

## OPERATING RULES OF THE SHAREHOLDERS' ELECTRONIC FORUM

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### 1. Introduction

In accordance with the provisions of article 539.2 of the Companies Law (*Ley de Sociedades de Capital*), Prosegur Compañía de Seguridad, S.A. (the “**Company**”) approves the operating rules of the forum (the “**Rules**”), which are part of the Company's Corporate Governance System, related to the Shareholders' Electronic Forum (the “**Forum**”) that will be created on the Company's corporate website ([www.prosegur.com](http://www.prosegur.com)) from the call of the meeting and up until each General Shareholders' Meeting is held.

### 2. Forum Rules

The Rules regulate the setting up of the Forum by the Company and its availability, as well as the guarantees, terms, and conditions for access and use by the Company shareholders any voluntary shareholder associations that may be set up in accordance with the current law.

The Rules supplement, regarding the Forum, the legal terms for access and use of the Company's corporate website ([www.prosegur.com](http://www.prosegur.com)) (the “**Conditions for Access to and Use of the Website**”), which will fully apply to the access and use of the Forum in all matters which are not modified or incompatible with the provision of the Rules.

The Company reserves the right to modify, at any time and without previous notice, the appearance, configuration, operation, and contents of the Forum; the Conditions for Access to and Use of the Website, and these Rules, without prejudice to the legal provisions.

### 3. Acceptance of the Forum rules

Registration as a Forum user (the “**Registered User**”) and access to and/or use of the Forum entail full and unreserved acceptance of the terms and conditions set out in the Rules and the Conditions for Access to and Use of the Website.

The Company will be regarded as the Forum administrator (the “**Administrator**”) under the terms and with the powers established in the Rules, reserving to itself the power of interpretation in the event of any doubt or dispute regarding its use.

#### **4. Object and purpose of the Forum**

The Forum is set up for the exclusive purpose of facilitating communication with Company shareholders on the occasion of the calling of the General Shareholders' Meeting and until such meeting is held.

By virtue thereof, Registered User may send for publication in the Forum, communications whose object is exclusively:

- proposals intended to be presented as a supplement to the agenda set out in the call notice to the General Shareholders' Meeting, including one or several points in the agenda;
- requests for support to those proposals;
- initiatives to achieve a sufficient percentage to exercise the right of minority set out in the law; or
- offers or requests for voluntary representations.

The call notice is published in the "Shareholders and Investors" section in the Company corporate website ([www.prosegur.com](http://www.prosegur.com)), including the agenda for each General Shareholders' Meeting and specifying the rights and duties of the Company shareholders, as well as the terms for their exercise, without prejudice to the regulations in force at any time.

More specifically, it is expressly stated that under article 15.2 of the Company's by-laws, any shareholders requesting the publication of a proposal intended to be presented as a supplement to the agenda set out in the call notice to the General Shareholders' Meeting, including one or several points in the agenda, must represent, at least, three per cent of the share capital. This right must be exercised within five days from the publication of the call notice by due notification to be received in the Company's registered office.

#### **5. Registered Users**

Access to and use of the Forum is exclusively reserved to the individual shareholders of the Company, as well as the validly constituted voluntary associations of shareholders which are registered in the special register set up at the CNMV (the Spanish Securities Market Commission).

In order to access and use the Forum, the shareholders and voluntary shareholder associations must register as a "Registered User" by filling in the relevant Registered Forum User registration form, accrediting their status as an individual shareholder of the Company or a voluntary shareholder association duly constituted and registered at the CNMV as specified in the form.

In the case of shareholders who are legal entities and voluntary shareholder associations, the representation of the person who intends to gain access to the Forum must be justified on the registration form, in the manner set out therein.

For subsequent access to and communications on the Forum it will be possible to demand that a special form for use be filled in.

The access and use of the Forum by Registered Users is conditional upon maintenance at all times of the position of Company shareholder under the applicable regulations or of voluntary shareholder association duly constituted and registered.

Should the Forum Administrator have reasonable doubts at any time regarding the fulfilment of these conditions by a Registered User, the Registered User may be requested to prove fulfilment of those terms. The Forum Administrator may request the submission of any information or which it considers appropriate for the verification of the points here set out.

The Administrator may require additional information, suspend or deregister the Registered Users who do not accredit the fulfilment of the above-mentioned conditions.

The communications made by shareholders who lose this status prior to the holding of the General Shareholders' Meeting will automatically be deleted, as well as those communications related with or linked to them.

## **6. Access to the Forum and publication of communications**

### **6.1 Access to the Forum**

Any Registered User will have access to the Forum and may consult the communications made by other Registered Users.

It will only be published in the Forum the communications made by the Registered Users in relation with the questions indicated in section 4 above and it is not intended to serve as a mechanism for electronic conversation between Registered Users nor as a place of virtual debate. Therefore, the Administrator will only add to the Forum those communications which are appropriate under the law and the Company's Corporate Governance System. No other comments on these communications will be published.

### **6.2 Publication of messages**

Any Registered User may send communications pertaining to any of the matters described in section 4 above, which will be published in the Forum by the Administrator following the technique procedures established at any time.

Communications will be sent exclusively as a text, and, once published, will be accessible to any other Registered User.

Communications sent by Registered Users are sent on a personal basis, and, except for the case of shareholder association duly authorised under the law and these Rules, no messages from shareholder representatives, groups, and agreements, depository institutions, financial brokers, and other persons acting for or on behalf of shareholders will be published.

Requests for publication of communications will be made using the forms available on the Forum for this purpose, and will include:

- identification of the Registered User who makes the communication;
- text of the communication, indicating in a precise manner the content of the initiative; and
- brief justification of the communication.

Any communication published on the Forum will include the identity (name and surname, in the case of the individuals, corporate name in the case of legal entities, and name and number of registration in the register of the CNMV, in the case of shareholder associations, as well as, in the two latter cases, the identity of their respective representatives) of the Registered User sending it and specifying the date and time of inclusion.

By formulating a communication, the Registered User, responsible for the same, declares and guarantees that the content is licit and in accordance with the current legislation, the Rules and the demands of good faith, that it has all the authorisations and permits necessary to formulate the communication in question and that it does not violate any rights of third parties.

The Administrator may verify the accordance of the communications that it is intended to make with the current legislation, the Rules and the demands of good faith and may deny the incorporation to the Forum or withdraw from the same any communication that it considers not to be in accordance with the same. Likewise, the Administrator may answer any communication formulated by the Registered Users through the e-mail address supplied by the Registered User or by means of any other route of communication that it deems appropriate.

### **6.3 Content of the communications**

Any use of the Forum by the Registered Users must take place with total respect for the current legislation, in accordance with the Rules and with respect for the demands of good faith. In consequence, it is expressly prohibited to:

- infringe the legitimate rights, goods and interests of the Company, of other Registered Users and of third parties, such as their rights of intellectual and industrial property, religious freedom, reputation, honour and privacy, protection of data of a personal nature and any other legal goods, rights, or interests protected by the legal system;
- introduce information or data of a personal nature of third parties without the consent of the owner of the data or the adoption of the identity of a third party;
- incorporate contents or expressions which are discriminatory, racist, sexist, violent, xenophobic or in any other way offensive or degrading;
- incorporate all kinds of improper materials or those which are contrary to the dictates of good faith;
- supply information of any kind aimed at the commission of penal, civil or administrative illicit actions;
- carry out any actions (or supply information to third parties) which make it possible to avoid the technical restrictions which the different materials or programmes of the Forum might have so as to avoid unauthorised uses;
- include content or material without the proper authorisation from the owners of the rights of intellectual or industrial property;
- damage, render useless, overload or cause the operation of the Forum to deteriorate or to do so to the computer equipment of the Company, of other Registered Users or of third parties, as well as the documents, files and any stored content in such computer equipment (hacking); or

The inclusion of any advertising by the Registered Users is absolutely forbidden.

Any Registered User that might become aware that any kind of Forum contents or contents provided through the Forum is in breach of the law, the Rules, or the standards of good faith may notify the Administrator by means of the email address given in section 12 below. This will entail no liability for the Company, even if it does not undertake any measures in this regard.

Registered Users undertake to make diligent, proper, and adequate use of the Forum in compliance with the law, these Rules, and the standards of good faith, as stipulated in section 4 above.

#### **6.4 Removal of messages after the General Shareholders' Meeting**

At the end of the General Shareholders' Meeting, the Administrator reserves the right to eliminate and erase all the communications of the Forum which refer to the same.

#### **7. Scope of the Forum**

The Forum is not a channel for communication between the Company and the Registered Users.

By virtue of this, no communication made to or published in the Forum may be understood under any circumstances as a notification to IAG for any purpose, and, in particular, for purposes of the exercise of any right of which the Registered Users are the holders, individually or collectively, nor may it replace the legal and Company Corporate Governance requirements for the exercise of any rights or the development of initiatives and actions of shareholders.

Any rights and powers to be exercised by the shareholders must be exercised through the instruments legally established for this purpose under the law and the Company's Corporate Governance System. The Forum will in no case be a valid instrument for this purpose.

#### **8. Responsibility of the Administrator**

##### **8.1 Scope of the responsibility**

The Company does not take responsibility for the exactness, veracity, validity, legality or relevance of the communications sent by the Registered Users, nor for the opinions expressed by them.

The Company is only responsible for its own services and contents directly created by it and identified with its copyright as a brand or the intellectual or industrial property of the Company.

By accessing and/or using the Forum, any Registered User declares to be aware and accept that they use the Form under their sole and exclusive responsibility.

##### **8.2 Contents**

Registered Users may only send communications regarding any of the matters described in section 4 above.

The Administrator expressly reserves the right to deny access and/or use of the Forum and not to publish or to withdraw communications formulated by those

Registered Users who breach the current legislation, the Rules or the demands of good faith.

The Administrator has the power but not the obligation to control use of the Forum and its contents, which are the exclusive responsibility of the Registered Users who formulate them. In any case, the Administrator may establish tools of filtration and moderation of the content of the communications or withdraw contents when it is considered that they may be illicit or contrary to the Rules or the demands of good faith.

The Registered Users will answer for the damages that the Company, another Registered User or any other third party may suffer as a consequence of the access to and/or use of the Forum (including, in particular, the formulation of communications) breaching the current legislation, the Rules or the demands of good faith.

## **9. Absence of a licence**

The Company authorises Registered Users to use the rights of intellectual and industrial property relative to the computer application installed in the Company server or a third party executing the services that constitute the Forum only in order to use them for the purposes established in section 4 above, under the terms and conditions established in these Rules.

The Company grants no licence or authorisation for use of any kind over its intellectual or industrial property rights or over any other property or right connected to the Forum other than that established in the foregoing paragraph.

Registered Users must refrain from obtaining or trying to obtain access to and use of the Forum and its contents by any means or procedures other than those made available or specified for this purpose.

## **10. Cost of use**

Access to and use of the Forum by Registered Users is free of charge, except the cost of the connection via the telecommunications network supplied by the supplier of access contracted by each Registered User.

## **11. Security and Personal Data Protection**

The points regarding the security and protection of personal data included in the Conditions for Access to and Use of the Website will apply to the Forum. In particular, the personal data provided by Registered Users or generated as a result of use of the Forum will be processed by the Company to establish, manage, and

supervise the operation of the Forum as established in these Rules and in the applicable regulations.

Registered Users expressly accept and authorise the publication of their personal data in the Forum.

The rights established in the personal data protection regulations will be exercised by sending a letter including a photocopy of the Registered User's National Identification Number, to the Data Protection Department of PROSEGUR COMPAÑÍA DE SEGURIDAD, S.A., at calle Pajaritos, 24 – 4ª planta 28007-Madrid, or else to the email address [arco@prosegur.com](mailto:arco@prosegur.com).

## **12. Email inbox**

Registered Users who have suggestions or proposals to improve the Forum or who require technical assistance or who wish to make complaints about contents that do not comply with these Rules may write to the Company email address specified for this purpose in the Forum.

The goal of this email inbox is answering Registered Users' messages and improving the Forum quality, and will involve no liability for the Administrator.