

**PROPOSED RESOLUTIONS SUBMITTED FOR APPROVAL AT THE  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2021  
OF EBRO FOODS, S.A.**

**RESOLUTION PROPOSED UNDER ITEM ONE ON THE AGENDA**

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

To approve, pursuant to section 160(f) of the Corporate Enterprises Act, the sale of the Panzani dry pasta, semolina, couscous and sauces business, which includes the pre-sale restructuring operations, on the terms established in the directors' report approved by the Board on 24 November 2021.

That report, which describes the principal terms and conditions of the sale transaction and pre-sale operations, and sets out the Board's comments on the opportunity, has been published on the corporate website [www.ebrofoods.es](http://www.ebrofoods.es), accessible by shareholders from the date of publication of the notice of call.

And in this regard, to instruct the Board to take whatsoever actions may be necessary or purely convenient to conclude the transaction.

**RESOLUTION PROPOSED UNDER ITEM TWO ON THE AGENDA**

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

To approve the payment of an extraordinary dividend of EUR 0.57 gross per outstanding share, payable in cash against unrestricted reserves, in a single payment made on 22 December with the withholdings required by law.

**RESOLUTION PROPOSED UNDER ITEM THREE ON THE AGENDA**

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

To expressly delegate to the Chairman, Secretary and Vice-Secretary of the Board of Directors as extensively as may be required by law, so that any one of them, acting individually and with his sole signature, may execute, put on record and give notice of each and all of the resolutions adopted at this General Meeting, supplement, develop and remedy those resolutions, deliver them and secure their full or partial entry in the Trade Register or in any other registers kept by the corresponding public or private institutions, execute and rectify public or private documents of whatsoever nature and take such other action or actions as may be necessary.

**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.**