

TUBACEX, S.A.

NOTICE OF CALL TO SHAREHOLDERS' ANNUAL GENERAL MEETING

Pursuant to legal and statutory regulations, the Board of Directors of TUBACEX, S.A. ("**TUBACEX**" or the "**Company**") has agreed to call the Shareholders' Annual General Meeting to be held at **13:00** on June 26, 2024 at **Torre Iberdrola, Plaza Euskadi 5** (on the first call, and at the same time and place on the second call on **June 27, 2024** if a quorum is not reached on the first call). The purpose of the meeting is to deliberate and resolve on the matters included in the agenda.

The Company's Board of Directors allows attendees to be physically present at the General Meeting, to attend on-line, to authorize a proxy to represent them, and to cast their votes remotely prior to the meeting.

AGENDA

- 1.- Approval of the Company's individual annual accounts and those of its consolidated Group, along with the respective management reports, corresponding to the financial year ended December 31, 2023.
- 2.- Approval of the consolidated Non-Financial Information Statement for the financial year ended December 31, 2023.
- 3.- Approval, if appropriate, of the allocation of profits/losses for the financial year ended December 31, 2023.
- 4.- Approval, if appropriate, of the management of the Company's Board of Directors for the financial year ended December 31, 2023.
- 5.- Reappointment of Ernst & Young, S.L. as the auditors of the Company and its consolidated Group for the financial year ending December 31, 2024.
- 6.- Review and approval of a new long-term incentive for financial years 2024 to 2026.
- 7.- Ratification and appointment of Ignacio Mataix Entero as an Independent Director for the statutory term of four years.
- 8.- Termination of Gema Navarro Mangado as a member of the Company's Board of Directors due to the loss of confidence of the shareholder who proposed her appointment.
- 9.- Determination of the number of members that the Board of Directors shall have.
- 10.- Advisory vote on the Directors' Remuneration Annual Report for the 2023 financial year.
- 11.- Delegation of powers to implement and formalize the above agreements.

SUPPLEMENT TO THE CALL AND AGREEMENT PROPOSALS

Pursuant to the provisions in article 519 of the Corporations Act, shareholders representing at least three percent of the share capital can request the publication of a supplement to the Call to this Shareholders' General Meeting to include one or more matters on the Agenda, provided that the new items are accompanied by a justification, or where appropriate, a reasoned agreement proposal. This right must be exercised by sending a certified notification to the corporate address at Calle Tres Cruces 8, 01400 Llodio, Álava within the five days following the publication of the

call notice. In this case, the supplement to the Call shall be published at least fifteen days prior to the date set for the Meeting.

Likewise, shareholders representing at least three percent of the share capital may submit reasoned agreement proposals for matters already included or to be included on the agenda of the called General Meeting within the same time frame and to the same address as indicated in the preceding point.

RIGHT TO INFORMATION

Pursuant to Articles 272, 287, 297 and 518 of the Corporations Act, from the time this call notice is published until the General Meeting is held, TUBACEX will publish the following information on its website (www.tubacex.com) without interruption:

- (i) this call notice;
- (ii) the total number of shares and voting rights at the date of the call;
- (iii) the annual accounts and management reports of the Company and its consolidated group, in full, for the financial year ended December 31, 2023, as well as the auditors' reports;
- (iv) the consolidated non-financial information statement, together with the verification report;
- (v) the full text of agreement proposals for each and every one of the items on the agenda submitted by the Board of Directors, and if applicable, those submitted by the shareholders as they are received;
- (vi) the Corporate Governance Annual Report and the Directors' Remuneration Annual Report for the financial year 2023;
- (vii) the Regulations of the Electronic Shareholders' Forum;
- (viii) the model proxy and remote voting card;
- (ix) the Audit and Compliance Committee's report on the auditor's independence;
- (x) the Audit and Compliance Committee's report on related-party transactions for financial year 2023;
- (xi) the report on the Audit and Compliance Committee's activities corresponding to financial year 2023;
- (xii) the report on the Appointments and Remuneration Committee's activities corresponding to financial year 2023.

Furthermore, any shareholder, providing proof of their status as such, may examine the aforementioned documentation free of charge at the Company's corporate address (calle Tres Cruces 8, 01400 Llodio, Álava), from Monday to Friday (excluding public holidays) from 9 to 17h. Alternatively, shareholders may ask the Company to deliver or send the documentation free of charge by contacting the Secretary of the Board of Directors (ref. Annual General Meeting 2024) by e-mail (juntageneral@tubacex.com), by post (Derio offices (Bizkaia), Parque Científico y Tecnológico de Bizkaia, Ibaizabal bidea edificio 702- 1ª planta, 48160), or by phoning +34 94 6719300, from Monday to Friday (excluding public holidays) from 9 to 17h.

Pursuant to Articles 197 and 520 of the Corporations Act, shareholders may submit a written request for any information or clarifications on any questions they deem necessary regarding the matters included in the agenda up until the fifth day prior to the day the General Meeting is to be held. Likewise, within the same time frame, shareholders may also submit a written request for any clarifications they deem necessary regarding the information made available to the public that the Company has sent to the CNMV since May 24, 2023 (the date the last General Meeting was held) and regarding the auditor's report.

To do so, shareholders shall send their queries to the attention of the Secretary of the Board of Directors (ref. Annual General Meeting 2024) by e-mail (juntageneral@tubacex.com) or by post (Derio offices (Bizkaia), Parque Científico y Tecnológico de Bizkaia, Ibaizabal bidea edificio 702- 1ª planta, 48160). All such requests must indicate an address where replies can be sent and must be accompanied by a copy of the documentation proving the identity and shareholder status of the author. In cases where the shareholder is a legal entity, the request for information must also

be accompanied by a copy of the documentation evidencing the representative powers of the individual exercising the right to information as the shareholder's representative.

RIGHT TO ATTEND

Right to attend

In accordance with the provisions of the Articles of Association and of the Regulation of the Shareholders' General Meeting, the General Meeting may be attended by shareholders with any number of shares who had their shares registered in the relevant accounting registry at least five days before the date on which the General Meeting is held, i.e. June 21, 2024.

Physical attendance of shareholders and proxies at the place where the Shareholders' General Meeting is held

Shareholders or their proxies who wish to physically attend the General Meeting must present themselves to the personnel in charge of the shareholders' registry at the place where the General Meeting is to be held, on the day scheduled, and from 1 hour before the meeting is due to start, producing the following: (i) the attendance card provided by the entities adhered to IBERCLEAR where their shares are deposited or, in the case of proxies, a copy of the document granting them such proxy rights; and (ii) their National Identity Document, passport, or Tax Identification Number (NIF) document (or equivalent identification document). Likewise, if the shareholder is a legal entity, the individual representing it must provide evidence that they have sufficient powers to do so.

Online attendance to the General Meeting

Shareholders entitled to attend and their proxies may attend the Shareholders' Annual General Meeting online, using the online attendance platform enabled for this purpose in the section relating to the Shareholders' Annual General Meeting 2024 on the "Shareholders and Investors" section of the Company's corporate website (www.tubacex.com), under the terms and conditions set forth therein.

(i) Prior registration and login:

- a) Shareholders wishing to attend the General Meeting online must register in advance from 13:00 CET on May 30, 2024 until 13:00 CET on June 26, 2024 through the voting, proxy and registration platform for online attendance that will be enabled on the Company's website. This must be done by proving their identity through one of the following means: (i) electronic ID card or (ii) recognized or advanced electronic signature, based on a recognized and valid electronic certificate, with has not been recorded as revoked, issued by the Spanish Public Certification Entity (CERES), which falls under the purview of the Spanish Mint (Fábrica Nacional de Moneda y Timbre). After said time, no prior registration for exercising the right to attend the meeting online shall be accepted.

The Company shall verify the shareholder status of those registered to attend the Meeting from the registration closing time until the time on which the period to connect to attend the General Meeting online as set out in point b) starts.

- b) Any shareholders previously registered in accordance with section a) above must connect through the online attendance platform that will be enabled on the Company's website between 11:30 CET and 12:30 CET on the day the Meeting is held, after accrediting themselves as indicated in point a) above. Only attendees who have been accredited within the aforementioned period may speak and/or vote at the Shareholders' General Meeting. Shareholders who have registered to attend the meeting beforehand but do not later connect to the meeting shall not be deemed to have attended the meeting.

Proxies wishing to attend the General Meeting online must submit proof of their identity and the delegation of powers to the Company by sending the document through which the proxy is granted along with supporting documentation (copy of the proxy's national ID card, foreigner's ID card, Passport, or equivalent document and if the shareholder is a legal entity, a copy of the document accrediting the proxy's representative powers) to the Secretary of the Board of Directors (ref. Annual General Meeting 2024) before June 26, 2024 at 11:00 CET either by e-mail juntageneral@tubacex.com or by post (Derio offices (Bizkaia), Parque Científico y Tecnológico de Bizkaia, Ibaizabal bidea edificio 702- 1ª planta, 48160). Without prejudice to the aforementioned accreditation, proxies must also previously register on the online attendance platform and connect as remote attendees on the day of the Meeting under the same terms provided for in sections a) and b) above in relation to the shareholders.

The Company may set up additional means of identification to establish the identity of the shareholder or proxyholder in a proper way.

(ii) Speeches, proposals and requests for information:

Online attendees who wish to speak at the Shareholders' General Meeting, put forward any proposals permitted by law, or request information or clarifications regarding the items on the agenda, the information made available to the public that the Company has sent to the CNMV since the last Shareholders' General Meeting was held, or the auditor's report, must formulate their speech, question or proposal in writing and submit it electronically or attach the text of their speech through the online attendance platform between 11:30 and 12:30 CET on the day the Meeting is held. The Secretary of the Meeting shall read the speeches and requests for information submitted by the Shareholders in the speaking time allowed thereto, and a literal copy shall be included in the meeting minutes only when it is expressly requested.

Requests for information or clarifications made during the meeting will be answered during the course of the meeting, or in writing within five days following the end of the meeting if the response is not available.

(iii) Voting:

Attendees may cast their votes on proposals relating to items on the agenda on the day the General Meeting is held from the time they connect to the platform.

In the case of agreement proposals for matters not included in the agenda that have been submitted during the Meeting in legally admissible cases, those attending online may cast their votes from the moment such proposals are read out and the voting has been enabled on the online attendance platform.

In any case, the online voting process for all the proposals submitted to the General Meeting shall end when it is declared in the meeting that the voting period for such proposals has ended.

(iv) Withdrawing from the meeting:

Any online attendees who wish to expressly withdraw from the Meeting must do so by sending a notification through the online attendance platform. All subsequent actions shall be considered null and void once the online attendee has communicated their express desire to withdraw from the meeting.

(v) Other matters:

- a) Online remote attendance by a shareholder or proxy shall be tantamount to attendance in person.
- b) It is the exclusive responsibility of any shareholder or the relevant proxyholder to safeguard the identifying codes required to access and use the online attendance platform. In cases of legal entities, they shall have to notify any modification or revocation of the powers held by its representative and, accordingly, the Company rejects any responsibility until said notification is made.
- c) TUBACEX reserves the right to modify, discontinue, cancel or restrict the ways to attend the meeting online whenever it is required or compelled to do so by technical or safety reasons, and it shall not be held accountable for any damages that may be suffered by any shareholder arising from any breakdowns, blackouts, failures in the connection or any other similar contingencies beyond the control of the Company that would hinder or prevent the use of the services to attend the General Meeting online; this is without prejudice to the Company adopting any measures that may be required for each situation, including the possible temporary suspension or extension of the General Meeting if necessary to ensure shareholders and their representatives can fully exercise their rights.

PROXIES AND REMOTE VOTING PRIOR TO THE GENERAL MEETING

Proxies

In accordance with the provisions of the Law, with the Articles of Association and with the Regulations of the General Meeting, any shareholder entitled to attend may be represented at the meeting by another person, even if that person is not a shareholder.

Proxies and remote voting prior to the general meeting

Shareholders may vote remotely or delegate their vote prior to the General Meeting under the terms set out in this call notice and in the regulations published on the Company's corporate website (www.tubacex.com) in the section on the Shareholders' General Meeting that appears under "Shareholders and Investors".

Proxyholders may only vote by attending the General Meeting in person, either online or by physically attending the place where the General Meeting is to be held, under the terms set out in this call notice.

If the proxy card does not designate a representative, it shall be deemed that the proxy has been granted to the Chair of the General Meeting. In cases in which the shareholder has expressly or tacitly delegated their proxy to the Chair of the General Meeting or to another Director and the proxy card does not contain precise instructions on how the proxyholder is to vote, if the proxyholder is in a situation of conflict of interest with respect to any or some of the matters included in the agenda of the General Meeting, it shall be understood that any related votes are to be conferred, for that specific matter or matters, to the Secretary of the Meeting, unless the shareholder has indicated otherwise on the proxy card. For these purposes, it is hereby noted that a situation of conflict of interest is as follows: (i) if the director has been put forward for appointment regarding item 7 of the agenda and the director to who has been proposed for termination regarding item 8 (ii) all Board members regarding item 10 of the agenda; (iii) the affected director in the cases set forth in paragraphs b) or c) of Article 526.1 of the Corporations Act that may be raised outside the agenda pursuant to the Act, if applicable; and (iv) the CEO of the Company regarding item 6 of the agenda.

Unless otherwise indicated by the shareholder on the proxy card (in which case it shall be understood that the shareholder instructs the proxy to abstain), the proxy extends to matters

which do not appear on the meeting agenda and may be submitted to a vote at the General Meeting. In this case, the proxy shall vote in the direction they deem most favorable to the interests of the shareholder represented, and the provisions of the preceding paragraph shall also apply in the event of a conflict of interest.

a) By post

The shareholder may vote or grant a proxy by sending the proxy and remote voting card provided by the IBERCLEAR member entity in which the shareholder has deposited their shares to the Company, duly completed and signed. Likewise, the shareholder may use the proxy and remote voting card model published on the corporate website (www.tubacex.com), duly completed and signed, accompanied by the card issued by the IBERCLEAR member entity in which the shareholder has deposited their shares. When a shareholder is a legal entity, the Company may require a copy of the documentation evidencing the representative powers of the individual representing the shareholder to exercise the proxy or remote voting rights in addition to the proxy and remote voting card.

The aforementioned documentation must be sent to the Company - to the attention of the Secretary of the Board of Directors (ref. Annual General Meeting 2024) - by post (or equivalent courier service) to its offices in Derio (Bizkaia) at Parque Científico y Tecnológico de Bizkaia, Ibaizabal bidea edificio 702- 1ª planta, 48160.

b) By electronic correspondence

The shareholder may vote or grant a proxy by sending the proxy and remote voting card provided by the IBERCLEAR member entity in which the shareholder has deposited their shares to the Company, duly completed and signed. Likewise, the shareholder may use the proxy and remote voting card model published on the corporate website (www.tubacex.com), duly completed and signed, accompanied by the card issued by the IBERCLEAR member entity in which the shareholder has deposited their shares. When a shareholder is a legal entity, the Company may require a copy of the documentation evidencing the representative powers of the individual representing the shareholder to exercise the proxy or remote voting rights in addition to the proxy and remote voting card.

The aforementioned scanned documentation shall be sent to the Company - to the attention of the Secretary of the Board of Directors (ref. Annual General Meeting 2024) - by e-mail to the address juntageneral@tubacex.com.

Shareholders may also vote and grant their proxy through the IT application that will be available on the Company's website (www.tubacex.com), proving their identity by any of the following means: (i) electronic ID card or (ii) recognized or advanced electronic signature, based on a recognized and valid electronic certificate, which has not been recorded as revoked, issued by the Spanish Public Certification Entity (CERES), which falls under the purview of the Spanish Mint (Fábrica Nacional de Moneda y Timbre).

The shareholder granting a proxy through the IT application must inform the appointed proxy that they have done so. If the proxy is granted to a member of the Board of Directors, this communication shall be automatically deemed to have been made upon receipt of the corresponding electronic proxy.

c) Common rules for proxies and remote voting prior to the General Meeting

- (i) In order to be valid, both the proxies granted and the votes cast prior to the Meeting by remote means of communication (postal or electronic) must be received by the Company, in the terms indicated in the preceding points, two hours before the time and date scheduled

for the General Meeting on the first call, i.e. before 11:00 a.m. on June 26, 2024. After the aforementioned deadline, proxies shall only be admitted if they are granted using the attendance cards issued by the IBERCLEAR member entity in which the shareholder has deposited their shares, duly completed and presented by the proxy to the personnel in charge of the shareholders' registry at the place and on the day of the General Meeting one hour prior to the time announced for the meeting to start.

- (ii) When the proxy and remote voting card does not detail how the shareholder is to vote or does not provide voting instructions to the proxy, it shall be understood that the shareholder votes in favor (or gives precise instructions for their proxy to vote in favor) of the agreement proposals formulated by the Board of Directors.
- (iii) The proxy or vote shall only be considered valid if the condition of the shareholder granting the proxy or vote is confirmed; this involves verifying that the ownership and number of shares provided by each of the people granting a proxy or remote vote coincide with the data provided by IBERCLEAR.
- (iv) If a shareholder grants several proxies or votes, the action (proxy or vote) that was taken last shall prevail. If there is no certainty as to when the shareholder made any of the proxies or votes, the vote (regardless of the means used to cast it) shall prevail over the proxy.
- (v) If a shareholder who had previously delegated their proxy or cast a remote vote, regardless of the means used, attends the meeting in person or online, the proxy or vote shall be declared null and void. In turn, a shareholder's physical attendance at the Meeting shall prevail over online attendance. The Company shall not be liable for any difficulties or damages that may be caused to shareholders as a result of breakdowns, failures, errors or malfunctions of computer, courier or postal services that may prevent them from using the aforementioned remote voting and proxy voting methods.

ATTENDANCE OF A NOTARY

The Board of Directors has agreed to request the presence of a Notary Public to attend this Shareholders' General Meeting and to draw up notarial minutes thereof.

ELECTRONIC SHAREHOLDERS' FORUM

In compliance with article 539.2 of the Corporations Act, from the publication of this call until the Board Meeting is held, an Electronic Shareholders' Forum will be accessible on the Company's website. The Forum operating rules are available on the Company's corporate website (www.tubacex.com).

FURTHER INFORMATION

- (i) For matters relating to the General Meeting not covered by this notice, shareholders may refer to the Regulations of the Shareholders' General Meeting published on the Company's website (www.tubacex.com).
- (ii) For further information on granting a proxy, remote voting before the meeting, online attendance at the General Meeting, other shareholders' rights and any other matters relating to the General Meeting, please contact juntageneral@tubacex.com or telephone +34 94 6719300 from Monday to Friday excluding public holidays from 9 to 17h.
- (iii) **In light of previous events, it is likely that the General Meeting will be held on the second call.**

PERSONAL DATA PROTECTION

Any personal data provided by shareholders in order to exercise their rights to attend, give proxies and cast votes at the Shareholders' General Meeting, or that is provided to those ends by their legal representatives or the entities in which said shareholders have their shares deposited, shall be treated by TUBACEX as the data controller in accordance with the legal provisions on data protection currently in force, for the purpose of enabling the establishment, evolution, fulfillment and monitoring of the shareholding relationship and the compliance with any relevant legal obligations, as well as to manage the calling and holding of the Shareholders' General Meeting. The data processed to fulfill the aforementioned purposes fall under the following categories: identification, economic, financial and other (securities accounts, shareholder reference number, corporate name of the financial institution, account number and sort code, as well as the details of any power of attorney).

Such personal data, as well as any other information held by TUBACEX or accessible through its systems, will be treated confidentially. However, they may be brought to the attention of the competent public authorities according to applicable laws and regulations, and if required by a court order.

Furthermore, your image and/or voice may be processed to broadcast the General Meeting. The legal basis for such processing, where the data is merely incidental and strictly for the above purposes, is TUBACEX's legitimate interest in disseminating and providing transparency to the General Meeting.

Likewise, shareholders are kindly reminded that they may exercise any of the rights afforded to them by the data protection legislation by addressing the relevant request to the e-mail address gdpr@tubacex.com, after duly proving their identity. If any shareholder considers that their rights have not been properly addressed, they may contact the Spanish Data Protection Agency at its website www.aepd.es or at the address Calle Jorge Juan, 6, 28001 - Madrid.

In Llodio (Alava), on May 21, 2024
THE SECRETARY OF THE BOARD OF DIRECTORS
Maidier Cuadra Etxebarrena