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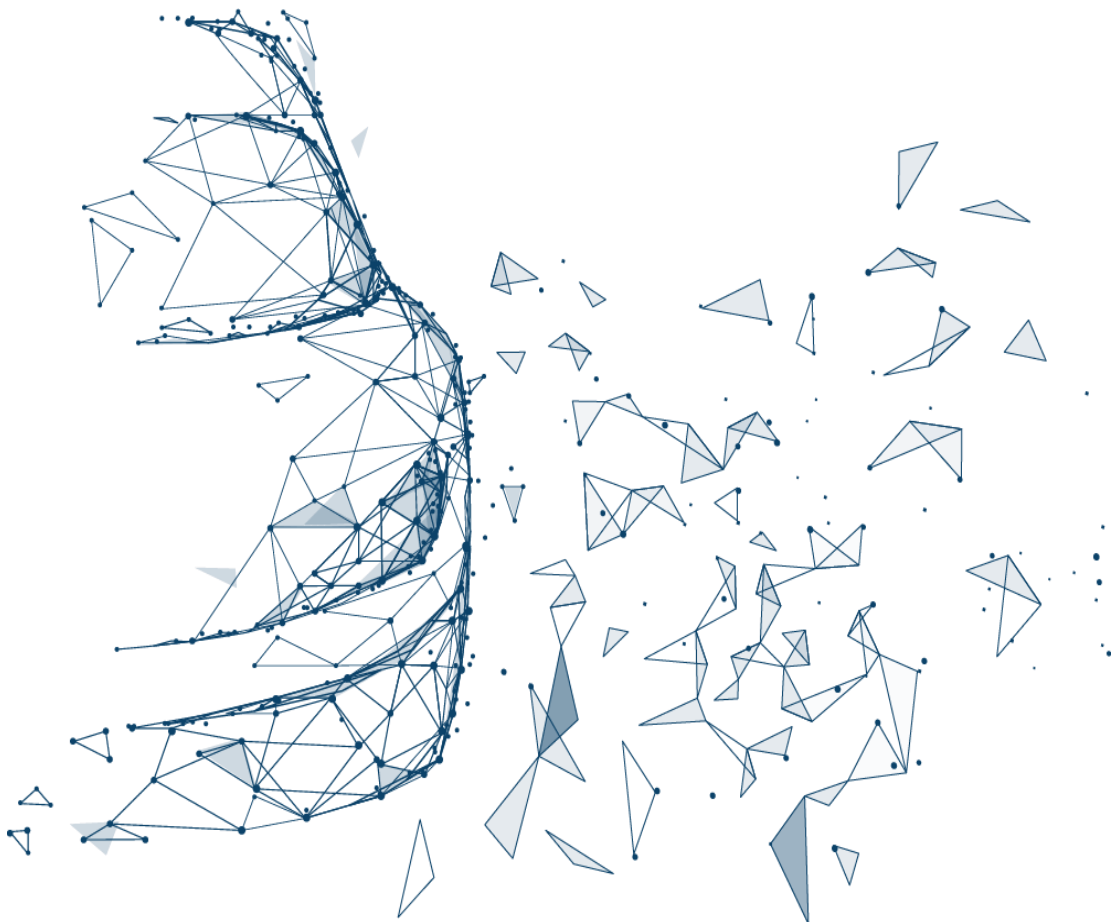


# **Gestamp Automoción, S.A.**

## **SUSTAINABILITY COMMITTEE**

### **ACTIVITY REPORT FOR 2024**

27 February 2025



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## 1. INTRODUCTION.

The Sustainability Committee of Gestamp Automoción, S.A. (the “**Company**”) has prepared this activity report (the “**Report**”) that sets out the main activities undertaken by the Committee during financial year 2024.

This report was prepared pursuant to Article 39(j) of the Company’s Board of Directors Regulations and in compliance with the recommendations of the Good Governance Code for Listed Companies approved by the National Securities Market Commission (CNMV) on 26 June 2020 (“**the Good Governance Code**”), and it shall be made available to the Company’s shareholders when the convening notice for the 2025 Annual General Shareholders’ Meeting is issued.

## 2. REGULATIONS.

The Sustainability Committee regulations are set out in the Company’s By-laws approved by the General Shareholders’ Meeting of on 10 May 2022 and in the Board of Directors Regulations which were approved by the company’s Board of Directors on 29 March 2021. Furthermore, the Sustainability Committee is governed by the provisions of the Spanish Companies Act and by the recommendations of the Good Governance Code.

## 3. COMPOSITION.

Pursuant to Article 39 of the Company’s Board of Directors Regulations, the Sustainability Committee must abide by the following:

- (a) Have at least three and at most five members appointed based on their knowledge, skills and experience, as well as the duties to be performed by the Committee.
- (b) The majority of members shall have the status of independent director.
- (c) The Chairman shall be elected from among the independent directors. In turn, the Secretary of the Sustainability Committee shall be the Secretary of the Board of Directors.

As of 31 December 2024, the Sustainability Committee has the following members:

Members	Position	Date Appointment	Category
Mr César Cernuda Rego	Chairman	03/06/2021	Independent
Ms Concepción Rivero Bermejo	Member	03/06/2021	Independent
Ms Loreto Ordóñez Solís	Member	03/06/2021	Independent
Ms Chisato Eiki	Member	03/06/2021	Proprietary
Mr David Vázquez Pascual	Non-member secretary	03/06/2021	Not applicable
Ms Elena Torregrosa Blanchart	Non-member first deputy secretary	03/06/2021	Not applicable
Mr Carlos Franch Jiménez	Non-member second deputy secretary	20/12/2021	Not applicable

Therefore, as of 31 December 2024, and during the fiscal year 2024, the Company's Sustainability Committee (i) has been comprised of four members, three of whom are independent Directors and (ii) has been chaired by the independent Director Mr César Cernuda Rego.

The members of the Sustainability Committee have the appropriate knowledge, skills and experience to carry out the tasks entrusted to the Committee by the Board.

In terms of establishing the profiles of members of the Sustainability Committee, the Board of Directors opted for Directors who are experienced in environmental, social and/or corporate governance (ESG), as well as international experience, and who have sat on other boards of directors for which some of these matters were essential, or have held other positions related to these matters, such that they may offer their experience and provide guidance on the issues to be addressed by the Committee and the Board of Directors itself. Mr César Cernuda Rego was appointed Chairman of the Sustainability Committee due to his independent status and knowledge, as well as having previously been a member of other boards and having management experience at international companies. Ms Concepción Rivero Bermejo was also appointed given her experience on another equivalent committee in another listed company. In addition, Ms Loreto Ordoñez Solís was appointed as a member of this Committee due to her experience as CEO in Spain of a renewable energy company that conducts important work on environmental matters. Lastly, Ms Chisato Eiki was appointed as a member of the Committee given her experience in ESG matters that she gained through holding ESG management positions.

For further information on the members of the Sustainability Committee, see the following links to the Company's website:

- <https://www.gestamp.com/Investors-Shareholders/Corporate-Governance/Board-of-Directors>
- <https://www.gestamp.com/Investors-Shareholders/Corporate-Governance/Committees-of-the-Board-of-Directors>

## 4. FUNCTIONS.

The Company's Sustainability Committee is a reporting and advisory body without executive functions that has the power to report, supervise, advise and make proposals in relation to matters within its scope of activity.

According to Article 42 of the Regulations of the Board of Directors, the Sustainability Committee shall have the following basic functions:

- (a) Proposing the environmental, social and corporate governance strategy, submitting any plans deemed necessary for this purpose to the Board of Directors.
- (b) Periodically assessing and reviewing the corporate governance system and environmental and social policies in place at the Company in order to ensure that they fulfil the mission of promoting social interest and take into account the legitimate interests of the remaining stakeholders, as appropriate.
- (c) Monitoring the Company's environmental, social and corporate governance practices to ensure that they are aligned with the strategy and policy established.
- (d) Overseeing and evaluating the diverse stakeholder relationship processes regarding environmental, social and corporate governance matters, ensuring that responsible communication practices are followed.

These functions were not amended during the financial year 2024.

## 5. OPERATION.

The basic principles of conduct and the internal operating system of the Sustainability Committee are set forth in the rules contained in the Board of Directors Regulations.

Pursuant to Article 39 of the Company's Board of Directors Regulations, the Sustainability Committee:

- Shall meet whenever necessary, at the Chairman's discretion, to exercise its powers, and whenever two of its members so request, and it shall be convened in a valid manner whenever the majority of its members are present or represented, its resolutions being adopted by an absolute majority of the attending members. In the event of a tie, the Committee Chairman shall cast the tie-breaking vote.
- Likewise, the Chairman of the Sustainability Committee shall inform the Board of Directors of the issues discussed and the resolutions adopted at its meetings during the first Board of Directors' meeting held after the Committee meeting.
- Within three months after each year-end the Sustainability Committee shall voluntarily submit this Report for approval by the Board of Directors, which shall be made available to the shareholders during their Annual General Shareholders' Meeting.
- As regards the other rules of operation, the operating system established for the Board of Directors in the Regulations of the Board shall apply.

## 6. MEETINGS.

During the financial year 2024, the Sustainability Committee met eight times and all members of the Committee were in attendance at every meeting.

The Gestamp Group's ESG Department, headed by the Corporate ESG Director, attended and assured every meeting of the Sustainability Committee. In addition, the Gestamp Foundation Director attended one meeting to report on the impact on the Valencia plant and its employees of the environmental catastrophe caused by the DANA. Finally, the Committee has been assisted by the Director of Legal, Tax and Corporate Governance on two occasions, for advice on regulatory aspects and purely formal matters.

## 7. ACTIVITIES.

In 2024, the Sustainability Committee mainly carried out the following activities:

- **Sustainability information.**

The Committee reviewed the statement of non-financial information (EINF) contained in the consolidated management report corresponding to the financial year 2023, which has been prepared in accordance with the Global Reporting Initiative and the standards of the Sustainability Accounting Standards Board (SASB) and the European Financial Reporting Advisory. It has also been informed of the digital resources used by the Gestamp Group to report this information.

Finally, it has been informed of the design of the Internal Control System for Sustainability Information (SCIIS) through the digital tool GesCompliance, as well as its implementation schedule.

- **ESG Strategic Plan.**

The Committee has been informed on the degree of achievement of the objectives of the ESG 2023-2025 Strategic Plan for the 2023 financial year, as well as on the status and work carried out for the preparation of the scorecard for the monitoring of this strategic plan, which has enabled regular monitoring of compliance with the objectives of the plan through 34 Key Performance Indicators.

Likewise, it has been informed at each meeting of the Committee on the degree of compliance with the 2024 objectives of the Gestamp Group's ESG 2023-2025 Strategic Plan.

Finally, the Committee was informed and discussed the bases of the ESG Plan 2026-2028 and the lessons learned with respect to the previous plan to be taken into account in its configuration.

- **Policies.**

It has proposed for approval by the Board of Directors the modification of the ESG Policy of the Gestamp Group to adapt it to the European Financial Reporting Advisory standards, to the EU Corporate Sustainability Reporting Directive (CSRD) and to the Good Governance Code of Listed Companies.

■ **Assessment of functioning and performance.**

The assessment process regarding the Board of Directors and its committees, including the Sustainability Committee, began on 5 November 2024 and was coordinated by the Nomination and Compensation Committee, at the request of the Chairman of the Board of Directors. Among other areas, the Directors evaluated the functioning and composition of the Sustainability Committee.

On 17 December 2024, the results of their assessment were submitted to the Sustainability Committee. After analysing the results, the Committee issued a report on this assessment, for the approval of the Board of Directors at its first meeting of 2025.

■ **Other activities.**

Also, the Sustainability Committee has been informed and has debated about the following aspects and the most significant ESG initiatives undertaken by the Gestamp Group, and in particular, about:

- (a) Gestamp's eligibility and alignment under the EU Taxonomy Regulation;
- (b) the structure and resources employed in the ESG Department, both in the ESG strategy area and in the operational support area, and the different services provided by this area to the rest of the Gestamp Group;
- (c) a benchmark analysis of the scores obtained by Gestamp in the different reports issued by the ESG rating agencies that analyse Gestamp, compared to those obtained by comparable companies;
- (d) an analysis of the main requirements of the CSRD and the next steps to be applied in Gestamp with a view to the drafting, reporting and verification of the sustainability information to be included in the 2024 management report which has finally been drawn up in compliance with both the requirements of the CSRD and those of Law 11/2018;
- (e) a circularity project using blockchain technology with which Gestamp aims to establish a management system between the different actors in the circular process;
- (f) the impact of the catastrophe caused by the DANA on the Gestamp Levante plant (located in Almussafes) and its employees, as well as the actions carried out by both Gestamp and its Foundation to mitigate the effects of this catastrophe;
- (g) the activities that Gestamp is carrying out in the framework of Catena X, a collaborative data space project in the automotive industry to boost business processes using data-driven value chains;
- (h) the risks associated with ESG and their consideration in the Gestamp Group's Risk Map approved by the Board of Directors.

Finally, it has also approved the meeting calendar for the year 2025.

## 8. PREPARATION AND APPROVAL.

This Report was prepared by the Sustainability Committee on 27 February 2025 and approved by the Board of Directors on the same date.