

**PROPOSED RESOLUTIONS RELATING TO ITEMS ONE,
TWO, THREE AND FOUR ON THE AGENDA**

ONE. Examination and approval, where applicable, of the annual accounts and management reports of CIE Automotive, S.A. and its consolidated group of companies for the year 2025.

Approve the annual accounts (balance sheet, profit and loss statement, statement of changes in equity, cash flow statement and notes to the annual accounts) and individual and consolidated directors' report for the year ended December 31, 2025.

TWO. Approval of the management of the Board of Directors.

Approve the management of the Company's Board of Directors during the year ended December 31, 2025.

THREE. Approval of the proposal for the allocation of the profits (losses) corresponding to 2025.

Approve the proposed allocation of the profits (losses) for the year ended December 31, 2025, as follows:

	<i>Thousands of Euros (€)</i>
(A) To Interim Dividend	56.310
(B) To Supplementary Dividend	56.310
Total Dividends (A+B)	112.620
(C) To Voluntary Reserves	21.435
TOTAL PROFIT (LOSS) COMPANY	134.055
CONSOLIDATED GROUP PROFIT (Thousands of Euros)	369.482

Consequently, in relation to the proposed distribution of dividends, having been paid on January 7, 2026 an interim dividend of €0.47 gross for each share entitled to receive

dividends, it is resolved to propose as a supplementary dividend the payment to each of the ordinary shares of the Company outstanding (excluding, therefore, the shares held in treasury stock by the Company on the date of payment of the aforementioned final dividend, if applicable) an amount of €0.47 gross per share, which - if approved - will be paid on July 7, 2026.

FOUR. Examination and approval of the consolidated non-financial information statement and sustainability information of CIE Automotive S.A. and its subsidiaries for 2025.

Approve the consolidated statement of non-financial information and information on sustainability for the year ended December 31, 2025, which is an integral part of the consolidated directors' report for the aforementioned year.

**PROPOSED RESOLUTION RELATING TO ITEM FIVE ON
THE AGENDA**

FIVE. Cancellation of the authorization granted by the General Meeting of May 7, 2025, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with Articles 146 and 509 of the Companies Act, reducing the share capital to redeem treasury shares and delegating to the Board the necessary powers.

1. To cancel the resolution adopted by the General Meeting on May 7, 2025 to authorize the Company, directly or through any of its subsidiaries, for a maximum of five (5) years from the date of this General Meeting, to acquire, at any time and as many times as it deems appropriate, shares of CIE Automotive, S.A., by any means permitted by law, including against profits for the year and unrestricted reserves, all in accordance with Article 146 and related provisions of the Companies Act.
2. To cancel the resolution adopted by the General Meeting on May 7, 2025 to the extent not executed, to authorize the Company to proceed to dispose to any third parties or to subsequently redeem any treasury shares acquired by virtue of this authorization or the authorizations made by previous General Meeting, all in accordance with Article 146 and related provisions of the Companies Act, as well as to delegate to the Board of Directors the approval and terms of the execution of the resolutions to dispose of the treasury shares held by the Company at any given time.
3. To approve the terms and conditions of these acquisitions, which will be as follows:
 - (a) The par value of the shares acquired directly or indirectly, added to the par value of the shares already held by the acquiring company and its subsidiaries and, if applicable, by the parent company and its subsidiaries, must not exceed ten percent (10%) of the share capital of CIE Automotive, S.A., in compliance in all cases with the limitations established for the acquisition of treasury shares by the regulatory authorities of the markets where the shares of CIE Automotive, S.A. are admitted to trading.

- (b) That the acquisition, including the shares that the company, or a person acting in their own name but on behalf of the company, had previously acquired and held in a portfolio, does not have the effect that the equity is less than the share capital plus the legal or statutory reserves that are not available. For these purposes, equity will be deemed to be the amount classified as such in accordance with the criteria for the preparation of the annual accounts, less the amount of the profits directly allocated thereto, and increased by the amount of the uncalled subscribed share capital, as well as the amount of the par value and the share premiums of the subscribed capital recorded for accounting purposes as liabilities.
 - (c) The acquisition price must not be less than the nominal price or ten percent (10%) higher than the listed price of the shares on the date of acquisition or, in the case of derivatives, on the date of the contract giving rise to the acquisition. Transactions for the acquisition of treasury shares must be carried out in accordance with the rules and customs of the securities markets.
 - (d) A restricted reserve equivalent to the amount of treasury shares computed in assets should be established in equity. This reserve must be maintained until the shares are disposed of.
- 4. To expressly authorize the Company so that the shares acquired in use of this authorization may be used in whole or in part for delivery to the workers, employees or directors of the Company, when there is a recognized right, either directly or as a result of the exercise of option rights held by them, for the purposes laid down in the last paragraph of Article 146.1(a) of the Companies Act.
- 5. To reduce the share capital in order to redeem the treasury shares of CIE Automotive, S.A. that it may hold on its balance sheet, with a charge to profits or free reserves and for the amount that may be appropriate or necessary at any given time, up to the maximum treasury shares existing at any given time.
- 6. To delegate to the Board of Directors the execution of the foregoing resolution to reduce capital, who may carry it out one or more times and in a deadline of five (5) years from the date of this General Meeting, carrying out such formalities, procedures and authorizations as may be necessary or required by the Companies Act and other applicable provisions and, in particular, it is delegated so that, in the term and limits established for such execution, it may set the date(s) of the specific capital reduction(s) its opportunity and

convenience, taking into account the market conditions, the share price, the economic and financial situation of the Company, its cash flow, reserves and outlook of the Company and any other aspect that may influence such decision; to specify the amount of the capital reduction; to determine the destination of the amount of the reduction, either to a restricted reserve or to freely distributable reserves, providing, where applicable, the guarantees and complying with the legal requirements; to adapt Article 4 of the Company Bylaws to the new figure of the share capital; to request the delisting of the redeemed securities and, in general, to adopt such resolutions as may be necessary for the purposes of such redemption and subsequent capital reduction, designating the persons who may intervene in its formalization.

It is stated that a report justifying the proposal presented here has been prepared by the directors.

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF CIE AUTOMOTIVE, S.A. IN RELATION TO THE RESOLUTION REFERRED TO IN ITEM FIVE OF THE AGENDA OF THE ANNUAL MEETING OF SHAREHOLDERS ON THE PROPOSAL FOR AUTHORIZATION OF THE DERIVATIVE ACQUISITION OF TREASURY SHARES.

1. PRELIMINARY

The Board of Directors of CIE Automotive, S.A. (the “**Company**”) has resolved to call an annual meeting of the Company (the “**General Meeting**”) on May 12 and 13, 2026, at first and second call, respectively, and to submit for its consideration (as item five on the agenda)—withdrawing the authorization granted by the General Meeting on May 7, 2025—the authorization for the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with Articles 146 and 509 of the Consolidated Text of the Companies Act approved by Royal Legislative Decree 1/2010 of July 2 (the “**Companies Act**”), including the reduction of share capital to redeem treasury shares, and delegating to the Board the necessary powers for its execution.

2. PURPOSE OF THE REPORT

For the valid adoption of the resolution to amend the bylaws, Article 286 of the Companies Act requires, among other requirements, that the Board of Directors prepare a written report with the justification, which, together with the full text of the proposed amendment, must be made available to the shareholders in the time and in the manner mentioned in said article. Article 318 of the Companies Act establishes that the reduction of share capital must be agreed by the General Meeting in accordance with the requirements of the amendment of the bylaws.

The purpose of this report is to comply with the aforementioned regulations in relation to item five of the agenda submitted for approval by the General Meeting.

3. JUSTIFICATION OF THE PROPOSAL

Articles 144 and following of the Companies Act, which regulate the regime of the business on treasury shares, allow the derivative acquisition of the shares by complying, among others, with the requirements resulting from Article 146 of the Companies Act. To this effect, the proposal is put to the General Meeting to adopt a resolution which, cancelling the resolution adopted by the General Meeting on May 7, 2025, grants the authorization with the requirements and limits set forth in the Companies Act so that the Company (either directly or through companies of its group) may acquire its own shares or, in the second case, shares issued by the parent company.

However, once the derivative acquisition of treasury shares has occurred, there are several mechanisms established in the Companies Act to reduce or eliminate the Company's treasury shares that have been acquired. Thus, it could be decided to redeem these shares or to sell them on the market. In the case of a company with securities admitted to trading on a secondary market, it is impossible to determine *a priori* the suitability of the procedure that, in the Company's interest and when the time comes, it is advisable to use for the aforementioned purpose of reducing or eliminating the treasury shares acquired. It is not possible to foresee market conditions at any given time, which could be favorable or unfavorable with regard to a single previously established procedure. For this reason, it is considered appropriate for the assessment of the circumstances at any given time to be made by the Company's Board of Directors, which will then decide on the most suitable system.

If it is decided to redeem the treasury shares acquired, this results in the need to adopt a resolution to reduce the share capital. However, as the assessment of the convenience and opportunity of a financial operation of these characteristics must be adopted based on market circumstances at any given time, this requires—in the opinion of this Board of Directors—proposing to the General Meeting the adoption of a capital reduction resolution delegating the Board with the necessary powers for its execution. Such proposal includes the determination of the amount of the capital reduction and whether such amount is to be appropriated either to a restricted reserve or to a freely distributable reserve, in which case the requirements established by the Companies Act must naturally be complied with in order to guarantee creditors. In short, the purpose of this resolution to reduce share capital is to provide the Company with a suitable instrument in the interest of the Company and its shareholders.

4. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED TO THE GENERAL MEETING OF SHAREHOLDERS

The full text of the proposed resolution submitted for approval by the General Meeting is as follows:

"FIVE. *Cancellation of the authorization granted by the General Meeting of May 7, 2025, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with Articles 146 and 509 of the Companies Act, reducing the share capital to redeem treasury shares and delegating to the Board the necessary powers.*

1. *To cancel the resolution adopted by the General Meeting on May 7, 2025 to authorize the Company, directly or through any of its subsidiaries, for a*

maximum of five (5) years from the date of this General Meeting, to acquire, at any time and as many times as it deems appropriate, shares of CIE Automotive, S.A., by any means permitted by law, including against profits for the year and unrestricted reserves, all in accordance with Article 146 and related provisions of the Companies Act.

2. *To cancel the resolution adopted by the General Meeting on May 7, 2025 to the extent not executed, to authorize the Company to proceed to dispose to any third parties or to subsequently redeem any treasury shares acquired by virtue of this authorization or the authorizations made by previous General Meeting, all in accordance with Article 146 and related provisions of the Companies Act, as well as to delegate to the Board of Directors the approval and terms of the execution of the resolutions to dispose of the treasury shares held by the Company at any given time.*
3. *To approve the terms and conditions of these acquisitions, which will be as follows:*
 - (a) *The par value of the shares acquired directly or indirectly, added to the par value of the shares already held by the acquiring company and its subsidiaries and, if applicable, by the parent company and its subsidiaries, must not exceed ten percent (10%) of the share capital of CIE Automotive, S.A., in compliance in all cases with the limitations established for the acquisition of treasury shares by the regulatory authorities of the markets where the shares of CIE Automotive, S.A. are admitted to trading.*
 - (b) *That the acquisition, including the shares that the company, or a person acting in their own name but on behalf of the company, had previously acquired and held in a portfolio, does not have the effect that the equity is less than the share capital plus the legal or statutory reserves that are not available. For these purposes, equity will be deemed to be the amount classified as such in accordance with the criteria for the preparation of the annual accounts, less the amount of the profits directly allocated thereto, and increased by the amount of the uncalled subscribed share capital, as well as the amount of the par value and the share premiums of the subscribed capital recorded for accounting purposes as liabilities.*
 - (c) *The acquisition price must not be less than the nominal price or ten percent (10%) higher than the listed price of the shares on the date of acquisition or, in the case of derivatives, on the date of the contract*

giving rise to the acquisition. Transactions for the acquisition of treasury shares must be carried out in accordance with the rules and customs of the securities markets.

- (d) A restricted reserve equivalent to the amount of treasury shares computed in assets should be established in equity. This reserve must be maintained until the shares are disposed of.*
4. *To expressly authorize the Company so that the shares acquired in use of this authorization may be used in whole or in part for delivery to the workers, employees or directors of the Company, when there is a recognized right, either directly or as a result of the exercise of option rights held by them, for the purposes laid down in the last paragraph of Article 146.1(a) of the Companies Act.*
5. *To reduce the share capital in order to redeem the treasury shares of CIE Automotive, S.A. that it may hold on its balance sheet, with a charge to profits or free reserves and for the amount that may be appropriate or necessary at any given time, up to the maximum treasury shares existing at any given time.*
6. *To delegate to the Board of Directors the execution of the foregoing resolution to reduce capital, who may carry it out one or more times and in a deadline of five (5) years from the date of this General Meeting, carrying out such formalities, procedures and authorizations as may be necessary or required by the Companies Act and other applicable provisions and, in particular, it is delegated so that, in the term and limits established for such execution, it may set the date(s) of the specific capital reduction(s) its opportunity and convenience, taking into account the market conditions, the share price, the economic and financial situation of the Company, its cash flow, reserves and outlook of the Company and any other aspect that may influence such decision; to specify the amount of the capital reduction; to determine the destination of the amount of the reduction, either to a restricted reserve or to freely distributable reserves, providing, where applicable, the guarantees and complying with the legal requirements; to adapt Article 4 of the Company Bylaws to the new figure of the share capital; to request the delisting of the redeemed securities and, in general, to adopt such resolutions as may be necessary for the purposes of such redemption and subsequent capital reduction, designating the persons who may intervene in its formalization.*

It is stated that a report justifying the proposal presented here has been prepared by the directors.”

5. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and unanimously approved by the Board of Directors at its meeting held on February 25, 2026. It will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next annual meeting of the General Meeting) through its publication on the Company's website, in accordance with the applicable legal, statutory and regulatory terms.

Bilbao, February 25, 2026

**PROPOSED RESOLUTION RELATING TO ITEM SIX OF
THE AGENDA**

SIX.- Re-election of Ms. María Eugenia Girón Dávila, for the statutory period of four (4) years, and under the category of independent director.

Re-elect as a member of the Board of Directors, for a period of four years, to the director Ms. María Eugenia Girón Dávila, under the category of independent director.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors.

REPORT PRESENTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL TO APPOINT MS. MARIA EUGENIA GIRÓN DÁVILA, AS AN INDEPENDENT DIRECTOR, TO THE GENERAL SHAREHOLDERS' MEETING FOR APPROVAL ON THE OCCASION OF ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of Articles 529 decies and 529 quindecies c) of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**"), Articles 23 and 24 of the Regulations of the Board of Directors and Article 3.(e) of the Regulations of the Appointments and Remuneration Committee, which establishes that it is the competence of the Appointments and Remuneration Committee to submit to the Board of Directors the proposals for the re-election of independent directors for submission to the approval of the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued to justify the proposal made by the Committee to the Board of Directors of the Company to submit to a vote at the General Meeting, at its next annual meeting, the re-election of Ms. María Eugenia Girón Dávila (the "**Director**") as an independent director of the Company for the statutory term.

2. JUSTIFICATION OF THE PROPOSAL

At its meeting held today, the Appointments and Remuneration Committee has agreed to propose the re-election of the Director, for the statutory period for her submission to the decision of the General Shareholders' Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which she was appointed for the statutory term of four (4) years.

In this regard, the Committee – and the Board of Directors – have been able to verify that the Director continues to meet the circumstances of good repute, suitability, solvency, competence, experience, qualification, training, availability and commitment that the performance of the position of Director of the Company requires, as well as that the requirements for her qualification as an independent director are met.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

It is hereby stated that the proposal of the Appointments and Remuneration Committee is made on the basis of and in accordance with the Policy on the Selection of Candidates for Director and Diversity on the Board of Directors. Finally, it is also noted that the Director has abstained from participating in the deliberations relating to the proposal contained in the Report.

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED TO THE GENERAL MEETING FOR DELIBERATION AND DECISION.

For the purposes of the re-election proposal made, the following proposal for resolution is submitted to the Board of Directors for submission to the General Meeting:

"SIX.- Re-election of Ms. María Eugenia Girón Dávila, for the statutory period of four (4) years, and under the category of independent director.

Re-elect as a member of the Board of Directors, for a period of four years, to the director Ms. María Eugenia Girón Dávila, under the category of independent director.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors."

4. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Appointments and Remuneration Committee, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next annual meeting of the General Meeting) by publishing it on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE RE-ELECTION (IF APPLICABLE) OF MS. MARIA EUGENIA GIRÓN DÁVILA, AS AN INDEPENDENT DIRECTOR, TO THE GENERAL MEETING OF SHAREHOLDERS FOR APPROVAL ON THE OCCASION OF ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of article 529 decies of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "Capital Companies Act"), which establishes the duty of the Board of Directors to issue a report on the proposals for the appointment of independent directors that are submitted for approval by the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued in relation to the proposal made by the Appointments and Remuneration Committee (the "**Committee**") to the Board of Directors of the Company to submit to vote at the General Meeting, at its next annual meeting, the re-election of Ms. María Eugenia Girón Dávila (the "**Director**"), as an independent director.

2. REPORT ON THE PROPOSAL

At its meeting held today, the Committee has resolved to submit the proposal for the re-election of the Director as an independent director of the Company for the statutory period for its submission to the decision of the General Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, the Board of Directors has been able to verify that the Director continues to meet the circumstances of good repute, suitability, solvency, competence, experience, qualification, training, availability and commitment that the performance of the position of Director of the Company requires, as well as that the requirements for her qualification as an independent director are met, reporting favourably.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

It is hereby stated that the report of the Board of Directors is issued taking into account and in accordance with the Policy on the Selection of Candidates for Director and Diversity on the Board of Directors.

3. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the shareholders of the Company on the occasion of the next annual meeting of the General Meeting) by publication on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

**PROPOSED RESOLUTION RELATING TO ITEM SEVEN
ON THE AGENDA**

SEVEN.- Re-election of Ms. Elena María Orbegozo Laborde, for the statutory period of four (4) years, and under the category of independent director.

Re-elect as a member of the Board of Directors, for a period of four years, to the director Ms. Elena María Orbegozo Laborde, under the category of independent director.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors.

REPORT PRESENTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL TO APPOINT MS. ELENA MARÍA ORBEGOZO LABORDE, AS AN INDEPENDENT DIRECTOR, TO THE GENERAL SHAREHOLDERS' MEETING FOR APPROVAL ON THE OCCASION OF ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of Articles 529 decies and 529 quindecies c) of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**"), Articles 23 and 24 of the Regulations of the Board of Directors and Article 3.(e) of the Regulations of the Appointments and Remuneration Committee, which establishes that it is the competence of the Appointments and Remuneration Committee to submit to the Board of Directors the proposals for the re-election of independent directors for submission to the approval of the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued to justify the proposal made by the Committee to the Board of Directors of the Company to submit to a vote at the General Meeting, at its next annual meeting, the re-election of Ms. Elena María Orbegozo Laborde (the "**Director**") as an independent director of the Company for the statutory term.

2. JUSTIFICATION OF THE PROPOSAL

At its meeting held today, the Appointments and Remuneration Committee has agreed to propose the re-election of the Director, for the statutory period for her submission to the decision of the General Shareholders' Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which she was appointed for the statutory term of four (4) years.

In this regard, the Committee – and the Board of Directors – have been able to verify that the Director continues to meet the circumstances of good repute, suitability, solvency, competence, experience, qualification, training, availability and commitment that the performance of the position of Director of the Company requires, as well as that the requirements for her qualification as an independent director are met.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

It is hereby stated that the proposal of the Appointments and Remuneration Committee is made on the basis of and in accordance with the Policy on the Selection of Candidates for Director and Diversity on the Board of Directors. Finally, it is also noted that the Director has abstained from participating in the deliberations relating to the proposal contained in the Report.

3. FULL TEXT OF THE PROPOSED RESOLUTION TO BE SUBMITTED TO THE GENERAL MEETING FOR DELIBERATION AND DECISION.

For the purposes of the re-election proposal made, the following proposal for resolution is submitted to the Board of Directors for submission to the General Meeting:

"SEVEN.- Re-election of Ms. Elena María Orbegozo Laborde, for the statutory period of four (4) years, and under the category of independent director.

Re-elect as a member of the Board of Directors, for a period of four years, to the director Ms. Elena María Orbegozo Laborde, under the category of independent director.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors."

4. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Appointments and Remuneration Committee, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the Company's shareholders on the occasion of the next annual meeting of the General Meeting) by publishing it on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE RE-ELECTION (IF APPLICABLE) OF MS. ELENA MARÍA ORBEGOZO LABORDE, AS AN INDEPENDENT DIRECTOR, TO THE GENERAL MEETING OF SHAREHOLDERS FOR APPROVAL ON THE OCCASION OF ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of article 529 decies of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "Capital Companies Act"), which establishes the duty of the Board of Directors to issue a report on the proposals for the appointment of independent directors that are submitted for approval by the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued in relation to the proposal made by the Appointments and Remuneration Committee (the "**Committee**") to the Board of Directors of the Company to submit to vote at the General Meeting, at its next annual meeting, the re-election of Ms. Elena María Orbegoza Laborde (the "**Director**"), as an independent director.

2. REPORT ON THE PROPOSAL

At its meeting held today, the Committee has resolved to submit the proposal for the re-election of the Director as an independent director of the Company for the statutory period for its submission to the decision of the General Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, the Board of Directors has been able to verify that the Director continues to meet the circumstances of good repute, suitability, solvency, competence, experience, qualification, training, availability and commitment that the performance of the position of Director of the Company requires, as well as that the requirements for her qualification as an independent director are met, reporting favourably.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

It is hereby stated that the report of the Board of Directors is issued taking into account and in accordance with the Policy on the Selection of Candidates for Director and Diversity on the Board of Directors.

3. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the shareholders of the Company on the occasion of the next annual meeting of the General Meeting) by publication on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

**PROPOSED RESOLUTION RELATING TO ITEM EIGHT
OF THE AGENDA**

EIGHT.- Re-election of Mr. Iñigo Barea Egaña, for the statutory period of four (4) years, and under the category of proprietary director.

Re-elect as a member of the Board of Directors, for a period of four years, to the director Mr. Iñigo Barea Egaña, under the category of proprietary director.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors.

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE RE-ELECTION (IF APPLICABLE) OF MR. IÑIGO BAREA EGAÑA, AS PROPRIETARY DIRECTOR, TO THE GENERAL SHAREHOLDERS' MEETING FOR APPROVAL ON THE OCCASION OF ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of article 529 decies of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**") and articles 23 and 24 of the Regulations of the Board of Directors, which establish that it is the competence of the Board of Directors to make proposals for the appointment of directors (other than independent directors) for submission to the approval of the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing the submission to vote at the General Meeting, at its next annual meeting, of the re-election of Mr. Iñigo Barea Egaña (the "**Director**"), as proprietary director on behalf of the significant shareholder Elidoza Promoción de Empresas, S.L.

2. PROPOSAL AND JUSTIFICATION OF THE PROPOSAL

At its meeting held today, the Board of Directors has adopted the resolution to propose the appointment of the Director as a director within the category of "proprietary", for the statutory period for its submission to the decision of the General Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, the Board of Directors has been able to verify that the Director meets the circumstances of good repute, suitability, solvency, competence, experience, qualifications, training, availability and commitment that the performance of the position of Director of the Company requires, as well as that the circumstances of his qualification as a proprietary director continue to be met.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

Consequently, the Board of Directors has resolved to propose the re-election of the Director as proprietary director of the Company for the statutory term.

3. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the shareholders of the Company on the occasion of the next annual meeting of the General Meeting) by publication on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

REPORT PRESENTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL TO APPOINT MR. IÑIGO BAREA EGAÑA AS PROPRIETARY DIRECTOR TO THE GENERAL SHAREHOLDERS' MEETING FOR APPROVAL AT ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of Articles 529 decies and 529 quindecies d) of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**"), Articles 23 and 24 of the Regulations of the Board of Directors and Article 3.(f) of the Regulations of the Appointments and Remuneration Committee, which establishes that it is the responsibility of the Appointments and Remuneration Committee to report to the Board of Directors on proposals for the appointment of directors (other than independent directors) for submission to the approval of the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued in relation to the proposal made by the Board of Directors to submit to a vote of the General Meeting, at its next annual meeting, the re-election of Mr. Iñigo Barea Egaña (the "**Director**"), as proprietary director representing the significant shareholder Elidoza Promoción de Empresas, S.L.

2. REPORT ON THE PROPOSAL

At its meeting held today, the Board of Directors has adopted the resolution to propose the re-election of the Director, for the statutory period for his submission to the decision of the General Shareholders' Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, without prejudice to the proprietary nature of the Director, the Appointments and Remuneration Committee has agreed to report favourably on the proposal for the re-election of the Director as proprietary director. Likewise, both the Committee and the Board of Directors have been able to verify that the Director continues to meet the circumstances of good repute, suitability, solvency, competence, experience, qualifications, training, availability and commitment that the performance of the position of Director of the Company requires. In turn, the circumstances of his qualification as proprietary director continue to exist.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

Consequently, the Appointments and Remuneration Committee has resolved to report favourably on the appointment of the Director as proprietary director of the Company for the statutory period.

It is hereby stated that the report of the Appointments and Remuneration Committee is issued taking into account and in accordance with the Policy on the Selection of Candidates for Directors and Diversity on the Board of Directors. It is also stated that, like the Board of Directors, it has particularly valued the experience that emerges from his professional profile.

3. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the shareholders of the Company on the occasion of the next annual meeting of the General Meeting) by publication on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

**PROPOSED RESOLUTION RELATING TO ITEM NINE
OF THE AGENDA**

NINE.- Re-election of Mr. Javier Fernández Alonso, for the statutory period of four (4) years, and under the category of proprietary director.

Re-elect as a member of the Board of Directors, for a period of four years, to the director Mr. Javier Fernández Alonso, under the category of proprietary director.

It is hereby stated that the corresponding reports have been prepared by the Appointments and Remuneration Committee and the Board of Directors.

REPORT PRESENTED BY THE BOARD OF DIRECTORS OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL FOR THE RE-ELECTION (IF APPLICABLE) OF MR. JAVIER FERNÁNDEZ ALONSO, AS PROPRIETARY DIRECTOR, TO THE GENERAL SHAREHOLDERS' MEETING FOR APPROVAL ON THE OCCASION OF ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of article 529 decies of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**") and articles 23 and 24 of the Regulations of the Board of Directors, which establish that it is the competence of the Board of Directors to make proposals for the appointment of directors (other than independent directors) for submission to the approval of the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued for the purpose of proposing the submission to vote at the General Meeting, at its next annual meeting, of the re-election of Mr. Javier Fernández Alonso (the "**Director**"), as proprietary director on behalf of the significant shareholder Corporación Financiera Alba, S.A.

2. PROPOSAL AND JUSTIFICATION OF THE PROPOSAL

At its meeting held today, the Board of Directors has adopted the resolution to propose the appointment of the Director as a director within the category of "proprietary", for the statutory period for its submission to the decision of the General Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, the Board of Directors has been able to verify that the Director meets the circumstances of good repute, suitability, solvency, competence, experience, qualifications, training, availability and commitment that the performance of the position of Director of the Company requires, as well as that the circumstances of his qualification as a proprietary director continue to be met.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

Consequently, the Board of Directors has resolved to propose the re-election of the Director as proprietary director of the Company for the statutory term.

3. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the shareholders of the Company on the occasion of the next annual meeting of the General Meeting) by publication on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

REPORT PRESENTED BY THE APPOINTMENTS AND REMUNERATION COMMITTEE OF CIE AUTOMOTIVE, S.A. (the "Company") IN RELATION TO THE PROPOSAL TO APPOINT MR. JAVIER FERNÁNDEZ ALONSO AS PROPRIETARY DIRECTOR TO THE GENERAL SHAREHOLDERS' MEETING FOR APPROVAL AT ITS NEXT ANNUAL MEETING

1. PURPOSE OF THIS REPORT

This report (the "**Report**") is issued in accordance with and for the purposes of the provisions of Articles 529 decies and 529 quindecies d) of Royal Legislative Decree 1/2010, of 2 July, approving the revised text of the Capital Companies Act (the "**Capital Companies Act**"), Articles 23 and 24 of the Regulations of the Board of Directors and Article 3.(f) of the Regulations of the Appointments and Remuneration Committee, which establishes that it is the responsibility of the Appointments and Remuneration Committee to report to the Board of Directors on proposals for the appointment of directors (other than independent directors) for submission to the approval of the Company's general meeting of shareholders (the "**General Meeting**").

In this regard, the Report is issued in relation to the proposal made by the Board of Directors to submit to a vote of the General Meeting, at its next annual meeting, the re-election of Mr. Javier Fernández Alonso (the "**Director**"), as proprietary director on behalf of the significant shareholder Corporación Financiera Alba, S.A.

2. REPORT ON THE PROPOSAL

At its meeting held today, the Board of Directors has adopted the resolution to propose the re-election of the Director, for the statutory period for his submission to the decision of the General Shareholders' Meeting at its next annual meeting.

The resolution has been adopted within the framework of the expiration of the term for which the Director was last appointed by the General Shareholders' Meeting, which took place at the meeting of April 28, 2022, at which he was appointed for the statutory term of four (4) years.

In this regard, without prejudice to the proprietary nature of the Director, the Appointments and Remuneration Committee has agreed to report favourably on the proposal for the re-election of the Director as proprietary director. Likewise, both the Committee and the Board of Directors have been able to verify that the Director continues to meet the circumstances of good repute, suitability, solvency, competence, experience, qualifications, training, availability and commitment that the performance of the position of Director of the Company requires. In turn, the circumstances of his qualification as proprietary director continue to exist.

"Professional profile

The Director's professional profile is available to the public on the Company's website, through the following link:

<https://cieautomotive.com/en/web/investors-website/consejo-de-administracion>"

Consequently, the Appointments and Remuneration Committee has resolved to report favourably on the appointment of the Director as proprietary director of the Company for the statutory period.

It is hereby stated that the report of the Appointments and Remuneration Committee is issued taking into account and in accordance with the Policy on the Selection of Candidates for Directors and Diversity on the Board of Directors. It is also stated that, like the Board of Directors, it has particularly valued the experience that emerges from his professional profile.

3. FORMULATION AND PUBLICITY OF THE REPORT

This report has been formulated and approved by the Board of Directors, unanimously, at its meeting on February 25, 2026 and will be made available to the public (and, in particular, to the shareholders of the Company on the occasion of the next annual meeting of the General Meeting) by publication on the Company's website. in the legal, statutory and regulatory terms applicable.

Bilbao, February 25, 2026

**PROPOSED RESOLUTION RELATING TO ITEM TEN OF
THE AGENDA**

**TEN.- Setting the maximum amount of the remuneration of directors in
their condition as such for the current year.**

The directors' remuneration policy establishes a fixed annual allowance payable exclusively in favor of those non-executive directors who have a special dedication to the Company, i.e., (i) the Chairman of the Board of Directors, and (ii) the independent directors. In this regard, to set the maximum aggregate amount of this remuneration for the year ended December 31, 2026 at €2,000,000.

In accordance with the current directors' remuneration policy, it will be left to the discretion of the Board of Directors to establish the frequency with which the annual allowance is paid and, except as provided in this section and in Article 24 of the Bylaws, respecting the freedom of configuration reserved by law to the Board of Directors. The Board will be responsible for setting the final amount in accordance with the maximum amount approved and distributing it among the Chairman and the independent directors as it deems most appropriate in accordance with the current directors' remuneration policy.

It is hereby stated that this proposal has received a favorable report from the Appointments and Remuneration Committee.

**PROPOSED RESOLUTION RELATING TO ITEM ELEVEN
OF THE AGENDA**

ELEVEN.- Extension or appointment of the Company's auditors and its consolidated group.

To appoint KPMG Auditores, S.L., with registered office in Madrid, Paseo de la Castellana nº 259C, registered in the Commercial Registry of Madrid in Volume 11,961, Folio 90, Page M-188,007, and with CIF number B-78510153 and registered in the Official Register of Auditors of Accounts of the Institute of Accounting and Auditing of Accounts under number S0702, as auditors of the Company and its consolidated group for the year ending December 31, 2026.

To empower the Board of Directors to enter into the corresponding service lease contract with the aforementioned entity, for the period indicated, and under the following conditions: a) the remuneration of the auditors shall be fixed according to the number of hours required to carry out the audit, applying the hourly rates that the audit has in force in general in the year in which it provides its review services and b) said contract must provide for the right of the Company to terminate it freely, in advance at any time during its validity, without the just cause that motivates the revocation of the appointment for the purposes of the provisions of article 264.3 of the Capital Companies Act having to be communicated to KPMG Auditores, S.L., and without, if so, being able to be answered by the same.

It is hereby stated that this resolution has received a favourable report from the Audit and Compliance Committee.

**PROPOSED RESOLUTION RELATING TO ITEM
TWELVE OF THE AGENDA**

**TWELVE.- Submission of the Annual Report on the Remuneration of the
Directors of CIE Automotive, S.A. to the General Meeting for
consultation purposes.**

The Company's Board of Directors at its meeting held on February 25, 2026, following a report from the Appointments and Remuneration Committee, has prepared the Annual Report on Directors' Remuneration for the purposes laid down in Article 541 of the Companies Act.

In accordance with the aforementioned precept, this Annual Report on Directors' Remuneration is submitted to a vote, on a consultative basis and as a separate item on the agenda.

**PROPOSED RESOLUTION RELATING TO ITEM
THIRTEEN OF THE AGENDA**

THIRTEEN.- Delegation of powers for the execution of the foregoing resolutions.

To empower all members of the Board of Directors and, in particular, the Chairman and the Secretary (non-director) of the Board of Directors, with express power of sub-delegation, so that any of them, jointly and severally, may carry out as many acts as may be necessary or appropriate for the execution, implementation, effectiveness and successful completion of the resolutions adopted and, in particular, for the following acts, without limitation:

- a) to appear before a notary public and execute on behalf of the Company any public deeds as may be necessary or advisable in connection with the decisions adopted by the General Meeting, and may appear, as the case may be, before the corresponding Commercial Registry or before any other registries and carry out such acts as may be necessary or advisable for the effective registration of the decisions adopted by the General Meeting;
- b) to clarify, specify, correct and complete the decisions adopted and resolve any doubts or aspects that may arise, correcting and completing any defects or omissions that may prevent or hinder the effectiveness or registration of the corresponding decisions;
- c) to take such resolutions as may be necessary or required for the execution and implementation of the decisions adopted, and to execute any public and private documents and carry out any acts, legal transactions, contracts, declarations and operations as may be appropriate for the same purpose; and
- d) to grant any other public or private documents that may be necessary or appropriate for the execution, implementation, effectiveness and successful completion of all resolutions adopted by the General Meeting, without any limitation whatsoever.