

NICOLÁS CORREA, S.A.

CALL OF THE ORDINARY GENERAL MEETING

The Board of Directors of the Company has resolved to call the General Shareholders' Meeting to be held on April 26th 2023, at 12:00 p.m. at the Company's registered office, located in Calle Alcalde Martin Cobos nº 16-A, Burgos, on first call, and, if the quorum is not reached, in the same place on April 27th 2023, at 12:00 p.m., on second call, in accordance with the following:

Agenda

1º.- To approve the Annual Accounts and the Management Report (Balance Sheet, Profit and Loss Account, Statement of Cash Flows, Statement of Changes in the Shareholders' Equity and Notes to the accounts) of the Company relating to the 2022 fiscal year.

2º.- To approve the Annual Accounts and the Management Report of the Consolidated Group (Balance Sheet, Profit and Loss Account, Statement of Cash Flows, Statement of Changes in the Shareholders' Equity and Notes to the accounts) relating to the 2022 fiscal year.

3º.- To approve the consolidated Non-financial Information Statements relating to the fiscal year closed as of December 31st 2022 which forms part of the Management Report.

4º.- To approve the management of the Board of Directors for the 2022 fiscal year.

5º.- To approve the application of the results for to the 2022 fiscal year and the distribution of an ordinary dividend.

6º.- Appointment and re-election of the members of the Board of Directors, for the statutory period of four (4) years:

- a) Election of Ms. Bibiana Nicolás Correa Vilches, as proprietary director.
- b) Re-election of Mr. José Ignacio Nicolás Correa Barragán, as proprietary director.
- c) Re-election of Ms. Carmen Pinto Fuentes, as executive director.
- d) Re-election of Mr. Rafael Miranda Robredo, as independent director.
- e) Re-election of Mr. Alfredo Saenz Abad, as independent director.
- f) Re-election of Mr. Felipe Oriol Díaz de Bustamante under the category of other external directors.
- g) Re-election of Ms. Ana Nicolás Correa Barragán under the category of other external directors.

7º.- To approve the amendment relating to the current Remuneration Policy of the Board of Directors and determine its validity for the period from the approval thereof and the following three fiscal years.

8º.- To approve the application to the Managing Director of a Plan for the delivery of shares of Nicolás Correa, S.A. as part of her remuneration.

9º.- To authorize the Board of Directors for the acquisition of treasury shares, thus revoking the authorization granted by the General Shareholders' Meeting held on April 21st 2022.

10º.- To authorise the Board of Directors to increase the Company's share capital, one or more times, up to a maximum of half of the share capital amount and during a term of five years, within the limits and requirements established in article 297.1.b of the Spanish Companies Act, nullifying the authorization granted by the General Shareholders' Meeting held on April 29th 2021.

11º.- Consulting vote relating to the annual report on remuneration of the Directors for the 2022 fiscal year.

12º.- To authorise the Board of Directors to interpret, amend, supplement, execute and implement the resolutions adopted by the General Shareholders' Meeting, as well as to replace the authorities received from the General Shareholders' Meeting and to grant authorities to execute such resolutions in the corresponding public deed and to formalize the mandatory deposit of accounts.

Attendace

The attendance to the General Shareholders' Meeting shall be governed by the provisions of the by-laws, the Regulations of the General Shareholders' Meeting and the applicable legislation.

All shareholders, including those who do not have any voting right, may attend the General Shareholders' Meeting.

To assist to the General Shareholders' Meeting, it will be an essential requirement that the shareholder has registered the ownership of his shares in the corresponding book-entry register at least five days prior to the General Shareholders' Meeting is held on first call. Compliance with this requirement shall be evidenced by showing the appropriate certificate issued by one of the depositary entities, or by any other form permitted by law.

Right of representation:

Except as provided in article 187 of the Spanish Companies Act, shareholders who do not attend the General Shareholders' Meeting may be represented by another person, complying with the requirements and formalities foreseen in law, as well as those contained in the by-laws, in the Regulations of the General Shareholders' Meeting and in this notice.

The representation must be accepted by the representative and must be conferred especially for this meeting, either by delegation printed on the attendance form or by any other means permitted by law.

Proxies may also be granted by electronic means or by postal correspondence.

Electronic means:

The representation and the identity of the represented party must be duly guaranteed. The representation granted by electronic means shall be lawful when the electronic document, by virtue of which it is conferred, incorporates the recognized electronic signature used by the represented party and complies with the requirements established in any legal provision in force.

By postal correspondence:

The attendance form issued by the depositary entity or the form which may be obtained on the Company's website must be fulfilled.

Proof of shareholder ownership must be provided.

In both cases, proxies granted by means of remote communication, either by electronic means or postal correspondence, must be received by the Company at the registered office or by e-mail to accionistas@correa.es no later than 24 hours on the day immediately prior to the holding of the General Shareholders' Meeting on first call.

Personal attendance to the General Shareholders' Meeting by the shareholder who has delegated his representation, regardless of the means used, or the exercise of the right to remote voting, shall render the delegation null and void.

Conflicts of interest:

For the purposes of articles 523 and 526 of the Spanish Companies Act, we inform that the Chairman of the Board, as well as any other member of the Board of Directors, may be in conflict of interest.

The representative shall not be subject to a conflict of interest when the shareholders represented have given precise instructions to him.

Remote Voting

The shareholders of the Company with voting rights who do not attend the General Shareholders' Meeting may cast their vote on the items on the Agenda prior to the meeting by means of remote communication, provided that they comply with the legal requirements and with those set forth in this notice.

In order to vote remotely by post, shareholders may use the form issued by the entities comprising to the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (IBERCLEAR), or the body that replaces it, or download it from the Company's website (www.nicolascorrea.com/es). In addition, shareholders may fulfil such form, sign it by hand and send it by (i) certified post to the Company's registered office located at Calle Alcalde Martín Cobos, 16-A, Burgos; or (ii) e-mail addressed to accionistas@correa.es. The shareholder must correctly indicate the direction of the vote relating to each of the proposed resolutions submitted to the General Shareholders' Meeting, enclosing the original document which evidences the title over the shares, issued for this purpose by the depository entity, as well as a photocopy of his national identity document or passport. In the case of legal entity, a copy of the document evidencing that the person signing the remote voting form is its legal representative must also be sent.

Only votes received by the Company until 11:00 p.m. of the day of the General Shareholders' Meeting on first call, shall be valid considered. The shareholders who cast their remote vote in the terms set forth above shall be considered as present for the purposes of the constitution of the General Shareholders' Meeting. The shareholder who casts his remote vote and does not record voting instructions with respect to the items on the Agenda shall be deemed to wish to vote in favour of the respective proposals made by the Board of Directors.

Shareholders who vote remotely must have their shares registered in the corresponding Accounting Register five (5) days prior to the date on which the General Shareholders' Meeting is going to be held. In the event of the transfer of the shares whose ownership confers the right to vote after the beginning of the maximum period of time legally provided for in the law for the General Shareholders' Meeting to be held in order to have the right to attend it, the remote vote shall be null and void. Remote votes shall be deemed to have been revoked by the attendance at the General Shareholders' Meeting of the shareholder who cast them.

Information Right

The shareholders are entitled to examine all the documents relating to the items on the agenda at the Company's registered office located at Calle Alcalde Martín Cobos, 16-A, Burgos, as well as at the Company's website www.nicolascorrea.com/es until the day of the General Shareholders' Meeting, or to receive them without any charge in the event they have requested so up to the fifth day prior to the day scheduled for the holding of the General Shareholders' Meeting at first call.

In particular, the following documents are made available to shareholders:

1. Full text of the proposed resolutions corresponding to the items of the Agenda, submitted by the Board of Directors, together with the reports of the Board of Directors (and, if applicable, of the Appointments and Remuneration Committee) corresponding to items six, seven, eight and ten of the Agenda.
2. Full text of the Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Cash Flows, Statement of Changes in the Shareholders' Equity and Notes to the accounts) and Management Report of the Company and its consolidated group for the 2022 fiscal year, as well as the respective reports of the auditor.
3. Consolidated Non-financial Information Statement for the 2022 fiscal year.
4. Annual Corporate Governance Report for the 2022 fiscal year.
5. Annual Remuneration Report for the 2022 fiscal year.
6. Attendance, representation and voting card.

Shareholders representing at least three percent of the share capital may request the publication of a supplement to the notice of the General Shareholders' Meeting, including one or more items on the agenda. The exercise of this right must be done by means of a reliable notification that must be received at the registered office within five days after the publication of the call.

Likewise, shareholders representing at least three percent of the share capital may present proposals based on items already included in the Agenda of this call.

The exercise of these rights must be made by means of a reliable notification to the Company to be received at the registered office, located at Calle Alcalde Martín Cobos, 16-A, Burgos, for the attention of the Secretary of the Board of Directors, within five (5) days following the publication of this call, with an indication of the identity of the shareholder exercising the right and the number of shares held, enclosed any other appropriate documentation.

Involvement of a notary at the meeting

The Board of Directors has agreed to require the presence of a Notary Public to draw up the minutes of the Meeting, in accordance with the provisions of article 203 of the Spanish Companies Act in relation to articles 101 and 103 of the Commercial Registry Regulations.

Other mentions

Given the precise attendance quorum for the valid adoption of the resolutions included in the proposal that is submitted for the approval of the shareholders and the experience of previous years, it is communicated that the General Meeting called will, in all probability, be held on second call on **April 27th 2023**.

In Burgos, on 27th February 2023.

The Secretary Director
Ana Nicolás-Correa Barragán