COMMUNICATION OF OTHER RELEVANT INFORMATION

VIRTUALWARE 2007, S.A.

Basauri, April 30, 2025

Virtualware 2007, S.A. (the "**Company**"), communicates the following:

OTHER RELEVANT INFORMATION

On this date, the Ordinary General Shareholders' Meeting of the Company was held, in the first call, in which the agreements included as an annex to this communication were approved.

It is stated that the information communicated herein has been prepared under the exclusive responsibility of the Company and its administrators.

Sincerely

Virtualware 2007, S.A.
Mr. Unai Extremo Baigorri
Chairman of the Board of Directors

VIRTUALWARE 2007, S.A.

ORDINARY GENERAL SHAREHOLDERS' MEETING

April 30, 2025

MEETING AND ATTENDANCE QUORUM

On April 30, 2025, the Ordinary General Shareholders' Meeting of the Company was held, in the first call, attended by 5 shareholders, holders of 4,047,935 voting rights, representing 141,677.73 euros of the share capital, that is, 89.70% of the share capital with voting rights.

VIRTUALWARE 2007, S.A.

ORDINARY GENERAL SHAREHOLDERS' MEETING

April 30, 2025

ADOPTED RESOLUTIONS

The following resolutions were adopted, all approved unanimously.

To approve the abbreviated annual accounts (abbreviated balance sheet, abbreviated profit and loss account, abbreviated statement of changes in equity, and notes) of the Company, corresponding to the fiscal year ended December 31, 2024.

To approve the annual accounts of its consolidated group of companies, corresponding to the fiscal year ended December 31, 2024.

To approve the management of the Company's Board of Directors during the fiscal year ended December 31, 2024.

3.1 To approve the proposal for the application of the result corresponding to the fiscal year ended December 31, 2024, as follows:

	Euros (€)
To Voluntary Reserves	*358,464.01*
TOTAL PROFIT (LOSS) COMPANY	***358,464.01***

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1. *To revoke any previous authorization granted for this purpose by the General Shareholders' Meeting to the extent not executed, authorize the Company's Board of Directors, with express power of substitution in each and every one of the directors (holding office at any given time), in the broadest terms and jointly and severally, that is, any of them acting individually on behalf of and representing the Company, to acquire, directly or through any of its subsidiary companies, at any time and as many times as deemed appropriate, shares of the Company, by any means permitted by law, including with charge to the profits of the fiscal year or freely available reserves, all in accordance with Article 146 and related provisions of the Capital Companies Act.*

2. *To revoke any previous authorization granted for this purpose by the General Shareholders' Meeting to the extent not executed, authorize the Company to sell to any third parties or subsequently cancel any own shares acquired under this authorization or the authorizations made by previous General Meetings, all in accordance with Article 146 and related provisions of the Capital Companies Act, as well as delegate to the Board of Directors the approval and terms of execution of the agreements for the sale of own shares held by the Company at any given time, with express power of substitution in each and every one of the directors (holding office at any given time), in the broadest terms and jointly and severally, that is, any of them acting individually on behalf of and representing the Company.*

3. *To approve the conditions of these acquisitions, which will be as follows:*

   (a) *That the nominal value of the shares acquired directly or indirectly, added to those already held by the acquiring company and its subsidiaries, and, where appropriate, the parent company and its subsidiaries, does not exceed the maximum figure permitted by law or the limitations established for the acquisition of own shares by the regulatory authorities of the markets where the Company's shares are admitted to trading.*

   (b) *That the acquisition, including the shares that the company, or a person acting in their own name but on behalf of the company, had previously acquired and held in the portfolio, does not result in the net equity being less than the share capital plus the legally or statutorily unavailable reserves.*

   (c) *That the acquisitions are not made at a price higher, nor lower, than that resulting from its quotation increased, or decreased as the case may be, by 10% or any other stricter limit that may be required. The operations for the acquisition of own shares will comply with the rules and practices of the securities markets.*

   (d) *That an unavailable reserve equivalent to the amount of the own shares computed in the asset is established in the net equity. This reserve must be maintained as long as the shares are not sold.*

4. *Expressly authorize that the shares acquired, directly or through its subsidiary companies, in use of this authorization, may be allocated in whole or in part to their delivery to the workers, employees, or administrators of the company, when there is a recognized right, either directly or as a result of the exercise of option rights held by them, for the purposes provided in the last paragraph of article 146, section 1 (a), of the Spanish Companies Act, as well as being made available to the liquidity provider*

in accordance with the rules established for the trading of shares on Euronext Growth or Euronext Access or any other multilateral trading system in which the Company's shares are listed.

5. *To reduce the share capital, in order to redeem the treasury shares that may be held on its balance sheet, charged to profits or free reserves and for the amount that is convenient or necessary at any given time, up to the maximum of the treasury shares existing at any given time and always within the legally applicable limits.*

6. *To delegate to the Board of Directors, with express power of sub-delegation to each and every one of the directors (holding office at any given time), in the broadest terms and jointly, that is, any of them acting indistinctly in the name and representation of the Company, the execution of the preceding agreement to reduce capital, which may be carried out in one or several instances and within the maximum period of five (5) years from the date of holding this General Shareholders' Meeting, carrying out all the procedures, actions, and authorizations required or demanded by the Capital Companies Act and other applicable provisions, and, in particular, it is delegated to them to, within the period and limits indicated for such execution, set the date or dates of the specific reduction or reductions of capital, its timeliness and convenience, taking into account market conditions, the listing, the economic and financial situation of the Company, its treasury, reserves, and business evolution, and any other aspect that influences such a decision; specify the amount of the capital reduction; determine the destination of the amount of the reduction, either to an unavailable reserve, or to freely available reserves, providing, if necessary, the guarantees and meeting the legally required requirements; adapt article 5 of the Bylaws to the new figure of the share capital; request the delisting of the redeemed securities and, in general, adopt all necessary agreements, for the purposes of such redemption and consequent capital reduction, designating the persons who may intervene in its formalization.*

It is stated that a justification report for the proposal presented here has been prepared by the Board of Directors.

To re-elect Mr. Unai Extremo Baigorri as a member of the Company's Board of Directors for the statutory term.

To re-elect Mr. Sergio Barrera Mayo as a member of the Company's Board of Directors for the statutory term.

To re-elect Mr. Asier Extremo Baigorri as a member of the Company's Board of Directors for the statutory term.

To amend article 23 (Remuneration of directors) of the bylaws, in order to contemplate the possibility that the members of the board of directors may receive variable remuneration.

Article 23 will henceforth read as follows:

"Article 23. Remuneration of directors

1. *The remuneration of the directors for their position will consist of a fixed cash allocation and participation in remuneration systems referenced to the share price or involving the delivery of shares or option rights over the shares.*

2. *The fixed cash allocation will be determined by the General Meeting and will be governed by the following rules.*

    (a) *The remuneration will be established by the General Meeting in a meeting held at any time before the end of the financial year to which the remuneration refers or in which its modification is to take effect.*

    (b) *The remuneration will be understood to be established for each twelve (12) month period. Consequently, if a financial year has a duration of less than twelve (12) months, the amount of the remuneration will be reduced proportionally.*

    (c) *The accrual of the remuneration will be understood by months expired, so that the remuneration of each director will be proportional to the time they have held their position during each financial year in which such remuneration remains in force.*

    (d) *The payment of the remuneration will be made by months expired, within the first five (5) days of the calendar month following the one in which the remuneration in question has accrued. As long as the General Shareholders' Meeting does not modify the current remuneration, the last agreed remuneration will be applied monthly. If applicable, the remunerations thus received will be regularized, upwards or downwards, within the first five (5) days of the calendar month following the one in which the general meeting approves the modification of the remuneration.*

    (e) *If there are several directors, in cases where a vacancy not covered occurs during part of the financial year, the fraction of the remuneration that remains unassigned will not be attributed to the other directors, unless the General Shareholders' Meeting so agrees, indicating the form of assignment.*

3. *Likewise, it will be the responsibility of the General Shareholders' Meeting to set the terms for the application and establishment of remuneration systems referenced to the share price or that involve the delivery of shares or option rights over shares, among which the maximum number of shares that can be assigned each year to this remuneration system, the exercise price or the system for calculating the exercise price of the share options, the value of the shares that, if applicable, will be taken as a reference, and the duration of the plan must be included in any case.*

4. *If a member of the Board of Directors is appointed as CEO or is assigned executive functions by virtue of another title (the "**Executive Director**"), the Executive Director will additionally receive remuneration composed of one or more of the following concepts, which will be specified in their contract in accordance with the provisions of art. 249 of the Law:*

   (a) A fixed allocation;

   (b) Variable remuneration with general reference indicators or parameters;

   (c) Possible compensation for termination or resolution of their relationship with the Company; and

   (d) Amounts to be paid by the Company as insurance premiums or contributions to savings systems.

5. *The maximum amount of the annual remuneration for all directors must be approved by the General Shareholders' Meeting and will remain in force until its modification is approved. Unless the General Shareholders' Meeting determines otherwise, the distribution of remuneration among the different directors will be established by agreement of these and, in the case of the Board of Directors, by its decision, which must take into account the functions and responsibilities assigned to each director, particularly considering the commitments assumed by the Company in the contracts it has entered into with the Executive Directors.*

6. *The provisions of this article will be compatible and independent of the payment of fees or salaries that may be credited to the Company for the provision of services or employment relationship, as the case may be, originating from a contractual relationship other than that derived from the position of director, which will be subject to the legal regime that applies to them.*

It is stated that a justification report for the proposal presented here has been prepared by the Board of Directors.

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*To approve a remuneration system based on the increase in the value of the Company's shares in favor of the directors for their special relationship with the Company (each of them, a "**Beneficiary**" and the "**Incentive**"), with the following basic characteristics:*

VIRTUALWARE

I. Objective

The Incentive will consist of the right to receive extraordinary remuneration based on the increase in the value of Virtualware 2007, S.A. shares over a period of time, taking an initial reference share price of €7.50.

The incentive will be paid in cash.

II. Beneficiaries

All members of the Board of Directors as of this date will be beneficiaries of the Incentive.

III. Determination of the Incentive

Subject to the fulfillment of the condition indicated in section IV, the Beneficiary will have the right to receive in euros (€), once the share price is calculated and no later than March 31, 2027; the extraordinary remuneration resulting from the application of the following formula:

$$\text{Incentive} = \text{Share price} - \text{Initial value} \times €20{,}000$$

where:

"Initial value":	*€7.50;*
"Share price":	*is equal to the average share price of the Company's shares on Euronext Access (or its equivalent at any time) in the period between October 1, 2026, and December 31, 2026.*

IV. Conditions for the Settlement of the Incentive

The Beneficiary's right to the Incentive will not be consolidable nor automatically extendable. The payment of the Incentive will occur no later than March 31, 2027, subject to the uninterrupted continuity of the Beneficiary's position as a director from the date of assignment of the remuneration system to the Beneficiary.

Consequently, in the event that before that date, the Beneficiary terminates their commercial relationship with Virtualware 2007, S.A., the right to receive the remuneration referred to in this remuneration proposal will be automatically and irrevocably extinguished.

However, when the termination of the Beneficiary's commercial relationship occurs due to:

(i) death; or

(ii) retirement or early retirement, whether at the initiative of the Beneficiary or the company of the Company where they are providing their services; or

(iii) permanent disability of the Beneficiary; or

(iv) unilateral withdrawal by the company of the Virtualware 2007, S.A. group where they are providing their services; or

(v) *unfair dismissal recognized as such by the company of the Virtualware 2007, S.A. group where they are providing their services; in conciliation or declared as such by a final judicial resolution;*

the Beneficiary or their heirs will receive in advance, on the date of termination, the pending remuneration taking as a reference, mutatis mutandi, the share price on the date of termination.

V. Formalization of the Incentive

Authorize the Board of Directors, with express powers of substitution, to sign the contractual documents to be signed with the Beneficiary.

VI. Delegation of powers

To authorize all directors to:

(i) *Implement the Incentive and carry it out, being able to specify and develop as necessary the rules provided herein, the content of the general conditions of the Incentive, and the contractual documents to be signed with the Beneficiary or with other third parties, being able to ratify, as necessary, the actions taken so far for this purpose.*

(ii) *Negotiate, agree, and sign counterparty and liquidity contracts with the financial entities they freely designate, under the terms and conditions they deem appropriate.*

To adapt the content of the Incentive described above to the circumstances or corporate operations that may occur during its validity that, in their opinion, significantly affect the initially established objectives and basic conditions, as well as to the legal modifications that may be applicable.

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*It is unanimously resolved to request the admission to trading of all the shares representing the Company's share capital currently in circulation, as well as those that may be issued, if applicable, prior to the effective admission to trading, in the multilateral trading system called 'Euronext Growth' ("**Euronext Growth**") and operated by Euronext Paris SA ("**Euronext Paris**"). In this regard, the Company's express submission to the Euronext Growth Rule Book, as well as to any national legislation or other internal regulations of Euronext Growth that exist now or may be issued in the future and that apply to companies whose shares are admitted to trading on Euronext Growth, is expressly stated.*

It is unanimously agreed to authorize the Company's Board of Directors, with express delegation power to all and each of the directors (with current position at any time), as well as to the non-director Secretary (with current position at any time), in the broadest terms and with express power of substitution in third parties, so that, jointly, they can carry out the necessary or convenient procedures and actions, including signing as many public or private documents as necessary, before the National Securities Market Commission, the Autorité des Marchés Financiers, Euronext Paris, the Securities Registration, Clearing, and Settlement Systems Management Company, S.A. (Iberclear), the National Securities Coding Agency, and *any other public or private, national or international organizations, entities, or registries whose intervention is necessary or convenient to carry out the aforementioned admission to trading.*

a) *request, on behalf and representation of the Company and at the time deemed appropriate, the admission to trading of all the shares representing the share capital on Euronext Growth, carrying out as many procedures and actions as necessary or convenient before the National Securities Market Commission, the Autorité des Marchés Financiers, Euronext Paris, the Securities Registration, Clearing, and Settlement Systems Management Company, S.A. (Iberclear), the National Securities Coding Agency, and any other public or private, national or international organizations, entities, or registries whose intervention is necessary or convenient;*

b) *draft, sign, and submit to the Euronext Growth regulatory bodies, if necessary, the Presentation Document and the Application Form referred to in the Euronext Growth Rule Book, assuming responsibility for their content, as well as sign and submit any other necessary or convenient documents;*

c) *set the initial reference price per share for the start of trading of the Company's shares on Euronext Growth, in accordance with the Euronext Growth Rule Book;*

e) *draft, sign, and submit any other necessary or convenient public and private documents in relation to the admission to trading of the shares on Euronext Access, including, without limitation, the request for the ticker (if applicable), the request for the ISIN code, the designation and signing of contracts with the persons and entities acting as coordinating entities, placing entities, registered advisor (listing sponsor), liquidity provider, agent bank, or audit firm deemed convenient, as well as any others that are convenient for the best outcome of the operation, agreeing on the terms and conditions deemed convenient; and*

f) *carry out any other necessary or convenient actions or procedures, as well as formalize, execute, and submit any necessary public or private documents, without any limitation, for the admission to trading of the shares on Euronext Growth.*

Likewise, once all the necessary actions for the admission to trading of all the shares representing the Company's share capital currently in circulation, as well as those that may be issued, if applicable, prior to the effective admission to trading, on Euronext Growth are formalized, and conditioned to this, it is agreed to request the delisting of the aforementioned shares from the 'Euronext Access' segment.

Without prejudice and in addition to the delegations contained in each of the adopted agreements, it is agreed to authorize all members of the Board of Directors and, in particular, the Chairman and the Secretary of the Board of Directors, with express power of sub-delegation, so that any of them, jointly and severally, can carry out any necessary or convenient acts for the execution, development, effectiveness, and successful outcome of the adopted decisions and, in particular, for the following acts, without limitation:

a) *appear before a notary and grant in the name of the Company the public deeds, including those of correction, complement, supplement, or any others, that are necessary or convenient in relation to the decisions adopted by the Ordinary General Shareholders' Meeting, and appear, if applicable, before the corresponding Spanish Commercial Registry or any other registries and carry out as many acts and grant as many documents as necessary or convenient for the effective registration of the decisions adopted by the Ordinary General Shareholders' Meeting, even complementing or correcting them to the extent necessary for their effective registration in the corresponding Spanish Commercial Registry or any other registries;*

b) *clarify, specify, correct and complete the decisions made and resolve any doubts or aspects that arise, rectifying and completing any defects or omissions that prevent or hinder the effectiveness or registration of the corresponding decisions;*

c) *make the agreements that are necessary or required for the execution and development of the decisions made, and sign the public and private documents and carry out any acts, legal transactions, contracts, declarations and operations that are appropriate for the same purpose; and*

d) *grant any other public or private documents that are necessary or convenient for the execution, development, effectiveness and successful completion of all the agreements made by the Ordinary General Meeting of Shareholders, without any limitation.*

To approve the minutes of this meeting.