



BME - GROWTH

Palacio de la Bolsa
Plaza de la Lealtad, 1
28014 Madrid.

Madrid, May 17, 2024

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

Dear Sirs,

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 2023 on Securities Markets and Investment Services, and related provisions, as well as Circular 3/2020 of BME Growth of BME MTF Equity, We hereby 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 held on May 13, 2024, has agreed to convene the Ordinary and 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 21, 2024, at 13.30, on first call, and, if a sufficient quorum is not reached, at the same time and place, on 22 June 2024, on second call

The full text of the call, published on the website 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 directors.

We remain at your disposal for any clarifications you may deem appropriate.

Kind regards

Mr. Lorenzo Serratosa Gallardo
Chairman

**NOTICE OF THE CALL FOR THE ORDINARY AND EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY
SUBSTRATE ARTIFICIAL INTELLIGENCE S.A.**

By resolution of the Board of Directors of SUBSTRATE ARTIFICIAL INTELLIGENCE, S.A. (hereinafter, the "Company") of May 13, 2024, the shareholders are summoned to the Ordinary and Extraordinary General Meeting of the Company to be held at the registered office, located at Calle María de Molina, 41, office 506, 28006, Madrid, on June 21, 2024, at 1:30 p.m., on first call, and, if a sufficient quorum is not reached, at the same time and place, on the following day, June 22, 2024 on second call, for deliberation and, where appropriate, adoption of agreements regarding the following

AGENDA

- I.** Study and approval, where appropriate, of the Annual Accounts together with the management report for the year ended December 31, 2023, as well as any acts necessary for their complete execution.
- II.** Examination and approval, where appropriate, of the proposal for the application of results for the financial year ended 31 December 2023, as well as any acts necessary for its full execution.
- III.** Study and approval, where appropriate, of the Consolidated Financial Statements together with the consolidated management report for the year ended December 31, 2023, as well as any acts necessary for their full execution.
- IV.** Study of approval, if applicable, of the management carried out by the Board of Directors during the financial year ended December 31, 2023, as well as any acts necessary for its complete execution.
- V.** Study and approval, where appropriate, of the maximum amount of the annual remuneration that corresponds to the Board of Directors, in accordance with Article 20 of the Bylaws, as well as any acts necessary for its complete execution.
- VI.** Study and approval, where appropriate, of the authorisation to the Board of Directors so that, in accordance with the provisions of article 297.1.b), 506 and concordant of the Capital Companies Act, it may carry out capital increases, for a period of five years, up to a maximum amount of 20% of the share capital at the time of authorisation, on one or more occasions, through the issuance of new shares, with or without voting, with the provision of incomplete subscription established in article 507 of the Capital Companies Act. To expressly authorize

the Board of Directors, under the terms established in Article 506 of the Capital Companies Act, to have the power to exclude the pre-emptive subscription right if the interest of the company so requires; as well as any acts necessary for its complete execution.

- VII.** Study and approval, where appropriate, of the authorisation to the Board so that, on behalf of the Company, it may join and vote in favour of those Incentive Plans that may be constituted in the investee companies.
- VIII.** Study and approval, if applicable, of the ratification of the investment agreement signed on 7 February 2024 with the entity INDICO INVESTMENTS AND MANAGERMENTS SL, delegating to the Board the signing of complementary documents.
- IX.** Delegation of powers.
- X.** Drafting, reading and, where appropriate, approval of the Minutes of the session, or delegation for signature.

1. Right to information.

In accordance with the provisions of Articles 197.1 and 197.2. of the Capital Companies Act, it is hereby stated that from the publication of this notice of call 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 items included in the agenda of the meeting, or to ask the questions they consider necessary. In addition, during the holding of the general meeting, shareholders may verbally request the information or clarifications they deem appropriate regarding the matters included in the agenda. If the shareholder's right cannot be satisfied at that time, the directors will be obliged to provide the information requested in writing, within seven days following the end of the meeting.

Likewise, in accordance with the provisions of Articles 414 and 417, it is hereby stated that, as of the publication of this notice of call, the Company makes available to shareholders the reports prepared 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 Bylaws in force, 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 prior to its

celebration, may attend the General Meeting, present or by means of a power of attorney granted in writing. which they may prove by means of the appropriate attendance card, a certificate issued by one of the entities legally authorized to do so or by any other form admitted by law. The proxy may be granted in writing, physical or electronic or by any other means of remote communication that duly guarantees the identity of the shareholder granting 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 or her status as such and compliance with the aforementioned attendance requirements set out in the bylaws may obtain the aforementioned attendance card, nominative and personal, at the registered office, which will allow him or her to exercise any rights that correspond to him or her as a shareholder of the Company. They can also obtain the attendance card by requesting it by sending an email to the following address: accionistas@substrate.ai

For the purposes of accrediting the identity of the shareholders or of whoever validly represents them, at the entrance to the premises where the General Meeting is held, 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. In the case of shareholders of legal persons, a copy of the document accrediting the signatory's sufficient representative powers must be attached.

Shareholders are informed that it will not be possible to attend the Meeting remotely or electronically as the Company does not have the technical means to allow the recognition and identification of attendees, permanent communication between attendees, as well as the intervention and casting of the vote in real time.

3. Complement of call.

Under Article 172 of the Capital Companies Act, 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 by including one or more items on the agenda. The exercise of this right must be done by means of a 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 voting at the General Meeting, or that are provided by the banks and securities companies and agencies in which said shareholders have deposited their shares, or through the entity legally authorised to keep the book entry register, IBERCLEAR, will be processed for the purpose of managing 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 5 December, on the Protection of Personal Data and guarantee of digital rights, and by written communication addressed to the Company (Calle María de Molina, 41, oficina 506, 28006, Madrid) or by email accionistas@substrate.ai.

JOSE IVAN GARCIA BRAULIO

LORENZO SERRATOSA GALLARDO

Secretary of the Board of Directors

Chairman of the Board of Directors