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The Netherlands

The Hague, March 21, 2024

In accordance with Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, Repsol International Finance B.V. (the “**Company**”) is filing the attached official notice published by Repsol, S.A. regarding the call of the Annual Shareholders’ Meeting 2024, as well as on the proposals regarding shareholder remuneration.

This 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*).

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## Inside information

Madrid, March 20, 2024

The Board of Directors of Repsol, S.A., at its meeting held today, has resolved to call the Annual Shareholders' Meeting to be held at the **Municipal Congress Center**, Avenida de la Capital de España-Madrid, no number, Campo de las Naciones, Madrid, on May 9, 2024, at 12:00 p.m. (CEST), on first call and, at the same place and time, **on May 10, 2024, on second call**, in accordance with the following

### **AGENDA**

#### ***ITEMS REGARDING THE ANNUAL ACCOUNTS, STATEMENT OF NON-FINANCIAL INFORMATION, RESULTS ALLOCATION AND MANAGEMENT BY THE BOARD***

**First.** Review and approval, if appropriate, of the Annual Financial Statements and Management Report of Repsol, S.A. and the Consolidated Annual Financial Statements and Consolidated Management Report, for fiscal year ended 31 December 2023.

**Second.** Review and approval, if appropriate, of the proposal for the allocation of results in 2023.

**Third.** Review and approval, if appropriate, of the Statement of Non-Financial Information for fiscal year ended 31 December 2023.

**Fourth.** Review and approval, if appropriate, of the management of the Board of Directors of Repsol, S.A. during 2023.

**Fifth.** Appointment of the Accounts Auditor of Repsol, S.A. and its Consolidated Group for fiscal year 2024.

#### ***ITEMS REGARDING SHAREHOLDER'S REMUNERATION***

**Sixth.** Distribution of the fixed amount of 0.45 euros 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 establish the terms of distribution for that which may go unforeseen by the General Shareholders' Meeting, to carry out the acts necessary for its execution and to issue as many public and private documents as may be required to fulfil the agreement.

**Seventh.** Approval of a share capital reduction for an amount of 40,000,000 euros, through the redemption of 40,000,000 of the Company's own shares. Delegation of powers to the Board of

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Directors or, as its replacement, to the Delegate Committee or the Chief Executive Officer, to set the other terms for the reduction in relation to everything not determined by the General Shareholders' Meeting, including, among other matters, the powers to redraft 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 that are being redeemed.

**Eighth.** Approval of a capital reduction for a maximum amount of 121,739,605 euros, equal to 10% of the share capital, through the redemption of a maximum of 121,739,605 own shares of the Company. Delegation of powers to the Board or, by substitution, to the Delegate Committee or the Chief Executive Officer, to resolve on the execution of the reduction, and to establish the other terms for the reduction in relation to all matters not determined by the shareholders at the General Shareholders' Meeting, including, among other matters, the powers to redraft articles 5 and 6 of the Company's Bylaws, relating to share capital and shares, respectively, and to request the delisting and derecognition from the accounting records of the shares that are being redeemed.

### ***ITEMS REGARDING REMUNERATION OF THE COMPANY DIRECTORS***

**Ninth.** Advisory vote on the Repsol, S.A. Annual Report on Directors' Remuneration for 2023.

### ***ITEM CONCERNING THE COMPANY'S ENERGY TRANSITION STRATEGY***

**Tenth.** Advisory vote on the Company's energy transition strategy.

### ***ITEM REGARDING GENERAL MATTERS***

**Eleventh.** Delegation of powers to interpret, supplement, develop, execute, rectify and formalize the resolutions adopted by the General Shareholders' Meeting.

Regarding shareholder remuneration, and within the second item of the Agenda, it is proposed to the General Shareholders' Meeting the distribution of a final dividend of 0.5 euros gross per each share of the Company entitled to receive it and that is in circulation on the date of the corresponding payment, which is expected to take place on July 8, 2024<sup>1</sup>. Likewise, it is proposed to the General Shareholders' Meeting, within the sixth item of the Agenda, the payment of another dividend of 0.45 euros gross per share charged to free reserves, which is expected to be distributed in January 2025, on the date that the Board of Directors specifies.

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<sup>1</sup> Holders of American Depositary Shares (ADSs) may have certain specialties with respect to the payment date.

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On the other hand, in addition to the approval of a share capital reduction by means of the redemption of 40,000,000 own shares of the Company envisaged in the seventh item of the Agenda, within the following item (eighth), it is proposed to the General Shareholders' Meeting the delegation to the Board of Directors of the power to execute totally or partially and on the occasions that it deems more convenient, or not to execute, a second capital reduction by means of the redemption of up to a maximum of 121,739,605 own shares, equivalent to 10% of the share capital of the Company.