PROPOSAL AND REPORT SUBMITTED BY THE BOARD OF DIRECTORS OF SOLARIA ENERGÍA Y MEDIOAMBIENTE S.A. PURSUANT TO ARTICLE 529-J OF THE CONSOLIDATED TEXT OF THE COMPANIES ACT.

1. Introduction

Article 518(e) of the Consolidated Text of the Capital Companies Act includes, among the general information that the company must publish when calling a General Meeting and in the event of the appointment, ratification, or reelection of members of the Board of Directors, the identity, curriculum vitae, and category to which each of them belongs, as well as the proposal and reports referred to in Article 529-10.

In accordance with Article 529-i of the Consolidated Text of the Capital Companies Act, the proposal for the appointment or reelection of members of the Board of Directors is the responsibility of the Appointments and Remuneration Committee, in the case of Independent Directors, and of the Board itself in all other cases. The proposal must in all cases be accompanied by a supporting report from the Board assessing the competence, experience, and merits of the proposed candidate, which shall be attached to the minutes of the General Meeting or of the Board itself. The proposal for the appointment or reelection of any Non-Independent Director must also be preceded by a report from the Appointments and Remuneration Committee.

For its part, Article 529-q assigns to the Appointments and Remuneration Committee, among other duties, the function of submitting to the Board of Directors proposals for the appointment of Independent Directors for their designation by co-optation or for submission to the decision of the General Shareholders' Meeting, as well as proposals for the reelection or removal of such Directors by the General Shareholders' Meeting. It also assigns to the Committee the function of reporting on proposals for the appointment, reelection, or removal of the remaining Directors.

It is anticipated that the proposals for the reelection and appointment of the members of the Board of Directors of Solaria Energía y Medio Ambiente, S.A. ("SOLARIA"), as set forth below, be submitted for approval at the next Ordinary General Shareholders' Meeting, which is scheduled to be held on June 29, 2026, at 12:00 p.m., exclusively online, on first call, and at the same time and place on June 30, 2026, on second call, including the following proposals as the fourth item on the agenda:

Fourth.- Board of Directors: reelection and appointment of Directors.

Item 4.A.—Re-election of Mr. Enrique Díaz-Tejeiro Gutiérrez.

Item 4. B.—Re-election of Mr. Carlos Francisco Abad Rico.

Item 4. C.—Re-election of Ms. María Dolores Larrañaga Horna.

Item 4. D.—Re-election of Mr. Arturo Díaz-Tejeiro Larrañaga.

Item 4. E. Re-election of Mr. Manuel Azpilicueta Ferrer.

Fourth. F. – Ratification of the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola

Item G. – Appointment of Ms. Teresa Paz-Ares Rodríguez

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

As the term of office of Director Mr. Carlos Francisco Abad Rico has expired, his reelection as a Director with the status of Other External Director is hereby considered.

As the term of Director Ms. Mª. Dolores Larrañaga Horna has expired, her reelection as a Director in the capacity of a Proprietary Director is hereby considered.

As the term of office of Director Mr. Arturo Díaz-Tejeiro Larrañaga has expired, his reelection as a Director in the capacity of Executive Director is hereby proposed.

As the term of office of Director Mr. Manuel Azpilicueta Ferrer has expired, his reelection as a Director in the capacity of Other External Director is hereby considered.

In addition, the ratification of the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola as a new Director (who was appointed by the Board of Directors at its meeting on September 25, 2025, through the co-optation process, to fill the vacancy following the resignation of Ms. María José Canel Crespo) is being considered, in the capacity of a Proprietary Director.

Furthermore, the appointment of Ms. Teresa Paz-Ares Rodríguez as a new Director, in the capacity of Independent Director, is being considered.

As indicated in the preceding paragraphs, the Board of Directors hereby submits its proposals regarding the reelection of Mr. Enrique Díaz-Tejeiro Gutiérrez as a Proprietary Director, Ms. María Dolores Larrañaga Horna as a Proprietary Director, and Mr. Arturo Díaz-Tejeiro Larrañaga as an Executive Director, the ratification of the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola as a Proprietary Director, and Mr. Carlos Francisco Abad Rico and Mr. Manuel Azpilicueta Ferrer as other External Directors, and also reviews the report issued by the Nominating and Compensation Committee regarding the proposed appointment of the Independent Director Ms. Teresa Paz-Ares Rodríguez. Likewise, the Board of Directors reviews the report of the Appointments and Remuneration Committee regarding the reelection and appointment of all directors.

2. Proposals and report of the Board of Directors.

For the aforementioned purposes, the Board approves this report justifying the proposals for the reelection of Mr. Enrique Díaz-Tejeiro Gutiérrez as a Proprietary Director, Ms. María Dolores Larrañaga Horna as a Proprietary Director, Mr. Arturo Díaz-Tejeiro Larrañaga as an Executive Director, Mr. Carlos Francisco Abad Rico and Mr. Manuel Azpilicueta Ferrer as Other External Directors, and the ratification of the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola, agreeing to submit this to the General Shareholders' Meeting. Likewise, the Board reviews the explanatory report from the Nominating and Compensation Committee regarding the proposed appointment of Ms. Teresa Paz-Ares Rodríguez as an Independent Director. Furthermore, the Board of Directors approves the report from the Nominating and Compensation Committee regarding the reelection and appointment of all directors.

2.1 Proposal and report on the reelection of Mr. Enrique Díaz-Tejeiro Gutiérrez as a Proprietary Director.

The Board, following a favorable report from the Appointments and Remuneration Committee, proposes the reelection of Mr. Enrique Díaz-Tejeiro Gutiérrez as a Corporate Director for the term specified in the bylaws. As indicated in the curriculum vitae attached as Annex I hereto, Mr. Enrique Díaz-Tejeiro Gutiérrez is a Senior Industrial Engineer and has extensive professional experience in the business and energy sectors. Throughout his career, he has held prominent positions such as Director of Camping Gas Española, General Manager of the company Divigrasa, and Technical Director of Transmission Networks at ASEI, a member of the Enagás group. From March 1991 to the present, he has been engaged in various business activities closely linked to the energy sector. He is also a joint administrator at the companies Instalaciones Diaz Tejeiro, S.L. and DTL Corporación, S.L.

Furthermore, Mr. Enrique Díaz-Tejeiro Gutiérrez is a member of the (i) Audit, (ii) Appointments and Remuneration, and (iii) Ethics, Compliance, and ESG Committees.

The Board and the Appointments and Remuneration Committee view Mr. Enrique Díaz-Tejeiro Gutiérrez's performance of his duties during his previous term very positively and, regardless of his status as a Proprietary Director, consider his contribution to the Board to be highly valuable.

2.2. Proposal and report on the reelection of Mr. Carlos Francisco Abad Rico as an Other External Director

The Board, following a supporting report from the Nominating and Compensation Committee, recommends the appointment of Mr. Carlos Francisco Abad Rico as an Other External Director for the term specified in the bylaws.

Mr. Carlos Francisco Abad Rico, as indicated in the curriculum vitae attached as Annex II, holds a degree in Business Administration from the Complutense University of Madrid and an MBA from Columbia University (New York), and also 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 attained 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.

He is also Chairman of the Nominating and Compensation Committee and the Audit Committee, and a member of the Ethics, Compliance, and ESG Committee at SOLARIA.

The Board and the Nominating and Compensation Committee view Mr. Carlos Francisco Abad Rico's performance during his previous term very positively and consider his contribution to the Board to be highly valuable.

2.3. Proposal and report on the reelection of Ms. María Dolores Larrañaga Horna as a Proprietary Director.

The Board, following a favorable report from the Appointments and Remuneration Committee, proposes the reelection of Ms. María Dolores Larrañaga Horna as a Proprietary Director for the term specified in the bylaws.

Ms. María Dolores Larrañaga Horna, as indicated in the curriculum vitae attached as Annex III, is the sole administrator and major shareholder of the holding company Tulpenfeld, S.L., which in turn holds a direct equity stake in Solaria.

The Board and the Nominating and Compensation Committee view Ms. María Dolores Larrañaga Horna's performance of her duties during her previous term very positively and consider her contribution to the Board to be highly valuable.

2.4 Proposal and report on the reelection of Mr. Arturo Díaz-Tejeiro Larrañaga as an Executive Director

The Board, following a favorable report from the Appointments and Remuneration Committee, proposes the reelection of Mr. Arturo Díaz-Tejeiro as an Executive Director for the statutory term.

Mr. Arturo Díaz-Tejeiro Larrañaga, as indicated in the resume attached as Annex IV, is a Senior Industrial Engineer, holds an MBA from the Instituto de Empresa, and is a Specialist in Photovoltaic Systems from the UNED. He has a solid track record in the field of solar energy, having completed specialized theses on Solar Thermal and Photovoltaic Energy. During his time at the Energy Resources Center at the University of Illinois at Chicago, he participated in a project focused on the development of solar cell technology based on indium, gallium, and nitrogen semiconductors, as well as high-speed assembly lines for photovoltaic modules. Before joining the Company's management team, he worked at Instalaciones Díaz-Tejeiro, S.L., where he served as Technical Director, and he currently serves as a director on the boards of several companies within the Solaria Group.

The Board and the Nominating and Compensation Committee view Mr. Arturo Díaz-Tejeiro Larrañaga's performance during his previous term very positively and consider his contribution to the Board to be highly valuable.

2.5 Proposal and report on the reelection of Mr. Manuel Azpilicueta Ferrer as an Other External Director.

The Board, following a supporting report from the Nominating and Compensation Committee, recommends the appointment of Mr. Manuel Azpilicueta Ferrer as an Other External Director for the term specified in the bylaws.

Mr. Manuel Azpilicueta Ferrer, as indicated in the curriculum vitae attached as Annex V, has served as a Commercial Technician and State Economist and has an outstanding track record 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

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 Board of the Instituto de Estudios Bursátiles.

He is also Chairman of the Ethics, Compliance, and ESG Committee, as well as a member of the Audit and Nominating and Compensation Committees.

The Board and the Nominating and Compensation Committee view Mr. Manuel Azpilicueta Ferrer's performance during his previous term very positively and consider his contribution to the Board to be highly valuable.

2.6 Proposal and report on the ratification of Mr. Felipe Morenés Botín-Sanz de Sautuola as a Proprietary Director

The Board, following a supporting report from the Nomination and Compensation Committee, recommends the proposal to ratify the appointment of Mr. Felipe Morenés Botín-Sanz de Sautuola as a Proprietary Director for the term specified in the bylaws.

Mr. Felipe Morenés Botín-Sanz de Sautuola, as indicated in the curriculum vitae attached as Annex VI, is an entrepreneur and investor with extensive experience in the financial sector. He is a co-founder of Stoneshield Capital, a European investment management firm founded in 2017. He began his professional career at UBS in London as an associate director in Investment Banking and Credit Structuring, participating in mergers and acquisitions and structured finance transactions, before joining Lone Star Funds as a director, where he was involved in various investment transactions in Europe across the financial, industrial, and real estate sectors. He has a solid track record in large-scale investment projects and holds a bachelor's degree in Political Science and Economics from Georgetown University (United States). He is also a member of the Board of Directors of Santander Mexico (a paid position), a member of the Board of Trustees of the Empieza por Educar Foundation, and a member of the International Circle of the Reina Sofía School of Music.

The Board and the Nominating and Compensation Committee view Mr. Felipe Morenés Botín-Sanz de Sautuola's professional experience, as well as his competencies, knowledge, and skills, very favorably, and consider his appointment to the Company's Board to be highly valuable.

2.7 Report on the proposed appointment of Ms. Teresa Paz-Ares Rodríguez as an Independent Director.

The Board, following a supporting report from the Appointments and Remuneration Committee, recommends the appointment of Ms. Teresa Paz-Ares Rodríguez as an Independent Director for the term specified in the bylaws.

Ms. Teresa Paz-Ares Rodríguez, as indicated in the curriculum vitae attached as Annex VII, is a director of Logista Integral, S.A., where she chairs the Appointments and Remuneration Committee, and an independent director of Bankinter, S.A., where she chairs the Remuneration Committee and is a member of the Risk and Compliance and Audit Committees. She combines these roles with advising the Omega Capital family office.

She holds a degree in Law and in Economics and Business Administration from the Pontifical University of Comillas (ICADE E-3, 1993). She has an extensive professional career in the legal and corporate field, spanning more than thirty years at Uría Menéndez, a firm she joined in 1992 and where she was a partner from 2002 until January 2024.

Throughout her career, Teresa has specialized in corporate law and mergers and acquisitions, having advised boards of directors and management teams of numerous companies on highly complex and high-impact projects. She has also provided strategic legal counsel in highly regulated sectors, addressing both regulatory and commercial aspects. She has been consistently recognized by leading international directories for her work as a lawyer and for her professional leadership (Chambers, Legal 500, etc.).

She has completed specialized training for board members in ESG (ESADE, 2021) and digital transformation (ISDI, 2025). She participated in the 15x15 executive program (EDEM, 2024). Furthermore, her interest in AI has led her to enroll in the AI and Innovation program (Founderz, currently in progress) and the ChatGPT for Finance Professionals program (FEF School, 2025). She serves as a mentor in board member training programs at ESADE and the University of Deusto and as a guest lecturer in EDEM's board member program, in addition to regularly participating as a speaker and author in specialized forums.

The Board and the Nominating and Compensation Committee view Ms. Teresa Paz-Ares Rodríguez's professional experience, as well as her competencies, knowledge, and skills, very positively, and consider her appointment to the Company's Board to be highly valuable.

3. Conclusions

The Board, in light of the analysis conducted, considers that the profiles of the Directors whose reelection and appointment are proposed demonstrate their competence and extensive experience, which ensures the contribution of diverse perspectives to the discussion of matters before the Board of Directors; therefore: (i) proposes the reelection of Mr. Enrique Díaz-Tejeiro Gutiérrez as a member of the Board of Directors, in the capacity of a Proprietary Director, (ii) proposes the reelection of Ms. Mª. Dolores Larrañaga Horna as a member of the Board of Directors, in the capacity of a Proprietary Director, (iii) proposes the reelection of Mr. Arturo Díaz-Tejeiro Larrañaga as a member of the Board of Directors, in the capacity of Executive Director,
(iv) proposes the reelection of Mr. Carlos Francisco Abad Rico as a member of the Board of Directors, in the capacity of Other External Director, (v) proposes the reelection of Mr. Manuel Azpilicueta Ferrer, in the capacity of External Director, (vi) proposes the ratification of
Mr. Felipe Morenés Botín-Sanz de Sautuola as a Shareholder Director, and (vii) recommends the appointment of Ms. Teresa Paz-Ares Rodríguez as an Independent Director.

Madrid, May 27, 2026.