

TO THE SPANISH SECURITIES MARKET COMMISSION

NOTICE OF INSIDE INFORMATION

Following article 17 of Regulation (EU) nº 596/2014 on market abuse, articles 226 and 228 of Law 6/2023, of March 17, on Securities Markets and Investment Services, and other applicable legislation, CIE Automotive, S.A (the "**Company**") hereby informs that the Board of Directors of the Company, at its meeting held today, 20 March 2025, has approved the launching of a public tender offer, partial and voluntary, over the Company's shares (the "**Offer**"), with cash consideration. The Offer shall be made in accordance with the provisions of article 13 of Royal Decree 1066/2007, of 27 July, on the rules governing public tender offers for securities (the "**Royal Decree 1066/2007**").

Pursuant to the provisions of article 16 of Royal Decree 1066/2007 and prepared in accordance with Circular 8/2008, of 10 December, of the Spanish Securities Market Commission, which approves the models to which the announcements and applications for authorization of public takeover bids must conform, the preliminary announcement of the Offer is attached hereto.

The aforementioned preliminary announcement sets forth the main terms and characteristics of the Offer, which is subject to the mandatory authorization of the Spanish Securities Market Commission. The detailed terms and characteristics of the Offer will be described in the prospectus that shall be published after obtaining such authorization.

It is noted that, in consideration of the foregoing, the operation of the liquidity contract entered with JB Capital Markets, S.V., S.A.U., which came into effect on 21 July 2023, has been suspended prior to the opening of the trading session of 20 March 2025, until settlement of the Offer.

Bilbao, 20 March 2025.

Jose Ramón Berecibar Mutiozábal.
Secretary of the Board of Directors

PRELIMINARY ANNOUNCEMENT OF CIE AUTOMOTIVE, S.A. VOLUNTARY AND PARTIAL PUBLIC TENDER OFFER OVER ITS OWN SHARES

This announcement is made public pursuant to Royal Decree 1066/2001, of July 2007, on the rules governing public tender offers for securities (The "**Royal Decree 1066/2007**") and contains the main characteristics of the voluntary and partial offer launched by CIE Automotiva, S.A. ("**CIE**" or the "**Company**") for a certain number of shares (the "**Offer**"). The Offer is subject to the mandatory authorization of the Spanish Securities Market Commission ("**CNMV**")

The detailed terms and characteristics of the Offer will be contained in the prospectus to be published after obtaining the aforementioned authorization from the Spanish Securities Market Commission (the "**Prospectus**").

Pursuant to the provisions of article 30.6 of Royal Decree 1362/2007, of October 19, 2007, as of the details of this announcement, those shareholders of CIE who acquire securities that confer voting rights must notify the CNMV of such acquisition when the proportion of voting rights held by them reaches or exceeds 1%. Likewise, shareholders who already hold 3% of the voting rights shall notify any transaction involving a subsequent change in such percentage.

In application of section 2.b) of Rule Five of Circular 1/2017, of April 26, 2017, of the National Securities Market Commission, on liquidity contracts, the operation of the liquidity contract entered by the Company with JB Capital Markets, S.V., S.A.U. (the "**Liquidity Contract**"), in force since last July 21, 2023, has been suspended prior to the opening of the session of 20, March 2025, until the settlement of the Offer.

1. IDENTIFICATION OF THE OFFEROR

The offeror and, at the same time, the company affected by the Offer is CIE Automotiva, S.A., a Spanish corporation, with registered office at Alameda Mazarredo, number 69, 8th floor, 48009 Bilbao (Bizkaia) and with tax identification number A-20014452.

The share capital of the Company amounts to 29,951,871 euros, divided into 119,807,484 ordinary shares with par value of 0.25 euros each, fully subscribed and paid up, of a single class and series and represented by book entries, which are held by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores ("**Iberclear**") and its participating entities. CIE has not issued preemptive subscription rights or debentures convertible into shares, warrants or other similar instruments that could, directly or indirectly, entitle the holder to subscribe or acquire CIE shares. CIE has not issued any non-voting shares or special class shares.

All the shares representing the Company's share capital are admitted to trading on the Madrid and Bilbao stock exchanges, through the Spanish Automated Quotation System (SIBE). CIE's

shares are not listed on any other market, whether regulated or unregulated, in a member state of the European Union or in another non-EU state.

For the purposes of the provisions of Article 4 of Law 6/2023 of March 17, 23 of the Securities Markets and Investment Services Law (the "**Securities Market Law**"), the Company is not controlled directly or indirectly, individually or in concert, by any individual or legal entity.

2. DECISION TO MAKE THE OFFER

The Board of Directors of the Company has agreed to formulate the Offer, setting its main terms and conditions, at its meeting held on March 20, 2025

In addition, at the aforementioned meeting, the board of directors of CIE resolved (a) to grant special powers of attorney to various persons, granting them, among other powers, the power to request the corresponding authorization for the Offer and to sign, draft and file this announcement, the Prospectus and any documents amending the same, as well as any other documentation required pursuant to Royal Decree 1066/2007, including any relevant action, declaration or management both before the CNMV and before any competent body for the execution of the Offer, all acting on behalf of the Company and (b) the call of the general shareholders' meeting of the Company to be held on May 7, 2025, on first call, or on the following day, on second call, in order to -among other resolutions- submit the Offer for approval.

Apart from the approval of the general meeting of shareholders at its next ordinary meeting (as described in section 9 below), the Offer is not subject to any other authorization by the shareholders or the management bodies of CIE.

3. FILING OF THE OFFER

The Company will submit to the CNMV the request for authorization of the Offer, together with the Prospectus and the other complementary documents under the terms set forth in article 17 of Royal Decree 1066/2007, within the second half of the month following the date of publication of this announcement.

4. OFFER TYPE

The Offer is considered voluntary and partial, according to the provisions of article 13 of the Royal Decree 1066/2007.

5. OFFEROR ´S PARTICIPATION IN THE AFFECTED COMPANY

Since CIE is both the affected company and the offeror, it is hereby stated that the Company is the direct holder, as of the date of this announcement, of 89,712 treasury shares, representing 0.075% of the total share capital and voting rights of the Company.

During the 12 months prior to this announcement, the Company acquired a total of 628,127 treasury shares, representing 0.524% of the share capital and voting rights of the Company, at a maximum price of 28.05 euros per share, within the framework of the Liquidity Agreement.

In addition, during the aforementioned period of time, the Company has not carried out, either directly or indirectly through controlled companies or companies belonging to its group, or through an intermediary or person acting on behalf of the Company, in concert with the Company or in any other, any transaction on shares issued by the Company itself or securities giving the right to subscribe or acquire them and which directly or indirectly confer voting rights in the Company.

For the purposes of the Offer, it is hereby stated that the Company does not act in concert with any person or entity.

6. INFORMATION ON THE AFFECTED COMPANY

Since CIE is both the affected company and the offeror, see section 1 of this announcement.

7. SECURITIES AND MARKETS TARGETED BY THE OFFER

The Offer is addressed to all holders of CIE shares and extends to the acquisition of a maximum of 11,591,517 shares of CIE, representing 9.675 % of its total share capital. The Offer is not addressed to the 89,712 treasury shares, representing 0.075% of the total share capital and voting rights of the Company, which have been immobilized until the end of the Offer. Therefore, after deducting the treasury shares held in treasury, which have been immobilized, the Offer is effectively aimed at 119,717,772 CIE shares, representing 99.925 % of the share capital and of the voting rights of the Company, and extends to the maximum number of CIE shares indicated above.

If the total number of securities included in the declarations of acceptance exceeds the maximum limit of the Offer, the pro-rata system of article 38.1 of Royal Decree 1066/2007 shall be applied for the settlement of the transaction.

The Offer is made exclusively in the Spanish market, the only regulated market in which CIE shares are admitted to trading and is addressed to all shareholders who are holders of CIE shares (other than those held as treasury stock), regardless of their nationality or place of residence.

This announcement and its contents do not imply the formulation or dissemination of the Offer in any jurisdiction of territory other than Spain. Consequently, neither this announcement or the Prospectus to be published following, if applicable, the authorization of the Offer by the CNMV, will be published, distributed or delivered in any jurisdiction or territory where its publication may be prohibited or restricted by law or where the registration or deposit of additional

documentation is required. Persons receiving this announcement, or the prospectus may not publish, distribute or deliver them in such jurisdictions or territories.

8. CONSIDERATION

The Offer will be formulated as a sale and purchase. The consideration offered by the Company is 24.00 euros per share (the "**Offer Price**"), which will be paid entirely in cash. Consequently, considering the Offer Price, the Offer will amount to a maximum aggregate amount of 278,196,408 euros.

The terms of the Offer are identical for all the shares of the Company to which it extends.

The Offer is a voluntary offer, and the price has been freely set by the Company in accordance with the provisions of article 13.5 of Royal Decree 1066/2007, without the Company providing any valuation report of its shares by an independent expert and, therefore, without the Offer Price being considered equitable for the purposes of Royal Decree 1066/2007.

If CIE makes any distribution of dividends, reserves or share premium, or any other distribution to its shareholders from the date of this prior announcement, whether ordinary or extraordinary, interim or supplementary, the Offer Price will be reduced by the gross amount per share of the distribution, provided that the date of publication of the result of the Offer in the listing bulletins coincides with or is after the ex-dividend date for said distribution. It is hereby stated for the record that CIE will submit for the approval of the General Shareholders' Meeting to be held on May 7, 2025, at first call, or on the following day, at second call, the payment of a final dividend out of the results corresponding to the year ended December 31, 2024, of 0.46 euros gross per share, payable on July 15, 2025.

The Company has the necessary funds available to satisfy the Offer Price in full.

9. CONDITIONS FOR THE EFFECTIVENESS OF THE OFFER

In accordance with the provisions of Article 13.2. (c) of Royal Decree 1066/2007, the Offer is subject to the approval of the general shareholders' meeting of CIE. In this regard, as indicated above, it is expressly stated for the record that the board of directors of CIE, at its meeting held on 20 March 2025, has agreed to call the general shareholders' meeting of the Company to be held on May 7, 2025, on first call, or on the following day, on second call, in order to -among other resolutions- submit the Offer for approval.

The effectiveness of the Offer is not subject to the fulfillment of any other condition and is not conditioned to the obtaining of a minimum number of acceptances, so that it will be valid and effective regardless of the number of acceptances received at the end of the acceptance period.

10. ANTITRUST AND AUTHORIZATIONS FROM OTHER SUPERVISORY AGENCIES

The acquisition of CIE shares through the Offer is not subject to the obligation to notify or obtain any authorization or non-opposition, prior or subsequent to its formulation, from the European Commission, the National Commission for Markets and Competition or any other non-European competition authority, pursuant to the provisions of, respectively, Regulation (EC) 139/2004, of January 20, 2004, on the control of concentrations between undertakings, and Law 15/2007, of July 3, 2007, on the Defense of Competition and other applicable regulations.

The Offer is not subject to the obligation to notify any Spanish or foreign authority or to obtain any authorization from any Spanish or foreign administrative authority other than the authorization of the CNMV to carry out the Offer.

11. AGREEMENTS RELATING TO THE OFFER

The Company expressly declares that there is no agreement or pact of any nature whatsoever between it and its shareholders, or the partners thereof, or the members of the administrative, management and control bodies of all of the foregoing in connection with the Offer.

12. STOCK EXCHANGE INITIATIVES

The Company intends that its shares continue to be admitted to trading on the stock exchanges where they are currently listed. In this regard, it is expressly stated for the record that the Offer is not intended to exclude the Company's shares from trading and that, given the nature of the Offer - partial and in respect of shares of the offered company itself - in no case shall the right of squeeze-out set forth in articles 116 of the Securities Market Law and 47 of Royal Decree 1066/2007 be applicable.

13. OTHER INFORMATION

The purpose of the Offer is to provide all the Company's shareholders, under equal conditions, with the possibility of timely liquidity in addition to that provided by the stock exchanges on which CIE's shares are admitted to trading. Likewise, it is stated the intention that, when deemed reasonable and appropriate in accordance with the stock market conditions at any given time, the own shares acquired through the Offer may be subject to an organized placement by the Company, in whole or in part, on one or more times, and by the procedure and under the conditions that the Board of Directors deems appropriate, in which case the Company's free float may also be increased, provided that significant shareholders have accepted the Offer.

The Company's board of directors express its decision not to propose to the Company's General Shareholders' Meeting the adoption of a resolution to reduce share capital to redeem the own shares acquired through the Offer.

In the opinion of the Company, at the date of this announcement, there is no information necessary for the proper understanding of the Offer other than that included in this announcement.

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Bilbao, March 20, 2025.

Antonio María Pradera Jauregui
Chairman
CIE Automotive, S.A.