SOLARIA ENERGÍA Y MEDIO AMBIENTE, S.A. ("THE COMPANY")

FULL TEXT OF THE RESOLUTIONS PROPOSED BY THE BOARD OF DIRECTORS TO THE ANNUAL GENERAL MEETING TO BE HELD ON THE FIRST CALL ON JUNE 29, 2026, AND, IF NECESSARY, ON THE SECOND CALL ON JUNE 30, 2026

The resolutions proposed by the Board of Directors at its meeting held on May 27, 2026, to be submitted to the Ordinary General Meeting of Shareholders convened, are as follows:

PROPOSED RESOLUTION REGARDING THE FIRST ITEM ON THE AGENDA:

REVIEW AND APPROVAL, IF APPROPRIATE, OF THE INDIVIDUAL ANNUAL FINANCIAL STATEMENTS (BALANCE SHEET, INCOME STATEMENT, STATEMENT OF CHANGES IN EQUITY, CASH FLOW STATEMENT, AND NOTES TO THE FINANCIAL STATEMENTS) AND THE COMPANY'S INDIVIDUAL MANAGEMENT REPORT, AS WELL AS THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS AND THE CONSOLIDATED GROUP MANAGEMENT REPORT, FOR THE FISCAL YEAR ENDED DECEMBER 31, 2025.

It is proposed that the General Meeting approve the Company's individual financial statements (balance sheet, income statement, statement of changes in equity, cash flow statement, and notes to the financial statements) and the Company's individual management report, as well as the consolidated financial statements and the consolidated group management report, for the fiscal year ended December 31, 2025. The Annual Financial Statements and Management Reports, the approval of which is proposed herein, correspond to those prepared by the Company's Board of Directors at its meeting on February 25, 2026.

PROPOSED RESOLUTION REGARDING ITEM TWO ON THE AGENDA:

REVIEW AND APPROVAL, IF APPROPRIATE, OF THE PROPOSAL FOR THE ALLOCATION OF THE COMPANY'S NET INCOME FOR THE FISCAL YEAR ENDED DECEMBER 31, 2025.

It is proposed that the General Meeting approve the appropriation of net income proposed by the Company's Board of Directors, as follows:

Individual and Consolidated Financial Statements *(Thousands of euros)*	
Proposed allocation of net income:	
Net Income (Profit)	180,125
To offset net losses from previous fiscal years	0
To voluntary reserves	180,125

PROPOSED RESOLUTION REGARDING ITEM THREE ON THE AGENDA:

REVIEW AND APPROVAL, IF APPROPRIATE, OF THE MANAGEMENT OF THE COMPANY'S BOARD OF DIRECTORS DURING THE 2025 FISCAL YEAR.

To approve the performance of the Company's Board of Directors for the 2025 fiscal year.

PROPOSED RESOLUTION REGARDING ITEM FOUR ON THE AGENDA:

BOARD OF DIRECTORS: RE-ELECTION AND APPOINTMENT OF DIRECTORS.

As the term of office of Director Mr. Enrique Díaz-Tejeiro Gutiérrez has expired, his reelection as a Proprietary Director is proposed.

As the term of office of Director Mr. Carlos Francisco Abad Rico has expired, his reelection as an Other External Director is proposed.

As the term of Director Ms. María Dolores Larrañaga Horna has expired, her reelection as a Proprietary Director is proposed.

As the term of Director Arturo Díaz-Tejeiro Larrañaga has expired, his reelection as an Executive Director is proposed.

As the term of Director Mr. Manuel Azpilicueta Ferrer has expired, his reelection as an Other External Director is proposed.

It is hereby noted that the Board of Directors, at its meeting held on September 25, 2025, agreed to appoint Mr. Felipe Morenés Botín-Sanz de Sautuola as a member of the Company's Board of Directors through the co-optation procedure, to fill the vacancy resulting from the resignation submitted by Ms. María José Canel Crespo.

Consequently, in accordance with the provisions of applicable regulations and the Articles of Incorporation, it is proposed that the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola as a director of the Company, in the capacity of a Proprietary Director, be ratified.

Likewise, it is proposed to appoint Ms. Teresa Paz-Ares Rodríguez as a new director in the capacity of an Independent Director.

It is hereby noted that the proposal for the appointment of the Independent Director was made by the Nominating and Compensation Committee, while the proposal for the reelection or ratification of the other Directors was made by the Board of Directors, following a favorable report from the Nominating and Compensation Committee.

To this end, the proposal for reelection, ratification, and appointment is preceded by the corresponding reports from the Appointments and Remuneration Committee and the Board of Directors, in accordance with the provisions of Article 529-decies of the Capital Companies Act.

The identity, curriculum vitae, and category to which each of them belongs, as well as the aforementioned proposal and reports, have been available to the Shareholders since the publication of the notice of the General Meeting.

Consequently, should this proposal be approved in its entirety, the Board of Directors will consist of the following seven (7) members:

- Mr. Enrique Díaz-Tejeiro Gutiérrez, Proprietary Director.
- Mr. Carlos Francisco Abad Rico, Other Outside Director.
- Ms. María Dolores Larrañaga Horna, Proprietary Director.
- Mr. Arturo Díaz-Tejeiro Larrañaga, Executive Director.
- Mr. Manuel Azpilicueta Ferrer, Other Outside Director.
- Mr. Felipe Morenés Botín-Sanz de Sautuola, Corporate Director.
- Ms. Teresa Paz-Ares Rodríguez, Independent Director.

The following proposals will be voted on individually in compliance with legal requirements.

Proposed resolutions:

FOURTH. A. RE-ELECTION OF MR. ENRIQUE DÍAZ-TEJEIRO GUTIÉRREZ.

It is proposed to the General Meeting to re-elect Director Mr. Enrique Díaz-Tejeiro Gutiérrez, whose personal details are already on record in the Commercial Registry, as a member of the Board of Directors for the term specified in the Articles of Association.

FOURTH. B.- RE-ELECTION OF MR. CARLOS FRANCISCO ABAD RICO.

It is proposed to the General Meeting that Director Mr. Carlos Francisco Abad Rico, whose personal details are already on record in the Commercial Registry, be re-elected as a member of the Board of Directors for the term specified in the Articles of Association.

FOURTH. C.—RE-ELECTION OF MS. MARÍA DOLORES LARRAÑAGA HORNA.

It is proposed to the General Meeting to re-elect Director Ms. María Dolores Larrañaga Horna, whose personal details are already on record in the Commercial Registry, as a member of the Board of Directors for the term specified in the Articles of Association.

FOURTH. D.—RE-ELECTION OF MR. ARTURO DÍAZ-TEJEIRO LARRAÑAGA.

It is proposed to the General Meeting that Mr. Arturo Díaz-Tejeiro Larrañaga, whose personal details are already on record in the Commercial Registry, be re-elected as a member of the Board of Directors for the term specified in the Articles of Incorporation.

FOURTH. E.—RE-ELECTION OF MR. MANUEL AZPILICUETA FERRER.

It is proposed to the General Meeting that Mr. Manuel Azpilicueta Ferrer, whose personal details are already on record in the Commercial Registry, be re-elected as a member of the Board of Directors for the term specified in the Articles of Association.

FOURTH. F. – RATIFICATION OF THE APPOINTMENT OF MR. FELIPE MORENÉS BOTÍN-SANZ DE SAUTUOLA.

It is proposed to the General Meeting to ratify the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola, whose personal details are already on record in the Commercial Registry, for the term specified in the Articles of Association.

FOURTH. G.—APPOINTMENT OF MS. TERESA PAZ-ARES RODRÍGUEZ.

It is proposed to the General Meeting to appoint Ms. Teresa Paz-Ares Rodríguez as a member of the Board of Directors. She is of legal age, a Spanish national, with her address for these

at Calle Torrebeleña 1, PBJ G, 28035, Madrid, and holding valid National Identity Card number 05414872M, for the term specified in the Articles of Association.

PROPOSED RESOLUTION REGARDING ITEM FIVE OF THE AGENDA:

APPROVAL, IF APPLICABLE, OF THE REMUNERATION POLICY FOR DIRECTORS.

It is proposed that the General Meeting approve, in accordance with the provisions of Article 529-novodecies of the Capital Companies Act, the new remuneration policy for Directors for the fiscal years 2026, 2027, and 2028, in accordance with the Board of Directors' reasoned proposal, which is accompanied by the required report from the Appointments and Remuneration Committee.

In accordance with the provisions of the aforementioned Article 529-novodecies, both documents have been made available to the Shareholders on the Company's website since the call for the General Meeting.

PROPOSED RESOLUTION REGARDING ITEM SIX OF THE AGENDA:

SETTING THE REMUNERATION OF THE COMPANY'S DIRECTORS FOR THE 2026 FISCAL YEAR AND THE MAXIMUM TOTAL AMOUNT OF DIRECTORS' REMUNERATION.

The Board of Directors, following a favorable report from the Appointments and Remuneration Committee, proposes the following draft resolution regarding the sixth item on the agenda of the General Meeting:

To set the monetary remuneration to be received by the Company's Board of Directors for the 2026 fiscal year at €330,000.

The distribution of this amount among the various Directors shall be made in accordance with the provisions of the Remuneration Policy.

Likewise, it is proposed to maintain the maximum annual amount of remuneration for all Directors, such that it be set indefinitely—until the General Meeting approves its modification—at the aforementioned amount of €330,000.

PROPOSED RESOLUTION REGARDING ITEM SEVEN ON THE AGENDA:

AUTHORIZATION OF THE BOARD OF DIRECTORS, WITH THE POWER OF SUBSTITUTION, TO INCREASE THE SHARE CAPITAL FOR A PERIOD OF FIVE YEARS AND UP TO A MAXIMUM AMOUNT OF HALF THE SHARE CAPITAL, IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 297.1.B) OF THE CORPORATE LAW, WITH THE AUTHORITY TO EXCLUDE THE RIGHT OF PREFERENTIAL SUBSCRIPTION UP TO A LIMIT OF 20% OF THE SHARE CAPITAL.

To authorize the Board of Directors so that, in accordance with the provisions of Article 297.1.b) of the Capital Companies Act, it may increase the share capital over a period of five years and up to a maximum amount of half the share capital at the time of authorization, on one or more occasions, through the issuance of new shares, with or without voting rights. Likewise, to delegate to the Board of Directors, under the terms established in Article 506 of

the Capital Companies Act, the authority to exclude preemptive subscription rights, if the company's interests so require, up to a limit of 20% of the current share capital.

To empower the Board of Directors, to the fullest extent permitted by law, so that, in accordance with the provisions of Article 297.1.b) of the Capital Companies Act, it may increase the share capital on one or more occasions and at any time, within a period of five years from the date of this Meeting, by a maximum amount of 663,190.82 euros, equivalent to 50% of the current share capital, through the issuance of new shares, with or without voting rights, common or preferred, with or without a premium, with the consideration for the new shares to be issued consisting of cash contributions, and the Board being authorized to set the terms and conditions of the capital increase and the characteristics of the shares, as well as to freely offer any new shares not subscribed for during the period or periods of preemptive subscription, and to establish that, in the event of incomplete subscription, the capital shall be increased exclusively by the amount of the subscriptions made, and to amend the article of the Bylaws relating to share capital.

Likewise, to authorize the Board of Directors to exclude, in whole or in part, the right of preemptive subscription under the terms of Article 506 of the Capital Companies Act, in relation to share issuances made pursuant to this resolution, up to a limit of 20% of the share capital, and to amend the article of the Bylaws relating to share capital. To apply for the admission to trading of the shares that may be issued pursuant to this resolution on the national stock exchanges where the Company's shares are listed at the time each capital increase is executed, subject to compliance with applicable regulations, and to authorize for this purpose the Chairman or any member of the Board of Directors, as well as the Secretary, so that any of them, jointly and severally, may execute whatever documents and perform whatever acts are necessary for this purpose.

To also authorize the Board of Directors so that, in accordance with the provisions of Article 249 bis, paragraph (l) of the Capital Companies Act, it may substitute the powers delegated to it by the General Meeting in favor of any of its members and/or the Secretary of the Board of Directors.

This authorization supersedes that granted for this same purpose at the General Shareholders' Meeting held on June 28, 2024, which, consequently, shall be deemed void insofar as it has not been utilized to date.

PROPOSED RESOLUTION REGARDING ITEM EIGHT ON THE AGENDA:

AUTHORIZATION OF THE BOARD OF DIRECTORS TO ENGAGE IN DERIVATIVE ACQUISITIONS OF TREASURY SHARES, EITHER DIRECTLY OR THROUGH GROUP COMPANIES, FOR A PERIOD OF FIVE YEARS.

1.- To authorize the Company so that, directly or through any of its Group companies, for a maximum period of five years from the date of this Meeting, it may acquire, at any time and as often as it deems appropriate, shares of the Company by any means permitted by law, including against profits for the fiscal year and/or freely available reserves, as well as to subsequently dispose of or

subsequently redeem them, all in accordance with Articles 146, 509, and related provisions of the Capital Companies Act.

2.- To approve the limits or requirements for these acquisitions, which shall be as follows:

- That the par value of the shares acquired directly or indirectly, when added to those already held by the Company and its subsidiaries, does not exceed ten percent (10%) of the Company's subscribed capital stock, or, where applicable, the maximum amount authorized by applicable law at any given time, while in all cases complying with the limitations established for the acquisition of treasury stock by the regulatory authorities of the markets where the Company's stock is listed.

- That a restricted reserve equivalent to the amount of the treasury shares recorded as assets may be established within the Company's equity. This reserve must be maintained as long as the shares are not sold or retired.

- That the acquired shares be fully paid up, unless the acquisition is made free of charge, and that they not entail any obligation to provide ancillary benefits.

- The purchase price shall not be less than the par value nor more than 20 percent above the market price or any other value at which the shares are valued on the date of acquisition. Transactions involving the acquisition of treasury shares shall comply with the rules and practices of the securities markets.

- The acquisition, including shares that the Company or a person acting in their own name but on the Company's behalf had previously acquired and held in their portfolio, shall in no case result in net equity falling below the amount of the share capital plus the legal or statutory reserves that are unavailable for distribution.

3.- It is expressly authorized that the shares acquired by the Company or its subsidiaries pursuant to this authorization may be allocated, in whole or in part, for distribution to the Company's workers, employees, or directors, when there is a recognized right—either directly or as a result of the exercise of option rights held by such persons—for the purposes set forth in the last paragraph of Article 146, subparagraph a), of the Capital Companies Act.

4.- To reduce the share capital in order to redeem the Company's treasury shares that may be held on its balance sheet, charged to retained earnings or unrestricted reserves and in the amount deemed appropriate or necessary at any given time, up to the maximum number of treasury shares existing at any given time.

5.- To delegate to the Board of Directors, with powers of substitution, the execution of the foregoing resolution to reduce capital, which the Board may carry out in one or more installments and within a maximum period of five years from the date of this General Meeting, undertaking all procedures, formalities, and authorizations that are necessary or required by the Capital Companies Act and other applicable provisions, and, in particular, it is delegated to the Board, within the timeframe and limits set for such execution, to set the date or dates of the specific capital reduction or reductions, their timing and appropriateness, taking into account market conditions, the share price, the Company's economic and financial situation, its cash position, reserves, and business performance, as well as any other factor influencing such a decision; to specify the amount of the capital reduction; to determine the allocation of the amount of the reduction, either to a restricted reserve or to freely available reserves,

providing, where applicable, the guarantees and complying with the legally required conditions; to amend the Articles of Association to reflect the new amount of share capital; to request the delisting of the redeemed securities and, in general, to adopt whatever resolutions are necessary for the purposes of said redemption and consequent capital reduction, designating the persons who may participate in their execution.

This authorization supersedes the one granted for this same purpose at the General Shareholders' Meeting held on June 30, 2022, which, consequently, shall be deemed void insofar as it has not been utilized to date.

PROPOSED RESOLUTION REGARDING ITEM NINE OF THE AGENDA:

AUTHORIZATION OF THE BOARD OF DIRECTORS TO INTERPRET, CORRECT, SUPPLEMENT, IMPLEMENTATION, AND EXECUTION OF THE RESOLUTIONS ADOPTED BY THE MEETING, AS WELL AS TO SUBSTITUTE THE POWERS GRANTED BY THE MEETING, AND GRANTING OF POWERS TO HAVE SUCH RESOLUTIONS DRAFTED AS PUBLIC DEEDS.

To grant, to the fullest extent permitted by law, authority to the Chairman and to each member of the Company's Board of Directors, as well as to the Secretary of the Board of Directors, so that they may, jointly or individually and without distinction, proceed to develop, execute, interpret, delegate, and, where appropriate, rectify, supplement, amend, or clarify the resolutions adopted at the Ordinary General Shareholders' Meeting, signing for this purpose as many public or private documents as necessary and taking whatever actions may be relevant for the execution and registration of the resolutions.

PROPOSED RESOLUTION REGARDING ITEM TEN ON THE AGENDA: ANNUAL REPORT ON DIRECTORS' REMUNERATION

It is proposed to approve, in an advisory capacity, the annual report on the remuneration of the Company's Directors, the full text of which was made available to the Shareholders along with the rest of the documentation relating to the General Shareholders' Meeting as of the date of publication of the notice of the meeting.

Madrid, May 27, 2026, Board of Directors of Solaria Energía y Medio Ambiente, S.A.