

# PROEDUCA

## TO BME GROWTH

Pursuant to the provisions of article 17 of EU Regulation no. 596/2014 on Market Abuse and article 227 of Law 6/2023 of 17 March on the Securities Markets and Investment Services, as well as Circular 3/2020 of the BME Growth segment of BME MTF Equity ("**BME GROWTH**") hereby informs you of the following:

## OTHER RELEVANT INFORMATION

We inform that the Extraordinary General Shareholders' Meeting of Proeduca Altus, S.A. ("**Proeduca**" or the "**Company**") held on 28 May 2025 has resolved, among other matters, the delisting of all the shares representing the Company's share capital from the BME Growth segment of BME MTF Equity ("**BME Growth**"), and the launch by the five principal shareholders of the Company, namely Proeduca Summa, S.L., Sofina SA, Academia Bidco, S.L.U., Asúa Inversiones, S.L., and Renta Génova, S.L. (the "**Offerors**") of a public takeover bid for the Company's shares (the "**Offer**"). This resolution was approved by 99,99427834% of the Company's share capital present or represented at the General Meeting.

The Offer is addressed to all holders of the Company's shares (including treasury shares) other than the Offerors. The Offer is structured as a sale and purchase, with the total consideration consisting of cash, which shall be paid at the time of settlement. The Offer price has been set at €34.01 per share. The Offerors shall purchase the shares of the Company tendered in the Offer on a pro-rata basis to their respective holdings in the share capital of Proeduca (disregarding for such purposes those held by the shareholders other than the Offerors).

The acceptance period for the Offer is one month, running from 30 May 2025 (i.e., from 30 May 2025 to 30 June 2025, both inclusive), without prejudice to any possible extension as the Offerors may decide at their discretion, by unanimous consent, which will be duly announced by means of the corresponding other relevant information communication, if applicable.

Banco Santander, S.A., as the Offer's agent, will provide custodians of shares of the Company who are participating entities of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) with the corresponding operational procedure so that shareholders other than the Offerors may submit their acceptance through their custodians. Shareholders wishing to accept the Offer must contact the custodian where their shares are held and submit a written tender statement. The shares tendered in the Offer must be free from any liens or encumbrances. Tender statements in respect of the Offer may be withdrawn up until 27 June 2025, inclusive, being the second-to-last business day of the Offer tender period.

Once the acceptance period (including any extensions) has concluded, the Company will announce, by means of an other relevant information notice, the total number of valid acceptances received. The settlement and payment of the Offer price will then take place in accordance with the procedure established by Iberclear.

Following the settlement of the Offer, expected to be around 9 July 2025, the Company will apply for the delisting of all its shares from BME Growth.

Shareholders may direct any queries to the following email address:

[accionistas@grupoproeduca.com](mailto:accionistas@grupoproeduca.com)

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In accordance with the provisions of the aforementioned Circular 3/2020, it is hereby stated that the information provided has been prepared under the sole responsibility of the Company and its directors.

We remain at your disposal for any further clarification you may require.

Yours sincerely

Madrid, 29 May 2025

Mrs. Cristina Ruiz Ortega  
Chair of the Board of Directors of Proeduca Altus, S.A.