

MOTIVATED PROPOSAL BY THE BOARD OF DIRECTORS OF LAR ESPAÑA REAL ESTATE SOCIMI, S.A. IN CONNECTION WITH THE APPROVAL OF THE REMUNERATIONS POLICY OF THE COMPANY, SET OUT IN ITEM EIGHT OF THE AGENDA OF THE GENERAL SHAREHOLDERS' MEETING CALLED TO BE HELD ON APRIL 24 AND 25, 2024, ON FIRST AND SECOND CALL, RESPECTIVELY

1. INTRODUCTION

Under article 529 novodecies of the consolidated text Spanish Companies Act, enacted by Royal Legislative Decree 1/2010 of July 2 ("**Spanish Companies Act**"), the Board of Directors of Lar España Real Estate SOCIMI, S.A. ("**Lar España**" or "**Company**"), based on the report from the Appointments, Remuneration and Sustainability Committee, prepared and approved this reasoned proposal for a new Remunerations Policy of the Company for the remainder of financial year 2024, and for the following three financial years (financial years 2025, 2026 and 2027 (the "**Remunerations Policy**"), which will be submitted for approval at the Ordinary General Shareholders' Meeting that will possibly take place on April 25, 2024, on second call.

In the event of approval by the General Shareholders' Meeting of Lar España, this new Remunerations Policy will be applicable as from the date of approval and will substitute and replace the previous one that up to this moment has been in effect.

2. APPLICABLE RULES TO THE DIRECTORS' REMUNERATION

The main rules that govern the remuneration of the directors of Lar España are the following:

a. Spanish Companies Act

The Spanish Companies Act states that the directors' office in listed companies must be remunerated, unless otherwise provided for in the by-laws of the corresponding company. In this regard, Lar España's by-laws confirm that the directors' office is remunerated and include the remuneration structure for the directors on their condition as such. Furthermore, the by-laws regulate the remuneration that payable to executive directors.

With regard to the directors on their condition as such (non-executive directors), the Remunerations Policy must determine at least the maximum annual amount payable to all the directors on their conditions as such.

With regard to the directors that carry out executive duties (executive directors), the Remunerations Policy must include at least their annual fixed remuneration.

Any compensation paid to the directors for the performance or termination of their duties, or the performance of executive duties must be in accordance with the applicable Remunerations

Policy, except for those compensations specifically approved by the General Shareholders' Meeting.

Furthermore, the Spanish Companies Act states that, in general, directors' remunerations must be in accordance with the relevance of the company, the economic situation that it may have from time to time and the market standards of comparable companies. Likewise, the remuneration system must promote the long-term profitability and sustainability of the company and incorporates the necessary safeguards to avoid excessive risk-taking or the reward of unfavorable results.

b. Lar España's by-laws and other internal rules

The Company's regulation regarding directors' remuneration is included in article 40 of the Company's by-laws and it is further developed in article 27 of the Board of Directors' Rules and Regulations. These rules also govern the composition, functioning and powers of the Appointments, Remunerations and Sustainability Committee.

3. PRINCIPAL CHANGES TO THE REMUNERATIONS POLICY

The purpose of drawing up a new Remunerations Policy is to update the remuneration of the members of the Board of Directors in their condition as such and of the members of the Board who hold the position of Chairman of the Board Committees, in accordance with the current circumstances of the Company and the market.

In this context, as stated in the report prepared by the Appointments, Remuneration and Sustainability Committee of the Company, an increase in the remuneration of the members of the Board of Directors in their condition as such is contemplated which, in total, amounts to 35,500 euros (sum of the proposed increase of 5,000 euros in the remuneration to be received by each member of the Board of Directors in their condition as such, as well as the increase of an additional 5,000 euros in the remuneration for holding the position of Chairman of the Audit and Control Committee and an additional 5,500 euros in the remuneration for holding the position of Chairman of the Appointments, Remuneration and Sustainability Committee). This increase, which represents only a 6.5% increase in the annual remuneration received by the members of the Board of Directors, is justified for the following reasons:

- (i) The guiding principles and criteria established in section 3 of the Remuneration Policy and, in particular, the following: (i) attracting and retaining the best professionals, so that remuneration is competitive in order to attract and retain talent that contributes to the creation of value for the Company's shareholders and to the achievement of its strategic objectives; and (ii) fairness and proportionality in remuneration, taking into account the dedication, qualification, experience and responsibilities of each director and the functions and tasks performed by such director.
- (ii) Within the framework of its competencies, the Appointments, Remuneration and Sustainability Committee has assessed qualitative issues such as the degree of dedication, experience, knowledge or criticality at relevant times, also taking into account the

particularities of the Company, given that there are no members of the Board of Directors who hold the category of executive directors.

- (iii) The Committee has also assessed the level of dedication of the members of the Board of Directors, which exceeds that of other companies analyzed. This is due, among other reasons, to the fact that the Company is externally managed, having only a reduced number of managers/employees and that, as mentioned above, there are no directors who hold the category of executives. Furthermore, as reflected in the Company's Annual Corporate Governance Report, the Board of Directors of Lar España and its Committees are very active, with the Board having met in 2023 on 13 occasions, the Audit and Control Committee on 10 occasions and the Appointments, Remuneration and Sustainability Committee on 8 occasions without, as provided for in the Remuneration Policy, in accordance with the provisions of the Company's by-laws, the Company contemplating the existence of attendance fees for meetings (but only a fixed annual remuneration regardless of the number of meetings held).
- (iv) On the other hand, the Appointments, Remuneration and Sustainability Committee, in the exercise of its competence to periodically review the remuneration policy, at the end of financial year 2022 and for the financial year 2023/2024, commissioned a study to an independent expert (Willis Towers Watson) in order to analyze, on one hand, the remuneration of the members of the Board of Directors in their condition as such and, on the other hand, the remuneration of the Chairmen of the Board Committees in companies comparable to Lar España. For this purpose, the independent expert analyzed the Annual Corporate Governance Reports, the Annual Reports on Directors' Remuneration, the Directors' Remuneration Policies and the information appearing in the Annual Accounts of companies comparable to the Company, by sector of activity, total assets or stock market capitalization, among other parameters.
- (v) In this regard, in the aforementioned study commissioned by the Company, two different groups of comparable companies at a national level were analyzed, and a benchmarking with the data extracted was also included in the study.

On one hand, the remuneration of listed companies in the same sector and type of activity as Lar España and, on the other hand, the remuneration of listed companies comparable to the Company in terms of size, total assets and market capitalization for the previous financial year (2021).

In this regard, the following conclusions could be drawn from the independent expert's report:

- The number of meetings of the Board of Directors of Lar España and, likewise, of both the Audit and Control Committee and the Appointments, Remuneration and Sustainability Committee, is higher than the average of the companies analyzed in the report, having concluded that during the year analyzed Lar España was above the 75% percentile of comparable companies that held the most meetings during the year, both of the Board of Directors and of the Audit and Control Committee and the Appointments, Remuneration and Sustainability Committee.

- The remuneration received by the members of the Board of Directors in their condition as such was below the average remuneration received by the directors of companies in the same sector of activity as the Company.

In this regard, according to the study carried out, the average fixed remuneration received by the members of the Board of Directors of companies in the same sector of activity as Lar España was 75,000 euros, while, in the same year analyzed, the members of the Board of Directors of Lar España received 70,000 euros as fixed remuneration for being members of the Board of Directors, remuneration which has not been modified during the financial years 2022 y 2023.

- With regard to the fixed remuneration received by the Chairmen of the Audit and Control Committee and the Appointments, Remuneration and Sustainability Committee, this is clearly below the average remuneration received during the year under review by the Chairmen of the Committees of companies comparable to Lar España.

In this regard, the Chairman of the Audit and Control Committee of Lar España received 22,500 euros as fixed remuneration for the office held, while the average fixed remuneration for the position of Chairman of the Audit Committee of the companies analyzed was 25,000 euros. Additionally, the Chairman of the Appointments, Remuneration and Sustainability Committee of Lar España received, as fixed remuneration for the office held, 17,000 euros, while the average fixed remuneration of the rest of the Chairman of the Appointments and Remuneration Committees of the companies taken into consideration was 25,000 euros. Likewise, the aforementioned study establishes that Lar España was in the 25% percentile of comparable companies in remuneration received by the Chairmen of the Audit and Control Committee and the Appointments, Remuneration and Sustainability Committee.

- On the other hand, the average remuneration per meeting of the Board of Directors of Lar España was 4,667 euros, based on the total remuneration received and the number of meetings actually held (while the average remuneration of the companies analyzed was 7,727 euros). Likewise, the members of the Company's Audit and Control Committee received an average of 1,250 euros per meeting (the average for the other companies analyzed was 1,688 euros). Lastly, the members of the Appointments, Remuneration and Sustainability Committee received, during the year under analysis (2021), 1,667 euros per meeting (the average per meeting of the Appointments and Remuneration Committees analyzed was 1,750 euros). Consequently, the study concludes that Lar España was in the 25% percentile of comparable companies in terms of average remuneration per Board of Directors meeting.

- (vi) On the other side, the latest annual report on Board remuneration in listed companies published by the CNMV with respect to remuneration for the financial year 2022 presents, in aggregate terms, the main characteristics of the remuneration policies and practices

applied by listed companies, obtained from the information included in the Annual Report on Directors' Remuneration ("IARC") of each company. Among other issues, the report analyzes the evolution of the amounts allocated to the remuneration of directors and describes some of the most common characteristics when defining remuneration policies, as well as the criteria followed by the companies to determine the amounts and the allocation to each director. It also includes a brief analysis of the degree of compliance with the IARC model and is completed with an appendix containing individual data on board member remuneration for listed companies.

In accordance with the provisions of the CNMV report, the average remuneration of an independent director of a listed company that is not part of the IBEX35 is 90,000 euros (the average remuneration of a director of an IBEX35 company is 208,000 euros). On the other hand, the average remuneration for holding the position of Chairman of a Committee of the Board of Directors is 47,000 euros.

Consequently, on one hand, the average remuneration of the Company's Board members in their condition as such (taking into consideration that only independent Board members receive remuneration for the office held) and, on the other hand, the average remuneration for acting as Chairman of the Company's Committees is significantly below the comparable average market remuneration.

- (vii) Finally, the Committee has also taken into account the opinions of the Company's shareholders and other institutional investors received in the framework of its general engagement policies, the recommendations of proxy advisors and, in general, the market, regarding best corporate governance practices by stakeholders.

On the basis of the foregoing, the Board of Directors, endorsing the Report of the Appointments, Remuneration and Sustainability Committee, and taking into account that financial year 2024 is the last year of application of the current remuneration policy, in accordance with the provisions of article 529 novodecies.1 of the Spanish Companies Act, has resolved to propose to the General Shareholders' Meeting the approval of a new Remuneration Policy for the members of the Board of Directors of the Company for the remainder of financial year 2024 and for the following three financial years (financial years 2025, 2026 and 2027).

4. CONTENT OF THE REMUNERATIONS POLICY

The complete text of the proposed Remunerations Policy is attached to this report.

5. IN-FORCE PERIOD

Article 529 novodecies.1 of the Spanish Companies Act, establishes that the proposal for a new Policy must be submitted to the General Shareholders' Meeting prior to the end of the last financial year in which the previous Policy was applied, and the General Shareholders' Meeting may determine that the new Policy shall apply from the same date of approval and for the following three financial years. In this regard, the Policy will be applicable to the Company's directors from the time of its approval for the remainder of financial year 2024 and for the following three financial years 2025, 2026 and 2027).

6. CONCLUSIONS

The Board of Directors of the Company acknowledges and approves the conclusions included in the report issued by the Appointments, Remunerations and Sustainability Committee and considers that the new proposed Remunerations Policy for the remainder of financial year 2024 and the following three financial years (financial years 2025, 2026 and 2027), which fully replaces the one in force during financial years 2022 to 2024, contains all the items required by the applicable law, specifically regarding the regulation of the remuneration of listed companies, complies with good governance and transparency criteria and is aligned with shareholders' interests.

Specifically, the Board of Directors considers that the proposed remuneration structure has an adequate proportion and promotes the profitability and sustainability in the long term of Lar España and includes the necessary precautions for avoiding the excessive assumption of risks and the remuneration for unfavorable results, establishing competitive remunerations, which take into account the qualifications, dedication and responsibility required by the position and ensuring the alignment of the directors' interests with the interests of the Company and its shareholders, without compromising the independence of the directors.

Madrid, 21 March 2024



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ANNEX

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**REMUNERATION POLICY FOR MEMBERS OF THE
BOARD OF DIRECTORS OF LAR ESPAÑA REAL
ESTATE SOCIMI, S.A.**



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1. BACKGROUND AND SCOPE OF THE REMUNERATIONS POLICY

This document sets out the Remunerations Policy for the members of the Board of Directors of Lar España Real Estate SOCIMI, S.A. (hereinafter, “**Lar España**” or the “**Company**”) in compliance with the statutory requirements included in the consolidated text of the Spanish Companies Act approved by virtue of Royal Legislative Decree 1/2010, of 2nd July (the “**Spanish Companies Act**”) (hereinafter, the “**Remunerations Policy**”).

The Remuneration Policy approved by the General Meeting of Shareholders of the Company held on 27 April 2022 is applicable until the end of the financial year 2024, and therefore, in accordance with the provisions of article 529 novodecies.1 of the Spanish Companies Act, the Board of Directors of the Company must submit a proposal for a new Remuneration Policy to the General Meeting of Shareholders.

Within this framework, the Board of Directors of the Company has resolved, following a report from the Nomination, Remuneration and Sustainability Committee, to submit for approval by the General Meeting of Shareholders of the Company the new Remuneration Policy which, maintaining the spirit and essential contents of the previous one, updates the remuneration of the members of the Board of Directors and which will be applicable for the remainder of the financial year 2024 and for the following three financial years (financial years 2025, 2026 and 2027).

In this regard, the new Remuneration Policy is consistent with the previous one, complying with its guiding principles and criteria, in particular that remuneration should be competitive, so as to attract and retain talent, and that contributes to the creation of value for the Company's shareholders and to the achievement of its strategic objectives, without incorporating significant changes, although an increase of 5,000 euros per year in the remuneration of each of the members of the Board in their capacity as such is contemplated, as well as an increase of 5,500 euros per year in the additional remuneration of the Chairman of the Appointments, Remuneration and Sustainability Committee and 5,000 euros per year in the additional remuneration of the Chairman of the Audit and Control Committee.

This increase is established taking into account a prior study of the remuneration of companies comparable to the Company, both by sector of activity and by total assets and market capitalization, prepared with the advice of an external expert in the matter. It should also be noted that the remuneration established for the Company's directors has remained unchanged since 2018, except for the remuneration of the Chairman of the Board, which was adjusted in 2022.

In any event, this Remuneration Policy responds to the criteria and principles established in the previous Remuneration Policy, which was approved by a majority at the General Shareholders' Meeting held on 27 April 2022 with the vote in favor of 95,43% of the share capital present and represented and which was drawn up by the Company to reflect the

new features introduced by Law 5/2021, of 12 April, which amended the Spanish Companies Act and other financial regulations, with regard to the promotion of long-term shareholder involvement in listed companies.

The directors remuneration maintains an adequate proportion and promotes the Company's long-term profitability and sustainability. The Remunerations Policy also incorporates the necessary criteria to avoid excessive risk-taking or rewarding unfavorable results, and to align the interest of the directors with those of the Company and its shareholders without compromising the independence of the directors.

In accordance with the provisions of article 529 novodecies.4 of the Spanish Companies Act, the motivated proposal of the new Remunerations Policy is accompanied by a specific report from the Appointments, Remuneration and Sustainability Committee, which will be placed on the Company's website as from the call to the General Shareholders' Meeting at the disposal of the Shareholders, who may also request the delivery or sent of these documents free of charge.

The corporate website shall also contain the date and result of the vote in relation to the Board's approval of the Remunerations Policy from the time of its approval and at least for as long as it is applicable.

2. OBJECTIVES OF THE REMUNERATIONS POLICY

The Remunerations Policy is intended to define and control the remuneration practices of the Company's directors to contribute to the creation of value for the shareholders of the Company in a sustainable manner in the long term.

Consequently, the Remunerations Policy seeks to establish an adequate remuneration scheme linked to the dedication and responsibilities assumed by the directors, and shall be applied to attract, retain and motivate the directors of the Board who have the adequate professional profiles that contribute to the achievement of the Company's strategic objectives.

3. GOVERNING PRINCIPLES AND CRITERIA OF THE REMUNERATIONS POLICY

In order to develop a good corporate governance framework, Lar España has considered appropriate to establish clear corporate governance principles to ensure its alignment with Company's strategy, based on the principles of competitiveness and fairness.

In this respect, the remuneration of directors who receive remuneration for the performance of their duties is based on the following principles:

3.1. Independent judgment

Remuneration shall be structured so that the independent judgment of the directors is not compromised, especially that of non-executive directors.

3.2. Attraction and retention of the best professionals

The remunerations granted by the Company will be competitive in order to attract and retain talent that contributes to the creation of value for the shareholders of the Company and the achievement of the Company's strategic objectives.

3.3. Long-term sustainability

Remuneration shall be compatible with the Company's long-term business interests and strategy, as well as its values and goals, and shall take into account, if necessary, any adequate precautions to avoid conflicts of interest.

Lar España, aware of the impact of its business activity, has as a priority to contribute to the long-term sustainability of the Company through its operations and decision-making in an ethical, responsible and sustainable manner, generating a positive impact both for society, with particular attention to the environment, and for investors, obtaining an adequate financial return.

In this regard, Lar España's high degree of commitment to the long-term sustainability of the Company and its Group is reflected in all areas and, among them, in the Company's governance system, having approved for this purpose an action plan which, among other aspects, expressly includes the objective of advancing in the management and transparency of the activity, selection, remuneration and training of the directors.

In turn, in accordance with the aforementioned strategic orientation of sustainable development by the Company and its Group, the remuneration systems for directors do not incorporate measurement elements that encourage the Company to take excessive risks, being limited in this respect to fixed remuneration for membership of the Board of Directors and their Committees.

3.4. Transparency

The Remunerations Policy contains clear and precise principles and specific rules for the determination of directors' remuneration. In line with this, and in accordance with the commitment to full transparency with shareholders and the markets in general, the Company will make the Annual Report on Remuneration of Directors available to its shareholders at the moment of the announcement of its ordinary General Shareholders Meeting, which will be submitted for a consultative vote on a separate item of the agenda.

3.5. Simplicity and individualization

The rules governing the management and determination of compensation shall be drafted clearly and concisely.

3.6. Fairness and proportionality of compensation

Remuneration shall be set taking into account the dedication, qualification, experience and responsibilities of each director and the functions and tasks performed by such director. Also, the remuneration paid by the Company shall maintain a balance between market competitiveness and internal fairness.

3.7. Relation of the Policy with the conditions of remuneration and employment of the Company's employees.

Lar España has established a remuneration system in which offers all its professionals (both directors and employees) a fair level of remuneration appropriate to the market.

In doing so it seeks to retain talent and encourage the motivation of all its professionals as a means of ensuring the long-term sustainability of its businesses. Remuneration is based on the criteria of position, functions and competencies, professional worth and level of responsibility. Based on these criteria, the Group maintains, at all levels, what is considered a fair and reasonable remuneration system.

In this regard, as set out in the Company's Code of Conduct, applicable, among others, to the Company's Board of Directors and to all its employees, Lar España will apply the principles of non-discrimination on grounds of gender, age, culture, religion and race, or any other circumstance, and equal opportunities, giving equal treatment to all those who interact with it and managing its activities on a freely competitive basis. It shall adopt training policies that develop the professional skills, paying special attention to the promotion of measures aimed at equality between men and women and non-discrimination for reasons of gender.

Notwithstanding the small staff structure of the Company, the remuneration conditions of the employees have been taken into account in the preparation of this Policy, being aligned with the Company's long-term sustainability strategy.

4. REMUNERATION OF THE DIRECTORS AS MEMBERS OF THE BOARD

In connection with the remuneration payable to the members of the Board of Directors in their capacity as such, i.e., for the performance of their supervisory and decision-making functions within the Board of Directors and the Committees to which they belong, the objective of the Remunerations Policy is to compensate them adequately and sufficiently for their dedication, qualification and responsibility, without compromising their independent judgment.

In accordance with Article 40 of the By-Laws of the Company, directors are entitled to receive an annual fixed remuneration in considerations for their duties as directors, without prejudice to the fact that, in accordance with the provisions of this Remunerations Policy, the Board of Directors may take into account for these purposes the distinction between proprietary and independent directors. In turn, directors that carry out executive duties, where appropriate, are entitled to receive the compensation

provided for in the services contract entered into with the Company. Additionally, all directors will receive the corresponding compensation for any travel expenses in which they may incur to attend the meeting of the Board and the Committees to which they belong.

In turn, the determination of the specific amount to be paid to each director for these items within the maximum amount approved by the General Shareholders' Meeting shall be agreed by the Board of Directors in accordance with this Remunerations Policy. For such purpose, the Board shall take into account the office held by each director within the Board itself, as well as the membership and attendance of each director to any Committee.

Finally, the Company shall pay for any premium due for any civil liability insurance policy taken out by the Company in respect of its directors upon customary market terms and commensurate with the circumstances of the Company.

4.1. Maximum amount of annual remuneration for directors

The maximum annual remuneration that the members of the Board of Directors as a whole could receive in their capacity as such shall amount to 650.000 euros. For the purpose of this calculation, the sum of the current remuneration items has been taken into account for the purposes of this calculation in the terms indicated below, as well as the possibility that there may be changes within the Board or in the composition of the Committees, thus avoiding the need to modify this Remuneration Policy.

This maximum amount does not include: (a) any salary, compensation of any kind or payment that may be carried out under other concepts to the directors, for executive duties or for any other concept unrelated to their status as directors; (b) the premiums paid for any civil liability insurance by the Company for its directors; and (c) any reimbursement for the expenses incurred by the directors to attend the meeting of the Board or any of its Committees.

4.2. Annual fixed remuneration

The Board of Directors shall establish the criteria in order to determine the remuneration payable to each director, taking into account:

- The category of the Director.
- The position held by the director in the Board of Directors and on any of its Committees.
- The specific functions and responsibilities assumed during the year.
- The experience and knowledge required to carry out those functions.
- The amount of time and dedication required to carry out effectively such functions.

- Any other objective circumstances that may be considered relevant.

Considering the above, it is hereby stated that, for the exception of proprietary directors, who will not receive any compensation (notwithstanding the fact that they are beneficiaries of civil liability insurance), each director of Lar España will receive an annual fixed remuneration of EUR 75,000. The Chairman of the Board will receive an additional annual remuneration of EUR 80,000 (amounting to EUR 155,000 annually as a whole).

Additionally, and except for proprietary directors, members of the Board of Directors that are members of:

- the Audit and Control Committee will receive an additional annual remuneration of EUR 15,000 for participating in the meetings of the Committee. The Chairman of the Audit and Control Committee will receive an additional remuneration of EUR 12,500 (amounting EUR 27,500 annually as a whole).
- the Appointments, Remuneration and Sustainability Committee will receive an additional remuneration of 15,000 euros for participating in the meetings of the Committee. The Chairman of the Appointments, Remunerations and Sustainability Committee will receive, an additional remuneration of EUR 7,500 (amounting EUR 22,500 annually as a whole).

Lastly, those members of the Board, who, appointed by Lar España, participate in any corporate bodies of the subsidiaries that Lar España participates together with an external partner may perceive an additional fixed remuneration of EUR 15,000 per year in each subsidiary for their participation in the meetings of the aforementioned management bodies.

These amounts are payable on the basis of a full tax year. Where a director sits in the Board for less than a full tax year, the amount payable to such a director shall be prorated accordingly. If the number of members of the Board of Directors were increased within the limits foreseen in the Company's by-laws, the fixed remuneration payable to any additional director shall be determined in accordance with the provisions above, always respecting the maximum annual amount set forth in section 4.1 above.

5. TERMS INCLUDED IN THE EXECUTIVE DIRECTORS' SERVICE AGREEMENTS

In the event that Lar España decides to appoint executive directors, it shall be up to the Board of Directors to set the remuneration payable to them for performance of their executive duties, according to legal requirements and in accordance with the By-Laws of the Company.

This Remunerations Policy would therefore have to be adapted in order to specify the amount of fixed annual remuneration and the change therein during the reporting period; the various parameters used to determine their variable remuneration; and the main

terms and conditions of their contracts, specifically including their duration, any severance pay triggered by early termination of the contractual relationship, exclusivity agreements, postcontractual non-compete clauses and any retainers.

6. OTHER REMUNERATION PAID TO THE DIRECTORS FOR SERVICES NOT INCLUDED IN THEIR DUTIES AS DIRECTORS

Directors may receive, subject to a resolution of the General Shareholders' Meeting and upon proposal of the Appointments, Remuneration and Sustainability Committee, an additional remuneration in cash, shares or options over shares of the Company if the Board of Directors, following a report issued by the Appointments, Remunerations and Sustainability Committee, considers that it is in the best interest of the Company to incentivize and reward a director's involvement and worthy performance in certain transactions and, specifically, when the director is involved in the planning, preparation, negotiation or execution of transactions deemed to be relevant or fundamental for the future of the Company. The objectives to be achieved by the beneficiaries of these plans may be complemented with the achievement of other parameters that measure the positive evolution of the Company's business in the long term.

To promote the correct performance of their duties and aligned the long-term interests of the directors and those of the shareholders remunerations for the services rendered to the Company that are different from those corresponding to their condition as directors may be carried out through the granting of shares of the Company. In that case, in accordance with the provisions included in the Spanish Companies Act, the remuneration will require the approval of the Company's General Shareholders' Meeting.

7. GOVERNANCE MATTERS

7.1. Preparation, approval and review of this Remunerations Policy

The Board of Directors, upon the proposal of the Appointments, Remuneration and Sustainability Committee, shall submit to the General Shareholders' Meeting, at least every three years and as a separate item of the agenda, a proposal for a new Remuneration Policy, which shall be accompanied by a specific report from the Appointments, Remuneration and Sustainability Committee. Likewise, in the event that the Company has executive directors, the Board of Directors shall be the competent body, upon the proposal of the Appointments, Remuneration and Sustainability Committee, to determine and approve the terms and conditions of their contracts, within the framework of the Remunerations Policy approved by the General Shareholders' Meeting (articles 249 and 529 octodecies of the Spanish Companies Act), with the executive director abstaining from participating in the deliberation and voting on these resolutions.

The proposed Remunerations Policy submitted by the Board of Directors and the report prepared by the Appointments, Remuneration and Sustainability Committee shall be made available to the shareholders on the Company's website as of the date of the

announcement of the General Shareholders' Meeting. Shareholders may also request the delivery or sending, free of charge, of a copy of the referred documents. The announcement shall make a reference to this right. In this regard, the General Shareholders' Meeting is the competent body to approve, where appropriate, the Remunerations Policy of the Company, and shall also be the responsible body for determining for each financial year the maximum amount of remuneration that the directors shall be entitled to receive. Based on the maximum annual amount set and approved by the General Meeting as remuneration to directors in their capacity as such, the Board shall have the power to determine the remuneration of each director in accordance with the duties and responsibilities attributed, membership and attendance at Board Committees and any other objective circumstances it deems relevant.

In order to avoid potential conflicts of interest at the General Shareholders' Meeting, directors who, following a public request, have been appointed by a shareholder as proxy for the General Shareholders' Meeting, shall refrain from exercising the voting rights corresponding to the shares represented in connection with resolutions relating to the Remunerations Policy, unless they have received voting instructions in this respect.

Any amendment or replacement of this Policy shall also require the prior approval of the General Shareholders' Meeting, without prejudice to the provisions of article 529 novodecies.5 of the Spanish Companies Act, in respect of those remunerations expressly approved by the General Shareholders' Meeting.

The Appointments, Remuneration and Sustainability Committee will continuously review this Policy and, specifically, its appropriateness to achieve the objectives included in section 2 of this Policy. The Appointments, Remuneration and Sustainability Committee of Lar España is only made up of external directors and therefore no executive directors, thus avoiding possible conflicts of interest that could arise in the event that the Company has an executive member on the Board of Directors. Likewise, at the proposal of the Appointments, Remunerations and Sustainability Committee, the Board of Directors may approve to hire an external expert for it to participate in the review process of the Remunerations Policy.

7.2. Supervision and application of the Remunerations Policy

The Board of Directors is responsible for establishing a control and supervision regime in respect of the specific requirements set out in the Remunerations Policy, while the Appointments, Remuneration and Sustainability Committee is responsible for ensuring the compliance of such Policy.

7.3. Term of the Remunerations Policy

This Remuneration Policy shall be in effect for the remainder of the financial year 2024 and for the following three financial years (financial years 2025, 2026 and 2027). Notwithstanding the foregoing, the General Shareholders' Meeting of Lar España may



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

amend, modify or replace this Remuneration Policy at any time in accordance with the procedure set forth in the preceding sections.