

REPORT ON RELATED PARTY TRANSACTIONS

In accordance with Recommendation 6 of the Good Governance Code of Listed Companies approved in February 2015 by the CNMV and amended in June 2020, the company's Audit Commission issues this report on related-party transactions.

I. Framework: the Law, the Board of Directors Regulations and the Good Corporate Governance Recommendations

On 18 February 2015, the new Good Corporate Governance Code for Listed Companies was approved by the CNMV Board Resolution, which was amended in June 2020 (hereinafter, "the Code").

Currently, Recommendation 6 of the Code states the following:

"Listed companies that prepare the reports listed below, whether mandatory or voluntary, should publish them on their website sufficiently in advance of the ordinary general meeting, even if their publication is not mandatory:

- a) Report on the independence of the auditor.*
- b) Reports on the functioning of the audit commission and the nominations and remuneration commission.*
- c) Report of the audit commission on related-party transactions.*
- d) Report on the corporate social responsibility policy".*

Likewise, in accordance with the provisions of article 529quaterdecies.g) of the Capital Companies Act, the Audit Commission must report on related-party transactions to be approved by the Shareholder's General Meeting or the Board of Directors and supervise the internal procedure established by the company for those whose approval has been delegated.

Along the same lines, in accordance with the Regulations of the Board of Directors of the company, among the functions attributed to the Audit Commission of Almirall, S.A. is that of reporting to the Board of Directors on related-party transactions. This function is provided for in article 13.2 of the Board of Directors' Regulations:

"To report, in advance, to the Board of Directors on all matters provided for in the Law, the Articles of Association and the Board Regulations and, in particular, on: [...] (iii) transactions with related parties.

Supervise compliance with regulations on related-party transactions. In particular, it shall ensure that information on such transactions is disclosed to the market, in compliance with current legislation".

We should also bear in mind that article 35 of the Regulations of the Board of Directors of Almirall, S.A. provides as follows:

*1. The carrying out by the Company of any transaction with Directors and shareholders owning significant shareholdings for the purposes of Stock Market Legislation **shall be subject to authorisation by the Board of Directors, subject to a prior favourable report from the Audit Commission.** The Board's authorisation shall not, however, be required for related-party transactions that simultaneously meet the following three conditions: (i) they are carried out under contracts whose terms and conditions are standardised and applied en masse to a large number of customers; (ii) they are carried out at prices or rates generally established by the party acting as supplier of the good or service in question; and (iii) the amount thereof does not exceed 1% of the Company's annual revenues.*

2. The Audit Commission and the Board of Directors, before authorising transactions of this nature to be carried out by the company, shall assess the transaction from the point of view of equal treatment of shareholders and market conditions.

II. Related party transactions during the year 2024

During 2024 Almirall has entered into the following related party transactions:

- *Lease of Headquarters Building located at Ronda General Mitre, 151 to Sinkasen S.L.U for 3,293 thousand euros.*
- *Provision of other services by Grupo Corporativo Landon S.L. for 49 thousand euros.*
- *Re-invoicing of various works on the floors of the Headquarters Building located at Ronda General Mitre, 151 to Sinkasen S.L.U. for 129 thousand euros.*

The Audit Commission has examined and analysed the aforementioned related-party transactions and has reported favourably on them to the Board of Directors. Given the insignificance of these transactions, no authorisation was required from the Board of Directors to carry them out.