

VIRTUALWARE 2007, S.A.

Notice of meeting for the Annual General Meeting 2025

By resolution of the Board of Directors of Virtualware 2007, S.A. (the "**Company**"), the Annual General Meeting of the Company is called for **April 30, 2025** at **15:30** at first call and, where applicable, on the following day at the same time at second call, at the Company's registered office, located at Calle Usausuaga, 7, Basauri, in accordance with Article 15 of the Company's Bylaws and concordant provisions of Royal Legislative Decree 1/2010 of July 2, which approves the revised text of the Companies Act ("**Companies Act**").

The General Meeting will deliberate and decide on the following agenda:

- 1. Examination and approval, where applicable, of the individual annual financial statements (abridged) of the Company and its consolidated group of companies for the financial year 2024.**
- 2. Approval of the Board of Directors' management during the 2024 financial year.**
- 3. Approval of the proposal for the allocation of the profits (losses) corresponding to 2024.**
- 4. To revoke any previous authorization granted for this purpose by the General Meeting insofar as it has not been executed, to authorize the Company to proceed to dispose to any third parties or to subsequently redeem any treasury stock acquired by virtue of this authorization or the authorizations granted by previous General Meetings, all in accordance with Articles 146 and 509 of the Companies Act; reduction of capital to redeem treasury stock, delegating to the Board of Directors the necessary powers for its execution.**
- 5. Re-election of Mr. Unai Extremo Baigorri as a member of the Company's Board of Directors.**
- 6. Re-election of Mr. Sergio Barrera Mayo as a member of the Company's Board of Directors.**
- 7. Re-election of Mr. Asier Extremo Baigorri as a member of the Company's Board of Directors.**
- 8. Amendment of article 23 (Remuneration of directors) of the Bylaws.**
- 9. Approval of a remuneration system based on the increase in the value of the Company's shares for the directors. Delegation of powers for its development and execution.**
- 10. Application for the admission of all the shares of the Company in the "Euronext Growth" segment and conferral of powers.**
- 11. Delegation of powers.**

12. Reading and approval of the minutes of the meeting.

Right to include items on the agenda and new proposals for resolutions. In accordance with Article 172 of the Companies Act, shareholders representing at least five percent (5%) of the capital may request publication of a supplement to the notice of the Annual General Meeting, including one or more items on the agenda. This right must be exercised by irrefutable notice received at the registered office (Calle Usausuaga, 7, 48970 Basauri) in five days following publication of the notice of meeting. The supplement of the notice must be published at least 15 days in advance of the scheduled date of the General Meeting.

Right of attendance. In accordance with Article 16 of the Bylaws, shareholders who have their shares registered in the corresponding accounting register five days prior to the date of the General Meeting will have the right to attend, which can be verified by the appropriate attendance card, a certificate issued by one of the legally authorized institutions for this purpose, or by any other means permitted by law.

Right to information. Shareholders have the right to examine the following documents at the Company's registered office or on the Company's website (www.virtualwareco.com), as well as the right to obtain the delivery or sending of copies free of charge:

1. This notice of meeting.
2. Full text of the proposed resolutions corresponding to each of the items on the agenda, submitted by the Board of Directors for approval by the General Meeting, together with the reports of the Board of Directors regarding agenda items four and eight.
3. Full text of the Annual Accounts of the Company (abridged balance sheet, abridged income statement, abridged statement of changes in equity, and notes to these financial statements) as well as the annual accounts of its Consolidated Group of companies and Directors' Report for the financial year 2024 and the respective auditor's reports.
4. Templates for attendance, proxy and voting cards.
5. Bylaws.

In accordance with Article 197 of the Companies Act, from the publication of this notice of meeting for the General Meeting and up to and including the seventh (7th) day before the date scheduled for the meeting, the shareholders may make written requests for the information or clarifications they consider necessary, or submit the questions they consider pertinent in writing regarding the business on the agenda. In addition, with the same notice and in the same manner, shareholders may request reports or clarifications, or ask the questions that they deem relevant in writing.

In the written requests for information, the name and surname of the requesting shareholder must be stated, accrediting the shares they hold, and attaching the appropriate document that accredits their status as shareholder—copy of the attendance card or certificate of legitimacy—so that the information can be compared with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). These requests for information—addressed to the Secretary of the Board of Directors (ref.

Annual General Meeting 2025)—may be made by delivering the request to the registered office or by sending it to the Company by mail addressed to Calle Usausuaga, 7, 48970 Basauri, stating the number of shares held, the securities account where they are deposited and other circumstances specified on the Company's website, in order to compare this information with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear).

Finally, shareholders may request verbally, during the General Meeting, any information or explanations they consider pertinent to the business on the Agenda. If the shareholder's right to information cannot be fulfilled at that time, the Board of Directors will be bound to provide the requested information in writing in seven days after the end of the meeting.

Right of proxy. Any shareholder entitled to attend may be represented at the General Meeting by another person, even if they are not a shareholder, awarding the proxy in writing and specifically for the meeting.

The Company's website will include, from the call for the General Meeting, a template card for attendance, proxy and voting through which proxy can be granted. The proxy form must be completed and signed by the shareholder, signing the corresponding card. The proxy must be accepted by the representative, without whose acceptance it may not be exercised. For this purpose, the representative must also sign the corresponding card. The person in whose favor the proxy is awarded must exercise it by attending the General Meeting in person, presenting the card at the shareholder registration desks at the place and on the date set for the General Meeting and from one hour prior to the time scheduled for the start of the meeting. Cards may also be presented at the registered office during the days prior to the General Meeting.

In the event of a conflict of interest of the representative to whom the shareholder grants representation, the proxy will be understood to extend to the Chairman, and in the event of a conflict of interest of the Chairman, to the Secretary of the Board of Directors, subject to any express and specific instructions to the contrary from the shareholder on the attendance, proxy, and voting card.

Under the terms laid down in the Bylaws, the Chairman and the Secretary of the meeting will have the broadest powers, as far as legally possible, to accept the validity of the document demonstrating the proxy.

Proxy by correspondence. Shareholders may award their proxy by mail. The attendance, proxy, and voting cards, duly completed and signed, may be sent to the Company by ordinary mail addressed to Calle Usausuaga, 7, 48970 Basauri, or by email to ir@virtualwareco.com. The shareholder who awards proxy by correspondence must indicate their name and surname(s) and accredit the shares they own, so that the information can be compared with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). The proxy document must be signed by the shareholder and the signature must be notarized. In cases of voluntary representation, the powers of the proxy signing in the name and on behalf of the shareholder must be evidenced by a non-certified copy of the aforementioned proxy.

The shareholder who confers representation by correspondence must inform the designated proxy of the representation conferred in their favor. Representation conferred by correspondence must be accepted by the proxy. Accordingly, the proxy must sign the card, reserving a copy of the card to present it and hand it over at the shareholder registration desks at the place and on the date set for the General Meeting. Therefore, the person in whose favor the proxy is awarded by mail must exercise it by attending the General Meeting in person. The card must be sent to the Company before the meeting by ordinary mail to Calle

Usausuaga, 7, 48970 Basauri, or by email to ir@virtualwareco.com.

The proxy conferred by correspondence may be revoked expressly by the shareholder by the same means used to confer the proxy in the term established for conferring it or by attendance of the shareholder at the General Meeting. A shareholder who confers proxy by correspondence and does not check any of the voting instruction boxes for the items on the agenda will be deemed to wish to vote in favor of the respective proposals made by the Board of Directors.

In the event of a conflict of interest of the representative to whom the shareholder grants representation, the proxy will be understood to extend to the Chairman, and in the event of a conflict of interest of the Chairman, to the Secretary of the Board of Directors, subject to any express and specific instructions to the contrary from the shareholder on the attendance, proxy, and voting card.

Voting by mail. Shareholders may exercise their voting rights by mail. To cast a vote by mail, the shareholder must complete and sign the card issued by the entity or entities in charge of the book-entry registry, in which they must state their vote (for or against), abstention or blank vote, checking the corresponding box with a cross. The completed and signed card may be sent to the Company by ordinary mail to Calle Usausuaga, 7, 48970 Basauri, or by email to ir@virtualwareco.com. Shareholders who cast their vote by post and do not check any of the voting instruction boxes for the items on the agenda will be deemed to vote in favor of the respective proposals made by the Board of Directors. The vote cast by mail will be rendered null and void by subsequent and express revocation by the shareholder, carried out by the same means used for casting the vote and in the term established for this purpose, or by attendance at the General Meeting by the shareholder who cast the vote by correspondence or by their proxy.

Votes cast by mail must be received by the Company before 23:59 on the day prior to the day scheduled for the Annual General Meeting at first call, i.e., before 23:59 on April 29, 2025. Otherwise, the vote will be deemed not to have been cast. After the aforementioned period, only votes cast in person at the Annual General Meeting by the shareholder or by the person who validly represents them will be admissible. Shareholders who cast their vote by mail will be considered present with regard to the quorum of the General Meeting.

Proxy and voting in the event of a supplement to the call. If, as a result of the exercise of the right to include new items on the agenda corresponding to shareholders representing at least five percent (5%) of the capital stock, a supplement to the call is published, shareholders who have delegated their representation or who have cast their vote prior to the publication of said supplement, may:

- (a) award proxy again with the corresponding voting instructions or cast a new vote on all the items on the agenda (including both the initial items and the new items added by the supplement), in which case the proxy granted or the vote cast previously will be deemed to have been revoked and will cease to have any effect; or
- (b) complete the corresponding voting instructions given to the initially appointed proxy (who must be the same person, where no other proxy may be appointed) only with regard to the new items on the agenda incorporated by means of the supplement, all in accordance with the procedures and methods mentioned in the preceding sections, and by the same means used in the proxy granted or the vote originally cast.

If the shareholder had cast a remote vote prior to the publication of the supplement and did not carry out any of the actions indicated under (a) and (b) above, it will be understood that

they abstain with regard to such new items.

Personal data protection. The personal data that shareholders send to the Company to exercise their rights to attend, delegate and vote at the General Meeting or that are provided by the credit institutions and securities companies and agencies in which such shareholders have deposited their shares, through the entity legally authorized to keep the book-entry registry, will be processed for the development, compliance and control of the existing shareholder relationship. This data will be incorporated into a computer file owned by the Company and shareholders will be able to exercise their right to access, rectification, objection, erasure, limitation on data processing and data portability or any other rights recognized in accordance with applicable legislation on personal data protection by written notice addressed to the Company's registered office. If, in the proxy documents, the shareholder includes personal data referring to other individuals and if a third party attends the General Meeting as the shareholder's proxy, the shareholder must inform them of the points contained in the preceding paragraphs and comply with any other requirements applicable for the transfer of personal data to the Company, without the Company having to take any additional action concerning the interested parties.

Forecast for the General Meeting. The General Meeting will probably be held at first call, i.e., on April 30, 2025, in the place and at the time previously indicated.

Insofar as the meeting may be recorded and publicly broadcast, attendance at the General Meeting implies consent to the recording and broadcasting of the image of the attendees.

Basauri, March 26, 2025. For the Board of Directors, the Secretary Mr. José Ramón Berecibar Mutiozabal.