

Ordinary Annual General Meeting

The English version is a translation of the original in Spanish for information purposes only. In case of discrepancy, the Spanish version will prevail.

2026

Meeting notice

 mapfre

MEETING NOTICE

The Board of Directors of MAPFRE, S.A. (la “**Sociedad**”) convoca Junta General de Accionistas ordinaria que tendrá lugar presencialmente, en **Madrid**, en el **Palacio Municipal de Congresos del Campo de las Naciones** (Avenida de la Capital de España s/n), con posibilidad de asistencia telemática, el día **13 de marzo de 2026**, a las **11:30 horas** en primera convocatoria, previendo que habrá quórum suficiente y no será necesario celebrarla en segunda convocatoria, que queda fijada en los mismos lugar y hora del día 14 de marzo de 2026, con arreglo al siguiente orden del día.

AGENDA

1. Annual accounts, management reports, allocation of profit, and corporate management

- 1.1. Review and approval of the individual and consolidated Annual Accounts and Management Reports for fiscal year 2025.
- 1.2. Approval of the Consolidated Non-Financial Information Statement (NFS) and Sustainability Information of Mapfre S.A. and subsidiary companies, included in the consolidated Management Report for fiscal year 2025.
- 1.3. Approval of the proposed distribution of the result and dividends corresponding to fiscal year 2025.
- 1.4. Approval of the Board of Directors' management during fiscal year 2025.

2. Ratification and reelection of directors.

- 2.1. Reelection of Mr. Antonio Huertas Mejías as executive board director.
- 2.2. Reelection of Ms. María del Pilar Perales Viscasillas as independent board director.
- 2.3. Ratification and reelection of Ms. María de los Ángeles Santamaría Martín as an independent board director.

3. Amendment of the Corporate Bylaws.

- 3.1. Amendment of Articles 5 (The Mapfre Group) and 34 (Powers of the Board of Directors) of the Corporate Bylaws.
- 3.2. Amendment of Article 35 (Composition of the Board of Directors) of the Corporate Bylaws.
- 3.3. Amendment of Article 37 (Term of Office of Directors) of the Corporate Bylaws

4. Referendum on the Annual Report on Board Directors' Remuneration for fiscal year 2025.

5. Authorization for the Board of Directors to acquire treasury shares.

6. Approval and payment of the participation dividend for shareholders attending the Annual General Meeting.

7. Delegation of powers for the interpretation, rectification, supplementation, implementation, development, and formalization in a public deed of the resolutions adopted by the Annual General Meeting.

Pursuant to Article 203 of the Capital Companies Act, the Board of Directors has resolved to require the presence of a notary public to draw up the minutes of the Annual General Meeting.

FINANCIAL INCENTIVE FOR PARTICIPATION IN THE ANNUAL GENERAL MEETING

In order to promote the effective involvement of the Company's shareholders in corporate life and, in particular, to encourage and stimulate their participation in and attendance at the Annual General Meeting, the Board of Directors submits for approval by the Meeting, under item 6 of the agenda, the payment of a cash dividend linked to shareholder participation in the Annual General Meeting.

The dividend amount is 0.0015 euros gross per outstanding share and shall be paid to those shareholders who are recorded as holders of the Company's shares in their own name in the corresponding book-entry register five days prior to the date of the Annual General Meeting (record date), provided that the Annual General Meeting approves such incentive and resolves to pay it. Payment of the dividend shall be subject to the condition that the quorum for the constitution of the Annual General Meeting reaches 85% of the share capital.

Shareholders are also informed that, as in recent years, no commemorative gift will be distributed.

SUPPLEMENT TO THE NOTICE OF THE ANNUAL GENERAL MEETING

Shareholders representing, individually or jointly, at least three percent of the share capital may: (i) request the publication of a supplement to the notice of the Annual General Meeting, including one or more additional items on the agenda, provided that such new items are accompanied by a justification or, where applicable, by a duly reasoned proposed resolution; and (ii) submit duly reasoned proposed resolutions on matters already included, or that should be included, on the agenda of the notice.

These rights must be exercised by means of a reliable notice sent to the Company's registered office within five days following publication of this notice of call.

RIGHT TO INFORMATION

From the date of publication of the notice of call and until the date of the Annual General Meeting, the following documents, which are legally required or which the Company has otherwise deemed appropriate to publish on a voluntary basis, shall be made available to shareholders, together with this notice of call, at the Company's registered office and on its corporate website (www.mapfre.com):

- The full text of the proposed resolutions to be submitted to the Annual General Meeting under each item on the agenda.
- The Individual and Consolidated Annual Financial Statements and Management Reports of the Company for fiscal year 2025, together with the respective auditors' reports.
- The Consolidated Non-Financial Information Statement and Sustainability Information of MAPFRE S.A. and subsidiaries for fiscal year 2025 (included in the consolidated Management Report), together with the corresponding Independent External Verification Report.
- The Annual Corporate Governance Report for fiscal year 2025.
- The report of the Board of Directors relating to the ratification of appointments and the reelections of directors proposed under item 2 of the agenda, including an assessment of the competence, experience, and merits of the candidates, as well as the full text of the proposed resolutions to be submitted to the Annual General Meeting under said agenda item.
- The proposals and report of the Appointments and Remuneration Committee relating to the ratification of appointments and the reelections of directors proposed under item 2 of the agenda, including the personal and professional profile of each candidate.

- The report of the Board of Directors on the amendments to the *Bylaws* proposed under item 3 of the agenda, including the full text of the proposed resolutions to be submitted to the Annual General Meeting.
- Annual Report on Board Directors' Remuneration for fiscal year 2025.
- The report of the Board of Directors on the amendments introduced into the *Board of Directors' Regulations* since the last Annual General Meeting (i.e., since March 14, 2025).
- The annual report of the Audit Committee for fiscal year 2025, including information on its composition and activities.
- The annual report of the Appointments and Remuneration Committee for fiscal year 2025, including information on its composition and activities.
- The Audit Committee report on related-party transactions for fiscal year 2025.
- The Audit Committee report on the independence of the accounts auditor for fiscal year 2025.
- The proxy and voting card template, consisting of a single document with three separate sections for attendance, proxy representation, and remote voting.
- The consolidated versions currently in force of the *Corporate Bylaws* and the *Regulations of the Annual General Meeting*.
- Information on the total number of shares and voting rights as of the date of publication of this notice of call.
- A document describing the procedure for remote attendance at the Annual General Meeting.
- A document describing the procedure for exercising proxy representation and remote voting prior to the Annual General Meeting.
- A document relating to shareholders' right to information in connection with the holding of the Company's Annual General Meetings.
- Frequently asked questions and answers regarding the holding of the Annual General Meeting.

Shareholders may request the Company to provide or send these documents free of charge by submitting a request by post to the registered office (Carretera de Pozuelo, no. 52, Edificio 1, 28222, Majadahonda, Madrid), for the attention of the Analyst and Investor Relations Area, or by email to oficinadelaccionista@mapfre.com or IR@mapfre.com.

Additionally, up to the fifth day prior to the date scheduled for the Annual General Meeting, shareholders may submit questions or request such information or clarifications as they deem necessary regarding: (i) the matters included on the agenda of the notice of call; (ii) the information accessible to the public that the Company has provided to the Spanish National Securities and Exchange Commission since the Annual General Meeting immediately preceding this one (that is, since March 14, 2025); and (iii) the reports issued by the accounts auditor on the annual accounts, both individual and consolidated, and by the sustainability information verifier, corresponding to fiscal year 2025. More detailed information on shareholders' information rights in connection with the holding of the Annual General Meeting is available on the Company's corporate website (www.mapfre.com).

THE ELECTRONIC SHAREHOLDERS' FORUM

Pursuant to Article 539.2 of the *Capital Companies Act*, from the publication of this notice of call until the holding of the Annual General Meeting, an Electronic Shareholders' Forum will be enabled on the Company's corporate website (www.mapfre.com).

RIGHT OF ATTENDANCE

Shareholders holding 1,000 or more shares of the Company shall be entitled to attend the Annual General Meeting. To exercise the right to attend, shareholders must have their shares recorded in their name in the corresponding book-entry register at least five days prior to the date on which the Annual General Meeting is held (that is, March 6, 2026, if, as scheduled, the Annual General Meeting is held on first call).

Shareholders holding fewer shares may delegate their representation to a shareholder entitled to attend, vote remotely prior to the meeting, or group together to reach at least such number, appointing one representative from among the grouped shareholders.

IN-PERSON ATTENDANCE AT THE ANNUAL GENERAL MEETING

In order to attend the Annual General Meeting, shareholders must obtain the attendance card issued by the custodian institutions or the card made available by the Company through its corporate website (www.mapfre.com) under "Annual General Meeting" in the "Corporate Governance" section, in the area dedicated to the 2026 Annual General Meeting.

Where representation is delegated, the proxy card must be duly completed.

Shareholders (or their representatives) attending the meeting in person must duly identify themselves to the Company's staff prior to the commencement of the Annual General Meeting and submit the completed and signed attendance card (or proxy card).

REMOTE ATTENDANCE AT THE ANNUAL GENERAL MEETING

Pursuant to the authority conferred by Articles 15.1 and 34 of the *Regulations of the Annual General Meeting*, the Board of Directors has approved the following procedure for remote attendance at the Annual General Meeting.

■ Prior registration of shareholders and accreditation of proxy representation

■ Prior registration of shareholders

The Company will make available the Remote Attendance Platform in the area dedicated to the 2026 Annual General Meeting, under "Annual General Meeting" in the "Corporate Governance" section of its corporate website (www.mapfre.com), where the instructions for remote attendance at the Annual General Meeting will be available.

Shareholders (or their proxies) wishing to attend the Annual General Meeting remotely must register on the Remote Attendance Platform between 8:00 a.m. and 11:30 a.m. on the day the Annual General Meeting is held (that is, March 13, 2026, if the Annual General Meeting is held on first call, or, where applicable, the following day, March 14, 2026, if it is held on second call). No registrations for remote attendance will be accepted after 11:30 a.m.

Shareholders (or their representatives) must verify their identity on the Remote Attendance Platform using one of the following means: (i) a valid electronic National Identity Document; (ii) a

recognized electronic certificate that has not been revoked, issued by the Spanish National Mint (Fábrica Nacional de Moneda y Timbre – FNMT); or (iii) credentials (username/password).

To obtain credentials (username/password):

(a) shareholders must request them at least twenty-four hours prior to the holding of the Annual General Meeting on first call (that is, before 11:30 a.m. on March 12, 2026), by completing the credential request form available for this purpose on the Electronic Voting and Proxy Platform enabled on the Company's corporate website (www.mapfre.com); and (b) representatives must request them by sending an email to juntageneral@mapfre.com, once they have accredited their proxy authority in accordance with the provisions set out below in this notice.

The Company reserves the right to request from shareholders (or their representatives) any additional means of identification it deems necessary to verify their status as shareholder or proxy holder and to ensure the authenticity of attendance.

Once the shareholder (or their representative) has accessed the Remote Attendance Platform, they may attend and vote in the Annual General Meeting through real-time remote means of communication.

Shareholders (or their representatives) attending remotely may follow the entire proceedings of the Annual General Meeting, which will be broadcast live through the Remote Attendance Platform and on the Company's corporate website www.mapfre.com, without prejudice to its recording and public dissemination through said website.

Shareholders' remote attendance shall be equivalent to in-person attendance at the Annual General Meeting.

If the Annual General Meeting cannot be held on first call due to the lack of a sufficient quorum, the shareholder (or their representative) must complete the registration process again on the Remote Attendance Platform in order to be recorded as attending the Annual General Meeting held on second call.

■ Accreditation of proxy representation

For a corporate shareholder to be able to register on the Remote Attendance Platform and attend the Annual General Meeting remotely, the attorney-in-fact acting on behalf of the corporate shareholder must first accredit their proxy authority and identity before the Company by sending (addressed to the General Counsel, at Carretera de Pozuelo, No. 52, Edificio 1, 28222 Majadahonda, Madrid, or by email to juntageneral@mapfre.com) the attendance card issued by the custodian institution or the card made available by the Company on its corporate website (www.mapfre.com), duly completed and signed, together with a copy of an official document evidencing the identity of the proxy and the document evidencing the powers authorizing the proxy to act on behalf of the corporate shareholder. The Company must receive such documentation at least twenty-four hours prior to the holding of the Annual General Meeting on first call.

For a proxy of a shareholder to be able to register on the Remote Attendance Platform and attend the Annual General Meeting remotely, the proxy must accredit the proxy appointment (unless the proxy has been granted by electronic means) and their identity before the Company, by sending (addressed to the General Counsel, at Carretera de Pozuelo, No. 52, Edificio 1, 28222 Majadahonda, Madrid, or by email to juntageneral@mapfre.com) the proxy card issued by the custodian institution or the card made available by the Company on its corporate website (www.mapfre.com), duly completed and signed, together with a copy of an official document evidencing the identity of the proxy. The Company must receive such documentation at least twenty-four hours prior to the holding of the Annual General Meeting on first call.

Once the documentation has been received and verified, the shareholder's representative may register and attend the Annual General Meeting remotely, provided that they comply with the access and identification requirements set out in this notice of call and in the document relating to the procedure for remote attendance at the Annual General Meeting published on the Company's corporate website (www.mapfre.com).

Without prejudice to the above verification, representatives must register on the Remote Attendance Platform and accredit themselves as remote attendees under the same terms applicable to shareholders.

■ **Interventions during the meeting and voting rights**

■ **Interventions during the meeting**

Any shareholder (or their representative) attending the Annual General Meeting remotely who, during the Meeting, wishes to: (i) request such information or clarifications as they deem necessary regarding the matters included on the agenda of the notice of call, or regarding publicly available information that the Company has provided to the Spanish National Securities and Exchange Commission since the immediately preceding Annual General Meeting (that is, since March 14, 2025), or regarding the accounts auditors' reports on the individual and consolidated annual accounts, and the sustainability information verifier's report, for fiscal year 2025; and/or (ii) submit proposals, under the terms and in accordance with applicable regulations, must indicate their intention to intervene at the time of registration, in the manner provided for on the Remote Attendance Platform.

Interventions, requests for information or clarification, and, where applicable, proposed resolutions must be submitted in writing through the link enabled for this purpose on the Remote Attendance Platform, from the time of registration and before the speaking period begins, which will be duly announced during the course of the Annual General Meeting.

In the event that shareholders (or their representatives) wish for their intervention to be recorded in the meeting minutes, they must so state clearly and expressly in the heading of their written notification.

Valid requests for information or clarification regarding the matters referred to above in this section, duly submitted by shareholders (or their representatives) attending the Annual General Meeting remotely, where appropriate, shall be answered orally during the Annual General Meeting or in writing within seven days following its date, in accordance with the provisions of the *Ley de Capital Companies Act* and the *Regulations of the Annual General Meeting*.

■ **Voting rights**

Shareholders (or their representatives) attending the Annual General Meeting remotely may exercise their voting rights through the voting form made available for this purpose on the Remote Attendance Platform, from the time the Chairman declares the meeting to be validly constituted until the moment the voting on the proposed resolutions during the Annual General Meeting is declared closed, as will be duly indicated during the course of the meeting.

PROXY AND REMOTE VOTING PRIOR TO THE ANNUAL GENERAL MEETING

Pursuant to the authority conferred by Articles 15.1, 18.12, and 19 of the *Regulations of the Annual General Meeting*, the Board of Directors has approved the following procedure for the exercise of proxy and voting rights by means of distance communication prior to the Annual General Meeting.

■ Right to representation

The right to attend the Annual General Meeting may be delegated in favor of another person, whether or not that person is a shareholder. Proxy appointment must be granted specifically for each Annual General Meeting, by any of the means indicated below.

A shareholder may not have more than one proxy at the Annual General Meeting.

■ Casting of votes prior to the Annual General Meeting

Shareholders may exercise their voting rights prior to the Annual General Meeting, without attending the Meeting, by using any of the means indicated below. Shareholders who cast their votes in this manner shall be deemed present for the purposes of quorums and the valid constitution of the Annual General Meeting.

■ Means for granting proxy and casting votes prior to the Annual General Meeting

■ The postal service

Shareholders wishing to delegate their representation or cast their vote remotely may do so by completing the proxy card or remote voting card issued by the custodian institution or the card made available by the Company to shareholders through its corporate website (www.mapfre.com) under "Annual General Meeting" in the "Corporate Governance" section, in the area dedicated to the 2026 Annual General Meeting.

The original card, duly completed and signed, must be sent by postal mail to the registered office (Carretera de Pozuelo, No. 52, Edificio 1, 28222 Majadahonda, Madrid), for the attention of the General Counsel, together with a copy of an official document evidencing the shareholder's identity. In the case of corporate shareholders, the Company reserves the right to additionally request a copy of the document evidencing the proxy representation.

■ Online through the Company's corporate website

The granting of a proxy or the casting of a remote vote may be carried out electronically through the Electronic Voting and Proxy Platform enabled for this purpose on the Company's corporate website (www.mapfre.com). Detailed instructions on the procedure to be followed by shareholders for the exercise of these rights are available on said website.

Shareholders must certify their identity using: (i) a valid electronic National Identity Document; (ii) a recognized electronic certificate, not revoked, issued by the Fábrica Nacional de Moneda y Timbre (FNMT); or (iii) credentials (username/password) that the shareholder will receive from the Company at the email address provided when completing the credential request form available for this purpose on the Electronic Voting and Proxy Platform enabled on the Company's corporate website (www.mapfre.com), following verification of their identity.

The Company reserves the right to request from shareholders (and, in the case of proxy voting, from their representatives) any additional means of identification it deems necessary in order to verify their status as shareholder or representative and to ensure the authenticity of the proxy and the remote vote cast prior to the Annual General Meeting.

■ Common rules applicable to the exercise of proxy and remote voting rights prior to the Annual General Meeting

■ **Proxy and remote voting rights:** Shareholders exercising proxy and remote voting rights prior to the Annual General Meeting must have their shares registered in their name in the corresponding

book-entry register at least five days prior to the date of the Annual General Meeting (that is, March 6, 2026, if, as expected, the Annual General Meeting is held on first call).

- **Corporate shareholders:** Corporate shareholders and shareholders who are not resident in Spain may contact the Company at the email: juntageneral@mapfre.com to inquire about the possibility of adapting, where appropriate and with due safeguards, the mechanisms for remote voting and proxy appointment to their specific circumstances.

In addition, in the case of corporate shareholders, the Company reserves the right to require evidence of the sufficiency and validity of the powers of the natural person acting on behalf of the shareholder.

- **Receipt deadline by the Company:** For proxy appointments and votes cast by any of the remote communication means indicated in this notice of call to be valid, they must be received by the Company at least twenty-four hours prior to the holding of the Annual General Meeting, on first or second call, as applicable.
- **Completion of the remote voting card:** If no voting instructions are indicated on the remote voting card, the shareholder shall, in all cases, be deemed to vote in favor of the proposed resolutions submitted by the Board of Directors under each item on the agenda.

ORDER OF PRECEDENCE IN THE EVENT OF PROXY, REMOTE VOTING AND ATTENDANCE AT THE ANNUAL GENERAL MEETING

- In-person attendance by the shareholder shall invalidate any action carried out remotely through the Remote Attendance Platform.
- In-person or remote attendance by the shareholder at the Annual General Meeting shall render ineffective any proxy granted prior to the meeting or any remote vote cast prior to the Annual General Meeting that had been communicated to the Company.
- Proxies and votes cast by remote communication means are always revocable and must be expressly revoked through the same means used for their issuance, within the deadline established for their submission.
- Regardless of the means used for its submission, a vote shall render ineffective any proxy (electronic or postal), whether granted previously, which shall be deemed revoked, or subsequently, which shall be deemed not to have been granted.
- If the shareholder has granted several proxies or cast remote votes with different instructions, whether by postal or electronic means, the action carried out most recently shall prevail.

OTHER MATTERS

- Cards for attendance, proxy or remote voting: for these purposes, "cards" shall be deemed to include: (i) the card template, which consists of a single document with three separate sections for the exercise of attendance, proxy and remote voting rights, made available by the Company to its shareholders through its corporate website (www.mapfre.com); (ii) the cards issued by custodian institutions; and (iii) any other equivalent means of accreditation or document that the Company considers to have sufficient validity for these purpose.
- **Reservation of rights:** the Company reserves the right to temporarily suspend or adjourn the Annual General Meeting, as well as to modify, suspend, cancel or restrict the mechanisms enabled for remote attendance at the Annual General Meeting or for the exercise of proxy and remote

voting –or to interrupt, suspend, restrict, or cancel their use– where required or justified for technical or security reasons or due to the occurrence of extraordinary circumstances.

- **Safekeeping of electronic signature, credentials, and cards: It is the sole responsibility of the shareholder (or the shareholder's proxy) to properly safeguard and make appropriate use of their electronic signature and the credentials (username/password) provided by the Company, as well as the cards for attendance, proxy appointment and remote voting provided by custodian institutions or by the Company.**
- **Incidents:** the Company shall not be liable for any loss or damage that may be caused to shareholders (or their representatives) as a result of the temporary unavailability of its corporate website (www.mapfre.com), or of breakdowns, overloads, line failures, connection failures, or any other event of the same or similar nature beyond the Company's control that prevents or hinders the use of electronic mechanisms. Accordingly, such circumstances shall not constitute an unlawful deprivation of the shareholder's rights to attend or participate.

SUSTAINABLE EVENT

The Annual General Meeting will be certified as a sustainable event in accordance with ISO 20121, the standard for event sustainability management systems. This certification implies that both the planning and the conduct of the meeting take into account inclusive labor criteria, respect for diversity, and environmental protection. The Asociación Española de Normalización y Certificación (AENOR) will be the body responsible for certifying that the Annual General Meeting complies with the requirements of the aforementioned standard.

Among its objectives are, for example, optimizing the consumption of resources such as water and energy; minimizing waste generation; and raising awareness among attendees and staff involved in the organization of the event regarding responsible consumption. The Company has also undertaken to promote inclusion, enhance equal opportunities and foster accessibility. To this end, it will engage support staff selected in accordance with equality and inclusion criteria; will seek to facilitate simultaneous translation of the proceedings of the meeting into languages other than Spanish, as well as simultaneous sign-language interpretation; and will ensure barrier-free access for persons with reduced mobility.

The Annual General Meeting will be carbon neutral, meaning that the Company will offset the tons of CO₂ emissions generated through the financing of a reforestation project to be carried out in Spain.

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Madrid, February 11, 2026

General Counsel and Secretary of the Board of Directors

DATA PROTECTION

The information and/or personal data provided by the shareholder or their representative, as well as any data obtained during the course of the Annual General Meeting—including voice and image—through videos, photographs, forms or any other means, will be processed by MAPFRE S.A. for the purposes detailed in the document entitled “Additional Information on Data Protection” (https://www.mapfre.com/statics/clausulas/anuncioconvocatoria_jg_tematica_2capa.pdf).

Where the data provided relate to natural persons other than the shareholder or their representative, the latter warrant, as applicable, that they have obtained the consent of such persons prior to providing the data and that they have informed them in advance of the data protection terms set out in this section.

Likewise, if the data provided belong to minors, the shareholder, as holder of the parental rights or guardianship of the minor, expressly authorizes the processing of said data under the terms set out in “Additional Information on Data Protection.”.

Basic Information on Data Protection

Controller	MAPFRE S.A. (“Mapfre”)
Purposes	<ol style="list-style-type: none"> 1. Organization, implementation, dissemination and publication of the Annual General Meeting. 2. Processing of remote attendance at the Annual General Meeting of MAPFRE S.A., in accordance with the terms established under applicable law and the procedure approved by the Board of Directors for real-time remote attendance at the Annual General Meeting, available on the corporate website of MAPFRE S.A. (www.mapfre.com). 3. Comprehensive and centralized management of your relationship with the Mapfre Group.
Legal basis	<ul style="list-style-type: none"> ■ Compliance with legal obligations in the organization and implementation of the Annual General Meeting. ■ Legitimate interest of MAPFRE S.A. in the dissemination and publication of the Annual General Meeting and in the comprehensive and centralized management of your relationship with the Mapfre Group.
Recipients	Data may be disclosed to third parties and/or transferred to third countries under the terms specified in “Additional Information on Data Protection”.
Rights	Users may exercise their rights of access, rectification, deletion, restriction, objection and portability, as detailed in “Additional Information on Data Protection.”