

## **AB-BIOTICS, S.A.**

## **Call Notice for the Ordinary General Shareholders' Meeting**

According to the resolution passed by the Board of Directors of AB-BIOTICS, S.A. (the "**Company**"), during the meeting held in writing in lieu of a meeting on 2 August 2024, the Ordinary General Shareholders' Meeting of the Company is hereby called to be held at Avinguda Can Fatjó dels Aurons, 3 Cub 1, 08174 Sant Cugat del Vallés (Barcelona), on 25 September 2024 at 09.30 hours, on first call, and on second call, if necessary, on 26 September 2024 at the same time.

The matters to be discussed and voted on at the Ordinary General Shareholders' Meeting are included in the following

## **Agenda**

**First.-** Review and approval, where applicable, of the Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes), corresponding to the financial year ended on 31 March 2024, verified by the Company's Account Auditors.

**Second.**- Review and approval, where applicable, of the proposal of allocation of results of financial year ended on 31 March 2024.

**Third.**- Censorship and approval, where applicable, of the management of the Company by the Board of Directors during the financial year ended on 31 March 2024.

**Fourth**.- Re-election, where applicable, of the auditors of the Company for financial year ending on 31 March 2025.

**Fifth.**- Establishing the maximum annual compensation of the members of the Board of Directors and the compensation of the executive directors for financial year ending on 31 March 2025.

Sixth.- Acknowledgement of the resignation handed in by the director Mr. Kazuhiko Fujii.

**Seventh.**- Appointment of Mr. Jun Enoki as new member of the Board of Directors of the Company.

**Eighth.**- Delegation of authorities on the Board of Directors, with authority of substitution, to formalize, complement, interpret, remedy, develop and execute the resolutions adopted



by the Ordinary General Shareholders' Meeting, as well as to record them in a public instrument.

Supplement to the call notice: Pursuant to the provisions of article 172.1 of the Spanish Companies Act, shareholders representing at least 5% of the share capital, may request the publication of a supplement to the present call notice for the General Shareholders' Meeting, by including one or more items on the Agenda. The exercise of this right shall be carried out by means of a notice sent by reliable means to be received at the registered office of the Company, within five days after the publication of this call notice in the Company's website. The supplement to the notice shall be published at least fifteen days prior to the date set for the holding of the Ordinary General Shareholders' Meeting on first call.

<u>Information Right</u>: Pursuant to article 197.1 of the Spanish Companies Act, until seven days prior to the date of holding of the General Shareholders' Meeting, the shareholders can request from the directors the relevant information or clarifications that they deem appropriate with regard to the matters included within the Agenda, or formulate in writing the questions they deem convenient.

## **<u>Documentation</u>**: Pursuant to the provisions:

- Under article 272.2 of the Spanish Companies Act, as from the call of the General Shareholders' Meeting, any shareholder may obtain from the Company, immediately and free of charge, the documents relating to the annual accounts to be submitted for approval by the general shareholders' meeting, as well as the management report and the auditor's report.
- Under article 287 of the Spanish Companies Act, any shareholder may examine at the registered office of the Company or request the Company to send them, immediately and free of charge, a copy of the literal texts of the proposed resolutions on the Agenda already approved by the Board of Directors. This shall preferably be sent by electronic means, with the shareholder designating the e-mail address from which the request was made.

**Right to attend and representation:** The General Shareholders' Meeting may be attended, in all cases, by holders of shares appearing as such within the relevant bookentry Accounting Registry five days in advance of the date of the General Shareholders' Meeting, which they may prove by means of the relevant attendance card, a certificate issued by any of the entities duly authorised to that effect or any other document which, pursuant to Law, evidences the capacity as a shareholder.



Shareholders not personally attending the General Shareholders' Meeting may also be represented by another person, in compliance with the requirements and formalities set out in the By-laws, in the Spanish Companies Act and in this call notice.

For the purpose of evidencing the identity of shareholders attending the General Shareholders' Meeting, the national identity card or any other official document generally accepted for this purpose shall be requested at the entrance to the premises where the meeting is held. Likewise, in the case of shareholders who are legal entities, they may be requested to present, where appropriate, the documents evidencing their status as representative of the shareholder who is a legal entity.

**Publication of the call notice:** Shareholders are hereby informed that, pursuant to article 173 of the Spanish Companies Act and article 16.2 of the Company's By-laws, this call notice has been published on the Company's corporate website, <a href="www.ab-biotics.com">www.ab-biotics.com</a>.

<u>Date foreseen of the meeting</u>: Shareholders are informed that it is foreseen that the General Shareholders' Meeting is to be held on first call, i.e. on 25 September 2024 at the abovementioned time. Registration of shareholders will start half an hour before the scheduled time of the meeting.



Sant Cugat del Vallès (Barcelona), on 02 August 2024.

COUNTERSIGNED THE CHAIRMAN OF THE BOARD OF DIRECTORS

THE SECRETARY NON-DIRECTOR OF THE BOARD OF DIRECTORS

Mr. Philip Class

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SEAB77 Consulting, S.L.U.

Duly represented by Mr. Sergi Audivert Brugué Mr. Philip Claes

COUNTERSIGNED THE VICE CHAIRMAN OF THE BOARD OF DIRECTORS

Miquel Angel Bonachera Consulting, S.L.U.,

Duly represented by Mr. Miquel Àngel Bonachera Sierra