



Repsol Europe Finance S.à.r.l

11 rue Aldringen  
1118 Luxembourg  
Luxembourg

Tel. (+352) 27860070  
[www.repsoleuropefinancesarl.com](http://www.repsoleuropefinancesarl.com)

Luxembourg, March 26, 2026

In accordance with Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, Repsol Europe Finance S.à.r.l. (the “**Company**”) is filing the attached official notice published by Repsol, S.A. regarding the call of the Annual General Meeting 2026, as well as on the proposals regarding shareholder remuneration.

The official notice was filed yesterday by Repsol, S.A. (Guarantor of the Company’s Euro 13,000,000,000 Guaranteed Euro Medium Term Note Programme) with the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*).

\* \* \*

## Inside information

Madrid, March 25, 2026

The Board of Directors of Repsol, S.A., at its meeting held today, has agreed to call the Annual General Meeting to be held **at its registered office (Calle Méndez Álvaro, 44, Madrid), on May 13, 2026, at 12:00 p.m. (CEST), at first call and, at the same place and time, on 14 May 2026, on second call**, in accordance with the following

### AGENDA

#### ITEMS RELATING TO THE ANNUAL ACCOUNTS, THE NON-FINANCIAL INFORMATION STATEMENT, THE RESULTS ALLOCATION AND MANAGEMENT OF THE BOARD

**First.** Examination and approval, if applicable, of the Annual Accounts and Management Report of Repsol, S.A. and the Consolidated Annual Accounts and the Consolidated Management Report for the fiscal year ended December 31, 2025.

**Second.** Examination and approval, if applicable, of the proposed allocation of results for fiscal year 2025.

**Third.** Examination and approval, if applicable, of the Non-Financial Information Statement for the fiscal year ended December 31, 2025.

**Fourth.** Examination and approval, if applicable, of the management performance of the Board of Directors of Repsol, S.A. for fiscal year 2025.

**Fifth.** Appointment of the Auditor of Repsol, S.A. and its Consolidated Group for fiscal year 2026.

#### ITEMS RELATING TO SHAREHOLDER REMUNERATION

**Sixth.** Distribution in January 2027 of a fixed amount of €0.53 gross per share charged to free reserves. Delegation of powers to the Board of Directors or, by substitution, to the Delegate Committee or the Chief Executive Officer, to set the conditions of the distribution in all matters not addressed by the Annual General Meeting, to carry out the necessary acts for its execution, and to issue such public and private documents as may be necessary for the execution of the resolution.

**Seventh.** Approval of a share capital reduction for a determinable amount, up to the maximum indicated in the terms of the resolution, through the redemption of the Company's own shares.

## Inside information

Delegation of powers to the Board of Directors or, by substitution, to the Delegate Committee or the Chief Executive Officer, to set the specific amount of the capital reduction and the other conditions of the reduction in all matters not provided by the Annual General Meeting, including, among other issues, the powers to amend Articles 5 and 6 of the Company's Bylaws relating to share capital and shares, respectively, and to request the delisting and cancellation of the accounting records of the shares to be redeemed.

**Eighth.** Approval of a share capital reduction for a maximum amount of €110,537,433, equivalent to 10% of the share capital, through the redemption of a maximum of 110,537,433 own shares of the Company. Delegation of powers to the Board of Directors or, by substitution, to the Delegate Committee or the Chief Executive Officer, to approve the execution of the reduction and to set the other conditions of the reduction in all matters not addressed by the Annual General Meeting, including, among other things, the powers to amend Articles 5 and 6 of the Company's Bylaws relating to share capital and shares, respectively, and to request the delisting and cancellation of the accounting records of the shares to be redeemed.

### ITEMS RELATING TO THE AUTHORIZATIONS AND EXPRESS DELEGATIONS TO THE BOARD OF DIRECTORS

**Ninth.** Authorization for the Board of Directors, in accordance with article 297.1.b) of the Spanish Companies Act, to increase the share capital on one or more occasions and at any time, within a period of five years, by means of monetary contributions and up to a maximum nominal amount of €552,687,168, thereby annulling, to the extent unused, the second resolution adopted by the Annual General Meeting held on May 6, 2022, under item nine of its Agenda. Delegation for the exclusion of pre-emptive subscription rights, in accordance with article 506 of the Spanish Companies Act.

**Tenth.** Authorization to the Board of Directors, with express power of substitution, for the derivative acquisition of shares of Repsol, S.A., directly or through subsidiaries, within a period of 5 years from the resolution of the Meeting, revoking, to the extent unused, the authorization granted at the Annual General Meeting held on May 6, 2022, under item ten of its Agenda.

### ITEMS RELATING TO THE COMPOSITION OF THE BOARD OF DIRECTORS

**Eleventh.** Re-election as Director of Carmina Ganyet i Cirera.

**Twelfth.** Re-election as Director of Emiliano López Achurra.

**Thirteenth.** Re-election as Director of Iván Martén Uliarte.

## Inside information

**Fourteenth.** Re-election as Director of Ignacio Martín San Vicente.

### ITEMS RELATING TO DIRECTORS' REMUNERATION

**Fifteenth.** Advisory vote on the Annual Report on the Remuneration of the Directors of Repsol, S.A. for fiscal year 2025.

**Sixteenth.** Approval of three new additional cycles of the Share Purchase Plan by the beneficiaries of the Long-Term Incentive Programs.

### ITEM ON GENERAL MATTERS

**Seventeenth.** Delegation of powers to interpret, complement, develop, execute, amend and formalize the resolutions adopted by the Annual General Meeting.

In terms of shareholder remuneration, and within the second item of the Agenda, it is proposed to the Annual General Meeting to distribute a dividend of 0.551 euros gross for each share of the Company entitled to receive it and that is outstanding on the date of the corresponding payment, which is scheduled to take place on July 8, 2026<sup>1</sup>. Likewise, it is proposed to the Annual General Meeting, under item six of the Agenda, the distribution of another dividend of 0.53 euros gross per share charged to free reserves, the distribution of which is scheduled for January 2027, on the date specified by the Board of Directors.

On the other hand, in item seven of the Agenda, it is proposed to the Annual General Meeting to approve the capital reduction announced by means of the corresponding communication of inside information sent to the Spanish National Securities Market Commission on February 19, 2026 (registration number 3099). This capital reduction would be carried out through the redemption of all the shares acquired through the own shares buyback program that, with a maximum net investment of 350,000,000 euros, the CEO resolved to launch on March 9, 2026.

In addition, in item eight of the Agenda, it is proposed to the Annual General Meeting to delegate to the Board of Directors the power to execute in whole or in part and on the occasions it deems most appropriate, or not to execute, a second reduction of share capital through the redemption of up to a maximum of 110,537,433 own shares, equivalent to 10% of the Company's share capital.

---

<sup>1</sup> There may be particularities regarding the payment date for holders of American Depositary Receipts (ADRs).