

Applus Services, S.A.

Call Notice for Extraordinary General Shareholders' Meeting

The Sole Director of the company Applus Services, S.A. (hereinafter, “**Applus**” or the “**Company**”), at the request of the shareholder Amber EquityCo, S.L.U., has decided to convene the Extraordinary General Shareholders' Meeting of the Company to take place in the company's registered office in calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, 28022, Madrid on 10 February 2025 at 12:00 PM, on first call, or, if the necessary quorum is not reached, on 11 February 2025 at 12:00 PM on second call.

The Extraordinary General Shareholders' Meeting will take place in accordance with the following

AGENDA

- First.-** Approval of the execution of an intra-group loan (*proceeds loan agreement*) between Amber Finco PLC and the Company.
- Second.-** Distribution of an extraordinary dividend and an interim dividend.
- Third.-** Delegation of powers

The proposed resolutions to be approved for each item of the agenda are attached to this call notice as **Annex 1**.

SUBMISSION OF NEW PROPOSALS

The Shareholders holding at least five per cent (5%) of the share capital may submit, pursuant to a notice served through a reliable notification to be received at the Company's headquarters within five days following publication of the calling of this meeting, duly justified resolution proposals regarding matters that have already been included or that must be included in the Agenda, in the terms provided in the Spanish Companies Act.

INTERVENTION OF A NOTARY PUBLIC AT THE MEETING

In accordance with article 203 of the Spanish Companies Act in connection with article 101 of the Commercial Registry Regulations, the Sole Director has requested the presence of a notary public to issue the minutes of the General Shareholders' Meeting.

RIGHT TO ATTEND AND TO VOTE

In accordance with article 14 of the Company's By-laws, any Shareholder who, five days prior to the date expected to hold the General Shareholders' Meeting upon first call, holds one or more shares registered with the Book Entry Register (“Registro de Anotaciones en Cuenta”), may attend and vote at the General Shareholders' Meeting.

Shareholders entitled to attend the General Shareholders' Meeting may exercise voting rights, in person or by proxy, by attending and voting at the meeting carrying their National Identity Card or any other official document, in force, generally accepted for these purposes to prove their identity.

PROXIES

All Shareholders entitled to attend may be represented at the General Shareholders' Meeting by another person, who does not necessarily need to be a Shareholder, in compliance with the requirements and formalities set forth for such purposes.

The delegation must be given in writing, and must be a special proxy for each General Shareholders' Meeting, unless the representative is the spouse, ascendant or descendant of the Shareholder (evidenced by presenting the documentation showing the relevant family relationship) or if the representative is an entity/individual holding a general power of attorney to manage all the Shareholder's assets in Spain set forth in a public deed. The representation may be also granted by post or by electronic communication, provided that the identity of the representative and the security of the relevant electronic communications are ensured, all the above in accordance with the procedural rules set out below.

Proxies are always revocable. For the revocation to be enforceable, notice thereof must be given to the Company in the same terms used to give notice of the proxy. Attendance to the General Shareholders' Meeting by the Shareholder shall be deemed a revocation of the proxy.. The proxy shall likewise be rendered without force or effect as a result of the Company becoming aware of the transfer of the shares.

Shareholders who are not of legal age or incapacitated persons and Shareholders that are legal entities shall be represented by their legal representatives duly appointed as such.

A Shareholder may not have more than one representative at the General Shareholders' Meeting, both in the case of legal representation and in the event that the Shareholder should delegate the right to attend the meeting.

In the case of proxies sent to the Company or conferred in favour of its Sole Director, whether directly or through the entities acting as depositaries of the shares or in charge of the book entry register, the following rules shall apply, save as otherwise stated by the represented Shareholder: (i) unless otherwise stated by the Shareholder conferring its representation, it shall be understood to have given specific instructions to the representative to vote in favour of the proposals made by the Sole Director in respect of the items comprised in the Agenda of the General Shareholders' Meeting, and against the resolution proposals that have not been formulated by the Sole Director; (ii) in the absence of designation of the person who is to act as representative, the delegation shall be deemed conferred upon the Chairman of the General Shareholders' Meeting; and (iii) such representation shall be extended to matters not included in the Agenda of the meeting that may however be submitted to a vote at the General Shareholders' Meeting. In this last case, and unless otherwise instructed by the represented Shareholder, the representative shall cast a negative vote.

If voting instructions would have been given by the represented Shareholder, the representative shall cast a vote in compliance with such instructions, and shall be obliged to keep such instructions for one year as from the date on which the General Shareholders' Meeting was held. The representative may represent more than one Shareholder, without limitation as to the number of represented Shareholders. Should a representative hold proxies from several Shareholders, he/she may cast different votes depending on the instructions given by each Shareholder.

RIGHT OF INFORMATION

As from the date of publication of this convening notice, the Shareholders may examine, at Applus's registered offices (Applus Services, S.A., calle Campezo número 1, Parque Empresarial Las Mercedes, Edificio 3, Planta 4, 28022 Madrid) and request free delivery (which may be made by email with acknowledgement of receipt if the Shareholder should admit to this method) of the present call notice.

This information is available at the Company's website (www.applus.com), in the section "Shareholders' Meeting".

In accordance with article 197 of the Spanish Companies Act, Shareholders may request Directors until the seventh day prior to the General Shareholders' Meeting, or during the meeting to provide any information or clarifications deemed suitable, or formulate in writing any pertinent questions,

ADDITIONAL INFORMATION

(a) Other information of general interest

Shareholders may obtain additional information by accessing the section headed "Investors/Shareholders' Meeting" permanently available in the corporate website (www.applus.com), or by addressing the Shareholder Information Office (Applus Services, S.A., Ronda de la Font del Carme s/n, Bellaterra, Cerdanyola del Vallès, 08193 Barcelona; Telephone: +34 935.202.050; Monday to Friday from 10 AM to 1 PM; [email: juntageneral@applus.com](mailto:juntageneral@applus.com)).

(b) Personal Data Protection

Personal data provided by the Shareholders to the Company (upon the exercise or delegation of their rights of information, attendance, representation and voting), or data provided by credit institutions and investment services companies to which such Shareholders have entrusted the deposit or custody of their shares, or by the entities which, in accordance with the law, are to keep a register of securities represented in book-entry form (Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. – Iberclear), shall be processed by the Company for the purpose of managing shareholder relations (including, without limitation, convening and holding the General Shareholders' Meeting, and publicity thereof). For these purposes, the personal data shall be incorporated to files controlled by the Company, which will be kept for the periods required to comply with the legal obligations of the Company or as long as liabilities regarding the shareholder relationship may arise.

Credit institutions, investment services companies and Iberclear may provide to the Company the list of shareholders containing their names, surnames, identity document or passport numbers and addresses personal data. Likewise, the Shareholders represented at the General Shareholders' Meeting may provide to the Company the names, surnames and identity document or passport numbers of the persons representing them, unless the designated representative is the Sole Director of the Company. The personal data of the Shareholders and, where appropriate, their representatives will not be communicated to third parties except to the Notary attending the General Shareholders' Meeting exclusively to draw up the notarial minutes of said Meeting, or if it necessary to comply with a legal mandate.

The Shareholders or, if applicable, their representatives, may with respect to their own data and in the terms set forth in the law: (i) access them at the Company's files (right to access); (ii) request their amendment when they are inaccurate (right to rectification); (iii) request that they are not processed (right to object); (iv) request their erasure (right to erasure); (v) request the restriction of processing when accuracy of the personal data is contested by the data subject and this is being verified, the processing is unlawful and the data subject opposes the erasure of the personal data, and the Company no longer needs the personal data for the purposes of the processing, but they are required by the data subject for the establishment, exercise or defence of legal claims (right to restriction of processing); (vi) receive in electronic format the personal data directly provided to the Company and transmit these to third parties (right to data portability); and (vii) revoke their express authorization for the use of their image rights at any time.

To exercise the abovementioned rights, the Shareholders and, where appropriate, the representatives must address their request along with a copy of their national identity document, passport or other legal document that proves their identity to Applus Services, S.A. (Ronda de la Font del Carme s/n, Bellaterra, Cerdanyola del Vallès, 08193 Barcelona) by indicating in the subject "General Shareholders' Meeting". In any case, the Shareholders and, where appropriate, the representatives may exercise their right to claim before the Spanish Agency for Data Protection (www.aepd.es) or any other competent data protection authority

In the event that the attendance, proxy and long-distance voting card of the Shareholder should include personal data relating to other individuals, such Shareholder must inform them of the provisions contained in the preceding paragraphs, and comply with any other requirements which may apply regarding the assignment of personal data to the Company, without the latter being obliged to undertake any additional action.

In Barcelona, on 11 January 2025.

Mr. Joan Amigó Casas
Sole Director
Applus Services, S.A.

ANNEX 1

PROPOSED RESOLUTIONS TO BE APPROVED BY THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF APPLUS SERVICES, S.A. (THE "COMPANY")

1 Approval of the execution of an intra-group loan (*proceeds loan agreement*) between Amber Finco PLC and the Company.

To approve the execution of one intra-group loan agreement (*proceeds loan agreement*) subject to the law of England between Amber Finco PLC ("**Amber FinCo**"), as lender, and the Company, as borrower, for a maximum principal amount of 512 million euros, the purpose of which is to enable the Company to pay, in whole or in part, the distribution of the extraordinary dividend which is tabled to this Extraordinary General Shareholders' Meeting as Second Resolution.

2 Distribution of an extraordinary and an interim dividend

To approve the distribution of an extraordinary dividend in the total gross amount of 512 million euros (the "**Dividend**").

The amount of 512 million euros corresponds to the total amount to be paid out. The gross amount per share will be the resulting from dividing 512 million euros by the number of shares into which the Company's share capital is divided.

The payable gross amount will be subject, where appropriate, to the relevant withholding tax required under applicable regulations.

The payment of the Dividend will be made on 11 February 2025, through the entities participating in Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear).

The distribution of the dividend will be made out of share premium, unrestricted reserves and, if needed, out of an interim dividend of the 2024 financial year.

The Sole Director is hereby empowered, with express power of substitution, to appoint the entity that shall act as paying agent and to carry out any other actions necessary or convenient for the successful distribution of the Dividend.

3 Delegation of powers

To delegate to the Sole Director, as broadly as possible, as many powers as may be necessary to supplement, interpret, develop, clarify, specify, implement and remedy any of the resolutions adopted by the Extraordinary General Shareholders' Meeting, as well as to comply with any requirements that may be legally required for them to be effective. The power to remedy shall include the power to make such modifications, amendments and additions as may be necessary or advisable as a result of objections or observations made by the Companies Registry and any other public authority with powers relating to the resolutions adopted, as well as to grant the foregoing corporate resolutions into public deeds, to appear before a Notary Public and to execute on behalf of the Company as many public deeds as may be necessary or appropriate in relation to the resolutions adopted by the Extraordinary General Shareholders' Meeting, and to register those that are subject to this

requirement, in whole or in part, and for this purpose may execute all kinds of public or private documents.