implementation to voluntary reserves:

- *To transfer FIVE MILLION FIVE HUNDRED AND SIXTYTHOUSAND FOUR HUNDRED AND FORTY-THREE EUROS (EUR 5,560,443) to voluntary reserves.*

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,563,067 shares representing 68.5311 % of the share capital, i.e., with 99.7871 % of the capital in attendance voting in favour, with 95,089 shares representing 0.1462 % of the share capital voting against, i.e., with 0.2129 % of the capital in attendance voting against.

Fourth. – *To approve the dividend to be paid:*

- *Dividend paid out of voluntary reserves at the rate of TEN EURO CENTS (EUR 0.10) gross per eligible share in circulation on the date on which the dividend is paid (total maximum amount: SIX MILLION, FIVE HUNDRED AND TWO THOUSAND, SIX HUNDRED AND EIGHT EUROS AND THIRTY CENTS (6,502,608.30 €)).*

This dividend shall be paid in cash on 11 May 2023. The last trading day of shares entitled to receive this dividend will be 8 May 2023. Legally applicable withholdings shall be deducted from the gross amounts to be paid.

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,563,067 shares representing 68.5311 % of the share capital, i.e., with 99.7871 % of the capital in attendance voting in favour, with 95,089 shares representing 0.1462 % of the share capital voting against, i.e., with 0.2129 % of the capital in attendance voting against.

Fifth. - *To agree on the management of the Board of Directors of the Company during the year ended 31 December 2022.*

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,534,817 shares representing 68.4876 % of the share capital, i.e., with 99.7238 % of the capital in attendance voting in favour, with 123,339 shares representing 0.1897 % of the share capital voting against, i.e., with 0.2762 % of the capital in attendance voting against.

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Sixth. – *To agree on the appointment, re-election of members to the board of directors and increase the numbers of members of the board of directors.*

6.1.- To appoint, at the proposal of the Nominating, Compensation and Governance Committee, Ms. María José Alonso Fernández as independent non-executive director for the statutory period of four years as from the resolution's approval.

As a result of the appointment of Ms. María José Alonso Fernández as director, the number of directors is increased to 12.

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,563,067 shares representing 68.5311 % of the share capital, i.e., with 99.7871 % of the capital in attendance voting in favour, with 95,089 shares representing 0.1462 % of the share capital voting against, i.e., with 0.2129 % of the capital in attendance voting against.

6.2.- To re-appoint, at the proposal of the board of directors, Mr. Enrique Martín Rey as proprietary director for the statutory period of four years as from the resolution's approval.

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,289,723 shares representing 68.1107 % of the share capital, i.e., with 99.1750 % of the capital in attendance voting in favour, with 368,433 shares representing 0.5666 % of the share capital voting against, i.e., with 0.8250 % of the capital in attendance voting against.

Seventh. – *To agree on the appointment of PricewaterhouseCoopers Auditores, S.L., with registered offices in Madrid, Torre PwC, Paseo de la Castellana 259 B, and tax identification number B-79031290, as auditors of the annual financial statements and management report for financial years 2023, 2024 and 2025 of the company and its consolidated group for a period of 3 years.*

The board of directors of the company is empowered, with the power of indistinct delegation to the chairman and the chief executive officer, so that either of them may enter into the corresponding service lease contract with the firm PricewaterhouseCoopers Auditores, S.L. for the aforementioned term and under the terms and conditions that the case may require.

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,563,067 shares representing 68.5311 % of the share capital, i.e., with 99.7871 % of the capital in attendance voting in favour, with 95,089 shares representing 0.1462 % of the share capital voting against, i.e., with 0.2129 % of the capital in attendance voting against.

Eighth. – *To agree on the delegation of powers to interpret, complement, amend, execute*

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and formalise the resolutions adopted.

Without-prejudice to the delegations mentioned in the previous agreements, it was agreed:

A) To expressly delegate to the board of directors with all the necessary powers in law:

1.- To understand, clarify, complete or correct, the resolutions adopted by the general shareholders' meeting, or those recorded in any deeds or documents granted in execution thereof, and any omissions, effects, formal or substantial errors which may prevent the access of these agreements to the trade registry of companies.

2.- To solve any doubts that may arise in relation to the resolutions adopted by the general shareholders' meeting.

3.- To carry out as many legal acts or transactions may be deemed necessary or convenient for the execution of the resolutions adopted by the general shareholders' meeting, granting any public or private documents deemed necessary or convenient for the present resolutions.

4.- To delegate to one or more of its members, jointly or severally, or in the executive committee, with powers of substitution, all or part of the faculties deemed appropriate from among those that correspond to the board of directors and that have been granted by the general shareholders' meeting.

B) To expressly authorize, as broadly as is required by law, the chairman of the board of directors, the chief executive officer or the secretary and vice-secretary of the board of directors, so that either of them, with their sole signature, and with regards to the resolutions adopted in the general shareholders' meeting, may grant such agreements in a public deed, empowering them, in all that it may be deemed necessary; to sign as many public or private documents to carry out all the actions agreed upon in the best execution, including the publication of legal announcements before any public or private agencies or bodies, until they are registered in the trade registry of companies or in other public records where applicable, and may even grant deeds of ratification, rectification and clarification, in view of verbal suggestions or written qualification of the trade registry even being able to request partial registration of the registrable agreements-, the National Stock Market Commission and any other competent public or private body; to carry out all relevant procedures before the competent bodies in order to execute and complete the resolutions adopted and for filing any records and documentation of any kind that may be deemed convenient before the National Stock Market Commission and other public bodies or private entities whenever deemed necessary, and in general all actions related to the resolutions adopted at this general meeting.

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,547,262 shares representing 68.5068 % of the share capital, i.e.,

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with 99.7517 % of the capital in attendance voting in favour, with 110,894 shares representing 0.1705 % of the share capital voting against, i.e., with 0.2483 % of the capital in attendance voting against.

Ninth. - *To approve, on a consultative basis, the annual remuneration report for 2022, approved by the board of directors. This report has been made available to the shareholders together with the rest of the documentation of the general meeting since the date of its call.*

This resolution was adopted with the vote in favour of shareholders, present or represented, holding 44,252,484 shares representing 68.0534 % of the share capital, i.e., with 99.0916 % of the share capital in attendance voting in favour, with 405,672 shares representing 0.6239 % of the share capital voting against, i.e., with 0.9084 % of the share capital in attendance voting against.

Yours sincerely,

Fernando Calbacho