



ACERINOX, S.A.

ORDINARY ANNUAL SHAREHOLDERS' MEETING

PROXY CARD

				SHAREHOLDER (NAME OR SURNAME OR COMPANY NAME)
1ST CALL		2ND CALL		MINIMUM NUMBER OF SHARES TO ATTEND
Date	Time	Date	Time	
4/19/2024	12:00 a.m.	4/22/2024	12:00 a.m.	
MEETING ADDRESS				NUMBER OF SHARES HELD
Auditorio de la Fundación Pablo VI, at Paseo de Juan XXIII, 3, 28040, Madrid, Spain				
REGISTERED OFFICE OF ACERINOX, S.A.				
Calle Santiago de Compostela no. 100, 28035, Madrid				

For this Annual Meeting, the shareholder appoints the following proxy:

(Check only one of the following boxes)

- The chairman of the board of directors.
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If no proxy is named, it shall be assumed that the proxy is either the chairman of the board of directors, the chief executive officer, or the secretary of the board of directors, interchangeably. Should the designated representative find him or herself with a conflict of interest when voting on the proposals submitted to the meeting on or off the agenda, and for which the shareholder represented did not leave clear instructions, this representation shall be understood to be transferred to either of the other two persons mentioned who are not affected by this circumstance.

Free translation from the original in Spanish. In the event of discrepancy, the Spanish-language version prevails.

Voting instructions on the proposals by the board of directors corresponding to the items on the agenda.

Check the appropriate box with an **X**. If any box is not checked, it will be assumed that the represented shareholder voting instruction is to vote in favor of the proposed resolution of the board of directors.

AGENDA ITEM	1	2	3	4	5	6	7	8	9.1	9.2	10	11	12	13	14	15
For	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	/	<input type="checkbox"/>	<input type="checkbox"/>	/	/
Against	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	/	<input type="checkbox"/>	<input type="checkbox"/>	/	/
Abstention	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	/	<input type="checkbox"/>	<input type="checkbox"/>	/	/

Items 11, 14 and 15 are for informational purposes and are therefore not subject to a vote.

Proposals on items not included in the agenda published with the call

For proposals not included on the agenda of the Annual Meeting, the proxy shall vote as they see best for the interests of the Company and of the shareholder they represent, unless they check the NO box below, in which case it will be assumed that the shareholder has instructed the proxy to abstain from voting on such proposals.

NO

You can process your proxy appointment by:

- Mailing this card to the registered office of ACERINOX, S.A. (C/ Santiago de Compostela, 100 - 28035, Madrid), accompanied by the original document with the shareholder's name proving ownership of the shares (issued for this purpose by the depositary institution of said shares), and photocopies of the Spanish National ID (DNI), Spanish Foreigner's ID (NIE), passports or equivalent documents of both the shareholder and the proxy.
- In order for the appointment to be considered valid, it must be received at the registered office of ACERINOX, S.A. before 11:59 p.m. on April 17, 2024.

Signature of the delegating shareholder:

Signature of the attending representative:

In, on the of, 2024 In, on the of, 2024

The following persons may be in a situation of conflict of interest:

- I. All members of the board of directors in connection with items 4, 8, 9.2 and 10 of the agenda;
- II. The chief executive officer with respect to item 12 of the agenda;
- III. The board secretary with respect to item 12 of the agenda; and
- IV. The relevant director in the event that one or more of the proposals referred to in sections b) (removal, resignation, or dismissal) or c) (exercise of derivative action) of article 526.1 of the Spanish Capital Companies Act that may be presented off-agenda in accordance with the act are submitted to the meeting.

AGENDA

One. Examination and approval of the annual financial statements (balance sheet, statement of profit or loss, statement of changes in equity for the financial year, cash flow statement, and the annual report), and management reports referring to Acerinox, S.A. and its Consolidated Group, all of which pertain to the year ended December 31, 2023.

Two. Examination and approval of the Consolidated Nonfinancial Information Statement for the year ended December 31, 2023.

Three. Approval of the proposed distribution of earnings of Acerinox, S.A. for the year ended December 31, 2023. The proposal includes the payment of a final dividend for 2023 of EUR 0.31 gross per share to be paid on July 19, 2024.

Four. Approval of the management of the board of directors for the year ended December 31, 2023.

Five. Reelection of the financial auditors of Acerinox, S.A., and its Consolidated Group for the 2024 financial year.

Six. Authorization for the board of directors, in accordance with the provisions of articles 286, 296.1., 297.1. b), and 506 of the Spanish Capital Companies Act, to increase the share capital by means of monetary contributions on one or more occasions, at any time, up to the amount of EUR **31,166,921.37** within a period of **two years**, starting from the moment of authorization by the Annual Shareholders' Meeting with delegation to the board of directors to exclude preemptive subscription rights, if the interests of the Company so require, up to a maximum of **ten percent** of the share capital of the Company at the time of authorization.

Seven. Authorization to the board of directors of the Company for the acquisition of treasury shares for a period of two years, either by the Company itself or through any of the companies in the Acerinox Group, establishing the limits and requirements, thereby annulling the authorization granted in item 9 of the agenda by the Ordinary Annual Shareholders' Meeting held on May 23, 2023.

Eight. Submission of the "Annual Report on the Remuneration of Acerinox, S.A. Board Directors," corresponding to the year ended December 31, 2023, to an advisory vote.

Nine. Approval of the amendments to the bylaws:

9.1. Amendment of article 24 (“Board positions”) of the bylaws.

9.2. Amendment of article 25 (“Directors’ remuneration”) of the bylaws.

Ten. Approval of the Acerinox, S.A. Board Directors’ Remuneration Policy, effective from the time of its approval by the Annual Shareholders’ Meeting for fiscal years 2025, 2026, and 2027. This agenda item will be conditional upon the adoption by the Annual Shareholders’ Meeting of the resolution to amend the Company’s bylaws, as proposed in item 9.2 of the agenda.

Eleven. Reporting to the Annual Shareholders’ Meeting in accordance with articles 518 d) and 528 of the Spanish Capital Companies Act on the amendment of the Regulations of the Board of Directors. This amendment to the bylaws will be conditional upon the adoption by the Annual Shareholders’ Meeting of the resolutions to amend the Company’s bylaws and to approve the Directors’ Remuneration Policy, proposed in items 9.2 and 10 of the agenda, respectively.

Twelve. Authorization to the board of directors of the Company to acquire up to 487,030 shares of Acerinox, S.A. to be used to pay the second cycle of the Third Multi-Year Remuneration Plan (2025–2027) approved as item 14 of the agenda by the Annual Shareholders’ Meeting held on May 23, 2023.

Thirteen. Delegation of powers to the board of directors for the execution, correction, and authorization of the resolutions adopted at the Annual Shareholders’ Meeting, and the granting of powers to convert the said resolutions into a public deed.

Fourteen. Chairman’s report on the most significant developments in the corporate governance of the Company, in accordance with the information contained in the Company’s Annual Corporate Governance Report for the 2023 financial year.

Fifteen. Chairman’s report on the most relevant developments in the Company in the area of sustainability and climate change, in accordance with the information contained in the Consolidated Nonfinancial Information Statement for the 2023 financial year.