

# 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

FAQs

 mapfre

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## FAQs

The purpose of this questions-and-answers document is to inform shareholders and facilitate the exercise of their rights in connection with the Annual General Meeting of MAPFRE S.A. (“the **Company**”), which is scheduled to be held on March 13, 2026, on first call.

### 1. On what date and at what time will the next Annual General Meeting be held?

The Annual General Meeting is scheduled to be held on March 13, 2026, at 11:30 a.m., on first call. It is expected that the required quorum will be met and that it will therefore not be necessary to hold the meeting on second call.

### 2. Where will the Annual General Meeting be held?

The Annual General Meeting will take place in Madrid at the Palacio Municipal de Congresos del Campo de las Naciones (Avenida de la Capital de España, s/n).

### 3. Where can I view the notice of call of the Annual General Meeting?

The notice of call of the Annual General Meeting will be available on the website of the Spanish National Securities and Exchange Commission ([www.cnmv.es](http://www.cnmv.es)), on the Company’s corporate website ([www.mapfre.com](http://www.mapfre.com)) and in the newspapers *Cinco Días* and *Expansión* dated February 12, 2026.

### 4. What proposed resolutions will be submitted to the Annual General Meeting?

The proposed resolutions to be submitted to the Annual General Meeting may be consulted in the section dedicated to the **2026 Annual General Meeting** on the Company’s corporate website ([www.mapfre.com](http://www.mapfre.com)).

### 5. Who may submit a supplement to the notice of call? What is the procedure for doing so?

Shareholders representing at least three percent of the share capital may request, by means of a verifiable communication sent to the Company’s registered office (Carretera de Pozuelo, no. 52, Edificio 1, 28222 Majadahonda, Madrid), for the attention of the General Counsel, the inclusion of new items on the agenda of the Annual General Meeting, provided that the new items are accompanied by a justification or, as applicable, a duly substantiated proposed resolution.

In addition, they may submit substantiated proposed resolutions regarding matters already included or that should be included on the agenda of any Annual General Meeting that has been called.

The request must be received within five days following publication of the notice of call and must include the name or corporate name of the requesting shareholder, together with documentation evidencing their status as a shareholder.

## 6. Where and how can shareholders obtain documentation relating to the Annual General Meeting?

The documentation relating to the Annual General Meeting is available on the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)) in the section dedicated to the **2026 Annual General Meeting** and at the Company's registered office (Carretera de Pozuelo, no. 52, Edificio 1, 28222 Majadahonda, Madrid), during the following hours:

- Monday to Thursday: from 8:30 a.m. to 1:00 p.m., and from 2:00 p.m. to 4:00 p.m.
- Friday: from 8:30 a.m. to 2:00 p.m.

Likewise, shareholders may request the free delivery or mailing of such documentation by submitting a request by post addressed to the registered office (Carretera de Pozuelo, n.º 52, Edificio 1, 28222, Majadahonda, Madrid), for the attention of the Analyst and Investor Relations Area, or by email to [oficinadelaccionista@mapfre.com](mailto:oficinadelaccionista@mapfre.com) or [IR@mapfre.com](mailto:IR@mapfre.com).

Additionally, such documentation will be available at the place and on the date scheduled for the Annual General Meeting.

## 7. What cards may shareholders use to exercise their rights of attendance, proxy representation, and remote voting?

In order to exercise their rights of attendance, proxy representation, and remote voting, shareholders may use:

- (i) the card template made available by the Company on its corporate website ([www.mapfre.com](http://www.mapfre.com)), which consists of a single document with three separate sections for exercising the rights of attendance, proxy representation, and remote voting;
- (ii) the cards issued by the custodian institutions; and
- (iii) any other equivalent means of accreditation or document that the Company deems to have sufficient validity for these purposes.

References made in the notice of call and in the other documentation relating to the Annual General Meeting to the "attendance card," the "proxy card," and the "remote voting card" made available by the Company to shareholders on its corporate website ([www.mapfre.com](http://www.mapfre.com)) shall be understood to refer to the card template mentioned in item (i) of the preceding paragraph. Shareholders need only complete the section of such card template corresponding to the method by which they wish to participate in the Annual General Meeting (attendance, proxy representation, or remote voting):

## 8. Is there a minimum number of shares required to attend the Annual General Meeting?

Only shareholders who, individually or jointly with other shareholders, hold at least 1,000 shares may attend the Annual General Meeting (in person or remotely), provided that such shares are registered in their name in the relevant book-entry register at least five days prior to the date of the meeting (that is, March 6, 2026, if, as expected, the Annual General Meeting is held on first call).

Shareholders holding a smaller number of shares than indicated above may participate in the Annual General Meeting in the manner described in the answer to question 18.

**9. How many votes do shareholders have at the Annual General Meeting?**

Each share confers the right to one vote.

**10. What documentation do I need to attend the Annual General Meeting in person?**

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](http://www.mapfre.com)) under “Annual General Meeting” in the “Corporate Governance” section, in the area dedicated to the **2026 Annual General Meeting**.

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).

**11. How can shareholders attend the Annual General Meeting remotely?**

To attend the Annual General Meeting remotely, shareholders must register on the Remote Attendance Platform, located in the section dedicated to the **2026 Annual General Meeting** of the Company’s corporate website ([www.mapfre.com](http://www.mapfre.com)), where instructions for remote attendance at the Annual General Meeting will also 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) the shareholder 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 access-code request form made available for this purpose on the Electronic Voting and Proxy Platform enabled on the Company’s corporate website ([www.mapfre.com](http://www.mapfre.com)); and (b) the proxy holder must request them by sending an email to [juntageneral@mapfre.com](mailto:juntageneral@mapfre.com), once their proxy has been duly evidenced in accordance with the provisions set out below in this notice.

In addition to the foregoing, representation must be evidenced in the terms indicated in the answers to questions 14 and 15, as applicable.

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

For further details regarding registration for shareholders’ remote attendance at the Annual General Meeting, please refer to the document published on the Company’s corporate website ([www.mapfre.com](http://www.mapfre.com)) relating to the procedure for remote attendance at the Annual General Meeting.

**12. Is there a system for broadcasting the Annual General Meeting?**

The Annual General Meeting will be broadcast live.

Access to this broadcast will be available through the Remote Attendance Platform and the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)), via a link enabled for this purpose.

**13. If there are joint holders of shares, how many of them may attend the Annual General Meeting?**

In the case of in-person attendance, only one of the joint holders will have the right to attend the Annual General Meeting and to vote, and the joint holder attending will be deemed to have been designated by the remaining joint holders to exercise the shareholder's rights.

In the case of remote attendance, the joint holder who first registers on the Remote Attendance Platform will be deemed to be attending the Annual General Meeting and will be entitled to exercise the rights of participation, information, proposal, and voting corresponding to the jointly held shares.

**14. If the shareholder is a legal person, what documentation must be provided in order to attend the Annual General Meeting?**

For in-person attendance, the representative must provide proof of their identity as well as the representation they hold through a document confirming such representation (*i.e.*, power of attorney).

In the event of remote attendance, the proxy acting on behalf of the corporate shareholder must previously evidence their representation and identity to the Company by sending (for the attention of the General Counsel, at Carretera de Pozuelo, n.º 52, Edificio 1, 28222 Majadahonda, Madrid, or by email to [juntageneral@mapfre.com](mailto:juntageneral@mapfre.com)) the attendance card issued by the custodian institution or the card made available by the Company to shareholders on its corporate website ([www.mapfre.com](http://www.mapfre.com)), duly completed and signed, together with a copy of an official document evidencing their identity and the document evidencing the powers authorizing them 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.

Once the documentation has been received and verified, the corporate 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](http://www.mapfre.com)).

Without prejudice to such accreditation, representatives must also register themselves in the Remote Attendance Platform and be accredited as remote attendees under the same terms as the shareholders.

**15. How can a shareholder be represented at the Annual General Meeting?**

Any shareholder entitled to attend the Annual General Meeting may appoint another person to represent them at the meeting, even if the latter is not a shareholder.

In the case of in-person attendance, proxy representation may be granted by completing the proxy card issued by the custodian institution or the card made available by the Company to shareholders on its corporate website, in the space dedicated to the [2026 Annual General Meeting](#).

The proxy card includes a space reserved for indicating the name of the person to whom the vote is delegated.

In order to access the Annual General Meeting, the proxy must present the proxy card indicating that the proxy has been granted in their favor and, for identification purposes, must present an official document evidencing their identity.

In the case of remote attendance, the proxy (unless the proxy has been granted by electronic means) and the identity of the proxy must be evidenced to the Company by submitting (for the attention of the General Counsel, at Carretera de Pozuelo, No. 52, Building 1, 28222 Majadahonda, Madrid, or by email to: [juntageneral@mapfre.com](mailto:juntageneral@mapfre.com)) the proxy card issued by the custodian institution or the card made available by the Company to shareholders on its corporate website ([www.mapfre.com](http://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 proxy may register and attend the Annual General Meeting remotely, provided that they meet the access and identification requirements set out in the 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](http://www.mapfre.com)).

Without prejudice to such accreditation, representatives must also register themselves in the Remote Attendance Platform and be accredited as remote attendees under the same terms as the shareholders.

#### 16. Is there an attendance premium?

The Annual General Meeting will be asked to approve a cash dividend (under item 6 of the agenda) in the form of a *participation dividend* linked to shareholder involvement in the meeting. The dividend, charged to unrestricted reserves, would amount to a gross 0.0015 euros per share, subject to the condition that the quorum for the valid constitution of the 2026 Ordinary Annual General Meeting reaches 85% of the share capital. The amount corresponding to treasury stock will be applied on a proportional basis to the remaining shares.

If the conditions established for the payment of the *participation dividend* are met, it will be paid on the date determined by the Company's Board of Directors within the period from March 14 to March 30, 2026, to those who have the Company's shares registered in their name in the book-entry records five days prior to the date on which the Annual General Meeting is held (*record date*).

#### 17. Will a gift be distributed?

No. As in recent years, no commemorative gift will be distributed.

#### 18. How can shareholders with fewer than 1,000 shares participate in the Annual General Meeting?

Shareholders holding fewer than 1,000 shares without the right to attend the Annual General Meeting may:

- Exercise remote voting prior to the meeting, in the manner indicated in the answer to question 20 and the following questions.
- Grant proxy representation in the manner indicated in the answers to questions 19, 21, and the following questions.

- Group together with other shareholders until reaching the required number of shares, in which case the grouped shareholders must grant their representation to one of them. The grouping shall be carried out especially for each Annual General Meeting.

Grouped shareholders shall confer their representation in writing to one of them and inform the Secretary of the Board of Directors at least five days prior to the Annual General Meeting. Such notification shall be made by means of a letter addressed to the registered office (Carretera de Pozuelo, No. 52, Edificio 1, 28222 Majadahonda, Madrid), signed by all grouped shareholders, which must state the name and acceptance of the shareholder representative, who shall be the person exercising the voting right on behalf of all grouped shareholders.

This representative shall be the person entitled to attend the Annual General Meeting and exercise the voting right on behalf of all grouped shareholders.

#### 19. May proxy representation be granted through remote communication means?

Yes. The remote communication means enabled to grant proxy representation are postal mail and the system made available on the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)).

##### ■ The postal service

Proxy representation shall be granted by completing the proxy card issued by the custodian institution or the card made available by the Company to shareholders through its corporate website ([www.mapfre.com](http://www.mapfre.com)) under "Annual General Meeting" in the "Corporate Governance" area, in the space 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

Proxy appointments may be made electronically through the Electronic Voting and Proxy Platform made available for this purpose in the section relating to the **2026 Annual General Meeting** on the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)). In that section, the procedure to be followed by shareholders to grant proxy representation is explained in detail.

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](http://www.mapfre.com)), following verification of their identity.

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

No more than one proxy shall be permitted at the Annual General Meeting.

**20. May shareholders vote by remote communication means prior to the Annual General Meeting?**

Yes. The remote communication means enabled for remote voting prior to the Annual General Meeting are postal mail and the system made available on the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)).

- **The postal service**

Shareholders wishing to cast their vote remotely prior to the Annual General Meeting may do so by completing the 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](http://www.mapfre.com)) under "Annual General Meeting" in the "Corporate Governance" section, in the space 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 remote vote prior to the Annual General Meeting may be cast electronically through the Electronic Voting and Proxy Platform enabled for this purpose on the Company's corporate website, in the section related to the **2026 Annual General Meeting** ([www.mapfre.com](http://www.mapfre.com)). In that section, the procedure to be followed by shareholders to cast their remote vote prior to the Annual General Meeting is explained in detail.

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](http://www.mapfre.com)), following verification of their identity.

The Company reserves the right to request from shareholders any additional identification means it deems necessary to verify their status as shareholders and to ensure the authenticity of remote voting prior to the Annual General Meeting.

**21. What is the deadline for the Company's receipt of proxies and votes cast prior to the Annual General Meeting through remote communication means?**

For validity purposes, proxies and votes cast prior to the Annual General Meeting through any of the enabled remote communication means 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.

**22. What precedence rules apply to proxies and votes cast prior to the Annual General Meeting through remote communication means?**

Proxies and votes cast prior to the holding of the Annual General Meeting through remote communication means are always revocable and must be expressly revoked, through the same means used for their submission, within the deadline established for such submission.

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.

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.

**23. What happens if the shareholder does not indicate the direction of their vote on the remote voting card?**

If the direction of the vote is not 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.

**24. What happens if the shareholder does not indicate the name of their proxy on the proxy card?**

If the proxy card does not include the name of the individual or legal person to whom the proxy is granted, the proxy shall be deemed to have been granted to the Chairman of the Board of Directors (or, where applicable, the person substituting the Chairman at the Annual General Meeting).

**25. How are resolutions adopted at the Annual General Meeting?**

Resolutions shall be adopted by a simple majority of votes of the shareholders present or represented at the meeting. Accordingly, a resolution shall be deemed adopted when it receives more votes in favor than against, except in cases where the law, the *Corporate Bylaws*, or the *Regulations of the Annual General Meeting* require a qualified favorable vote.

As a general rule, the process for adopting resolutions shall follow the order of business set out in the notice of call. First, the resolutions proposed by the Board of Directors in each case shall be put to a vote, and then, if necessary, votes shall be taken on those items formulated by other proponents and those relating to items on which the Annual General Meeting may resolve even though they are not on the agenda, with the Chairman of the Annual General Meeting deciding the order in which they shall be put to a vote. Unless the Chairman of the Annual General Meeting decides to proceed differently, once a proposed resolution has been approved, all others related to the same subject that are incompatible with it shall automatically lapse, and therefore no vote shall be taken.

The following system shall be followed for voting on proposed resolutions, without prejudice to the powers of the Chairman of the Annual General Meeting to use other alternative procedures and systems:

- a) When voting on proposed resolutions relating to matters included on the agenda of the notice of call, votes in favor of the proposed resolution submitted for voting shall be deemed to be those corresponding to all shares present or represented at the meeting, after deducting the votes corresponding to: (i) the shares whose holders or representatives inform the notary public or the staff assisting the notary (or, failing that, the secretary of the Annual General Meeting), by means of written or electronic communication or personal statement, of their vote against or their abstention; (ii) the shares whose holders or representatives have voted against or have expressly stated their abstention through the remote communication means enabled for this meeting; and (iii) the shares whose holders or representatives have left the meeting prior to the vote on the

relevant proposed resolution and have recorded this fact before the notary public or the staff assisting the notary (or, failing that, before the secretary of the Annual General Meeting).

- b) When voting on proposed resolutions relating to matters not included on the agenda of the notice of call, votes against the proposed resolution submitted for voting shall be deemed to be those corresponding to all shares present or represented at the meeting, after deducting the votes corresponding to: (i) the shares whose holders or representatives inform the notary public or the staff assisting the notary (or, failing that, the secretary of the Annual General Meeting), by means of written or electronic communication or personal statement, of their vote in favor or their abstention; (ii) the shares whose holders or representatives have voted in favor or have expressly stated their abstention through the communication means enabled for this meeting; and (iii) the shares whose holders or representatives have left the meeting prior to the vote on the relevant proposed resolution and have recorded this fact before the notary public or the staff assisting the notary (or, failing that, before the secretary of the Annual General Meeting).

Communications or statements made to the notary public, the staff assisting the notary, or the secretary of the Annual General Meeting regarding the direction of the vote or abstention may be made individually with respect to each proposed resolution or jointly for several or all of them, stating to the notary public or the staff assisting the notary (or, failing that, the secretary of the Annual General Meeting) the identity and capacity—shareholder or representative—of the person making the statement, the number of shares to which it relates, and the direction of the vote or, where applicable, the abstention.

The Chairman of the Annual General Meeting, personally or through the Secretary of the Annual General Meeting, shall notify shareholders of the approval or not of the proposed resolutions to the Annual General Meeting when there are sufficient votes to reach the majorities required for each of the resolutions. Only those proposed resolutions that are recorded as such in the minutes shall be deemed to have been definitively approved.

#### **26. How are the minutes of the Annual General Meeting approved?**

The Board of Directors has arranged to have a notary present to draft the minutes of the Annual General Meeting.

In accordance with the provisions of Article 203.2 of the *Capital Companies Act*, the notarial minutes are not subject to an approval procedure, as they have the status of the minutes of the Annual General Meeting.

#### **27. Does the Company have an Electronic Shareholders' Forum? Where can the Electronic Shareholders' Forum be accessed?**

Yes. On the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)), an **an Electronic Shareholders' Forum** has been enabled, the use of which shall be in accordance with its legal purpose and with the guarantees and operating rules established by the Company in the Regulations of the Electronic Shareholders' Forum, available on the aforementioned website.

Duly authorized shareholders and shareholder groups are eligible to access the Electronic Shareholders' Forum.

The Electronic Shareholders' Forum does not constitute a communication channel between the Company and its shareholders and shall be governed by its specific regulations and by the applicable legislation. It shall be operative, in connection with each Annual General Meeting, from publication of the notice of call until the holding of the meeting.

**28. How can shareholders access the Electronic Shareholders' Forum in order to participate?**

To participate in the Electronic Shareholders' Forum, shareholders must:

- Identify themselves by means of: (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 on the Company's corporate website ([www.mapfre.com](http://www.mapfre.com)).
- Evidence their status as shareholders by means of a certificate of ownership issued by the custodian institution.

**29. What initiatives may be pursued in the Electronic Shareholders' Forum?**

In accordance with current regulations, the Electronic Shareholders' Forum will include:

- Proposals to be submitted as a supplement to the agenda.
- Requests to adhere to such proposals.
- Initiatives aimed at reaching the percentage required to exercise a minority right provided for by law.
- Offers or requests for voluntary representation.

\* \* \* \* \*

Madrid, February 11, 2026