



CALL OF THE GENERAL ORDINARY SHAREHOLDERS' MEETING OF VALENCIA CLUB DE FÚTBOL, S.A.D.

The Board of Directors of VALENCIA CLUB DE FÚTBOL, S.A.D. (the "**Company**") has resolved the call for the General Ordinary Shareholders' Meeting (the "**GSM**"), which shall be held in the VIP Box of the Mestalla Stadium, located at Avenida Suecia, s/n, Access entry VIP Box, 46010 Valencia, on 16 December 2021, at 10:00 hours on first call, and on 17 December, at the same time, on second call, in order to discuss and resolve about the items included in the following agenda:

AGENDA

1. Review and approval, if appropriate, of the Annual Accounts (Balance Sheet, Profit and Loss Account, Notes to the Accounts, Statement of Changes in the Shareholders' Equity and Statement of Cash Flow), as well as the Management Report of the Company and the consolidated group, corresponding to the financial year 2020/2021, as well as the management carried out by the Board of Directors within this term and the proposal of the allocation of the results of the financial year.
2. Re-election of Directors.
3. Re-appointment of Ernst & Young, S.L. as auditor of the Company and the consolidated group for the financial year 2021/2022.
4. Increase of the Company's share capital in an amount of €12,980,298 up to the amount of €34,571,874 by means of the conversion of a loan, through the issuance of 2,163,383 new ordinary and nominative shares, numbered from 3,598,597 to 5,761,979, both inclusive, of the same class and series as the existing ones, with a nominal value of €6 each of them, and a global share premium amounting to €30,287,362, equivalent to €14 per share; with no pre-emption rights in accordance with the provisions set forth in article 304 of the Spanish Companies' Act; and subsequent amendment of article 5 of the Company's by-laws.
5. Increase of the Company's share capital in an amount of €24,519,336, up to an amount of €59,091,210, against a cash contributions, through the issuance of 4,086,556 new ordinary nominative shares, of the same class and series as the existing ones, numbered from 5,761,980 to 9,848,535, both inclusive, with a nominal value of €6 each of them, and a global share premium amounting to €57,211,784, equivalent to €14 per share; with pre-emption right in accordance with article 304 of the Spanish Companies' Act, and subsequent amendment of article 5 of the Company's by-laws. Pursuant to article 311 of the Spanish Companies' Act, it is expressly foreseen the incomplete subscription of the share capital increase, in the way that, if the share capital is not completely subscribed, the amount of the share capital increase will be limited to the nominal value of the shares effectively subscribed and paid within the corresponding period for the exercise of the pre-emption right, with no effect relating to the remaining. Delegation of authorities in favour of the Company's Board of Directors for the execution of the resolution.

In accordance with the provisions of articles 272 and 287 of the Spanish Companies' Act, the shareholders are informed that, from the moment of publication of the call notice of the GSM, they are entitled to review in the Company's registered office located in Valencia, Plaza Valencia Club de



Fútbol, No. 2 (the “**Company’s Registered Office**”), and to request the immediate submission or free delivery of the documents to be approved by the GSM, including the Annual Accounts and the Management Report of the Company and the consolidated group corresponding to the 2020/2021 financial year, along with the respective audit reports, as well as the complete text and the report issued by the Board of Directors of the Company relating to the proposed share capital increases and amendment of the Company’s By-laws, and the certificate of the annual accounts’ auditor in relation to the share capital increase by means of credits compensation.

In addition, pursuant to the provisions of article 203 of the Spanish Companies’ Act, the shareholders are informed that the Board of Directors has resolved to request the presence of a Notary Public to record the Minutes of the GSM.

ATTENDANCE RIGHT

Pursuant to article 11.2 of the Company’s By-laws, shareholders holding at least three thousand five hundred ninety-eight (3,598) shares registered in the Shares’ Registry Book five (5) days prior to the date of the GSM have the right to attend the GSM.

In accordance with the provisions of the Company’s By-laws, shareholders owning a smaller number of shares than the one indicated in the preceding paragraph may group together, conferring their representation, in writing and especially on the occasion of this GSM, to one of them for representation and attendance to the GSM.

In addition, pursuant to the provisions of articles 11.3, 11.4 and 11.5 of the Company’s By-laws, shareholders with attendance right may be represented at the GSM by another shareholder with attendance right.

The conferred groupings and representations must be communicated by one of the following vias: (i) in person at the Fan Area, located at Plaza del Valencia C.F., 2 46010 Valencia (the “**Fan Area**”) - it will only be possible to go to the Fan Area during the opening hours from Monday to Friday from 09:00 to 14:00 hours, upon request for a prior appointment at the following link: <http://citaprevia.valenciacf.com>; or (ii) by certified mail sent to the Fan Area; or (iii) at the web address <https://support.valenciacf.com/hc/es/requests/new>; having in any case to (i) prove the corresponding ownership over the shares and/or the conferred representation, and (ii) provide a copy of the national identity card or passport of the shareholder/s grouped or, as the case may be, represented, at least five (5) days prior to the holding of the GSM on first call. Therefore, the deadline for the communication of the grouping or representation shall be 11 December 2021, at 10:00 hours.

The Board of Directors shall publicly display, with at least two (2) days prior to the holding of the GSM on the first call, on the notice board at the Company’s Registered Office, a detailed list of the possible granted groupings or representations, with the express indication of the representative shareholder and the represented shareholders, and of the various members constituting the grouping, also indicating the number of shares in each case.

TELEMATIC ATTENDANCE

Pursuant to the provisions of articles 11.2 and 11.7 of the Company’s By-laws, the shareholders with attendance right to the GSM, i.e., the shareholders holding at least three thousand five hundred



ninety-eight (3,598) shares registered in the Shares' Registry Book five (5) days prior to the date of the GSM, may attend the GSM telematically through the platform to be enabled at the URL <https://juntaaccionistas2021.valenciacf.com/>, available on the Company's corporate website <https://www.valenciacf.com>. Telematic attendance will be possible from any device with access to internet (including smartphones and tablets).

To this effect, shareholders or their representatives who are entitled to attend the GSM pursuant to the provisions of the Company's By-laws may exercise their right through telematic means following the instructions set out below:

a) Request for credentials

The shareholders who wish to attend the GSM by telematic means must request, from the publication of the call and before 10:00 hours of the day 14 December 2021, the necessary credentials to access the remote assistance platform to access the GSM, or by filling the specific form to request telematic assistance that is available in the corporate website of the Company (<https://www.valenciacf.com>).

After the end of the abovementioned deadline, no request for credentials to exercise the right to telematic assistance will be accepted.

The shareholder must provide the data and supporting documentation indicated in the aforementioned form of the platform. After the correct registration of the request for credentials and, once the shareholder's ownership has been duly verified by the Company, the Company shall provide the shareholder (at the e-mail address indicated by the shareholder in the request for credentials) with the instructions and credentials required for connection to the remote assistance system.

Telematic attendance will in any case be subject to the verification that the registered shareholder is entitled to attend the GSM in accordance with the provisions of the Company's By-laws. The Company reserves the right to request the shareholders any additional means of identification it deems appropriate to verify their condition as shareholders and to guarantee the authenticity of the remote attendance to the GSM.

Those shareholders who wish to delegate its vote or to attend the GSM by means of a representative must comply with the requirements and formalities set out in the Law and the Company's By-laws.

b) Connection, registration, and attendance

The shareholder, or the representative of the shareholder, who has obtained its credentials to attend the GSM by telematic means must log in with the aforementioned credentials at the URL <https://juntaaccionistas2021.valenciacf.com/> included in the corporate website <https://www.valenciacf.com>, between 9:30 hours until the end of the voting period for the proposals regarding items on the Agenda on 16 December 2021 if the GSM is held on first call, or within the same time period on 17 December 2021, if the GSM is held on second call.

Registration of attendees outside the abovementioned time period will not be accepted.

Shareholders or their representatives who have properly accessed the GSM may follow it on streaming through the platform enabled for this purpose.



c) Interventions and questions

From 10:00 hours on 9 December 2021, that is, from the seventh (7th) day prior to the scheduled date for the holding of the GSM, until the moment in which the GSM is declared to be constituted, shareholders or their representatives who wish to intervene by telematic means in the GSM, request information or any clarification in relation to the items on the Agenda, or make any proposals as allowed by the Law, shall do so in writing through the form that will be provided for these purposes on the remote assistance platform.

The shareholders or their representatives attending by telematic means who wish their intervention to be recorded literally in the notarial minutes of the GSM must expressly and clearly indicate this on the form, including the referred literal intervention.

Any requests of information or clarification made by those attending the GSM by telematic means will be answered verbally during the GSM or, if they cannot be satisfied at that time, they will be answered in writing during the seven (7) days following the GSM, in accordance with the provisions of the Spanish Companies Act.

Likewise, the shareholders or representatives registered as remote attendees but who do not connect on the day of the GSM will not be considered telematic attendees, and the interventions, requests of information and proposals made by them during the registration process will not be taken into consideration.

In the event that the GSM is held on second call, the telematic attendees who had been connected on the first call must connect again in order to attend the GSM on second call.

d) Voting

The voting on the proposals regarding items on the Agenda shall be made through the remote assistance platform from the moment in which the GSM is declared to be constituted, and until the President or, where appropriate, the Secretary of the GSM, announces the completion of the voting period for the proposed resolutions regarding the items included in the Agenda.

e) Other matters

Access to the platform enabled for the holding of the GSM, in any case, will be made by the shareholders through a unique, personal and non-transferable access code system. It is the sole responsibility of the shareholder to keep the credentials to access and use the enabled platform.

Shareholders are also expressly advised that the Company reserves the right to modify, suspend, cancel or restrict the mechanisms of remote attendance or delegation or voting to the GSM for technical or security reasons.

The Company shall not be liable for any damages that may be caused to the shareholder or its representatives as a result of the lack of availability of the platform enabled for the holding of the GSM, as well as for breakdowns, overloads, line failures, connection failures or any other event of the same or similar nature, beyond the control of the Company, that may difficult or prevent the use of the remote assistance mechanisms. Notwithstanding to this, the Company, in these cases, reserves the right to adopt the measures that each situation may require, among them, the eventual



temporary suspension or postponement of the GSM if this was necessary to guarantee the full exercise of their rights by the shareholders or their representatives.

REMOTE DELEGATION AND VOTING

In accordance with the provisions of article 11.8 of the Company's By-laws and article 189 of the Spanish Companies' Act, shareholders may delegate or cast their vote in relation to the items on the Agenda prior to the holding of the GSM, by means of remote communication, provided that they comply with the legal and statutory requirements, and with those set forth in this call.

Those shareholders who wish to delegate or vote remotely prior to the holding of the GSM may do so by means of the filling out of the remote delegation and voting card that shareholders may request at the Company's Registered Office; or download it from the electronic headquarters of the Company's corporate website <https://www.valenciacf.com>.

The remote delegation and voting card shall be duly completed, signed by hand, and sent to the Company, together with the documents indicated on the card itself, by one of the following means: (i) in person at the Fan Area; or (ii) certified mail to the Fan Area; or (iii) at the web address <https://support.valenciacf.com/hc/es/requests/new>.

Only the remote delegations and votes received by the Company before 10:00 hours on 11 December 2021 shall be considered valid, and those received after that date shall not be counted.

Shareholders who cast their vote remotely in the terms set forth above shall be considered as present for the purposes of the constitution of the GSM.

Shareholders are also expressly advised that (i) remote voting shall render ineffective any previous delegation, which shall be deemed revoked, or subsequent, which shall be deemed not to have been granted; (ii) in the event that a shareholder validly carries out several delegations and/or votes remotely, the last one received by the Company shall prevail; and (iii) the personal attendance (physically or by telematic means) of the shareholder (who has attendance right) to the GSM who had previously remotely delegated or voted prior to the holding of the GSM shall render the delegation or vote granted by remote means of communication null and void.

OTHER MATTERS

In case of any event in relation to the evolution of COVID-19 and the corresponding measures that may be adopted by the administrative or health authorities, the Company will update the information contained in this notice, so shareholders are advised to periodically review the information available on the Company's corporate website <https://www.valenciacf.com>.

In Valencia, 16 November 2021.

The Secretary of the Board of Directors.