# ANNEX I

#### Announcement of the call

# NOTICE OF ORDINARY GENERAL SHAREHOLDERS' MEETING

The Board of Directors of "Adolfo Domínguez, S.A." ("Adolfo Domínguez" or the "Company" and jointly with its subsidiaries, the "Group") hereby summons its shareholders to the Ordinary Annual General Meeting to be held at the registered office located in San Cibrao das Viñas, Polígono Industrial, Calle 4, Parcela 8, 32901 Ourense, on 29 May 2024, at 1 p.m., on first call, and, if applicable, on the following day, 30 May 2024, at the same place and at the same time on second call.

It is hereby stated for the record that the Ordinary Annual General Meeting of Shareholders is expected to be held on second call, i.e. on 30 May 2024 at 1 p.m.

The matters to be discussed and voted on at this Ordinary Annual General Meeting of Shareholders are as follows

# AGENDA

1.- Examination and approval of the individual annual accounts of Adolfo Domínguez, S.A. and of the consolidated annual accounts of the Company and its Group, as well as of the individual management reports of the Company and the consolidated management reports of the Company and the financial year commencing on 1 March 2023 and ending on 29 February 2024.

2.- Examination and approval of the consolidated non-financial information statement corresponding to the financial year commencing on 1 March 2023 and ending on 29 February 2024.

3.- Examination and approval of the corporate management carried out by the Board of Directors of Adolfo Domínguez, S.A. during the financial year commencing on 1 March 2023 and ending on 29 February 2024.

4.- Examination and approval of the proposed distribution of the profit of Adolfo Domínguez, S.A. for the year beginning on 1 March 2023 and ending on 29 February 2024.

5.- Examination and approval of the re-election of the auditor of Adolfo Domínguez, S.A. and its consolidated group for the financial year commencing on 1 March 2024 and ending on 28 February 2025.

6.- Examination and approval of the maximum amount of annual remuneration to be paid to all directors in their capacity as such for the financial year commencing on 1 March 2024 and ending on 28 February 2025.

7.- Authorisation to the Board of Directors for the derivative acquisition of treasury stock.

8.- Examination and approval of the amendment of articles 2 ("Purpose") and 20 ("Positions on the Board") of the Articles of Association.

9.- Examination and approval of the re-election of Mr Adolfo Domínguez Fernández as a director of the Company.

10.- Delegation of powers for the formalisation, interpretation, correction, execution and registration, if appropriate, of the resolutions adopted by the Annual General Meeting.

# ADVISORY ITEM

11.- Advisory vote on the Annual Report on the Remuneration of the Company's Directors for the financial year commencing on 1 March 2023 and ending on 29 February 2024.

# SUPPLEMENT TO THE CALL TO MEETING AND SUBMISSION OF NEW PROPOSALS FOR RESOLUTIONS

Shareholders of the Company representing at least 3% of the share capital may request the publication of a supplement to the notice of the Annual General Meeting of Shareholders, including one or more items on the agenda, provided that the new items are accompanied by a justification or, as the case may be, a justified proposal for a resolution. The exercise of this right must be made by reliable notification to the Company, which must be received at the registered office of "Adolfo Domínguez, S.A." (San Cibrao das Viñas, Polígono Industrial, Calle 4, Parcela 8, 32901 Ourense), within five (5) days following the publication of this notice. The supplement to the call must be published at least fifteen (15) days prior to the date set for the holding of the Annual General Meeting of Shareholders.

Likewise, shareholders representing at least 3% of the share capital may, within the same period and in the same manner as indicated in the preceding paragraph, submit substantiated proposals for resolutions on matters already included or to be included on the agenda of the Annual General Meeting called.

As they are received, the Company shall ensure that these proposals and any accompanying documentation are circulated to the rest of the shareholders, publishing them continuously on the Company's website (www.adolfodominguez.com).

#### **RIGHT TO INFORMATION**

From the publication of this notice until the fifth day prior to the date scheduled for the Annual General Meeting, the shareholders of the Company may request such information or clarifications as they deem necessary regarding the items on the agenda or ask such questions in writing as they deem appropriate. During the Annual General Meeting, the Company's shareholders may verbally request such information or clarifications as they deem appropriate such information or clarifications as they deem appropriate. Likewise, shareholders may request from the directors, in writing and within the same period or verbally during the Annual General Meeting, such clarifications as they deem necessary regarding the information accessible to the public that the Company has provided to the National Securities Market Commission since the holding of the last Annual General Meeting and regarding the auditor's report.

Pursuant to the provisions of articles 197, 272, 286, 287, 518, 520 and related articles of the revised text of the Spanish Companies Act approved by Royal Legislative Decree 1/2010, of 2 July (the "Companies Act"), from the publication of the announcement of this notice of the Annual General Meeting until the Annual General Meeting is held, shareholders may examine the following documents at the registered office of the Company without interruption, as well as consult them on the Company's website (www.adolfodominguez.com):

- Announcement of the call to meeting.

- Total number of shares and voting rights on the date of the call.

- The full texts of the proposed resolutions on each and every item on the agenda, as well as, if applicable, the proposed resolutions submitted by the shareholders.

In addition, the agenda items relating to the annual accounts, the statement of non-financial information, corporate management and appropriation of profit are made available to the shareholders:

- The individual and consolidated annual accounts, the management reports, individual and consolidated, and the respective reports of the statutory auditors for the financial year commencing on 1 March 2023 and ending on 29 February 2024 (Annual Financial Report).

- The consolidated non-financial information statement for the financial year beginning 1 March 2023 and ending 29 February 2024, together with the report of the independent assurance service provider.

- Annual Corporate Governance Report for the year beginning 1 March 2023 and ending 29 February 2024.

- Annual Report on Remuneration of Directors of the Company for the year beginning 1 March 2023 and ending 29 February 2024.

- Annual Report of the Audit Committee on the independence of the external auditor for the year beginning 1 March 2023 and ending 29 February 2024.

In relation to the agenda item concerning the amendment of the Articles of Association, it is made available to the shareholders:

- Justifying report of the Board of Directors of the Company on the proposed amendment of the Articles of Association of the Company.

- Consolidated text of the Company's Articles of Association.

On the other hand, in relation to the item on the agenda concerning the re-election of the Director, the following is made available to the shareholders:

- Justifying report of the Board of Directors of the Company on the proposal for re-election of the Director of the Company.

- Report of the Nomination and Remuneration Committee of the Company on the proposed re-election of the Director of the Company.

- Information on the Director proposed for re-election.

Likewise, in general, the following is made available to the shareholders:

- Annual Report on the performance of the Audit Committee for the financial year commencing on 1 March 2023 and ending on 29 February 2024.

- Annual Report on the performance of the Nomination and Remuneration Committee for the year beginning 1 March 2023 and ending 29 February 2024.

- Annual Report on the performance of the Digital Strategy Committee for the financial year commencing 1 March 2023 and ending 29 February 2024.

- Shareholders' right to information.

- Attendance, proxy and remote voting card form.

- Operating rules of the Electronic Shareholders' Forum.

- Rules applicable to proxies to grant proxies at the Annual General Meeting and to the exercise of remote voting prior to the Annual General Meeting.

- Valid requests for information, clarifications or questions, if any, made by shareholders in exercise of their right to information and the replies provided by the directors.

Any shareholder may obtain from the Company, immediately and free of charge, the delivery or dispatch of documents to be submitted for approval by the Annual General Meeting in those cases in which it is legally appropriate to do so. Likewise, any shareholder may consult detailed information on his right to information on the Company's website (www.adolfodominguez.com) in the document entitled "Shareholders' right to information".

# **RIGHT TO ATTEND**

All shareholders, irrespective of the number of shares they hold, who have their shares registered in the corresponding book-entry register five days prior to the date of the Annual General Meeting and who can prove this by showing the corresponding authorised and individual attendance, proxy and voting card or certificate of entitlement, may attend the Annual General Meeting, either in person or by proxy.

For the purpose of accrediting the identity of shareholders, or their valid representation by proxy, at the entrance to the Annual General Meeting venue, those attending may be asked to present their National Identity Card (DNI) or any other official document in force and generally accepted for this purpose.

#### RIGHT OF PROXY

Pursuant to the provisions of articles 14.2 of the Articles of Association and 8.1 of the Regulations of the Annual General Meeting, any shareholder entitled to attend may be represented at the Annual General Meeting by another person, even if not a shareholder of the company, complying with the requirements and formalities required by law, the Articles of Association and other applicable internal company regulations.

The proxy must be conferred on a special basis for each Annual General Meeting, in writing or by remote means of communication, provided that the identity of the person exercising the right of representation is duly guaranteed, all in accordance with the provisions of the document entitled "Rules applicable to the proxy to confer representation at the Annual General Meeting and for the exercise of remote voting prior to the Annual General Meeting" available on the Company's website (www.adolfodominguez.com).

The proxy may represent more than one shareholder without limitation as to the number of shareholders represented. When a proxy holder holds proxies for several shareholders, he/she may cast votes of different signs according to the instructions given by each shareholder.

On the day and at the place of the Annual General Meeting, proxies must identify themselves with their National Identity Card (DNI) or any other official document in force generally accepted for these purposes so that the Company may verify the proxy granted in their favour, accompanied by a copy of the proxy and, if applicable, of the power of attorney.

Proxies may be revoked at any time. The attendance of the shareholder at the Annual General Meeting shall entail the revocation of any proxy, irrespective of its date. Likewise, proxies granted after the casting of the proxy by remote vote shall be deemed not to have been granted.

If the proxy does not include instructions for the exercise of the vote or if any doubts arise as to the recipient or scope of the proxy, it shall be understood that: (i) the proxy is made in favour

of the Chairman of the Board of Directors; (ii) it refers to all the proposals made by the Board of Directors that form part of the agenda of the Annual General Meeting; (iii) it is pronounced by the vote in favour of the same; and (iv) it also extends to the points that may arise outside the agenda, in respect of which the proxy shall exercise the vote in the sense that he/she understands to be most favourable to the interests of the represented party within the framework of the corporate interest.

Unless otherwise indicated by the principal, in the event that the proxy is in a situation of conflict of interest, the principal shall be deemed to have appointed, jointly and severally and successively, the Chairman of the Annual General Meeting, or if the latter is in a situation of conflict of interest, the Vice-Chairman of the Board of Directors, or if the latter is in a situation of conflict of interest, the Secretary of the Annual General Meeting, as proxies in addition to the Chairman of the Annual General Meeting.

The Chairman and the Secretary of the Annual General Meeting shall have the broadest powers, as far as legally possible, to resolve any doubts, clarifications or claims arising in connection with proxies or proxies.

# MEANS FOR THE DELEGATION OF PROXIES AND VOTING BY REMOTE MEANS OF COMMUNICATION PRIOR TO THE ANNUAL GENERAL MEETING

Shareholders entitled to attend and vote may notify the Company of the exercise of the right of proxy, as well as cast their vote on the proposals relating to items on the agenda, prior to the holding of the general meeting by the following means of remote communication:

(a) Postal correspondence, sending to the Company (Adolfo Domínguez, S.A., San Cibrao das Viñas, Polígono Industrial, Calle 4, Parcela 8, 32901 Ourense) the attendance, proxy and remote voting card issued by the entity or entities in charge of keeping the book-entry register, duly signed and completed.

(b) Proxy or voting platform by electronic means expressly enabled on the corporate website (www.adolfodominguez.com), in accordance with the procedure indicated therein.

The Company will make available to the shareholders on its corporate website (www.adolfodominguez.com) the forms that may be used for proxy and voting by postal correspondence or through the proxy or voting platform by electronic means under the terms set forth in this announcement.

In order to be valid, the proxy granted and the vote cast by any of the aforementioned means of remote communication referred to in letters (a) and (b) above must be received by the Company by 11:59 p.m. on the day immediately prior to the day scheduled for the holding of the Annual General Meeting. Otherwise, the proxy shall be deemed not to have been granted, and the vote shall be deemed not to have been cast.

Shareholders who cast their vote by remote means in the terms indicated in the Articles of Association and in the Regulations of the Annual General Meeting shall be deemed to be present for the purposes of the constitution of the Annual General Meeting in question.

An absentee vote may only be revoked: (i) by subsequent express revocation by the same means used to cast it and within the period established for this; (ii) by attendance at the meeting of the shareholder who cast it; or (iii) by the transfer of the shares whose ownership confers the right to vote, of which the Company is aware at least five (5) days prior to the date set for the Annual General Meeting to be held.

Detailed information on the exercise of proxy and remote voting rights by remote means of communication prior to the Annual General Meeting of Shareholders can be found on the Company's website (www.adolfodominguez.com) in the document entitled "Rules applicable to the proxy to grant proxy at the Annual General Meeting and to the exercise of remote voting prior to the Annual General Meeting".

# ELECTRONIC SHAREHOLDERS' FORUM

In accordance with the provisions of article 539. 2 of the Capital Companies Act and in the terms referred to therein, from the date of publication of this notice of call and until the holding of the General Shareholders' Meeting, an Electronic Shareholders' Forum will be set up on the Company's website (the "Forum"), which may be accessed with due guarantees by both individual shareholders and voluntary associations of shareholders that are duly constituted and registered under the terms provided by law, in order to facilitate their communication prior to the holding of the Annual General Meeting of Shareholders. Access to the Forum and the terms and conditions of its use and operation shall be governed by the provisions of this notice of call, by law and by the rules of operation of the Forum, the contents of which may be consulted on the Company's website (www.adolfodominguez.com).

Proposals intended to be submitted in addition to the agenda announced in this notice of call, requests for adherence to such proposals, initiatives to reach a sufficient percentage to exercise a minority right provided for in the Act, and offers or requests for voluntary proxies may be published in the Forum.

The Forum does not constitute a channel of communication between the Company and its shareholders (and such associations as they may form) and is therefore provided for the sole purpose of facilitating communication between the Company's shareholders (and such voluntary associations as they may form) on the occasion of the Annual General Meeting.

#### INTERVENTION OF A NOTARY PUBLIC AT THE ANNUAL GENERAL MEETING

The Board of Directors has resolved to request the assistance of a notary public for the purpose of drawing up the minutes of the Annual General Meeting, in accordance with the provisions of article 203 of the Spanish Companies Act and 101 of the Companies Registry Regulations approved by Royal Decree 1784/1996, of 19 July.

# DATA PROTECTION

The personal data that shareholders provide to the Company for the exercise or delegation of their rights to attend and vote at the Annual General Meeting, those provided for this purpose by the banks and securities companies and agencies in which such shareholders have their shares deposited or held in custody or by the entity legally authorised to keep the book-entry register, Iberclear, and those obtained through the recording of the Annual General Meeting (i.e., image and voice), if applicable, shall be processed by the Company as data controller for the purpose of managing the development, fulfilment and control of the existing shareholder relationship (in particular, but not limited to, that relating to the organisation, convening and holding of the Annual General Meeting and the Forum, the development, management and control of the exercise of their rights and the sending of information), for the holding, recording and dissemination of the Annual General Meeting and for compliance with legal obligations. The processing of the data is necessary for the aforementioned purposes, and its legal basis is the execution of the shareholder relationship, compliance with legal obligations and the existence of a legitimate interest of the Company to record and broadcast the Annual General Meeting, if applicable, which is recognised in the applicable rules and principles of transparency.

The information may be communicated to the notary who will attend the Annual General Meeting, as well as to those third parties who have a recognised right to information as provided by law or made accessible to the public insofar as it is contained in the documentation available on the Company's website (www.adolfodominguez.com) or stated at the Annual General Meeting. The attendee is informed that the Annual General Meeting will be subject to audiovisual recording (image and voice) and public dissemination on the Company's website (www.adolfodominguez.com) in order to allow the transparency and dissemination promoted by the applicable regulations and recommendations. Shareholders are informed that there are mechanisms other than attendance at the Annual General Meeting Meeting for exercising their rights as shareholders.

Personal data shall be kept for the duration of the shareholder relationship and, thereafter, for a period of six (6) years solely for the purpose of any legal or contractual actions unless, exceptionally, a longer statute of limitations period applies to any possible legal or contractual actions.

The data subject will have, in any case, when legally appropriate, the right of access, rectification, deletion, opposition, portability, limitation of processing and any other rights that may be applicable in accordance with the applicable regulations by writing to the data controller, the company Adolfo Domínguez, S.A., San Cibrao das Viñas, San Cibrao das Viñas, Polígono Industrial, Calle 4, Parcela 8, 32901 Ourense (The Company) or emailing dpo@adolfodominguez.com, attaching a copy of his/her ID card or other official document proving your identity. Likewise, the data subject shall have the right to file a complaint with the Spanish Data Protection Agency (www.aepd.es).

In the event that the attendance card includes personal data referring to individuals other than the data subject and in the event that a third party attends the Annual General Meeting as a representative of the shareholder, the shareholder must inform them of the points contained in the preceding paragraphs and comply with any other requirements that may be applicable for the correct transfer of the personal data to the Company, without the Company having to take any additional action in terms of information or legitimisation vis-à-vis the interested parties.

# OTHER INFORMATION OF INTEREST TO SHAREHOLDERS

All the information and documentation of the Annual General Meeting is available to shareholders on the Company's website (www.adolfodominguez.com).

For any clarification or additional information, shareholders may contact the Company by the following means:

- Postal mail: to the registered office (Adolfo Domínguez, S.A., San Cibrao das Viñas, Polígono Industrial, Calle 4, Parcela 8, 32901 Ourense).

- Telephone number (+34) 988398705, on working days, from 9:30 am to 2:00 pm.

- Email: junta.general@adolfodominguez.com

In Ourense, on 25 April 2024

Ms Adriana Domínguez González

Chairwoman of the Board of Directors