

Madrid, June 30, 2021

MAKING SCIENCE GROUP, SA (the "Company") by virtue of the provisions of article 17 of Regulation (EU) No. 596/2014 on market abuse and article 228 of the revised text of the Securities Market Law, approved by Royal Legislative Decree 4/2015, of October 23, and corresponding provisions, as well as the corresponding provisions, as well as Circular 3/2020 of the BME Growth segment of BME MTF Equity, states Knowing the following:

## OTHER RELEVANT INFORMATION

In Madrid, on June 29, 2021, at 9:00 a.m., the Ordinary General Meeting of shareholders of the Company was held at the registered office, with an attendance of 76.26% of the share capital of the Company with voting rights.

In said session, the items on the agenda of the call published on the BME Growth website as "other relevant information" on May 28, 2021, as well as on the website therein, were submitted to the attendees for deliberation. date, the following resolutions having been unanimously adopted by the attendees:

- 1. Examination and approval, if applicable, of the Company's Annual Accounts, including the Balance Sheet, the Profit and Loss Account, the Statement of Changes in Equity, the Statement of Cash Flows and the Report, as well as the Report of Management corresponding to the fiscal year ended December 31, 2020.
- 2. <u>Examination and approval, if applicable, of the proposed application of the results of the fiscal year closed on December 31, 2020.</u>

It is agreed, unanimously by all those present with voting rights, to approve the application of the results of the fiscal year closed to December 31, 2020 as follows, in accordance with the proposal made by the Board of Directors:

*Distribution basis 2020 Profit and loss (profit) 291,869* 

Application To voluntary reserves 291,869

Total 291,869

- 3. Examination and approval, if applicable, of the Group's consolidated Annual Accounts, comprising the consolidated Balance Sheet, Consolidated Profit and Loss Account, Consolidated Statement of Changes in Equity, Consolidated Statement of Cash Flows and Consolidated Report, as well as the Management Report corresponding to the fiscal year ended December 31, 2020.
- 4. Examination and approval, if applicable, of the non-financial information statement for fiscal year 2020.
- 5. Examination and approval, where appropriate, of the management of the Board of Directors during the fiscal year ended December 31, 2020.
- 6. Ratification of the acquisitions of companies made in 2020 and 2021 to date.
- 7. Proposal to increase the share capital by € 150.00 by issuing and putting into circulation 15,000 new shares, of the same class and series as those currently in circulation, with a nominal value of € 0.01 each, with an issue premium of € 29.79, per share, that is, a total issue premium of € 446,850 and € 447,000 between capital and premium, for compensation of credit, liquid, past due and due, of the same amount generated by the purchase of 360 Conversion Analytics , LLC. Non-existence of pre-emptive subscription rights. Incomplete subscription forecast. Delegation of powers to the Board of Directors to set the conditions for the capital increase in all matters not provided for by the General Meeting, and consequent modification of article 6 of the bylaws, and other consequential resolutions, especially, request for incorporation into trading on BME Growth.

In accordance with the provisions of article 296 of the revised text of the Capital Companies Law (hereinafter, "LSC"), it is agreed to increase the Company's share capital, with full payment of the same by offsetting credits, by an amount amounting to the amount of one hundred fifty euros ( $\in$  150.00), so that the share capital of the Company will go from its current amount, that is, seventy-six thousand two hundred twenty-three euros ( $\in$  76,223.00) to the figure Seventy-six thousand three hundred seventy-three ( $\in$  76,373.00) euros, through the issuance and circulation of 15,000 new shares of one cent of a euro ( $\in$  0.01) par value each and a premium issue of  $\in$  29.79 per share, of the same class to the existing ones, numbered from 7,622,301 to 7,637,300, both inclusive.

Thus, the total amount of the  $\in$  447,000 increase is divided into  $\in$  150 of total face value and  $\in$  446,850 of share premium. The pre-emptive subscription right on the new shares issued is not applicable, in accordance with article 304 LSC, the new shares issued are paid up and subscribed in this act by the following person and amounts:

#### Identity of the contributor:

The contributor of the loan is Mr. Nicolás Visiers, of legal age, businessman of Spanish nationality, resident in the USA, with DNI 52199243F, present at this act.

#### Amounts of credits to be compensated:

*Mr.* Nicolás Visiers is the creditor of 447,000 euros, for which he will receive 15,000 ordinary shares numbered 7,622,301 to 7,637,300, both inclusive in compensation of his credit

For the disbursement of the new issued shares and the payment of the issue premium, Mr. Nicolás Visiers, (whose identification data have been stated in the previous paragraph), present in this act, gives his consent and fully and fully compensates the credit you have with the Company. The identification, nature and characteristics of the credit that are offset have been recorded in the report of the Board of Directors dated May 21, 2021, which is attached as Annex VII, and the terms of which are hereby fully reproduced in avoidance of unnecessary repetitions. In this sense, it is recorded that the aforementioned credit is liquid, expired and enforceable, as well as that there is no contest promoted against the referenced credit and the agreement of the data related to the credit with the social accounting.

It is hereby stated that, in accordance with article 301.3 LSC, a certification from the Company's account auditor has been made available to the shareholders at the registered office, certifying that, once the company accounts have been verified, the data is accurate. offered by the administrative body on the credits to be offset, a copy of which is attached as Annex VIII.

With the subscriptions and disbursements disclosed, the new issued shares are fully subscribed and paid up, the Company's share capital being set at 76,373.00 Euros divided into 7,637,300 shares of ONE CUND OF EURO ( $\in 0.01$ ) of par value each of them, all of the same class and series, numbered from 1 to 7,637,300, both inclusive. As a consequence of the approval of the share capital increase, it is also agreed to modify article 6 of the bylaws, which, from now on, is worded as follows:

#### "ARTICLE 6. SHARE CAPITAL

The share capital is set at SEVENTY-SIX THOUSAND THREE HUNDRED AND SEVENTY-THREE EUROS (€ 76,373.00) and is fully subscribed and paid up.

The share capital is divided into 7,637,300 shares of ONE CENT OF EURO ( $\leq 0.01$ ) of par value each, of the same class and series, numbered consecutively with the numbers 1 to 7,637,300, both inclusive.

The shares are represented by means of book entries, which will be governed by the Securities Market Law and other complementary provisions. As long as they are not fully paid, this circumstance must be recorded in the accounting entry.

The registry of book entries of the company corresponds to the entity "Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, SA Unipersonal" (IBERCLEAR). "

In accordance with all of the foregoing, it is agreed to request the inclusion of the 15,000 new shares of the Company resulting from the increase in the accounting records of the Sociedad de Gestión de los Sistemas de Registro Compensación y Liquidez de Valores, SA, a sole proprietorship (IBERCLEAR), delegating to each of the members of the Board of Directors and to the Non-Director Secretary the broadest powers that are necessary in Law and with express power of substitution, so that, jointly and severally, they can carry out as many actions as necessary to such an end. Likewise, it is agreed to request the incorporation into trading in the BME GROWTH segment of the 15,000 shares of the Board of Directors and to the non-director Secretary the broadest powers that are necessary in Law and severally, they can carry out as many actions and to the non-director Secretary the broadest powers of the Board of Directors and to the non-director Secretary the broadest powers that are necessary in Law. and with express power of substitution, so that, jointly and severally, they can carry out the necessary in Law. and with express power of substitution, so that, jointly and severally, they can carry out the necessary procedures and actions and present the necessary documents before the competent bodies of the aforementioned market for the effective admission to trading of the aforementioned shares.

The certification of the Company's account auditor, as well as the report by the Board of Directors, were made available to the shareholders, both at the registered office and on the Company's website (<u>www.makingscience.com</u>)

8. Modification of the Articles of Association to adapt to Circular 1/2020 of Bolsas y Mercados Españoles Growth.

The referred articles will have the following wording:

#### "ARTICLE 7 BIS - COMMUNICATION OF SIGNIFICANT PARTICIPATIONS.

Shareholders will be obliged to notify the Company of any acquisition or transfer of shares, for any title, which determines that their total, direct and indirect participation reaches, exceeds or decreases, respectively, above or below 5% of the share capital or their successive multiples.

If the shareholder is an administrator or manager of the Company, communication will be mandatory when the total, direct and indirect participation reaches, exceeds or falls, respectively, above or below 1% of the share capital or its successive multiples. The communications must be made to the body or person that the Company has designated for this purpose (or to the Secretary of the Board of Directors in the absence of an express appointment) and within a maximum period of four (4) business days from the one in which it occurred. the determining fact of the obligation to communicate.

The Company will publicize said communications in accordance with the provisions of the regulations of the Multilateral Trading System to which it is incorporated. "

## "ARTICLE 7 TER. PARASOCIAL AGREEMENTS.

The shareholders will be obliged to notify the Company of the subscription, modification, extension or termination of any agreement that restricts the transferability of the shares they own or affects the voting rights inherent in said shares.

Communications must be made to the body or person that the Company has designated for this purpose (or, where appropriate, to the Secretary of the Board of Directors in the absence of express appointment) and within a maximum period of four (4) business days from that date. in which the determining event of the obligation to communicate occurred.

The Company will publicize said communications in accordance with the provisions of the regulations of the Multilateral Trading System to which it is incorporated. "

## "ARTICLE 7 QUARTER - EXCLUSION FROM TRADING.

In the event that the General Shareholders' Meeting adopts an agreement to exclude the negotiation of the Multilateral Trading System to which the representative shares of the capital stock are incorporated, without the favorable vote of any of the Company's shareholders, the latter will be bound to offer such shareholders who have not voted in favor of exclusion the acquisition of their shares at a justified price in accordance with the criteria established in the regulation of public offerings for the acquisition of securities for the cases of exclusion from trading.

The Company will not be subject to the above obligation when it agrees to admit its shares to trading on an official Spanish secondary market simultaneously with its exclusion from trading in the Spanish Multilateral Trading System to which it is incorporated. "

9. Delegation of powers.

# *10.* Drafting, reading and approval, if applicable, of the minutes of the Meeting.

Yours sincerely, CEO of Making Science Group, SA José Antonio Martínez Aguilar