

**Attendance, proxy and distance voting card**

Attendance, proxy and distance voting card for the Extraordinary General Meeting of Shareholders of GIGAS HOSTING, S.A. (the "**Company**") to be held, at first call, at the Company's headquarters (Avda. de Fuencarral, 44, edificio GIGAS, 28108 Alcobendas, Madrid) on 18 May 2021 at 10:00am, or on 19 May 2021, at second call, at the same venue and time.

**ATTENDANCE** – *Shareholders wishing to attend the meeting must present this card, duly filled out and signed, at the place and time of the General Meeting.*

Identification details

Full name and taxpayer identification number / Company name and taxpayer identification number of the shareholder:

.....

No. of shares:

.....

For legal person shareholders:

- Full name and taxpayer identification number of their representative:

.....

- Proof of representation:

.....

**Signature of the shareholder or, as appropriate, proxy holder (in the case of proxies as explained in the following section) attending the meeting**

In ....., on..... 2021

The holder of this card can may issue a proxy or vote remotely by filling in their identification details and signing the related section below.

If both are signed, distance voting shall prevail and the proxy invalidated.

**PROXY - Shareholders wishing to delegate their voting rights**

The shareholder identified above grants representation to this meeting to:

*(Mark only the following boxes and, as appropriate, appoint a proxy. The appointed shareholder must sign where indicated for the proxy to be valid)*

1.  Chairman of the Board of Directors or, where appropriate, the Chairman of the General Meeting.
2.  Mr/Ms ..... with taxpayer identification number .....

Any proxies that do not contain expressly the name to whom it is issued shall be considered granted to the Chairman of the Board of Directors or, where appropriate, the Chairman of the General Meeting. Where voting on any of the items laid before the General Meeting result in a conflict of interest of the proxy holder, the proxy holder is authorised to appoint a third party to exercise the proxy granted. In any event, in addition to the law, the By-laws and the General Meeting Regulations, the rules outlined in the meeting notice transcribed below must be complied with. Voting instructions on proposals submitted by the Board of Directors are as follows:

<b>Agenda</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
In favour					
Against					
Abstains					

*(Mark the appropriate box with "x". If no box is marked, it shall be deemed that the vote is in favour of the Board of Directors' proposals)*

**Proposals on items not included in the Agenda**

Unless instructed to do so otherwise by marking the "NO" box below (in which case it shall be deemed that the shareholder instructs the proxy holder to abstain), the proxy also covers proposals regarding items not included in the Agenda. The proxy holder is authorised to vote on such proposals as they see fit.

NO

**Signature of shareholder granting proxy**

In ....., on..... 2021

**DISTANCE VOTING - Shareholders may vote remotely.**

If before the date of the Meeting the above shareholder wishes to vote remotely on the proposals in the Agenda of the Meeting, they must mark the appropriate box with an "x" in accordance with the direction of the shareholders' vote or abstention. If none of the boxes provided for items on the Agenda are marked, it shall be deemed that the vote is in favour of the Board of Directors' proposal. In any event, shareholders must adhere to the law, By-laws and General Meeting Regulations, as well as the rules included in the notice of the meeting as transcribed below.

<b>Agenda</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
In favour					
Against					
Abstains					

*(Mark the appropriate box with "x". If no box is marked, it shall be deemed that the vote is in favour of the Board of Directors' proposals)*

Shareholders casting votes remotely shall be deemed in attendance for the purposes of forming a quorum at the General Meeting.

**Signature of shareholder voting remotely**

In ....., on..... 2021

**PERSONAL DATA PROTECTION**

The personal data provided in the attendance, proxy and distance voting card and that provided at the General Meeting shall be processed under the responsibility of GIGAS HOSTING, S.A. (and included, where appropriate, in files under its ownership) to facilitate, manage and control the exercise of rights of the shareholder (to whom this card has been issued) at the General Meeting, and to manage and control the holding and dissemination of the General Meeting and to comply with legal obligations. The data may be disclosed to third parties in the exercise of the legal right to information or made available to the public to the extent they are disclosed at the General Meeting.

Data subjects may access, rectify and erase their data or oppose certain processing in accordance with Regulation (EU) 2016/679 (the General Data Protection Regulation) and Spain's Organic Law 3/2018, of 5 December, on the protection of personal data and guarantee of digital rights by notification in writing to the registered office of GIGAS HOSTING, S.A. (Av. De Fuencarral, 44, Edificio 1, 28108 Alcobendas, Madrid).

The shareholder hereby undertakes to inform, and obtain the consent of, third parties in respect of whose personal data the Company may have access and, in particular, third parties to whom the shareholder has issued a proxy, for the processing of their data in accordance with this clause. The shareholder shall inform these third parties of the existence of the personal data file, of the purposes of the processing of their data and of the possibility of exercising their rights of access, rectification, erasure and/or opposition in accordance with the above terms.

**GENERAL CONSIDERATIONS****SUPPLEMENTARY NOTICE OF MEETING**

Pursuant to articles 172 of the consolidated text of the Spanish Companies Act (*texto refundido de la Ley de Sociedades de Capital*) approved by Royal Legislative Decree 1/2010, of 2 July (the "**Spanish Companies Act**"), 8 of the Company's Articles and 6 of the General Meeting Regulations, shareholders representing at least five percent of the share capital may request the publication of a supplementary notice of meeting to include additional agenda items. This right must be exercised by notification by a reliable method received at the registered office within five working days of the date of publication of this notice.

**RIGHT TO INFORMATION**

Shareholders are hereby informed that, from the publication of this notice of meeting, they have the right to examine and obtain at the registered office or request delivery of copies, free of charge, of the following documents:

- (i) the full text of the proposed resolutions included in the agenda to be submitted by the Board of Directors for approval at the General Meeting;
- (ii) the report of the Board of Directors regarding the proposal for the capital increase to offset claims included in agenda item one;
- (iii) certification by the Company's statutory auditor, regarding the proposed resolution for the capital increase to offset claims included in agenda item one, confirming that its verification of the company's accounts found the information provided on the loan to be offset in accordance with article 301.3 of the consolidated text of Spanish Companies Act to be accurate;
- (iv) the report prepared by the Board of Directors regarding the proposal for the amendment of the operation of the Company' Board of Directors and the related amendment to article 17 of the Company's by-laws contained in agenda item two.

In accordance with articles 197 of the Spanish Companies Act, 10 of the Company's By-laws and 8 of the General Meeting regulations, shareholders may, from the day of publication of the notice of the General Meeting until the seventh day before the meeting is to be held at first call, request, in writing, any information or clarification or submit any questions they deem necessary regarding the items on the agenda. Also, in the same form and in the same time, shareholders may request information or clarification on publicly available information provided by the Company to the regulator of the BME Growth Segment of BME MTF Equity (the "BME Growth" segment) from the date the latest General Meeting was held.

These requests for information may be made, following accreditation of shareholder status, by delivery of the request to the registered address, by post to the Company's registered address, or by e-mail to [accionista@gigas.com](mailto:accionista@gigas.com). Whatever the means used to issue the requests for information, the request of the shareholder must include the shareholder's full name, and evidence of the shares owned, so that the information can be checked against the list of shareholders and the number of shares in the shareholder's name provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.

The information requested by shareholders shall be provided via the same means as the corresponding request, unless the shareholder indicates another means from among those deemed suitable according to this article. In any event, directors may issue the information via certified mail with acknowledgement of receipt or registered facsimile (burofax).

## **RIGHT OF ATTENDANCE AND REPRESENTATION**

In accordance with articles 9 and 11 of the General Meeting Regulations, any shareholders appearing on record as shareholders in the corresponding register of book entries five (5) days in advance of the date scheduled for the meeting may attend. This may be evidenced by the pertinent attendance card or certificate issued by one of the legally authorised entities or any other manner permitted by law. Legal person shareholders must accredit sufficient authority evidencing the powers of the natural person through whom they are exercising their right of attendance.

All shareholders entitled to attend a General Meeting may be represented at the General Meeting by another person, who need not be a shareholder. Proxies must be granted in writing or by the remote means of communication specified below, and issued especially for each General Meeting. The latter requirement shall not apply when the proxy holder is the spouse, ascendant or descendant of the principal, nor when the proxy holder has a general power of attorney by virtue of a public document vesting him/her with powers to administer all the assets that the principal owns in national territory. No shareholder may be represented by more than one proxy holder at a General Meeting.

Proxies issued by remote means of communication shall only be valid by post if (i) the attendance card issued by the depository entity is duly signed and completed by the shareholder; or (ii) the attendance card prepared by the Company, also duly signed by the shareholder and accompanied by certification from the depository entity, are mailed to the registered address. Legal person shareholders must also accredit sufficient authority evidencing the powers of the natural person issuing the proxy remotely.

Shareholders with right to attend and vote may cast their vote on any proposals related to agenda items using the following remote communication means:

- a) By post, sending to the Company the attendance card and ballot issued by the entity(s) overseeing the registration of book-entries or the depository entities, duly signed and completed, or by other written means that, in the opinion of the Board of Directors in a prior resolution adopted and published, allows the identity of the shareholder exercising their right to vote to be duly verified.
- b) By other electronic means, attaching an electronic copy of the attendance card and vote, provided the electronic document through which the right to vote is exercised includes a legally recognised electronic signature used by the shareholder intending to vote remotely, or other type of electronic signature considered suitable by the Board of Directors, based on a previous resolution adopted and published, that provides sufficient guarantees of authenticity and identification of the shareholder exercising their right to vote.

To be valid, votes cast by these systems must be received by the Company at least 24 hours before the date scheduled for the General Meeting at first call. The Board of Directors may specify a shorter period for the receipt of remote votes.

Proxies issued by a shareholder before the shareholder casts their remote vote shall be deemed revoked. Those granted after shall be deemed as not made. Personal attendance to the General Meeting by the shareholder issuing a proxy shall render the proxy void.

Any vote issued through remote means will be invalidated by subsequent and express revocation, within the period established for voting and using the same means for the vote or by attendance to the General Meeting of the shareholder issuing the vote.

### **SPECIAL CIRCUMSTANCES ARISING FROM THE CURRENT HEALTH CRISIS**

As a result of the current health crisis arising from COVID-19, in order to hold the Extraordinary General Meeting of Shareholders and safeguard the health of its shareholders, employees and collaborators, recommends that all shareholders issue proxies at the Extraordinary General Meeting of Shareholders, as provided for in article 9 of the By-laws and article 11 of the General Meeting Regulations, or cast their votes remotely, as provided for in article 12bis of the By-laws and article 23 of the General Meeting Regulations.

Shareholders deciding to attend the Extraordinary General Meeting in person are also asked to inform the Company in writing by post to the registered office at Av. De Fuencarral, 44, edificio 1, 28108 Alcobendas, or e-mail to [accionista@gigas.com](mailto:accionista@gigas.com), at least 72 hours before the General Meeting at first call to comply with the social distancing measures in place or recommended because of the health crisis caused by COVID-19, under which the meeting will be held.

### **AGENDA**

- One.- Capital increase through the offset of the claim held by GAEA Inversión, S.C.R., S.A. with the Company, through the issuance of three million nine hundred and twenty-five thousand (3,925,000) shares with an aggregate par value of seventy-eight thousand five hundred euros (€78,500) and an aggregate share premium of twenty-four million four hundred and fifty-two thousand seven hundred and fifty euros (€24,452,750), and application for the admission for trading of the newly issued shares in the BME Growth Segment of BMT MTF Equity, and with a delegation of powers.**
- Two.- Amendment of the operation of the Company's Board of Directors and the related amendment to article 17 of the Company's by-laws.**
- Three.- Acceptance of the resignations of Bonsai Venture Capital S.C.R. de Régimen Común, Rosalía Lloret Merino, José María Torroja Cifuentes and León Bartolomé Velilla as Company directors, and appointment of new members to the Company's Board of Directors.**
- Four.- Acknowledgement of the approval by the Company's Board of Directors of the Three-year Remuneration Plan for Gigas Group Executive Directors.**
- Five.- Drafting, reading and approval, as appropriate, of the**