

PROPOSALS BY THE BOARD OF DIRECTORS TO THE ORDINARY GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON JUNE 2, 2026, ON FIRST CALL, OR, IF NECESSARY, ON JUNE 3, 2026, ON SECOND CALL

FIRST.- Review and approval of the individual annual financial statements of Adolfo Domínguez, S.A. and the consolidated financial statements of the Company and its Group, as well as the individual management report of the Company and the consolidated management report of the Company and its Group, all corresponding to the fiscal year beginning on March 1, 2025, and ending on February 28, 2026.

It is resolved to approve:

- The individual financial statements (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash Flow Statement, and Notes to the Financial Statements), audited by the Company's auditors, as well as the individual management report of Adolfo Domínguez, S.A. for the fiscal year beginning March 1, 2025, and ending February 28, 2026, as prepared by the Board of Directors.
- The consolidated financial statements (Statement of Financial Position, Statement of Comprehensive Income, Statement of Recognized Income and Expenses, Statement of Changes in Equity, Statement of Cash Flows, Notes to the Financial Statements, all of them consolidated, and their Annexes) of Adolfo Domínguez, S.A. and its subsidiaries, verified by the Company's auditors, as well as the consolidated Management Report for the fiscal year beginning March 1, 2025, and ending February 28, 2026, as prepared by the Board of Directors.

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SECOND.- Review and approval of the consolidated non-financial information statement for the fiscal year beginning March 1, 2025, and ending February 28, 2026.

It is hereby resolved to approve the consolidated non-financial information statement of Adolfo Domínguez, S.A. and its subsidiaries for the fiscal year beginning March 1, 2025, and ending February 28, 2026, as prepared by the Board of Directors.

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THIRD.- Review and approval of the management of the company by the Board of Directors of Adolfo Domínguez, S.A. during the fiscal year beginning March 1, 2025, and ending February 28, 2026.

It is agreed to approve the management of the company by the Board of Directors of Adolfo Domínguez, S.A. during the fiscal year beginning March 1, 2025, and ending February 28, 2026.

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FOURTH.- Review and approval of the proposal for the appropriation of Adolfo Domínguez, S.A.'s net income for the fiscal year beginning March 1, 2025, and ending February 28, 2026.

In compliance with the provisions of Article 273.1 of the Consolidated Text of the Capital Companies Act approved by Royal Legislative Decree 1/2010 of July 2, and given that Adolfo Domínguez, S.A. generated profits in the fiscal year ended February 28, 2026, in the amount of 359,940 euros, it is agreed to allocate 15,521 euros to the legal reserve until the legally established percentage is reached in accordance with applicable regulations and to apply 344,419 euros of the net income for the fiscal year to offset losses from prior fiscal years.

FIFTH.-¹ Review and approval of the reappointment of the auditing firm Forvis-Mazars for the Company and its consolidated group for the fiscal year beginning March 1, 2026, and ending February 28, 2027.

It is agreed, upon the proposal of the Audit Committee, to re-elect Forvis-Mazars Auditores, S.L.P. to conduct the audit of the annual, individual, and consolidated financial statements of Adolfo Domínguez, S.A. for the fiscal year beginning March 1, 2026, and ending February 28, 2027.

It is hereby noted that Forvis-Mazars Auditores, S.L.P., with tax identification number (NIF) B-61622262 and number S1189 in the Official Register of Auditors (ROAC), has its registered office in Barcelona, at Calle Diputació, 260 (08007 Barcelona), and is registered in the Barcelona Commercial Registry, 1st entry, sheet B-180111, page 212, volume 30,734.

¹ Correction of a clerical error in the date: The reappointment is for the audit of the financial statements for the fiscal year beginning March 1, 2026, and ending February 28, 2027. It is hereby noted that the date on the agenda of the Notice of Meeting is correct.

SIXTH.- Review and approval of the Remuneration Policy for Directors of Adolfo Domínguez, S.A. for the 2026–2028 term.

It is agreed to approve, following a report from the Appointments and Remuneration Committee and at the proposal of the Board of Directors, the Remuneration Policy for Directors of Adolfo Domínguez, S.A. for the 2026-2028 period.

This new Remuneration Policy supersedes and replaces the remuneration policy approved by the General Shareholders' Meeting at its meeting on July 30, 2025, and shall apply during the fiscal years 2026 (once approved by the General Shareholders' Meeting), 2027, and 2028, unless the General Shareholders' Meeting agrees to amend or replace it during its term of validity.

SEVENTH.- Approval of the Long-Term Incentive Plan, provided for in the Directors' Remuneration Policy, for the Company's executive directors and, where applicable, for certain senior executives, based on the grant of shares, applicable for the fiscal years 2026 through 2028.

With the aim of aligning the objectives of the Chairwoman and Chief Executive Officer and certain senior executives of the Company (the "Beneficiaries") with the achievement of the Company's business objectives and budgets, in the short and long term, as well as with the interests of the shareholders, the Board of Directors, upon the proposal of the Nominating and Compensation Committee, has agreed to submit for approval at this Ordinary General Shareholders' Meeting a new Long-Term Incentive Plan (2026–2028) (the "Plan") payable in shares, in favor of the Beneficiaries, whose main characteristics are as follows:

1. General Description of the Plan

This is a long-term variable incentive (*Performance Shares*) consisting of the award of a certain number of shares of the Company to the Plan Beneficiaries (the "Incentive"), after a period of three fiscal years, based on the degree of achievement of pre-established metrics (the "Metrics"), as well as compliance with the remaining requirements and conditions set forth in the Regulations governing the Plan (the "Regulations").

2. Beneficiaries

The Plan is intended for the current Executive Chairwoman and Chief Executive Officer, as well as for the senior executives of Adolfo Domínguez as determined by the Board of Directors from time to time.

The foregoing is without prejudice to (i) the specific rules applicable in cases of internal lateral transfers, promotions, and removals, (ii) the cases of "Good Leaver" and "Bad Leaver," and (iii) the possibility that new Beneficiaries may be added to the Plan during the first two fiscal years of its term, all in accordance with the terms set forth in the relevant Plan Regulations.

3. Duration

The Plan has a duration of three (3) fiscal years, beginning on March 1, 2026 ("Start Date") and ending on February 28, 2029 ("End Date").

4. Maximum number of Adolfo Domínguez shares that may be allocated to the 2026–2028 Plan

The maximum total number of Adolfo Domínguez shares that, in execution of the Plan, will ultimately be delivered to the Beneficiaries if the terms and conditions established for this purpose are met shall be 311,101 shares, which is the result of dividing (i) the amount equivalent to a maximum achievement level for each of the established Metrics and for all Beneficiaries of the Plan initially envisaged, by (ii) 5.67 euros per share, calculated as the average market price of the Adolfo Domínguez share taking into account the last thirty (30) business days of fiscal year 2025 and the first thirty (30) business days of fiscal year 2026, in accordance with the Madrid Stock Exchange calendar, plus an upward adjustment factor of 5%.

The maximum number of shares that may be delivered under the Plan shall be the result of dividing the amount equivalent to a maximum achievement level

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for each of the established Metrics and for all initially planned Plan Beneficiaries, by the Share Reference Price.

Specifically, the maximum number of shares to be allocated to the Executive Chair and CEO will correspond to a total of 121,727 common shares of the Company.

5. **Requirements for the delivery of shares**

Notwithstanding any other conditions and requirements that may be established, the vesting of the Incentive is subject to (i) the Plan Beneficiary maintaining an uninterrupted employment relationship (regular or senior management) or business relationship, as applicable, with the Company or with other companies in its group as of the End Date, without prejudice to the special cases regulated in the Regulations, as well as (ii) on the achievement of the minimum threshold for meeting the objectives set forth in the Plan and the remaining conditions provided for in the Regulations.

6. **Coverage**

The Adolfo Domínguez shares to be delivered to the Beneficiaries may come from:

- Treasury shares acquired or to be acquired by either Adolfo Domínguez or any company within its group, subject to compliance with the legal requirements established for that purpose.
- Newly issued shares resulting from a capital increase through the offset of receivables, carried out for that purpose.
- Shares arising from the exercise of an “*equity swap*” agreement entered into with a financial institution, or from any other agreement with financial institutions or other entities freely designated by the Company, under the terms and conditions it deems appropriate, and which are necessary or convenient for the best implementation, execution, or settlement of the Plan.
- A combination of the foregoing.

7. **Authorization to the Board of Directors**

It is hereby agreed to empower the Company’s Board of Directors, to the full extent permitted by law and with express powers of substitution, to develop, formalize, execute, and settle the Plan whenever and however it deems appropriate, adopting whatever resolutions and signing whatever documents, public or private, are necessary or convenient for the Plan to take full effect, and, in particular, by way of example only, with the following powers:

- (i) To amend, rectify, modify, or supplement this resolution as necessary.
- (ii) Implement and execute the Plan when deemed appropriate and in the specific manner deemed appropriate.
- (iii) To develop and establish the specific terms of the Plan for any matters not provided for in this agreement, and to approve and publish operating regulations for the Plan, including, by way of example and without limitation, the determination of the Plan’s Beneficiaries, the distribution of the shares to be delivered to them under the Plan, as well as the delivery of the shares net of taxes, that is, reducing the number of shares to be delivered to each Beneficiary by an amount equivalent to the withholding or

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payment on account of Personal Income Tax or equivalent tax and other deductions attributable to them in accordance with current regulations.

- (iv) Assess the degree to which the objectives linked to the fulfillment of the Incentive Plan have been achieved and proceed with its settlement, for which it may rely, where appropriate, on the assessment of the Appointments and Remuneration Committee.
- (v) Adapt the content of the Plan to the circumstances and corporate transactions that may arise during its term, whether relating to the Company or to the companies forming part of its group at any given time, or for legal, regulatory, operational, or other similar reasons and circumstances, under the terms and conditions deemed necessary or appropriate at any given time to maintain the Plan's purpose.
- (vi) To the extent that the legal regime applicable to certain Beneficiaries or to specific group companies so requires or advises, or if necessary or appropriate for legal, regulatory, operational, or other similar reasons, to adapt the terms of the Plan, including the mechanisms for delivering the shares, without altering the maximum number of shares linked to the Plan, as well as to provide for and execute, where applicable, when appropriate, in exceptional circumstances, the total or partial settlement of the Plan in cash, in the cases specifically provided for in the Regulations governing the Plan.
- (vii) To decide not to implement or to terminate the Plan in whole or in part, as well as to exclude potential Beneficiaries when circumstances so advise.

Among the circumstances that would justify not implementing or canceling the Plan in whole or in part would be, by way of example and without limitation, the dissolution and liquidation of the Company, under the terms provided for in the applicable commercial law at any given time. For its part, among the circumstances that would justify the exclusion of potential Beneficiaries from the Plan would be, by way of example and without limitation, a breach of the obligations regarding confidentiality and/or data protection related to the Plan, in accordance with the terms set forth in the Regulations governing it.

The foregoing is without prejudice to the possibility that the Board of Directors may propose to the General Meeting the approval, if applicable, of a new long-term incentive plan, in cash or in Company shares.

- (viii) Draft, sign, and submit any communications and supplementary documentation that may be necessary or appropriate to any public or private entity for the purposes of implementing, executing, or settling the Plan, including, if necessary, the corresponding disclosures of relevant information to the CNMV and informational brochures.
- (ix) Draft and publish any announcements that may be necessary or appropriate.
- (x) Prepare and deliver the invitation letters to the Plan Beneficiaries containing the terms and conditions for each of them, to which the Plan Regulations approved by the Board of Directors shall be attached; the Beneficiaries must sign and accept said letter and its annex as a condition for participating in the Plan.

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- (xi) Take any action, make any declaration, or carry out any procedure before any public or private body, entity, or registry to obtain any authorization or verification necessary for the implementation, execution, or settlement of the Plan and the delivery of Adolfo Domínguez shares.
- (xii) To acquire the Company's own shares within the limits and under the terms established by law to, where applicable, hedge the execution of the Plan, or to take whatever actions are necessary to ensure the fulfillment of the commitments assumed under the Plan, including the remaining hedging transactions referred to in section 6 above.
- (xiii) Negotiate, agree upon, and execute any contracts of any kind with financial or other entities freely designated by the Company, under the terms and conditions it deems appropriate, necessary, or convenient for the best implementation, hedging, execution, or settlement of the Plan, including, when necessary or convenient due to the legal regime applicable to certain Beneficiaries or to specific companies within their group, or if necessary or convenient for legal, regulatory, operational, or other similar reasons, the establishment of any legal structure (including *trusts* or other similar structures) or the conclusion of agreements with any type of entity for the deposit, custody, holding, and/or administration of the shares and/or their subsequent delivery to the Beneficiaries under the Plan.
- (xiv) Adapt the content of the Plan to the circumstances and corporate transactions that may arise during its term, whether relating to the Company or to the companies forming part of its group at any given time, under the terms and conditions deemed necessary or appropriate to maintain the purpose of the Plan.
- (xv) To draft, sign, execute, and, where applicable, certify any type of document relating to the Plan.
- (xvi) To carry out the remaining administrative actions of the Plan as set forth, by way of example and without limitation, in the Regulations governing the Plan.
- (xvii) And, in general, to take whatever actions, adopt whatever decisions, and execute whatever documents are necessary or merely advisable for the validity, effectiveness, implementation, development, execution, liquidation, and successful completion of the Plan and the agreements previously adopted.

8. **Expiration**

This agreement shall become null and void if the Board of Directors of Adolfo Domínguez fails to exercise the authorization granted by the General Meeting to implement the Plan within a reasonable period from the date of its approval, except with respect to those other powers of administration of the Plan that require a longer period.

EIGHTH.- Consideration and approval of the reelection of Ms. Valeria Domínguez González as a Proprietary Director of the Company's Board of Directors.

It is agreed, following the report of the Appointments and Remuneration Committee, to re-elect Ms. Valeria Domínguez González as a Director of the Company's Board of Directors, with the status of shareholder representative, for the statutory term of 4 years from the date of adoption of this resolution.

NINTH.- Delegation to the Board of Directors of the authority to issue bonds, debentures, and other fixed-income securities, exchangeable and/or convertible into shares of the Company or other companies, whether or not part of its Group, as well as promissory notes, warrants, and any other financial instruments entitling the holder to acquire newly issued shares or outstanding shares of the Company or other companies, whether or not part of its Group, with the power to exclude preemptive subscription rights up to a limit of 20% of the share capital and authorization for the Company to guarantee fixed-income securities issued by subsidiary companies.

It is proposed to delegate to the Board of Directors, subject to a report from the Board of Directors, in accordance with the general regime governing the issuance of bonds and pursuant to the provisions of Articles 286, 297, 417, and 511 of the Capital Companies Act, as currently in force, and Article 319 of the Commercial Registry Regulations, the power to issue negotiable securities in accordance with the following conditions:

1. Securities Subject to Issuance: The negotiable securities referred to in this delegation may be bonds, debentures, and other fixed-income securities of a similar nature, exchangeable for shares of the Company or of any other company, whether or not it belongs to its Group, and/or convertible into newly issued shares of the Company. This delegation may also be used to issue promissory notes, warrants (options to subscribe for new shares or to acquire existing shares of the Company or of any other company, whether or not it belongs to the Group), and other financial instruments that incorporate the option right to subscribe for new shares or to acquire outstanding shares of the Company or of any other company, whether or not it belongs to the Group.
2. Term of the authorization: The issuance of the securities covered by this authorization may be carried out on one or more occasions within a maximum period of five years from the date of adoption of this resolution.
3. Maximum amount of the authorization: The maximum total amount of the issuance or issuances of securities authorized under this delegation shall be 40,000,000 euros or its equivalent in another currency.

For the purposes of calculating the aforementioned limit, in the case of warrants, the sum of the premiums and exercise prices of the warrants from the issuances agreed upon under this authorization shall be taken into account.

4. Scope of the authorization: In exercising the powers delegated herein, and by way of example only and in no way limited to the following, the Board of Directors shall be responsible for determining, for each issue, its amount—always within the stated overall quantitative limit—the place of issue (domestic or foreign), and the currency or foreign currency and, if foreign, its equivalent in euros; the denomination or type, whether bonds or debentures, including subordinated ones, warrants (which may in turn be settled by physical delivery of the shares or, where applicable, by cash settlement), promissory notes, or any other form permitted by law; the issue date or dates; the number of securities and their par value, which in the case of convertible and/or exchangeable bonds or debentures shall not be less than the par value of the shares; in the case of warrants and similar securities, the issue price and/or premium, the exercise price—which may be fixed or variable—

and the procedure, term, and other conditions applicable to the exercise of the right to subscribe to the underlying shares or, where applicable, the exclusion of such right; the interest rate, whether fixed or variable, and the dates and procedures for coupon payments; whether the debt issued is perpetual or redeemable and, in the latter case, the redemption term and the maturity date or dates; the guarantees, the redemption rate, premiums, and lots; the form of representation, whether by certificates or book-entry; the anti-dilution clauses; the subscription terms; the ranking of the securities and any subordination clauses; the law applicable to the issuance; to apply, where appropriate, for admission to trading on official or unofficial secondary markets, whether organized or not, domestic or foreign, of the securities to be issued, in accordance with the requirements established in each case by applicable regulations; and, in general, any other condition of the issuance, as well as, where applicable, appointing the auditor and approving the fundamental rules governing the legal relationships between the Company and the syndicate of holders of the securities to be issued, should the formation of such a syndicate be necessary or decided upon.

Likewise, the Board of Directors is authorized, when it deems it appropriate, and subject, if applicable, to obtaining the necessary authorizations and the approval of the meetings of the relevant associations of holders of the securities, to modify the terms of the securities issued under this authorization.

5. Terms and Conditions of Conversion and/or Exchange: In the event of the issuance of convertible and/or exchangeable bonds, and for the purpose of determining the terms and conditions of the conversion and/or exchange, it is agreed to establish the following criteria:
 - a. The securities issued pursuant to this resolution shall be exchangeable for shares of the Company or of any other company, whether or not it belongs to its Group, and/or convertible into shares of the Company or other companies, whether or not they belong to its Group, in accordance with a fixed or variable conversion and/or exchange ratio, which is determined or determinable, with the Board of Directors being empowered to determine whether they are convertible and/or exchangeable, as well as to determine whether they are mandatorily or voluntarily convertible and/or exchangeable, and, if they are voluntarily convertible and/or exchangeable, at the option of the holder or the Company, with the frequency and during the term established in the issuance agreement, which may not exceed 15 years from the date of issuance, unless the securities are issued on a perpetual basis.
 - b. The Board may also establish, in the event that the issue is convertible and exchangeable, that the Company reserves the right to choose at any time between conversion into new shares or exchange for outstanding shares of the Company, with the nature of the shares to be delivered to be specified at the time of conversion or exchange, and the Company may even choose to deliver a combination of newly issued shares and pre-existing shares of the Company, or even to settle the difference in cash. In any case, the Company must ensure equal treatment among all holders of fixed-income securities who convert and/or exchange on the same date.
 - c. For the purposes of the conversion and/or exchange, the securities shall be valued at their par value, and the new shares to be issued for conversion, or

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the outstanding shares to be exchanged, based on a fixed conversion and/or exchange ratio (fixed or determinable) established in the Board of Directors' resolution exercising this delegation, or at a variable exchange ratio to be determined on the date or dates specified in the Board resolution itself, based on the market price of the Company's shares on the date(s) or during the period(s) taken as a reference in said resolution.

In any event, the fixed exchange rate so determined may not be lower than the arithmetic or weighted average exchange rate, as decided in each issuance resolution, of the shares on the Continuous Market of the Spanish stock exchanges where the Company's shares are admitted to trading, based on closing prices, during a period to be determined by the Board of Directors, not exceeding three months nor less than 15 calendar days prior to the date of adoption of the resolution to issue the fixed-income securities by the Board of Directors or the date of payment for the securities by the subscribers, with a premium or, where applicable, a discount on said price per share, although if a discount on the price per share is set, it may not exceed 25% of the value of the shares taken as a reference in accordance with the foregoing.

- d. It may also be agreed to issue convertible and/or exchangeable securities with a variable conversion and/or exchange ratio. In this case, the price of the shares for the purposes of conversion and/or exchange shall be the arithmetic or weighted average, as determined in each issuance agreement, of the closing prices of the Company's shares on the Continuous Market during a period to be determined by the Board of Directors, not exceeding three months nor less than 15 calendar days prior to the conversion and/or exchange date, with a premium or, where applicable, a discount on said price per share. The premium or discount may differ for each conversion and/or exchange date of each issue (or, where applicable, each tranche of an issue); however, if a discount on the price per share is set, it may not exceed 25% of the value of the shares taken as a reference in accordance with the foregoing provisions.
- e. When conversion and/or exchange is applicable, any fractional shares that may be required to be delivered to the bondholder shall be rounded down to the next lower whole number, and each holder shall receive in cash, if so provided in the terms of the issue, any difference that may arise in such a case.
- f. In no event may the value of the share for the purposes of the conversion ratio of the bonds into shares be less than its par value. Furthermore, in accordance with the provisions of Article 415 of the Capital Companies Act, bonds may not be converted into shares when the par value of the bonds is less than that of the shares.

At the time of approving an issue of convertible and/or exchangeable bonds under the authorization contained in this resolution, the Board of Directors shall issue a report setting forth and

specifying, based on the criteria described above, the terms and conditions of the conversion specifically applicable to the aforementioned issue. This report shall be accompanied by the corresponding report from the auditors referred to in Article 414 of the Capital Companies Act provided that the issue of convertible and/or exchangeable bonds exceeds 20% of the Company's share capital.

6. Terms and conditions for the exercise of warrants and other similar securities: In the case of warrant issuances, the following criteria are hereby established:

- a. In the event of warrant issuances, to which the provisions of the Capital Companies Act regarding convertible bonds shall apply by analogy with respect to determining the terms and conditions for their exercise, the Board of Directors is authorized to determine, in the broadest terms, the criteria applicable to the exercise of rights to subscribe for or acquire shares of the Company or of another company, whether or not part of the Group, or a combination of any of them, derived from securities of this class issued under the delegation granted herein, with the criteria established in paragraph 5 above applying to such issuances, with the necessary adaptations to make them compatible with the legal and financial regime governing this class of securities.
- b. The foregoing criteria shall apply, to the extent applicable, in relation to the issuance of securities entitling the holder to acquire already issued shares of the Company (or a combination of new shares and already issued shares) or of another company, whether or not part of the Group.

7. Delegation of Powers, Exclusion of Preemptive Rights, and Capital Increase. This authorization to the Board of Directors also includes, by way of example and without limitation, the delegation to it of the following powers:

- a. The power for the Board of Directors, pursuant to the provisions of Article 511 of the Capital Companies Act, in conjunction with Article 417 of said Act, to exclude, in whole or in part, the shareholders' preemptive subscription rights in a capital increase carried out in connection with a specific issuance under this delegation, up to a limit of 20% of the number of shares comprising the share capital at the time of this authorization. In any event, if the Board of Directors decides to waive shareholders' preemptive subscription rights in connection with a specific issuance of convertible bonds, warrants, and other similar securities that it may decide to carry out under this authorization, it shall issue, at the time of approving the issuance and in accordance with applicable regulations, a report detailing the specific reasons of corporate interest justifying such measure, which shall be the subject of a corresponding report by a statutory auditor appointed by the Commercial Registry other than the Company's auditor, as referred to in Articles 414 and 511 of the Capital Companies Act, provided that the issuance of convertible and/or exchangeable debentures or bonds exceeds 20% of the Company's share capital. Such reports shall be made

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made available to the shareholders and communicated to the first General Meeting held following the resolution to issue.

This authority shall in any case be limited to those capital increases carried out under this authorization, as well as to those carried out within the scope of the authorization provided for under Item Seven of the Agenda of the Company's General Meeting held on May 31, 2023, up to a maximum nominal amount, in total, equal to 20% of the share capital as of the date of adoption of this resolution, that is, for a maximum aggregate amount of 1,113,132.96 euros.

- b. The authority to increase the capital by the amount necessary to meet requests for conversion and/or the exercise of the right to subscribe for shares. Such authority may only be exercised to the extent that the Board, when adding the capital increased to cover the issuance of convertible bonds, warrants, and other similar securities, together with any other capital increases it may have agreed upon under authorizations granted by the General Meeting, does not exceed the limit of one-half of the share capital as provided for in Article 297.1.(b) of the Capital Companies Act. This authorization to increase capital includes the authority to issue and put into circulation, on one or more occasions, the shares representing said capital that are necessary to effect the conversion and/or exercise of the right to subscribe for shares, as well as the authority to amend the provision of the Articles of Association relating to the amount of capital, to apply for the admission to trading of said shares, and, where applicable, to cancel the portion of said capital increase that was not necessary for the conversion and/or exercise of the right to subscribe for shares.
- c. The authority to develop and specify the terms and conditions for the conversion, exchange, and/or exercise of subscription and/or acquisition rights arising from the securities to be issued, taking into account the criteria set forth in sections 5 and 6 above.
- d. The delegation to the Board of Directors includes the broadest powers required by law for the interpretation, application, execution, and implementation of resolutions regarding the issuance of securities convertible or exchangeable into shares of the Company, in one or more tranches, and the corresponding capital increase, and likewise grants it powers to rectify and supplement such agreements as necessary, as well as to comply with any legally required conditions to bring them to fruition, being authorized to rectify any omissions or defects in said agreements identified by any authorities, officials, or agencies, whether domestic or foreign, and being further empowered to adopt whatever resolutions and execute whatever public or private documents it deems necessary or convenient to adapt the aforementioned resolutions regarding the issuance of convertible or exchangeable securities and the corresponding capital increase to the verbal or written assessment of the Registrar of Companies or, in general, of any other competent domestic or foreign authorities, officials, or institutions.

8. Admission to Trading: The Company shall, where appropriate, apply for admission to trading on official or unofficial secondary markets, whether organized or not, domestic or foreign, of the securities issued by the Company pursuant to this delegation, authorizing the Board of Directors, to the fullest extent permitted by law, to carry out the necessary procedures and actions for admission to listing before the competent bodies of the various domestic or foreign securities markets.

It is expressly stated that, in the event of a subsequent request for delisting, such request shall be processed with the same formalities as the application for admission, to the extent applicable, and, in such a case, the interests of shareholders or bondholders who opposed or did not vote on the resolution shall be safeguarded in accordance with the terms provided for in current legislation. Likewise, it is expressly declared that the Company is subject to the rules that exist or may be enacted in the future regarding stock exchanges and, in particular, regarding listing, continued listing, and delisting.

9. Guarantee of Issuances of Convertible and/or Exchangeable Fixed-Income Securities or Warrants by Subsidiary Companies: The Board of Directors is also authorized to guarantee, on behalf of the Company, within the limits set forth above, new issuances of convertible and/or exchangeable fixed-income securities or warrants that, during the term of this resolution, are carried out by subsidiary companies.
10. Power of Substitution: The Board of Directors is expressly authorized to, in turn, delegate, pursuant to the provisions of Article 249.2 of the Capital Companies Act, the powers referred to in this resolution.

It is hereby noted that the corresponding directors' report justifying the proposal to delegate the authority to issue the aforementioned securities has been made available to the shareholders.

Finally, it is proposed to replace and rescind the Eleventh Resolution adopted by the Company's General Shareholders' Meeting held on August 31, 2021, pursuant to which the Company's Board of Directors was authorized, for a period of five years, to issue bonds, debentures, and other fixed-income securities, exchangeable and/or convertible into shares, warrants, promissory notes, and any other financial instruments entitling the holder to acquire shares.

TENTH.- Delegation of powers for the formalization, interpretation, rectification, execution, and registration, where applicable, of the resolutions adopted by the General Meeting.

Without prejudice to the delegations included in the preceding resolutions, it is proposed to empower the Executive Chairwoman, Ms. Adriana Domínguez González; the non-board member Secretary of the Board, Ms. María Pilar Vila Villar; the non-board member Deputy Secretary of the Board, Ms. Cristina Vidal Otero; and the heads of the Company's legal department, Mr. Fernando Trebolle and Ms. Pilar Vázquez; so that any one of them, interchangeably and to the fullest extent permitted by law, may supplement, execute, and implement—including, where necessary, making technical amendments to—all the foregoing resolutions, correcting any omissions or errors they may contain, and for their interpretation, jointly granting the aforementioned persons the authority to execute the appropriate public deeds setting forth the resolutions adopted, with the broadest powers to perform whatever acts are necessary in connection with the resolutions of this General Meeting, executing the documents required to secure the registration of the foregoing resolutions in the Commercial Registry and, in particular, to:

- a) Rectify, clarify, specify, or complete the resolutions adopted by this General Meeting or those arising from any deeds and documents executed in implementation thereof, and, in particular, rectify any omissions, defects, or errors of substance or form that would prevent the registration of these resolutions and their consequences in the Commercial Registry, the Property Registry, the Industrial Property Registry, or any other relevant registry, as well as, in particular, to carry out the mandatory filing of financial statements with the Commercial Registry.
- b) To carry out whatever announcements, legal acts or transactions, contracts, or operations may be necessary or convenient for the execution of the resolutions adopted by this General Meeting, including, in particular, and among other powers, the power to appear before a Notary Public to execute or formalize whatever public or private documents may be deemed necessary or convenient for the fullest effectiveness of these resolutions.
- c) To delegate all or part of the powers deemed appropriate from among those expressly granted to him by this General Meeting, either jointly or severally.
- d) In short, to determine all other necessary circumstances, adopt and implement the necessary resolutions, publish the required notices, and provide the relevant guarantees for the purposes set forth in the Law, as well as to formalize the necessary documents and complete all procedures required for the full effectiveness of the resolutions adopted.

ITEM OF A CONSULTATIVE NATURE

ELEVENTH. - Consultative vote on the Annual Report on the Remuneration of the Company's Directors, corresponding to the fiscal year beginning on March 1, 2025, and ending on February 28, 2026.

It is agreed to approve, on an advisory basis, the Annual Report on the Remuneration of Directors of Adolfo Domínguez, S.A., corresponding to the fiscal year beginning on March 1, 2025, and ending on February 28, 2026, approved by the Board of Directors, following a favorable report from the Appointments and Remuneration Committee dated April 28, 2026, and published on the Company's website and that of the National Securities Market Commission.

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