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BME - GROWTH

Stock Exchange Palace
Plaza de la Lealtad, 1
28014 Madrid

Madrid, February 11, 2025

**COMMUNICATION - OTHER RELEVANT INFORMATION - SHAREHOLDERS' GENERAL MEETING RESOLUTIONS -
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)**.

During the Extraordinary General Meeting of Shareholders of SUBSTRATE ARTIFICIAL INTELLIGENCE, S.A. (hereinafter, "Substrate" or the "Company"), held on February 10, 2025, at first call, with the attendance of a total of 24 shareholders, present or represented, representing a total of 54.31% (68,512,162 shares) of the share capital, all the resolutions submitted to the vote were approved in accordance with the notice of the General Meeting published at the time. The agreements adopted are as follows:

I. Study and, where appropriate, approval of the dismissal and appointment of members of the Board of Directors, as well as any other acts necessary to give the agreement full legal effect.

The following proposed resolution is submitted for approval by the shareholders:

"To cease, in exercise of the right recognized by the Board in accordance with article 233.1 and concordants of Royal Legislative Decree 1/2010, which approves the Text

Consolidated of the Capital Companies Act, to the members of the Board of Directors of the Board of Directors to date
Administration Mr. CHRISTOPHER NICOLAS DEMBIK, MR. TAWID CHTIOUI and The entity

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IMPULSE TECHNOLOGY TRANSFER MANAGEMENT TEAM SL, represented by the natural person appointed Mr. JESÚS HIDALGO QUESADA, who, present at the Meeting, are notified of their dismissal, thanking them for the services rendered and approving their management as widely as it corresponds to Law, remaining as directors Mr. LORENZO SERRATOSA GALLARDO and Mr. JOSÉ IVÁN GARCIA BRAULIO, who will remain unchanged in the position for which they are appointed for this purpose, that is, respectively, President and Secretary, both Joint and Several Chief Executive Officers.

To appoint, at the proposal of SUBGEN AI LTD, as new members of the Board of Directors, in accordance with the structure of the administrative body and for a common term of SIX (6) YEARS provided for in the current Bylaws, the following Directors:

The entity DEMBIK CONSULTING SLU, a company of Spanish nationality and indefinite duration, with NIF B67900696, and domiciled in Valencia, Calle Colón 4, 5, A, and duly registered in the Mercantile Registry of Valencia in volume 11101, folio 109, entry 1, page V-202060, who appoints its Sole Administrator, Mr. CHRISTOPHER NICOLAS DEMBIK, as a natural person representative, of legal age, married, of French nationality and residence, with registered office at 23 passage Gambetta 75020, Paris (France) and holder of NIE Y9106088-B.

MRS. CRISTINA SERRANO SAENZ DE TEJADA, of legal age and holder of DNI-NIF 02886425V.

Mr. JOSÉ CORRAL MARTÍNEZ, of legal age, with DNI-NF 25.139.797S." Vote on the agreement:

Votes in favour, 68,428,162 shares, corresponding to 99.88% of the share capital present or represented.

Votes against: N/A.

Abstentions 84,000 shares of the entity, corresponding to 0.12% of the capital.

Consequently, this resolution is approved with the favorable vote of 99.88% of the capital present or represented, thereby complying with the requirement established by the Bylaws in force.

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II. Study and approval, if applicable, of the authorisation to the Board of Directors so that, in accordance with the provisions of article 297.1.b), 506 and concordant articles 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.

The following proposed resolution is submitted for approval by the shareholders:

"To authorize the Board of Directors, in accordance with the provisions of articles 297.1.b), 506 and related articles of the Capital Companies Act, to agree on one or more occasions to increase the share capital up to a certain amount at the time and in the amount it decides, in accordance with the following conditions:

1. Term: The increase in the share capital may be carried out one or more times within a maximum period of five years from the date of this Meeting.
2. Maximum amount: The maximum total amount of the increase or increases agreed under this authorisation will not exceed 20% of the current share capital at the time of authorisation.
3. Scope: The authorisation to the Board, through the delegation of the Meeting, to increase the share capital shall extend, as broadly as may be required by law, to the establishment and determination of the conditions inherent in each of the increases that may be carried out by virtue of this agreement, to the carrying out of any necessary procedures and to the obtaining of any authorisations required by the legal provisions in force.

By way of example, but not limited to, it shall be the responsibility of the Board of Directors to determine, for each increase in share capital, the amount and date of execution, the number of shares to be issued, with or without vote, with or without an issue premium, the equivalent value of the new shares to be issued consisting of monetary contributions, and may set the terms and conditions of the capital increase and the characteristics of the shares.

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Likewise, the Board of Directors is expressly authorized to exclude the pre-emptive subscription right if the interest of the company so requires, in accordance with the provisions of article 506 of the Capital Companies Act.

4. Incomplete increase: In accordance with article 507 of the Capital Companies Act, in the event of incomplete subscription of the increase or increases in the share capital, these will be effective, and will therefore be increased or increased only by the amount of the subscriptions made.

5. Delivery of shares: It is expressly provided within the framework of this delegation agreement that the capital increase agreement(s) will be registered in the Mercantile Registry before their execution as they have included the possibility of incomplete subscription.

6. Modification of the Bylaws: By virtue of this authorisation, the Board of Directors is empowered, where appropriate, to redraft the article of the Bylaws relating to the share capital, once the increase has been agreed and executed.

7. Admission to trading: Admission to trading will be requested for new shares that may be issued under this agreement on the different multilateral trading systems both in Spain -BME Growth- and in the United States -OTC- or any other regulated market through the dual listing system.

Likewise, shareholders are informed that the following capital increases have been executed in relation to previous delegations:

With respect to the delegation conferred at the Meeting of January 30, 2023, for an amount of €400,000.

With respect to the delegation conferred at the Meeting of 19 January 2024, for the amount of €2,462,616.77

Vote on the agreement:

- (i) Votes in favour, 68,429,162 shares, corresponding to 99.88% of the share capital present or represented.
- (ii) Votes against: 83,000 shares of the entity, corresponding to 0.12% of the capital.
- (iii) Abstaining: N/A.

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Consequently, this resolution is approved with the favorable vote of 99.88% of the capital present or represented, thereby complying with the requirement established by the Bylaws in force.

III. Delegation of powers.

The following proposed resolution is submitted to the shareholders:

"To specially and expressly empower the Managing Directors, on behalf of the company, indistinctly and jointly and severally, to carry out and grant the public and/or private acts or documents that are necessary for the full formalization, execution and good completion of the agreements adopted, being able to appear before a Notary Public and make public, in whole or in part, the corporate resolutions adopted until they are registered in the Commercial Registry, may also grant as many public or private documents as may be necessary for the correction, rectification, ratification or clarification of the same, and to carry out any procedures and declarations necessary for their registration in the relevant registers.

Without prejudice to the delegations of specific powers contained in the previous sections, it is agreed to empower and authorise both JOSE IVAN GARCIA BRAULIO and Mr LORENZO without distinction, as broadly as it corresponds to the law.

SERRATOSA, in its respective capacity as Secretary and Chairman of the Board of Directors, as broadly as it corresponds to law, so that they may execute the above agreements, carrying out for this purpose all the actions and procedures and granting the public or private documents that are necessary or convenient, being also empowered for this purpose to complete, clarify, correct or correct said documents, if they suffer from any error, imprecision or omission, especially if this is cause for suspending or preventing their registration or effectiveness in the Commercial Registry or in any other public registry; and, in particular, by way of indication and not limitation, for:

Draft, subscribe and submit, as the case may be, to BME Growth (or to any governing bodies of those markets, national or foreign, official or not, in which the Company's shares may be admitted to trading) or any other supervisory authorities that may be appropriate, in relation to the issuances and listings to trading of the new shares issued under this agreement, as many supplements as may be necessary or convenient, assuming responsibility for them, as well as the other documents and information that are required in compliance with the provisions of the applicable regulations; and

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To execute on behalf of the Company as many public or private documents as may be necessary or convenient for the successful completion of this agreement and, in general, to carry out as many procedures as may be necessary, as well as to correct, clarify, interpret, specify or supplement this resolution adopted by the General Shareholders' Meeting and, in particular, any defects, omissions or errors, of substance or form, resulting from the verbal or written classification, prevent access to the agreements and their consequences to the Commercial Registry, or any other"

Vote on the agreement:

Votes in favour, 68,429,162 shares, corresponding to 99.88% of the share capital present or represented.

Votes against: 83,000 shares of the entity, corresponding to 0.12% of the capital.

Abstaining: N/A.

Consequently, this resolution is approved with the favorable vote of 99.88% of the capital present or represented, thereby complying with the requirement established by the Bylaws in force.

Drafting, reading and, where appropriate, approval of the Minutes of the session, or delegation for signature.

As the Minutes of the General Shareholders' Meeting have been drawn up by the Secretary, the following proposal for resolution is submitted to the shareholders:

"Approval in its entirety of the Minutes of this Extraordinary General Meeting of Shareholders"

Vote on the agreement:

- (i) Votes in favour, 68,429,162 shares, corresponding to 99.88% of the share capital present or represented.
- (ii) Votes against: 83,000 shares of the entity, corresponding to 0.12% of the capital.

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- (iii) Abstentions: N/A.

Consequently, this resolution is approved with the favorable vote of 99.88% of the capital present or represented, thereby complying with the requirement established by the Bylaws in force.

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

Lorenzo Serratosa Gallardo

Chairman