



Inmocermento, S.A. ("**Inmocermento**" or the "**Company**"), in accordance with Article 17 of the Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 and Article 226 of the Law 6/2023, of 17 March, hereby communicates the following

INSIDE INFORMATION

Today, November 7, 2024, the public deed (*escritura pública*) relating to the financial partial spin-off of Fomento de Construcciones y Contratas, S.A. ("**FCC**") as the spun-off company in favor of Inmocermento as the beneficiary company (the "**Partial Spin-Off**"), and the public deed raising corporate resolutions to the status of public document (*elevación a público*), have been registered with the Spanish Commercial Registry (*Registro Mercantil*), by virtue of which:

- FCC has transferred to Inmocermento two economic units (*unidades económicas*) consisting the first one of 52,965,064 shares of FCYC, S.A., which represent the 80.03% of its share capital, and the second one of 154,453,657 shares of Cementos Portland Valderrivas, S.A., which represent the 99.028% of its share capital.
- Inmocermento has reduced its share capital to zero through the redemption of all the shares in which its share capital is divided (with repayment of the relevant contributions to FCC) and, simultaneously, has increased its share capital pursuant to the Partial Spin-Off in a total amount of 1,596,560,483.03 euros, corresponding 227,439,066 euros to nominal amount and 1,369,121,417.03 euros to share premium. As a result, the share capital of Inmocermento has been set at 227,439,066 euros represented by 454,878,132 shares of 0.50 euros of nominal value each.
- The eligible FCC shareholders will receive 1 share of Inmocermento for each FCC share they own in accordance with the allocation regime and procedure described in the announcement published by FCC on October 30, 2024, by means of the relevant communication of "other relevant information" (*otra información relevante*) (OIR) on the website of the Spanish Securities and Exchange Commission (*Comisión Nacional del Mercado de Valores*) (the "**CNMV**") (official registry number 31127).
- The Board of Directors of Inmocermento has been formed with the composition detailed in the annex to this communication and the necessary amendments have been made to the internal regulations aimed at taking into account the specialities of publicly listed companies, which may be consulted on the Company's corporate website (www.inmocermento.es).

Once the abovementioned registrations with the Spanish Commercial Registry (*Registro Mercantil*) have been confirmed, and taking into consideration that it is foreseen that on November 12, 2024, the CNMV verifies compliance with the requirements for the admission to trading of all the shares of Inmocermento on the Spanish Stock Exchanges and that, following this, the governing entities of the Spanish Stock Exchanges shall agree the admission to trading with effect from that same date, a meeting of the Board of Directors of Inmocermento has been held, at which the following resolutions, among others, were unanimously approved:

- **The initial reference price of the shares of Inmocermento on the Spanish Stock Exchanges is set at 4.25 euros per share.**

The initial reference price for the listing of the shares of Inmocermento on the Barcelona, Bilbao, Madrid and Valencia Stock Exchanges (the "**Spanish Stock Exchanges**") set by the Company's Board of Directors is of 4.25 euros per share. This reference price has been set on the basis of the report issued by BDO Auditores, S.L.P. which sets out an indicative range of fair prices (*precios razonables*) in the context of the contemplated transaction.

- Drawing-up of special purpose consolidated financial statements for the fiscal years 2023, 2022 and 2021, which have been audited by Ernst & Young, S.L. ("EY"), as well as the special purpose summarized half-yearly consolidated financial statements for the first half of 2024, which have been subject to a limited review by EY, and an individual balance sheet as of November 7, 2024, which has been audited by EY.
- Formation of the committees of the Board of Directors with the composition detailed in the annex to this communication and the necessary amendments to the internal regulations in order to contemplate the specialties of listed companies, which may be consulted on the Company's corporate website (www.inmocemento.es).

As indicated above, it is expected that on November 12, 2024, the shares of Inmocemento will be admitted to trading on the Spanish Stock Exchanges, and such same date will be the first trading day of the shares through the Stock Exchange Interconnection System (*Sistema de Interconexión Bursátil*). The prospectus for admission to trading of the shares of Inmocemento will be made available to the public, once registered with the official registries of the CNMV, in electronic format through the CNMV's website (www.cnmv.es) and in the Company's corporate website (www.inmocemento.es).

In Madrid, November 7, 2024.

ANNEX: COMPOSITION OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

• Board of Directors

Name	Title	Category
Mr. Juan Rodríguez Torres	Chairman	Proprietary
Mr. Gerardo Kuri Kaufmann	First Vice-chairman	Proprietary
Ms. Alicia Alcocer Koplowitz.....	Second Vice-chairman	Proprietary
Mr. Pablo Colio Abril	Director	Executive
Mr. Carlos Slim Helú.....	Director	Proprietary
Ms. Esther Alcocer Koplowitz	Director	Proprietary
Mr. Alejandro Aboumrad González.....	Director	Proprietary
Ms. Esther Koplowitz Romero de Juseu	Director	Proprietary
Ms. Gisselle Morán Jiménez	Director	Independent
Mr. Elías Fereres Castiel.....	Director	Independent
Mr. Álvaro Vázquez de Lapuerta	Director	Independent
Mr. Felipe Bernabé García Pérez	Secretary non-director	--
Mr. José María Richi Alberti	Vice-Secretary non-director	--

• Audit and Control Committee

Name	Title	Category
Mr. Álvaro Vázquez de Lapuerta	Chairman	Independent
Mr. Elías Fereres Castiel.....	Member	Independent
Ms. Gisselle Morán Jiménez	Member	Independent
Mr. Juan Rodríguez Torres	Member	Proprietary
Ms. Esther Alcocer Koplowitz	Member	Proprietary
Mr. Felipe Bernabé García Pérez	Secretary non-director	--
Mr. José María Richi Alberti	Vice-Secretary non-director	--

• Appointment and Remuneration Committee

Name	Title	Category
Mr. Elías Fereres Castiel.....	Chairman	Independent
Mr. Álvaro Vázquez de Lapuerta	Member	Independent
Mr. Juan Rodríguez Torres	Member	Proprietary
Ms. Alicia Alcocer Koplowitz.....	Member	Proprietary
Ms. Esther Koplowitz Romero de Juseu	Member	Proprietary
Mr. Felipe Bernabé García Pérez	Secretary non-director	--
Mr. José María Richi Alberti	Vice-Secretary non-director	--