

Santa Ana Global Enterprises, S.A.

Notice of the Extraordinary General Shareholders' Meeting

The Board of Directors of Santa Ana Global Enterprises, S.A. (hereinafter referred to as the "Company") convenes an Extraordinary General Shareholders' Meeting of the Company, to be held on the first call at the registered office located at Calle Castelló, 32, 1º derecha, 28001 Madrid, on February 14, 2025, at 10:00 a.m., or, if the quorum is not met, on the second call the next business day at the same place and time, to deliberate and, if appropriate, approve the following:

**AGENDA**

**FIRST** - Issuance of warrants granting the right to subscribe to new shares of the Company in favour of LDA CAPITAL LIMITED, excluding pre-emptive subscription rights, for a maximum amount equivalent to 4.5% of the Company's share capital at the time of issuance, i.e., an amount of €3,072.76 equivalent to a maximum of 307,276 shares, subject to adjustments. As appropriate, an increase in the share capital in the necessary amount to accommodate the conversion of such warrants.

**SECOND** - Authorization to issue convertible and/or exchangeable bonds and debentures into shares and warrants of the Company for an amount up to €13,042.15 and a maximum term of five years, with the ability to exclude pre-emptive rights limited to a combined maximum of 20% of the share capital.

**THIRD** - Ratification of the fifth resolution adopted by the General Shareholders' Meeting held on October 31, 2024, concerning the delegation to the Board of Directors of the authority to increase the share capital, with the ability to exclude pre-emptive subscription rights under Article 297.1(b) of the Spanish Companies Act.

**FOURTH** - Delegation of powers.

**FIFTH** - Questions and answers.

**SIX** - If applicable, drafting, reading, and approval of the minutes.

## **RIGHT TO INFORMATION**

In accordance with the provisions of Articles 287, 3014, 414, and 417 of the Capital Companies Act, shareholders are hereby informed that, starting from this notice, any of them may obtain the following documentation from the Company immediately and free of charge:

- The Report of the Board of Directors of the Company regarding item 1 of the agenda, on the terms and conditions for the exercise of warrants and the exclusion of shareholders' pre-emptive subscription rights.
- The proposed agreement regarding item 1 of the agenda.
- The Report of the Board of Directors of the Company regarding item 2 of the agenda, on the terms and conditions for the exercise of convertible and/or exchangeable bonds and warrants, and the exclusion of shareholders' pre-emptive subscription rights.
- The proposed agreement regarding item 2 of the agenda.
- The Report of the Board of Directors of the Company regarding item 3 of the Agenda, concerning the delegation to the Board of Directors of the authority to increase the share capital in one or several instances, with the power, if applicable, to exclude the pre-emptive subscription right, presented to the General Shareholders' Meeting on October 31, 2024, in relation to the fifth item of its agenda, unanimously approved by the shareholders of the Company.
- The proposed agreement regarding item 3 of the agenda.

Additionally, any shareholder may review the aforementioned documentation at the Company's registered office, without prejudice to the fact that it is available on the Company's website (<https://www.santaana.global/>) and may request its delivery or shipment free of charge.

Furthermore, in accordance with the provisions of Articles 197.1 and 197.2 of the Capital Companies Act, it is noted that from the publication of this notice of convocation and until the seventh day prior to the date set for the holding of the Meeting on first call, shareholders have the right to request in writing information or clarifications related to items included in the meeting agenda, or to ask any questions they deem necessary. Additionally, during the Meeting, shareholders may verbally request information or clarifications they consider appropriate regarding matters included in the agenda daily.

If the shareholder's right cannot be satisfied at that moment, the administrators will be obliged to provide the requested information in writing within seven days following the end of the Meeting.

All shareholders who are registered as holders in the corresponding accounting register at least five (5) days prior to the Meeting may attend the convened Meeting, provided they obtain the corresponding attendance card at the registered office. This card may be replaced by the appropriate certification of legitimacy issued for this purpose by the corresponding entity affiliated with IBERCLEAR.

Any shareholder who requests it and proves their status as such may obtain the attendance card, which is nominative and personal, at the registered office, allowing them to exercise all rights they are entitled to as shareholders of the Company. Any shareholder entitled to attend the Meeting who does not attend may be represented by another person, even if that person is not a shareholder, provided that the legal requirements and formalities are met. The representation must be granted in writing or by any telematic or audiovisual means, provided that in the latter case, it is recorded on a medium, film, or magnetic tape, accompanied by a copy in electronic format of the attendance card and the duly signed delegation by the shareholder. If it is not recorded in a public document, it must be specific to each Meeting. The representation will include all the shares held by the represented shareholder. The representation is always revocable. The attendance of the represented party at the Meeting will be considered as revocation.

Shareholders are informed that remote attendance at the Meeting will not be possible, as the Company does not have the technical means to allow the recognition and identification of attendees, continuous communication among participants, as well as intervention and real-time voting.

## **DATA PROTECTION**

Personal data that shareholders send to the Company for the exercise of their rights of attendance, delegation, and voting at the Meeting, or that are provided by the banking entities and securities agencies in which such shareholders have their shares deposited, or through the entity legally authorized to maintain the registry of book entries, IBERCLEAR, will be processed for the purpose of managing the development, compliance, and control of the existing shareholder relationship.

Additionally, shareholders are informed that such data will be incorporated into a computer file owned by the Company, and shareholders will have the opportunity to exercise their rights of access, rectification, cancellation, and opposition, in accordance with the provisions of Regulation 2016/679 of the European Parliament and of the Council, on Data Protection, by means of written communication addressed to the Company (Calle Castelló, 32, PD, 28001 Madrid) or to the email: [comunicaciones@santasma.global](mailto:comunicaciones@santasma.global).

In the event that the shareholder includes personal data of other individuals in the representation card, the shareholder must inform them of the contents of the preceding paragraphs and comply with any other requirements that may be applicable for the proper transfer of personal data to the Company, requesting, if necessary, express consent for the processing of their data.

The Company will apply the security levels established by the regulations in accordance with the nature of the data it processes, adopting specific measures to ensure an appropriate level of risk, including, among others, the pseudonymization and encryption of personal data; the ability to ensure the confidentiality, integrity, and availability of processing systems and services; the ability to restore access to personal data in the event of a physical or technical incident.

## **AGENDA SUPPLEMENT**

From the publication of the notice of this Meeting, shareholders representing at least 5% of the share capital may submit to the Company any suggestions they deem appropriate to promote the inclusion of new items on the agenda and request the publication of a supplement to the Meeting notice. The new items must be accompanied by a justification or, where applicable, a justified proposal of agreement. The exercise of this right must be made through a reliable notification that must be received at the registered office within five days following the publication of this notice of convocation.

Madrid, January 13, 2025

The President of the Board of Directors.