



Madrid, November 19th, 2020

MAKING SCIENCE GROUP, S.A., hereby makes known the following information:

By resolution of the Boards of Directors of Making Science Group, S.A. shareholders are called to the Extraordinary General Shareholder's Meeting which will be held at López de Hoyos 135, 3, at 10:00 on January 12th 2021 on first call and at the same time and place on January 13th 2021 on second call.

It is attached to the present communication, the call and the agenda for the General Shareholder's Meeting.

Juan Fernando Verdasco Giralt

Secretary non Director

## **AGENDA**

**First.** Capital increased amounted in 1.500 euros by issuing of 150.000 shares with a nominal value of 0,01 euros, a share premium of 1.041.000 euros with a value of 6,94 euros per share and 1.042.500 euros between capital and share premium by compensation of due and payable credits for the same value, with no pre-emptive subscription right. The pertinent modification in the Article 6 of the Company bylaws and other applicable agreements, especially, the request for admission to trading on BME Growth.

**Second.** Information regarding the new retribution system to the Management and the employees.

**Third.** Delegation of powers.

In case the Government would declare the state of alarm of there would be high mobility restri when the Extraordinary Shareholder's Meeting is planned to be held, this Meeting will be held by telematic procedures according to the Article 10 of the Company's Bylaws.

### ***Right to supplement the agenda and propose new resolutions***

Shareholders representing at least five per cent of the capital may request the publication of a supplemental notice of call, including one or several points on the agenda. This request shall be sent through any certifying means, to be received at the registered office within five days after publication of this notice of call according to the Article 172 of the Consolidated Text of the Capital Companies Act and the Company's Bylaws.

### ***Right to attend and representation***

In accordance with the provisions of Article 179 of the Consolidated Text of the Capital Companies Act and in the Company's Bylaws, all shareholders who appear as holders of Company shares in the corresponding registry may attend the General Meeting. accounting of Page 1 of 3 annotations in account five (5) days prior to its celebration, which may be accredited by means of the appropriate attendance card, certificate issued by any of the entities legally authorized to do so or by any other form admitted in Right.

Without prejudice to the attendance of the shareholder legal entities through the natural persons who represent them, any shareholder who has the right to attend may be represented at the General Meeting by another person, even if he or she is not a shareholder. Proxy must be conferred in writing or by remote means of communication that, duly guaranteeing the identity of the principal and representative, the Board of Directors determines, and specifically for each General Meeting, in the terms and with the scope established in the Capital Companies Law.

This last requirement will not be necessary when the representative is the spouse, ascendant or descendant of the represented party, nor when the representative holds a general power of attorney conferred in a public deed with powers to administer all the assets that the represented party has in the national territory.

Representation is always revocable. The personal attendance of the represented at the General Meeting will in itself have the value of revocation.

The Chairman of the General Meeting, and the Secretary, unless otherwise indicated by the Chairman, shall enjoy the broadest powers in Law to admit the document proving the representation.

In any case, both for the cases of voluntary representation and for those of legal representation, there may not be more than one representative at the Meeting.

In the cases of public request for representation, the document stating the power of attorney must contain or be attached the agenda, as well as the request for instructions for the exercise of the right to vote and the indication of the direction in which the representative will vote in case no precise instructions are given. It will be understood that there has been a public request when the same person holds the representation of more than three shareholders.

### **Information**

It is expressly stated, for the purposes set forth in article 197 of the Consolidated Text of the Capital Companies Act and in the Company's Bylaws, the possibility of any shareholder to request in writing, or other means of electronic communication or remote telematics, to the administrators, until the seventh calendar day prior to the one on which the meeting of the Board is scheduled to be held on first call, the information or clarifications they deem necessary, or to formulate the questions they deem pertinent, about the matters included in its agenda. The administrators must provide the information in writing until the day of the General Meeting.

Additionally, in relation to the provisions of article 287 of the Consolidated Text of the Capital Companies Act, the right of all shareholders to examine at the registered office the full text of the proposed bylaw amendment and the report is stated about it, as well as requesting the delivery or free shipping of said documents. In accordance with article 301.4, of the same Law, the right of all partners to examine the directors' report and the certification of the account auditor at the registered office, as well as request the delivery or free shipping of said documents.

The shareholders may verbally request from the Chairman during the act of the General Meeting, before the examination and deliberation on the items contained in the agenda, the information or clarifications that they deem appropriate on said items. The information or clarifications thus raised will be provided, also verbally, by any of the administrators present, as indicated by the President. If, in the opinion of the Chairman, it is not possible to satisfy the shareholder's right in the meeting itself, the information pending to be provided will be provided in writing to the requesting shareholder within seven calendar days following the date on which the General Meeting ended.

It is unanimously approved to authorize all the members of the Board of Directors and the non-director Secretary to call the ordinary General Shareholders' Meeting and make the

necessary publications for this purpose in accordance with the provisions of the Company Bylaws.

**For the additional information related to this call, please refer to the corporate website: [www.makingscience.com](http://www.makingscience.com)**