

LABIANA HEALTH, S.A.

Call for an Extraordinary Shareholders' Meeting

By resolution of the Board of Directors of LABIANA HEALTH, S.A. ("**LABIANA**" or the "Company", indistinctly) dated November 21, 2023, the shareholders are summoned to the Ordinary General Meeting of Shareholders which, in accordance with articles 15 and 16 of the Articles of Association and 14 of the Regulations of the General Shareholders' Meeting, shall be held in person at the Company's registered office located at Av. Europa, 34D, 28023, Madrid, on December 22, 2023, at 12:00 a.m., on first call, or, if the necessary quorum of incorporation is not reached, on the following day, December 23, 2023, at the same time and place, on second call (it being noted that, It is foreseeable that the Meeting will be held on first call), to deal with the following

Agenda

- Point 1.-** Issuance of warrants convertible into "Warrants Tranche A" nominee shares, excluding pre-emptive subscription rights, and an increase in share capital by the amount necessary to cover the conversion thereof.
- Point 2.-** Delegation to the Board of Directors of the power to issue warrants convertible into shares nominated as "Tranche B Warrants", excluding pre-emptive subscription rights, and to increase the share capital by the amount necessary to cover the conversion thereof.
- Point 3.-** Delegation of powers to the Board of Directors of the Company, with express power of substitution and sub-delegation, for the formalisation, interpretation, correction and/or execution of the resolutions adopted by the General Meeting.
- Point 4.-** Requests and questions.

**HOLDING OF THE GENERAL SHAREHOLDERS'
MEETING ON FIRST CALL**

The aforementioned Ordinary General Shareholders' Meeting is scheduled to take place on first call, that is, on December 22, 2023, at 12:00 a.m.

In accordance with the provisions of Article 16 of the Company's Articles of Association and Article 14 of the Regulations of the General Shareholders' Meeting, the Board of Directors has agreed that the aforementioned General Shareholders' Meeting **will be held in person at the registered office located at Av. Europa, 34D, 28023 Madrid.**

Shareholders are hereby informed that they may exercise their rights of attendance, proxy, information and voting at the General Shareholders' Meeting through the various means described in this notice.

COMPLEMENT OF CALL

In accordance with the provisions of Article 172 of the consolidated text of the Capital Companies Act, approved by Royal Legislative Decree 1/2010 of 2 July 2010 (the "Capital Companies Act"), and Article 8.5 of the Regulations of the General Shareholders' Meeting, from the time the General Shareholders' Meeting is called, those shareholders who represent at least 5% of the share capital may request that a supplement to the notice of the General Shareholders' Meeting be published, 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.

RIGHT TO INFORMATION

In accordance with the provisions of Articles 197 and 272 of the Companies Act and Article 9 of the Regulations of the Company's General Meeting, from the publication of this notice of call until the holding of the General Shareholders' Meeting, any shareholder may exercise their right to information by directly examining the following documentation at the registered office and on the corporate website of the Company (www.labiana.com) and by requesting its delivery or free shipping:

- This call notice.
- The full text of the proposed agreements to be adopted, if any, in relation to each of the items included in the Agenda.
- The explanatory report on the basis and modalities of conversion of the Tranche A Warrants, as well as the nature and characteristics of the offsetting claims prepared by the Board of Directors and approved at the meeting held on 21 November 2023.
- The Special Report on the issuance of warrants convertible into shares excluding the pre-emptive subscription right issued by Grant Thornton as an independent expert other than the Company's Auditor.
- The certification of the Company's Auditor of Accounts (AUREN) issued in accordance with article 301.3 of the Capital Companies Act, which certifies that once the corporate accounts have been verified, the data provided by the directors on the credits to be offset are accurate.
- The Articles of Association in force.
- The Regulations of the General Shareholders' Meeting in force.

In accordance with the provisions of Article 197 of the Companies Act and Article 9 of the Regulations of the General Shareholders' Meeting, from the same day of publication of the notice of the General Meeting and until the seventh day prior to the day scheduled for the holding of the General Meeting, Shareholders may also request from the Board of Directors, on the matters included in the Agenda, the information or clarifications they deem necessary, or formulate in writing the questions they deem appropriate.

Shareholders may also verbally request information or clarification on the above matters during the General Shareholders' Meeting.

Requests for information may be made by delivering the request to the registered office, or by sending it to the Company by post or other means of remote electronic communication addressed to the following address investors@labiana.com. Requests will be accepted as such in which the electronic document by virtue of which the information is requested incorporates the legally recognized electronic signature used by the applicant, or other mechanisms considered by the Board of Directors that meet adequate guarantees of authenticity and identification of the shareholder exercising their right to information.

Regardless of the means used to issue requests for information, the shareholder's request must include his or her name and surname, accrediting the shares he or she holds, so that this information can be compared with the list of shareholders and the number of shares in his or her name provided by the Registry Systems Management Company. Compensación y Liquidación de Valores, S.A. (Sociedad de Sistemas or Iberclear), for the General Meeting in question. It will be up to the shareholder to prove that the application has been sent to the Company in a timely manner. The Company's website will detail the relevant explanations for the exercise of the shareholder's right to information, in the terms provided for in the applicable regulations.

The Board of Directors shall be obliged to provide the requested information in writing until the day of the General Meeting, except in the cases expressly provided for by law. Valid requests for information, clarifications or questions made in writing and written responses provided by the Board of Directors will be included on the Company's website.

RIGHT OF ASSISTANCE AND REPRESENTATION

In accordance with the provisions of Article 18 of the Articles of Association and Article 10 of the Regulations of the General Shareholders' Meeting, shareholders have the right to attend the General Meeting regardless of the number of shares they hold, provided that they are registered in their name in the corresponding book-entry register five days in advance. At least, to the one in which the General Meeting is to be held and the corresponding attendance card is provided, the certificate issued by the entity in charge of the book-entry registry, which corresponds in each case or the document that, in accordance with the law, accredits it as a shareholder.

Likewise, any shareholder who has the right to attend may be represented at the General

Meeting by any person, whether or not he or she is a shareholder of the Company. The proxy is always revocable and the personal attendance of the represented party at the General Meeting will have the value of revocation.

The proxy must be granted on a special basis for each General Meeting, in writing by sending written postal correspondence, or equivalent courier service, to the registered office of the Company (Pozuelo de Alarcón, calle Europa, nº 34D, planta 1ª, CP 28023), addressed to the attention of Santiago Tomás; or by e-mail sent to the address: investors@labiana.com. In both cases, the attendance card issued by the entity or entities responsible for keeping the record of book entries, duly signed and completed by the shareholder, or another written means that, in the opinion of the Board of Directors, allows the identity of the shareholder conferring his or her representation and that of the representative to be duly verified must be sent to the Company.

To be valid, the proxy conferred must be received by the Company before 11:59 p.m. on the day immediately prior to the day scheduled for the holding of the General Meeting on first call.

Likewise, the documents in which the proxies for the General Meeting appear must include at least the following mentions:

- a. Date of the General Meeting and the Agenda.
- b. Identity of the represented party and the representative. If it is not specified, it will be understood that the representation has been granted, indistinctly, in favour of the Chairman of the Board of Directors, or whoever replaces him.
- c. Number of shares held by the shareholder granting the proxy.
- d. Instructions on the direction of the shareholder's vote granted by the proxy on each of the items on the Agenda.

The Chairman of the General Meeting or the persons designated by him/her shall be deemed empowered to determine the validity of the proxies conferred and compliance with the requirements for attendance at the General Meeting.

In any case, shareholders who are going to attend the Meeting are requested to present themselves at the Meeting with the attendance card issued for this purpose by the corresponding bank.

In accordance with Article 18.1 of the Regulations of the General Shareholders' Meeting, at the place and day scheduled for the holding of the General Shareholders' Meeting, on first or second call, and from one hour before the time announced for the start of the meeting, the shareholders or those validly representing them may present their respective attendance cards to the staff in charge of the Shareholders' Registry and, where applicable, the documents that prove the representation that has been conferred on them. It is hereby stated that attendance

cards and proxy documents that are presented to the staff in charge of the shareholder registry after the time established for the start of the General Shareholders' Meeting will not be accepted.

Shareholders are also informed that they may obtain further information by consulting the corporate website of the www.labiana.com Company, as well as by contacting the investor relations department at the following address investors@labiana.com.

Finally, it is noted that the Board of Directors has agreed to require the presence of a Notary Public to draw up minutes of the Meeting, in accordance with the provisions of Article 203 of the Capital Companies Law in relation to Article 101 of the Regulations of the Commercial Registry.

REMOTE VOTE

All shareholders, regardless of the number of shares they hold, shall have the right to exercise their right to vote using remote means of communication, provided that they are registered in their name in the corresponding book-entry register at least five days before the vote is cast.

Shareholders with the right to attend may cast their vote on proposals relating to items included in the Agenda of any type of General Shareholders' Meeting through the following remote means of communication:

- (i) By postal correspondence, to the Company's registered office (Pozuelo de Alarcón, Calle Europa, nº 34D, 1st floor, CP 28023), addressed to the attention of Santiago Tomás, sending the Company the attendance and voting card obtained issued by the entity or entities in charge of keeping the register of account entries, duly signed and completed.
- (ii) By e-mail sent to the address investors@labiana.com.

Shareholders who cast their vote remotely in the terms indicated in this section and in article 24 of the Regulations of the General Shareholders' Meeting shall be considered as present for the purposes of the constitution of the General Meeting. Consequently, delegations issued previously shall be deemed to have been revoked and those granted subsequently shall be deemed not to have been made.

A vote cast remotely may be cancelled only if:

- a. By subsequent and express revocation carried out by the same means used for the issuance, and within the period established for the issuance.
- b. By attendance at the meeting of the shareholder who issued it or the representative of the shareholder who is a legal person.

- c. For the sale of the shares whose ownership confers the right to vote, of which the Company is aware, prior to the fifth calendar day before the date scheduled for the holding of the General Meeting.

DATA PROTECTION

The personal data (i) that the shareholders and, where applicable, the proxies send for the exercise or delegation of their rights to attend and vote at the General Shareholders' Meeting, as well as in the exercise of the right to information prior to the General Shareholders' Meeting, (ii) the personal data that are provided for these purposes by the banks and securities companies and agencies in which said shareholders have deposited or (iii) obtained through the recording of the General Meeting, if applicable, (i.e., image and voice), will be treated by the Company as data controller, for the purpose of developing, managing and controlling the exercise of the rights of the shareholder at its General Shareholders' Meeting as well as the existing shareholder relationship, manage and control the holding and dissemination of the General Shareholders' Meeting and comply with its legal obligations.

Personal data will be kept for the duration of the shareholding relationship and, thereafter, for a period of 6 years solely to be able to take any legal or contractual action, unless, exceptionally, a longer statute of limitations for any legal or contractual action is applicable.

The processing of data is necessary for the purposes indicated above and the legal bases that legitimize such processing are based on your shareholder relationship and compliance with legal obligations.

In particular, the data may be communicated to the Notary who will attend the General Shareholders' Meeting and draw up minutes of the same, as well as to third parties in the exercise of the right to information provided for in the Law, or be accessible to the public to the extent that they appear in the documentation available on the Company's website (www.labiana.com) or are expressed at the General Shareholders' Meeting, the development of which may be the subject of audiovisual recording and public dissemination on said website and on social networks and accredited media. For security reasons, as well as for reasons of transparency and greater dissemination, by attending the General Shareholders' Meeting, the attendee authorises the taking of photographs, the audiovisual recording of image and/or voice, as well as their reproduction, publication and dissemination in the terms indicated above. The legal basis for the processing of personal data consisting of image and/or voice is both the existence of a legitimate interest of the Company to record and retransmit the General Shareholders' Meeting, which is recognised in the rules and principles of transparency that apply to it, and the consent of the attendee provided when attending the General Shareholders' Meeting.

The owners of personal data may exercise their rights of access, rectification, deletion, opposition, limitation of processing and portability, or exercise any other rights recognised by the applicable regulations on data protection in the terms provided for by law by means of a written communication addressed to the Company's registered office (Pozuelo de Alarcón



(Madrid), calle Europa, nº 34D, planta 1ª, CP 28023), or to the following email address: datoshealth@labiana.com, providing a copy of your ID card or equivalent identification document. Likewise, the owners of personal data may file complaints with the competent supervisory authority in matters of data protection; in Spain, it is the Spanish Data Protection Agency (www.aepd.es).

In the event that personal data referring to natural persons other than the holder are included in the attendance, proxy and remote voting card and in the event that a third party attends the General Shareholders' Meeting as a representative of the shareholder, the shareholder must inform them of the points contained in the previous paragraphs and comply with any other requirements that may be applicable for the correct transfer of the shareholder. personal data to the Company, without the Company having to take any further action vis-à-vis the interested parties.]

Madrid, 22 November 2023.

Mr. Manuel Ramos Ortega, Chairman of the Board of Directors.