

## OTHER RELEVANT INFORMATION



### NOTICE OF ANNUAL GENERAL MEETING OF GIGAS HOSTING, S.A.

28 May 2021

Pursuant to article 17 of Regulation (EU) No 596/2014 of the European Parliament and of the Council on market abuse and article 228 of the Consolidated Text of the Spanish Securities Market Act (*texto refundido de la Ley del Mercado de Valores*) approved by Royal Legislative Decree 4/2015, of 23 October, and related provisions, and Circular 3/2020 of the BME Growth Segment of BMT MTF Equity (the “**BME Growth**” segment) on information to be provided by companies admitted to trading in the BME Growth Segment of BME MTF Equity, the Company hereby releases the following relevant information to the market in relation to Gigas Hosting, S.A. (“**Gigas**”, the “**Company**” or the “**Issuer**”) regarding the **call of the Annual General Meeting of Shareholders to be held at the Company's registered office (Avenida de Fuencarral, 44, edificio GIGAS, 28108 Alcobendas (Madrid) on 29 June 2021 at 1:00pm at first call, or 30 June 2021 at second call, at the same venue and time.**

According to the attached call notice and agenda, proposals submitted for approval at the meeting by shareholders include: approval of the 2020 separate and consolidated financial statement, reappointment of EY as the Company's statutory auditor, and approval of a new maximum amount of director remuneration.

In light of the extraordinary circumstances arising from the health crisis, we kindly recommend that shareholders issue proxies or vote remotely, using the Attendance, Proxy and Distance Voting Card found on the Company's website, [gigas.com](http://gigas.com), in the section About Gigas / Investors and Stockholders. Nevertheless, any shareholders wishing to attend in person, must notify the Company at least 72 hours before the meeting, via email to [accionista@gigas.com](mailto:accionista@gigas.com) to ensure compliance with the applicable and recommended health, safety and social distancing measures at the time of the meeting related to the health crisis caused by COVID-19.

Alcobendas (Madrid), 28 May 2021,

Moisés Israel Abecasis  
Chairman of the Board of Directors  
GIGAS HOSTING, S.A.

## **GIGAS HOSTING, S.A.**

### **Call of Annual General Meeting**

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Pursuant to the resolutions adopted by the Board of Directors of Gigas Hosting, S.A. (the "**Company**") at its meeting of 28 May 2021, an Annual General Meeting of the Company's shareholders is called, to be held at the Company's registered office (Avda. de De Fuencarral, 44, edificio GIGAS, 28108 Alcobendas, Madrid), on 29 June 2021, at 1:00pm, at first call, or 30 June 2021, at second call, at the same venue and time, with the following:

#### **AGENDA**

- One.- Examination and approval, as appropriate, of the Company's separate financial statements and management report for the year ended 31 December 2020.**
- Two.- Examination and approval, as appropriate, of the consolidated financial statements and management report of the Gigas Group (the Company and its subsidiaries) for the year ended 31 December 2020.**
- Three.- Examination and approval, as appropriate, of the proposed appropriation of the Company's loss for the year ended 31 December 2020.**
- Four.- Approval, as appropriate, of the corporate management in the year ended 31 December 2020.**
- Five.- Re-election of directors.**
- Six.- Reappointment of auditors**
- Seven.- Amendment of the maximum amount of remuneration of members of the Board of Directors**
- Eight.- Adaptation of the By-laws to Circular 1/2020 on the requirements and procedure for listing on and exclusion from the BME Growth Segment of BMT MTF Equity and Circular 3, 2020 on disclosures required of companies in the BME Growth segment, and articles 6 bis, 6 ter and 6 quater of the By-laws.**
- Nine.- Amendment of the General Meeting Regulations.**
- Ten.- Authorisation to vest the Board of Directors, with express authority to further delegate, powers to increase capital under the terms and within the limits set out in article 297.1.b) of the Spanish Companies Act (*Ley de Sociedades de Capital*), and the powers to waive pre-emptive subscription rights, up to a limit of 20% of share capital at the date of authorisation, under the terms of article 506 of the Spanish Companies Act.**
- Eleven.- Drafting, reading and approval, as appropriate, of the minutes.**

#### **SUPPLEMENTARY NOTICE OF MEETING**

Pursuant to articles 172 of the consolidated text of the Spanish Companies Act (*texto refundido de la Ley de Sociedades de Capital*) approved by Royal Legislative Decree 1/2010, of 2 July (the "**Spanish Companies**

**Act**”), 8 of the Company's By-laws and 6 of the General Meeting Regulations, shareholders representing at least five percent of the share capital may request the publication of a supplementary notice of meeting to include additional agenda items. This right must be exercised by notification by a reliable method received at the registered office within five working days of the date of publication of this notice.

## **RIGHT TO INFORMATION**

Shareholders are hereby informed that, from the publication of this notice of meeting, they have the right to examine and obtain at the registered office or request delivery of copies, free of charge, of the following documents:

- (i) the full text of the proposed resolutions included in the agenda to be submitted by the Board of Directors for approval at the General Meeting;
- (ii) the 2020 separate and consolidated financial statements of the Company and the consolidated group, and the related management and audit reports;
- (iii) the report prepared by the Board of Directors regarding the proposal for the adaptation of the By-laws to Circular 1/2020 on the requirements and procedure for listing on and exclusion from the BME Growth Segment of BMT MTF Equity, and Circular 3, 2020 on information to be provided by companies admitted to trading in the BME Growth Segment of BME MTF Equity, included in agenda item eight;
- (iv) the report prepared by the Board of Directors regarding the proposal for the amendment of the General Meeting Regulations included in agenda item nine; and
- (v) the report prepared by the Board of Directors regarding the proposal for the authorisation of the Board of Directors to increase capital under the terms of article 297.1.b) of the Spanish Companies Act and to waive pre-emptive subscription rights in accordance with article 506 of the Spanish Companies Act, included in agenda item ten.

In accordance with articles 197 of the Spanish Companies Act, 10 of the Company's By-laws and 8 of the General Meeting regulations, shareholders may, from the day of publication of the notice of the General Meeting until the seventh day before the meeting is to be held at first call, request, in writing, any information or clarification or submit any questions they deem necessary regarding the items on the agenda. Also, in the same form and in the same time, shareholders may request information or clarification on publicly available information provided by the Company to the regulator of the BME MTF Equity from the date the latest General Meeting was held.

These requests for information may be made, following accreditation of shareholder status, by delivery of the request to the registered address, by post to the Company's registered address, or by e-mail to [accionista@gigas.com](mailto:accionista@gigas.com). Whatever the means used to issue the requests for information, the request of the shareholder must include the shareholder's full name, and evidence of the shares owned, so that the information can be checked against the list of shareholders and the number of shares in the shareholder's name provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.

The information requested by shareholders shall be provided via the same means as the corresponding request, unless the shareholder indicates another means from among those deemed suitable according to this article. In any event, directors may issue the information via certified mail with acknowledgement of receipt or registered facsimile (*burofax*).

## **RIGHT OF ATTENDANCE AND REPRESENTATION**

In accordance with articles 9 and 11 of the General Meeting Regulations, any shareholders appearing on record as shareholders in the corresponding register of book entries five (5) days in advance of the date scheduled for the meeting may attend. This may be evidenced by the pertinent attendance card or certificate issued by one of the legally authorised entities or any other manner permitted by law. Legal person shareholders must accredit sufficient authority evidencing the powers of the natural person through whom they are exercising their right of attendance.

All shareholders entitled to attend a General Meeting may be represented at the General Meeting by another person, who need not be a shareholder. Proxies must be granted in writing or by the remote means of communication specified below, and issued especially for each General Meeting. The latter requirement shall not apply when the proxy holder is the spouse, ascendant or descendant of the principal, nor when the proxy holder has a general power of attorney by virtue of a public document vesting him/her with powers to administer all the assets that the principal owns in national territory. No shareholder may be represented by more than one proxy holder at a General Meeting.

Proxies issued by remote means of communication shall only be valid by post if (i) the attendance card issued by the depository entity is duly signed and completed by the shareholder; or (ii) the attendance card prepared by the Company, also duly signed by the shareholder and accompanied by certification from the depository entity, are mailed to the registered address. Legal person shareholders must also accredit sufficient authority evidencing the powers of the natural person issuing the proxy remotely.

Shareholders with right to attend and vote may cast their vote on any proposals related to agenda items using the following remote communication means:

- a) By post, sending to the Company the attendance card and ballot issued by the entity(s) overseeing the registration of book-entries or the depository entities, duly signed and completed, or by other written means that, in the opinion of the Board of Directors in a prior resolution adopted and published, allows the identity of the shareholder exercising their right to vote to be duly verified.
- b) By other electronic means, attaching an electronic copy of the attendance card and vote, provided the electronic document through which the right to vote is exercised includes a legally recognised electronic signature used by the shareholder intending to vote remotely, or other type of electronic signature considered suitable by the Board of Directors, based on a previous resolution adopted and published, that provides sufficient guarantees of authenticity and identification of the shareholder exercising their right to vote.

To be valid, votes cast by these systems must be received by the Company at least 24 hours before the date scheduled for the General Meeting at first call. The Board of Directors may specify a shorter period for the receipt of remote votes.

Proxies issued by a shareholder before the shareholder casts their remote vote shall be deemed revoked. Those granted after shall be deemed as not made. Personal attendance to the General Meeting by the shareholder issuing a proxy shall render the proxy void.

Any vote issued through remote means will be invalidated by subsequent and express revocation, within the period established for voting and using the same means for the vote or by attendance to the General Meeting of the shareholder issuing the vote.

### **SPECIAL CIRCUMSTANCES ARISING FROM THE CURRENT HEALTH CRISIS**

As a result of the current health crisis arising from COVID-19, in order to hold the Annual General Meeting of Shareholders and safeguard the health of its shareholders, employees and collaborators, recommends that all shareholders issue proxies at the Extraordinary General Meeting of Shareholders, as provided for in article 9 of the By-laws and article 11 of the General Meeting Regulations, or cast their votes remotely, as provided for in article 12bis of the By-laws and article 23 of the General Meeting Regulations.

Shareholders deciding to attend the Annual General Meeting in person are also asked to inform the Company in writing by post to the registered office at Av. De Fuencarral, 44, edificio 1, 28108 Alcobendas, or e-mail to [accionista@gigas.com](mailto:accionista@gigas.com), at least 72 hours before the General Meeting at first call to comply with the social distancing measures in place or recommended because of the health crisis caused by COVID-19, under which the meeting will be held.

In Alcobendas (Madrid), on 28 May 2021, this notice of meeting, to be published on the same date on the Company's website <https://gigas.com> together with the rest of the supplementary documentation, is signed by

**Moisés Israel Abecasis**  
**Chairman of the Board of Directors**