



Remuneration
Policy of
Directors of
Puig Brands,
S.A.
2027-2029





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Introduction

Royal Legislative Decree 1/2010, of July 2, 2010, approving the revised text of the Spanish Companies Act (hereinafter, the “Spanish Companies Act”) establishes, among other aspects, that listed companies must have in place a remuneration policy for their board members, for a maximum period of three financial years.

This document sets out the Directors’ Remuneration Policy of **Puig Brands**, S.A. (“**Puig Brands**” or the “Company”) to be submitted for approval at the 2026 General Shareholders’ Meeting as a separate item on the agenda (the “Policy” or the “Remuneration Policy”). Once approved, this Policy will replace the one approved by the General Shareholders’ Meeting held on 25 April 2024 and in force since the effective admission to trading of the Company’s Class B shares on the Spanish Stock Exchanges (the “Admission”).

This Policy will be valid from the date of its approval by the General Shareholders’ Meeting and until 31 December 2029. Notwithstanding the foregoing, the General Shareholders’ Meeting may at any time during that period resolve to amend or replace the Remuneration Policy, upon proposal of the Board of Directors and subject to a favorable report from the Appointments and Remuneration Committee (“ARC”).

The Policy, together with the date and the vote result, will be available on **Puig Brands**’ website free of charge from the date of its approval and for at least for as long as it remains in force.

In designing this Policy, the ARC has taken into consideration the following factors:

Internal factors

- **Appointment of Mr. José Manuel Albesa as Chief Executive Officer (“CEO”) of the Company:** On 17 March 2026, the Board of Directors appointed Mr. José Manuel Albesa as CEO of the Company. The General Shareholders’ Meeting to be held on 29 May 2026, at which this Policy will be submitted for approval, will vote on the appointment of Mr. José Manuel Albesa as an executive director of **Puig Brands**. On that same date, the Board of Directors will approve the mercantile agreement for his role as CEO of the Company, in accordance with Article 249.3 of the Spanish Companies Act.

The main terms and conditions of his contract are described in this Policy.



- **Management reorganization:** The separation of the roles of Executive Chairman and CEO leads to an adjustment of the Company's organizational structure and the allocation of responsibilities, while reinforcing a corporate governance framework more closely aligned with the expectations of institutional investors and proxy advisors.
- **Alignment with our employees' compensation system:** The Remuneration Policy is intended to align with the Company's overall remuneration framework, seeking to foster the commitment of all professionals to the Company, personal and corporate ethics, and the promotion of strategic and sustainable development objectives. This is achieved by sharing the following general features:
- **Total remuneration:** the remuneration package at **Puig** Brands may include fixed and variable components, as well as remuneration in kind and other benefits. In any case, in order to ensure the external competitiveness of all employees, remuneration is reviewed periodically against a group of companies comparable to **Puig** Brands.
- **Link to results (pay for performance):** A significant portion of the executive directors' total remuneration is variable. Specifically, it includes (i) an annual variable component linked to performance and achievement of predefined, specific, quantifiable targets aligned with the Company's corporate interest and its strategic and sustainable development objectives; and (ii) a long-term component designed to promote and incentivize the achievement of the Company's long term strategic objectives, reinforcing continuity in the competitive development of its executive directors and management team, while fostering motivation, engagement and retention of top talent.
- **Meritocracy:** When applying compensation practices and policies, non-discrimination is guaranteed on the basis of age, disability, sex, origin (including racial or ethnic), marital or social status, religion or beliefs, political opinions, sexual orientation and identity, gender expression, sexual characteristics, membership or non-membership in trade unions and their agreements, family ties with individuals belonging to or related to the company, and language within the Spanish State. In this regard, **Puig** Brands' professionals are compensated in a manner consistent with their level of responsibility, leadership and performance within the organization, thereby supporting the retention of key professionals and the attraction of the best talent.



External factors

- **Shareholders' opinion:** Since the Company's listing, the General Shareholders' Meeting has voted on the Annual Directors' Remuneration Report for financial year 2024 (consulting vote) and on the Long-Term Incentive ("LTI") 2025-2029. These items were supported by 98.43% and 98.29% of the votes cast, respectively.

Puig Brands places particular importance to the comments, recommendations and feedback received from its shareholders, institutional investors and proxy advisors. In this regard, the ARC, as part of its ongoing commitment to shareholder engagement, maintains a continuous monitoring and transparent dialogue with them to understand, among other matters, their views on the remuneration policy and assess any amendments that may deem appropriate.

- **Market Practice:** In accordance with the provisions of article 217.4 of the Spanish Companies Act, directors' remuneration is reviewed periodically to ensure that it remains in reasonable proportion to the size and importance of the Company, its economic situation and market standards for comparable companies at both national and international levels. For the purposes of these analyses, the ARC relies on the necessary external advice from experts in the field.

The outcome of this review process is reflected in this Remuneration Policy, which maintains continuity with the one in force to date in its main features, while incorporating the following key new elements:

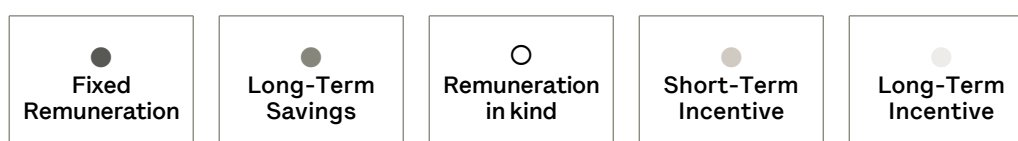
1. The remuneration package of the new CEO.
2. A reduction in the Executive Chairman's total remuneration, through a decrease in the payout levels of the variable components under a maximum performance scenario.



Remuneration Policy Summary

A. Executive Directors

As of the effective date of this Policy, **Puig** Brands has two executive directors: Mr. Marc Puig Guasch, Executive Chairman, and Mr. Jose Manuel Albesa Muniesa, CEO. The main components of their remuneration package are the following:



The contracts of the executive directors include a post-contractual non-compete agreement for a one-year period, compensated in an amount equivalent to one annuity of Fixed Remuneration (excluding remuneration in kind) at the time of termination for the Executive Chairman, and for an amount equivalent to 75% of the sum of the base salary (excluding remuneration in kind) at the time of termination and the Short-Term Incentive accrued in the previous financial year for the CEO.

In addition, the Executive Chairman's contract provides for termination payments, under certain circumstances, equivalent to two annuities of his Fixed Remuneration. With regards to the CEO, his contract provides for termination payments, under certain circumstances, equivalent to three annuities of his Fixed Remuneration and target Short-Term Incentive at the time of termination (including in said amount the compensation for the post-contractual non-compete agreement). In other cases, the termination of his mercantile contract shall not entitle him to any severance payment, without prejudice to the reinstatement of the employment relationship and to any compensation that may be due upon its termination.

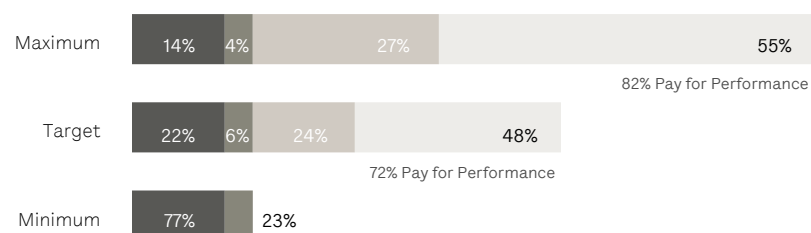


The following graphs show the different potential remuneration scenarios (minimum, target and maximum) for the executive directors, based on the provisions of this Remuneration Policy¹:

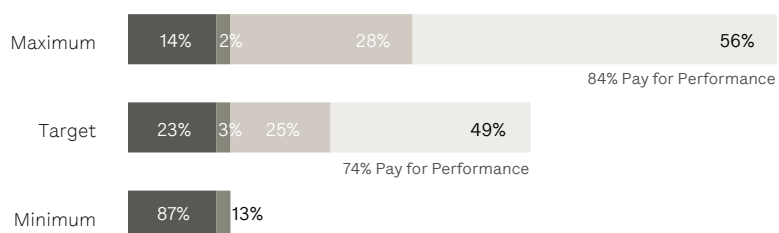
¹ The amounts corresponding to remuneration in kind are not included herein. Details can be found on page 7.

● Fixed Remuneration ("FR")	● Long-Term Savings ("LTS")	● Short-Term Incentive ("STI")	● Long-Term Incentive ("LTI")
All scenarios - Executive Chairman: €1,849,877 - CEO: €1,800,000	All scenarios - Executive Chairman: 30% FR - CEO: 15% FR (increasing to 20% FR from the date on which he turns 60, and to 25% FR from the date on which he turns 63)	Minimum No incentive is paid Target - Executive Chairman: 110% FR - CEO: 110% FR Maximum - Executive Chairman: 200% FR - CEO: 200% FR	Minimum No incentive is paid Target - Executive Chairman: 220% FR - CEO: 220% FR Maximum - Executive Chairman: 400% FR - CEO: 400% FR

Executive Chairman



CEO





B. Non-executive directors

The remuneration of the directors, in their capacity as such, will consist of a fixed amount, which may be paid in cash or in shares of the Company or shares or units (“*participaciones sociales*”) of subsidiaries or a combination of all, and which may be different for each of them in view of the functions and responsibilities performed.

Likewise, within the maximum limit of total remuneration for directors in their capacity as such, the Board, following a report from the ARC, may agree on an additional remuneration to them for the provision of services exceeding those inherent to their office.

Directors may also receive attendance fees for their dedication and participation in meetings of the Board of Directors and delegated committees of which they are members.

The maximum total annual remuneration payable to all directors in their capacity as such shall not exceed 3,500,000€, amount that shall remain unchanged unless a different one is expressly approved by the General Shareholders’ Meeting.

During the term of this Policy, executive directors shall not receive any remuneration for their membership of the Board of Directors of **Puig Brands**, as established in section 4 of this Policy.



Purpose of the Remuneration Policy

The main purpose of this Policy is to establish a remuneration framework consistent with **Puig** Brands' business strategy, objectives, values, sustainability and long-term interests, both on an absolute basis and in comparison with its sector.

To achieve this end, **Puig**'s remuneration strategy is based on the following objectives, principles, and practices:

Remuneration Policy objectives

Attract, foster and motivate the contribution of the professionals that the Company requires to cover the full spectrum of knowledge, skills and experience needed on its Board of Directors, thereby ensuring that it has access to suitable candidates to perform the duties of the position, according to the applicable regulations.

Enhance the remuneration's coherence through effective risk management.

Prevent potential conflicts of interest.

Motivate and reinforce the achievement of the Company's results.

Define and oversee, in a clear and concise manner, the Company's remuneration practices with respect to its directors.

Promote the long-term profitability and sustainability of the Company, incorporating the necessary safeguards to avoid excessive risk-taking and the rewarding of unfavorable results.



Remuneration Policy principles	Non-executive	Executive
Remuneration must be sufficient and appropriate to the dedication, qualifications and responsibilities of directors, but without compromising their independence of judgment.	•	
Remuneration, in terms of its structure and overall amount, must comply with best practices and be competitive in relation to other comparable companies to attract, retain and motivate the best professionals.	•	•
The remuneration of non-executive directors shall not incorporate variable elements.	•	
Remuneration must be established with objective criteria in relation to the individual performance of directors, encouraging commitment from all professionals to the Company, personal and corporate ethics, and the promotion of strategic and sustainable development goals.		•
This Remuneration Policy aims to avoid excessive risk assumption by the directors in the performance of their duties, which includes, where appropriate, the necessary safeguards to ensure the cancellation or clawback of any variable remuneration.	•	•
The Remuneration Policy seeks alignment with shareholders by encouraging share ownership from the executive directors.		•



What practices we apply

Pay for performance: Most of the total remuneration of executive directors is received only if the short and long term variable objectives established under this Remuneration Policy are achieved.

Compensation mix skewed towards variable remuneration: In a target scenario, over 70% of the total remuneration has a variable nature.

Inclusion of financial and non-financial metrics (including ESG metrics) in the variable remuneration systems.

Long-term variable remuneration linked to results, with a minimum performance period of three years.

Shareholding commitment which requires executive directors to hold shares with a value equivalent to two times their fixed remuneration.

Specific and consistent malus and clawback clauses applicable to all variable remuneration components.

Regular external advice for the purpose of considering market practices and conducting benchmarking analyses of remuneration levels.

Remuneration of non-executive directors proportionate to the responsibilities and duties assumed, without compromising their independence.

What practices we avoid

Hedging, pledging, short sales or derivative contracts are not permitted over the shares received during the holding period.

Non-executive directors do not participate in any long-term savings scheme.

Non-executive directors do not receive variable remuneration.



Executive Directors' Remuneration Policy

Pursuant to the provisions of Article 21 of **Puig** Brands' Articles of Association, and in compliance with Article 249 of the Spanish Companies Act, the remuneration system of **Puig** Brands' executive directors consists of the following remuneration elements, which are subject to further detail below, as well as in their respective approved contracts:

- Annual Fixed Remuneration.
- Long-term savings.
- Remuneration in kind.
- Annual variable compensation or short-term incentive.
- Multi-year variable compensation or long-term incentive.
- Additional incentives of an extraordinary nature.



Fixed elements

● Fixed annual Remuneration (FR)

Purpose	Compensate for the higher level of dedication and responsibility involved in the performance of their duties.
Amount	• Executive Chairman: €1,849,877 • CEO: €1,800,000
Operation	The Board of Directors is responsible for determining the executive directors' fixed remuneration, following a report from the ARC. For the purpose of establishing an appropriate and competitive level of remuneration, the ARC takes into consideration the following factors: • The specific characteristics of the position and the level of responsibility and involvement required. • The individual's skills and experience. • The evolution of the contribution of the position and the individual. • The remuneration conditions of the workforce. • Market data in companies of similar size and complexity to Puig Brands. These amounts may be updated during the term of the Remuneration Policy by the Board of Directors, at the proposal of the ARC, in line with the salary increases applied to the rest of the workforce. A higher increase may be applied in circumstances such as substantial changes in the business, in the competencies or responsibilities assumed, or exceptional Company performance, among others. In such circumstances, the Board of Directors, following a prior report from the ARC, may apply a higher increase, which will be duly detailed and explained in the corresponding Annual Directors' Remuneration Report. Fixed remuneration is paid monthly in cash in twelve (12) equal monthly installments, payable in arrears.



● Long-Term Savings (LTS)

Purpose	Supplement the remuneration of the executive directors, by providing competitive post retirement benefits.	
Amount	Executive Chairman: 30% FR	CEO: 15% FR (increasing to 20% FR from the date on which he turns 60, and to 25% FR from the date on which he turns 63)
Operation	The long-term savings schemes for executive directors are defined-contribution plans, funded through an insurance policy taken out with an external insurer. Covered contingencies include: • Survival to the legal retirement age; • Death; • A declaration of permanent disability, in the degrees of total disability for the usual profession, permanent or severe disability. Contributions shall cease when the executive director reaches 65 years of age, and the benefit will vest when the executive director ceases to provide services to Puig Brands or any of its subsidiaries, provided that the age of 65 has been reached at that time. If the cessation occurs prior to age 65, the benefit shall vest upon reaching that age. In the event of termination of the contract by the Company due to a serious or willful breach by the executive director, he or she will forfeit the economic rights over the contributions made by the Company to the defined-contribution plan. Executive directors may receive in cash an amount equivalent to the contribution that the Company would otherwise make to the pension plans.	

○ Remuneration in kind

Purpose	Offer competitive benefits that enhance the total compensation package.	
Amount	The amounts awarded as remuneration in kind will be reported annually in the corresponding Annual Director's Remuneration Report.	
Operation	Executive directors may receive remuneration in kind, including (i) the use of a company vehicle or a car allowance, (ii) medical and life insurance policies that may include the directors themselves and their immediate family, (iii) clothing allowances or (iv) housing allowances. Furthermore, executive directors are entitled to reimbursement of current expenses incurred in the performance of their services to the Company. The Company has included the executive directors in the civil liability insurance contracted for its directors under market conditions.	



Variable elements

● Short-Term Incentive (ICP)

Purpose	Incentivize performance by aligning remuneration with the targets set by the Company, while promoting sound and effective risk management that prevents variable remuneration from creating incentives for excessive risk-taking behaviors	
Amount	Executive Chairman: • Target: 110% FR • Maximum: 200% FR	CEO: • Target: 110% FR • Maximum: 200% FR
Objectives	Aligned with the Company's strategic plan, through the assessment of specific, predetermined and quantifiable metrics such as: (i) economic financial objectives; (ii) operational and/or profitability objectives; (iii) non financial objectives (including environmental, social and corporate governance metrics); and (iv) other quantitative and qualitative objectives linked to the Company's strategic plan.	
Operation	The Board of Directors shall determine the individual amount corresponding to the executive directors' STI, following a favorable report from the ARC. For the calculation of the corresponding amount, the ARC shall consider: (i) the degree of achievement and the weighting of each objective on an individual basis; and (ii) the overall degree of achievement of the objectives as a whole. For this purpose, the Company's procedures for assessing objectives shall be applied. In carrying out this assessment, the ARC may seek advice from other committees and areas of the Company, which will provide information on financial and non financial results, as well as on environmental, social and corporate governance factors. With regards to the assessment of the achievement of these objectives, the ARC may apply subjective criteria to accommodate situations such as, for example, mergers, acquisitions, divestments, foreign exchange rate fluctuations, changes in accounting treatment, significant one off tax settlements and significant changes in the macroeconomic environment or a material impact on the sector in which the Company operates due to extraordinary events. The application of these subjective criteria is essential to ensure that the final performance assessment is fair and appropriate, and will be adequately explained in the Annual Directors' Remuneration Report for the relevant financial year. In any case, the STI incorporates the necessary safeguards to ensure that such remuneration is linked to the beneficiary's professional performance and does not simply result from the general evolution of the stock markets or of the Company's industry sector. The STI is settled on an accrual basis after the Board of Directors has prepared the annual accounts, taking into consideration, where applicable, any qualifications that may be included in the auditor's report, and once the specific amount has been determined upon proposal of the ARC. Such settlement is subject, in accordance with best corporate governance practices, to sufficient verification that the previously established performance or other conditions have been effectively met and that no event has occurred that would make its payment inadvisable. The executive directors' STI may be paid in cash or through the delivery of shares, following a resolution of the General Shareholders' Meeting approved for such purpose.	



● Long-Term Incentive (LTI)

Purpose	Encourage appropriate performance and align the long term interests of the executive directors with those of their shareholders.	
Amount	Executive Chairman: • Target: 220% FR • Maximum: 400% FR	CEO: • Target: 220% FR • Maximum: 400% FR
Objectives	Aligned with the Company's long term strategic objectives, through the measurement of specific, predetermined and quantifiable metrics such as: (i) revenue; (ii) earnings (e.g., EBITDA); (iii) cash generation (e.g., Free Cash Flow); (iv) shareholder profitability/return (e.g., Total Shareholder Return); (v) return (e.g., Return on Equity); and (vi) non financial metrics (environmental, social and corporate governance).	
Operation	The performance period of each LTI cycle will be at least 3 years. The Board of Directors shall determine the individual amount of LTI payable to the executive directors, following a favorable report from the ARC. To calculate the corresponding amount, the ARC shall consider, in accordance with each of the LTI plans, the objectives established therein. In carrying out this assessment, the ARC may seek advice from other committees and areas of the Company, which will provide information on financial and non-financial results, as well as information relating to environmental, social and corporate governance factors. With regard to the assessment of the achievement of the objectives established in the LTI plans, the ARC may apply subjective criteria to accommodate situations such as, for example, mergers, acquisitions, divestments, foreign exchange rate fluctuations, changes in accounting treatment, significant one off tax settlements, and significant changes in the macroeconomic environment or a material impact on the sector in which the Company operates due to extraordinary events. The application of these subjective criteria is essential to ensure that the final performance evaluation is fair and appropriate, and will be explained in the Annual Directors' Remuneration Report for the relevant financial year. The LTI is settled on an accrual basis after the Board of Directors has prepared the annual accounts, taking into consideration, where applicable, any qualifications that may be included in the auditor's report, and once the specific amount has been determined upon proposal of the ARC. Such settlement is subject, in accordance with best corporate governance practices, to sufficient verification that the previously established performance or other conditions have been effectively met and that no event has occurred that would make its payment inadvisable. The executive directors' LTI shall be paid in cash and/or through the delivery of shares of the Company or other subsidiaries. Alternatively, it may also be settled through the delivery of share options or remuneration rights linked to the value of such shares, other securities, financial instruments or assets, extraordinary contributions to savings plans, or through the delivery of other Company assets, provided that the objectives established for this purpose are met. In the event of termination of the relationship with the executive director (except in the good leaver cases established in the conditions of each LTI cycle), the executive director shall not be entitled to any incentive.	



Additional Extraordinary Incentives

As part of their variable remuneration, executive directors may receive extraordinary incentives for services rendered other than those inherent to their position, such as their participation in significant or key corporate transactions for the Company. Likewise, they may participate in any extraordinary bonuses granted to all or a broad group of employees of the Company and/or subsidiaries, provided that the amount of such bonus corresponding to the executive directors has been determined on the basis of objective conditions including, but not limited to, seniority, responsibility or base salary.

Extraordinary incentives and bonuses will be approved by the Board of Directors, at the proposal of the ARC, and a detailed justification and explanation of these incentives and bonuses will be included in the Annual Directors' Remuneration Report for the corresponding financial year.

Provisions of the previous policy that will continue to apply

As of the date of approval of this Remuneration Policy, cycles 2025-2027 and 2026-2028 of the Long-Term Incentive Plan 2025-2029 are in force and, where applicable, will be paid during the term of this Remuneration Policy. The specific features of each cycle are included in the corresponding Annual Director's Remuneration Report.

In addition, certain incentive plans approved prior to the Company's Admission also remain in effect. These incentives were duly disclosed in the Prospectus submitted to the *Comisión Nacional del Mercado de Valores*.

Basic conditions of executive directors' contracts

Duration

The agreements entered into with the executive directors are of indefinite nature and shall in all cases be subject to the term of their mandates as directors, including any successive renewals of their appointments.

Notice period

The Executive Chairman may terminate his contract subject to a minimum notice period of twelve (12) months.



The CEO's notice period shall be that associated with his employment relationship, which is of at least three (3) months.

Exclusivity and non-competition

The executive directors' mercantile agreements include a non compete obligation in relation to companies and activities of a similar nature to those of the Company, applicable during their relationship with the Company and, subsequently, for a period of one (1) year from the termination of their contract. This clause shall include compensation for the non compete obligation, which, for the Executive Chairman, shall not exceed an amount equivalent to one (1) annuity of his fixed remuneration at the time of termination, and, for the CEO, an amount equivalent to 75% of the sum of his base salary at the time of termination and the Short-Term Incentive accrued in the previous financial year.

Severance for termination of contract

The termination of the Executive Chairman's contract by unilateral decision of the Company shall entitle him to receive a severance payment equivalent to two (2) annuities of his fixed remuneration at the time of termination, provided that the termination is not due to a breach of his duties and functions as a director. The severance payment shall not be made until the Company has been able to verify that the conditions and criteria for its entitlement have been met.

With regards to the CEO, in the event of termination of his relationship due to voluntary resignation, mutual agreement, retirement, death or declaration of permanent disability, he shall be entitled to receive a severance payment equivalent to three (3) annuities of his fixed remuneration and short-term incentive in effect at the time of termination. Such amount shall offset and absorb any mandatory or court-awarded severance to which he could be entitled, as well as any other amounts that could become payable upon termination (including, amongst others, the compensation arising from the post-contractual non-compete agreement, which shall be considered as included and paid, remaining therefore the obligations assumed under such clause fully enforceable). The termination of his mercantile agreement for any other cause shall not entitle him to any severance, without prejudice to the reinstatement of the underlying employment relationship and to any severance that may be due upon its termination.

Shareholding commitment

To ensure appropriate alignment with our shareholders' interests, executive directors must hold the Company's shares, share options or other financial



instruments related to remuneration plans for a period of at least three (3) years as from the date of acquisition. This obligation shall not apply if, at the time of the transfer or exercise, the executive director maintains a net economic exposure to fluctuations in the share price for a market value equivalent to at least two (2) times his annual fixed remuneration through the ownership of shares, share options or other financial instruments.

The aforementioned share ownership requirement shall not apply to shares that the executive director needs to dispose of in order to cover costs related to their acquisition or, subject to a favorable opinion from the ARC, to address extraordinary situations that may require such disposal.

In any case, the ARC shall periodically review compliance with the shareholding requirements.

Malus and clawback clauses

The Board of Directors will assess, following a report from the ARC, whether it is appropriate to apply one or both of the following measures: (i) cancel all or part of the variable remuneration pending payment (malus) and/or (ii) recover all or part of any element of variable remuneration within twenty-four (24) months after payment (clawback), when certain exceptional circumstances arise that affect the Company's results or derive from inappropriate conduct by the executive director.

For these purposes, exceptional circumstances to be assessed by the Board of Directors shall include, among others and by way of example, the following:

Restatement of the Company's financial statements for reasons other than a change in the applicable accounting standards.

Where an executive director has been sanctioned for a serious breach of the code of conduct and other internal regulations applicable to him or her, or for a serious breach of the legislation applicable to him or her.

When it becomes evident that the settlement of the variable remuneration item in question took place totally or partially based on information that is then manifestly demonstrated to be false or seriously inaccurate, or based on other circumstances not foreseen or assumed by the Company, which have a material adverse impact on the income statements.

When the external auditor of the Company includes qualifications in its report that reduce the results taken into consideration to determine the amount of the variable remuneration to be paid.



Remuneration Policy for Non-Executive Directors

Article 21 of **Puig** Brands' Articles of Association establishes that directors shall be remunerated, in their capacity as such, in accordance with the applicable regulations, the Articles of Association, the Board of Directors' Regulations and this Remuneration Policy.

Accordingly, the Articles of Association establish that the remuneration of directors, in their capacity as such, shall consist of a fixed amount, which may be paid in cash, in shares of the Company, or in shares or units of subsidiaries, or in a combination thereof, and which may vary for each director depending on their effective dedication. Such remuneration may also be payable over periods exceeding one year and may, where applicable, include attendance fees for dedication and participation in meetings of the Board of Directors and of any delegated or advisory committees to which they belong.

Additionally, notwithstanding the foregoing, the Articles of Association provide that all members of the Board of Directors may, depending on their level of responsibility, dedication or other relevant circumstances, be remunerated — subject to approval of the General Shareholders' Meeting and in accordance with this Remuneration Policy — through the delivery of shares of the Company, or shares or units of subsidiaries, or option rights over such shares or units, or through remuneration linked to the value of those shares or units.

If the fixed remuneration described in this section is paid in shares of the Company or, in any other manner, directors receive Company shares as part of their remuneration, they shall hold such shares until they cease to serve on the Board. This requirement shall not apply to shares that the director needs to dispose of, where applicable, to cover the costs associated with their acquisition.

Accordingly, the maximum total annual remuneration payable to all directors, in their capacity as such, is set at 3,500,000€. This maximum amount shall remain unchanged throughout the term of this Policy unless a different amount is approved by the General Shareholders' Meeting.

The aforementioned maximum limit does not include: (i) any salary, remuneration or payment made under any other concept to directors and, in particular, for the performance of executive functions; (ii) payments of civil liability insurance premiums that the Company may arrange for its directors; and (iii) any reimbursement of ordinary expenses incurred by directors to attend meetings of the Board of Directors or any of its Committees.



Specifically, within the established limit, directors in their capacity as such (excluding executive directors) will receive in 2026 the following fixed remuneration:

Amounts in €	Board of Directors	Audit and Compliance Committee	Appointments and Remuneration Committee	Sustainability and Social Responsibility Committee
Chair	0	60,000	50,000	50,000
Members	110,000	40,000	30,000	30,000
Vice-Chair	130,000	0	0	0
Lead Director	50,000	0	0	0

Without prejudice to the amounts set out above, the directors of the Company may receive additional remuneration for the provision of services exceeding those inherent to their position, when the Board of Directors, following a report from the ARC, considers to be in the best interest of the Company to reward a higher level of commitment and dedication to the one ordinarily expected.

Unless otherwise determined by the General Shareholders' Meeting, the distribution of the remuneration among the directors, in their capacity as such, shall be established by resolution of the Board of Directors, following a prior report from the ARC. In doing so, the Board shall take into consideration the functions and responsibilities attributed to each director, including their membership and attendance to the different committees, as well as the director's classification as executive, independent, proprietary or other external. The specific remuneration of each director shall be detailed in the corresponding Annual Directors' Remuneration Report.

The granting of advances, loans or guarantees to directors is not contemplated in the Remuneration Policy.



Remuneration Policy applicable to new directors

The remuneration system described above for executive directors shall apply to any executive director who may join the Board of Directors during the term of this Policy.

The ARC and the Board of Directors will determine the elements and amounts of the remuneration system applicable to the new executive director, taking into account the functions assigned, the responsibilities assumed, his or her professional experience, the market remuneration of that position and any other factors they deem appropriate. These will be duly reflected in the corresponding contract to be entered into between the Company and the new executive director.

Exceptionally, in the case of executive directors with indefinite contracts, and in order to facilitate the recruitment of an external candidate, the ARC may propose to the Board of Directors the granting of a buyout award to compensate for the loss of unvested incentives forfeited from the previous position due to the termination and consequent acceptance of Company's offer. This mechanism is intended to ensure competitiveness and the ability to attract talent where required. The ARC will ensure that this incentive is aligned, both in terms of amount and timing, with the incentives waived by the executive director, as well as with the interests of our shareholders and the recommendations of institutional investors and proxy advisors. Appropriate prudential safeguards shall also be put in place to protect the Company (for example, retention requirements, deferral arrangements, and malus and/or clawback provisions).

In the event that new non-executive directors are incorporated into the Board of Directors during the term of this Policy, the remuneration system described in section 4 above shall apply to them.



Bodies involved in the process of determining, approving, and implementing the Remuneration Policy

According to regulation from the Spanish Companies Act and **Puig Brands'** internal regulations (Articles of Association, Regulations of the General Shareholders' Meeting and Board of Directors Regulations), the company has the following bodies involved in the determination, approval and application of the Remuneration Policy.

General Shareholders' Meeting

Determination and Design of Remuneration Elements

- Approves the Remuneration Policy at least every three years as a separate agenda item.
- Approves the maximum limit of annual remuneration for all directors in their capacity as such.
- Approves variable remuneration systems for directors that include payment in shares, stock options or share-linked instruments.
- Votes, in an advisory manner, on the Annual Report on Directors' Remuneration, detailing the remuneration policy for the current year.

Application of the Variable Remuneration

- Votes, in an advisory manner, on the Annual Report on Directors' Remuneration, which states the remuneration accrued during the year.

Board of Directors

Determination and Design of Remuneration Elements

- Approves adaptations or updates to the Remuneration Policy to be submitted to vote at the General Shareholders' Meeting.
- Approves the Annual Directors' Remuneration Report to be submitted to the advisory vote at the General Shareholders' Meeting



With regards to the directors in their capacity as such:

- Approves the allocation of the maximum amount to be approved by the General Shareholders' Meeting amongst the directors, in accordance with **Puig Brands'** Articles of Association and the criteria established in the Remuneration Policy and by the Board of Directors.

With regards to the executive directors:

- Approves the fixed remuneration in the terms set out in the Remuneration Policy and the main terms and conditions of the variable remuneration systems.
- Approves the mercantile contracts regulating the duties and responsibilities of the executive directors.

Application of the Variable Remuneration

- Approves the design, target amounts, level of achievement of objectives and incentive amounts to be paid, where applicable, for the variable remuneration elements of the executive directors, based on a proposal made by the ARC.
- Approves the Annual Report on Directors' Remuneration, which is submitted for advisory vote at the General Shareholders' Meeting.
- Evaluate, if necessary, the application of reduction and recovery clauses (malus and clawback).

Analysis of the External Competitiveness of Remuneration

- It is informed based on the analyses and remuneration studies on the directors carried out by the ARC.

Appointments and Remuneration Committee

Determination and Design of Remuneration Elements

With regards to the directors in their capacity as such:

- Submits a report to the Board of Directors for approval on the remuneration amount corresponding to each director within the maximum amount approved by the General Shareholders' Meeting.
- Periodically reviews the Directors' remuneration to ensure that it is appropriate for the duties they perform.



With regards the executive directors:

- Submits a report to the Board of Directors for approval in connection with the fixed remuneration for the executive directors considering, among other factors, their level of responsibility and leadership within the organization, promoting the retention of key staff, attracting top talent and creating sufficient economic independence to ensure balance with the relevance of other items included in the remuneration.
- Reviews, on an annual basis, the terms and conditions for the variable remuneration, including the structure and maximum levels of remuneration, the targets set and weightings of each of them, taking into account the company's strategy, needs and business situation. These conditions are subject to the approval of the Board of Directors.
- Submits a report to the Board of Directors on the terms and conditions of the contracts that regulate the duties and responsibilities of the executive directors.
- Proposes the Annual Directors' Remuneration Report and the Remuneration Policy, when appropriate, to the Board of Directors.

Application of Variable Compensation

Proposes the targets at the beginning of each performance period to the Board of Directors.

Submits a report to the Board of Directors assessing achievement of the targets at the end of the performance period. Since payment of the variable remuneration is subject to sufficient verification that the targets have effectively been achieved, as determined in recommendation 59 of the Good Governance Code of Listed Companies, this assessment is carried out on the basis of the results audited by the company's external and internal auditors, which are first analyzed by the Audit and Compliance Committee, as well as the level of achievement of the targets. In this respect, for the purpose of ensuring that there is an effective relation between the variable remuneration and the performance of the beneficiaries, any positive or negative economic impact caused by extraordinary events that could distort the findings of the assessments are disregarded.

Analyses and submits a report to the Board of Directors, when appropriate, on whether or not application of the malus and clawback clauses is necessary.



Submits a report to the Board of Directors on the variable remuneration payable to the executive directors. Such report also takes into consideration the long-term results and any associated risk in the proposed variable remuneration.

Proposes to the Board of Directors the Annual Directors' Remuneration Report.

Proposes to the Board of Directors, where applicable, the Remuneration Policy.

Analysis of the External Competitiveness of Remuneration

Monitors compliance with the Remuneration Policy and regularly reviews the Directors' remuneration. This process includes an external competitive remuneration analysis and also takes into account the Remuneration Policy for executive directors and other employees in the organization.

Other bodies involved

Additionally, the following committees and areas of **Puig** Brands participate, within their competences, in this process:

- **Audit and Compliance Committee:** Analyzes the results audited by the external and internal auditor to evaluate achievement of the objectives for the variable remuneration.
- **Sustainability and Social Responsibility Committee:** Prepares reports related to the achievement level of the operative, financial and non-financial targets based on the results audited by the company's external and internal auditor.
- **General Counsel:** Prepares, together with HR Management, the mandatory formal documents (i.e. reports and proposals) related to the approval of the Remuneration Policy.
- **Human Resources:** Prepares the proposals related to the design and drafting of the Remuneration Policy applicable to the executive directors.



Temporary exceptions to the Policy

The Company may apply, within the current regulatory framework, temporary exceptions on all or some of the remuneration items described in this Remuneration Policy, depending on the particular needs of the Company's business, as well as those arising from the macroeconomic context in the geographical areas in which the Company operates.

(i) Circumstances in which temporary exceptions could apply

Exceptional circumstances will only cover situations in which the exception to the Remuneration Policy is necessary to serve the long-term interests and sustainability of the Company as a whole or to ensure its viability. Among others, the following circumstances will be considered as exceptional:

- Profound strategic transformation of the business model.
- Significant regulatory or legal changes that substantially affect the activity.
- Sector-wide or macroeconomic crises of exceptional magnitude.
- Sudden changes in the geopolitical environment that materially affect operations.
- Need to retain or attract critical talent in the face of exceptional competitive situations in the talent market.
- Restructuring situations or business recovery plans.
- Significant corporate transactions (such as mergers, acquisitions, divestments, and spin-offs) which require remuneration adjustments to ensure their success.
- Circumstances that jeopardize the Company's operational continuity or competitive position.
- Force majeure situations, such as the following
 - Pandemics or other health emergencies of global or regional scope.
 - Natural disasters with a significant impact on operations.
 - Sudden changes in the geopolitical environment that materially affect operations.



(ii) Components of the Policy that may be subject to exception

The application of this exception would be limited to the following remuneration components of executive directors: Fixed Remuneration, Benefits in Kind, Long-Term Savings plans, Short-Term Incentive, and Long-Term Incentive.



(iii) Procedure for applying the exceptions

A reasoned proposal from the ARC will be required for the application of such exceptions, which must in all cases be reviewed and approved by the Board of Directors.

The ARC must verify the existence of one of the exceptional situations. For this purpose, it will: (i) conduct a detailed analysis of the situation and its impact on the Company; (ii) assess the alternatives available within the framework of the Policy; and, where appropriate, (iii) justify the need to apply the exception in a reasoned proposal submitted to the Board of Directors.

If deemed necessary, the ARC may seek the opinion of other Committees and/or independent external advisors on the reasonableness of the proposed measure.

(iv) Disclosure

The application of any exception will be duly detailed and explained in the corresponding Annual Directors' Remuneration Report.



Validity

This Policy replaces the Directors' Remuneration Policy approved by the General Shareholders' Meeting held on 25 April 2024. It will enter into force on the date of its approval by the General Shareholders' Meeting and will maintain its validity until 31 December 2029, without prejudice to any adaptations or updates that may be implemented by the Board of Directors, where appropriate in accordance with the provisions set out herein, as well as any amendments that may be approved by the General Shareholders' Meeting of **Puig** Brands.