

*This document is a translation into English of an original document drafted in Spanish. This translation is for information purposes only, therefore, in case of discrepancy, the Spanish version shall prevail.*

**REPORT ISSUED BY THE NOMINATION AND COMPENSATION COMMITTEE OF GESTAMP AUTOMOCIÓN, S.A. REGARDING THE APPOINTMENT THROUGH THE CO-OPTION METHOD, RATIFICATION AND RE-ELECTION OF A MEMBER TO THE BOARD OF DIRECTORS**

**1. BACKGROUND**

Mr Norimichi Hatayama has written to Gestamp Automoción, S.A. (the "**Company**") to announce his resignation from the Company's Board of Directors, where he holds the position of Proprietary Director, appointed at the proposal of the shareholder Acek Desarrollo y Gestión Industrial, S.L. His resignation took effect on 20 March 2024.

To fill the vacancy created on the Board of Directors by the resignation of Mr Norimichi Hatayama, Acek Desarrollo y Gestión Industrial, S.L., exercising its right of proportional representation, has proposed the appointment of Mr. Makoto Takasugi as a Board member. Acek Desarrollo y Gestión Industrial, S.L. made this proposal at the request of Mitsui & Co. Ltd., in accordance with the rights held by this company under the shareholders' agreement entered into by Acek Desarrollo y Gestión Industrial, S.L., Mitsui & Co., Ltd. and Gestamp 2020, S.L. (Clause 7.1.(b)), reported to Spain's National Securities Market Commission (CNMV) on 7 April 2017.

The Company's Board of Directors is scheduled to decide on March 21, 2024 on this proposal and, if applicable, to proceed with the appointment through the co-option method of Mr. Makoto Takasugi to the Board of Directors, as a Proprietary Director. In case of appointment through co-option method, the Company's Board of Directors is expected to also seek ratification from the General Shareholders' Meeting of the appointment and re-election of Mr. Makoto Takasugi as a Board member.

**2. PURPOSE OF THIS REPORT**

In accordance with article 41.1(f) of the Regulations of the Board of Directors, the Company's Nomination and Compensation Committee has prepared this report on the proposed appointment through the co-option method of Mr. Makoto Takasugi to the Board of Directors, as Proprietary Director, for discussion by the Board of Directors. Also, the Commission issues this report in relation to the envisaged proposal for ratification of the appointment and re-election of Mr. Makoto Takasugi by the General Shareholders' Meeting.

**3. ANALYSIS OF THE PROPOSED CANDIDATE**

In its duty to prepare and periodically update the Board of Directors' competency matrix, the Nomination and Compensation Committee, at its meeting held on May 10, 2022, approved the Board of Directors' competency matrix currently in force.

*This document is a translation into English of an original document drafted in Spanish. This translation is for information purposes only, therefore, in case of discrepancy, the Spanish version shall prevail.*

In this regard, the Nomination and Compensation Committee confirms that the profile and skills of the candidate Mr. Makoto Takasugi as Proprietary Director comply with the aforementioned matrix and, therefore, with the profile and skills required to address the challenges and opportunities that the Company is expected to face in the short, medium and long term.

Mr. Makoto Takasugi's professional profile is as follows:

*He holds a bachelor's degree in economics from Waseda University in Tokyo and an MBA from the Wharton School of the University of Pennsylvania.*

*He has extensive experience in business and finance, having worked for more than 30 years in different positions around the world for the Mitsui Group, where he currently holds the position of Director of PT CT Corpora (a Mitsui Group investee), and where he has been appointed with effect from April 1, 2024, Chief Operating Officer of the Iron & Steel Products Business Unit. He began his career at Mitsui in 1998 in the Steel Business Unit, since when he has held various positions such as Deputy General Manager. From 2006, he assumed managerial responsibilities in different divisions, including the roles of General Manager in the Financial Business and Corporate Planning Divisions in Tokyo and New York. From 2010 to 2013, he served as Deputy General Manager of the M & A Division and the Strategic Planning Department. Thereafter, between 2013 and 2020, he was appointed General Manager of the Financial Business Division, Senior Vice President and Chief Administrative Officer of the Americas Business Unit. Subsequently, and prior to his current position, he served as General Manager of the Financial Management and Advisory Division IV.*

In view of the above, the Nomination and Compensation Committee has assessed the candidate's eligibility and justifies his suitability based on the following grounds:

- (i) the candidate's extensive experience in management functions and in positions related to finance and the definition and execution of strategy;
- (ii) professional background in areas relevant to the Company, particularly in the steel sector;
- (iii) his experience in international environments, as the candidate has held various positions within the multinational Mitsui group in different geographies;
- (iv) his status as a Proprietary Director, given that he meets the criteria established in Article 529 duodecies of the Capital Companies Act and that he is not subject to any of the legal or statutory incompatibilities or prohibitions, nor is he in a situation of conflict of interest with the Company; (v) his sufficient availability and the necessary availability to serve as a Proprietary Director, given that he meets the criteria established in Article 529 duodecies of the Capital Companies Act;
- (v) his availability, sufficient and necessary to perform the function; and

*This document is a translation into English of an original document drafted in Spanish. This translation is for information purposes only, therefore, in case of discrepancy, the Spanish version shall prevail.*

- (vi) compliance with the principles inspiring the Selection and Diversity Policy of the Board of Directors and the criteria established in the Guidelines on Knowledge, Skills, Diversity and Experience of the Board of Directors as regards diversity in the composition of the Board of Directors.

#### **4. CONCLUSION**

In light of the foregoing, the Nomination and Compensation Committee concludes that Mr. Makoto Takasugi has the competency, experience and merits required to sit on the Board of Directors of the Company, and issues a favourable report on his appointment through the co-option method by the Board of Directors and the ratification of his appointment and re-election as a Board member by the General Shareholders' Meeting.

*Madrid, 21 March 2024*