REPORT OF THE AUDIT

COMMITTEE FOR THE 2025

FISCAL YEAR

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I. COMPOSITION OF THE AUDIT COMMITTEE

1. Composition

The Audit Committee of **Solaria Energía y Medio Ambiente, S.A.** was established by resolution of the Board of Directors dated May 24, 2007.

In accordance with the provisions of the Capital Companies Act, the composition of the Audit Committee complies with the following rules:

1. It consists of three non-executive directors appointed by the Board of Directors, the majority of whom are independent directors, having been appointed based on their knowledge and experience in accounting, auditing, or both. Collectively, the members of the Committee possess the relevant technical expertise regarding the sector in which the Company operates.

2. The Chair of the Committee has been appointed from among the independent directors who serve on it and will be replaced every two years, with the possibility of reelection one year after the date of their term ends.

3. The secretary of the Audit Committee is the Secretary of the Board of Directors.

As of December 31, 2024, the composition of the Audit Committee is as follows:

Name	Position	Nature of position
Mr. Carlos Francisco Abad Rico	Chair	Independent Director
Mr. Manuel Azpilicueta Ferrer	Member	Another External Director
Mr. Enrique Díaz-Tejeiro Gutiérrez	Member	Proprietary Director

Mr. Carlos Francisco Abad Rico

He holds a degree in Business Administration from the Complutense University of Madrid and an MBA from Columbia University (New York), and has a solid track record in strategic consulting and business management. He was a Global Partner at Arthur D. Little and its CEO for Spain for five years, having previously spent part of his career at McKinsey & Co., where he worked for 11 years and rose to the rank of partner. Subsequently, he served for 15 years as CEO of Sogecable (formerly Sociedad de TV Canal+). In the institutional sphere, he is a member of the Governing Board of the Círculo de Empresarios, a trustee and member of the Executive Committee of the Caser Foundation, and a trustee, treasurer, and chair of the Audit Committee of Plan International Spain.

Mr. Manuel Azpilicueta Ferrer

A Commercial Technician and State Economist, he has an outstanding career in the business and institutional sectors. Between 1976 and 1985, he held senior positions as Vice President of the National Institute of Industry (INI), as well as President of Banco Unión and Repsol Butano. Subsequently, he served as CEO of Russell Reynolds Associates, one of the leading international human resources consulting firms, a position he held for 15 years. He has served as President of the Círculo de Empresarios, where he currently holds the position of Honorary President, and is President of Bodegas Marqués de Terán, S.L. He is also a member of the Governing Council of the Instituto de Estudios Bursátiles.

Mr. Enrique Díaz-Tejeiro Gutiérrez

A Senior Industrial Engineer with extensive experience in the energy and industrial sectors. Throughout his career, he has held executive positions such as Director of Camping Gas Española and General Manager of Divigrasa, as well as Technical Director of Transmission Networks at ASEI, a company within the Enagás group. Since March 1991, he has continuously engaged in various business activities closely linked to the energy sector. He currently serves as a joint administrator at Instalaciones Díaz Tejeiro, S.L. and DTL Corporación, S.L.

2. Duties and Responsibilities

The Audit Committee's duties include the following:

a) To report to the general meeting of shareholders on matters arising in relation to issues within the committee's purview and, in particular, on the results of the audit, explaining how it has contributed to the integrity of the financial information and the role the committee has played in that process.

b) To oversee the effectiveness of the company's internal control, internal audit, and risk management systems, as well as to discuss with the external auditor any significant weaknesses in the internal control system identified during the audit, all without compromising the auditor's independence. To this end, and where appropriate, the committee may submit recommendations or proposals to the board of directors, along with a corresponding deadline for follow-up.

c) To oversee the process of preparing and presenting mandatory financial information and to submit recommendations or proposals to the board of directors aimed at safeguarding its integrity.

d) Submit to the board of directors proposals for the selection, appointment, reappointment, and replacement of the statutory auditor, taking responsibility for the selection process, in accordance with the provisions of Articles 16(2), (3), and (5), and 17.5 of Regulation (EU) No. 537/2014 of April 16, as well as the terms of its engagement, and regularly obtain information from the auditor regarding the audit plan and its execution, in addition to

preserving the auditor’s independence in the performance of its duties.

e) Establish appropriate relations with the external auditor to receive information on matters that may pose a threat to the auditor's independence, for review by the committee, and any other matters related to the conduct of the financial audit, and, where appropriate, the authorization of services other than those prohibited, under the terms set forth in Articles 5(4) and 6(2)(b) of Regulation (EU) No. 537/2014 of April 16, and in the provisions of Section 3 of Chapter IV of Title I of Law 22/2015 of July 20 on Auditing, regarding the independence regime, as well as any other communications provided for in auditing legislation and auditing standards. In any case, they must receive annually from the external auditors a statement of their independence in relation to the entity or entities directly or indirectly related to it, as well as detailed and itemized information on any additional services of any kind provided and the corresponding fees received from these entities by the external auditor or by persons or entities related to the external auditor, in accordance with the provisions of the regulations governing the audit activity.

f) Issue annually, prior to the issuance of the audit report, a report expressing an opinion on whether the independence of the auditors or audit firms is compromised. This report must, in any case, contain a reasoned assessment of the provision of each and every one of the additional services referred to in the preceding paragraph, considered individually and as a whole, other than the statutory audit, and in relation to the independence regime or the regulations governing the audit of accounts.

g) Report on related-party transactions that must be approved by the general meeting or the board of directors and oversee the internal procedure established by the company for those whose approval has been delegated.

h) To report, in advance, to the board of directors on all matters provided for by law, the articles of incorporation, and the board's regulations, and in particular, on:

1. (a) The financial statements and the management report, which shall include, where applicable, the required non-financial information that the company is required to disclose periodically; and
2. º The creation or acquisition of interests in special purpose entities or entities domiciled in countries or territories considered tax havens.

3. Operation

3.1. The provisions set forth in the Board Regulations establish that the Audit Committee is validly constituted when more than half of its members are present or represented at the meeting. Absent members may grant proxy to another member of the Audit Committee by any written means addressed to the Chair.

3.2. Resolutions of the Audit Committee shall be adopted by a majority of the members present and represented. In the event of a tie, the matter shall be referred to the Board of Directors.

3.3. The Committee is authorized to seek the assistance of experts. Likewise, the Committee may require any employee of the Group (including members of its senior management) and the Statutory Auditor to attend its meetings.

3.4. As reflected in the following activity report, the Committee maintains fluid and constant contact with the Statutory Auditor and the Group's management team.

II. MEETINGS HELD

1. Meetings and Notices

The Audit Committee, in accordance with its regulations, meets as often as it is convened by resolution of the Committee itself or its Chair, and at least four times a year.

The Audit Committee shall meet on all occasions it is convened by the Chair, either on his or her own initiative or at the request of any of its members, who must do so whenever the Board or its Chair requests the issuance of a report or the adoption of proposals, and, in any case, whenever it is deemed appropriate for the proper performance of its duties.

Likewise, the Audit Committee's meetings may be held in separate rooms or locations, in which case audiovisual systems and means—including conference calls, videoconferencing systems, or other remote communication equipment—shall be available to enable the Secretary to recognize and identify attendees, ensure continuous real-time communication among attendees, and allow for the exercise of the rights to speak and vote; in all cases, attendees at any of the different venues shall be considered, for all purposes, as attendees of the Audit Committee meeting. Resolutions shall be deemed adopted at the registered office.

2. Quorum

The Audit Committee is considered validly constituted when a majority of its members are present.

A resolution shall be valid when a majority of the Committee members vote in favor.

3. Meetings of the Audit Committee

During 2025, nine meetings of the Audit Committee were held, with all members in attendance.

III. ACTIVITIES OF THE AUDIT COMMITTEE

This section contains a summary of the Audit Committee's activities during 2025 and up to the date of this report, grouping the activities for presentation according to the Committee's core functions.

1. Review of Financial Information

The Committee, in accordance with the powers granted under Article 13.2 of the Board of Directors' Regulations, has devoted special attention to reviewing—prior to the Board of Directors' review—the annual accounts of the Company and the Group, as well as the quarterly and semi-annual financial statements, and the remaining information made available to the market or to supervisory bodies during the fiscal year.

The Committee made the appropriate recommendations and issued a favorable opinion on the annual financial statements, the quarterly and semi-annual financial statements, the Annual Corporate Governance Report, and the other periodic public information to be submitted to the National Securities Market Commission.

The members of the Audit Committee have had access to and contact with the heads of Internal Audit and other departments of the Group, as well as with the External Auditor.

2. Relationship with Auditors

ERNST & YOUNG, S.L. served as the auditor of the Solaria Group's individual and consolidated financial statements for fiscal year 2025. Fiscal year 2025 marked the eleventh consecutive year audited by ERNST & YOUNG, S.L.

The members of the Committee have requested the assistance of the auditors when they deemed it appropriate, and the auditors have participated in several meetings of the Audit Committee to review the planning and scope of the audit reports for the annual financial statements for fiscal year 2025, as well as the final audit considerations for the annual and individual financial statements for fiscal years 2023 and 2024.

The fees billed by the auditor to the Group during fiscal year 2025 are broken down as follows:

	Fees (€)		
Services provided	**Company**	**Subsidiaries**	**Other related companies**
Audit services	124,364	149,878	6,400
Other services related to auditing	18,000	15,945	0
Total audit and related services	142,364	165,823	6,400
Tax services	54,750	0	0
Total fees	**197,114**	**165,823**	**6,400**

The Audit Committee approved the work to be performed by ERNST & YOUNG S.L. other than audit services, determining that it did not compromise the auditor's independence.

Likewise, the Audit Committee reviewed the auditors' letter of confirmation of independence, finding no circumstances of incompatibility as provided for in the regulations, and therefore issued the corresponding report on the auditors' independence.

3. Appointment of the auditor for 2025–2027

On September 26, 2024, the Company's Audit Committee, after the period specified in Article 40.2 of Law 22/2015 on Auditing had elapsed regarding the rotation of the lead auditor, agreed to initiate a selection process for the appointment of the Auditor of Solaria Energía y Medio Ambiente, S.A. and its Consolidated Group, in accordance with the provisions of Article 40 of Law 22/2015 and Article 16 of Regulation (EU) No. 537/2014, for the fiscal years 2025, 2026, and 2027.

The Audit Committee reviews the proposals submitted in order to recommend to the Board of Directors their approval and subsequent submission to the General Shareholders' Meeting of the recommendation regarding the auditor, as well as the terms of their engagement, the scope of their professional mandate, and their revocation or renewal, as applicable.

Finally, the Company's Audit Committee, after analyzing the proposals submitted and hearing the presentations by the selected firms, decides that the firm that meets all the conditions for approval and submission to the General Shareholders' Meeting is Ernst & Young, S.L., with Tax ID No. B-78970506 and registered office in Madrid, Plaza Pablo Ruiz Picasso, s/n.

4. Corporate Governance

The Committee has overseen compliance with the Company's corporate governance standards within the scope of its responsibilities.

The Committee has also overseen the preparation of the annual corporate governance report for fiscal year 2025, which was approved by the Board of Directors.

IV. CONCLUSION

The Audit Committee has properly fulfilled its responsibilities.

V. APPROVAL

This report was approved by the Audit Committee of Solaria Energía y Medio Ambiente, S.A. at its meeting on May 27, 2026.