

Alcobendas, 24 July 2025

Pursuant to the provisions in article 227 of Law 6/2023, 17 March, on the Spanish Securities Markets and Investment Services (Ley 6/2023, de 17 de marzo de los Mercados de Valores y de los Servicios de Inversión) and applicable provisions, Indra Sistemas, S.A. ("Indra Group" or the "Company") hereby notifies the following

OTHER RELEVANT INFORMATION

I. Over the past twelve months, Indra has carried out related-party transactions with its shareholder Sociedad Estatal de Participaciones industriales ("SEPI") and its group companies (same counterparty). As of today, it notifies that the cumulative value of these transactions has exceeded the threshold of 2.5% of the company's annual turnover, as set forth in Article 529 *unvicies* of the Spanish Companies Act, all of them approved by the Board of Directors, following a favourable report from the Auditing and Compliance Committee, at the respective meetings to which they were submitted, in accordance with the provisions of the Spanish Companies Act and the Regulations of the Board of Directors and its Committees.

The transaction that gave rise to this disclosure was formalised on today's date and concerns the supply of hardware and software for the modernisation of Electronic Warfare systems under the Navy's submarine programme in the amount of €61,274,000. Indra Group Company: Indra Sistemas, S.A. The counterparty is Navantia, S.A., S.M.E.

The following transactions, all executed within the past twelve months, when aggregated with the one mentioned above, have resulted in the applicable threshold being exceeded:

- Date: 03/07/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Service agreement for resolving incidents related to the S-80 submarine simulator. Value: €18,276.45.
- Date: 09/07/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Service agreement for resolving incidents related to the NIS 23-009, 23-011 and 24-001 service. Value: €6,841.03.
- Date: 22/07/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: SAES Sociedad Anónima de Electrónica Submarina. Purpose: Service agreement for conducting pressure tests on three cable coils in a pressure tank. Value: €1,598.95.
- Date: 01/08/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Navantia, S.A., S.M.E. Purpose: Service agreement for the management of the Wintel/Linux infrastructure. Value: €877,477.13.

- Date: 26/08/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Navantia, S.A., S.M.E. Purpose: Extension of the service agreement for the management of the Wintel/Linux infrastructure. Value: €342,193.39.
- Date: 03/09/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Service contract for the installation of a new GPS system onboard the Turia Minesweeper, as part of the work to restore and optimise the vessel. Value: €20,309.33.
- Date: 09/09/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Automatic extension of the contracting of specialised Information Security resources and services, for carrying out functions related to the definition, protection, monitoring and control of Information Security at Grupo Correos. Value: €19,502.09.
- Date: 09/09/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Automatic extension for the procurement of Information Security resources and services for Grupo Correos. Value: €972,737.53.
- Date: 16/09/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Provision of software maintenance services for Security Control Centre. Value: €23,665.55.
- Date: 23/09/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Supply contract for a set of cables and attenuators. Value: €22,966.93.
- Date: 03/10/2024. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Navantia, S.A., S.M.E. Purpose: Order to conduct shock tests with the IMF prototype. Value: €7,000.
- Date: 03/10/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Repair of the KDD-050 cable in the DLT-D-3C1 system of the Galerna submarine. Value: €5,527.32.
- Date: 03/10/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Service agreement for the repair of the KDD-055 cable in the DLT-D-3C1 system of the Galerna submarine. Value: €7,980.40.
- Date: 04/10/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: SEPI. Purpose: Extension of the scope of the IT and telecommunications outsourcing service agreement. Value: €271,727.14.
- Date: 09/10/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Empresa de Transformación Agraria, S.A., S.M.E., M.P. and Tecnologías y Servicios Agrarios, S.A., S.M.E., M.P. Purpose: Contract for the supply of Uipath licences. Value: €19,555.

- Date: 21/10/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Empresa de Transformación Agraria, S.A., S.M.E., M.P. Purpose: Service agreement for the maintenance of SCADA tunnels in La Palma: installation of a bus stop management system. Value: €17,351.02.
- Date: 05/11/2024. Counterparty: Correos Express Paquetería Urgente, S.A., S.M.E. Purpose: Order for package transportation services (less than 50 kg) with next-day delivery. Value: €500.
- Date: 14/11/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Renewal of the supply contract for software licences relating to the IdaaS (Entrust) tool, which forms part of the IMS (Identity Management System) belonging to the Sociedad Estatal Correos y Telégrafos S.A., S.M.E. The renewal covers subscriptions including rights of use, updates and the associated maintenance and support services, provided with backing from the original software developers. Value: €210,160.
- Date: 19/11/2024. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Navantia, S.A., S.M.E. Purpose: Ordering of shock tests of the IMF prototype. Value: €7,000.
- Date: 21/11/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Renewal of the support and maintenance contract for the renewed supply of software licences for the IIQ tool (SailPoint). Value: €1,241,442.83.
- Date: 22/11/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Extension of the maintenance contract for the S80 simulators for six months, from 1 July 2024 to 31 December 2024 Value: €95,790.
- Date: 18/12/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Software maintenance service agreement for Security Control Centre. Value: €7,022.78.
- Date: 19/12/2024. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E., via a Saudi company named SAMI Navantia. Purpose: Supply of Electronic Warfare systems to equip surface platforms: €49,892,204.
- Date: 19/12/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Supply contract for Appian licenses for the development of applications to manage business processes and improve their operational efficiency. Value: €531,224.16.
- Date: 26/12/2024. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Renewal of the supply of software licences for the Workforce Identity Cloud tool (OKTA). Value: €1,478,145.25.

- Date: 30/12/2024. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. Purpose: Order relating to the Citypaq locker service in Indra buildings. Value: €6,300.
- Date: 30/12/2024. Indra Group Company: Indra Soluciones TI S.L.U. (purchaser). Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. Purpose: Order relating to the Citypaq locker service in Indra buildings. Value: €1,620.
- Date: 30/12/2024. Indra Group Company: Indra BPO Servicios S.L.U. (purchaser). Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. Purpose: Order relating to the Citypaq locker service in Indra buildings. Value: €1,260.
- Date: 14/01/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard prototypes for the F110. Value: €9,883.10.
- Date: 14/01/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard prototypes for the F110. Value: €17,985.00.
- Date: 14/01/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard prototypes for the F110. Value: €2,688.60.
- Date: 14/01/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard prototypes for the F110. Value: €5,508.60.
- Date: 14/01/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard prototypes for the F110. Value: €8,375.20.
- Date: 14/01/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Empresa de Transformación Agraria, S.A., S.M.E., M.P. and Tecnologías y Servicios Agrarios, S.A., S.M.E., M.P. Purpose: Engagement of services for the renewal and expansion of products, as well as the contracting of administration services, technical support, maintenance and development services for the platforms of the manufacturer UiPath for Tragsa Group. Value: €291,929.46.
- Date: 20/01/2025. Indra Group Company: Indra BPO S.L.U. (purchaser). Counterparty: Correos Express Paquetería Urgente, S.A., S.M.E. Purpose: Order for package handling service. Value: €500.00.
- Date: 21/01/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Navantia, S.A., S.M.E. Purpose: Supply contract for

- the extension of licences for the implementation and management of software licences and assets. Value: €67,418.20.
- Date: 05/02/2025. Indra Group Company: Sistemas Informáticos Abiertos S.A.U. (purchaser). Counterparty: Correos Telecom, S.A. Purpose: Order relating to connectivity to Dark Fibre over two networks (RUTA 1 and RUTA 2) for the 2025-2028 period. Value: €154,464.48.
- Date: 05/03/2025. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Service agreement for resolving incidents related to the S-80 submarine simulator. Value: €54,200
- Date: 20/03/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: SEPI. Purpose: 12-month extension to the term of the service contract for a software package and information systems relating to integrated human resources management. Value: €37,203.
- Date: 21/03/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard prototypes for the Technology Programme within the F110 Project. Value: €1,842.00.
- Date: 24/03/2025. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Maintenance contract for the S80 platform and tactical simulators for 2025 to 2028. Value: €106,683
- Date: 28/03/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboards for the Technology Programme within the F110 Project. Value: €562.
- Date: 03/04/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboards for the Technology Programme within the F110 Project. Value: €3,912.33.
- Date: 14/04/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Correos Express Paquetería Urgente, S.A., S.M.E. Purpose: Professional services contract for the integration, protection and access management of the Bizneo application in Okta. Value: €1,500.
- Date: 22/04/2025. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Service agreement to replace heading repeaters with new units in the Bridge of the Turia Minesweeper. Value: €21,546.90.
- Date: 23/04/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to the design, development and manufacture of switchboard production for the F110. Value: €1,440.20.

- Date: 29/04/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: SAES Sociedad Anónima Electrónica Submarina. Purpose: Order relating to equipment repairs. Value: €3,800.00.
- Date: 13/05/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: SEPI. Purpose: Annual extension of a service agreement for maintaining installed local network electronics. Value: €6,820.
- Date: 13/05/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Mandatory extension of the service agreement for support, maintenance, upgrades, design and development of the new systems/applications within the document management functional domain. Value: €270,336.
- Date: 14/05/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to design modifications to the switchboard for new shock absorbers. Value: €6,596.93.
- Date: 19/05/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: SEPI. Purpose: Contract for the provision of IT and telecommunications outsourcing services. Value: €15,069.
- Date: 19/05/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: SEPI. Purpose: Contract for the provision of IT and telecommunications outsourcing services. Value: €505,541.28.
- Date: 20/05/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A. Purpose: Order relating to switchboard production for the F110. Value: €386,380.00.
- Date: 30/05/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Correos Express Paquetería Urgente, S.A., S.M.E. Purpose: Service agreement for integration into the SailPoint IIQ identity management system of a connector for email attributes of the CEX identities in the Cloud Bizneo application. Value: €31,473.93.
- Date: 02/06/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Correos Telecom S.A. S.M.E. Purpose: Contract for the provision of professional services relating to the integration, protection and access management of the Exaccta application with Okta. Value: €1,743.01.
- Date: 04/06/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Navantia, S.A., S.M.E. Purpose: Contract for the provision of managed IT systems services (ITO). Value: €3,054,059.07.
- Date: 09/06/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Contract for the provision of development, upgrades and maintenance services set out in the commercial functional domain. Value: €2,964,637.34.

- Date: 16/06/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Correos Express Paquetería Urgente, S.A., S.M.E. Purpose: Service agreement for integrating Multifactor Authentication (MFA) into Citrix Netscaler systems/applications and Windows Remote Desktop access into domain controllers, within the Access Control corporate platform for the Post Office (Correos), based on the Okta solution. Value: €14,935.50.
- Date: 17/06/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Navantia, S.A., S.M.E. Purpose: Renewal of contract for the provision of electronic signature services. Value: €138,150.
- Date: 03/07/2025. Indra Group Company: Indra Sistemas, S.A. (purchaser). Counterparty: Sainsel Sistemas Navales, S.A Purpose: Order for Radar Supply Unit projector. Value: €154,258.00
- Date: 08/07/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Mandatory extension of the service agreement for support, maintenance, upgrades, design and development of the new systems/applications within the document management functional domain. Value: €887,040.
- Date: 10/07/2025. Indra Group Company: Indra Sistemas, S.A. Counterparty: Navantia, S.A., S.M.E. Purpose: Contract for the delivery of the ESM and COMSM Passive Electronic Countermeasures (Pegaso) operation course. Value: €132,000.
- Date: 11/07/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Correos Express Paquetería Urgente, S.A., S.M.E. Purpose: Service agreement for conducting security tests. Value: €14,935.
- Date: 11/07/2025. Indra Group Company: Indra Soluciones Tecnologías de la Información, S.L.U. Counterparty: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. Purpose: Contract for a customer identity and access management service, including software acquisition (licences and associated support), configuration and start-up of the solution to improve the technology behind Correos ID. Value: €1,633,038.48.

II. CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE REPORTS

The Auditing and Compliance Committee has issued a report for each one of the related-party transactions concluding that the transactions are fair and reasonable from the point of view of both the Company and the various shareholders of the related party.

III. It is hereby stated that no related-party transactions have been carried out which, when considered individually, exceed the thresholds established under Article 529 *unvicies*.1 of the Spanish Companies Act, in respect of the obligation to disclose such transactions by means of a communication to the Spanish Securities Markets Commission.

The foregoing is announced to all appropriate effects.

Ana María Sala Andrés Secretary to the Board of Directors

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E. MOC Code: A4XNV19127 01 01_DEF_REW_España (via Navantia) EW modernising submarines A4XNV19127 01 02_DEF_REW_España (via Navantia) EW modernising submarines_2 additional Please also select the relevant option: X SEPI Group SAPA Group AMBER Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE TRANSACTION:** Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Supply of hardware and software for modernisation of Electronic Warfare systems for submarine programme. MARKET/PROPOSING DEPARTMENT: Х Vertical market: Naval Platforms Country Manager____

Corporate General Management_____

Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Saes Capital, S.A., S.M.E.; Sociedad Anónima de Electrónica Submarina, S.M.E.; Sainsel Sistemas Navales, S.A.U., S.M.E.; and Tess Defence, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date:
X Tendering Committee: TC Date: 28/10/2024 TC review: 30/06/2025
X Management Committee/Date: 1 July 2025
Other/Date:
(ESTIMATED) DATE OF THE TRANSACTION:
X Contract signing date: → 24/07/2025
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ² :
X Price: €61,274,000
carrying amount of the asset or liability transferred or acquired:
Other relevant figures or parameters
JUSTIFICATION FOR THE TRANSACTION:
Modernization of Electronic Warfare systems on submarines.
X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
X Competitive transaction
Direct negotiation Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (YES)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence circumstances arising in the contract subject to approval							

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NONrelated parties have been followed (YES/NO)
 - III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
 - III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market

over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)

III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence of indication identified in the contract subject to approval	of the

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	DMPETITIVE PROCESS bte: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: T3XNV22106 V00 A13
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: resolving incidents related to the S-80 submarine simulator.
MARKET/PROPOSING DEPARTMENT:
X Vertical market BU Aftermarket
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Simulation/Spain/03.07.2024

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L. and Tess Defence, S.A.

	Tendering	Committe	e: [+ra	tificatio	n by Mar	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Management Committee/Date:									
	Other/Date) :								
(ES	TIMATED) I	DATE OF	THE T	RANS	ACTION	:				
X	Contract s	signing da	te: 03/0	07/202	4					
	Date tende	er awarde	d:							
	Date of effe	ect/servic	e comn	nencer	nent:					
	Other									
TRA	NSACTION	VALUE	/AMOU	NT²:						
X	Price: €18	3,276.45								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
										
	Other		relevar	nt		indica	ntors	or		factors
	Other		relevar	nt		indica	itors	or		factors
	Other		relevar	nt		indica	ntors	or		factors
	Other		relevar	nt		indica	ntors	or		factors
the	STIFICATIO	N FOR TI	HE TRA	ANSAC		nclude	all informa	or ation required to be company an		ess whether
the part	STIFICATIO transaction y sharehold	N FOR TI is fair and lers - See	HE TRA I reaso append	NSAC nable t	rom the p	nclude	all informa	ntion required t		ess whether
the	STIFICATIO transaction y sharehold Ordinary c	N FOR TI is fair and lers - See course of b	HE TRA I reaso append busines	ANSAC nable f dix-].	rom the page	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary c	N FOR TI is fair and lers - See course of b	HE TRA I reaso append busines	ANSAC nable f dix-].	rom the page	nclude point o	all informa f view of th	ntion required t	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary c	N FOR TI is fair and lers -See course of the	HE TRA I reason append ousines	ANSAC nable f dix-].	rom the page	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary o	N FOR TI is fair and lers -See course of to ce: Tende	HE TRA I reason append ousines	ANSAC nable f dix-].	rom the page	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary c Market pric	N FOR TI is fair and lers -See course of to ce: Tende	HE TRA I reason append ousines	ANSAC nable f dix-].	rom the page	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION NO

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? YES
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Maintenance of the platform and tactical simulators for the S80 submarine was procured by Navantia via a direct tender process. Since the conclusion of this process, continual preventative maintenance and technical assistance has been provided, with dedicated on-site support in place. We are also being asked for specific remedies on demand, as is the case with this order.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	DMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: T3XNV22106 V00 A14
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest ¹ :
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: resolution of incidents related to the NIS 23-009, 23-011 and 24-001 service.
MARKET/PROPOSING DEPARTMENT:
X Vertical market BU Aftermarket
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Defence / Spain / 01/07/2024

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L. and Tess Defence, S.A.

Managen	nent Commi	ttee/D	ate:		_				
Other/Da	te:								
(ESTIMATED)	DATE OF	THE T	RANS	ACTION:	!				
x Contract	signing date	e: 09/0	7/2024	ļ					
Date tend	der awarded	:							
Date of e	ffect/service	comr	nencen	nent:					
Other:									
TRANSACTIO	ON VALUE/	AMOU	JNT ² :						
X Price: €6	6,841.03								
carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
oan ying									
Other factors_			releva	nt		in	dicators		— or
Other factors_	n is fair and	reaso	ANSAC	CTION: [ir		all informa	dicators ation required to the company an		ess whether
Other factors JUSTIFICATION the transaction party sharehood	n is fair and	reaso ppen o	ANSAC nable f dix-].	CTION: [ir		all informa	ation required to		ess whether
Other factors JUSTIFICATION the transaction party sharehood X Ordinary	n is fair and lders - See a course of b	reaso ppendusines	ANSAC nable f dix-].	CTION: [ir from the p	oint o	all informa f view of th	ation required to	d the	ess whether non-related
Other factors	n is fair and lders - See a course of b	reaso ppendusines	ANSAC nable f dix-].	CTION: [ir from the p	oint o	all informa f view of th	ation required to	d the	ess whether non-related
Other factors	n is fair and Iders - See a course of b rice: Tenderi	reaso ppendusines	ANSAC nable f dix-].	CTION: [ir from the p	oint o	all informa f view of th	ation required to	d the	ess whether non-related
Other factors	n is fair and lders - See a course of be rice: Tenderi ive transacti	reaso ppendusines	ANSAC nable f dix-].	CTION: [ir from the p	oint o	all informa f view of th	ation required to	d the	ess whether non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION NO

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? YES
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (Not applicable)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Maintenance of the platform and tactical simulators for the S80 submarine was procured by Navantia via a direct tender process. Since the conclusion of this process, continual preventative maintenance and technical assistance has been provided, with dedicated on-site support in place. The signing of a four-year maintenance framework agreement commencing in January 2025 is planned. At Navantia's request, the Navy has asked us to provide a proposal to extend the maintenance service until 31 December 2024.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices. **NOT APPLICABLE:**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

I.

II.

No	MPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the owing Section II	(YES/NO)
In t	the event of NO COMPETITION:	
a.	The supplier has been authorised	(YES/NO)
b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
C.	A framework agreement is in place	(YES/NO)
d.	Market price. The price reflects current market value	(YES/NO)
e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAES (Sociedad Anónima de Electrónica Submarina)

MOC Code: C3ESP04916 V00 A33 Please also select the relevant option: SEPI Group SAPA Group AMBER Group X Company in which Indra holds a stake and in which a related party has an interest: Saes Capital, S.A., S.M.E., Sociedad Anónima de Electrónica Submarina, S.M.E **NATURE OF THE TRANSACTION:** X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: **Purpose:** Bid for conducting pressure tests on three cable coils in a pressure tank. MARKET/PROPOSING DEPARTMENT: Χ Vertical market BU Aftermarket Country Manager___ Corporate General Management_____ Other **AUTHORISING BODY AND DATE OF AUTHORISATION:** X Vertical market committee/Geography/Date: Defence / Spain / 13/05/2024 Tendering Committee: [+ratification by Management Committee/CEO] / Date: _____ Management Committee/Date: _____ Other/Date:

(ESTIMATED)	DATE OF	THE TI	RANS	ACTION:					
X Contract signing date: 22/07/2024									
Date tend	Date tender awarded:								
Date of ef	fect/service	comm	encem	nent:					
Other: this provision of sp therefore provinceessary, pro	oare parts. ⁻ ded, and wi	The da II depe	ites ar end on	e therefo how long	re AS	SAP (estima		d start	dates are
TRANSACTIO	N VALUE/A	MOUI	NT¹:						
X Price: €1	,598.95								
carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
Other factors			relevar	nt		ine	dicators		or
JUSTIFICATION the transaction party sharehold	is fair and	reason	able fr						
X Ordinary	course of b	usines	s trans	saction					
Market pr	ice: Tenderi	ng thro	ough th	ne procure	emen	t portal, sub	oject to standa	rdised	regulation
Competiti	ve transacti	on							
X Direct ne	gotiation								
Other:	J								
	ONCLUSION	N OF T	HE AU	JDITING	AND	COMPLIA	NCE COMMIT	TEE:	
In view of the									ade hy the
III VIEW OI LITE	hinhnoai hi	at 101W	ara by	uie Fio	hasiiií	y ucharille	in, the resolut	ווו וווסו.	ade by the

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

¹ This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (/NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts). **APPLICABLE**

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (**YES**)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Point II.b.3 is applicable, because although this is a SAES service, the cost arrangement is honoured along with the GM% applicable to contracts with the same scope (naval maintenance) for the end user, i.e. the Spanish Navy (this is subject to audit; additionally, the Navy is not considered to be a related party).

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices. **NOT APPLICABLE:**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence of the

inc	dication	ı identifie	ed in the	contrac	t subject	to appr	oval		

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II					
In t	the event of NO COMPETITION:				
a.	The supplier has been authorised	(YES/NO)			
b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)			
C.	A framework agreement is in place	(YES/NO)			
d.	Market price. The price reflects current market value	(YES/NO)			
e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)			
f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)			
g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)			
h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)			

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

• YES

I.

II.

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

• PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms

or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: ICNAVITO23 A04
Please also select the relevant option:
x SEPI Group
SAPA Group
PRISA Group
Escribano Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
x Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Services for the management of Navantia's Wintel/Linux infrastructure. Period : August 2024 – July 2025 (first one-year extension).
MARKET/PROPOSING DEPARTMENT:
x Vertical market – Industry and Consumption – MIT
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
x Vertical market committee/Geography/Date: Industry and Consumption / Spain / 07/2024
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
Other/Date:
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date:
Fixed line: August 2024
Variable line:
Variable 1: February 2025
Variable 2: April 2025
Variable 3: May 2025
Variable 4: June 2025
Date tender awarded:
x Date of effect/service commencement: July 2024
Other
TRANSACTION VALUE/AMOUNT ² :
x Price:
 €560,000 for the fixed baseline service, with a term of one year. Variable Line 1: €15,367.18 Variable 2: €86,690 Variable 3: €170,105.64 Variable 4: €45,284.31
carrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

The awarded contract included a maximum of two annual extensions, starting from the first year of the contract (1+1+1). This renewal corresponds to the second year of the service.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provindication identified		-	of the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	DMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: ICNAVITO (Extensions)
Please also select the relevant option:
x SEPI Group
SAPA Group
AMBER Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
x Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Extension of the contract "Management Services for Navantia's Wintel/Linux Infrastructure", with MOC code ICNAVITO, due to variable line work. The main contract was reported by the ACC and approved by the Board of Directors in November 2023.
MARKET/PROPOSING DEPARTMENT:
x Vertical market – Industry and Consumption – MIT
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION: X Vertical market committee/Geography/Date: Industry and Consumption / Spain /

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Saes Capital, S.A., S.M.E.; Sociedad Anónima de Electrónica Submarina, S.M.E.; Sainsel Sistemas Navales, S.A.U., S.M.E.; and Tess Defence, S.A.

Tendering Committee: [+ratification by Management Committee/CEO] / Date:							
Management Committee/Date:							
Other/Date:							
(ESTIMATED) DATE OF THE TRANSACTION:							
x Contract signing date: 26/08/2024							
x Date tender awarded: monthly extensions requested by the client, which are arranged after their request:							
Extension July 2024							
Extension January 2025							
Extension February 2025							
Date of effect/service commencement:							
Other							
TRANSACTION VALUE/AMOUNT ² :							
X Price:							
Extension July 2024 105,665.41							
Extension January 2025 211,995.16							
Extension February 2025 24,532.82							
carrying amount of the asset or liability transferred or acquired:							
Other relevant indicators or factors							
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related							
party shareholders -See appendix-].							
x Ordinary course of business transaction							
x Ordinary course of business transaction							

² This value may be subject to change if the contract is awarded.

Utner:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (Not applicable)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (SI)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (**Not applicable**)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Amount related to extensions due to work in addition to the baseline	
(variable line), charged at the fixed daily rate set out in the contract.	

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence indication identified in the contract subject to approval	∍ of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS tee: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA S.A., S.M.E.
MOC Code: C3ESP04916 V00 A35
Please also select the relevant option:
X SEPI Group
SAPA Group
AMBER Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose : Installation of a new GPS system onboard the Turia Minesweeper, as part of the vessel's recovery and commissioning work. Indra is the leading maintenance company for this type of naval platform.
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Saes Capital, S.A., S.M.E.; Sociedad Anónima de Electrónica Submarina, S.M.E.; Sainsel Sistemas Navales, S.A.U., S.M.E.; and Tess Defence, S.A.

	HORISING									
X	Vertical m	narket com	mittee	/Geogr	aphy/Dat	e: Def	ence / Spa	in / 24/05/2024	4	
	Tendering	Committee	e: [+ra	tificatio	n by Mar	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Manageme	ent Commi	ttee/D	ate:		_				
	Other/Date	e:								
(EST	IMATED)	DATE OF	THE T	RANS	ACTION	•				
Χ	Contract	signing dat	e: 03/0	09/2024	4					
	Date tende	er awarded	l:							
	Date of eff	ect/service	comr	nencen	nent:					
	Other									
TRAI	NSACTIO	N VALUE/	AMOU	INT ² :						
Χ	Price: €20	0,309.33								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
	, 5		٠.							
	Other		relevai	nt		indica	ators	or		factors
				nt		indica	ators	or		factors
				nt		indica	ntors	or		factors
	Other		releva							
JUST	Other	N FOR TH	relevai	ANSAC		nclude	all informa	or ation required to		ess whether
JUS1	Other FIFICATIO ransaction	N FOR TH	relevar	ANSAC nable f		nclude	all informa	ation required to		ess whether
JUS1 the tr party	Other FIFICATIO ransaction r sharehold	N FOR TH is fair and lers -See a	relevar	ANSAC nable f	rom the p	nclude	all informa	ation required to		ess whether
JUS1 the tr party	Other FIFICATIO Fansaction Sharehold Ordinary	N FOR TH is fair and ders -See a	relevar	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUS1 the tr party	Other FIFICATIO ransaction sharehold Ordinary of	N FOR TH is fair and ders -See a	relevan	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUS1 the tr party	Other FIFICATIO ransaction r sharehold Ordinary of Market prior Competitive	IN FOR TH is fair and ders -See a course of b ce: Tender	relevan	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUS1 the tr party	Other FIFICATIO ransaction sharehold Ordinary of	IN FOR TH is fair and ders -See a course of b ce: Tender	relevan	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUST the tr party	Other FIFICATIO ransaction r sharehold Ordinary of the competitive competit	IN FOR TH is fair and ders -See a course of b ce: Tender	relevan	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (/NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Point II.b.3 is applicable, because although this is a Navantia service, the cost arrangement is honoured along with the GM% applicable to contracts with the same scope (naval maintenance) for the end user, i.e. the Armed Forces (this is subject to audit; additionally, the Armed Forces are not considered to be a related party).

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: NOT APPLICABLE

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

l.	No	OMPETITIVE PROCESS tee: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. MOC Code: 131802021 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest: 1 NATURE OF THE TRANSACTION: X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: ____ Purpose: Automatic one-year extension for CORREOS EXPRESS for the contracting of specialised Information Security resources and services, for carrying out functions related to the definition, protection, monitoring and control of Information Security at Grupo Correos. The original tender was an open process and was awarded to us in 2022.

Vertical market - SIA Public Administrations

MARKET/PROPOSING DEPARTMENT:

X

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Corporate General Management								
Other								
AUTHORISING BODY AND DATE OF AUTHORISATION:								
Vertical market committee/Geography/Date: Industry and Consumption / Spain /								
Tendering Committee: [+ratification by Management Committee/CEO] / Date:								
Management Committee/Date:								
\overline{X} Other/Date: As it is a binding extension requested by the client, an information note was issued to the SIA Tendering Committee (24/7/2024).								
(ESTIMATED) DATE OF THE TRANSACTION:								
X Contract signing date: 09/09/2024								
Date tender awarded:								
Date of effect/service commencement:								
Other								
TRANSACTION VALUE/AMOUNT ² :								
TRANSACTION VALUE/AMOUNT ² :								
TRANSACTION VALUE/AMOUNT ² : X Price: €19,502.09								
TRANSACTION VALUE/AMOUNT ² : X Price: €19,502.09 Carrying amount of the asset or liability transferred or acquired:								
TRANSACTION VALUE/AMOUNT ² : X Price: €19,502.09 Carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and								

² This value may be subject to change if the contract is awarded.

	Competitive transaction
	Direct negotiation
X	Other: Contractually binding extension

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? NO
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO): NOT LICENCES

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

The extension requested by the client has been accepted as it is contractually binding.						

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices: YES/NO)

If applicable, provide a brief description and supporting evidence of the indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II				
II.	In	the event of NO COMPETITION:				
	a.	The supplier has been authorised	(YES/NO)			
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)			
	C.	A framework agreement is in place	(YES/NO)			
	d.	Market price. The price reflects current market value	(YES/NO)			
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)			
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)			
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)			
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)			

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E.

MOC Code: 131802021 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group **ESCRIBANO** Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: _____ Purpose: Automatic one-year extension for CORREOS of the contracting of specialised Information Security resources and services, for carrying out functions related to the definition, protection, monitoring and control of Information Security at Grupo Correos. The original tender was an open process and was awarded to us in 2022. MARKET/PROPOSING DEPARTMENT: Х Vertical market - SIA Public Administrations Country Manager_____ Corporate General Management_____ Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING	BODY AND	DATE OF	AUTHO	RISAT	ION:			
Vertical mar	ket committe	ee/Geograp	hy/Date	: Indu	stry and C	onsumption /	Spain /	
Tendering C	Committee: [+ratification	by Man	agem	ent Comm	ittee/CEO] / [Date:	
Managemer	nt Committee	e/Date:		_				
X Other/Date issued to the SIA		_		•	ed by the	client, an inf	ormatio	n note was
(ESTIMATED) D	ATE OF TH	E TRANSA	CTION:					
X Contract sign	gning date: (09/09/2024						
Date tender	awarded:							
X Date of effe	ect/service c	ommencem	nent: 13/	09/202	24			
Other								
TRANSACTION	VALUE/AM	OUNT²:						
X Price: €972	2,737.53							
carrying	amount c	of the	asset	or	liability	transferred	or	acquired:
Other	rele	vant		indica	tors	or		factors
	s fair and rea ers -See app ourse of busi e: Tendering	asonable fro endix-]. ness transa	om the p	oint o	f view of th		and the	non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a.Defence Market: is the contract subject to Cost Auditing? NO
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO): NOT LICENCES

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

The extension requested by the client has been accepted as it is contractually binding.							

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices: YES/NO)

If applicable, provide a brief description and supporting evidence indication identified in the contract subject to approval	e of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the ACC)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the owing Section II	(YES/NO)
II.	In t	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA S.A., S.M.E.
MOC Code: F2XNV1934734
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1

NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Software maintenance service for Security Control Centre. The security system was implemented in 2019 and has been operational since then. The client has now purchased a new system that is being implemented by another company. Implementation of this new system has been delayed, which is why they are still using our control centre software. The client has asked us to continue providing our services for a few more months, until the new system is implemented. This would increase the current order by approximately €23,000.
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

						RISAT				
Т	ertical m	narket con	nmittee/	/Geogra	aphy/Dat	e: Def	ence and	Security / Spair	n / 01.	07.2019
	endering	Committe	ee: [+rat	tificatio	n by Mar	nagem	ent Comm	ittee/CEO] / Da	ate:	
M	anagem	ent Comm	nittee/Da	ate:		_				
	Other/Dat	te:								
(ESTIN	(ATED)	DATE OF	THE T	RANS	ACTION	•				
X C	Contract :	signing da	ate: 16/0	09/2024	1					
Da	ate tende	er awarde	d:							
	Date of e	ffect/servi	ce com	mence	ment:					
Of	ther/Date) :								
		N VALUE	/AMOU	NT ² :						
		3,665.55								
ca	arrying	amount	of	the	asset	or	liability	transferred	or	acquired:
	ther		relevar	nt		indica	tors	 or		factors
										
the trai	nsaction		d reasoi	nable fi				ation required t ne company an		
the trai	nsaction harehold	is fair and	d reasoi append	nable fi d ix -].	rom the p					
the train party s	nsaction harehold Ordinary	is fair and ders - See course of	d reason append busines	nable fi dix-]. ss trans	rom the p	ooint o	f view of th		nd the	non-related
the train party so	nsaction harehold Ordinary arket prid	is fair and ders - See course of	d reason append busines ering thre	nable fi dix-]. ss trans	rom the p	ooint o	f view of th	ne company an	nd the	non-related
X C	nsaction harehold Ordinary arket prid ompetitiv	is fair and ders -See course of ce: Tende re transac	d reason append busines ering threation	nable fi dix-]. ss trans	rom the presented and the procure of	ooint o	f view of th	ne company an	nd the	non-related
the train party so	nsaction harehold Ordinary arket prid ompetitiv	is fair and ders -See course of ce: Tende re transac	d reason append busines ering threation	nable fi dix-]. ss trans	rom the presented and the procure of	ooint o	f view of th	ne company an	nd the	non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMF	PETITIVE PROCESS (NO)
	NB: if	the answer is yes, there is no need to fill out point II.
	NO	
II.	In the	event of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? YES
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
		II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, NO
		II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process, NO
		II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties, NO
		II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties, NO
		If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO) YES
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO) YES
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin) (YES/NO) NO
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices YES

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS ite: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.			
MOC Code: P3ESP241420000			
Please also select the relevant option:			
X SEPI Group			
SAPA Group			
AMBER Group			
Company in which Indra holds a stake and in which a related party has an interest:			
NATURE OF THE TRANSACTION			
NATURE OF THE TRANSACTION:			
☐ Service agreement			
□ Works contract			
Supply contract ■ Supply contra			
☐ M&A transaction			
☐ Sale and purchase			
☐ Financial transaction			
□ Other:			
Purpose: Supplying a set of cables and attenuators for Navantia.			
The set of cables and attenuators requested relates to NSN 5895-33-211-4608 (P/N 0787720000900). Elements of the SATCOM system (Indra manufacturing and design system).			
This bid relates to tender 1002937981 dated 20 March 2024.			
MARKET/PROPOSING DEPARTMENT:			
□ Country Manager			
□ Corporate General Management			
□ Other			

AUTHORISING BODY AND DATE OF AUTHORISATION: Vertical market committee/Geography/Date: Industry and Consumption / Spain. ☐ Tendering Committee: [+ratification by Management Committee/CEO] / Date: ☐ Management Committee/Date: ☐ Other/Date: (ESTIMATED) DATE OF THE TRANSACTION: □ Date tender awarded: □ Date of effect/service commencement: ☐ Other: TRANSACTION VALUE/AMOUNT1: Price: €22,966.93 ☐ Carrying amount of the asset or liability transferred or acquired: ☐ Other relevant indicators or factors _____ JUSTIFICATION FOR THE TRANSACTION: finclude all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. ☐ Market price: Tendering through the procurement portal, subject to standardised regulation ☐ Competitive transaction Direct negotiation ☐ Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

¹ This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS

NO

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? NO
 - II.b. Other markets (including Defence in the case of non-audited contracts)

 APPLICABLE.

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (**YES**)
- II.b.4. For the re sale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Point II.b.3 is applicable. Indra has the necessary technical knowledge and data to supply the requested items. The offered price is similar in terms of volume and GM% to previous projects submitted to this client, as well as other non-related parties, taking into account the increased costs for this year.

The following was also considered when calculating the price:

- Not to offer a lower price than what the Spanish Navy would be charged for the same service (as they have similar systems)
- To be within the target GM% range established by the Sales Department for non-auditable Aftermarket services.

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices. **NOT APPLICABLE:**
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
 - III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
 - III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
 - III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence of the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

l.	No	OMPETITIVE PROCESS tee: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SHOCK TESTER COST. AUTHORISED BY PROJECT AND THE NAVY
Short text for the order items:
- SHOCK LWSM PROTOTYPE IMF
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Naval System
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Tendering Committee: [+ratification by Ma	nagement Comm	ittee/CEO] / Da	ite:
Management Committee/Date:			
X Other/Date:			
ORDER 4300332278 ²			
Order application 1101784058 – authorised by	:		
Project Manager:- 19/09/2024			
Additional signature:- 19/09/2024			
Order authorised by:			
Purchaser/Procurement manager:- 23.	/09/2024		
Procurement Manager by category:- 0	3/10/2024		
(ESTIMATED) DATE OF THE TRANSACTION	\ :		
X Contract signing date: 03/10/2024			
Date tender awarded:			
Date of effect/service commencement:			
Other: order authorisation			
TRANSACTION VALUE/AMOUNT ³ :			
TRANSACTION VALUE/AMOUNT³: X Price: €7,000.00			
	or liability	transferred	or acquired:
X Price: €7,000.00	or liability	transferred	or acquired:
X Price: €7,000.00	or liability	transferred or	or acquired:
X Price: €7,000.00 ☐ carrying amount of the asset			·
X Price: €7,000.00 ☐ carrying amount of the asset			·
X Price: €7,000.00 ☐ carrying amount of the asset			·
X Price: €7,000.00 □ carrying amount of the asset □ Other relevant □ JUSTIFICATION FOR THE TRANSACTION: //	indicators include all informa	or or ation required to	factors
X Price: €7,000.00 carrying amount of the asset Other relevant	indicators include all informa	or or ation required to	factors
X Price: €7,000.00 □ carrying amount of the asset □ Other relevant JUSTIFICATION FOR THE TRANSACTION: [the transaction is fair and reasonable from the party shareholders -See appendix-].	indicators include all informa	or or ation required to	factors
X Price: €7,000.00 □ carrying amount of the asset □ Other relevant JUSTIFICATION FOR THE TRANSACTION: [the transaction is fair and reasonable from the	indicators include all informa	or or ation required to	factors
X Price: €7,000.00 □ carrying amount of the asset □ Other relevant JUSTIFICATION FOR THE TRANSACTION: [the transaction is fair and reasonable from the party shareholders -See appendix-].	indicators include all information point of view of the	or ation required to the company an	factors factors assess whether d the non-related
X Price: €7,000.00 carrying amount of the asset Other relevant JUSTIFICATION FOR THE TRANSACTION: [the transaction is fair and reasonable from the party shareholders -See appendix-]. x Ordinary course of business transaction	indicators include all information point of view of the	or ation required to the company an	factors factors assess whether d the non-related
X Price: €7,000.00 carrying amount of the asset	indicators include all information point of view of the	or ation required to the company an	factors factors assess whether d the non-related

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

	001405	TITIVE DD00500 (V50/N0)
I.		ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	any of these circumstances apply?
	I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	NO
II.	In t	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		AUTHORISED BY PROJECT AND THE NAVY	
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	YES
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
MOC Code: C3ESP049160038
Please also select the relevant option:
X SEPI Group
SAPA Group
AMBER Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest ¹
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Repair of the KDD-050 cable in the DLT-D-3C1 system of the Galerna submarine. This system is used on the Spanish Navy's S-70 Submarines. Indra has historically maintained the main electronic and electro-optical systems on these naval platforms.
MARKET/PROPOSING DEPARTMENT:
X Vertical market – Defence and Security BU AFTERMARKET
Country manager
General Corporate Management
Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Defence / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
Other/Date:
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 03/10/2024
Date tender awarded:
Date of effect/service commencement:
Other: this offer does not relate to a tender, RFQ or similar, as it comprises a request for repairs to an inoperative item. The dates are therefore ASAP (estimated award and start dates are therefore provided, and will depend on how long it takes for the client to assess the offer and, if necessary, process the corresponding order).
TRANSACTION VALUE/AMOUNT ² : X Price: €5,527.32
X Price: €5,527.32
X Price: €5,527.32 carrying amount of the asset or liability transferred or acquired:
X Price: €5,527.32 carrying amount of the asset or liability transferred or acquired:
 X Price: €5,527.32 □ carrying amount of the asset or liability transferred or acquired: □ Other relevant figures or parameters JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related
 X Price: €5,527.32 □ carrying amount of the asset or liability transferred or acquired: □ Other relevant figures or parameters JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].
 X Price: €5,527.32 □ carrying amount of the asset or liability transferred or acquired: □ Other relevant figures or parameters JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction
 X Price: €5,527.32 □ carrying amount of the asset or liability transferred or acquired: □ Other relevant figures or parameters JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction □ Market price: Tendering through the procurement portal, subject to standardised regulation
 X Price: €5,527.32 □ carrying amount of the asset or liability transferred or acquired: □ Other relevant figures or parameters JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction □ Market price: Tendering through the procurement portal, subject to standardised regulation □ Competitive transaction

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS

(NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the re sale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Point II.b.3 is applicable, because although this is a Navantia service, the cost arrangement is honoured along with the GM% applicable to contracts with the same scope (naval maintenance) for the end user, i.e. the Spanish Navy (this is subject to audit; additionally, the Navy is not considered to be a related party).

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: (NOT APPLICABLE)

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

I.	No	OMPETITIVE PROCESS ite: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
MOC Code: C3ESP049160037
Please also select the relevant option:
X SEPI Group
SAPA Group
AMBER Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest ¹
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose : repair of the KDD-055 cable in the DLT-D-3C1 system of the Galerna submarine. This system is used on the Spanish Navy's S-70 Submarines. Indra has historically maintained the main electronic and electro-optical systems on these naval platforms.
MARKET/PROPOSING DEPARTMENT:
X Vertical market – Defence and Security BU AFTERMARKET
Country manager
General Corporate Management
Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Defence / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
Other/Date:
(ESTIMATED) DATE OF THE TRANSACTION:
X Contract signing date: 03/10/2024
Date tender awarded:
Date of effect/service commencement:
Other:
TRANSACTION VALUE/AMOUNT ² :
X Price: €7,980.40
carrying amount of the asset or liability transferred or acquired:
Other relevant figures or parameters
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].
X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
Competitive transaction
X Direct negotiation
Other:

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS

(NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the re sale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Point II.b.3 is applicable, because although this is a Navantia service, the cost arrangement is honoured along with the GM% applicable to contracts with the same scope (naval maintenance) for the end user, i.e. the Spanish Navy (this is subject to audit; additionally, the Navy is not considered to be a related party).

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: (NOT APPLICABLE)

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

I.	No	OMPETITIVE PROCESS ite: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal de Participaciones Industriales MOC Code: SEPAPP Please also select the relevant option: X SEPI Group SAPA Group AMBER Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE TRANSACTION:** X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Extension of the scope of the IT and telecommunications outsourcing service agreement for Sociedad Estatal de Participaciones Industriales. Lot 1 pertains to the development of a pilot project using low-code technology, aimed at addressing three of SEPI's practical needs through an information system. These needs comprise file management, facility access registration and car park reservation, under the Uncommitted section of the agreement, which we have been awarded. The work requested involves professional services for the development of several applications, with corresponding subscriptions for the use of low-code technology in this project. The initial contract, which was awarded via a competitive process, was reported by the ACC and approved by the Board of Directors in November 2022. MARKET/PROPOSING DEPARTMENT: Vertical market – INDUSTRY AND CONSUMPTION

Country Manager_

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Saes Capital, S.A., S.M.E.; Sociedad Anónima de Electrónica Submarina, S.M.E.; Sainsel Sistemas Navales, S.A.U., S.M.E.; and Tess Defence, S.A.

	Corporate General Management
	Other
AUTH	HORISING BODY AND DATE OF AUTHORISATION:
X	Vertical market committee/Geography/Date: Industry and Consumption / Spain /
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:
	Management Committee/Date:
	Other/Date:
(EST	IMATED) DATE OF THE TRANSACTION:
Χ	Contract signing date: 04/10/2024
	Date tender awarded:
	Date of effect/service commencement:
	Other:
X	NSACTION VALUE/AMOUNT ² : Price: €271,727.14 carrying amount of the asset or liability transferred or acquired:
	Other relevant indicators or factors
the tra	TIFICATION FOR THE TRANSACTION : [include all information required to assess whether ansaction is fair and reasonable from the point of view of the company and the non-related shareholders -See appendix-].
X	
	Ordinary course of business transaction
	Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation
	Market price: Tendering through the procurement portal, subject to standardised regulation
X	Market price: Tendering through the procurement portal, subject to standardised regulation Competitive transaction

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

YES – There was a competitive process in which we were awarded the contract for this service.

- **II.** In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO) NOT APPLICABLE

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Extension to the agreement signed with SEPI; following the corresponding competitive process, with the aim of providing cross-functional services in the areas of microcomputing, local network, top level support, application maintenance and development of new applications (CPV 72000000-5), management services relating to IT (CPV 72510000-3) and software maintenance for information technology (CPV 72267100-0).

The Uncommitted Section for Lot 1 awarded to Indra includes a sum of up to €678,335.04 for uncommitted work in accordance with the costs provided in the tender bid.

This development project for a pilot initiative on low-code technology, aimed at providing IT support for three of SEPI's functional needs, in an approximate amount of €300,000 (still subject to negotiation or adjustment depending on the project scope), is the realisation of work requested by SEPI under this section of the contract.

The financial terms and conditions for Lot 1, Uncommitted Section are applicable.

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
 - III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
 - III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
 - III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence of the

indication	identified in	n the contra	act subject t	to approval	· ·	

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: EMPRESA DE TRANSFORMACION AGRARIA, S.A., S.M.E., M.P. and TECNOLOGÍAS Y SERVICIOS AGRARIOS, S.A., S.M.E., M.P. (TRAGSA GROUP) **MOC Code: APTRAGSALI** Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE TRANSACTION:** Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: ____ Purpose: provision of Uipath licences. **MARKET/PROPOSING DEPARTMENT:** Χ Vertical market Public Administrations (ISTI) Country Manager_____ Corporate General Management_____

Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

AUTHORISIN	G BODY A	ND DAT	ΕO	F AUTHO	RISA	ATION:			
Vertical n	narket comn	nittee/Ge	eogi	raphy/Date	: Pul	blic Admin	istrations / Spai	n	
Tendering	g Committee	e: [+ratifi	icati	ion by Man	ager	ment Com	mittee/CEO] / D	ate:	
Managen	nent Commi	ttee/Dat	e: _		_				
x Other/Da	ite: Accoun	t manag	ger						
(ESTIMATED)	DATE OF	THE TR	ΑN	SACTION:					
COMMITMEN	T 1: APTRA	AGSALI	Α0	0 (CLIENT	TRA	AGSA)			
X Contract	signing dat	e: 09/10	/20	24					
X Date ten	der awarde	d: 09/10 /	/202	24					
Date of e	ffect/service	comme	nce	ement:					
Other									
COMMITMEN	T 2: APTRA	AGSALI	A 02	2 (CLIENT	TRA	GSATEC)		
X Contract	signing dat	e: 13/03	/20	25					
X Date ten	der awarde	d: 13/03 /	/202	25					
Date of e	ffect/service	comme	nce	ement:					
Other									
TRANSACTIO	ON VALUE/	AMOUN	T ² :						
COMMITMEN	T 1: APTRA	AGSALI	A00	0					
	THE CONT				IS	€12,800	(EXCLUDING	VAT)	WITH A
carrying	amount		the	asset	or	liability	transferred	or	acquired:
Other	r	elevant			indic	ators	or		factors
									
COMMITMEN									
	THE CONT				IS	€6,755	(EXCLUDING	VAT)	WITH A
carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
									

² This value may be subject to change if the contract is awarded.

Other relevant indicators or factors
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders - See appendix -].
x Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
X Competitive transaction
Direct negotiation
Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMP	ETITIVE PROCESS (YES/NO) YES
	NB: if t	he answer is yes, there is no need to fill out point II.
II.	In the e	event of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
		II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
		II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
		II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
		II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices.	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

$\begin{array}{l} \textbf{IDENTITY OF THE RELATED PARTY:} \ \ \textbf{EMPRESA DE TRANSFORMACION AGRARIA, S.A.,} \\ \textbf{S.M.E., M.P. (TRAGSA)} \end{array}$
MOC Code: 230107
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
x Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Maintenance of Scada tunnels in La Palma: installation of a bus stop management system.
MARKET/PROPOSING DEPARTMENT:
x Vertical market
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
x Vertical market committee/Geography/Date: Industry and Consumption / Spain /

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

	Tendering	Committe	ee: [+ra	tificatio	n by Maı	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Manageme	ent Comr	nittee/D	ate:		_				
	Other/Date	e :								
DA	TE OF THE	TRANSA	ACTION	l:						
Х	Contract s	igning da	ate: 21/1	10/2024	1					
	Date tend	er award	ed:							
	Date of eff	ect/servi	ce comr	nencer	nent:					
	Other									
TRA	ANSACTION	N VALUE	/AMOU	JNT²:						
Х	Price: €17	7,351.02								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
										·····
										
	Other		relevai	nt		indica	ators	or		factors
	Other		releva	nt		indica	ators	or		factors
	Other		releva	nt		indica	ators	or		factors
	Other		releva	nt		indica	ators	or		factors
	STIFICATIO		HE TRA	ANSAC		nclude	all informa	or ation required to be company an		ess whether
the	STIFICATIO	is fair an	HE TRA	ANSAC		nclude	all informa	ation required t		ess whether
the	STIFICATIO transaction ty sharehold	is fair an Iers -See	HE TRA d reaso append	ANSAC nable t dix-].	rom the p	nclude	all informa	ation required t		ess whether
the part	STIFICATIO transaction ty sharehold	<i>is fair an</i> lers -See course of	HE TRA d reaso append	ANSAC nable t dix-].	saction	nclude point o	all informa	ation required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction by sharehold Ordinary of Market prio	is fair an lers - See course of ce: Tende	THE TRA d reaso append busines	ANSAC nable t dix-].	saction	nclude point o	all informa	ation required t	d the	ess whether non-related
the part	STIFICATIO transaction by sharehold Ordinary of Market prior	is fair an lers - See course of ce: Tende e transac	THE TRA d reaso append busines	ANSAC nable t dix-].	saction	nclude point o	all informa	ation required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction by sharehold Ordinary of Market prio	is fair an lers - See course of ce: Tende e transac	THE TRA d reaso append busines	ANSAC nable t dix-].	saction	nclude point o	all informa	ation required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction by sharehold Ordinary of Market prior	is fair an lers - See course of ce: Tende e transac	THE TRA d reaso append busines	ANSAC nable t dix-].	saction	nclude point o	all informa	ation required to be company an	d the	ess whether non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS: NO

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (SI)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

In the case of this contract, INDRA only carries out ongoing, corrective and adaptive maintenance work associated with the Tunnel Management platform, which serves the La Palma Tunnels.

Any other type of licensed software is not provided by INDRA.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices	
If applicable, provide a brief description and supporting evidence of	the
indication identified in the contract subject to approval	

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II		(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: CORREOS EXPRESS PAQUETERIA URGENTE, S.A. SME
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other: ORDER
Purpose: CORREO EXPRESS / Package handling Indra BPO. Package transportation services (less than 50 kg) with next-day delivery for materials for the company Indra BPO.
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Financial Services
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Management Committee/Date:
X Other/Date:
ORDER 4400083843
Order application 1101796311 – authorised by:
Project Manager:
Order authorised by:
Procurement Purchaser/Manager: 31/10/2024
Procurement Manager by category: 05/11/2024
(ESTIMATED) DATE OF THE TRANSACTION ² :
X Contract signing date: 05/11/2024
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ³ : X Price: €500.00 Carrying amount of the asset or liability transferred or acquired:
X Price: €500.00
X Price: €500.00 □ carrying amount of the asset or liability transferred or acquired:
X Price: €500.00 Carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related
X Price: €500.00
X Price: €500.00
X Price: €500.00
X Price: €500.00

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	TITIVE PROCESS (YES/NO)
	NB: if th	e answer is yes, there is no need to fill out point II.
II.	In the ev	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	any of these circumstances apply?
	II	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	II	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	II	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence indication identified in the contract subject to approval	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the $\ensuremath{\mathsf{ACC}}$)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II		NO
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		This year, the Q2 tendering plan includes a review of the service and consolidation with other courier/package handling services. The service is currently only provided for Indra BMB	
	C.	A framework agreement is in place A cost agreement is in place. Attached	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Relates to provision of services and a review is planned in Q1 2025 along with Corporate Courier Services.	YES
	f.	Defence Market: is the contract subject to Cost Auditing? Provides a service to INDRA BMB, which falls under Minsait. The latest order from this supplier was 7218, which was in 2016.	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. MOC Code: 181212024 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group **ESCRIBANO Group** Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: _____ Purpose: Renewal of the supply contract for software licences relating to the IdaaS (Entrust) tool, which forms part of the IMS (Identity Management System) belonging to the Sociedad Estatal Correos y Telégrafos S.A., S.M.E (hereinafter "Correos"). The renewal covers subscriptions including rights of use, updates and the associated maintenance and support services, provided with backing from the original software developers for a period of 25 months, with the option to modify (by up to 20%) the number of licences under the same terms, should an extension be required during the contract term. **MARKET/PROPOSING DEPARTMENT:** Х Vertical market - Public Administrations SIA Country Manager____ Corporate General Management_____

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A, and EPICOM, S.A.

	Other
ΔU	THORISING BODY AND DATE OF AUTHORISATION:
	Vertical market committee/Geography/Date: Industry and Consumption / Spain /
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:
	Management Committee/Date:
X	1
	Other/Date. Of Fernaching Committee 00/03/2024
(ES	TIMATED) DATE OF THE TRANSACTION:
Χ	Contract signing date: Estimated 14/11/2024
	Date tender awarded:
	Date of effect/service commencement:
	Other
TRA	ANSACTION VALUE/AMOUNT ² :
Χ	Price: €210,160
	carrying amount of the asset or liability transferred or acquired:
	Other relevant indicators or factors
	
the	STIFICATION FOR THE TRANSACTION: [include all information required to assess whether transaction is fair and reasonable from the point of view of the company and the non-related ty shareholders -See appendix-].
	y charenesses est appendix j.
Χ	
X	_
X	Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation
	Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation Competitive transaction: Contract based on Post Office (Correos) Dynamic Purchasing
	Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation Competitive transaction: Contract based on Post Office (Correos) Dynamic Purchasing System, with multiple authorised suppliers able to submit bids.
	Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation Competitive transaction: Contract based on Post Office (Correos) Dynamic Purchasing System, with multiple authorised suppliers able to submit bids. Direct negotiation

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	ETITIVE PROCESS (YES)
NB: if th	ne answer is yes, there is no need to fill out point II.
In the e	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: **NOT APPLICABLE**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS tee: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: Orders authorised by the Navy to conduct crash testing
Short text for the order item:
- SHOCK LWSM PROTOTYPE IMF (REPEATED)
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Naval and Land Systems
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

X Other/Date:	mmittee/Date:			
X Other/Date:				
ORDER 4300335407 ²	2			
Order application 110	1804325 – authorise	ed by:		
Project Manag	ger: 13/11/2024			
Additional sigr	nature: 13/11/2024			
Order authorised by:				
Procurement F	Purchaser/Manager:	: 14/11/2024		
Procurement I	Manager by categor	y: 19/11/2024		
(ESTIMATED) DATE	OF THE TRANSAC	STION:		
X Contract signing	date: 19/11/2024			
Date tender awar	ded:			
Date of effect/ser	vice commencemer	nt:		
Other				
TRANSACTION VALU	UE/AMOUNT³:			
X Price: €7,000.00	1			
carrying amou	ınt of the a	asset or liability	transferred	or acquired:
Other	relevant	indicators	or	factors
JUSTIFICATION FOR the transaction is fair a party shareholders -Se	R THE TRANSACTION and reasonable from the easonable from the easonable from the easonable from the easonable the easonable from	ON: [include all informant of the point of view of view of the point of view of v	ation required to	assess whether d the non-related

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMP	ETITIVE PROCESS (YES/NO)
		he answer is yes, there is no need to fill out point II.
II.	In the e	event of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
	I	II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	1	II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evid indication identified in the contract subject to approval	ence o	of the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II				
II.	In t	the event of NO COMPETITION:			
	a.	The supplier has been authorised	YES		
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO		
		Supplier appointed specifically for this project			
	C.	A framework agreement is in place	NO		
	d.	Market price.	YES		
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Intragroup transaction	NO		
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market. Intragroup transaction	NO		
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES		
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES		

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E.

MOC Code: 179932024 Please also select the relevant option: x SEPI Group SAPA Group AMBER Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: x Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: _____ Purpose: Renewal of the support and maintenance contract to renew the supply of software licences for the IIQ tool (SailPoint). MARKET/PROPOSING DEPARTMENT: Х Vertical market - Public Administrations SIA Country Manager____ Corporate General Management Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; and Tess Defence, S.A.

ΑU	THORISING	BODY A	AND DA	ATE OF	AUTHO	RISA	ΓΙΟN:			
	Vertical ma	rket com	mittee/	Geogra	aphy/Dat	e:				
	Tendering (Committe	ee: [+ra	tificatio	n by Ma	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Manageme	nt Comn	nittee/D	ate:		_				
Χ	Other/Date	e: SIA Te	enderin	g Com	mittee.	26/07/2	2024			
(ES	TIMATED)	OATE OF	THE 1	RANS	ACTION	:				
Χ	Contract s	igning da	ate: 21/	11/202	4					
	Date tende	r awarde	ed:							
	Date of effe	ct/servic	ce comr	nencer	ment:					
	Other									
TRA	ANSACTION	VALUE	/AMOL	JNT²:						
Х	Price: €1,2	41,442.8	33							
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
										
	Other		releva	nt		indica	ators	or		factors
										· · · · · · · · · · · · · · · · · · ·
								ation required t ne company ar		
	ty shareholde				ioni inc j	Joint 0	i view or ti	ic company an	ia tiic	non-related
	7	_								
X	Ordinary c	ourse of	busine	ss tran	saction					
	Market pric	e: Tende	ering thr	ough t	he procu	remen	t portal, su	bject to standa	rdised	l regulation
	Compositiv	o trans	action:	Comp	otitivo pr	00000	via the F	Post Office (C	`orroo	s) Dynamic
X	•							invited to parti		, .
	Direct nego	tiation.								
	Other									

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	TITIVE PROCESS (YES)
	NB: if the	e answer is yes, there is no need to fill out point II.
II.	In the ev	ent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing?
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	ny of these circumstances apply?
		 b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II.	 b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	11.	.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	II.	.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		the answer is yes, please provide a brief description and evidence of these recumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: **NOT APPLICABLE**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices (YES/NO)

, , ,
If applicable, provide a brief description and supporting evidence of the indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II			
II.	In	the event of NO COMPETITION:			
	a.	The supplier has been authorised	(YES/NO)		
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)		
	C.	A framework agreement is in place	(YES/NO)		
	d.	Market price. The price reflects current market value	(YES/NO)		
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)		
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)		
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)		
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)		

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E. MOC Code: T3XNV22106 V00 A09 Please also select the relevant option: X | SEPI Group SAPA Group AMBER Group Company in which Indra holds a stake and in which a related party has an interest: **NATURE OF THE TRANSACTION:** X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Extension of the maintenance contract for the S80 simulators for six additional months, from 1 July 2024 to 31 December 2024 MARKET/PROPOSING DEPARTMENT: X Vertical market BU Aftermarket Country Manager Corporate General Management Other **AUTHORISING BODY AND DATE OF AUTHORISATION:** X Vertical market committee/Geography/Date: Defence / Spain / 16/05/2024 Tendering Committee: [+ratification by Management Committee/CEO] / Date:

Management Committee/Date:				
Other/Date:				
(ESTIMATED) DATE OF THE TRANSACTION:				
X Contract signing date: 22/11/2024				
Date tender awarded:				
Date of effect/service commencement:				
Other:				
TRANSACTION VALUE/AMOUNT1:				
X Price: €95,790				
				acquired:
carrying amount of the asset or	liability	transferred	or	
carrying amount of the asset or Other relevant factors		transferred	or	or
Other relevant	ir clude all i m the poi	ndicators	quired	or ————————————————————————————————————
Other relevant factors JUSTIFICATION FOR THE TRANSACTION: [incomplete the transaction is fair and reasonable from the transaction is fair and the	ir clude all i m the poi	ndicators	quired	or ————————————————————————————————————
Other relevant factors JUSTIFICATION FOR THE TRANSACTION: [incomplete the transaction is fair and reasonable from the non-related party shareholders -See appending the non-related party sharehold	ir clude all i m the poi i x-] .	ndicators nformation red nt of view of th	quirec ne coi	or d to assess
Other relevant factors JUSTIFICATION FOR THE TRANSACTION: [incomplete in the transaction is fair and reasonable from the non-related party shareholders -See appending X Ordinary course of business transaction Market price: Tendering through the procur	ir clude all i m the poi i x-] .	ndicators nformation red nt of view of th	quirec ne coi	or d to assess
Other relevant factors JUSTIFICATION FOR THE TRANSACTION: [interpretation of the property of the non-related party shareholders -See appending the non-related party shareholders because transaction Market price: Tendering through the procur regulation	ir clude all i m the poi i x-] .	ndicators nformation red nt of view of th	quirec ne coi	or d to assess

 $^{^{\}rm 1}$ This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION NO

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? YES
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (Not applicable)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Maintenance of the platform and tactical simulators for the S80 submarine was procured by Navantia via a direct tender process. Since the conclusion of this process, continual preventative maintenance and technical assistance has been provided, with dedicated on-site support in place. The signing of a four-year maintenance framework agreement commencing in January 2025 is planned. At Navantia's request, the Navy has asked us to provide a proposal to extend the maintenance service until 31 December 2024.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices. **NOT APPLICABLE:**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

APPENDIX II NOT APPLICABLE AS THERE IS NO PURCHASE TRANSACTION

l.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II			
II.	ln ¹	the event of NO COMPETITION:			
	a.	The supplier has been authorised	(YES/NO)		
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)		
	c.	A framework agreement is in place	(YES/NO)		
	d.	Market price. The price reflects current market value	(YES/NO)		
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)		
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)		
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)		
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)		

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
MOC Code: F2XNV1934735
Please also select the relevant option:
X SEPI Group
SAPA Group
AMBER Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Software maintenance service for Security Control Centre. The security system was implemented in 2019 and has been operational since then. The client has now purchased a new system that is being implemented by another company. Implementation of this new system has been delayed, which is why they are still using our control centre software. The client has asked us to carry out hardware maintenance works.
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other

 $^{^{1}\}mbox{lnmize}$ Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Χ									
	Vertical m	ıarket comı	mittee/Geo	graphy/Da	te: Def	ence and S	Security / Spair	า / 01.0	07.2019
	Tendering	Committee	e: [+ratificat	ion by Ma	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Manageme	ent Commi	ttee/Date: _		_				
	Other/Dat	te:							
(ES	TIMATED)	DATE OF	THE TRAN	SACTION	l:				
Χ	Contract	signing dat	e: 18/12/20	24					
	Date tende	er awarded	:						
	Date of e	ffect/service	e commend	ement:					
	Other/Date	e :							
TRA	NSACTIO	N VALUE/A	AMOUNT ² :						
Χ	Price: €7,	022.78							
	carrying	amount	of the	asset	or	liability	transferred	or	acquired:
	Other	r	elevant		indica	tors	or		factors
									····
							ation required to		
the t	ransaction		reasonable				ation required to be company an		
the t	ransaction / sharehold	is fair and Iers -See a	reasonable	from the					
the t	ransaction sharehold Ordinary	is fair and ders - See a course of b	reasonable ppendix-]. ousiness tra	nsaction	point o	f view of th		d the	non-related
the t	ransaction / sharehold Ordinary (Market prid	is fair and ders - See a course of b	reasonable ppendix-]. business training through	nsaction	point o	f view of th	e company an	d the	non-related
the t	ransaction / sharehold Ordinary Market prid Competitiv	is fair and ders -See a course of b ce: Tenderi	reasonable ppendix-]. business training through	nsaction	<i>point o</i>	f view of th	ne company an	d the	non-related
x	ransaction / sharehold Ordinary Market prid Competitiv	is fair and ders -See a course of b ce: Tenderi	reasonable ppendix-]. susiness tra ing through on	nsaction	<i>point o</i>	f view of th	ne company an	d the	non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

NO

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, NO
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process, NO
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties, NO
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties, NO

If the answer is yes, please provide a brief description and evidence of thes	е
circumstances arising in the contract subject to approval	

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO) YES
 - III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO) YES
 - III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market

over the most recent financial year, (excluding the top and bottom 25% of contracts by margin) (YES/NO) NO $$
The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices YES
plicable, provide a brief description and supporting evidence of the ation identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II					
II.	In	the event of NO COMPETITION:					
	a.	The supplier has been authorised	(YES/NO)				
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)				
	C.	A framework agreement is in place	(YES/NO)				
	d.	Market price. The price reflects current market value	(YES/NO)				
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)				
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)				
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)				
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices.	(YES/NO)				

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E., via a Saudi company named SAMI Navantia (Navantia owns 49% of this company) MOC Code: P3SAU23013 Please also select the relevant option: x SEPI Group SAPA Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: Service agreement Works contract x Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Supply of Electronic Warfare systems for equipping surface platforms MARKET/PROPOSING DEPARTMENT: X Vertical market Country Manager____ Corporate General Management Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Saes Capital, S.A., S.M.E.; Sociedad Anónima de Electrónica Submarina, S.M.E.; Sainsel Sistemas Navales, S.A.U., S.M.E.; and Tess Defence, S.A.

AUTHORIS	SING BODY	AND DATE	OF AU	тноі	RISATION	V :		
Vertica	I market com	mittee/Ged	ography,	/Date:	Industry	and Consum _l	otion /	Spain /
x Tende 12/06/2023	•	tee: [+rati	fication	by M	lanageme	ent Committe	e/CE0	D] / Date:
Manag	ement Comn	nittee/Date						
Other/	Date:							
(ESTIMATI	ED) DATE O	F THE TRA	NSAC	ΓΙΟN:				
x Contra	ict signing da	te: 19/12/2	024					
Date to	ender awarde	d:						
Date o	f effect/servic	e commen	cement	:				
Other								
TRANSAC	TION VALUE	AMOUNT	² :					
x Price:	€49,892,204							
carryin	g amount	of the	asset	or	liability	transferred	or	acquired:
Other	re	elevant		indic	ators	or		factors
						nformation re		
	ated party sh				•	nt of view of t	ne coi	прапу апи
x Ordina	ry course of	business tr	ansactio	on				
Market regulation	price: Tend	ering throu	igh the	procu	rement po	ortal, subject	to sta	andardised
Compe	etitive transac	tion						
x Direct	negotiation							
Other:								

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	СОМРЕ	TITIVE PROCESS (NO)
	NB: if th	e answer is yes, there is no need to fill out point II.
II.	In the ev	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	any of these circumstances apply?
	I	 I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)
		f the answer is yes, please provide a brief description and evidence of these sircumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices (YES/NO)

If applicable, provide a brief description and supporting evidence of the indication identified in the contract subject to approval

Several EW supply offers have been submitted – with similar conditions to this offer – to NON-related companies such as Hyundai Heavy Industries and Lockheed Martin, with similar price brackets and margins.

This contract to equip Phase 2 of the Avante corvettes derives from the contract to equip Lot 1 of the Avante corvettes signed in 2019, which did result from a competitive process. Following positive feedback from the client in Lot 1, Lot 2 will NOT include a competitive process.

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS It is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SOCIEDAD ESTATAL CORREOS Y TELÉGRAFOS S.A, S.M.E. MOC Code: APMT250002 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Procurement of Appian licences to develop applications for managing business processes and improving operating efficiency **MARKET/PROPOSING DEPARTMENT:** Х Vertical market Public Administrations (ISTI) Country Manager_ Corporate General Management_____ Other **AUTHORISING BODY AND DATE OF AUTHORISATION:** Vertical market committee/Geography/Date: Tendering Committee: [+ratification by Management Committee/CEO] / Date:

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L. and Tess Defence, S.A.

	Manageme	ent Comn	nittee/D	ate:		_				
Χ	Other/Dat	te: Busine	ess Unit	Direct	or					
(ES	TIMATED)	DATE OF	THET	RANS	ACTION	:				
Х	Contract s	igning da	ite: 19/1	2/2024	1					
	Date tende	er awarde	ed:							
	Date of eff	ect/service	ce comr	nencer	nent:					
	Other									
TRA	ANSACTIO	N VALUE	/AMOU	JNT ² :						
Х	Price: €53	1,224.16								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
										
	Other		relevai	nt		indica	ators	or		factors
	Other		relevai	nt		indica	ators	or		factors
	Other		releva	nt		indica	ators	or		factors
	Other		releva	nt		indica	ators	or		factors
	STIFICATIO		HE TRA	ANSAC		nclude	all informa	ation required t		ess whether
the	STIFICATIO	is fair an	HE TRA	ANSAC		nclude	all informa			ess whether
the	STIFICATIO transaction	is fair and lers - See	HE TRA d reaso append	ANSAC nable f	rom the p	nclude	all informa	ation required t		ess whether
the pan	STIFICATIO transaction by sharehold Ordinary o	is fair and lers -See course of	HE TRA d reaso append busines	ANSAC nable t dix-].	rom the partion	nclude point o	e all informa	ation required t	d the	ess whether non-related
the pan	STIFICATIO transaction by sharehold Ordinary o	is fair and lers -See course of ce: Tende	HE TRA d reaso append busines	ANSAC nable t dix-].	rom the partion	nclude point o	e all informa	ation required to ne company an	d the	ess whether non-related
the pan	STIFICATIO transaction by sharehold Ordinary of Market price	is fair and lers -See course of ce: Tender ve transaction	HE TRA d reaso append busines	ANSAC nable t dix-].	rom the partion	nclude point o	e all informa	ation required to ne company an	d the	ess whether non-related
the pan	STIFICATIO transaction by sharehold Ordinary of Market prio	is fair and lers -See course of ce: Tender ve transaction	HE TRA d reaso append busines	ANSAC nable t dix-].	rom the partion	nclude point o	e all informa	ation required to ne company an	d the	ess whether non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPETITIVE PROCESS YES	
	NB: if the answer is yes, there is no need to fill out point II.	
II.	In the event of NO COMPETITION:	
	II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b. Other markets (including Defence in the case of non-audite	d contracts).
	Do any of these circumstances apply?	
	II.b.1. Renewal of the supply of a product and/or provision of a s the contract was originally awarded through a compet (YES/NO)	
	II.b.2. Supply of a product and/or provision of a service via an ore the client under a Framework Agreement originally award competitive process (YES/NO)	
	II.b.3. The supply of a product and/or provision of a service co- contract, and the estimated gross margin at the tender comparable to that of the supply or provision of the same services to other clients who are NOT considered re (YES/NO)	ring stage, is e products or
	II.b.4. For the resale of licences or similar arrangements, the contract is limited to acting solely as an intermediary related party and the licence provider, with no risk assume and under margins comparable to those applied in similar with NON-related parties (YES/NO)	between the ed by INDRA,
	If the answer is yes, please provide a brief description and evide circumstances arising in the contract subject to approval	ence of these
	circumstances ansing in the contract subject to approval	

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II					
II.	In	the event of NO COMPETITION:					
	a.	The supplier has been authorised	(YES/NO)				
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)				
	C.	A framework agreement is in place	(YES/NO)				
	d.	Market price. The price reflects current market value	(YES/NO)				
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)				
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)				
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)				
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices.	(YES/NO)				

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E.
MOC Code: 185172024
Please also select the relevant option:
x SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
x Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Renewal of the supply of software licences for the Workforce Identity Cloud tool (OKTA).
MARKET/PROPOSING DEPARTMENT:
x Vertical market - Public Administrations SIA
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION: Vertical market committee/Geography/Date:

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date: SIA Tendering Committee. 26/07/2024
(ESTIMATED) DATE OF THE TRANSACTION:
X Contract signing date: 26/12/2024
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ² :
x Price: €1,478,145.25
carrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether
the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].
X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
X Competitive transaction: Competitive process via the Post Office (Correos) Dynamic Purchasing System, in which all approved suppliers will be invited to participate.
Direct negotiation.
Other

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	TITIVE PROCESS (YES)
NB: if th	e answer is yes, there is no need to fill out point II.
In the ev	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing?
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
II	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
II	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
li	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
li	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: **NOT APPLICABLE**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices (YES/NO)

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If your Provides and a state of the state of
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval
• • • • • • • • • • • • • • • • • • • •

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	COMPETITIVE PROCESS lote: If the answer is affirmative, it is not necessary to complete the ollowing Section II						
II.	In	the event of NO COMPETITION:						
	a.	The supplier has been authorised	(YES/NO)					
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)					
	C.	A framework agreement is in place.	(YES/NO)					
	d.	Market price. The price reflects current market value	(YES/NO)					
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)					
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)					
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)					
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)					

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SOCIEDAD ESTATAL DE CORREOS Y TELÉGRAFOS, S.A., S.M.E.

X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:¹ NATURE OF THE TRANSACTION: Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction X Other: Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract renewable annually
PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest: NATURE OF THE TRANSACTION: Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
NATURE OF THE TRANSACTION: Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Works contract Supply contract M&A transaction Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Supply contract M&A transaction Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
 M&A transaction Sale and purchase Financial transaction X Other:
Sale and purchase Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Financial transaction X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
X Other: Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract
Tenewable allitually
Short text for the order item:
- CORREOS CITIPAQ SERVICE
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L. and Tess Defence, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4400085107 ²
Order application 1101805990 – authorised by:
Project Manager: 18/11/2024
Additional signature: 18/11/2024
Order authorised by:
Purchaser/Procurement manager: 28/12/2024
Manager by Global category: 30/12/2024
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 30/12/2024
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ³ :
X Price: €6,300.00
arrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess
whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

x Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
Competitive transaction
X Direct negotiation
Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPETI	TIVE PROCESS (YES/NO)
	NB: if the a	answer is yes, there is no need to fill out point II.
II.	In the ever	nt of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do any	of these circumstances apply?
	II.b.	 Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II.b.	 Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	II.b.	 The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	II.b.	4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		e answer is yes, please provide a brief description and evidence of these umstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are

provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

f application	-		•	supporting proval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS ote: If the answer is affirmative, it is not necessary to complete the illowing Section II						
II.	In t	the event of NO COMPETITION:						
	a.	The supplier has been authorised	YES					
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO					
		Negotiations were conducted directly with this supplier as the internal client General Services indicated that it had to be this supplier, since other providers like Amazon could only receive packages from Amazon exclusively. In addition, the first year was free.						
	C.	. A framework agreement is in place Attached.	YES					
	d.	Market price. The price reflects current market value	YES					
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of package handling services.	YES					
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market. This supplier is used exclusively for General Services in	NO					
	g.	Corporate. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES					
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES					

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SOCIEDAD ESTATAL DE CORREOS Y TELÉGRAFOS, S.A., S.M.E.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest: ¹
,
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract renewable annually
Short text for the order item:
- CORREOS CITIPAQ SERVICE
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Corporate IT

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L. and Tess Defence, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date
Management Committee/Date:
X Other/Date:
ORDER 4400085108 ²
Order application 1101805999 – authorised by:
Project Manager: 18/11/2024
Additional signature: 18/11/2024
Order authorised by:
Purchaser/Procurement manager: 28/12/2024
Manager by Global category: 30/12/2024
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 30/12/2024
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ³ :
X Price: €1,620.00
carrying amount of the asset or liability transferred or acquired
Other relevant indicators or factor
JUSTIFICATION FOR THE TRANSACTION: [include all information required to asses
whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardisec regulation
Competitive transaction
X Direct negotiation
Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMP	ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
	I	II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	1	Il.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II			
II.	In t	the event of NO COMPETITION:		
	a.	The supplier has been authorised	YES	
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO	
		Negotiations were conducted directly with this supplier as the internal client General Services indicated that it had to be this supplier, since other providers like Amazon could only receive packages from Amazon exclusively. In addition, the first year was free.		
	C.	A framework agreement is in place Attached.	YES	
	d.	Market price. The price reflects current market value	YES	
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of package handling services.	YES	
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market. This supplier is used exclusively for General Services in	NO	
	Co g.	rporate.	YES	
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES	

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SOCIEDAD ESTATAL DE CORREOS Y TELÉGRAFOS, S.A., S.M.E.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: Citipaq locker service in Indra buildings. Negotiated rates attached. Contract renewable annually.
Short text for the order item:
- CORREOS CITIPAQ SERVICE
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Corporate IT

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L. and Tess Defence, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date
Management Committee/Date:
X Other/Date:
ORDER 4400085109 ²
Order application 1101806002 – authorised by:
Project Manager: 18/11/2024
Additional signature: 18/11/2024
Order authorised by:
Purchaser/Procurement manager: 28/12/2024
Manager by Global category: 30/12/2024
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 30/12/2024
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ³ :
X Price: €1,260.00
carrying amount of the asset or liability transferred or acquired
Other relevant indicators or factors
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess
whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
Competitive transaction
X Direct negotiation
Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMP	ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
	I	II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	1	Il.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II			
II.	In t	he event of NO COMPETITION:		
	a.	The supplier has been authorised	YES	
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO	
		Negotiations were conducted directly with this supplier as the internal client General Services indicated that it had to be this supplier, since other providers like Amazon could only receive packages from Amazon exclusively. In addition, the first year was free.		
	C.	. A framework agreement is in place Attached.	YES	
	d.	Market price. The price reflects current market value	YES	
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of package handling services.	YES	
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market. This supplier is used exclusively for General Services in	NO	
	Cor g.	rporate. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES	
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES	

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SAINSEL is the subcontractor that has designed, developed and manufactured switchboard prototypes for the F110. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
This contractual lock-in is clear, as the design and manufacture are handled by SAINSEL, and they must be the ones to implement the necessary modifications to comply with the original contract in place.
Short text for the order items:
 SWITCHBOARD DESIGN CHANGE OF32466_OFE_01_ED_5 (SALES PROPOSAL TOOLING DESIGN STRESS TESTING
MARKET/PROPOSING DEPARTMENT:
Vertical market

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Country Manager										
Corporate General Management										
X Other: Naval and L	X Other: Naval and Land Systems									
AUTHORISING BODY AN	D DATE OF	AUTHO	RISAT	TION:						
Vertical market committee/Geography/Date: Industry and Consumption / Spain /										
Tendering Committee	Tendering Committee: [+ratification by Management Committee/CEO] / Date:									
Management Commit	tee/Date:		_							
X Other/Date:										
ORDER 4300336686 ²										
Order application 1101812	Order application 1101812694 – pos. 10 – authorised by:									
Project Manager: 0)4/12/2024									
Order application 1101812	Order application 1101812702 – pos. 10 – authorised by:									
Project Manager: 04/12/2024										
Order application 1101819	Order application 1101819573 – pos. 10 – authorised by:									
Project Manager: 2	25/12/2024									
Order authorised by:										
Procurement Purchaser/Manager: 10/01/2025										
Procurement Manager by category: 14/01/2025										
(ESTIMATED) DATE OF THE TRANSACTION:										
x Contract signing date	: 14/01/2025	;								
Date tender awarded:										
Date of effect/service	commencem	nent:								
Other										
TRANSACTION VALUE/A	MOUNT ³ :									
X Price: €9,883.10										
carrying amount	of the	asset	or	liability	transferred	or	acquired:			
Other re	elevant		indica	tors	or		factors			

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

 X Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation X Direct negotiation 	oaπy snarenoiders -See appendix- j.	
Competitive transaction	X Ordinary course of business transaction	
	Market price: Tendering through the procurement portal, subject to standardised reg	ulation
X Direct negotiation	Competitive transaction	
	X Direct negotiation	

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

Other:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
	I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the owing Section II	NO
II.	In t	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		The design and development of these units is the responsibility of the supplier SAINSEL, who manufactured the units delivered under the Technology Programme within the F110 Project. In order to manufacture the series (5 frigate contract), relevant modifications must be made to the designs in order to meet the client's requirements, which in turn affects the associated documentation and subsequent manufacturing.	
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of services	YES
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SAINSEL is the subcontractor that has designed, developed and manufactured switchboard prototypes for the F110. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
This contractual lock-in is clear, as the design and manufacture are handled by SAINSEL, and they must be the ones to implement the necessary modifications to comply with the original contract in place.
Short text for the order item:
- DESIGN REQ IP53 RWPDB F110-TESTS IP53
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

	Corporate General Management
Χ	Other: Engineering and Technology
AUTH	HORISING BODY AND DATE OF AUTHORISATION:
\	/ertical market committee/Geography/Date: Industry and Consumption / Spain /
Т	Tendering Committee: [+ratification by Management Committee/CEO] / Date:
N	Management Committee/Date:
X	Other/Date:
ORDE	ER 4300337888 ²
Order	application 1101818311 – authorised by:
	Project Manager: 19/12/2024
	Head of Global Market / Role: 19/12/2024
Order	authorised by:
	Procurement Purchaser/Manager: 10/01/2025
	Procurement Manager by category: 14/01/2025
(ESTI	MATED) DATE OF THE TRANSACTION:
x (Contract signing date: 14/01/2025
	Date tender awarded:
	Date of effect/service commencement:
	Other
TRAN	ISACTION VALUE/AMOUNT ³ :
X	Price: €17,985.00
c	carrying amount of the asset or liability transferred or acquired:
	Other relevant indicators or factors

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -**See appendix**-].

 $^{^{2}}$ The personal data relating to managers has been deleted for data protection purposes.

³ This value may be subject to change if the contract is awarded.

X Ordinary course of business transaction	
Market price: Tendering through the procurement portal, subject to standardised regula	ition
Competitive transaction	
X Direct negotiation	
Other:	

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	TITIVE PROCESS (YES/NO)
OOM: L	THIVE PROCESS (TES/NO)
NB: if th	e answer is yes, there is no need to fill out point II.
In the e	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
l	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these sircumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the owing Section II	NO
II.	ln 1	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		The design and development of these units is the responsibility of the supplier SAINSEL, who manufactured the units delivered under the Technology Programme within the F110 Project. In order to manufacture the series (5 frigate contract), relevant modifications must be made to the designs in order to meet the client's requirements, which in turn affects the associated documentation and subsequent manufacturing.	
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of services	YES
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

and is conducted at market prices

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest: ¹
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SAINSEL is the subcontractor that has designed, developed and manufactured switchboard prototypes for the F110. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
This contractual lock-in is clear, as the design and manufacture are handled by SAINSEL, and they must be the ones to implement the necessary modifications to comply with the original contract in place.
Short text for the order item:
- MODIFICATION OF DESIGN OF UPA F110 SWITCHBOARD
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Corporate General Management					
X Other: Naval and Land Systems					
AUTHORISING BODY AND DATE OF AUTHORISATION:					
Vertical market committee/Geography/Date: Industry and Consumption / Spain /					
Tendering Committee: [+ratification by Management Committee/CEO] / Date:					
Management Committee/Date:					
X Other/Date:					
ORDER 4300337889 ²					
Order application 1101819233 – authorised by:					
Project Manager: 19/12/2024					
Additional signature: 19/12/2024					
Order authorised by:					
Procurement Purchaser/Manager: 10/01/2025					
Procurement Manager by category: 14/01/2025					
(ESTIMATED) DATE OF THE TRANSACTION:					
x Contract signing date: 14/01/2025					
Date tender awarded:					
Date of effect/service commencement:					
Other					
TRANSACTION VALUE/AMOUNT ³ :					
X Price: €2,688.60					
carrying amount of the asset or liability transferred or acqu	uired:				
Other relevant indicators or fa	ctors				
					

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

party snarenouers - see appendix -j.
X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
Competitive transaction
X Direct negotiation

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

Other:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

l.	COMPETITIVE PROCESS (YES/NO)			
	NB: if the	answer is yes, there is no need to fill out point II.		
II.	In the event of NO COMPETITION:			
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)		
	II.b.	Other markets (including Defence in the case of non-audited contracts).		
	Do any of these circumstances apply?			
	11.1	 b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO) 		
	11.1	 b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO) 		
	II.I	b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)		
	II.I	b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)		
		the answer is yes, please provide a brief description and evidence of these cumstances arising in the contract subject to approval		

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II		
II.	In t	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		The design and development of these units is the responsibility of the supplier SAINSEL, who manufactured the units delivered under the Technology Programme within the F110 Project. In order to manufacture the series (5 frigate contract), relevant modifications must be made to the designs in order to meet the client's requirements, which in turn affects the associated documentation and subsequent manufacturing.	
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of services	YES
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
V Other:

Purpose: SL/OF32401/OFE/01 Ed.7.

F110 switchboard design change for Indra

SAINSEL is the subcontractor that has designed, developed and manufactured switchboard prototypes for the F110. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.

This contractual lock-in is clear, as the design and manufacture are handled by SAINSEL, and they must be the ones to implement the necessary modifications to comply with the original contract in place.

Short text for the order item:

- SWITCHBOARD DESIGN CHANGE REWPDB F110

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

μαιι	y Shareholders - See appendix-j.
Χ	Ordinary course of business transaction
	Market price: Tendering through the procurement portal, subject to standardised regulation
	Competitive transaction
Χ	Direct negotiation
	Other:

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	TITIVE PROCESS (YES/NO)
OOM: L	THIVE PROCESS (TES/NO)
NB: if th	e answer is yes, there is no need to fill out point II.
In the e	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
l	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these sircumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

1.	No	MPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the owing Section II	NO
II.	In t	he event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		The design and development of these units is the responsibility of the supplier SAINSEL, who manufactured the units delivered under the Technology Programme within the F110 Project. In order to manufacture the series (5 frigate contract), relevant modifications must be made to the designs in order to meet the client's requirements, which in turn affects the associated documentation and subsequent manufacturing.	
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of services	YES
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

and is conducted at market prices

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:	
X SEPI Group	
SAPA Group	
PRISA Group	
ESCRIBANO Group	
Company in which Indra holds a stake and in which a related party has an interest:	
	
NATURE OF THE TRANSACTION:	
Service agreement	
Works contract	
Supply contract	
M&A transaction	
Sale and purchase	
Financial transaction	

Purpose: SL/OF32466/OFE/01 Ed.5.

New IP53 requirement for F110 switchboards for Indra

SAINSEL is the subcontractor that has designed, developed and manufactured switchboard prototypes for the F110. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.

This contractual lock-in is clear, as the design and manufacture are handled by SAINSEL, and they must be the ones to implement the necessary modifications to comply with the original contract in place.

Short text for the order item:

- DESIGN REQUIREMENT IP53 RWPDB F110

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Engineering and Technology
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4300337506 ²
Order application 1101816252 – authorised by:
Project Manager: 15/12/2024
Order authorised by:
Procurement Purchaser/Manager: 10/01/2025
Procurement Manager by category: 14/01/2025
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 14/01/2025
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ³ :
X Price: €8,375.20
carrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors
°

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

pan	ry snarenolders -See appendix-j.
Χ	Ordinary course of business transaction
	Market price: Tendering through the procurement portal, subject to standardised regulation
	Competitive transaction
Χ	Direct negotiation
	Other:

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
	I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II					
II.	In t	he event of NO COMPETITION:				
	a.	The supplier has been authorised	YES			
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO			
		The design and development of these units is the responsibility of the supplier SAINSEL, who manufactured the units delivered under the Technology Programme within the F110 Project. In order to manufacture the series (5 frigate contract), relevant modifications must be made to the designs in order to meet the client's requirements, which in turn affects the associated documentation and subsequent manufacturing.				
	c. A framework agreement is in place					
	d.	Market price. The price reflects current market value	YES			
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Provision of services	YES			
	f.	Defence Market: is the contract subject to Cost Auditing?	NO			
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES			
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES			

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: EMPRESA DE TRANSFORMACION AGRARIA, S.A., S.M.E., M.P. and TECNOLOGÍAS Y SERVICIOS AGRARIOS, S.A., S.M.E., M.P. (TRAGSA GROUP) **MOC Code: APTRAGRO00** Please also select the relevant option: X SEPI Group SAPA Group PRISA Group **ESCRIBANO** Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE TRANSACTION:** X Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: ____ Purpose: engagement of services for the renewal and expansion of products, as well as the contracting of administration services, technical support, maintenance and development services for the platforms of the manufacturer UiPath for Tragsa Group. This notice is intended to bring the matter into compliance. MARKET/PROPOSING DEPARTMENT: Χ Vertical market Public Administrations (ISTI) Country Manager____ Corporate General Management_____ Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

	Vertical mar	ket committee	/Geogra	phy/Date	: Publi	ic Adminis	trations / Spain	l	
	Tendering C	Committee: [+ra	atification	n by Man	ageme	ent Commi	ttee/CEO] / Da	ite:	
	Managemer	nt Committee/[Date:		_				
Х	Other/Date:	Account mai	nager						
(EST	IMATED) D	ATE OF THE	TRANSA	ACTION:					
Х	Contract siç	gning date: 14	/01/2025	;					
Х	Date tende	r awarded: 03/	12/2024						
Χ	Date of effe	ect/service con	nmencer	ment: 17/	02/202	25			
	Other								
TRA	NSACTION	VALUE/AMO	UNT²:						
X		CONTRACT		T STAND	S AT	€291,929.4	46		
	carrying ———	amount of	the	asset	or	liability	transferred	or	acquired: ———
	Other	releva			or		transferred or	or	acquired:factors
JUS' the to party	Other TIFICATION ransaction is shareholde. Ordinary co	releval FOR THE TR fair and reasons -See apper purse of busine Tendering the transaction	ANSAC onable fr odix-].	TION: [in om the p	indicat	tors all informa		o assed the	factors

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

NB: if the answer is yes, there is no need to fill out point II.

II. In the event of NO COMPETITION:

I.

COMPETITIVE PROCESS YES

- II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
- II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these
circumstances arising in the contract subject to approval

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III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: CORREO EXPRESS PAQUETERIA URGENTE, S.A. SME

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: Package handling Indra BPO. These are the last invoices from this supplier, as the service is being transitioned to NACEX, where we have a greater volume of global logistics services with Minsait.
Short text for the order item:
- CORREO EXPRES
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Testing

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING	BODY A	ND DA	TE OF	AUTHO	RISA	TION:			
Vertical m	arket comr	nittee/0	Geogra	aphy/Date	e: Indu	stry and C	onsumption / S	pain /	
Tendering	Committe	e: [+rat	tificatio	n by Mar	nagem	ent Comm	ittee/CEO] / Da	ate:	
Managem	ent Comm	ittee/Da	ate:		_				
X Other/Da	te:								
ORDER 44000	85336 ²								
Order application	on 110181	9841 –	- autho	rised by:					
Project	: Manager:	07/01/	2025						
Order authorise	ed by:								
Procure	ement Pur	chaser/	/Mana(ger: 17/0	1/2025	5			
Procure	ement Mar	nager b	y cate	gory: 20/	01/202	25			
(ESTIMATED)	DATE OF	THE T	RANS	ACTION	:				
x Contract s	signing dat	e: 20/0	1/2025	5					
Date tende	er awarded	d:							
Date of eff	fect/service	e comn	nencer	nent:					
Other									
TRANSACTIO	N VALUE/	AMOU	NT³:						
X Price: €50	00.00								
carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
									· · · · · · · · · · · · · · · · · · ·
Other		relevar	nt		indica	ntors	or		factors
									
JUSTIFICATIO the transaction party sharehold	is fair and	reasor	nable f						
X Ordinary	course of b	ousines	ss trans	saction					
Market pri	ce: Tender	ring thre	ough tl	he procui	remen	t portal, su	bject to standa	rdised	regulation

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

Competitive transaction
X Direct negotiation
Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
	I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	MPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the owing Section II	NO
II	In t	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO
		This year, the Q2 tendering plan includes a review of the service and consolidation with other courier/package handling services. The service is currently only provided for Indra BMB	
	C.	A framework agreement is in place A cost agreement is in place.	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Relates to provision of services and a review is planned in Q1 2025 along with Corporate Courier Services.	YES
	f.	Defence Market: is the contract subject to Cost Auditing? Provides a service to INDRA BMB, which falls under Minsait. The latest order from this supplier was 7218, which was in 2016.	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
MOC Code: 184862024
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
X Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Extension of Licences for the IMPLEMENTATION AND MANAGEMENT OF SOFTWARE LICENCES AND ASSETS (SAM SERVICE) – LOTS 1 and 2 (Code 141342021) in number and in function (Licences for additional Assets, Licences for SAP and other useful concepts, SaaS, Snow license Intelligence)
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other

AUTHORISING BODY AND DATE OF AUTHORISATION:

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

	Vertical market committee/Geography/Date: Industry and Consumption / Spain /									
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:									
	Manageme	ent Commi	ttee/Da	te:						
X	Other/Dat ewed by Co		rdance	with p	oolicies, t	his is	approved b	y the SIA Mar	ket Ma	nager (not
(ES	TIMATED)	DATE OF	THE TE	RANS	ACTION	:				
Χ	Contract	signing dat	e: 21/01	1/202	5					
	Date tende	er awarded	:							
	Date of eff	ect/service	comme	encer	ment:					
	Other									
TR	ANSACTIO	N VALUE/	AMOUN	NT2:						
Χ	Price: €67	7,418.20								
	carrying	amaunt	- 4				P - L 204 -	4		acquired:
		amount	of	the	asset	or	liability	transferred	or	
		amount	OI 	the	asset	or	abi ty 	transferred	Or ———	
	Other		relevant		asset	indica		transferred or	Or ———	factors
					asset				or 	·
					asset				Or	·
the	Other	N FOR TH	elevant	NSAC able f	CTION: [ii	indica	ators		o asse	factors
the	Other STIFICATIO transaction ty sharehold	N FOR TH	relevant	NSAC able f	CTION: [ii	indica	ators	or or ation required to	o asse	factors
the par	Other STIFICATIO transaction ty sharehold Ordinary	N FOR TH is fair and ders -See a	E TRAI	NSAC able f ix-].	CTION: [ii from the p	indica	ators all informa	or or ation required to	o asse d the r	factors factors
the par	Other STIFICATIO transaction ty sharehold Ordinary Market prid	N FOR TH is fair and ders -See a course of b	relevant IE TRAI reason ppendi ousiness ing thro tion: Pu	NSAC able f ix-]. s trans	CTION: [ii from the µ saction he procui	indica	ators all information of the street of the	or ation required to be company an	o asse d the r	factors factors ss whether non-related regulation
the par	Other STIFICATIO transaction ty sharehold Ordinary Market prid	IN FOR TH is fair and lers -See a course of b ce: Tender ve transac	relevant IE TRAI reason ppendi ousiness ing thro tion: Pu	NSAC able f ix-]. s trans	CTION: [ii from the µ saction he procui	indica	ators all information of the street of the	or ation required to be company an	o asse d the r	factors ss whether non-related regulation
the par	Other STIFICATIO transaction ty sharehold Ordinary Market pric	IN FOR TH is fair and lers -See a course of b ce: Tender ve transac	relevant IE TRAI reason ppendi ousiness ing thro tion: Pu	NSAC able f ix-]. s trans	CTION: [ii from the µ saction he procui	indica	ators all information of the street of the	or ation required to be company an	o asse d the r	factors ss whether non-related regulation

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPETITIVE PROCESS (YES)	

NB: if the answer is yes, there is no need to fill out point II.

- **II.** In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence indication identified in the contract subject to approval	∍ of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	DMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

• VES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: CORREOS TELECOM, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: connectivity to Dark Fibre over two networks (RUTA 1 and RUTA 2) for the 2025-2028 period (36 months). Part of SOLSIG Project by SIA (SOLAAS PKI company). Negotiations were held with Correos Telecom, as the previous contract was also signed with them (order 4300274878)
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
X Other: Cybersecurity
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4300339640 ²
Order application 1101831574 – authorised by:
Project Manager: 30/01/2025
Market Manager/Indra Market Manager: 30/01/2025
Market control: 30/01/2025
Order authorised by:
Procurement Purchaser/Manager: 05/02/2025
Procurement Manager by category: 05/02/2025
(ESTIMATED) DATE OF THE TRANSACTION:
Contract signing date:
Date tender awarded:
Date of effect/service commencement:
X Other
TRANSACTION VALUE/AMOUNT³: X Price: €154,464.48 Carrying amount of the asset or liability transferred or acquired:
X Price: €154,464.48
X Price: €154,464.48 □ carrying amount of the asset or liability transferred or acquired: □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □
X Price: €154,464.48 carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related
X Price: €154,464.48 carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors
X Price: €154,464.48 ☐ carrying amount of the asset or liability transferred or acquired: ☐ Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction
X Price: €154,464.48 □ carrying amount of the asset or liability transferred or acquired: □ Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X X Ordinary course of business transaction □ Market price: Tendering through the procurement portal, subject to standardised regulation □ Competitive transaction
X Price: €154,464.48

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (YES/NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS ote: If the answer is affirmative, it is not necessary to complete the lowing Section II	NO
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	YES
		FO connectivity offer, ITX-1EQM2 v2	
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser Three-year contract. Client procured services for 2022-2025, which is now renewed until 2028.	YES
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: T3XNV22106 V00 A18 and following extensions
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose : resolving incidents related to the S-80 submarine simulator.
MARKET/PROPOSING DEPARTMENT:
X Vertical market BU Aftermarket
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Simulation/Spain/17.09.2024

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Tendering Committee: [+ratification by Management Committee/CEO] / Date:	
Management Committee/Date:	
Other/Date:	
(ESTIMATED) DATE OF THE TRANSACTION:	
X Contract signing date: 05/03/2025	
Date tender awarded:	
Date of effect/service commencement:	
Other	
TRANSACTION VALUE/AMOUNT ² :	
X Price: €54,200. Procurement limit, for which approval has been requested. If exceeded, new approval will be requested.	this is
carrying amount of the asset or liability transferred or acc	quired:
Other relevant indicators or f	actors
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess w the transaction is fair and reasonable from the point of view of the company and the non-party shareholders -See appendix-].	
X Ordinary course of business transaction	
Market price: Tendering through the procurement portal, subject to standardised regu	lation
Competitive transaction	
X Direct negotiation	
Other:	
CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:	

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION NO

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? YES
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Maintenance of the platform and tactical simulators for the S80 submarine was procured by Navantia via a direct tender process. Since the conclusion of this process, continual preventative maintenance and technical assistance has been provided, with dedicated on-site support in place. We are also being asked for specific remedies on demand, for which authorisation is being requested in this form.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS tee: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal de Participaciones Industriales
MOC Code: SEPSHR A01
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: A 12-month extension to the term of the current service contract for a software package and information systems relating to integrated human resources management for Sociedad Estatal de Participaciones Industriales (SEPI), associated with Lot 1 (Licences) and Lot 2 in relation to the Allocation of hours.
MARKET/PROPOSING DEPARTMENT:
X Vertical market INDUSTRY AND CONSUMPTION
Country Manager
Corporate General Management
Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

V						TION:			
X	Vertical m	narket com	mittee/Geo	raphy/Da	te: Ind	ustry and 0	Consumption / S	Spain	1
	Tendering	Committee	e: [+ratificat	on by Ma	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Manageme	ent Commi	ittee/Date: _						
	Other/Date	∋:							
(ES	TIMATED)	DATE OF	THE TRAN	SACTION	l:				
Χ	Contract	signing dat	te: 20/03/20	25					
	Date tende	er awarded	l :						
Χ	Date of ef	fect/servic	e commenc	ement: 23	3/03/20	25			
	Other								
TRA	ANSACTIO	N VALUE/	AMOUNT ² :						
Χ	Price: €37	7,203							
	carrying	amount	of the	asset	or	liability	transferred	or	acquired:
	Other	I	relevant		indica	ators	or		factors
		N 505 TI		071011		u · . c			
the	transaction	is fair and	reasonable				ation required to ne company an		
part	y sharehold	lers - See a	appendix-].						
			oueineee tra	nsaction					
X	Ordinary of	course of t	Jusii iess ii a						
X					remen	t portal, su	bject to standa	rdised	regulation
X		ce: Tender	ing through		remen	t portal, su	bject to standa	rdised	regulation
X	Market prid	ce: Tender ve transact	ing through		remen	t portal, su	bject to standa	rdised	regulation
X	Market prid	ce: Tender ve transact	ing through		remen	t portal, su	bject to standa	rdised	regulation

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

YES – There was a competitive process in which we were awarded the contract for this service.

- **II.** In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

A 12-month extension to the term of the current service contract for a software package and information systems relating to integrated human resources management for Sociedad Estatal de Participaciones Industriales (SEPI), associated with Lot 1 (Licences) and Lot 2 in relation to the Allocation of hours.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices	
If applicable, provide a brief description and supporting evidence of	the
indication identified in the contract subject to approval	

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: BID No.: SL/OF32205/OFE/01 0119610303200 TOOLING TESTING
SAINSEL is the subcontractor that designed, developed and manufactured switchboard prototypes relating to the Technology Programme for the F110 Project.
Prior to manufacturing the series (5 frigate contract), relevant modifications must be made to the designs, in order to meet the client's requirements. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
This order relates to: Tooling / Testing.
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

	Corporate General M	lanagement					
X	Other: Engineering	and Technology					
AUTH	ORISING BODY AND	DATE OF AUTH	IORISA	TION:			
V	ertical market commit	tee/Geography/Da	ate: Indu	ıstry and C	onsumption / S	pain /	
T	endering Committee:	[+ratification by M	anagem	nent Comm	ittee/CEO] / Da	ate:	<u>.</u>
N	lanagement Committe	e/Date:					
X	Other/Date:						
ORDE	R 4200603668 ²						
Order	application 16000675	30 – authorised b	y:				
	Project Manager: 14	/03/2025					
	Additional signature	: 17/03/2025					
	Production Centre M	lanufacturing Mai	nager: 1	7/03/2025			
Order	authorised by:						
	Procurement Purcha	aser/Manager: 21	/03/2025	5			
	Procurement Manag	jer by category: 2	1/03/202	25			
(ESTII	MATED) DATE OF TH	IE TRANSACTIO	N:				
X	Contract signing date:	21/03/2025					
	ate tender awarded:						
	ate of effect/service c	ommencement:					
C	ther						
TRAN	SACTION VALUE/AN	IOUNT³:					
Х	Price: €1,842.00						
С	arrying amount	of the asse	t or	liability	transferred	or	acquired:
c	ther rel	evant	indica	ators	or		factors

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

part	y shareholders -See appendix-].
Χ	Ordinary course of business transaction
	Market price: Tendering through the procurement portal, subject to standardised regulation
	Competitive transaction
Χ	Direct negotiation
	Other:

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

	001405	TITIVE DD00500 (V50/N0)
I.		ETITIVE PROCESS (YES/NO)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	any of these circumstances apply?
	I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	NO
II.	In t	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	YES
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	NO
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: T3XNV22106 A07
Please also select the relevant option:
x SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
NATURE OF THE TRANSACTION: Service agreement
Service agreement
Service agreement Works contract
Service agreement Works contract x Supply contract
Service agreement Works contract Supply contract M&A transaction
Service agreement Works contract X Supply contract M&A transaction Sale and purchase

Purpose: Maintenance for the S80 platform and tactical simulators for 2025 to 2028. This transaction was approved in June 2023 for a fixed amount of €346,000 and annual work allocations of up to €125,000, for a 7.5-year term. As such, approval was requested for a total of €1.5M. The scope (excluding the service for remediating obsolescence issues), the price and the term – which is reduced from 7.5 years to 4 years – are now being modified.

- Q1 2025, including initial obsolescence report: €57,350
- Rest of 2025 (9 months, without update of obsolescence report): €148,000
- 2026: €211,500
- 2027: €217,850
- 2028: €224,370

Additionally, we are being asked to include a limit of liability (which, if unused, will not be drawn upon) for software corrective maintenance and upgrades.

• Allocation for remediation (annual): €100K

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

• Allocation for upgrades and remediation of defects (annual): €100K

MARKET/PROPOSING DEPARTMENT:
x Vertical market – Simulation
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
x Vertical market committee/Geography/Date: Aftermarket / Spain / 13/11/2024
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
Other/Date:
(ESTIMATED) TRANSACTION DATE:
x Contract signing date:
First maintenance: 24/03/2025
Second maintenance: 26/05/2025
Third maintenance: 10/07/2025
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ² :
x Price:
First maintenance: €57,350
Second maintenance: €32,889
Third maintenance: €16,444
carrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors
Other relevant indicators or factors

² This value may be subject to change if the contract is awarded.

ne transaction is fair and reasonable from the point of view of the company and the non-related arty shareholders -See appendix-].
X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
Competitive transaction:
x Direct negotiation.
Other

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPETITION (NO)	

NB: if the answer is yes, there is no need to fill out point II.

- **II.** In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are

provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NONrelated parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices (YES/NO)

applic idicatio	•		-	supporting proval	evidence	of	the

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	ln ¹	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place.	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms

or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose:
SAINSEL is the subcontractor that designed, developed and manufactured switchboard prototypes relating to the Technology Programme for the F110 Project.
Prior to manufacturing the series (5 frigate contract), relevant modifications must be made to the designs, in order to meet the client's requirements. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
This order relates to: NEW COMPLETIONS FOR UAR, UPA AND CESM
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., TESS Defence, S.A. and EPICOM

X Other: Naval Systems
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4300342893 ²
Order application 1101850733 – authorised by:
Project Manager: 20/03/2025
Order authorised by:
Procurement Purchaser/Manager: 27/03/2025
Procurement Manager by category: 28/03/2025
(ESTIMATED) DATE OF THE TRANSACTION: X Contract signing date: 28/03/2025
Date tender awarded:
Date of effect/service commencement:
Other: order authorisation –
TRANSACTION VALUE/AMOUNT ³ :
X Price: €562.00
carrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].

² The personal data relating to managers has been deleted for data protection purposes.

³ This value may be subject to change if the contract is awarded.

Χ	Ordinary course of business transaction
	Market price: Tendering through the procurement portal, subject to standardised regulation
Χ	Competitive transaction
	Direct negotiation
	Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	TITIVE PROCESS (YES/NO)
OOM: L	THIVE PROCESS (TES/NO)
NB: if th	e answer is yes, there is no need to fill out point II.
In the e	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
l	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these sircumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	DMPETITIVE PROCESS ote: If the answer is affirmative, it is not necessary to complete the lowing Section II	NO
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	YES
	C.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	NO
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SL/OF32401/OFE/01 Ed.7.
SAINSEL is the subcontractor that designed, developed and manufactured switchboard prototypes relating to the Technology Programme for the F110 Project.
Prior to manufacturing the series (5 frigate contract), relevant modifications must be made to the designs, in order to meet the client's requirements. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
This order relates to:
 NEW SHOCK ABSORBER KIT UPA PROTOTYPE NEW COMPLETIONS FOR UAR, UPA AND CESM
MARKET/PROPOSING DEPARTMENT:
Vertical market

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Country Manager
Corporate General Management
X Other: Naval Systems
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4300343359 ²
Order application 1101853143 – authorised by:
Project Manager:- 26/03/2025
Order authorised by:
Procurement Purchaser/Manager:- 03/04/2025
Procurement Manager by category:- 03/04/2025
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 03/04/2025
Date tender awarded:
Date of effect/service commencement:
Other: order authorisation
TRANSACTION VALUE/AMOUNT ³ :
X Price: €3,912.33
carrying amount of the asset or liability transferred or acquired:
Other relevant indicators or factors

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

party STI	arenoiders - See appendix-j.
X Or	dinary course of business transaction
Ma	rket price: Tendering through the procurement portal, subject to standardised regulation
Cor	mpetitive transaction
X Dir	rect negotiation
Oth	ner:

JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	TITIVE PROCESS (YES/NO)
	NB: if the	e answer is yes, there is no need to fill out point II.
II.	In the ev	rent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	ny of these circumstances apply?
	II	 b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II	 b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	II	.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	II	.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		the answer is yes, please provide a brief description and evidence of these ircumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence indication identified in the contract subject to approval	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

(In this scenario, an independent expert opinion will be mandatory for submission to the $\ensuremath{\mathsf{ACC}}$)

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II					
II.	In the event of NO COMPETITION:					
	a.	The supplier has been authorised	YES			
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	YES			
	C.	A framework agreement is in place	NO			
	d.	Market price. The price reflects current market value	YES			
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	NO			
	f.	Defence Market: is the contract subject to Cost Auditing?	NO			
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES			
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES			

CONCLUSION

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: CORREOS EXPRESS PAQUETERÍA URGENTE, S.A., S.M.E. MOC Code: 150682021 A02 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE TRANSACTION:** X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Professional services for the integration, protection and access management of the Bizneo application in Okta. The original tender was an open process and was awarded to SIA in 2022 under transaction number 150682021 **MARKET/PROPOSING DEPARTMENT:** Х Vertical market - SIA Public Administrations Country Manager Corporate General Management Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

	THORISING									
	Vertical m	arket comn	nittee/Ge	ograp	hy/Date	e: Pub	lic Adminis	trations / Spair	n /	
	Tendering	Committee	e: [+ratific	cation	by Mar	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Managem	ent Commi	ttee/Date	e:		_				
Χ	Other/Da	te: Sales D	epartmer	nt						
(ES	TIMATED)	DATE OF	THE TRA	ANSA	CTION	:				
	Contract s	signing date	: 14/04/2	2025						
	Date tend	er awarded	:							
	Date of ef	fect/service	commer	nceme	ent:					
	Other:									
TRA	ANSACTIO	N VALUE/A	AMOUNT	Γ ² :						
Χ	Price: €1	,500								
	carrying	amount	of tl	he	asset	or	liability	transferred	or	acquired:
	ourrying	amount	01 (
										· · · · · · · · · · · · · · · · · · ·
	Other		elevant			indica	ators	or		factors
						indica	ators	or		factors
						indica	ators	or		factors
	Other	r	relevant							
the	Other STIFICATIO transaction	n ON FOR TH	relevant	SAC1	ΓΙΟΝ: [i	nclude	all informa	or ation required to the company an		ess whether
the	Other STIFICATIO transaction	on FOR TH	relevant	SAC1	ΓΙΟΝ: [i	nclude	all informa	ation required t		ess whether
the	Other STIFICATIO transaction y sharehold	n ON FOR TH	E TRAN	SAC1	ΓΙΟΝ: [i.	nclude	all informa	ation required t		ess whether
the part	Other STIFICATIO transaction y sharehold Ordinary	ON FOR TH is fair and ders -See a	relevant E TRAN: reasonal ppendix ousiness	SACI ble fro	ΓΙΟΝ: [ii om the μ	nclude point o	all informa f view of th	ation required t	d the	ess whether non-related
the part	Other STIFICATIO transaction y sharehold Ordinary Market pri	ON FOR TH is fair and ders -See a	relevant TE TRAN reasonal ppendix business	SACI ble fro	ΓΙΟΝ: [ii om the μ	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
the part	Other STIFICATIO transaction y sharehold Ordinary Market pri	ON FOR TH is fair and ders -See a course of b ce: Tenderi	relevant TE TRAN reasonal ppendix business	SACI ble fro	ΓΙΟΝ: [ii om the μ	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
the part	Other STIFICATIO transaction y sharehold Ordinary Market pri Competitiv	ON FOR TH is fair and ders -See a course of b ce: Tenderi	relevant TE TRAN reasonal ppendix business	SACI ble fro	ΓΙΟΝ: [ii om the μ	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

II. In the event of NO COMPETITION:

II.a.Defence Market: is the contract subject to Cost Auditing? YES/NO

II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO):

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Extension of bid 150682021, as reported by the ACC on 22 April 2024, for the technological upgrade of the identity management system across various entities within the Correos group, which also constitutes an extension of the term of a contract already awarded to SIA in 2022 via a competitive process. This bid covers additional services not included in the original bid.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices: YES/NO)

conducted at market prices. TEO/NO)
If applicable provide a brief decoration and approximation avidence of the
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS It is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: C3ESP04916 V00 A25
Please also select the relevant option:
X SEPI Group
SAPA Group
AMBER Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Offer to replace Heading Repeaters with new units, in the Bridge of the Turia Minesweeper (a ship where Indra has historically maintained the electronic systems for the Navy).
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Defence / Spain / 12/02/2024

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

	Tendering	Committe	e: [+ra	tificatio	n by Mar	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Manageme	ent Comm	ittee/D	ate:		_				
	Other/Date	e:								
(ES	TIMATED)	DATE OF	THE T	RANS	ACTION	•				
Х	Contract s	igning da	te: 22/0	04/2025	5					
	Date tende	er awarde	d:							
	Date of eff	ect/servic	e comn	nencer	nent:					
	Other									
TRA	ANSACTIO	VALUE	/AMOU	JNT²:						
Χ	Price: €21	,546.90								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
										
	Other		relevar	nt		indica	ators	 Or		factors
	Other		relevar	nt		indica	ators	or		factors
	Other		relevar	nt		indica	ntors	or		factors
	Other		relevar	nt		indica	ators	or		factors
the	STIFICATIO	N FOR TI	HE TRA	ANSAC		nclude	all informa	or ation required to be company an		ess whether
the	STIFICATIO transaction y sharehold	N FOR TI is fair and lers -See	HE TRA I reaso append	ANSAC nable f dix-].	rom the p	nclude	all informa	ntion required t		ess whether
the part	STIFICATIO transaction y sharehold Ordinary o	N FOR TI is fair and lers - See course of	HE TRA I reaso append busines	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ntion required t	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary o	N FOR TI is fair and lers -See course of ce: Tende	HE TRA I reason append busines	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary o	N FOR TI is fair and lers -See course of ce: Tende	HE TRA I reason append busines	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related
the part	STIFICATIO transaction y sharehold Ordinary of Market prior	N FOR TI is fair and lers -See course of ce: Tende	HE TRA I reason append busines	ANSAC nable f dix-].	rom the p	nclude point o	all informa f view of th	ntion required to be company an	d the	ess whether non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (/NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Point II.b.3 is applicable, because although this is a Navantia service, the cost arrangement is honoured along with the GM% applicable to contracts with the same scope (naval maintenance) for the end user, i.e. the Armed Forces (this is subject to audit; additionally, the Armed Forces are not considered to be a related party).

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SL/OF32466/OFE/01 Ed.5
SAINSEL is the subcontractor that has designed, developed and manufactured switchboard prototypes for the F110. These units are installed in the IFF, REW, CESM and IRST systems. SAINSEL has submitted its bids as a bundle, but since they relate to several projects and each project pays its proportional share, the procurement lots are issued progressively as the work is carried out.
Updates to CESM documents and plans
SWITCHBOARD PROVIDED BY THE SUPPLIER.
- DESIGN REQUIREMENT IP53 CESM F110
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

X Other: Naval Systems
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4300344818 ²
Order application 1101859253 – authorised by:
Project Manager:– 10/04/2025
Order authorised by:
Procurement Purchaser/Manager:- 23/04/2025
Procurement Manager by category:– 23/04/2025
(ESTIMATED) DATE OF THE TRANSACTION:
X Contract signing date: 23/04/2025
Date tender awarded:
Date of effect/service commencement:
Other: order authorisation –
TRANSACTION VALUE/AMOUNT ³ :
X Price: €1,440.20
carrying amount of the asset or liability transferred or acquired
Other relevant indicators or factors
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether
the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].
X Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation

² The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

Χ	Competitive transaction
	Direct negotiation
	Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	TITIVE PROCESS (YES/NO)
OOM: L	THIVE PROCESS (TES/NO)
NB: if th	e answer is yes, there is no need to fill out point II.
In the e	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
l	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these sircumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS to the state of the state	NO
II.	In	n the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	YES
	c.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	NO
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAES S.A. SUBMARINE ELECTRICS
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: SAES ref. 63-015575-A0
It is the designated supplier for the repair of these units.
Short text for the order items:
- SPU PN A-8-0033-A0 SN 003
MARKET/PROPOSING DEPARTMENT:
Vertical market
Country Manager
Corporate General Management
Y Other: Airhorne Platforms

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:						
Vertical market committee/Geography/Date: Industry and Co	onsumption / Spai	n /				
Tendering Committee: [+ratification by Management Committee/CEO] / Date:						
Management Committee/Date:						
X Other/Date:						
Order 4300344713 ²						
Order application 1101858740 – authorised by:						
Project Manager: 09/04/2025						
Order authorised by:						
Procurement Purchaser/Manager: 29/04/2025						
Procurement Manager by category: 29/04/2025						
(ESTIMATED) DATE OF THE TRANSACTION:						
X Contract signing date: 29/04/2025						
Date tender awarded:						
Date of effect/service commencement:						
Other:						
TRANSACTION VALUE/AMOUNT ³ :						
X Price: €3,800.00						
carrying amount of the asset or liability	transferred o	r acquired:				
Other relevant indicators	or	factors				
JUSTIFICATION FOR THE TRANSACTION: [include all informa						
the transaction is fair and reasonable from the point of view of th party shareholders -See appendix-].	e company and tr	ie non-related				
X Ordinary course of business transaction						
Market price: Tendering through the procurement portal, sub	oject to standardis	ed regulation				
Competitive transaction						
X Direct negotiation						
						

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

Utner:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPET	ITIVE PROCESS (YES/NO)
	NB: if the	answer is yes, there is no need to fill out point II.
II.	In the eve	ent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do an	y of these circumstances apply?
	II.k	 n.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II.k	 5.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	II.k	c.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products of services to other clients who are NOT considered related parties (YES/NO)
	II.k	o.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		he answer is yes, please provide a brief description and evidence of these cumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS to the state of the state	NO
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	YES
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	YES
	c.	A framework agreement is in place	NO
	d.	Market price. The price reflects current market value	YES
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	NO
	f.	Defence Market: is the contract subject to Cost Auditing?	NO
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal de Participaciones Industriales (SEPI)
MOC Code: 4SEP08 (a)
Please also select the relevant option:
x SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
x Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: First one-year extension of the service agreement for maintaining local network electronics installed at Sociedad Estatal de Participaciones Industriales (SEPI).
FILE LIC -20240009SEPI
MARKET/PROPOSING DEPARTMENT:
X Vertical market ICA SISTEMAS Y SEGURIDAD, S.L.U. / INDUSTRY
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date: Market manager (due to amount, not reviewed by committee)

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

(ESTIMATED) DATE	OF THE 1	TRANS	ACTION	:				
x Contract signin	g date: 13/0	05/2025	5					
Date tender aw	arded:							
Date of effect/so	ervice comr	mencer	ment:					
Other								
TRANSACTION VA								
x Price: €6,820, €	excluding V	AT						
carrying amo	ount of	the	asset	or	liability	transferred	or	acquired:
								· · · · · · · · · · · · · · · · · · ·
Other	releva	nt		indica	ntors	or		factors
JUSTIFICATION FO the transaction is fail party shareholders -	r and reaso	nable f						
x Ordinary course	e of busines	ss trans	saction					
Market price: Te	endering thr	rough t	he procui	remen	t portal, su	bject to standa	rdised	regulation
Competitive train	nsaction							
x Direct negotiati	on							
Other:								
CONCL	IISION OE	TUE ^	HDITING	AND	COMPLIA	NCE COMMIT	TEE:	

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

This is a 12-month extension of the contract signed with SEPI, following the corresponding competitive process for the maintenance of the local network electronics installed at Sociedad Estatal de Participaciones Industriales (SEPI), File LIC-20240009SEPI, formalised in May 2024, and now submitted for approval in this session.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A., S.M.E MOC Code: APAMDES010 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE OPERATION:** X | Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Mandatory extension of the service agreement for support, maintenance and upgrades, and design and development of the new systems/applications within the document management functional domain. **MARKET/PROPOSING DEPARTMENT:** Vertical market - Public Administrations (ISTI) Х Country Manager_____ Corporate General Management_____ Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

ΑU	THORISING BODY AND DATE OF AUTHORISATION:
	Vertical market committee/Geography/Date: Industry and Consumption / Spain /
	Tendering Committee: /date:
	Management Committee/Date:
	Other/Date:
(ES	STIMATED) DATE OF THE TRANSACTION:
X	Contract signing date: 13/05/2025
	Date tender awarded:
	Date of effect/service commencement:
	Other:
TR	ANSACTION VALUE/AMOUNT:
Χ	Price: €270,336
	carrying amount of the asset or liability transferred or acquired
	-
	Other relevant indicators or factors
	STIFICATION FOR THE TRANSACTION. Finally do all information required to appear whather
the	STIFICATION FOR THE TRANSACTION: [include all information required to assess whethe transaction is fair and reasonable from the point of view of the company and the non-related
pai	ty shareholders -See appendix-].
Х	Ordinary course of business transaction
	Market price: Tendering through the procurement portal, subject to standardised regulation
X	Competitive transaction
	Direct negotiation
	Other:

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMP	ETITIVE PROCESS (YES)
	NB: if t	he answer is yes, there is no need to fill out point II.
II.	In the e	event of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do	any of these circumstances apply?
		II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
		II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
		II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
		II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option:	
X SEPI Group	
SAPA Group	
PRISA Group	
ESCRIBANO Group	
Company in which Indra holds a	stake and in which a related party has an interest:1
	<u></u>
NATURE OF THE TRANSACTION:	
Service agreement	
Works contract	
Supply contract	
M&A transaction	
Sale and purchase	
Financial transaction	
X Other:	
Purpose: SL/OF32401/OFE/01 Ed.7	
DESIGN CHANGE TO THE SWITCH NEW SHOCK REQUIREMENT	BOARD PROVIDED BY THE SUPPLIER TO MEET THE
Short text for the order items:	
UPDATE OF ASSOCIATED ENEW SHOCK ABSORBER KINEW SEALS FOR CESMSWITCHBOARD REDESIGN	
MARKET/PROPOSING DEPARTMEN	T:
Vertical market	
Country Manager	
Corporate General Manageme	nt
X Other: Naval Systems	

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Variable results a committee (Consumbly Date) Industry and Consumption / Conin /
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
Order 4300345956 ²
Order application 1101868163 – authorised by:
Project Manager:- 12/05/2025
Order authorised by:
Procurement Purchaser/Manager:- 14/05/2025
Procurement Manager by category:- 14/05/2025
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 14/05/2025
Date tender awarded:
Date of effect/service commencement:
Other:
TRANSACTION VALUE/AMOUNT ³ :
X Price: €6,596.93
X Price: €6,596.93 carrying amount of the asset or liability transferred or acquired:
carrying amount of the asset or liability transferred or acquired:
carrying amount of the asset or liability transferred or acquired:
Carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].
Carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction
Carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation
Carrying amount of the asset or liability transferred or acquired: Other relevant indicators or factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction

 $^{^2}$ The personal data relating to managers has been deleted for data protection purposes. 3 This value may be subject to change if the contract is awarded.

	Other:
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CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPE	TITIVE PROCESS (YES/NO)
NB: if th	e answer is yes, there is no need to fill out point II.
	L (NO COMPETITION
In the e	vent of NO COMPETITION:
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
II.b.	Other markets (including Defence in the case of non-audited contracts).
Do a	any of these circumstances apply?
I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
	f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval
	NB: if the

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II							
II.	In the event of NO COMPETITION:							
	a. The supplier has been authorised	YES						
	 Bids have been submitted and a competitive process has been created. If not, explain why. 	YES						
	We do not have any other bids, they are the ones who completed the design and must make the necessary adjustments							
	c. A framework agreement is in place	NO						
	d. Market price. The price reflects current market value	YES						
	 This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser No, this is an adjustment to the design or integration into the switchboards on the Frigates (F110) 	NO						
	f. Defence Market: is the contract subject to Cost Auditing?	NO						
	g. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES						
	h. The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES						

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal de Participaciones Industriales MOC Code: SEPS23 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group **ESCRIBANO** Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: _____ Purpose: An extension of the current contract to bring into compliance the procurement of uncommitted consumables made during the two-year term of the contract ending on 9 May 2025. The contract relates to the IT and telecommunications outsourcing service agreement for Sociedad estatal de participaciones industriales (SEPI), Lot 1, which we have been awarded. The initial contract, which was awarded via a competitive process, was reported by the ACC and approved by the Board of Directors in November 2022. MARKET/PROPOSING DEPARTMENT: Х Vertical market INDUSTRY AND CONSUMPTION Country Manager_____ Corporate General Management_____ Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

ΑU	HORISING	BODY A	אט טא	I E OF	AUTHO	KISA	HON:			
X	Vertical m	narket cor	nmittee	/Geogr	aphy/Da	te: Ind	ustry and (Consumption /	Spain	/
	Tendering	Committe	ee: [+ra	tificatio	n by Ma	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Managem	ent Comn	nittee/D	ate:		_				
	Other/Date	e:								
(ES	TIMATED)	DATE OF	THET	RANS	ACTION	l :				
Χ	Contract	signing da	ate: 19/0	05/202	5					
	Date tende	er awarde	ed:							
	Date of eff	fect/servio	ce comn	nencer	nent:					
	Other									
TRA	ANSACTIO	N VALUE	/AMOU	INT ² :						
Χ	Price: €15	5,069								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
								· · · · · · · · · · · · · · · · · · ·		
	Other		relevar	nt		indica	ators	or		factors
								ation required t he company an		
part	ty sharehold	ders - See	append	dix-].						
Х	Ordinary	course of	husine	ss tran	saction					
						romon	t nortal au	higgs to standa	rdiood	Irogulation
			_	ougn t	ne procu	remen	t portai, su	bject to standa	luiseu	regulation
	Competitiv	e transac	ction							
Χ	Direct nec	gotiation								
	Other:									

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

YES – There was a competitive process in which we were awarded the contract for this service.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

An extension of the current contract to bring into compliance the procurement of uncommitted consumables made during the two-year term of the contract ending on 9 May 2025. The contract relates to the IT and telecommunications outsourcing service agreement for Sociedad estatal de participaciones industriales (SEPI), Lot 1, which we have been awarded.

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
 - III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
 - III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
 - III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting evidence of the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal de Participaciones Industriales
MOC Code: SEPPG1
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: A 12-month extension of the IT and telecommunications outsourcing service agreement for Sociedad estatal de participaciones industriales (SEPI), Lot 1, which we have been awarded. The initial contract, which was awarded via a competitive process, was reported by the ACC and approved by the Board of Directors in November 2022.
MARKET/PROPOSING DEPARTMENT:
X Vertical market INDUSTRY AND CONSUMPTION
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

	THORISING									
Χ	Vertical m	narket comi	mittee/	/Geogr	aphy/Da	te: Ind	ustry and C	Consumption / S	Spain	/
	Tendering	Committee	e: [+rat	tificatio	n by Ma	nagem	ent Comm	ittee/CEO] / Da	ate:	
	Managem	ent Commi	ttee/D	ate:		_				
	Other/Date	e:								
(ES	TIMATED)	DATE OF	THE T	RANS	ACTION	:				
Х	Contract	signing date	e: 19/0	5/2025	5					
	Date tende	er awarded	:							
	Date of eff	fect/service	comn	nencen	nent:					
	Other									
TRA		N VALUE/A	UOMA	NT ² :						
X	Price: €50	05,541.28								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
										
	Other		elevar	nt		indica	ators	or		factors
			elevar	nt		indica	ators	or		factors
			elevar	nt		indica	ators	or		factors
the	Other STIFICATIO transaction	n DN FOR TH	E TRA	ANSAC		nclude	all informa	or ation required to the company an		ess whether
the	Other STIFICATIO transaction y sharehold	n DN FOR TH is fair and	E TRA reason	ANSAC nable f	rom the	nclude	all informa	ation required to		ess whether
the part	Other STIFICATIO transaction y sharehold Ordinary	ON FOR TH is fair and ders -See a	E TRA reason ppend usines	ANSAC nable f dix-].	saction	nclude point o	e all informa of view of th	ation required to	d the	ess whether non-related
the part	Other STIFICATIO transaction y sharehold Ordinary Market pri	ON FOR TH is fair and ders -See a	E TRA reason ppend usines	ANSAC nable f dix-].	saction	nclude point o	e all informa of view of th	ation required to	d the	ess whether non-related
the part	Other STIFICATIO transaction y sharehold Ordinary Market pri	DN FOR TH is fair and ders -See a course of b ce: Tenderi	E TRA reason ppend usines	ANSAC nable f dix-].	saction	nclude point o	e all informa of view of th	ation required to	d the	ess whether non-related
x	Other STIFICATIO transaction y sharehold Ordinary Market pric	DN FOR TH is fair and ders -See a course of b ce: Tenderi	E TRA reason ppend usines	ANSAC nable f dix-].	saction	nclude point o	e all informa of view of th	ation required to	d the	ess whether non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

YES – There was a competitive process in which we were awarded the contract for this service.

- **II.** In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

A 12-month extension to the agreement signed with SEPI; following the corresponding competitive process, with the aim of providing cross-functional services in the areas of microcomputing, local network, top level support, application maintenance and development of new applications (CPV 72000000-5), management services relating to IT (CPV 72510000-3) and software maintenance for information technology (CPV 72267100-0).

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS to the state of the state	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other: ORDER
Purpose: SL/OF32205/OFE/01 Ed.5
This order is an extension of two previous orders 4200501634/10 and 4200502921/20.
F110 switchboard production for Indra. Supply of switchboards and design changes to UDA and UPA switchboards.
Short text for the order items:
 SUB//REWPDB_0119610303200 SUB//REWPDB_0119610303200 SUB//REWPDB_0119610303200 SUB//REWPDB_0119610303200 0119610303200 FULLY SUBCONTRACTED
MARKET/PROPOSING DEPARTMENT:
Vertical market

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Country Manager
Corporate General Management
X Other: Industrial and Engineering & Technology
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
Order 4200607924 ²
Order application 1600067344 – pos. 10 – authorised by:
Project Manager:- 10/03/2025
Production Centre Manufacturing Manager: 10/03/2025
Order application 1600067345 – pos. 10 – authorised by:
Project Manager:- 11/03/2025
Production Centre Manufacturing Manager: 11/03/2025
Order application 1600067346 – pos. 10 – authorised by:
Project Manager: J – 11/03/2025
Production Centre Manufacturing Manager: - 11/03/2025
Order application 1600067357 – pos. 10 – authorised by:
Project Manager:- 10/03/2025
Production Centre Manufacturing Manager: - 10/03/2025
Order application 1600067995 – pos. 10 – authorised by:
Project Manager:- 11/04/2025
Additional signature:– 12/04/2025
Production Centre Manufacturing Manager: - 13/04/2025
Order authorised by:
Procurement Purchaser/Manager:- 14/05/2025
Procurement Manager by category:- 14/05/2025
Manager by Global category:– 14/05/2025
Manager by Management Category:- 20/05/2025

² The personal data relating to managers has been deleted for data protection purposes.

(ES	TIMATED)	DATE O	F THE T	RANS	ACTION	:				
Χ	Contract	signing d	ate: 20/0)5/202	5					
	Date tende	er awarde	ed:							
	Date of eff	fect/servi	ce comn	nencer	nent:					
	Other: ord	er author	isation -	-						
	ANSACTIO			NT³:						
X	Price: €38	36,380.00)							
	carrying	amount	t of	the	asset	or	liability	transferred	or	acquired:
	Other		relevar	nt		indica	itors	or		factors
		· · · · · · · · · · · · · · · · · · ·								
the		is fair an	d reaso	nable f				ation required to ne company an		
X	Ordinary	course of	fbusines	ss tran	saction					
	Market pri	ce: Tend	ering thr	ough t	he procur	emen	t portal, su	bject to standa	rdised	regulation
	Competitiv	/e transa	ction							
Χ	Direct ne	gotiation								
	Other:									

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

³ This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

l.	COMPETITIVE PROCESS (YES/NO)							
	NB: if the	answer is yes, there is no need to fill out point II.						
II.	In the eve	ent of NO COMPETITION:						
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)						
	II.b.	Other markets (including Defence in the case of non-audited contracts).						
	Do ar	ny of these circumstances apply?						
	11.1	 b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO) 						
	11.1	 b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO) 						
	II.I	b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)						
	II.I	b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)						
		the answer is yes, please provide a brief description and evidence of these cumstances arising in the contract subject to approval						

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are

provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

f application	-		•	supporting proval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II						
II.	ln 1	In the event of NO COMPETITION:					
	a.	The supplier has been authorised	YES				
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO				
		Bid SL_OF32205_OFE_01_Ed_5					
	C.	A framework agreement is in place	NO				
	d.	Market price. The price reflects current market value	YES				
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser PRODUCT RENEWAL. The units have been modified to meet the client's requirements	YES				
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	NO				
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES				
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES				

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Correos Express Paquetería Urgente, S.A., S.M.E.

MOC Code: Extension to bid 150682021 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group **ESCRIBANO** Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: _____ Purpose: Integration into the SailPoint IIQ identity management system of a connector for email attributes of the CEX identities in the Cloud Bizneo application. The original tender was an open process and was awarded to SIA in 2022 under transaction number 150682021 MARKET/PROPOSING DEPARTMENT: Х Vertical market - SIA Public Administrations Country Manager____ Corporate General Management Other

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

AU ⁻	HORISING BODY AND DATE OF AUTHORISATION:							
	Vertical market committee/Geography/Date: Public Administrations / Spain /							
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:							
	Management Committee/Date:							
Χ	Other/Date: Sales Department							
(ES	TIMATED) DATE OF THE TRANSACTION:							
Χ	Contract signing date: 30/05/2025							
	Date tender awarded:							
	Date of effect/service commencement:							
	Other:							
TRA	INSACTION VALUE/AMOUNT ² :							
Χ	Price: €31,473.93							
	carrying amount of the asset or liability transferred or acquired:							
	Other relevant indicators or factors							
	TIFICATION FOR THE TRANSACTION: [include all information required to assess whether transaction is fair and reasonable from the point of view of the company and the non-related							
part	y shareholders -See appendix-].							
Х	Ordinary course of business transaction							
	Market price. Lendering through the procurement portal subject to standardised regulation							
	Market price: Tendering through the procurement portal, subject to standardised regulation							
Ш	Competitive transaction							
X								
X	Competitive transaction							

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a.Defence Market: is the contract subject to Cost Auditing? YES/NO
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO):

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Extension of bid 150682021, as reported by the ACC on 22 April 2024, for the technological upgrade of the identity management system across various entities within the Correos group, which also constitutes an extension of the term of a contract already awarded to SIA in 2022 via a competitive process. This bid covers additional services not included in the original bid.

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)

- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices: YES/NO)

conducted at market prices: YES/NO)	
If applicable, provide a brief description and supporting evidence of indication identified in the contract subject to approval	f the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II				
II.	In	the event of NO COMPETITION:				
	a.	The supplier has been authorised	(YES/NO)			
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)			
	C.	A framework agreement is in place	(YES/NO)			
	d.	Market price. The price reflects current market value	(YES/NO)			
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)			
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)			
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)			
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)			

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: CORREOS TELECOM, S.A., S.M.E.
MOC Code: 150682021 A04
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Professional services for the integration, protection and access management of the Exaccta application in Okta.
The original tender was an open process and was awarded to SIA in 2022 under transaction number 150682021
MARKET/PROPOSING DEPARTMENT:
X Vertical market - SIA Public Administrations
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

AUTHO	RISING	BODY A	ND DA	TE OF	AUTHO	RISA	TION:			
Ve	ertical ma	arket com	mittee/0	Geogra	phy/Dat	e: Pub	lic Adminis	trations / Spai	n /	
Te	ndering	Committe	e: [+rat	tificatio	n by Ma	nagem	ent Comm	ittee/CEO] / D	ate:	
Ma	anageme	ent Comm	ittee/Da	ate:		_				
X O	ther/Dat	e: Sales [Departn	nent						
(ESTIM	ATED) I	DATE OF	THE T	RANS	ACTION	:				
X C	ontract s	signing da	te: 02/0	06/202	5					
Da	ite tende	er awarde	d:							
Da	ite of eff	ect/servic	e comn	nencen	nent:					
Otl	her:									
TRANS	ACTION	N VALUE	AMOU	NT ² :						
X Pi	rice: €1,	743.01								
cai	rrying	amount	of	the	asset	or	liability	transferred	or	acquired:
Otl	her		relevar	nt		indica	ators	or		factors
		1 1 1 1 1 1 1								
JUSTIF	ICATIO	N FOR TI	HE TRA	NSAC	TION: [i	nclude	all informa	ation required	to asse	ess whether
the tran	saction		l reasoi	nable f				ne company ai		
party or	rai oriora	0,0 000	арропс	an j.						
ХО	rdinary o	course of	busines	ss trans	saction					
Ma	arket pric	e: Tende	ring thr	ough tl	ne procu	remen	t portal, su	bject to standa	ırdised	l regulation
Co	mpetitiv	e transac	tion							
X Di		otiotion								
	irect neg	Julialium								
Ou	irect neg her:	joliation								
		jouation								

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a.Defence Market: is the contract subject to Cost Auditing? YES/NO
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO):

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Extension of bid 150682021, as reported by the ACC on 22 April 2024, for the technological upgrade of the identity management system across various entities within the Correos group, which also constitutes an extension of the term of a contract already awarded to SIA in 2022 via a competitive process. This bid covers additional services not included in the original bid.

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)

- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices: YES/NO)

conducted at market prices: YES/NO)	
If applicable, provide a brief description and supporting evidence of indication identified in the contract subject to approval	f the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II							
II.	In the event of NO COMPETITION:							
	a. The supplier has been authorised							
	 Bids have been submitted and a competitive process has been created. If not, explain why. 							
	This is an extension to the project already awarded to SIA							
	c. A framework agreement is in place							
	d.	d. Market price. The price reflects current market value						
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)					
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)					
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)					
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)					

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Navantia, S.A., S.M.E.
MOC Code: ICNAVITO
Please also select the relevant option:
x SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
x Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Managed services for IT systems (ITO) with a three-year term and one possible one-year extension. We are currently providing this service, so this would entail a renewal from June 2025, including an additional scope to manage Cloud infrastructure.
MARKET/PROPOSING DEPARTMENT:
x Vertical market – Industry and Consumption – MIT
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
x Vertical market committee/Geography/Date: Industry and Consumption / Spain / 01.25
Tendering Committee: [+ratification by Management Committee/CEO] / Date:

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Management Committee/Date:
Other/Date:
(ESTIMATED) DATE OF THE TRANSACTION:
x Contract signing date: 04/06/2025
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ² :
x Price: €3,054,059.07
NB: This amount is not committed and refers to the maximum budget available.
carrying amount of the asset or liability transferred or acquired
Other relevant indicators o
Other relevant indicators o factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether
Other relevant indicators o factors
Other relevant indicators of factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related
Other relevant indicators of factors
Other relevant indicators of factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whethee the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction
Other relevant indicators of factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whethee the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation X Competitive transaction: Published on the Public Sector Procurement Platform or
Other relevant indicators of factors JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-]. X Ordinary course of business transaction Market price: Tendering through the procurement portal, subject to standardised regulation X Competitive transaction: Published on the Public Sector Procurement Platform or 27/01/2025

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	ETITIVE PROCESS (YES)
	NB: if th	ne answer is yes, there is no need to fill out point II.
II.	In the e	vent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	any of these circumstances apply?
		I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II							
II.	In	the event of NO COMPETITION:							
	a.	The supplier has been authorised	(YES/NO)						
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)						
	C.	A framework agreement is in place	(YES/NO)						
	d.	Market price. The price reflects current market value	(YES/NO)						
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)						
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)						
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)						
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)						

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SOCIEDAD ESTATAL CORREOS Y TELÉGRAFOS S.A, S.M.E. **MOC Code: APAMDES026** Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: X Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Development, upgrades and maintenance services set out in the commercial functional domain. MARKET/PROPOSING DEPARTMENT: Х Vertical market Public Administrations (ISTI) Country Manager_ Corporate General Management_____ Other **AUTHORISING BODY AND DATE OF AUTHORISATION:**

X Vertical market committee/Geography/Date: Public Administrations / Spain / 13/03/2025

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

					10111 0011111	nittee/CEO] / D	atc. i	0/03/2023
Managem	ent Committee/D	ate:		_				
Other/Dat	e:							
(ESTIMATED)	DATE OF THE 1	RANS.	ACTION	:				
x Contract	signing date: 09/0	06/2025	5					
Date tend	er awarded:							
Date of ef	fect/service comr	nencen	nent:					
Other								
TRANSACTIO	N VALUE/AMOL	JNT²:						
x Price: €2,	964,637.34.							
carrying	amount of	the	asset	or	liability	transferred	or	acquired:
								
Other	releva	nt		indica	tors	or		factors
Other	releva	nt		indica	tors	or	· · · · · · · · · · · · · · · · · · ·	factors
Other	releva	nt		indica	tors	or		factors
Other	releva	nt 		indica	tors	or		factors
JUSTIFICATIO	ON FOR THE TRA	ANSAC	TION: [ii	nclude	all informa	ation required to		ess whether
JUSTIFICATIO the transaction		ANSAC nable fi	TION: [ii	nclude	all informa	ation required to		ess whether
JUSTIFICATION the transaction party sharehold	ON FOR THE TRA	ANSAC nable fi dix-].	FTION: [in	nclude	all informa	ation required to		ess whether
JUSTIFICATION the transaction party sharehold x	ON FOR THE TRA is fair and reaso ders -See appen course of busines	ANSAC nable fi dix-].	ETION: [in	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUSTIFICATION the transaction party sharehold with the transaction party sharehold wi	ON FOR THE TRA is fair and reaso ders -See appen course of busines ice: Tendering the	ANSAC nable fi dix-].	ETION: [in	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUSTIFICATION the transaction party sharehold with the transaction with the transaction party sharehold with the transacti	ON FOR THE TRA is fair and reaso ders -See appen course of busines ice: Tendering the	ANSAC nable fi dix-].	ETION: [in	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUSTIFICATION the transaction party sharehold in the shar	ON FOR THE TRA is fair and reaso ders -See appen course of busines ice: Tendering the	ANSAC nable fi dix-].	ETION: [in	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related
JUSTIFICATION the transaction party sharehold with the transaction with the transaction party sharehold with the transacti	ON FOR THE TRA is fair and reaso ders -See appen course of busines ice: Tendering the	ANSAC nable fi dix-].	ETION: [in	nclude point o	all informa f view of th	ation required to	d the	ess whether non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPETITIVE PROCESS YES
	NB: if the answer is yes, there is no need to fill out point II.
II.	In the event of NO COMPETITION:
	II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO) NOT APPLICABLE
	II.b. Other markets (including Defence in the case of non-audited contracts).
	Do any of these circumstances apply?
	II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO) NOT APPLICABLE
	II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO) NOT APPLICABLE
	II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO) NOT APPLICABLE
	II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO) NOT APPLICABLE
	If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are

provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO) NOT APPLICABLE
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO) NOT APPLICABLE
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin) (YES/NO) NOT APPLICABLE
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices NOT APPLICABLE

	•	f description tract subject		evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.		COMPETITIVE PROCESS NB: if the answer is yes, there is no need to fill out point II. YES (YES/No				
II.	In t	In the event of NO COMPETITION:				
	a.	The supplier has been authorised	(YES/NO)			
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)			
	C.	A framework agreement is in place	(YES/NO)			
	d.	Market price. The price reflects current market value	(YES/NO)			
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)			
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)			
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)			
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)			

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Correos Express Paquetería Urgemte, S.A., S.M.E.					
MOC Code: 150682021 A05					
Please also select the relevant option:					
X SEPI Group					
SAPA Group					
PRISA Group					
ESCRIBANO Group					
Company in which Indra holds a stake and in which a related party has an interest:1					
					
NATURE OF THE TRANSACTION:					
X Service agreement					
Works contract					
Supply contract					
M&A transaction					
Sale and purchase					
Financial transaction					
Other:					
Purpose: Integrating Multifactor Authentication (MFA) into Citrix Netscaler systems/applications and Windows Remote Desktop access into domain controllers, within the Access Control corporate platform for the Post Office (Correos), based on the Okta solution.					
The original tender was an open process and was awarded to SIA in 2022 under transaction number 150682021					
MARKET/PROPOSING DEPARTMENT:					
X Vertical market - SIA Public Administrations					
Country Manager					
Corporate General Management					
Other					

 $^{^{\}rm 1}$ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

	THORISING	BODY AN	ID DATE O	/F AUTHO		i iOiv.			
	Vertical market committee/Geography/Date: Public Administrations / Spain /								
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:								
	Manageme	ent Commi	ttee/Date: _	······································					
X	Other/Dat	e: Sales D	epartment						
(ES	TIMATED)	DATE OF	THE TRAN	SACTION	l:				
X	Contract	signing dat	e: 16/06/20	25					
	Date tende	er awarded	:						
	Date of eff	ect/service	commence	ement:					
	Other:								
TRA	ANSACTIO	N VALUE/A	AMOUNT ² :						
X	Price: €14	,935.50							
	carrying	amount	of the	asset	or	liability	transferred	or	acquired:
	Other	r	elevant		indica	itors	or		factors
	STIFICATIO	N FOR TH		CTION: [i	include	all informa	ation required to	o asse	ess whether
uic			reasonable	from the			ne company an		non-related
		is fair and		from the					non-related
pan	transaction ty shareholo	is fair and Iers -See a	ppendix-].						non-related
	transaction ty sharehold	is fair and lers - See a course of b	ppendix-]. Jusiness tra	nsaction	point o	f view of th	ne company an	d the	
pan	transaction ty sharehold Ordinary o	is fair and ders -See a course of b ce: Tenderi	ppendix-]. business training through	nsaction	point o	f view of th		d the	
pan	transaction ty sharehold Ordinary of Market prio	is fair and lers -See a course of b ce: Tenderi	ppendix-]. business training through	nsaction	point o	f view of th	ne company an	d the	
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pan	transaction ty sharehold Ordinary of Market prio	is fair and lers -See a course of b ce: Tenderi	ppendix-]. business training through	nsaction	point o	f view of th	ne company an	d the	

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (NO)

NB: if the answer is yes, there is no need to fill out point II.

II. In the event of NO COMPETITION:

II.a.Defence Market: is the contract subject to Cost Auditing? YES/NO

II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO):

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

Extension of bid 150682021, as reported by the ACC on 22 April 2024, for the technological upgrade of the identity management system across various entities within the Correos group, which also constitutes an extension of the term of a contract already awarded to SIA in 2022 via a competitive process. This bid covers additional services not included in the original bid.

- III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:
 - III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)

- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the

transaction forms part of the ordinary course of business and i conducted at market prices: (YES/NO)
If applicable, provide a brief description and supporting evidence of th indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II			
II.	In	the event of NO COMPETITION:		
	a.	The supplier has been authorised	(YES/NO)	
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)	
	C.	A framework agreement is in place	(YES/NO)	
	d.	Market price. The price reflects current market value	(YES/NO)	
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)	
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)	
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)	
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)	

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
MOC Code: 191192025
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Renewal of the electronic signature service that SIA currently provides to NAVANTIA under the conditions of the offer "120622022 v2.1 Signature Service Renewal". The request is for the service to be extended for three more years.
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

AUTHORISING BODY AND DATE OF AUTHORISATION:					
Vertical market committee/Geography/Date: Industry and Consumption / Spain /					
Tendering Committee: [+ratification by Management Committee/CEO] / Date:					
Management Committee/Date:					
X Other/Date: Not reviewed by Committee as it was approved in accordance with policies, by the SIA Market Manager.					
(ESTIMATED) DATE OF THE TRANSACTION:					
X Contract signing date: 17/06/2025					
Date tender awarded:					
Date of effect/service commencement:					
Other					
TRANSACTION VALUE/AMOUNT ² : X Price: €138,150					
carrying amount of the asset or liability transferred or acquired:					
Other relevant indicators or factors					
JUSTIFICATION FOR THE TRANSACTION: [include all information required to assess whether the transaction is fair and reasonable from the point of view of the company and the non-related party shareholders -See appendix-].					
X Ordinary course of business transaction					
Market price: Tendering through the procurement portal, subject to standardised regulation					
X Competitive transaction					
Direct negotiation					

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

COMPETITIVE PROCESS YES							
NB: if th	e answer is yes, there is no need to fill out point II.						
In the e	vent of NO COMPETITION:						
II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)						
II.b.	Other markets (including Defence in the case of non-audited contracts).						
Do a	any of these circumstances apply?						
I	I.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)						
I	I.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)						
I	I.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)						
I	I.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)						
	f the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval						
	NB: if the						

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS te: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: SAINSEL SISTEMAS NAVALES, S.A.

Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
X Other:
Purpose: PN 0119610500240. Associated order 4200480283/20
Project: UAR_RADAR SUPPLY UNIT
PN 0119620606700. Associated order 4200480283/10 (2 units) + 4200518040/10/20 (3 units)
Project: IFF (UPA_POWER PROTECTION UNIT)
BID: SL/OF32205/OFE/01 Ed.5
Short text for the order items:
- 0119610500240 SUB_UAR - 0119620606700 SUB_UPA
MARKET/PROPOSING DEPARTMENT:
Vertical market

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

Country Manager
Corporate General Management
X Other: Industrial and Engineering & Technology
AUTHORISING BODY AND DATE OF AUTHORISATION:
Vertical market committee/Geography/Date: Industry and Consumption / Spain /
Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
X Other/Date:
ORDER 4200617849 ²
Order application 1600068824 – pos. 10 – authorised by:
Project Manager:- 22/05/2025
Additional signature:– 23/05/2025
Production Centre Manufacturing Manager:– 24/05/2025
Order application 1600068960 – pos. 10 – authorised by:
Project Manager:- 29/05/2025
Additional signature:– 29/05/2025
Production Centre Manufacturing Manager:– 29/05/2025
Order application 1600068964 – pos. 10 – authorised by:
Project Manager:- 02/06/2025
Additional signature:– 02/06/2025
Production Centre Manufacturing Manager:– 02/06/2025
Order authorised by:
Procurement Purchaser/Manager:- 01/07/2025
Procurement Manager by category:- 02/07/2025
Manager by Global category:– 03/07/2025
(ESTIMATED) DATE OF THE TRANSACTION:
X Contract signing date: 03/07/2025
Date tender awarded:
Date of effect/service commencement:
Other:

² The personal data relating to managers has been deleted for data protection purposes.

TRANSACTIO	N VALUE/	AMOU	INT ³ :						
X Price: €1	54,258.00								
carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
Other	r	elevar	nt		indica	itors	or		factors
JUSTIFICATION the transaction party sharehold	is fair and	reaso	nable f						
X Ordinary	course of b	ousines	ss tran	saction					
Market pri	ice: Tenderi	ing thr	ough t	ne procur	emen	t portal, su	bject to standa	rdised	regulation
Competiti	ve transacti	on							
X Direct ne	gotiation								
Other:									

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

3

³ This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I.	COMPE	TITIVE PROCESS (YES/NO)
	NB: if th	e answer is yes, there is no need to fill out point II.
II.	In the ev	rent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do a	ny of these circumstances apply?
	II	 b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II	 b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	II	.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
	II	.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		the answer is yes, please provide a brief description and evidence of these ircumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

If applicable, provide a brief description and supporting indication identified in the contract subject to approval	evidence	of	the

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II						
II.	In the event of NO COMPETITION:							
	a.	The supplier has been authorised	YES					
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	NO					
		SL_OF32205_OFE_01_Ed_5						
	C.	A framework agreement is in place	NO					
	d.	Market price. The price reflects current market value	YES					
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser PRODUCT RENEWAL. The units have been modified to meet the client's requirements	YES					
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	NO					
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	YES					
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	YES					

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A., S.M.E **MOC Code: APAMDES013** Please also select the relevant option: X SEPI Group SAPA Group PRISA Group ESCRIBANO Group Company in which Indra holds a stake and in which a related party has an interest:1 **NATURE OF THE OPERATION:** X | Service agreement Works contract Supply contract M&A transaction Sale and purchase Financial transaction Other: Purpose: Mandatory extension of the service agreement for support, maintenance and upgrades, and design and development of the new systems/applications within the digital channels functional domain. MARKET/PROPOSING DEPARTMENT: Vertical market - Public Administrations (ISTI) Χ Country Manager___ Corporate General Management Other **AUTHORISING BODY AND DATE OF AUTHORISATION:** Vertical market committee/Geography/Date: Public Administrations / Spain

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Tenderin	ng Committee	e: /dat	e:						
Manager	ment Commi	ttee/D	ate:		_				
Other/Da	ate:								
(ESTIMATED) DATE OF	THE T	RANS	ACTION	:				
X Contrac	t signing dat	e: 08 /0	07/202	5					
Date ten	der awarded	l:							
Date of e	effect/service	comn	nencen	nent:					
Other:									
TRANSACTIO	ON VALUE/	AMOU	INT:						
X Price: €	887,040								
		of	the	asset	or	liability	transferred	or	acquired:
carrying	amount	Oi							
carrying	amount	———							
carrying		relevar			indica	ators	or		factors
Other	ION FOR TH	relevar	nt ANSAC nable fi		nclude	all informa	or ation required to be company an		ess whether
JUSTIFICATI the transactio party shareho	ION FOR TH	relevar	ANSAC nable fi	rom the p	nclude	all informa	ation required to		ess whether
Other JUSTIFICATI the transactio party shareho x Ordinary	ION FOR TH on is fair and olders -See a	relevar	ANSAC nable fi dix-].	rom the p	nclude point c	e all informa of view of th	ation required to	d the	ess whether non-related
Other JUSTIFICATI the transactio party shareho X Ordinary Market p	ION FOR TH on is fair and olders -See a	relevan	ANSAC nable fi dix-].	rom the p	nclude point c	e all informa of view of th	ation required to	d the	ess whether non-related
Other JUSTIFICATI the transactio party shareho X Ordinary Market p X Compet	ION FOR TH on is fair and olders -See a course of b orice: Tender	relevan	ANSAC nable fi dix-].	rom the p	nclude point c	e all informa of view of th	ation required to	d the	ess whether non-related
Other JUSTIFICATI the transactio party shareho X Ordinary Market p X Compet	ION FOR THe price of both course of both crice: Tender titive transac	relevan	ANSAC nable fi dix-].	rom the p	nclude point c	e all informa of view of th	ation required to	d the	ess whether non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

l.	COMPET	TITIVE PROCESS (YES)
	NB: if the	e answer is yes, there is no need to fill out point II.
II.	In the eve	ent of NO COMPETITION:
	II.a.	Defence Market: is the contract subject to Cost Auditing? (YES/NO)
	II.b.	Other markets (including Defence in the case of non-audited contracts).
	Do aı	ny of these circumstances apply?
	II.	 b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
	II.	 b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
	II.	b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products of services to other clients who are NOT considered related parties (YES/NO)
	II.	b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)
		the answer is yes, please provide a brief description and evidence of these rcumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

conducted at market prices
If applicable, provide a brief description and supporting evidence of the
indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

l.	No	OMPETITIVE PROCESS tee: If the answer is affirmative, it is not necessary to complete the lowing Section II	(YES/NO)
II.	In	the event of NO COMPETITION:	
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: NAVANTIA, S.A., S.M.E.
MOC Code: A4XNV19127 V01 A01
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Teaching of the "ESM and COMSM Passive Electronic Countermeasures (Pegaso) operation course" within the framework of the Spanish Navy's submarine programme. The course must cover all features of the Indra unit installed on board.
MARKET/PROPOSING DEPARTMENT:
X Vertical market
Country Manager
Corporate General Management
Other
AUTHORISING BODY AND DATE OF AUTHORISATION:
X Vertical market committee/Geography/Date: Industry and Consumption / Spain /

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

Tendering Committee: [+ratification by Management Committee/CEO] / Date:
Management Committee/Date:
Other/Date:
(ESTIMATED) DATE OF THE TRANSACTION:
X Contract signing date: 10/07/2025
Date tender awarded:
Date of effect/service commencement:
Other
TRANSACTION VALUE/AMOUNT ² :
X Price: €132,000.
carrying amount of the asset or liability transferred or acquired:
Other relevant figures or parameters
JUSTIFICATION FOR THE TRANSACTION:
In order to ensure optimal operability, the newly appointed crews of the S80 submarines will require additional training, to provide them with an in-depth understanding of all the features and capabilities of the Indra system installed on board.
x Ordinary course of business transaction
Market price: Tendering through the procurement portal, subject to standardised regulation
Competitive transaction
x Direct negotiation.
Other:

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION (NO)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION:
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process, (NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

The bid follows the same terms and conditions as for any other client, honouring the cost arrangement and the GM% applicable to contracts with the same scope.

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices (YES/NO)

, , ,
If applicable, provide a brief description and supporting evidence of the indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II						
II.	In	the event of NO COMPETITION:						
	a.	The supplier has been authorised	(YES/NO)					
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)					
	C.	A framework agreement is in place	(YES/NO)					
	d.	Market price. The price reflects current market value	(YES/NO)					
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)					
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)					
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)					
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)					

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Correos Express Paquetería Urgente, S.A., S.M.E.
MOC Code: 197232025
Please also select the relevant option:
X SEPI Group
SAPA Group
PRISA Group
ESCRIBANO Group
Company in which Indra holds a stake and in which a related party has an interest:1
NATURE OF THE TRANSACTION:
X Service agreement
Works contract
Supply contract
M&A transaction
Sale and purchase
Financial transaction
Other:
Purpose: Carrying out a series of security tests for Correos Express:1. Identification of attack area (visibility).2. Black box penetration testing.3. Source code auditing.
MARKET/PROPOSING DEPARTMENT:
X Vertical market - Minsait Cyber Public Administrations
Country Manager
Corporate General Management
Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L.; Tess Defence, S.A. and EPICOM, S.A.

	Vertical m	arket comr	mittee/G	3eogra	phy/Date	: Pub	lic Adminis	trations / Spair	ı /	
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:									
	Managem	ent Comm	ittee/Da	ite:		_				
X	Other/Da	te: Sales D	epartm	ent						
(ES	TIMATED)	DATE OF	THE T	RANS	ACTION					
	Contract s	igning date	e: 11/07	'/2025						
	Date tende	er awarded	d:							
	Date of eff	fect/service	e comm	encen	nent:					
	Other:									
TRA	ANSACTIO	N VALUE/	AMOUI	NT ² :						
Χ	Price: €14	4,935								
	carrying	amount	of	the	asset	or	liability	transferred	or	acquired:
	Other		relevan	t		indica	itors	or		factors
								ation required to		
the		is fair and	reason	nable fi				ation required to		
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the part	transaction ty sharehold Ordinary d Market pri	is fair and ders -See a course of b ce: Tender	reason append ousiness ring thro	nable fi l ix-]. s trans	rom the p	oint o	f view of th		d the	non-related
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x	transaction ty sharehold Ordinary of Market prince Competition	is fair and ders -See a course of b ce: Tender ve transact	reason append ousiness ring thro	nable fi l ix-]. s trans	rom the p	oint o	f view of th	ne company an	d the	non-related

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

² This value may be subject to change if the contract is awarded.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITION NO

NB: if the answer is yes, there is no need to fill out point II.

II. In the event of NO COMPETITION:

II.a.Defence Market: is the contract subject to Cost Auditing? NO

II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process **NO**
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process **NO**
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties **YES**
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties **NO**:

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices:

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices: YES/NO)

If applicable, provide a brief description and supporting evidence of the indication identified in the contract subject to approval

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II							
II.	In	In the event of NO COMPETITION:							
	a.	The supplier has been authorised	(YES/NO)						
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)						
	c.	A framework agreement is in place	(YES/NO)						
	d.	Market price. The price reflects current market value	(YES/NO)						
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)						
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)						
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)						
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices	(YES/NO)						

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.

AUDITING AND COMPLIANCE COMMITTEE REPORT ON RELATED-PARTY TRANSACTION

IDENTITY OF THE RELATED PARTY: Sociedad Estatal Correos y Telégrafos, S.A. S.M.E. MOC Code: 193132025 Please also select the relevant option: X SEPI Group SAPA Group PRISA Group **ESCRIBANO Group** Company in which Indra holds a stake and in which a related party has an interest:1 NATURE OF THE TRANSACTION: X Service agreement Works contract X Supply contract M&A transaction Sale and purchase Financial transaction Other: _____ Purpose: Procurement of a customer identity and access management service, including software acquisition (licences and associated support), configuration and start-up of the solution to improve the technology behind Correos ID, with the service in operation for three years. This bid replaces the bid with MOC code 180922024, which was rejected by Correos. MARKET/PROPOSING DEPARTMENT: Χ Vertical market - Public Administrations SIA Country Manager Corporate General Management_____ Other

¹ Inmize Capital, S.L.; Inmize Sistemas, S.L., Tess Defence, S.A. and EPICOM, S.A.

		_			01110	RISAT	1014.			
	Vertical ma	arket comm	nittee/Ge	ograph	ıy/Date	: Indu	stry and C	onsumption / S	spain /	
	Tendering Committee: [+ratification by Management Committee/CEO] / Date:									
	Manageme	ent Commit	ttee/Date	ə:		_				
X	Other/Dat	e: SIA Ten	dering C	ommitt	ee 14	/03/20	25			
(ES	TIMATED)	DATE OF	THE TR	ANSAC	CTION:					
Χ	Contract s	signing date	e: Estima	ated 11	/07/20:	25				
	Date tende	er awarded:	:							
	Date of eff	ect/service	comme	nceme	nt:					
	Other									
TR	ANSACTION	N VALUE/A	/MOUN	Γ ² :						
Χ	Price: €1,	633,038.48	}							
	carrying	amount	of t	he a	asset	or	liability	transferred	or	acquired:
	Other	r	elevant			indica	tors	or		factors
								ation required to		
the		is fair and	reasona	ble fror				ntion required to be company an		
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the part	transaction ty sharehold Ordinary of Market prio	is fair and lers -See appropriate of both ce: Tenderive transact	reasona ppendix usiness ing throu	ble fror t-]. transac gh the	n the p	ement	f view of th	e company an	d the	non-related

² This value may be subject to change if the contract is awarded.

CONCLUSION OF THE AUDITING AND COMPLIANCE COMMITTEE:

In view of the proposal put forward by the Proposing department, the resolution made by the authorising body and, where appropriate, the reports issued, the Committee considers that the transaction is fair and reasonable from the point of view of the Company and non-related party shareholders, on the basis of the items set out in the justification.

APPENDIX I

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS

I. COMPETITIVE PROCESS (YES)

NB: if the answer is yes, there is no need to fill out point II.

- II. In the event of NO COMPETITION: NOT APPLICABLE
 - II.a. Defence Market: is the contract subject to Cost Auditing? (YES/NO)
 - II.b. Other markets (including Defence in the case of non-audited contracts).

Do any of these circumstances apply?

- II.b.1. Renewal of the supply of a product and/or provision of a service where the contract was originally awarded through a competitive process (YES/NO)
- II.b.2. Supply of a product and/or provision of a service via an order placed by the client under a Framework Agreement originally awarded through a competitive process (YES/NO)
- II.b.3. The supply of a product and/or provision of a service covered by the contract, and the estimated gross margin at the tendering stage, is comparable to that of the supply or provision of the same products or services to other clients who are NOT considered related parties (YES/NO)
- II.b.4. For the resale of licences or similar arrangements, the scope of the contract is limited to acting solely as an intermediary between the related party and the licence provider, with no risk assumed by INDRA, and under margins comparable to those applied in similar transactions with NON-related parties (YES/NO)

If the answer is yes, please provide a brief description and evidence of these circumstances arising in the contract subject to approval

III. In the event of NO COMPETITION AND IN THE ABSENCE OF ANY of the objective circumstances described in section II, please confirm whether other indications are provided that the transaction forms part of the ordinary course of business and is conducted at market prices: **NOT APPLICABLE**

- III.a. The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed (YES/NO)
- III.b. The transaction price is based on external sources (including quotations, rates and regulated prices) independent of INDRA (YES/NO)
- III.c. The expected contract margin falls within the central interquartile range (50%) of margins observed for comparable transactions in the market over the most recent financial year, (excluding the top and bottom 25% of contracts by margin). (YES/NO)
- III.d. The market manager and the tender manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices

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Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the tender manager.

PARTIAL

When some indication referred to in section III is provided, duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NO

Where it has not been possible to identify any objective circumstance or indication as described above.

APPENDIX II

CRITERIA FOR EVALUATING MARKET PRICES IN RELATED-PARTY TRANSACTIONS INVOLVING THE PURCHASE OF GOODS AND/OR SERVICES

I.	No	COMPETITIVE PROCESS Note: If the answer is affirmative, it is not necessary to complete the following Section II	
II.	In the event of NO COMPETITION:		
	a.	The supplier has been authorised	(YES/NO)
	b.	Bids have been submitted and a competitive process has been created. If not, explain why.	(YES/NO)
	C.	A framework agreement is in place	(YES/NO)
	d.	Market price. The price reflects current market value	(YES/NO)
	e.	This concerns a product renewal and/or the provision of services. Clarification must be requested from the purchaser	(YES/NO)
	f.	Defence Market: is the contract subject to Cost Auditing? Clarification must be requested from the purchaser/market.	(YES/NO)
	g.	The same business management processes and approval controls established in the corporate systems for similar transactions with NON-related parties have been followed	(YES/NO)
	h.	The market manager and the order manager have certified that the transaction forms part of the ordinary course of business and is conducted at market prices.	(YES/NO)

Based on the foregoing, a transaction will be considered a market transaction:

YES

When it is awarded through a competitive process or when any of the objective circumstances outlined in section II occur, duly explained and evidenced by the procurement manager.

PARTIAL

When no indication referred to in section I and II is provided, but is duly justified by the tender manager and, where applicable, the market manager.

(In such cases, the request for an independent expert opinion may be considered, to confirm that under the given circumstances the transaction is at market terms or, alternatively, to confirm that there is no evidence that may call into question the transaction's market-based nature.)

NC

Where it has not been possible to identify any objective circumstance or indication as described above.