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# FULL TEXT OF THE PROPOSED RESOLUTIONS DRAWN UP BY THE BOARD OF DIRECTORS FOR THE GENERAL SHAREHOLDERS' MEETING OF MAY 13, 2026

Gestamp Automoción, S.A.

**1. Consideration and approval, if applicable, of the annual accounts and management report of Gestamp Automoción, S.A., and of the annual accounts and management report of its consolidated group of companies, corresponding to the financial year 2025, as well as the management of the Board of Directors during the financial year 2025.**

To approve the individual financial statements (balance sheet, profit and loss account, statement of changes in equity, cash flow statement and explanatory notes) and the management report for the financial year ending 31 December 2025 for Gestamp Automoción, S.A. (the "**Company**") as drawn up by the Board of Directors at its meeting held on February 26, 2026, following a favorable report by the Audit Committee.

To approve the consolidated financial statements (balance sheet, profit and loss account, statement of other comprehensive income, statement of changes in equity, cash flow statement and explanatory notes) and the management report for the financial year ending 31 December 2025 for the group of which the Company is the parent company (hereinafter, "**Gestamp Group**") as drawn up by the Board of Directors at its meeting held on February 26, 2026, following a favorable report by the Audit Committee.

To approve the management of the Company's Board of Directors over the financial year ending 31 December 2025.

**2. Consideration and approval, if applicable, of the consolidated statement of non-financial information and sustainability information, corresponding to the financial year 2025.**

To approve the consolidated statement of non-financial information and the sustainability information for the financial year ending 31 December 2025, which is part of the consolidated management report for said financial year.

**3. Consideration and approval, if applicable, of the proposal for the application of the individual result of Gestamp Automoción, S.A. for the 2025 financial year.**

To approve the following proposed allocation of results for the financial year ending 31 December 2025, as drawn up by the Board of Directors on February 26, 2026:

	<i>Euros (€)</i>
To interim dividend	22,248,350
To voluntary reserves	42,240,397
<b>Total</b>	<b>64,488,747</b>

#### **4. Distribution of a supplementary dividend against unrestricted reserves.**

It is resolved to distribute, against unrestricted reserves, a supplementary dividend in the gross amount of 0.0412 euros per share of the Company with the right to receive it (with the maximum amount to be distributed being 23,711,191.63 euros gross, if the distribution were made in favor of all of the Company's shares).

Distribution will be performed on 2 July 2026 through the participating entities in "Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal" (Iberclear). With this payment, together with the interim dividend already distributed on January 14, 2026, the Company's Dividend Policy is fulfilled, which consists of annually agreeing to distribute a dividend equivalent to 30% of the Gestamp Group's consolidated net income for the fiscal year.

#### **5. Ratification of the appointment through the co-optation method and re-election of Mr. Norimichi Hatayama as a member of the Board of Directors, with the category of proprietary director.**

To ratify the appointment of Mr. Norimichi Hatayama as a member of the Company's Board of Directors, made through the co-optation procedure by the Board of Directors at its meeting held on April 7, 2026, and to re-elect him for the term of 4 years, with the category of proprietary director.

Mr. Norimichi Hatayama will accept his position by any of the means admitted by law. It is stated that this agreement is adopted at the proposal of the Board of Directors, following a report from the Nomination and Compensation Committee, for submission to the General Shareholders' Meeting in compliance with the provisions of article 529 decies. 4. of the Capital Companies Act.

Likewise, it is stated that a report supporting the proposed resolution presented here has been prepared by the Board of Directors and made available to shareholders.

#### **6. Approval, on an advisory basis, of the Annual Report on the Remuneration of the Company's Directors for the year 2025.**

The Board of Directors of the Company, at its meeting held on February 26, 2026, following the report by the Nomination and Compensation Committee, has drawn up the Annual Report on Remuneration of Directors for the purposes set out under article 541 of the Companies Act. In accordance with the aforementioned provision, this Annual Report on Remuneration of Directors is put to vote, in an advisory basis and as a separate item on the Agenda.

Consequently, it is agreed to approve, in an advisory basis, the Annual Report on Remuneration of Directors for the 2025 financial year, which has been made available to shareholders.

#### **7. Approval, on an advisory basis, of the degree of progress of the 2023-2025 ESG Strategic Plan and information regarding the new 2026-2030 ESG Strategic Plan.**

In accordance with the resolution adopted by the Company's General Shareholders' Meeting held on May 6, 2021, the Board of Directors hereby submits the degree of progress of the Gestamp Group's 2023–2025 ESG Strategic Plan for advisory approval.

Accordingly, it is agreed to approve, on an advisory basis, the degree of progress on the Gestamp Group's 2023-2025 ESG Strategic Plan, which has been made available to the shareholders.

The purpose of this advisory vote is to gauge the Company's shareholders' opinion of the Gestamp Group's ESG strategy, for consideration in future ESG strategic plans that the Board of Directors may approve upon proposal by the Sustainability Committee.

In this regard, the Board of Directors informs shareholders of the new 2026-2030 ESG Strategic Plan approved by the Board of Directors upon a proposal from the Sustainability Committee, dated December 16, 2025, highlighting the priority strategic areas contained therein, and which has been made available to shareholders. In the coming years, the Board of Directors will present the progress made in implementing the Gestamp Group's 2026-2030 ESG Strategic Plan, for advisory approval by the General Shareholders' Meeting.

## **8. Delegation of powers for the formalization, interpretation, correction and execution of the resolutions adopted by the Ordinary General Shareholders' Meeting.**

It is agreed to empower all members of the Board of Directors and, in particular, the Chairman and the Non-Member Secretary of the Board of Directors, with the express authority to sub-delegate, so that any of them, jointly and severally, may carry out whatever actions are necessary or appropriate for the execution, development, effectiveness and successful conclusion of the decisions adopted and, in particular, but not limited to, the following actions:

- (a) to appear before a notary public and grant on behalf of the Company the public deeds that are required or appropriate in connection with the decisions adopted at the Company's General Shareholders' Meeting;
- (b) to appear, where appropriate, before the relevant Spanish Register of Companies or any other registers and carry out whatever actions are required or appropriate for the effective registration of the decisions adopted by the General Shareholders' Meeting;
- (c) to clarify, specify, correct and conclude the decisions adopted and resolve any queries or issues that may arise, remedying and concluding whatever faults or omissions are preventing or hindering the effectiveness or registration of the corresponding decisions;
- (d) to make the arrangements that are required or necessary for the execution and development of the decisions adopted, and to carry out whatever actions, legal business, contracts, declarations or operations are appropriate for the same purpose; and
- (e) to grant any other public or private documents that may be required or appropriate for the execution, development, effectiveness and successful conclusion of all the resolutions adopted by the General Shareholders' Meeting, without any limitation thereto.

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