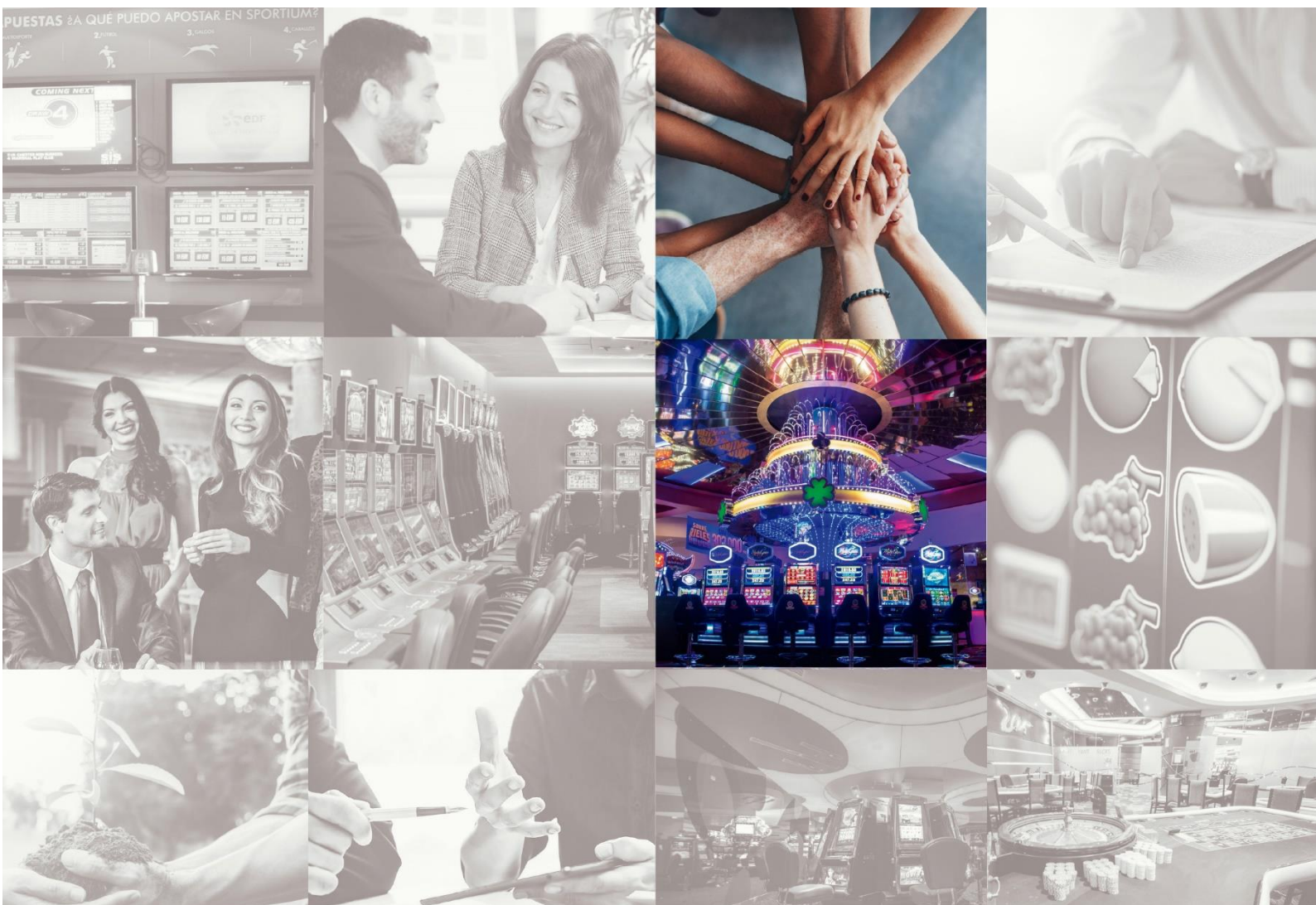


Regulations of the Sustainability, Technology and Innovation Committee of CIRSA Enterprises, S.A.
Approved on the 18th June, 2025



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REGULATIONS OF THE SUSTAINABILITY, TECHNOLOGY AND INNOVATION COMMITTEE OF CIRSA
ENTERPRISES, S.A.

TITLE I. GENERAL PROVISIONS

Article 1 Nature and purpose

1. In accordance with the provisions of the law, the Bylaws and the Board Regulations, the Board of Directors of CIRSA ENTERPRISES, S.A. (the “**Company**”) has created an sustainability, technology and innovation committee (the “**Sustainability, Technology and Innovation Committee**” or the “**Committee**”) to ensure the best performance of its functions and to comply with the applicable legislative provisions.
2. The purpose of these regulations (the “**Regulations**”) is to establish the operating principles of the Sustainability, Technology and Innovation Committee, the basic rules of its organization and operation and the rules of conduct of its members, all of this with a view to guaranteeing the independence of the Committee.
3. The Sustainability, Technology and Innovation Committee is a permanent internal body, of an advisory nature, without executive functions, with powers to report, supervise, advise and make proposals within its area of activity and is governed by the provisions of the law, of the Bylaws, of the Board Regulations and of these Regulations.

Article 2 Prevalence and interpretation

1. These Regulations implement and complete the provisions of the Bylaws and of the Regulations of the Board of Directors that are applicable to the Sustainability, Technology and Innovation Committee. The Bylaws and the Regulations of the Board of Directors shall prevail in the event of a contradiction with these Regulations.
2. These Regulations shall be interpreted in accordance with the law, the Bylaws and the Regulations of the Board of Directors. The Board of Directors shall resolve any doubts that may arise from the interpretation of these Regulations.
3. Any capitalized terms used, but not defined, in these Regulations shall bear the meaning given to them in the Bylaws and in the Regulations of the Board of Directors.

Article 3 Approval and amendment

1. These Regulations shall come into force on the date on which they are approved by the Board of Directors.
2. The Board of Directors shall have the authority to approve any possible amendment of the Regulations.

TITLE II. COMPOSITION OF THE SUSTAINABILITY, TECHNOLOGY AND INNOVATION COMMITTEE

Article 4 Composition

1. The Sustainability, Technology and Innovation Committee shall be made up of a minimum of three and a maximum of seven directors appointed by the Board of Directors ensuring that they have the necessary knowledge, skills and experience to perform their function.
2. The majority of the directors of the Sustainability, Technology and Innovation Committee shall be independent directors.
3. The members of the Sustainability, Technology and Innovation Committee shall be appointed with the knowledge, skills and experience appropriate to the functions they are called upon to perform. For these purposes, both the knowledge and professional experience accumulated in the performance of duties directly associated with such matters and the knowledge and experience resulting from the performance of management and executive duties and responsibilities that, among others, significantly affect the aforementioned matters, shall be positively valued.
4. As far as possible and bearing in mind the limitations arising from its smaller size compared with the Board of Directors, efforts shall be made to ensure the diversity of the Committee members, in particular in relation to gender, professional experience, competencies, sectoral expertise and geographical origin, promoting skepticism and critical thinking. Joint membership of a member of the Audit and Compliance Committee shall also be encouraged.

Article 5 Appointments and offices

1. The members of the Sustainability, Technology and Innovation Committee shall be appointed by the Board of Directors.
2. Any Committee members that are reelected as directors of the Company by resolution of the Shareholders' Meeting shall continue to hold their positions on the Committee, without a new election being necessary, unless the Board of Directors decides otherwise.
3. The Board of Directors shall appoint the Chairman of the Sustainability, Technology and Innovation, which shall in any case be an independent director, shall be appointed by the Board of Directors from among the members of the Committee.
4. The Secretary of the Board of Directors, the Deputy Secretary or whoever they designate, shall act as Secretary of the Sustainability, Technology and Innovation Committee.

Article 6 Removal

Members of the Committee shall cease to hold office:

1. When they cease to be directors of the Company.
2. When, although remaining directors of the Company, they cease to be non-executive directors.
3. Independent directors, when they cease to have such status, although they continue to be directors of the Company, unless at that time there is still a majority of independent directors as members of the Committee.
4. At the end of the maximum term for which they were appointed without being reelected.
5. By resolution of the Board of Directors.

TITLE III. THE COMMITTEE'S ACTIVITIES AND FUNCTIONS

Article 7 Governing principles

1. Apart from other tasks assigned to it by law, the Bylaws or the Board of Directors, the Sustainability, Technology and Innovation Committee shall have the responsibilities described in Articles 8 and 9.
2. In the performance of its functions, the Committee must consider the following basic principles of conduct:
 - (a) Independence, maintaining at all times the Committee's independence from instructions and relations with third parties that may compromise it, and the freedom of judgment of its members.
 - (b) Critical thinking, performing its function with skepticism, without systemically approving proposals and reports from persons that do not belong to the Committee, in particular from executive directors and other members of the Management Team.
 - (c) Constructive dialog, which offers all members and attendees the opportunity to freely deliberate at meetings. This dialog includes both that established between members of the Committee, and that engaged in with the Chairman of the Board of Directors, the Chief Executive Officer and other members of the Company's Management Team.
 - (d) Sufficient analytical capacity, obtaining, when necessary or appropriate, the expert advice of a third party that may assist the Committee with technical or particularly important aspects.
 For this purpose, the Committee must consider the possible conflicts of interests that could arise in hiring the services of a third party.
3. In conducting its functions, the Committee shall consult the Chairman of the Board of Directors, in particular in relation to matters concerning senior managers.

Article 8 Functions on sustainability and the environment

1. Evaluate and periodically review the Company's corporate governance system and environmental and social policy to confirm that they fulfil their mission of promoting the corporate interest and consider, as appropriate, the legitimate interests of its stakeholders.
2. Regularly monitor that the Company's environmental and social practices are in line with the strategy and policy.
3. Review the Company's strategy to mitigate environmental and climate risks, the implementation of sustainability programmes and the communication of climate-related financial information.
4. Review the content of the non-financial disclosure statement or any sustainability report that the Company prepares from time to time, as well as the items in the annual report relating to environmental and social issues.
5. Periodically review the main environmental, social and reputational risks and check that they are correctly identified, managed and communicated.
6. Receive information on the Group's inclusion in the most widely recognised international sustainability indices.

Article 9 Other functions

1. Reviewing the Company's innovation strategy and the management and use of technologies, as well as promoting innovation, especially in relation to digitalisation and technology, for the sustainable development of the Company, submitting proposals to the Board of Directors on action plans and their implementation, with the consultation and collaboration of senior management.
2. Review general diversity and inclusion policies and recommend to the Board of Directors the adoption of diversity targets (gender, ethnicity and other criteria) for some groups of the workforce other than senior management.
3. Evaluate compliance with the good governance recommendations applicable to the Company, as well as the decisions that may have an impact on their monitoring.
4. Supervise and evaluate the processes of relations with the different stakeholders.
5. Ensure that possible conflicts of interest do not prejudice the independence of the external advice provided to the Committee.
6. Evaluate proposals for the selection, appointment, re-election and replacement of the external auditor in sustainability matters, after consulting the Audit and Compliance Committee.
7. Provide such assistance as may be required, within the framework of its competence, by the Audit and Compliance Committee and act in coordination with said Committee insofar as may be necessary for the exercise of its own competences.

TITLE IV. FUNCTIONING OF THE COMMITTEE

Article 10 Meetings

1. The Sustainability, Technology and Innovation Committee shall meet whenever it is called by its Chairman, on his own initiative, or at the request of two or more of its members, and at least every four-month period and, in any event, when the Board of Directors of the Company or the Chairman of the Board of Directors request the issue of reports, the submission of a proposal or the adoption of resolutions within the scope of its functions.
2. The Sustainability, Technology and Innovation Committee shall establish a calendar of ordinary meetings, including its annual work plan, taking into account the time that must be devoted to the different functions, the need for preparatory meetings on specific subjects, the possible need to consult external advisors and the planning of any training considered appropriate.
3. The Chairman of the Sustainability, Technology and Innovation Committee shall have the power to call the meetings of the Committee and set the agenda.
4. The call notice shall include the agenda, shall be sent in writing sufficiently in advance so that the members receive it not later than the third day prior to the date of the session, except in the case of sessions considered urgent by the Chairman, and shall be authorized by the signature of the Chairman of the Sustainability, Technology and Innovation Committee or that of the Secretary, the Deputy Secretary or of the acting Chairman or acting secretary. Efforts shall be made in all cases to ensure that the Committee members receive the relevant documentation and information sufficiently in advance to be able to adequately perform their functions.

5. The Sustainability, Technology and Innovation Committee may call to the meeting any employee or executive of the Company, and even order them to appear without the presence of any other executive.
6. The members of the Board of Directors, Management Team or staff of the Company shall be obliged to attend the meetings of the Sustainability, Technology and Innovation Committee and to provide their collaboration and access to the information available to them when so requested by the Committee. Such requests for appearance shall be made by the Chairman of the Committee through the Secretary or Deputy Secretary of the Board of Directors.
7. So as to promote diversity of opinion to enrich the Committee's analysis and proposals, the Chairman shall ensure that all members freely participate in the deliberations, without being subject to internal or third-party pressure, and shall encourage constructive dialog among its members, fostering freedom of expression and critical thinking.
8. For the proper performance of its functions, the Chairman of the Committee shall promote the establishment of an effective and regular channel of communication with the Management Team, in which the rest of the Committee members shall also participate, insofar as they consider appropriate.
9. In particular, the Sustainability, Technology and Innovation Committee shall encourage the possibility of holding one or more joint meetings each year in order to provide the assistance that may be required, within the framework of its powers, by the Audit and Compliance Committee and to act in coordination with said Committee to the extent necessary for the exercise of its own powers. Likewise, the Chairman of the Committee shall at all times promote fluid communication with his counterpart on the Audit and Compliance Committee, with the support of the secretary of the board and the secretary of the Committee.
10. When a member of the Sustainability, Technology and Innovation Committee is placed in a situation of conflict of interests (within the meaning of the Regulations of the Board of Directors) while a meeting is being held, such conflict of interests shall be governed by the rules established in the Regulations of the Board of Directors.

Article 11 Constitution and adoption of resolutions

1. The Sustainability, Technology and Innovation Committee shall be validly constituted when half plus one of its members are present, in person or by proxy, at the meeting.
2. Directors shall make every effort to attend the meetings of the Committee and, when they cannot do so personally, they shall ensure that a proxy is granted to another member of the Committee, including the appropriate instructions and informing the Chairman of the Committee.
3. The Sustainability, Technology and Innovation Committee shall be validly constituted without a prior call if all its members are present and unanimously agree to hold the meeting.
4. Resolutions shall be adopted by absolute majority of all those present, in person or by proxy, at the meeting. In the event of a tie, the Chairman of the Sustainability, Technology and Innovation Committee shall not have casting vote.

Article 12 Venue

1. Committee meetings shall be held at the registered office or such place, within Spain or abroad, that is indicated in the call notice.
2. The call notice, in addition to indicating where the physical meeting will take place, must mention

that the meeting may be attended by conference call, video conference or an equivalent system, and the technical means required for such purposes must be indicated and available and must in all cases allow for direct and simultaneous communication between all attendees.

Article 13 Reporting to the Board of Directors

1. The Chairman of the Sustainability, Technology and Innovation Committee shall report to the Board of Directors on the activities engaged in and the resolutions which it has adopted; the Board of Directors may make all suggestions or recommendations that it considers appropriate.
2. The minutes recording the resolutions adopted by the Committee shall be made available to all the directors.

Article 14 Information supplied to shareholders and other stakeholders

1. The Committee shall prepare annually an activity report to provide shareholders and other stakeholders with a better understanding of the activities carried out by the Committee throughout the year.
2. The Sustainability, Technology and Innovation Committee's annual report shall be published as part of the Company's annual report and shall be made available to the public on the Company's website.
3. The Chairman of the Committee must attend the Ordinary Shareholders' Meeting to respond to the questions regarding the Committees' activities, when appropriate.

Article 15 Performance evaluation

1. The Sustainability, Technology and Innovation Committee shall organize annual evaluations of its performance which, at least every three years, shall be carried out by an external provider.
2. At least once a year, the Committee shall review its rules governing composition and functioning, so as to ensure that it operates with the utmost effectiveness and shall recommend any amendment that it considers necessary or appropriate to the Board of Directors for its approval.

Article 16 Training and incorporation

The Sustainability, Technology and Innovation Committee must receive adequate training in good time and in an appropriate manner, both by incorporation programs for new members and by ongoing training for all its components.

TITLE V. COMMITTEE MEMBERS' DUTIES

Article 17 Powers to Consult

1. The Sustainability, Technology and Innovation Committee may obtain, at the Company's expense, independent external advice when it considers it appropriate for the performance of its functions. In such case, the Committee shall so inform the Secretary or Deputy Secretary of the Board of Directors, who shall take charge of hiring the relevant services.
2. When required for the performance of their functions, the members of the Sustainability, Technology and Innovation Committee shall have access to all the Company's services and shall have the duty to demand and the right to obtain from the Company the appropriate information

necessary for the fulfilment of their obligations.

Article 18 Committee members' duties

1. Committee members must act with independent judgment and perform their work with the utmost diligence and professional competence. In particular, before attending meetings of the Committee, its members must devote sufficient time to analyzing and assessing the information received.
2. In carrying out their responsibilities, Committee members must maintain a skeptical attitude, duly questioning data, evaluation processes and preliminary conclusions reached by managers and officers of the Society. They should also participate freely in deliberations, unaffected by internal or external pressures, encouraging constructive dialogue among members and freedom of expression.
3. Committee members, in their capacity as such, shall be subject to all the duties of directors provided for in the Regulations of the Board of Directors, insofar as they are applicable to the functions carried out by the Committee.

The Spanish version of this document will prevail in the event of any discrepancy or dispute.

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