

EBRO FOODS, S.A.

NOTICE OF CALL TO EXTRAORDINARY GENERAL MEETING

Notice is hereby given of the Extraordinary General Meeting of Shareholders of Ebro Foods, S.A. (the “**Company**”), to be held **exclusively online** at 12.30 on 15 December 2021 on first call or, if the necessary quorum is not reached, at the same time on 16 December 2021 on second call, to discuss and resolve on the business included on the agenda indicated hereinbelow.

This call to the Extraordinary General Meeting (EGM) was approved by the Board of Directors of the Company on the basis of: (i) the resolution to shorten the time of notice for calls to extraordinary general meetings, approved by a sufficient majority at the Annual General Meeting of Shareholders held on 30 June 2021 and (ii) the effective possibility for all shareholders to vote electronically, on the terms set out in this notice of call.

The Board’s decision to hold the General Meeting exclusively online, with no physical attendance by shareholders or their representatives, was adopted in view of: (i) Final Provision Eight of Royal Decree-Law 5/2021 of 12 March on extraordinary measures to support business solvency in response to the COVID-19 pandemic, amending Royal Decree-Law 34/2020 of 17 November on urgent measures to support business solvency and the energy sector, and on taxation; and (ii) the Company’s utmost interest in protecting the health of its shareholders, employees and other people involved in the preparation and holding of the General Meeting, in the context of the current situation.

Accordingly, shareholders will only be able to participate in the General Meeting remotely, granting proxies or voting in advance or attending the General Meeting online. Therefore, on the terms set out in this notice of call, shareholders may: (i) attend the General Meeting online; (ii) grant a proxy by remote communication, including proxies in favour of the Chairman of the General Meeting; or (iii) vote in advance by remote communication.

The General Meeting will be deemed held at the registered office of the Company.

AGENDA

One. Approval, pursuant to section 160(f) of the Corporate Enterprises Act, of the sale of the Panzani dry pasta, semolina, couscous and sauces business.

Two. Examination and approval, if appropriate, of the payment of an extraordinary cash dividend of 0.57 euros gross per share against unrestricted reserves.

Three. Delegation of powers to put on record in a public instrument, execute, develop, rectify and implement the resolutions adopted at the General Meeting.

PROPOSED RESOLUTIONS

In pursuance of section 519.3 of the Corporate Enterprises Act, shareholders representing at least three per cent (3%) of the capital may submit well-founded proposed resolutions on the items already included on the agenda. This right shall be exercised by verifiable notification (which shall include the corresponding documents proving shareholder status), to be received at the company’s registered office (Paseo de la Castellana 20, 3^a

planta, 28046 Madrid), for the attention of the Secretary of the Board, within five days after publication of this notice of call.

RIGHT TO INFORMATION

In pursuance of sections 197, 520 and other related provisions of the Corporate Enterprises Act, shareholders are informed of their right, as from publication of this notice of call, to examine and obtain immediately and free of charge at the registered office of the company (Paseo de la Castellana 20, 3rd floor, 28046 Madrid) or request the delivery and free remittance (on telephone number +34 917245267 or by e-mail to oficinadelaccionista@ebrofoods.es), of the documents that are to be laid before the General Meeting, including:

- a. This notice of call.
- b. The total number of shares and voting rights at the date of the notice of call.
- c. Full text of the resolutions proposed by the Board of Directors at the General Meeting.
- d. Report by the Board of Directors on the proposal to approve the sale transaction contemplated in item one on the agenda.
- e. Attendance, proxy and remote voting cards.
- f. Rules for online attendance, proxy and remote voting.
- g. Regulations of the Electronic Shareholder Forum.
- h. Conditions for access, registration, use and operation of the Electronic Shareholder Forum.

In order to avoid crowds and facilitate assistance, any shareholders who wish to examine and obtain the documentation of the General Meeting at the Company's offices are urged to make an appointment by calling the Shareholders' Office on telephone number +34 917245267, from 09:00 to 14:00, Monday to Friday (business days only), or by e-mail to oficinadelaccionista@ebrofoods.es

The Company might not be able to attend any shareholders who turn up without an appointment, in which case they would, whenever possible, be given an alternative time and date as soon as possible, complying with any measures that the competent authorities may adopt after the publication of this notice of call.

In accordance with section 518 of the Corporate Enterprises Act, all the above-mentioned documents and any other relevant information related with the General Meeting may be consulted on the company's website www.ebrofoods.es.

Up to the fifth day prior to the date of the general meeting, shareholders may request the directors to provide such information or explanations as they may consider necessary or

submit in writing such questions as they may wish to raise regarding the items on the agenda, the publicly accessible information that the company has delivered to the National Securities Market Commission since the previous general meeting and the auditors' report. This information must be requested by signed-for registered post sent to the company's offices (Paseo de la Castellana 20, 3ª planta, 28046 Madrid) for the attention of the Secretary of the Board. In either case, any request for information must be accompanied by a copy of documentation proving the shareholder status of the person requesting it, indicating an address to which the reply may be sent, if appropriate. For corporate shareholders, the request for information must also be accompanied by a copy of the documents proving the powers of the individual exercising this right to information on the shareholder's behalf.

ATTENDANCE RIGHT AND PROXIES

The General Meeting may be attended by all shareholders who have registered their shares in the appropriate accounting record five days prior to the date of the meeting and evidence this with the corresponding attendance card issued by members of the Securities Recording, Clearing and Settlement Systems Management Company (*Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores*) (Iberclear).

Any individuals representing corporate shareholders must also prove that they have adequate powers of attorney.

Any shareholder may be represented at the general meeting by a proxy. The proxy, which must be expressly or tacitly accepted by the person to whom it is issued, must be made in writing especially for each general meeting. For this purpose, shareholders may: (i) complete and sign the proxy card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which their shares are deposited, or (ii) download, complete and sign the proxy card provided for shareholders on the company's website www.ebrofoods.es. In the latter case, this card must be accompanied by the card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which the shareholder has deposited their shares. Corporate shareholders must also submit a copy of the powers of attorney of the individual granting the proxy on the shareholder's behalf. The proxy must submit the aforesaid documents, together with proof of identity and proxy, during registration on the electronic platform for online attendance of the Extraordinary General Meeting. Shareholders may also grant proxies by means of remote communication, as indicated below.

Proxies will be annulled by the online attendance of the represented shareholder at the General Meeting.

The right to representation is governed by the laws in place from time to time, the Articles of Association and the Regulations of the General Meeting.

VOTING AND PROXIES BY REMOTE COMMUNICATION PRIOR TO THE GENERAL MEETING

Any shareholders who so require may grant a proxy or exercise their voting right by

remote communication prior to the date of the General Meeting by any of the following means:

- (i) **Delivery by hand at the company's offices.** Prior to the date of the General Meeting, shareholders may deliver at the Company's offices (Paseo de la Castellana no. 20, 3rd floor, 28046 Madrid) the attendance, proxy and remote voting card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which their shares are deposited, duly completed and signed by the shareholder. Shareholders may also use the attendance, proxy and voting cards available on the Company's website www.ebrofoods.es, which should be delivered together with the card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which their shares are deposited. For corporate shareholders, the cards must be accompanied by proof of the powers of attorney of the individual exercising the proxy or remote voting on behalf of the shareholder.

Any shareholders wishing to use this option of personal delivery of the cards at the Company's offices, provided this is possible in accordance with any measures that may be established by the competent authorities at any time, are urged to make an appointment by calling the Shareholders' Office on telephone number +34 917245267 from 09.00 to 14.00 Monday to Friday (business days only), or by e-mail to oficinadelaccionista@ebrofoods.es.

The Company might not be able to attend any shareholders who turn up without an appointment, in which case they would, whenever possible, be given an alternative time and date as soon as possible, complying with any measures that the competent authorities may adopt after the publication of this notice of call.

Furthermore, should it so deem fit in view of the circumstances, rules or medical recommendations in place at any time, the Company may suspend the personal delivery of cards at the office in order to avoid the physical presence of shareholders at the Company's offices.

Shareholders will be informed whether this option is available when they contact the Shareholders' Office to request an appointment.

- (ii) **By post or courier service.** Shareholders may vote or grant proxies by sending to the Company's offices (Paseo de la Castellana 20, planta 3ª, 28046 Madrid) by post or courier service the attendance, proxy or voting card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which their shares are deposited, duly completed and signed by the shareholder. Shareholders may also use the attendance proxy and remote voting cards available on the company's website www.ebrofoods.es, which should be delivered together with the card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which their shares are deposited. For corporate shareholders, the card must be accompanied by proof of the powers of attorney of the individual exercising the proxy or remote voting on behalf of the shareholder. The envelope must be marked "Proxy and remote voting-EGM 2021".

The Company accepts no responsibility for any difficulties or detriment suffered by shareholders as a result of restrictions or delays in the postal and courier services.

- (iii) **Electronically.** To vote or grant proxies electronically, shareholders should access the platform “Electronic vote and proxy” enabled within the EGM 2021 page on the company’s website www.ebrofoods.es, prove their shareholder status and complete the corresponding forms following the instructions indicated. For this purpose, shareholders must have either a recognised digital signature based on a recognised, valid electronic certificate issued by the Spanish public certification authority (CERES) operating under the National Mint (*Fábrica Nacional de Moneda y Timbre*), or a valid electronic identity card (DNIe).

The electronic remote voting and proxy options will be enabled for use from 08.00 on 28 November 2021 to 17.00 on the day before the date of the General Meeting on first call (i.e. up to 17.00 on 14 December 2021).

Common rules on remote voting and proxies prior to the General Meeting

The remote voting or proxy must be received by the Company on the terms indicated above no later than 17.00 on the day before the general meeting is scheduled on first call (i.e. up to 17.00 on 14 December 2021). Otherwise the vote will be considered not cast or the proxy not granted.

Online attendance of the general meeting by a shareholder who has previously issued a vote or proxy by some form of remote communication will annul the remote voting or proxy.

If the voting intentions or instructions are not expressly stated in the proxy or remote voting card, shareholders will be deemed to vote for, or to instruct their proxy to vote for, the resolutions proposed by the board.

If the proxy card does not name the proxy, it will be deemed made in favour of the Chairman of the General Meeting or such person as he may delegate. When the representation of the shareholder corresponds to the Chairman of the General Meeting or a director, by express or tacit designation, and the proxy card does not contain specific voting instructions, if the proxy is in a conflict of interest in respect of one or several of the items on the agenda, the proxy will be deemed granted, for that item or items, to the Secretary of the General Meeting, unless otherwise indicated by the shareholder in the proxy card.

Save otherwise indicated by the shareholder in the proxy card (in which case the shareholder will be deemed to instruct their proxy to abstain), the proxy will be extended to any items that may be put to the vote at the general meeting even though they are not included on the agenda. In this case the proxy will vote however they may uphold to be in the best interests of their principal, the provisions of the preceding paragraph being applicable in the event of any conflict of interest.

The validity of the vote or proxy will be conditional upon confirmation of shareholder status, the information on the holder and number of shares provided by the shareholder voting or granting a proxy and, where appropriate, the documentation referring to the individual authorised to represent a corporate shareholder.

The company will not be liable for any difficulties or loss endured by the shareholders owing to faults, defects, errors or malfunctioning of the computer, courier or postal services that may prevent or hamper use of the afore-mentioned proxy and remote voting channels.

The rules adopted by the board on proxies and remote voting are available on the company's website, www.ebrofoods.es

Without prejudice to the possibility of online attendance of the General Meeting on the terms set out hereinbelow, all shareholders wishing to exercise their voting and proxy rights by remote communication prior to the General Meeting are recommended to do so by post or courier service or through the electronic platform enabled on the company's website www.ebrofoods.es

ONLINE ATTENDANCE OF THE GENERAL MEETING

Any shareholders and their representatives wishing to attend the General Meeting should do so through the electronic platform for "Online attendance" enabled on the company's website www.ebrofoods.es.

1. Registration, accreditation and attendance:

To enable adequate management of the online attendance systems, any shareholder or representative wishing to attend the General Meeting online must:

- (a) Register via the "Online attendance" link enabled for this purpose on the company's website www.ebrofoods.es, providing proof of identity (and, where appropriate, their representation) between 08.00 on 28 November 2021 and 23.59 on 14 December 2021 by any of the following means: (i) electronic identity card (DNIe); or (ii) a recognised electronic user certificate, valid and in force, issued by the Spanish public certification authority (CERES) operating under the National Mint (*Fábrica Nacional de Moneda y Timbre*) in pursuance of the applicable laws and regulations.

When registering, it is essential to prove shareholder status and, if appropriate, also that of shareholder's representative by attaching to the corresponding form a copy, in PDF format, of the duly signed attendance card issued by the member of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (Iberclear) at which the shareholder's shares are deposited. Corporate shareholders must also attach to the form a copy in PDF format of the documentation proving the powers of attorney of the person signing it. The shareholder's representative must also attach a copy of the document granting those powers.

Any registration made outside the times and dates indicated above or that does not meet the accreditation requirements set out in this paragraph (a) will not be accepted.

The Company reserves the right to ask shareholders and/or representatives for such additional proof of identity as it may deem fit to confirm their shareholder status or the adequacy of the powers granted.

- (b) After registering as above, the shareholder or representative must connect online by clicking on the “Online attendance” link on the website www.ebrofoods.es between 08.00 and 12.15 on 15 December 2021, using the means indicated in (a) above. Once the general meeting has begun, only the shareholders and representatives who have connected on the date and within the times indicated above will be able to vote and/or participate.

If the General Meeting is inquorate on first call on 15 December 2021, the shareholders and representatives who have connected via the “Online attendance” link on first call must connect again within the same times (between 08.00 and 12.15) on 16 December 2021 to be registered as attending the General Meeting on second call.

2. Exercising the rights of participation, information and proposal:

Any shareholders and representatives who, exercising their rights, wish to attend the General Meeting online and, as the case may be, request information or explanations in connection with items on the agenda, on the publicly accessible information that the Company has delivered to the National Securities Market Commission (CNMV) since the date of the last General Meeting or on the auditor’s report, or make proposals allowed by law, must submit their requests, questions or proposals in writing by sending an electronic communication containing (or attaching) their requests, questions or proposals via the “Online attendance” link enabled on the Company’s website. These rights may be exercised from the time of their connection as online attendee at the General Meeting (on the date and within the times indicated in paragraph 1.b above) up to the time when the Chairman of the General Meeting declares it quorate.

Any online attendees who wish to have their contributions included in the minutes of the General Meeting must state this clearly and expressly within the text of their request, question or proposal.

The contributions of online attendees will be answered orally during the General Meeting or in writing within seven days thereafter, in accordance with the Corporate Enterprises Act.

3. Voting:

Shareholders may participate in online voting on the motions tabled under the items on the agenda using the form available on the “Online attendance” link enabled on the website www.ebrofoods.es from the time of their connection as online attendee on the date of the General Meeting indicated in paragraph 1(b) above up to the time when the Chairman of the General Meeting declares the conclusion of voting during the General Meeting.

For resolutions on business not included in the agenda proposed in the cases permitted by law, online attendees may vote using the form available on the “Online attendance” link enabled on the website www.ebrofoods.es from the time when the Secretary of the General Meeting reads those proposals and they are enabled within that link for voting thereon, up

to the time when the Chairman of the General Meeting declares the conclusion of voting during the general meeting.

The rules on counting of votes set out in the Articles of Association and the Regulations of the General Meeting will be applicable for online voting.

4. Other issues:

Online attendance by shareholders will prevail over any voting and/or proxies by remote communication prior to the General Meeting and any powers of attorney granted prior to the date of the General Meeting.

Shareholders (or their representatives) are exclusively responsible for the safekeeping of the means of identification required to access and use the online attendance platform.

The Company will not be liable for any difficulties or losses that the shareholders or their representatives may suffer as a result of occasional unavailability of its website, or faults, overload, fallen lines, connection faults or whatsoever other similar incidents beyond the Company's control, although the necessary measures will be taken in each situation, including possibly suspending or extending the General Meeting should this be necessary to guarantee full exercise by shareholders or their representatives of their rights.

The rules for online attendance of General Meetings adopted by the Board of Directors may be consulted by shareholders on the Company's website www.ebrofoods.es.

LIVE STREAMING OF THE GENERAL MEETING

The General Meeting will be live streamed through the Company's website www.ebrofoods.es.

ELECTRONIC SHAREHOLDER FORUM

An electronic shareholder forum is enabled for this general meeting on the company's website www.ebrofoods.es. Access to the forum is permitted, with due guarantees, to both individual shareholders and any voluntary pooling that may be arranged in accordance with the applicable laws and regulations. The purpose of this forum is to facilitate communication among shareholders prior to the general meeting. The regulations of the Electronic Shareholder Forum are available on the company's website www.ebrofoods.es.

ATTENDANCE BY NOTARY

Shareholders are informed that the Board has resolved to request the presence of a Notary, who will attend the general meeting and issue the corresponding notarial certificate thereof, in accordance with section 203 of the Corporate Enterprises Act and other applicable provisions.

FORESEEABLE HOLDING OF THE GENERAL MEETING ON FIRST CALL

This General Meeting will foreseeably be held on first call, at 12.30 on 15 December 2021.

PERSONAL DATA PROTECTION

Controller: Ebro Foods, S.A. (tax no. A47412333, registered office at Paseo de la Castellana 20, 3ª planta, 28046 Madrid) is the controller of the personal data (including identification, contact details, digital signature, access credentials, shareholder status, status as representative and, where appropriate, image and/or voice) collected or generated in connection with the General Meeting to be held in accordance with this notice, either directly from the shareholders and representatives or from the entities at which their shares are deposited.

Purpose of processing and legal basis: The aforesaid personal data will be processed in accordance with the General Data Protection Regulation and any other laws and regulations applicable for the following purposes: (i) manage the exercise and control of shareholders' rights (including verification of the identity and status of the shareholder or representative, management of the registration for and access to the electronic voting and proxy platforms, shareholders' forum and online attendance); (ii) send information related with the shareholder's investment; (iii) manage the calling and holding of General Meetings; and (iv) ensure the transparency and publication of the General Meeting of Shareholders on the company's website www.ebrofoods.es. The processing of personal data is necessary for those purposes and is performed within and as part of the relationship between the shareholder and the company and in compliance with the legal obligations incumbent on Ebro Foods, S.A. as a corporate enterprise, and based on the Company's legitimate interest in recording and streaming the General Meeting.

Recipients of personal data: The personal data will be sent to: (i) the service provider responsible for the software applications for management of the General Meeting and electronic platforms and (ii) the notary, exclusively for the purpose of issuing minutes of the General Meeting. They may also be transferred to duly authorised third parties exercising their right to information contemplated in under the applicable laws and regulations.

Security of processing and storage time: The personal data will be processed with adequate security measures and technical means to prevent any loss, misuse or unauthorised access, and will be stored throughout the duration of the relationship between the shareholder and the Company and for six years after termination of that relationship or such longer time as may correspond to the time-barring of any legal or contractual actions applicable thereto.

Exercise of data protection rights: Data subjects may exercise the rights of access, rectification, objection, erasure, portability, restriction of processing and any other rights to which they may be entitled pursuant to the applicable data protection laws and regulations by writing to Ebro, enclosing proof of identity, in a letter sent by post or courier service to Paseo de la Castellana 20, 3ª planta, 28046 Madrid, marking the envelope "Personal data protection", or by e-mail to protecciondedatos@ebrofoods.es. They may also lodge a complaint at any time with the Spanish Data Protection Agency.

Other aspects: The shareholder will be solely and exclusively liable for any false, inaccurate, incomplete or out-of-date information given on the forms. If the documentation remitted includes the personal data of any individuals other than the shareholder or if a third party attends the General Meeting as representative of the shareholder, the shareholder must inform them of the details indicated in this notice of

call regarding the processing of personal data. The company is not obliged to take any further action in terms of information or legitimation in respect of the data subjects.

THE TRADITIONAL GIFT FOR PARTICIPATION IS ELIMINATED

Owing to the special current situation and with a view to protecting the health of both our shareholders and the internal and external personnel who collaborate in the delivery of gifts, there will be no gift for participation at this Extraordinary General Meeting.

GENERAL INFORMATION

The Board of Directors will inform the shareholders and markets in due course of any other measures that may be necessary, based on the evolution of the health situation and in accordance with the decisions or recommendations issued by the competent authorities. Any notifications that must be published for this purpose will be posted on the Company's website www.ebrofoods.es and/or announced by such means as may be deemed appropriate in view of the extent of the measures.

For any further information, shareholders may contact the Shareholders' Office on telephone no. +34 917245267 from 09.00 to 14.00, Monday to Friday (business days only) or by e-mail to oficinadelaccionista@ebrofoods.es.

Pursuant to section 11 quater Corporate Enterprises Act, communications from shareholders sent to the Company through electronic means may be answered by the company by the same means unless otherwise specified by the shareholders in their communication (in which case they must indicate a postal address to which the requested information should be sent).

Madrid, 24 November 2021

The Secretary of the Board - Luis Peña Pazos

<p>The English version of this document is purely informative. In the event of any discrepancy between the Spanish and English versions of this document, the Spanish version will prevail.</p>
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