



**BME - GROWTH**

Stock Exchange Palace  
Loyalty Square, 1  
28014 Madrid

Madrid, 26 May 2023

**COMMUNICATION- OTHER RELEVANT INFORMATION - SUBSTRATE ARTIFICIAL  
INTELLIGENCE, S.A.**

Dear Sir/Madam,

Pursuant to the provisions of Article 17 of Regulation (EU) No 596/2014 on market abuse and Article 227 of Law 6/2023, of 17 March, on Securities Markets and Investment Services, and concordant provisions, as well as BME Growth Circular 3/2020 of BME MTF Equity, We inform you of the following information regarding the company **SUBSTRATE ARTIFICIAL INTELLIGENCE, S.A. (hereinafter "Substrate AI" or "the Company" indistinctly).**

The Board of Directors, at its meeting of April 13, 2023, has agreed to convene an Extraordinary General Meeting of Shareholders of the Company, to be held at the registered office, located at Calle María de Molina, 41, office 506, 28006, Madrid, on June 30, 2023, at 6:00 p.m., at first call, and, if the sufficient quorum is not reached, at the same time and place, the next day, on second call.

It is attached, as **an Annex**, the full text of the call, published on the website [www.substrate.ai](http://www.substrate.ai)

In compliance with the provisions of Circular 3/2020 of the BME Growth segment of BME MTF Equity, it is expressly stated that the information communicated herein has been prepared under the sole responsibility of the Company and its administrators.

We remain at your disposal for as many clarifications as you consider appropriate.

Kind regards

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Mr. Lorenzo Serratosa Gallardo

Chairman



**ANNOUNCEMENT OF CONVOCATION OF THE EXTRAORDINARY GENERAL MEETING OF  
SHAREHOLDERS OF THE**

**SOCIETY**

**SUBSTRATE ARTIFICIAL INTELIGENCE S.A.**

By resolution of the Board of Directors of SUBSTRATE ARTIFICIAL INTELIGENCE, S.A. (hereinafter, the "Company") of May 25, 2023, the shareholders are summoned to the Extraordinary General Meeting of the Company that will take place at the registered office, located at Calle María de Molina, 41, oficina 506, 28006, Madrid, on June 30, 2023, at 6:00 p.m., on first call, and, if sufficient quorum is not reached, at the same time and place, the following day, July 1, 2023 on second call, for the deliberation and, where appropriate, adoption of agreements regarding the following

**AGENDA**

- I. Study and, where appropriate, approval of a capital increase of Series B shares charged to reserves through the issuance of FIVE (5) Series B SHARES for each Series A and Series B shares; with modification of article 6 of the current Bylaws, as well as any acts necessary for its complete execution.
- II. Study and approval, where appropriate, of the Dismissal of the Director Mr. Christopher Nicolas Dembik and appointment of a new Director to the company Dembik Consulting SL as well as any acts necessary for its complete execution.
- III. Delegation of powers.
- IV. Pleas and questions.
- V. Drafting, reading and, where appropriate, approval of the Minutes of the meeting, or delegation for signature.

**1. Right to information.**

In accordance with the provisions of articles 197.1 and 197.2. of the Capital Companies Law, it is stated that from the publication of this notice of convocation and until the seventh day prior to the day scheduled for the holding of the Meeting at first call, shareholders have the right to request in writing the information or clarifications that refer to points included in the agenda of the meeting, or to formulate the questions they consider necessary. Additionally, during the holding of the general meeting, shareholders may verbally request the information or clarifications they deem appropriate

# substrate AI

regarding the matters included in the agenda. If the shareholder's right cannot be satisfied at that time, the directors shall be obliged to provide the requested information in writing, within seven days of the end of the meeting.

Likewise, in accordance with the provisions of articles 414 and 417, it is noted that, as of the publication of this notice of call, the Company makes available to shareholders the reports formulated by the Board of Directors in relation to each of the proposed resolutions corresponding to points I, II, III and IV of the Agenda.

## **2. Right to assistance and representation.**

In accordance with article 15 of the current Bylaws, shareholders who prove that they are holders of at least one thousand (1,000) shares and appear as holders in the corresponding book-entry register, five (5) days before its celebration, may attend the General Meeting, present or by means of a power of attorney granted in writing, which may be accredited by means of the appropriate attendance card, certificate issued by any of the entities legally authorized for it or by any other form admitted in Law. The proxy may be conferred in physical or electronic writing or by any other means of distance communication that duly guarantees the identity of the shareholder who grants it. If it is not recorded in a public document, it must be special for each Meeting.

Any shareholder who requests it and proves his condition as such and compliance with the aforementioned attendance requirements established by statute may obtain at the registered office the aforementioned attendance card, nominative and personal, which will allow him to exercise all the rights that correspond to him as a shareholder of the Company. You can also obtain the attendance card by requesting it by sending an email to the following address: [accionistas@substrate.ai](mailto:accionistas@substrate.ai)

For the purposes of proving the identity of the shareholders or their valid representative, attendees may be requested, together with the presentation of the corresponding attendance card, to prove their identity by presenting the National Identity Document or any other official document generally accepted for this purpose at the entrance of the premises where the General Meeting is held. In the case of shareholders of legal persons, a copy of the document accrediting the sufficient representative powers of the signatory must be attached.

The shareholders are informed that remote or telematic attendance at the Meeting will not be possible as the Company does not have the technical means that allow the recognition and identification of the attendees, the permanent communication between the attendees, as well as the intervention and issuance of the vote in real time.

### **3. Call complement.**

Under Article 172 of the Capital Companies Law, shareholders representing at least five percent (5%) of the share capital may request that a supplement to this call for the General Shareholders' Meeting be published, including one or more items on the agenda. The exercise of this right must be done by reliable notification that must be received at the registered office within five days of the publication of the call.

### **4. Data protection.**

The personal data that shareholders send to the Company for the exercise of their rights of attendance, delegation and vote at the General Meeting, or that are provided by the banking entities and securities companies and agencies in which said shareholders have deposited their shares, or through the entity legally authorized to keep the register of book entries, IBERCLEAR, will be treated in order to manage the development, compliance and control of the existing shareholder relationship.

Likewise, shareholders are informed that said data will be incorporated into a computer file owned by the Company, and shareholders will have the possibility of exercising their right of access, rectification, cancellation and opposition, in accordance with the provisions of Regulation 2016/679 of the European Parliament and of the Council, on Data Protection and Organic Law 3/2018, of December 5, Protection of Personal Data and guarantee of digital rights, and by written communication addressed to the Company (Calle María de Molina, 41, office 506, 28006, Madrid) or to the email [accionistas@substrate.ai](mailto:accionistas@substrate.ai).

In Madrid, on May 26, 2023.

JOSE IVAN GARCIA BRAULIO

LORENZO SERRATOSA GALLARDO

Secretary Board of Directors

Chairman