

Call of the Annual General Meeting of Shareholders of “Ecoener, S.A.”

The Board of Directors of Ecoener, S.A. (The “**Company**”) has resolved to convene the Annual General Meeting of Shareholders of the Company to be held on 19 June 2026 at 12.00 on first call and, if necessary, on the following day at the same time on second call.

The Board of Directors of the Company has resolved to convene the Annual General Meeting of Shareholders exclusively by telematic means, in accordance with the provisions of article 23.7 of the Articles of Association and article 11 of the Regulations of the General Meeting of Shareholders.

The Annual General Meeting of Shareholders will meet in order to discuss and agree on the matters included in the following

AGENDA

1. Examination and approval, if appropriate, of the individual annual accounts (balance sheet, statement of profit and loss, statement of changes in equity, cash flow statement and notes to the financial statements) and the individual management report of the Company for the year ended 31 December 2025.
2. Examination and approval, if appropriate, of the consolidated annual accounts (statement of financial position, income statement, statement of other comprehensive income, statement of changes in equity, cash flow statement and notes to the financial statements) and the consolidated directors’ report of the Company and its subsidiaries for the year ended 31 December 2025.
3. Examination and approval, if appropriate, of the proposal for the application of the result for the financial year 2025.
4. Examination and approval, if appropriate, of the corporate management for the 2025 financial year.
5. Consultative vote on the Annual Report on the Remuneration of the Company's Directors for the financial year 2025.
6. Re-election of Mr Rafael Canales Abaitua as Shareholder Director.
7. Examination and approval (where relevant) of the reclassification of voluntary reserves with a view to creating a restricted reserve for capitalisation under the terms set forth in article 25 of Act 27/2014, of 27 November, on Corporate Income Tax.
8. Appointment of KPMG Auditores, S.L. as the Company’s and the Group’s accounts auditor for the financial years 2026, 2027 and 2028.
9. Authorisation (where relevant) of the Board of Directors, with express powers of replacement, to increase the equity capital for five years and up to the maximum amount of half of the equity capital, in accordance with the provisions of article 297.1.b) of the Corporate Enterprises Act, with powers to exclude preemptive rights of subscription up to a limit of 20% of the equity capital, nullifying the authorisation currently in force.
10. Authorisation (where relevant) of the Board of Directors, with express powers of replacement, to issue obligations, bonds or other securities exchangeable and/or convertible into shares and warrants of the Company, up to forty million euros (€40,000,000) or their equivalent in another currency, with powers to exclude shareholders' preemptive rights of subscription up to a limit of 20% of the equity capital.
11. Authorisation to the Board of Directors to call, if appropriate, an Extraordinary General Meeting of Shareholders of the Company with at least fifteen days' notice, in accordance with article 515 of the Corporate Enterprises Act.

12. Delegation of powers to formalise and execute the resolutions adopted at the Ordinary General Meeting of Shareholders.

Right to the inclusion of matters in the agenda and new proposed agreements. Pursuant to article 519 of the Corporate Enterprises Act, article 23 of the Articles of Association and article 7 of the Regulations of the General Meeting of Shareholders, the shareholders representing, at least, three (3%) percent of the share capital can request the publication of a supplement to the call of the Annual General Meeting of Shareholders including one or more items in the agenda.

The exercise of this right must be made by means of reliable notification –sent to the Chairperson of the Board of Directors– to be received at the corporate address within five (5) days following the publication of this call, which must expressly (a) request the publication of a supplement to this call, including one or more items on the agenda, provided that the new items are accompanied by a justification or, where appropriate, a justified proposed agreement; and (b) present justified agreement proposals on matters already included or that should be included in the agenda.

In the written notification, the name or corporate name of the requesting shareholder or shareholders must be included, accompanied by the proper documentation –copy of the attendance card or authentication certificate– to certify their status as shareholder(s) in order to check this information with the information from Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear).

The supplement will be published at least fifteen (15) days prior to the date stated to hold the first call of the Annual General Meeting of Shareholders.

Right to attend. Pursuant to article 28 of the Articles of Association and article 10 of the Regulations of the General Meeting of Shareholders, the Company’s shareholders will have the right to attend the Annual General Meeting of Shareholders using telematic means to allow the connection in real time with the venue of the Meeting, irrespective of the number of shares registered in its name, provided that they are recorded in the relevant accounting register at least five (5) days prior to the Annual General Meeting of Shareholders. Said circumstance will have to be certified by the appropriate attendance, proxy and vote card or authentication certificate issued by the entity of entities in charge of the registry of account notes or in any other form permitted by the legislation in force. Furthermore, the shareholders will have to be adequately registered pursuant to the procedure provided for in this call.

Telematic attendance of shareholders and proxy holders. Pursuant to the provisions of article 23.7 of the Articles of Association and article 11.4 of the Regulations of the General Meeting of Shareholders, the Meeting shall be attended exclusively by telematic means, according to the rules approved for said purpose on the website of the Company, in section “2026 Annual General Meeting”.

- a) Register of shareholders and proxies for attendance by telematic means

The shareholders who want to attend the Annual General Meeting by telematic means must be registered at the beginning of the Meeting no later than 10.00 (CEST) on 19 June 2026. No register to exercise said right to attendance by telematic means will be admitted after the date and time specified.

In order to request attendance by telematic means, the shareholders must be registered in the telematic attendance platform, whose access will be published on the website of the Company, in section “2026 Annual General Meeting”. During the registration process, you will be requested to attach a copy of your Identification Document or passport and a copy of the attendance card issued on behalf of the shareholder by the Company or by the entity with which the shareholder holds the shares on deposit, duly completed and signed, apart from certain data that allow to verify its status as a shareholder.

For the proxy of a shareholder (representing both a legal person and a natural person) to be registered and attend the Meeting via telematic means on behalf of the shareholder, the proxy must send an e-mail to the address juntageneral@ecoener.es, and attach the attendance card issued on behalf of the

shareholder by the Company or by the entity with which the shareholder holds the shares on deposit, duly completed and signed by the shareholder and the proxy, together with a copy of the Identification Document or passport of the proxy. If the proxy of a shareholder that is a legal person, the registration application must include a copy of the document verifying the power or position that allows the proxy to act on behalf of said shareholder. Said representation must be considered to not have been withdrawn if the Company has not been duly informed. The Company can, when applicable or considered necessary, request any other document to verify the proxy.

The shareholders and proxies or representatives who have not met the previous registration application requirements on the terms and within the time limits laid down before cannot attend the Meeting; thus, after the deadline established for the registration application, no additional registration applications will be accepted.

Under this pre-registration application procedure, once compliance with the requirements set forth in the preceding paragraphs has been verified, the shareholder or proxy who has submitted the application will receive, via the e-mail address with which the application was made, a personalised access code that will enable access to the telematic attendance platform on the day of the Annual General Meeting via the link that will be published on the corporate website (and which will also be included in the e-mail in which the personalised access code is sent), where they may attend, intervene and vote at the Annual General Meeting.

b) Connection and telematic attendance.

In order to allow for the adequate management of the telematic attendance systems, the shareholder (or proxy) that is previously registered to attend the Annual General Meeting must connect via the corporate website of the Company in the section on the Annual General Meeting of Shareholders between 11:00 and 12:00 (CEST) on 19 June 2026 (for the first call of the Meeting, as expected) or on 20 June 2026 (for the second call of the Meeting) and identify themselves with the personalised access code that has been previously sent via e-mail.

c) Right to intervene, be informed and make proposals

Interventions, requests for information and proposed agreements, where appropriate, may be submitted in writing via the telematic attendance platform set up for this purpose on the Company's website, in the section on telematic attendance, from the time of access to the meeting until the closure of interventions, which will be adequately indicated by the Secretary of the Board of Directors throughout the Annual General Meeting of Shareholders. The written interventions via the platform must have a maximum length of two thousand (2000) characters. The shareholders and proxies who want their intervention to be recorded in the minutes of the meeting must indicate so clearly and explicitly in the heading of their written intervention. The shareholders' and proxies' requests for information or clarifications will be answered orally in the General Meeting or in writing in the seven days following the meeting.

d) Right to vote

The shareholders and proxies who attend the Annual General Meeting can vote the proposed agreements corresponding to the items in the agenda via the link provided for this purpose on the Company's website, in the section "Telematic Attendance", from the access to the moment when the voting during the Meeting is finished, which will be adequately indicated by the Secretary of the Board of Directors throughout the Annual General Meeting of Shareholders. The Company will send each shareholder an electronic confirmation of the reception of the vote. The vote for the proposed agreements corresponding to items not included in the agenda, when appropriate, will be cast via the link provided for this purpose on the Company's website, in the section "Telematic Attendance", from the moment they are read to vote to the moment when the voting is finished, which will be adequately indicated throughout the Meeting.

e) Priority rules

The telematic attendance of the shareholder or the proxy will render ineffective the vote or proxy previously cast by any other procedure established by the Company. In the event that a shareholder validly exercises both remote voting and proxy voting, the former shall prevail over the latter. Likewise, votes and proxies sent via e-mail shall prevail over votes and proxies sent via post.

f) Others

The Company reserves the right to change the mechanisms for telematic attendance at the General Meeting when technical or security reasons make it advisable or necessary. In such case, the Company will make such circumstance public in due form and sufficiently in advance by any means it deems appropriate, informing of any modification that may be agreed and, in any event, of the other means of remote communication available to the shareholders for the casting or delegation of votes. The Company shall not be liable to third parties for any of the aforementioned decisions, beyond its control, which may modify the online attendance as provided for. The Company shall also not be liable for any damages that may be caused by overloads, breakdowns, line failures, connection failures or similar eventualities beyond its control that temporarily prevent the use of the telematic attendance systems.

Right to be informed. The shareholders have the right to examine, in the corporate address in Calle San Andrés 143, 4º, 15003, A Coruña, Spain, or in the corporate website of the Company (<http://www.ecoener.es>) the documents mentioned below, as well as the right to obtain be delivered or sent, free of charge, copies of them:

1. Full text of the proposed agreements corresponding to the items in the agenda submitted by the Board of Directors for approval by the Annual General Meeting of Shareholders of 2026.
2. Individual annual accounts (balance sheet, statement of profit and loss, statement of changes in equity, cash flow statement and notes to the financial statements) and the individual directors' report of the Company for the year ended 31 December 2025, as well as the audit report.
3. Consolidated annual accounts (statement of financial position, income statement, statement of other comprehensive income, statement of changes in equity, cash flow statement and notes to the financial statements) and the consolidated directors' report of the Company and its subsidiaries for the year ended 31 December 2025, as well as the audit report.
4. Annual report on the functioning of the Appointment and Remuneration Commission of the Board of Directors for the financial year 2025.
5. Report on related-party transactions for the financial year 2025 issued by the Audit Commission of the Board of Directors.
6. Report on the independence of the external auditor issued by the Audit Commission of the Board of Directors.
7. Annual report on the functioning of the Audit Commission of the Board of Directors for the financial year 2025.
8. Annual Corporate Governance report for the financial year 2025.
9. Annual Report on the Remuneration of the Company's Directors for the financial year 2025.
10. Report drawn up by the Appointments and Remuneration Committee regarding point Six of the Agenda concerning the re-election of Mr Rafael Canales Abaitua as Shareholder Director.
11. Report and proposal drawn up by the Board of Directors regarding point Six of the Agenda concerning the re-election of Mr Rafael Canales Abaitua as Shareholder Director.
12. Report drawn up by the Board of Directors regarding point Nine of the Agenda concerning the authorisation of the Board of Directors to increase the equity capital, in accordance with the provisions

of article 297.1.b) of the Corporate Enterprises Act, with powers to exclude the right of preemptive subscription.

13. Report drawn up by the Board of Directors regarding point Ten of the Agenda concerning the authorisation of the Board of Directors, with express powers of replacement, to approve programs for issuing issue obligations, bonds or other securities exchangeable and/or convertible into shares, with powers to exclude shareholders' preemptive rights of subscription.
14. Regulation of the Electronic Forum for Shareholders.
15. Attendance, proxy and vote card.
16. Version in force of the Articles of Association, of the Regulation of the Board of Directors, Regulation of the Annual General Meeting of Shareholders and Directors' Remuneration Policy.
17. Total number of shares and right to vote on the date of the meeting.
18. This meeting call.

The aforementioned documents and the proposed agreements submitted to the General Meeting of Shareholders are also available to shareholders on the website of the Company (<https://www.ecoener.es/>).

Pursuant to articles 197 and 520 of the Corporate Enterprises Act, article 28 of the Articles of Association and article 9 of the Regulation of the Annual General Meeting of Shareholders, from the publication of this meeting call for the Annual General Meeting of Shareholders until the fifth (5th) day before the first call of the meeting is held, included, shareholders may request in writing the reports or clarifications they consider relevant or present the questions they consider relevant on the matters mentioned in the Agenda in writing. In addition, with the same notice and in the same manner, shareholders may request reports or clarifications or ask questions in writing regarding the public information provided by the Company to the Comisión Nacional del Mercado de Valores (Spanish National Securities Market Commission) since the last Annual General Meeting of Shareholders.

In the written information request, the name or corporate name and surnames of the requesting shareholder must be included, accompanied by the proper documentation –copy of the attendance card or authentication certificate– to certify their status as shareholder(s) in order to check this information with the information from Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). These information requests –sent to the Secretary of the Board of Directors (ref. 2026 Annual General Meeting of Shareholders)– can be delivered by postal correspondence to the registered address of the Company in Calle San Andrés 143, 4º, 15003, A Coruña, Spain, or via e-mail at juntageneral@ecoener.es including their number of shares, the securities account where the shareholder holds the shares on deposit and other circumstances specified on the corporate website of the Company in order to verify the information with the information from Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). The website of the Company specifies the appropriate explanations to exercise the shareholder's right to be informed.

Special information instruments.

An Electronic Shareholders' Forum will be set up on the Company's website, which will be accessible with due guarantees to both individual shareholders and voluntary associations that may be constituted pursuant to article 539.2 of the Corporate Enterprises Act in order to facilitate their communication prior to the Annual General Meeting of Shareholders under the terms of the aforementioned article 539 of the Corporate Enterprises Act.

Right to representation.

Pursuant to the provisions of article 28 of the Articles of Association and article 12 of the Regulation of the Annual General Meeting of Shareholders, all shareholders with the right to attend can be represented in the Annual General Meeting by another person, even if that person is not a shareholder, granting the proxy in writing and on a special basis for the meeting.



The corporate website of the Company will include, from the call of the Annual General Meeting of Shareholders, a sample proxy card. The proxy must be completed and signed by the shareholder in the corresponding attendance and proxy card.

The person to whom the proxy is granted must exercise it by attending the General Meeting of Shareholders via the telematic means in force upon request for registration via e-mail in accordance with the provisions of the "*Telematic attendance of shareholders and proxy holders*" section of this notice. The attendance and proxy cards can also be delivered in the days prior to the Annual General Meeting of Shareholders in Calle San Andrés 143, 4º, 15003, A Coruña, Spain, or via e-mail to juntageneral@ecoener.es.

Pursuant to the provision of the Articles of Association and the Regulation of the Annual General Meeting of Shareholders, the Chairperson and the Secretary of the Board of Directors will have the widest possible powers in law to accept the validity of the document attesting to the representation.

When the proxy card does not include the designation of a proxy, the proxy shall be deemed to be conferred on the Chairperson of the General Meeting or the person delegated by them. In the cases when the shareholder may delegate, by express or tacit designation, to the Chairperson of the General Meeting of Shareholders, or to a Director, and the proxy card does not contain precise instructions as to the direction of the vote, if the representative is in a situation of conflict of interest with respect to any or some of the items on the agenda of the General Meeting, the proxy shall be deemed to be conferred, for that specific item or items, on the Secretary of the Board, unless the shareholder has indicated otherwise on the proxy card.

Except when the shareholder has indicated otherwise on the proxy card (in which case the shareholder shall be deemed to instruct the proxy to abstain), the power of attorney will be applied to the items that are not in the agenda but may be voted in the General Meeting. In this case, the proxy holder will vote as they deem more beneficial for the shareholder and the provisions of the preceding paragraph shall also apply in the event of a conflict of interest.

Telematic attendance of shareholders to the Meeting will revoke any proxy that might have been issued by them. Likewise, the delegation may always be revoked by the same means by which it was made.

Representation via postal correspondence or e-mail.

Pursuant to the provision of article 15 of the Regulation of the Annual General Meeting of Shareholders, shareholder can exercise their right of representation via post or e-mail and must prove their status as shareholders pursuant to article 10 of the Regulation of the Annual General Meeting of Shareholders. Attendance and proxy card, duly completed and signed, can be send to the Company by post to Calle San Andrés, nº 143, 4º, 15003, A Coruña, Spain, or by e-mail to juntageneral@ecoener.es. The shareholders who send their proxy by post or e-mail must include their name, surnames and evidence of the shares held to verify this information with the information from Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). The proxy document must be signed by the shareholder and the proxy holder. The Company can, when applicable or considered necessary, request any other document to verify the representation.

The shareholders who send their proxy by post or e-mail must communicate the designated persons of the proxy granted in their favour. The person to whom the proxy is granted by post or e-mail must exercise it by attending the General Meeting of Shareholders upon request for registration via e-mail in accordance with the provisions of the "*Telematic attendance of shareholders and proxy holders*" section of this notice.

Proxy sent by post must be received by the Company before 23:59 (CEST) the day prior to the first call of the General Meeting of Shareholders; that is, before 23:59 (CEST) of 18 June 2026.

Proxy sent by post may be withdrawn by express revocation by the shareholder by the same means used to grant the proxy, within the period established for granting the proxy, or by personal attendance of the shareholder at the General Meeting by telematic means. A shareholder who grants a proxy by post and does not check any or all of the boxes for voting instructions regarding the items on the agenda shall be deemed to vote in favour of the respective proposals made by the Board of Directors.

Absentee voting by post and e-mail.

Pursuant to the provisions of article 15 of the Regulation of the Annual General Meeting of Shareholders, shareholders may exercise their absentee voting rights by post or e-mail. In order to issue the vote by post, shareholders must complete and sign the attendance, proxy and vote card issued on behalf of the shareholder by the Company or by the entity or entities in charge of the registry of notes, in which the direction of their vote –for or against or abstention– must be included by checking the appropriate box. The card, completed and signed, together with a copy of the Identification Card or passport, can be sent to the Company by post to Calle San Andrés 143, 4º, 15003, A Coruña, Spain, or e-mail to juntageneral@ecoener.es. Apart from the aforementioned identification documents, the Company may request from the shareholders who want to vote using an absentee ballot additional documents deemed necessary to verify their identity.

Pursuant to the provisions of article 15.3(a) of the Regulation of the Annual General Meeting of Shareholders, it is hereby stated for the record that the obligation to present notary authentication of the signature on the document that shareholders present in order to prove their identity when exercising their proxy or absentee voting rights is excluded.

A shareholder who votes using an absentee ballot by post or e-mail and does not check any or all of the boxes for voting instructions regarding the items on the agenda shall be deemed to vote in favour of the respective proposals made by the Board of Directors. The vote sent by post or e-mail will be rendered ineffective by subsequent express revocation by the shareholder by the same means used for casting the vote and within the period established for the vote, or by the shareholder who cast the vote by post or e-mail attending the General Meeting in person (via telematic means).

The absentee ballot sent by post must be received by the Company before 23:59 (CEST) the day prior to the first call of the General Meeting of Shareholders; that is, before 23:59 (CEST) of 18 June 2026. Otherwise, the vote will be considered not cast. After the aforementioned deadline, only telematic votes at the General Meeting of Shareholders by the shareholder or by a valid proxy in person shall be admitted. Shareholders who cast their absentee vote by post or e-mail will be deemed to be present for the purposes of the constitution of the General Meeting of Shareholders.

Proxy and vote in the event of a supplement to the call.

If, as a consequence of the exercise of the right to include new items in the agenda for shareholders with at least three (3%) percent of the share capital, a supplement to this call was published, shareholders who appointed proxies or who cast their vote before the publication of the supplement may:

- a) appoint a proxy again with the corresponding voting instructions or cast a new vote on all the items on the agenda (including both the initial items and the new items added by the supplement), in which case the proxy granted or the vote cast previously shall be deemed revoked and shall cease to have any effect; or
- b) complete the corresponding voting instructions to the initially appointed proxy (who must be the same) only in respect of the new items on the agenda incorporated in the supplement, pursuant to the procedures and methods mentioned in the preceding sections and by the same means used in the proxy granted or the vote cast initially.

In the event that the shareholder has cast an absentee vote prior to the publication of the supplement and does not take any of the actions indicated under (a) and (b) above, they shall be deemed to abstain in respect of such new items.

Other matters related to the telematic Meeting.

- a) The Company may adapt, with due guarantees, the means to allow attendance at the General Meeting by telematic means in the case of shareholders outside Spain, qualified investors and other similar cases.
- b) It is the sole responsibility of shareholders (or their proxy holders) to keep the personalised access code for accessing and using the telematic attendance service for the General Meeting. In the case

of a legal person, any modification or revocation of the powers held by its representative must be communicated and, therefore, the Company declines any liability until such notification is made.

- c) The Company reserves the right to change, suspend, cancel or restrict the mechanisms for proxy or remote vote or telematic attendance at the General Meeting when technical or security reasons make it advisable or necessary. The Company shall not be responsible for any damages caused to the shareholder as a result of breakdowns, overloads, line failures, connection faults or any other similar case beyond the Company's control that prevent the use of the mechanisms for telematic attendance at the General Meeting.

Notary attendance.

Pursuant to articles 521 and 203 of the Corporate Enterprises Act and article 15 of the Regulation of the Annual General Meeting of Shareholders, shareholders are informed that a notary has been requested to attend to issue a record of the Annual General Meeting.

Personal data protection.

The Company hereby informs shareholders that the personal data sent in order to exercise their rights to attend, delegate and vote at the General Meeting, or provided by the banks and securities companies and agencies where such shareholders have their shares deposited, as well as the audiovisual recording of the entire General Meeting to facilitate its monitoring and appropriate dissemination, will be processed for the purpose of managing the development, compliance and control of the existing shareholder relationship with Ecoener, S.A., as well as to send information that may be requested by the shareholder. Personal data processing will comply with the applicable legislation and the legitimate interest of the Company. Likewise, shareholders are informed that they may exercise their right of access, deletion, rectification, portability, limitation of processing and opposition, as well as revoke their consent pursuant to the provisions of the General Data Protection Regulation and other applicable regulations, in written to the Company or by e-mail to “investors@ecoener.es”, attaching a copy of the identification document. The Company will store said personal data until the prescription of any actions that may arise, and its shareholders shall have the right to file a claim before the Spanish Data Protection Agency (AEPD), the competent data protection authority.

Additional information.

The Company will inform on the corporate website of any change or specific measures to be taken regarding the holding of the General Meeting. In any case, in the days prior to the meeting, shareholders are kindly requested to check the website (www.ecoener.es) or call (+34) 981 217 003 for any additional information that may be available. Via those means, the latest available information at any given moment will be provided, all of which will be aimed at enabling shareholders to exercise their remote attendance rights.

Likewise, shareholders are informed that, from the date of publication of this call, a Shareholders' Office at (+34) 981 217 003, Monday to Friday from 9:00-14:00 and 15:00-17:00 (CEST), where they must request to contact the Investor Relations Manager, and the e-mail address juntageneral@ecoener.es, where they can check and request help for any queries regarding proxy and absentee voting procedures, telematic attendance or other matters related to the General Meeting.

Forecast of the Annual General Meeting. The first call of the Annual General Meeting of Shareholders is expected to be held on 19 June 2026 at the indicated time. Pursuant to the provisions of article 182 bis. of the 11.4 of the Consolidated Text of the Corporate Enterprises Act and article 11.4 of the Regulations of the Annual General Meeting, the Annual General Meeting will be considered to have been held in the corporate address in Calle San Andrés 143, 4º, 15003, A Coruña, España.

La Coruña, 18 May 2026.

The Board of Directors, the Chairman, Luis Valdivia Castro.

