

**ALMIRALL, S.A.**  
**2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**PROPOSAL OF THE NOMINATIONS AND REMUNERATION COMMISSION OF**  
**ALMIRALL, S.A. REGARDING THE APPOINTMENT OF MS. EVA ABANS IGLESIAS**  
**AS AN INDEPENDENT DIRECTOR**

## **1. INTRODUCTION**

This report has been prepared by the Nominations and Remuneration Commission of Almirall, S.A. (the “**Company**” or “**Almirall**”) under section 529.4 *decies* of Royal Decree-Law 1/2010, of 2 July, approving the consolidated version of the Spanish Companies Act (the “**Spanish Companies Act**”). It is intended to provide the Board of Directors with a substantiated proposal regarding the appointment of Ms. Eva Abans Iglesias as an independent Director, to be submitted to the shareholders of the Company for approval at the next Annual General Meeting.

The Nominations and Remuneration Commission has reviewed the current composition of the Board of Directors and, after examining the matrix of responsibilities of the Board of Directors and its current competencies and needs, has concluded that it is necessary to set the number of members of the Board of Directors at ten. This will be approved, where appropriate, by the 2024 General Meeting of Shareholders

To this end, a search has been carried out for the best candidates to be appointed as members of the Board of Directors. Following the relevant analyses and interviews, the Nominations and Remuneration Commission has resolved to submit the proposal for the appointment of Ms. Eva Abans Iglesias as an independent Director to the Board of Directors for subsequent approval by the General Meeting of Shareholders.

## **2. PROPOSED APPOINTMENT**

### **2.1 PROFESSIONAL AND BIOGRAPHICAL PROFILE**

Ms. Abans Iglesias began her professional career at PriceWaterhouseCoopers, where she worked in the audit area of the London and Madrid offices until 2001. Subsequently, in June 2001, she joined Ernst & Young, holding various positions until she was appointed Partner in 2007. In 2015, she was appointed Managing Partner of EY Catalonia, a position she held until September 2018.

In October 2018, she joined Grupo Mediapro, a leader in the European audiovisual sector. She currently holds the position of Chief Corporate Officer, and is also a key member of the Executive Committee and the Management Committee of Grupo Mediapro.

Ms. Abans Iglesias holds a degree in Economics and Business Administration from the Complutense University of Madrid and an MBA from IEDE.

### **2.2 CATEGORY**

Ms. Eva Abans Iglesias has been proposed by the Nominations and Remuneration Commission in view of her personal and professional qualities. The Nominations and Remuneration Commission has verified that she is not subject to any of the prohibitions set

out in section 529.4 *duodecies* of the Spanish Companies Act and believes that she may hold the position without being conditioned by any relationship with the Company or its group, its significant shareholders or Directors. Therefore, the candidate fulfils the requirements to be classified as an independent Director of the Company under applicable regulations.

### **3. PROPOSED RESOLUTION**

In view of the foregoing, the Nominations and Remuneration Commission considers that Ms. Eva Abans Iglesias has the appropriate competence, experience and merits to perform her duties as a Director of the Company under the conditions established by law and therefore submits to the Board of Directors the proposal to appoint Ms. Eva Abans Iglesias as a Director of the Company -specifically as an independent Director- for the term of two years.

The full text of the proposed resolution is as follows:

#### **“Seventh 2.- Item 7.2 of the Agenda**

##### ***Appointment of Ms. Eva Abans Iglesias as independent Director.***

*In accordance with the proposal of the Nominations and Remuneration Commission and the report of the Board of Directors, to appoint Ms. Eva Abans Iglesias, of legal age, a Spanish national, with address at O'Donnell Street, 51, 28009 Madrid, Spain and a holder of National ID no. 02893046Z, as a member of the Board of Directors and specifically as an independent Director for a term of 2 years from the date of her appointment by the General Meeting.*

*The proposed appointment is supported by a report of the Board of Directors assessing the competence, professional experience and merits of Ms. Eva Abans Iglesias. This report and the above proposal submitted by the Nominations and Remuneration Commission have been made available to the shareholders since the publication of the notice convening the General Meeting.*

*Ms. Eva Abans Iglesias may accept her appointment in any manner permitted by law.”*

In Barcelona, on 8 April 2024.