

OTHER RELEVANT INFORMATION



NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF GIGAS HOSTING, S.A.

16 April 2021

Pursuant to article 17 of Regulation (EU) No 596/2014 of the European Parliament and of the Council on market abuse and article 228 of the Consolidated Text of the Spanish Securities Market Act (*texto refundido de la Ley del Mercado de Valores*) approved by Royal Legislative Decree 4/2015, of 23 October, and related provisions, and Circular 3/2020 of the BME Growth Segment of BMT MTF Equity (the “BME Growth” segment) on disclosures required of companies in the BME Growth segment, the Company hereby releases the following relevant information to the market in relation to Gigas Hosting, S.A. (“GIGAS” or the “Company”) regarding the **call of the Extraordinary General Meeting of Shareholders to be held at the registered office at Avenida de Fuencarral, 44, edificio GIGAS, 28108 Alcobendas (Madrid) on 18 May 2021 at 10:00am at first call**, or 19 May 2021 at second call, at the same venue and time.

According to the attached call notice and agenda, proposals submitted for approval at the meeting by shareholders include: the **capital increase to offset the claim held by GAEA Inversión, S.C.R. (“GAEA”) arising from the acquisition of Portuguese telecommunications operator Winreason S.A. and its subsidiaries (“ONI”)**. The acquisition was approved by shareholders at the Extraordinary General Meeting held on 1 February 2021 and disclosed to the market in an Other Relevant Information notice of 30 March 2021. As included in that notice, the transaction price was EUR 39.5 million (equity value), of which EUR 15 million was paid in cash at the close (using proceeds from the monetary capital increase carried out at the end of last year, as disclosed in Other Relevant Information filings of 23 November 2020 and 30 December 2020), with the remaining EUR 24.5 million to be paid through the delivery of 3,925,000 newly issued GIGAS shares worth EUR 6.25 each, the same price as in the monetary capital increases as stated in the binding agreement announcement for the acquisition of ONI (see Inside Information of 8 November 2020).

In addition, according to item three of the attached Agenda, given the changes occurring in the Company in terms of size, sector of activity and shareholder structure caused by the aforementioned corporate transactions and capital increases, the Board of Directors of the Company is also adapting to its new situation with the departure of four members of the Board of Directors to make room for the two proprietary directors, by GAEA GAEA Inversión SCR, S.A., tentatively to be represented by Carlos Conti, and Inveready Capital Company, S.L., tentatively to be represented by Sara Sanz, and one independent director, Miguel Venâncio, who brings vast knowledge and extensive experience in both the telecommunications market and the Portuguese market:

CARLOS CONTI WALLI. Carlos has broad experience in principal investing in tech and telecommunications companies, and in structured finance, having been a member of the Structured Finance team of BNP Paribas in Paris. Since joining Inveready in 2011, Carlos has overseen hybrid funds, leading more than 40 transactions, including the investment in Gigas through a convertible bond fund, and the investment in VozTelecom, which was subsequently acquired by Gamma Communications. Carlos is currently head of GAEA Inversión, a private equity fund that is carrying out a new investment in Gigas. He previously worked in JP Morgan’s Capital Markets department in London and in the M&A team of UBS in New York. He holds an MBA from IESE.

SARA SANZ ACHIAGA. Sara joined Inveready in 2010 and is in charge of managing and coordinating fiscal incentives for companies, as well as designing financial plans for companies and R&D projects to optimise public financial aid and project management. Prior to joining Inveready, Sara worked as a consultant of public financial aid for four years as head of the Department of Aid, and at ACC10-Generalitat of Catalonia for 10 years as head of the Department of R&D Projects and head of Business Information. She holds a degree in economics from Universidad de Barcelona and an MBA from ESADE Business School. Previously, she was a member of the board of directors of VozTelecom, which was subsequently acquired by Gamma Communications.

MIGUEL VENANCIO. Miguel is currently Chairman of the Board of Directors of Cabonitel, Nowo and Alterlinks, with over 30 years of work experience. He joined the Cabonitel Group in November 2016, initially as CFO of NOWO and ONI, and was subsequently appointed CEO of NOWO and ONI in January 2018. Previously, he was Group CFO at Digicel Cable & Broadband, CEO at Movitel Telecom/Vice-President of Angola Cables, Head of Finance at Vodafone in Portugal and Spain, and a member of the Board of Onyway. Miguel holds a degree in business administration from ISNP and received training in global management at IMD.

The Company and management team would like to expressly thank the outgoing directors Rosalía Lloret, José María Torroja, León Bartolomé and BONSAI VENTURE CAPITAL, represented by Javier Cebrián, for their services and especially the support, the effort and time spent, and the enthusiasm they have shown to GIGAS over the years.

In light of the extraordinary circumstances arising from the health crisis, we kindly recommend that shareholders issue proxies or vote remotely, using the Attendance, Proxy and Distance Voting Card found on the Company's website, gigas.com, in the section About Gigas / Investors and Stockholders. Nevertheless, any shareholders wishing to attend in person, must notify the Company at least 72 hours before the meeting, via email to accionista@gigas.com to ensure compliance with the applicable and recommended health, safety and social distancing measures at the time of the meeting related to the health crisis caused by COVID-19.

Alcobendas (Madrid), 16 April 2021,

Moisés Israel Abecasis
Chairman of the Board of Directors
GIGAS HOSTING, S.A.

GIGAS HOSTING, S.A.

Call of Extraordinary General Meeting

Pursuant to the resolutions adopted by the Board of Directors of Gigas Hosting, S.A. (the "**Company**") at its meeting of 14 April 2021, an Extraordinary General Meeting of the Company's shareholders is called, to be held at the Company's registered office (Avda. de De Fuencarral, 44, edificio GIGAS, 28108 Alcobendas, Madrid), on 18 May 2021, at 10:00am, at first call, or 19 May 2021, at second call, at the same time and place, with the following:

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 minutes.**

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 By-laws 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. 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 (*buropax*).

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, 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.

In Alcobendas (Madrid), on 16 in April 2021, this notice of meeting, to be published on the same date on the Company's website <https://gigas.com> together with the rest of the supplementary documentation, is signed by

Moisés Israel Abecasis
Chairman of the Board of Directors

