

NEINOR HOMES, S.A. ORDINARY GENERAL SHAREHOLDERS MEETING 2026

PROPOSED RESOLUTIONS

ITEM ONE ON THE AGENDA

Review and, where appropriate, approval of the individual annual accounts of Neinor Homes, S.A. and the consolidated accounts including its subsidiaries, corresponding to the year ended 31 December 2025

Approve the individual annual accounts of Neinor Homes, S.A. (balance sheet, profit and loss account, statement of changes in equity, cash flow statement and notes) and the consolidated accounts including its subsidiaries (balance sheet or statement of financial position, profit and loss account, statement of recognized income and expense, statement of changes in equity, cash flow statement and notes), corresponding to the fiscal year ended on 31 December 2025, as drafted by the board of directors at its meeting held on 25 February 2026.

ITEM TWO ON THE AGENDA

Review and, where appropriate, approval of the individual and consolidated management reports of Neinor Homes, S.A. including its subsidiaries, corresponding to the year ended 31 December 2025

Approve the individual management report of Neinor Homes, S.A. and the consolidated report including its subsidiaries, corresponding to the fiscal year ended on 31 December 2025, as drafted by the board of directors at its meeting held on 25 February 2026.

ITEM THREE ON THE AGENDA

Review and, where appropriate, approval of the statement on non-financial information and sustainability memorandum included in the consolidated management report of Neinor Homes, S.A. including its subsidiaries for the year ended 31 December 2025

Approve of the statement on non-financial information and sustainability memorandum included in the consolidated management report of Neinor Homes, S.A. including its subsidiaries for the year ended 31 December 2025, as drafted by the board of directors at its meeting held on 25 February 2026.

ITEM FOUR ON THE AGENDA

Review and, where appropriate, approval of the management and activity of the board of directors of Neinor Homes, S.A. in the year ended on 31 December 2025

Approve the management and activity carried out by the board of directors of Neinor Homes, S.A. in the fiscal year ended on 31 December 2025.

ITEM FIVE ON THE AGENDA

Review and, where appropriate, approval of the proposed application of the individual income corresponding to the year ended 31 December 2025

Approve the proposed application of the individual income of Neinor Homes, S.A. as drafted by the board of directors at its meeting held on 25 February 2026 and specified below:

Profit / (Loss)	Euros
Income for the year ended on 31 December 2025:.....	212,031,899

Application

To legal reserve:	21,203,190
To negative results from previous years:	28,939,214
To voluntary reserves:	161,889,495

ITEM SIX ON THE AGENDA

Review and, where appropriate, approval of the distribution of an extraordinary cash dividend in an amount of 0.708 euros charged to the share premium for a maximum amount of 69,994,785.23 euros

To approve the distribution of an extraordinary cash dividend of 0.708 euros per share of Neinor Homes, S.A. (the "**Company**") charged to the share premium for a total amount of 69,994,785.23 euros (the "**Distribution**").

The payment of the Distribution shall be made in accordance with the operating rules of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) during the second quarter of 2026, without exceeding the twelve-month period from the date of approval of this resolution by the general meeting, pursuant to Article 276.3 of the Consolidated Text of the Spanish Companies Act (*Ley de Sociedades de Capital*) approved by Royal Legislative Decree 1/2010, of 2 July.

Likewise, it is agreed to jointly and severally authorise the board of directors, the Chairman of the board of directors, the Chief Executive Officer, the other members of the board of directors, the Secretary non-member of the board of directors and the vicesecretary non-member of the board of directors, with express powers of substitution, so that any one of them, indistinctly, and with all the scope necessary in law, may proceed with the execution of the Distribution, being able to determine those matters that have not been expressly set out in this resolution or that are a consequence thereof. In particular, and for illustrative purposes only, it is agreed to delegate jointly and severally to the aforementioned persons, with all the scope necessary in law, the following powers:

- i) to implement this resolution, setting the terms and conditions of the Distribution in all matters not provided for herein, with express powers of clarification and rectification;
- ii) to make all announcements, disclosures of inside information or other relevant information as may be legally required or advisable, as well as to carry out all such actions, declarations, formalities or communications and to take all such measures as may be necessary or advisable;
- iii) to draft, execute or register any additional or supplementary documentation or information required by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*, "**CNMV**"), the Spanish Stock Exchanges or any other Spanish or foreign authority; and
- iv) in general, to carry out any act and grant any public or private document as may be necessary or advisable to ensure the proper execution and settlement of the extraordinary dividend, including

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

appearing before and carrying out any act or formal procedure before any regulatory body, public or administrative register, national or foreign administrative authority or institution, as may be necessary to achieve the fullest execution and effectiveness thereof.

ITEM SEVEN OF THE AGENDA

Review and, where appropriate, approval of a share capital reduction in an amount of 39,999,844.7786 euros with the aim of refunding shareholder contributions by reducing 0.4046 euros the nominal value of the shares, and subsequent amendment of article 5 of the Articles of Association

To reduce the share capital of Neinor Homes, S.A. (the “**Company**”) in an amount of 39,999,844.7786 euros, by reducing the nominal value of the shares by 0.4046 euros, with the aim of repaying contributions to the shareholders of the Company (the “**Capital Reduction**”), all in accordance with the provisions of article 317 of the consolidated text of the Spanish Companies Law approved by Royal Legislative Decree 1/2010 of 2 July (the “**LSC**”).

As a consequence of the Capital Reduction, the nominal value of the shares will change from 4.2073 euros to 3.8027 euros and the difference of 0.4046 euros per share will be paid to the shareholders of the Company. Notwithstanding the above, it is resolved that the Company will file a self-assessment and pay to the Tax Authority of Bizkaia, on behalf of the shareholders, an amount of 0.004046 euros per share, equivalent to 1% of the value per share of the contributions to be returned to the shareholders in respect of the capital reduction, due to the fact that the Capital Reduction is subject to Transfer Tax and Stamp Duty (“**ITPyAJD**”), in its Corporate Transactions modality, in accordance with the provisions of Chapter I of Title II of the Provincial Law 1/2011, of March 24, of the ITPyAJD (*Norma Foral 1/2011, de 24 de marzo, del Impuesto sobre Transmisiones Patrimoniales y Actos Jurídicos Documentados*). Consequently, the Company’s shareholders will effectively receive an amount of 0.400554 euros per share.

Payment of the referred amount of 0.400554 euros per share will be made to shareholders of the Company in accordance with applicable legislation on depositories entities and through the mechanisms made available by *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U.* (Iberclear) to participating entities.

The execution of this resolution of reduction must be carried out within one year of its approval.

In accordance with article 334 of the LSC, the Company’s creditors whose credit arose prior to the date of the last announcement of the Capital Reduction, have not matured at that time and until such credits are secured, will have the right to oppose the Capital Reduction.

Once the Capital Reduction has been executed, article 5 of the Company's articles of association, related to the share capital, shall be amended as to reflect the resulting share capital and the new nominal value of shares following execution of the Capital Reduction.

Consequently, and without prejudice to the power delegated under point (v) of the last paragraph of this resolution, Article 5 of the Articles of Association shall be worded as follows: *"The share capital is THREE HUNDRED AND SEVENTY-FIVE MILLION, NINE HUNDRED AND FORTY-FIVE THOUSAND, ONE HUNDRED AND FIFTY-FIVE EUROS AND SEVEN HUNDRED AND FOURTEEN TEN-THOUSANDTHS OF A EURO (375,945,155.0714€) . It is divided into NINETY-EIGHT MILLION, EIGHT HUNDRED AND SIXTY-TWO THOUSAND SIX HUNDRED AND NINETY-ONE (98,862,691) shares, each with a nominal value of THREE EUROS AND EIGHT THOUSAND AND TWENTY-SEVEN TEN-THOUSANDTHS OF A EURO (3.8027€), belonging to a sole class and series. All the shares are fully subscribed and paid up and grant their holders the same rights.*

The Company may resolve to issue shares without voting rights under the terms and with the rights contemplated in the Spanish Companies Law and other applicable regulations."

Furthermore, it is resolved to jointly and severally delegate to the board of directors, the President of the board of directors, the Chief Executive Officer, the rest of the members of the board of directors, the Secretary non-member of the board of directors and the Vice-Secretary non-member of the board of directors, with express powers of substitution, so that any of them, indistinctly, as broadly as required by the law, may proceed to the execution of the Capital Reduction and may determine the points that have not been expressly set out in this resolution or which are a consequence of it. In particular, including but not limited to, it is resolved to jointly and severally delegate to the aforementioned persons, as broadly as required by the law, the following powers:

- (i) to extend and develop the present resolution, setting the terms and conditions of the Capital Reduction in all those aspects that are not foreseen in it and, in particular, setting the date in which the return of contributions to the Company's shareholders should be made;
- (ii) to carry out any actions needed to meet the requirements set by the LSC, the Law 6/2023 of 17 March on the Securities Market and the Investment Services, the Royal Decree 814/2023 of 8 November, on financial instruments, admission to trading and market infrastructures and other applicable regulations;

- (iii) to carry out any actions and procedures that may be necessary to obtain the consent and authorizations required for the full effectiveness of this resolution;
- (iv) to carry out, on behalf to the Company, any act, statement or procedure that may be necessary or convenient by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*, "CNMV"), the Spanish National Securities Codification Agency, the *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U.* (Iberclear), *Sociedades Rectoras de las Bolsas*, *Servicio de Liquidación y Compensación de Valores* and any other body, entity or register, public or private, national or foreign, in relation to the Capital Reduction;
- (v) to amend and draft the article of the Articles of Association related share capital, in such way as to truly reflect the new amount of share capital resulting after the execution of the Capital Reduction and the new nominal value of the shares;
- (vi) to draft and publish all the notices that are required or convenient in relation to the Capital Reduction;
- (vii) declare, in due course, the expiry of the period for creditors to object, as well as, where appropriate, to attend to the exercise of the right of objection of those creditors who may exercise it in accordance with the terms provided for in the Law;
- (viii) to grant, on behalf of the Company, as many public or private documents may be necessary or convenient for the execution of Capital Reduction;
- (ix) to declare the Capital Reduction closed and executed and to establish any other circumstances necessary to carry it into effect;
- (x) to make the corresponding tax withholdings on the amount of the value of the contributions returned to the shareholders under the capital reduction, to be paid on behalf of the shareholders to the competent Spanish tax authorities, in particular, and by way of illustration only, those derived from the ITPyAJD in its Corporate Transactions modality;
- (xi) to correct, clarify, interpret, specify or supplement this resolution, or those in the deeds or documents executed to implement it, and in particular, those faults, omissions or errors, in the form or substance, which may prevent the access of the resolutions and their consequences to the Commercial Registry, to the official register of the CNMV or to any others;

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- (xii) to agree not to execute this resolution, in the event that, in its opinion, there are reasons of corporate interest that so justify it; and
- (xiii) to carry out, in general, as many actions as may be necessary or convenient for the successful execution of this resolution and the effective capital reduction.

ITEM EIGHT ON THE AGENDA

Review and, where appropriate, approval of a share capital reduction in an amount of 39,999,844.7786 euros with the aim of refunding shareholder contributions by reducing 0.4046 euros the nominal value of the shares, and subsequent amendment of article 5 of the Articles of Association

To reduce the share capital of Neinor Homes, S.A. (the “**Company**”) in an amount of 39,999,844.7786 euros, by reducing the nominal value of the shares by 0.4046 euros, with the aim of repaying contributions to the shareholders of the Company (the “**Capital Reduction**”), all in accordance with the provisions of article 317 of the consolidated text of the Spanish Companies Law approved by Royal Legislative Decree 1/2010 of 2 July (the “**LSC**”).

As a consequence of the Capital Reduction and taking into consideration the prior execution of the capital reduction which is submitted to the general meeting under item Seven of the agenda, the nominal value of the shares will change from 3.8027 euros to 3.3981 euros and the difference of 0.4046 euros will be paid to the shareholders of the Company. Notwithstanding the above, it is resolved that the Company will file a self-assessment and pay to the Tax Authority of Bizkaia, on behalf of the shareholders, an amount of 0.004046 euros per share, equivalent to 1% of the value per share of the contributions to be returned to the shareholders in respect of the capital reduction, due to the fact that the Capital Reduction is subject to Transfer Tax and Stamp Duty (“**ITPyAJD**”), in its Corporate Transactions modality, in accordance with the provisions of Chapter I of Title II of the Provincial Law 1/2011, of March 24, of the ITPyAJD (*Norma Foral 1/2011, de 24 de marzo, del Impuesto sobre Transmisiones Patrimoniales y Actos Jurídicos Documentados*). Consequently, the Company’s shareholders will effectively receive an amount of 0.400554 euros per share.

Payment of the referred amount of 0.400554 euros per share will be made to shareholders of the Company in accordance with applicable legislation on depositories entities and through the mechanisms made available by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) to participating entities.

The execution of this resolution of reduction must be carried out within one year of its approval.

In accordance with article 334 of the LSC, the Company’s creditors whose credit arose prior to the date of the last announcement of the Capital Reduction, have not matured at that time and until such credits are secured, will have the right to oppose the Capital Reduction.

Once the Capital Reduction has been executed, article 5 of the Company's Articles of Association, related to the share capital, shall be amended as to reflect the resulting share capital and the new nominal value of shares following execution of the Capital Reduction.

Consequently, assuming the prior execution of the capital reduction which is submitted to the general meeting under item Seven of the agenda, and without prejudice to the powers granted in point (v) of the last paragraph of this resolution, which shall prevail over the following wording, article 5 of the Articles of Association will be drafted as follows: *"The share capital is THREE HUNDRED AND THIRTY-FIVE MILLION, NINE HUNDRED AND FORTY-FIVE THOUSAND, THREE HUNDRED AND TEN EUROS AND TWO THOUSAND, NINE HUNDRED AND TWENTY-EIGHT TEN-THOUSANDTHS OF A EURO (335,945,310.2928€). It is divided into NINETY-EIGHT MILLION, EIGHT HUNDRED AND SIXTY-TWO THOUSAND, SIX HUNDRED AND NINETY-ONE (98,862,691) shares, each with a nominal value of THREE EUROS AND THREE THOUSAND, NINE HUNDRED AND EIGHTY-ONE TEN-THOUSANDTHS OF A EURO (3.3981€), belonging to a sole class and series. All the shares are fully subscribed and paid up and grant their holders the same rights.*

The Company may resolve to issue shares without voting rights under the terms and with the rights contemplated in the Spanish Companies Law and other applicable regulations."

Furthermore, it is resolved to jointly and severally delegate to the board of directors, the President of the board of directors, the Chief Executive Officer, the rest of the members of the board of directors, the Secretary non-member of the board of directors and the Vice-Secretary non-member of the board of directors, with express powers of substitution, so that any of them, indistinctly, as broadly as required by the law, may proceed to the execution of the Capital Reduction and may determine the points that have not been expressly set out in this resolution or which are a consequence of it. In particular, including but not limited to, it is resolved to jointly and severally delegate to the aforementioned persons, as broadly as required by the law, the following powers:

- (i) to extend and develop the present resolution, setting the terms and conditions of the Capital Reduction in all those aspects that are not foreseen in it and, in particular, setting the date in which the return of contributions to the Company's shareholders should be made;
- (ii) to carry out any actions needed to meet the requirements set by the LSC, the Law 6/2023 of 17 March on the Securities Market and the Investment Services, the Royal Decree 814/2023 of 8

November, on financial instruments, admission to trading and market infrastructures and other applicable regulations;

- (iii) to carry out any actions and procedures that may be necessary to obtain the consent and authorizations required for the full effectiveness of this resolution;
- (iv) to carry out, on behalf to the Company, any act, statement or procedure that may be necessary or convenient by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*, "CNMV"), the Spanish National Securities Codification Agency, the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear), Sociedades Rectoras de las Bolsas, Servicio de Liquidación y Compensación de Valores and any other body, entity or register, public or private, national or foreign, in relation to the Capital Reduction;
- (v) to amend and draft the article of the Articles of Association related share capital, in such way as to truly reflect the new amount of share capital resulting after the execution of the Capital Reduction and the new nominal value of the shares;
- (vi) to draft and publish all the notices that are required or convenient in relation to the Capital Reduction;
- (vii) declare, in due course, the expiry of the period for creditors to object, as well as, where appropriate, to attend to the exercise of the right of objection of those creditors who may exercise it in accordance with the terms provided for in the Law;
- (viii) to grant, on behalf of the Company, as many public or private documents may be necessary or convenient for the execution of Capital Reduction;
- (ix) to declare the Capital Reduction closed and executed and to establish any other circumstances necessary to carry it into effect;
- (x) to make the corresponding tax withholdings on the amount of the value of the contributions returned to the shareholders under the capital reduction, to be paid on behalf of the shareholders to the competent Spanish tax authorities, in particular, and by way of illustration only, those derived from the ITPyAJD in its Corporate Transactions modality;
- (xi) to correct, clarify, interpret, specify or supplement this resolution, or those in the deeds or documents executed to implement it, and in particular, those faults, omissions or errors, in the form or substance,

which may prevent the access of the resolutions and their consequences to the Commercial Registry, to the official register of the CNMV or to any others;

- (xii) to agree not to execute this resolution, in the event that, in its opinion, there are reasons of corporate interest that so justify it; and
- (xiii) to carry out, in general, as many actions as may be necessary or convenient for the successful execution of this resolution and the effective capital reduction.

ITEM NINE ON THE AGENDA

Re-election, where appropriate, of Deloitte, S.L. as auditor of the accounts of Neinor Homes, S.A. and of its consolidated group for the fiscal year ending 31 December 2026

Re-elect the company Deloitte, S.L. as auditor of the accounts of Neinor Homes, S.A. and of its consolidated group for the year ended on 31 December 2026, authorizing the board of directors, with express power of substitution, to enter into the corresponding service contract, with the clauses and conditions it considers appropriate, also granting it the power to make any relevant changes in it in accordance with current law at any time.

This resolution is adopted in accordance with the provisions of Articles 16 and 17 of Regulation 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities, at the proposal of the board of directors, with the prior proposal of the audit and control committee.

Deloitte, S.L. may accept the appointment by any means valid in law.

Deloitte, S.L. has its registered office at Plaza Pablo Ruiz Picasso 1, Torre Picasso, 28020 Madrid (Spain), and its tax identification number is (NIF) B-79104469. It is registered with the Commercial Registry of Madrid under volume (*tomo*) 13,650, sheet (*folio*) 188, sheet (*hoja*) M-54414 and section (*sección*) 8, and with the Official Auditors Registry (ROAC) under number S0692.

ITEM TEN ON THE AGENDA

Re-election, where appropriate, of Ms. Anna Birulés Bertran as director, with the category of independent director, for the statutory period of three years

Re-elect, at the proposal of the appointments and remunerations committee, Ms. Anna Birulés Bertran, of legal age, of Spanish nationality, with national ID number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of "independent" for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a supporting report from the board of directors evaluating the competence, experience and merits of Ms. Anna Birulés Bertran and the role played within Neinor Homes, S.A. since her appointment, as well as the proposal issued by the appointments and remunerations committee. The report and the proposal have been made available to the shareholders as from the publication of the notice of this general shareholder meeting.

Ms. Anna Birulés Bertran will accept her appointment by any means valid in law.

ITEM ELEVEN ON THE AGENDA

Re-election, where appropriate, of Mr. Ricardo Martí Fluxá as director, with the category of independent director, for the statutory period of three years

Re-elect, at the proposal of the appointments and remunerations committee, Mr. Ricardo Martí Fluxá, of legal age, of Spanish nationality, with national ID number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of "independent" for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a supporting report from the board of directors evaluating the competence, experience and merits of Mr. Ricardo Martí Fluxá and the role played within Neinor Homes, S.A. since his appointment, as well as the proposal issued by the appointments and remunerations committee. The report and the proposal have been made available to the shareholders as from the publication of the notice of this general shareholder meeting.

Mr. Ricardo Martí Fluxá will accept his appointment by any means valid in law.

ITEM TWELVE ON THE AGENDA

Re-election, where appropriate, of Mr. Alfonso Rodés Vilà as director, with the category of independent director, for the statutory period of three years

Re-elect, at the proposal of the appointments and remunerations committee, Mr. Alfonso Rodés Vilà, of legal age, of Spanish nationality, with national ID number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of "independent" for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a supporting report from the board of directors evaluating the competence, experience and merits of Mr. Alfonso Rodés Vilà and the role played within Neinor Homes, S.A. since his appointment, as well as the proposal issued by the appointments and remunerations committee. The report and the proposal have been made available to the shareholders as from the publication of the notice of this general shareholder meeting.

Mr. Alfonso Rodés Vilà will accept his appointment by any means valid in law.

ITEM THIRTEEN OF THE AGENDA

Re-election, where appropriate, of Mr. Francisco de Borja García-Egocheaga Vergara as director, with the category of executive director, for the statutory period of three years

Re-elect, at the proposal of the board of directors, Mr. Francisco de Borja García-Egocheaga Vergara, of legal age, of Spanish nationality, with national ID number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of "executive" for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a justifying report from the board of directors evaluating the competence, experience and merits of Mr. Francisco de Borja García-Egocheaga Vergara and the role played within Neinor Homes, S.A. since his appointment, as well as a favourable report issued by the appointments and remunerations committee. These reports have been made available to the shareholders as from the publication of the notice of this general meeting.

Mr. Francisco de Borja García-Egocheaga Vergara will accept his appointment by any means valid in law.

ITEM FOURTEEN OF THE AGENDA

Re-election, where appropriate, of Mr. Aref H. Lahham as director, with the category of proprietary director, for the statutory period of three years

Re-elect, at the proposal of the board of directors, Mr. Aref H. Lahham, of legal age, of British nationality, with passport of his nationality number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of "proprietary" for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a justifying report from the board of directors evaluating the competence, experience and merits of Mr. Aref H. Lahham and the role played within Neinor Homes, S.A. since his appointment, as well as a favourable report issued by the appointments and remunerations committee. These reports have been made available to the shareholders as from the publication of the notice of this general meeting.

Mr. Aref H. Lahham will accept his appointment by any means valid in law.

ITEM FIFTEEN OF THE AGENDA

Appointment, where appropriate, of Ms. Fanny Kindler as director, with the category of proprietary director, for the statutory period of three years

Appoint, at the proposal of the board of directors, Ms. Fanny Kindler, of legal age, of French and Luxembourgish nationality, with passport of her nationality number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of “proprietary” for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a justifying report from the board of directors evaluating the competence, experience and merits of Ms. Fanny Kindler, as well as a favourable report issued by the appointments and remunerations committee. These reports have been made available to the shareholders as from the publication of the notice of this general meeting.

Ms. Fanny Kindler will accept her appointment by any means valid in law.

ITEM SIXTEEN OF THE AGENDA

Appointment, where appropriate, of Ms. María González Pico as director, with the category of proprietary director, for the statutory period of three years

Appoint, at the proposal of the board of directors, Ms. Fanny Kindler, of legal age, of Spanish nationality, with national ID number [...] in force and with domicile for these purposes at calle Henao 20, first floor, left office, 48009 Bilbao, Spain, as director of Neinor Homes, S.A. with the category of “proprietary” for the statutory period of three years as of the date of this general shareholders meeting.

The proposed resolution for the general meeting is accompanied by a justifying report from the board of directors evaluating the competence, experience and merits of Ms. María González Pico, as well as a favourable report issued by the appointments and remunerations committee. These reports have been made available to the shareholders as from the publication of the notice of this general meeting.

Ms. María González Pico will accept her appointment by any means valid in law.

ITEM SEVENTEEN OF THE AGENDA

Review and, where appropriate, approval of the maximum annual remuneration of the members of the board of directors of Neinor Homes, S.A. in their capacity as such for the year ending 31 December 2026

To approve a maximum annual total remuneration of 2,500,000 euros for the members of the board of directors in their capacity as such for the financial year ending 31 December 2026, which amount shall remain in force unless and until the general meeting resolves to amend it.

The board of directors may distribute this amount among its members, having regard to the functions and responsibilities attributed to each director, membership of board committees and such other objective circumstances as it may consider relevant.

ITEM EIGHTEEN OF THE AGENDA

Review and, where appropriate, approval of the granting of shares of the Company to the executive directors for the purposes of the new incentive plan of Neinor Homes, S.A.

Approve, pursuant to article 219 of the Spanish Companies Act, approved by the Royal Legislative Decree 1/2010, of 2 July, the implementation of a management incentive plan for the benefit of the executive directors, which will be paid through the granting shares of Neinor Homes, S.A. (the "**Company**"), and which has been approved by the Board of Directors of the Company, after the proposal of the Appointments and Remunerations Committee (the "**MIP**").

The execution of the MIP through the granting of shares of the Company to the executive directors for the shall comply with the following terms and conditions:

- (i) Beneficiaries: executive directors of the Company.
- (ii) Initial share price: 15.5 euros per share.
- (iii) Term: the MIP consists of three one-year cycles: (a) the first cycle runs from 1 January 2026 to 31 December 2026; (b) the second cycle runs from 1 January 2027 to 31 December 2027; and (c) the third cycle of the Plan runs from 1 January 2028 to 31 December 2028. At the end of each financial year, the incentive corresponding to each beneficiary will be calculated taking into account creation of value for shareholders in accordance with the business plan, including that which materialises through shareholder remuneration.
- (iv) Maximum number of shares: there is no maximum number of shares.
- (v) Share price: shares will be delivered free of charge.
- (vi) Characteristics of the shares: fully paid-up ordinary shares of the Company, of the same class and series as those currently outstanding and free of any charges or liens.

It is resolved to delegate to the board of directors of the Company, with express powers to sub delegate, such powers as may be necessary to implement, develop, execute and pay the MIP, taking whatever resolutions and signing whatever public or private documents which may be necessary or appropriate for its full effectiveness, including, but not limited to, the following powers:

- (i) Amend, rectify, modify or complement this resolution.

- (ii) Set the terms and conditions of the MIP with respect to the points not covered in this resolution.
- (iii) Formalize and implement the MIP in the form which may deem convenient, carrying out all the actions necessary for the better implementation of the same and, in particular, to approve, where appropriate, the regulation of the MIP.
- (iv) Adjust the content of the MIP to the circumstances and corporate operations which may take place during the term of the same, in the terms and conditions which may be deemed necessary or appropriate at any given moment to preserve the purpose of the MIP.
- (v) Formulate and implement the MIP in the form which it may deem appropriate, taking whatever measures necessary or appropriate for its better implementation.
- (vi) Draft, sign and submit any communication and document, either public or private, which it may deem necessary or appropriate by any public or private body for the implementation and execution of the MIP including communication information before the CNMV and other bodies.
- (vii) Carry out any action, perform any declaration or carry out any proceeding before any body, public entity, agency, registry or private entity, to obtain any authorization or verification necessary for the implementation and execution of the MIP.
- (viii) in general, carry out whatever action and sign whatever document which it may deem necessary or convenient for the validity, effectiveness, implementation, development and execution of the MIP

ITEM NINETEEN OF THE AGENDA

Review and, where appropriate, approval of the remuneration policy applicable to the directors of Neinor Homes, S.A., to take effect from the date of its approval until 31 December 2028

In accordance with the provisions of article 529 *novodecies* of the Consolidated Text of the Spanish Companies Act (*Ley de Sociedades de Capital*), approved by Royal Legislative Decree 1/2010, of 2 July, to approve, at the proposal of the board of directors and following a report from the nominations and remuneration committee of Neinor Homes, S.A. (the "**Company**"), the remuneration policy for the directors of the Company, the text of which has been made available to shareholders in connection with the convening of this general meeting together with the reasoned proposal of the board of directors and the report of the nominations and remuneration committee.

This new policy shall apply from the date of its approval until 31 December 2028, unless the general meeting resolves to amend or replace it during its period of validity.

ITEM TWENTY OF THE AGENDA

Authorization to the board of directors to reduce the period for the call of extraordinary general meetings of Neinor Homes, S.A. in accordance with the provisions of article 515 of the Spanish Companies Law

In accordance with the provisions of article 515 of the consolidated text of the Spanish Companies Law approved by Royal Legislative Decree 1/2010 of 2 July, to authorize and approve that extraordinary general meetings of Neinor Homes, S.A. may be called at a minimum of fifteen days in advance, provided that shareholders are offered the effective possibility of voting by electronic means accessible to all of them.

This authorization is granted until the date on which the next ordinary general shareholders meeting of Neinor Homes, S.A. is held.

ITEM TWENTY-ONE ON THE AGENDA

Delegation of powers to formalize and execute all the resolutions adopted by the general meeting, for their notarization as a public document and their interpretation, correction, complementation, development and registration

Without prejudice to the delegations included in previous resolutions, to grant joint and several powers to President of the board of directors, the Chief Executive Officer, the rest of the members of the board of directors, the Secretary non-member of the board of directors and the Vice-Secretary non-member; so that any of them, within all the scope necessary in law, may execute the resolutions adopted by this general meeting. For this purpose, it may:

- (i) develop, clarify, specify, interpret, execute, complement and correct them;
- (ii) carry out any acts or legal business that may be necessary or appropriate to execute the resolutions, issue any public or private documents considered necessary or convenient for their full effectiveness, as well as put right any omissions, faults or errors, of content or form, that prevent their access to the Commercial Registry, as well as, in particular, to carry out the necessary deposit of accounts in the Commercial Registry;
- (iii) delegate jointly or severally to one or more of its members all or some of the powers considered appropriate among those that correspond to the board of directors and that have been expressly attributed to them by this general meeting; and
- (iv) determine all the other circumstances that may be necessary, adopting and executing the resolutions necessary, publishing notices and issuing any guarantees that may be necessary for the purposes provided for by law, as well as executing the appropriate documents and fulfilling any procedures that are required, doing everything necessary by law for the full execution of what has been agreed by this general meeting.

ITEM TWENTY-TWO ON THE AGENDA

Consultative vote on the annual report on the remuneration of directors for the fiscal year ended 31 December 2025

Approve, on a consultative basis, the annual report on the remuneration of board members corresponding to the year ended on 31 December 2025, whose complete text was made available for shareholders together with the rest of the documentation relating to the general meeting on the publication date of the notice of the general meeting.