



## REPORT ON THE GENERAL SHAREHOLDERS MEETING OF CORPORACIÓN FINANCIERA ALBA. S.A. HELD ON 18 JUNE 2020

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### **Venue, date and character:**

This General Shareholders' Meeting of CORPORACIÓN FINANCIERA ALBA, S.A. was held in Madrid, at the Company's registered address, calle Castelló, 77, at 1:00 p.m. on 18 June 2020, on first call, as an Ordinary and Extraordinary General Shareholders' Meeting.

### **Attendance:**

The Meeting was held with the following attendance data:

- Shareholders present (8 shareholders): 42.78%
- Shareholders represented (147 shareholders): 49.83%.

The capital present or represented amounted to 53,939,610 euros, representing a total of 53,939,610 shares, that is, 92.62% of the Share Capital, of which 42.78% corresponded to the shareholders present and 49.83% to those represented.

### **Constitution of the Meeting:**

No doubts or complaints having arisen regarding the list of attendees, the Meeting was declared validly constituted on first call.

### **Presidency and Presiding Panel of the Meeting:**

The Chairman of the Company, Mr. Carlos March Delgado, chaired the Meeting, and the Presiding Panel was composed, in addition to the Chairman, of the Chief Executive Officer, Mr. Santos Martínez-Conde Gutiérrez-Barquín, and the Secretary, Mr. José Ramón del Caño Palop. Due to the extraordinary situation caused by COVID-19, the remaining members of the Board were connected by telematic systems that enabled them to prove their identity: Mr. Juan March de la Lastra (1st Deputy Chairman), Mr. Juan March Juan (2nd Vice President), Mr. José Domingo de Ampuero y Osma, Mr. Ramón Carné Casas, Ms. María Luisa Guibert Ucín, Ms. María Eugenia Girón Dávila, Ms. Claudia Pickholz, Ms. Ana María Plaza Arregui and Mr. Antón Pradera Jáuregui.

### **Voting and agreements:**

The resolutions of the General Meeting were adopted with the following votes:

**1º- Approval of the individual and consolidated Annual Accounts for 2019.** By a majority of 53,926,568 votes in favour and 13,042 abstentions.

**2º- Approval of management by the Board of Directors during the same financial year.** By a majority of 53,924,264 votes in favour, 817 votes against and 33 abstentions.

**3º- Approval of the Non-Financial Information Statement for 2019.** By a majority of 53,939,577 votes in favour and 33 abstentions.

**4º- Approval of the distribution of profits and payment of dividends.** By a majority of 53,939,577 votes in favour and 33 abstentions.

**5º.- Re-election of members of the Board of Directors and category.**

**5.1.** Re-election of Mr. Carlos March Delgado, with the category of Proprietary Director. By a majority of 53,744,418 votes in favour, 195,159 votes against and 33 abstentions.

**5.2.** Re-election of Mr. Juan March de la Lastra, with the category of Proprietary Director. By a majority of 53,913,385 votes in favour, 26,192 votes against and 33 abstentions.

**5.3.** Re-election of Ms. María Eugenia Girón Dávila, with the category of Independent Director. By a majority of 53,890,737 votes in favour, 48,840 votes against and 33 abstentions.

**5.4.** Re-election of Ms. Claudia Pickholz, with the category of Independent Director. By a majority of 53,923,972 votes in favour, 15,605 votes against and 33 abstentions.

**6º. Re-election of KPMG Auditores, S.L. as the external auditor of the Company and its consolidated Group for the financial years 2020, 2021 and 2022.** By a majority of 53,939,577 votes in favour and 33 abstentions.

**7º. Amendment of the corporate bylaws (Article 22, concerning the announcement of the General Meeting).** By a majority of 53,939,577 votes in favour and 33 abstentions.

**8º. Amendment of the Regulations of the General Meeting (Article 8 "Attendance", Article 14 "Voting", and Article 18 "Announcements").** By a majority of 53,939,577 votes in favour and 33 abstentions.

**9º. Annual report on Board remuneration.** By a majority of 53,759,716 votes in favour, 179,861 votes against and 33 abstentions.

**10º. Amendment of the Board of Directors' Remuneration Policy.** By a majority of 53,911,377 votes in favour, 28,025 votes against and 208 abstentions.

**11°. Multi-annual variable remuneration system.** By a majority of 53,913,195 votes in favour, 26,207 votes against and 208 abstentions.

**12°. Authorisation for the acquisition of treasury shares, within the limits and with the requirements established in the Capital Companies Act and, where applicable, to reduce the share capital.** By a majority of 53,935,379 votes in favour, 1,377 votes against and 2,854 abstentions.

**13°. Authorisation for execution of the resolutions passed at the General Meeting.** By a majority of 53,939,577 votes in favour and 33 abstentions.

**14°. Approval of the minutes.** By a majority of 53,939,577 votes in favour and 33 abstentions.

The full text of the resolutions is available on Alba's website: document "Resolutions" included in paragraph "Previous General Meeting documentation" within the section "General Shareholders Meeting".