



ORYZON GENOMICS, S.A.

Pursuant to the provisions of article 227 of Law 6/2023, of 17 March, on Securities Markets and Investment Services, ORYZON GENOMICS, S.A. ("**ORYZON**" or the "**Company**") hereby gives notice of the following

OTHER RELEVANT INFORMATION

The Board of Directors of the Company has resolved to convene an **Extraordinary General Shareholders' Meeting to be held on second call, on February 28, 2025 at 11:30 hours**, at the offices of Gómez-Acebo & Pombo Abogados, located at Paseo de la Castellana, 216 (Torre Realía), 28046, Madrid, in the event that, due to not having reached the necessary quorum, said meeting cannot take place on first call at the same place and time on February 27, 2025.

The full text of the calling is attached hereto.

Likewise, the full text of the proposed resolutions and other documents related to the Extraordinary General Shareholders' Meeting will be available to the shareholders of the Company at the Company's registered office, as well as on the Company's website (www.oryzon.com).

Madrid, January 25, 2025



CALL OF THE 2025 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF ORYZON GENOMICS, S.A.

The Board of Directors of ORYZON GENOMICS, S.A. (the "**Company**") has agreed to call an Extraordinary General Shareholders' Meeting to **be held, foreseeably on second call, at 11:30 a.m. on February 28, 2025**, at the offices of Gómez-Acebo & Pombo Abogados, located at Paseo de la Castellana, 216 (Torre Realía), 28046, Madrid, in the event that, due to the failure to reach the required quorum, such meeting cannot be held on first call on February 27, 2025 at the same time.

The General Meeting will be held with the following

AGENDA

1. Appointment and re-election of directors.
 - 1.1. Re-election of Mr. Carlos Buesa as a director with the qualification of executive director.
 - 1.2. Re-election of Mr. Manuel López-Figueroa as a director with the qualification of independent director.
 - 1.3. Appointment of Mr. Konstantinos Alataris as a director with the qualification of independent director.
 - 1.4. Appointment of Mr. Luis Sánchez Quintana as a director with the qualification of independent director.
 - 1.5. Appointment of Ms. Montserrat Vendrell as a director with the qualification of independent director.
 - 1.6. Appointment of Mr. Pierre Beurang as a director with the qualification of independent director.
2. Approval of the issuance of convertible bonds into shares, excluding the pre-emptive subscription rights, under the financing agreement entered into with Nice & Green, SA, dated 20 November 2023.
3. Delegation to the Board of Directors of the power to increase the share capital in accordance with the terms of Article 297.1.b) of the Spanish Companies Act. Delegation for the exclusion of the pre-emptive subscription right in accordance with the provisions of Article 506 of the Spanish Companies Act.
4. Delegation to the Board of Directors of the power to issue fixed-income securities, preference shares or instruments of a similar nature (including promissory notes or warrants) convertible and/or exchangeable for shares of the Company. Establishment of criteria for determining the bases and methods of conversion and/or exchange and granting the Board of Directors the power to increase capital by the necessary amount, as well as to exclude the pre-emptive subscription rights of shareholders and holders of convertible securities.
5. Authorization to the Board of Directors for the acquisition of treasury shares, directly or, as the case may be, through affiliates of the Company.

6. Delegation of powers for the formalization, correction, registration, interpretation, development and execution of the resolutions adopted by the General Shareholders' Meeting.

Please be advised that a gift or present is planned for the attendance, proxy or remote voting carried out by shareholders at the 2025 Extraordinary General Shareholders' Meeting.

THE RIGHT TO REQUEST INFORMATION AND TO SUBMIT PROPOSED RESOLUTIONS

From the date of publication of the last announcement of the call and until the General Meeting is held, shareholders have the right to examine at the Company's registered office (Madrid, Carrera de San Jerónimo, 15, 2nd floor) or at the Company's offices located at Sant Ferran, 74, Cornellà de Llobregat, Barcelona, from 9:30 am to 1:30 pm, Monday to Friday, or through the Company's corporate website (www.oryzon.com), all the mandatory documentation; as well as to obtain from the Company, immediately and free of charge, the documents to be submitted to the approval of the Company.

Up to and including the fifth day prior to the day scheduled for the General Meeting on first call, shareholders may request in writing from the Board of Directors the information or clarifications they deem necessary or questions they deem pertinent regarding the matters included in the Agenda and the information accessible to the public that has been provided by the Company to the National Securities Market Commission since the holding of the last General Meeting.

Pursuant to the provisions of Article 539.2 of the Spanish Companies Act, the Company shall set up an Electronic Shareholders' Forum in the "Electronic Shareholders' Forum" section of the Company's corporate website (www.oryzon.com), which may be accessed with due guarantees by both individual shareholders and any voluntary associations of shareholders that may be formed pursuant to the provisions of Article 539.4 of the Spanish Companies Act.

Shareholders representing at least 3% of the share capital may submit reasoned proposals for resolutions on matters already included in the agenda, by sending the corresponding notice to the attention of the Secretary of the Company and the Chairman of the Board of Directors, which must be received at the Company's domicile (Madrid, Carrera de San Jerónimo, 15, 2nd floor) or at the Company's offices located at Sant Ferran, 74, Cornellà de Llobregat, Barcelona within 5 days following the publication of this call.

More detailed information on these rights is available on the Company's corporate website (www.oryzon.com).

ASSISTANCE IN PERSON AND BY TELEMATIC MEANS

The General Meeting may be attended by all shareholders, regardless of the number of shares they own, provided that such ownership is recorded in their name in the accounting records of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear) five days prior to the date set for the meeting.

In order to attend the General Meeting in person, shareholders and their proxies must register to reserve a seat by telephone through the Shareholder Service Department ((+34) 93 707 41 00) before 11:00 a.m. on the day of the Meeting.

The Board of Directors of the Company has agreed that attendance at the Extraordinary General Shareholders' Meeting may also be carried out by telematic means, allowing real-time connection with the venue where the Meeting is held. Telematic attendance to the General Meeting and the telematic exercise of shareholders' rights shall be carried out through the telematic attendance platform available on the Company's corporate website (www.oryzon.com) and shall be subject to the provisions of the Law and the following basic rules:

- (i) Identification and prior registration: shareholders and proxies wishing to use the telematic attendance mechanisms must register in advance until 11:15 a.m. on the day the General Meeting is held, following the instructions provided on the telematic attendance platform.
- (ii) Connection and preparation of the list of attendees: the shareholder or representative who has previously registered to attend the General Meeting telematically in accordance with section (i) above, must connect to the telematic attendance platform between 10:30 a.m. and 11:30 a.m. on the day the General Meeting is to be held, and identify himself/herself in accordance with any of the means provided for in the aforementioned telematic attendance platform.
- (iii) Intervention: in accordance with the provisions of the Spanish Companies Act, the interventions and proposed resolutions or requests for information or clarifications which, in accordance with the Law, those who intend to attend by telematic means, must be sent to the Company, in writing and in any case, in the form, terms and conditions established in the telematic attendance platform enabled on the Company's website, before 11:30 a.m. on the day of the General Shareholders' Meeting.
- (iv) Voting: Voting on proposals relating to items included in the agenda may be cast through the online attendance platform from the moment the shareholder or, as the case may be, the proxy, connects as an attendee on the day of the Meeting and until the Chairman or, as the case may be, the Secretary of the Meeting, announces the end of the voting period. Regarding the proposed resolutions on those matters not appearing on the agenda, those attending by telematic means may cast their votes as from the moment at which said proposals are read out for voting, and until the Chairman or, as the case may be, the Secretary of the Meeting, announces the conclusion of the voting period for said proposed resolutions.
- (v) Withdrawal from the meeting: those attending by telematic means who wish to expressly withdraw from the Meeting must do so by sending an electronic communication through the "Telematic Attendance" link provided on the Company's corporate website. Once he/she has communicated his/her express wish to leave the meeting, all subsequent actions shall be deemed not to have been carried out.

In the event that the General Meeting is held on second call (as is foreseeable), those attending by telematic means who have connected on first call must connect again on second call.

For further information on attending the Meeting, shareholders may contact the corporate website (www.oryzon.com) the e-mail address accionistas@oryzon.com and the Shareholder Service telephone number (+34) 93 707 41 00.

REPRESENTATION AND VOTING THROUGH REMOTE COMMUNICATION MEDIA

Shareholders entitled to attend may be represented at the General Meeting by another person, even if he/she is not a shareholder.

Shareholders entitled to attend may also be represented or vote remotely by completing and signing the attendance, proxy and remote voting card issued on paper by one of the entities participating in Iberclear or made available to the shareholders on the Company's website. The duly completed and signed card must be sent to the Company, by postal mail, equivalent courier service or to the e-mail address accionistas@oryzon.com.

Shareholders may also appoint a proxy or vote remotely through the corporate website (www.oryzon.com) or by telephone through the Shareholder Service Department ((+34) 93 707 41 00).

In order to be valid, both the proxies granted and the votes cast prior to the General Meeting by remote means of communication must be received by the Company before 11:59 p.m. on the business day immediately preceding the day on which the General Meeting is scheduled to be held on first call. Notwithstanding the foregoing, the Company retains the right to admit proxies and votes received after such time, provided that the list of attendees has not already been closed.

For further information on proxy and remote voting, shareholders may contact the corporate website (www.oryzon.com), the e-mail address accionistas@oryzon.com and the Shareholder Service telephone number (+34) 93 707 41 00.

INTERVENTION OF A NOTARY PUBLIC AT THE GENERAL SHAREHOLDERS' MEETING

The Board of Directors has agreed to request the presence of a Notary Public to take the minutes of the General Shareholders' Meeting, in accordance with the provisions of Article 203 of the Spanish Companies Act, in connection with Article 101 of the Mercantile Registry Regulations and Article 3 of the Regulations of the General Shareholders' Meeting.

DATA PROTECTION

Personal data collected in connection with the organization and holding of the 2025 Extraordinary General Meeting of Shareholders will be processed in accordance with the provisions of the Data Protection Policy which can be found in the section corresponding to the 2025 Extraordinary General Meeting of Shareholders of the Company's corporate website (www.oryzon.com).

Madrid, January 24, 2025

Augusto Piñel Rubio
Secretary non Director of the Board of Directors