REPORT OF THE AUDIT COMMITTEE OF

SOLARIA ENERGÍA Y MEDIO AMBIENTE, S.A. ON

THE INDEPENDENCE OF THE AUDITORS

1. INTRODUCTION:

The General Shareholders' Meeting of SOLARIA ENERGÍA Y MEDIO AMBIENTE, S.A. (the "Company"), held on June 30, 2015, appointed ERNST & YOUNG, SL as the auditor of the Company and the consolidated Group to conduct the audit of the individual and consolidated financial statements for the fiscal years 2015, 2016, and 2017.

Subsequently, the Company's Annual General Meeting of Shareholders, held on June 29, 2018, reappointed ERNST & YOUNG, SL as the auditor of the Company and the consolidated Group to conduct the audit of the individual and consolidated financial statements for the fiscal years 2018, 2019, and 2020.

Once again, the Company's Annual General Meeting of Shareholders, held on June 30, 2021, re-elected ERNST & YOUNG, S.L. as the auditor of the Company and the consolidated Group to conduct the audit of the individual and consolidated financial statements for the fiscal years 2021, 2022, and 2023.

For the audit of the individual and consolidated financial statements for the 2025 fiscal year, the Company's Annual General Meeting of Shareholders, held on June 27, 2025, re-elected ERNST & YOUNG, S.L. as the auditor of the Company and the consolidated Group.

Therefore, this will be the eleventh fiscal year in which ERNST & YOUNG, S.L. has audited the financial statements, and to date, no situations of incompatibility or conflicts of interest have been detected that could affect the legal framework governing the auditors' independence. In order to ensure the independence of the auditor, the Audit Committee has established appropriate relationships with the auditors to receive any information regarding matters that could pose a threat to their independence, including meetings with the heads of the audit team, and has monitored compliance with current regulations regarding the provision of audit services and other non-audit services during the 2025 fiscal year.

This report is prepared taking into account the confirmation of independence provided by ERNST & YOUNG, SL in a letter dated February 25, 2026, in accordance with the requirements of Auditing Standard (NIA-ES) 260 (Revised) "Communication with Those Charged with Governance," for auditors of Public Interest Entities (PIEs), as well as the provisions of Section 4 of Article 529-m of the Consolidated Text of the Capital Companies Act approved by Royal Legislative Decree 1/2010 of July 2 (amended by the fourth final provision of Law 22/2015, of July 20, on Auditing of Accounts), regarding the functions of the Audit Committee, and in accordance with the provisions of Article 48 of the Company's Articles of Association. The aforementioned confirmation of the auditor's independence is attached as **Annex I** to this document.

2. INDEPENDENCE OF AUDITORS

The activity of auditing consists of the review and verification of the annual financial statements, as well as other financial statements or accounting documents, prepared in accordance with the applicable financial reporting framework, provided that such activity is intended to issue a report on the reliability of said documents that may have effects vis-à-vis third parties.

The legal framework governing the independence of those who perform the audit of the Company and its consolidated Group is regulated, among others, by Law 22/2015 of July 20 on Auditing, Regulation (EU) No. 537/2014 of the European Parliament and of the Council of April 16, and Royal Decree 2/2021 of January 12, approving the implementing regulations for Law 22/2015 of July 20 on Auditing.

In accordance with applicable regulations, the auditor must be independent, in the performance of their duties, from the audited entities, and must refrain from acting when their independence in relation to the review and verification of annual accounts, financial statements, or other accounting documents is compromised. In any case, auditors must refrain from acting if there is any financial, economic, employment, family, or other relationship, including services other than auditing provided to the audited entity, between the auditor and the audited entity such that it could be concluded that it compromises their independence, including especially when they fall under any of the grounds for incompatibility or situations set forth in the Audit Act and in Royal Decree 2/2021, which approves the Implementing Regulations of Law 22/2015.

In this regard, statutory auditors must establish and apply the safeguards—written policies, communications, procedures, prohibitions, restrictions, etc.—deemed necessary for this purpose, which must include refraining from performing the audit when situations of incompatibility provided for in the Audit Act are detected. Likewise, the provisions of Royal Decree 2/2021, which approves the Implementing Regulations of Law 22/2015, must be observed regarding measures to strengthen independence in the performance of audit activities and avoid conflicts of interest.

In accordance with the foregoing and in compliance with the provisions of the Audit Act and its implementing regulations, we proceed to analyze the legal grounds for auditors' conflicts of interest, with the aim of identifying or detailing all circumstances, relationships, or interests that could constitute a threat or risk to the auditor's independence and, consequently, affect the objective and impartial judgment that every auditor must render.

3. ANALYSIS OF LEGAL GROUNDS FOR INCOMPATIBILITY

We proceed to analyze the independence of the auditors by considering the possible existence, among others, of the following grounds for incompatibility and situations provided for in the regulations:

a. General grounds for incompatibility arising from circumstances related to personal situations or services rendered.

b. Subjective extensions to related entities or entities with a controlling relationship with the audited entity.

c. Incompatibilities arising from situations involving family members of the principal auditors.

d. Incompatibilities arising from situations involving individuals or entities directly related to the auditor.

e. Incompatibilities arising from situations involving other persons or entities belonging to the statutory auditor's network.

f. Prohibitions following the completion of the audit work.

g. Grounds for abstention due to fees received.

h. Incompatibilities and prohibited services for auditors of public interest entities.

i. Fee limitations and transparency.

j. The existence of financial, commercial, or other interests in the audited entity, or influences or relationships that may compromise or do compromise the auditor's objectivity.

Following the relevant analysis, no threats to independence were identified in accordance with the provisions of the preceding sections.

4. FEES

The fees accrued by the Company and its directly or indirectly related companies are detailed below, broken down by item in accordance with the provisions of the letter from ERNST & YOUNG, SL.:

	Fees (€)		
Services provided	**Company**	**Controlled companies**	**Other Affiliated companies**
Audit services	124,364	149,878	6,400
Other services related 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**

5. CONCLUSION:

Having analyzed the possible existence of any of the circumstances of incompatibility provided for in the applicable regulations, the Audit Committee considers that none of them apply, such that the independence of the Company's auditor could have been compromised, having expressly considered both the audit services and other non-audit services, individually and as a whole, provided by ERNST & YOUNG, SL.

6. APPROVAL OF THIS REPORT:

This report was approved by the Company's Audit Committee at its meeting on February 25, 2026, in accordance with the provisions of Article 529-14, paragraph 4.f), of the Capital Companies Act.