VIRTUALWARE

PROXY CARD

EXTRAORDINARY GENERAL MEETING 2026

VIRTUALWARE 2007, S.A.

Proxy card for the Extraordinary General Meeting of Virtualware 2007, S.A. (the "**Company**"), to be held on **September 21, 2026** at **10:00** at first call and, where applicable, at the same time on the following day at second call, at the registered office, located at Calle Usausuaga, 7, Basauri (where it is expected to be held at first call).

Shareholder identification details

Name or company name:	Tax number (NIF)	Number of shares owned	Entity in which they are deposited

The shareholder awards their proxy for this General Meeting in favor of (*please indicate one of the two options*):

- ◻ Board of Directors (it being understood that in this case the proxy is granted in favor of the Chairman of the Board of Directors)
- ◻ Mr./Ms. Mr./Ms. ___________________________________, holder of tax number (NIF) _______.

  In the event of a conflict of interest of the representative to whom the shareholder grants representation, the proxy will be understood to extend to the Chairman, and in the event of a conflict of interest of the Chairman, to the Secretary of the Board of Directors, subject to any express and specific instructions to the contrary from the shareholder on the attendance, proxy, and voting card.

With the following precise voting instructions:

1) With respect to the proposed resolutions formulated by the Board of Directors on the matters included in the Agenda, I hereby grant my proxy to the aforementioned person to vote in favor of the aforementioned proposals, with the exceptions that, if applicable, are indicated below:

Item of the Agenda	For	Against	Abstention	Blank
One				
Two				
Three				

2) With respect to the proposed resolutions included as a supplement to the notice of meeting and in which there is no proposed resolution of the Board of Directors, I also grant my proxy to the aforementioned person to **abstain** from the aforementioned proposals, with the exceptions that, if applicable, are indicated below:

____

____

3) With respect to the proposed resolutions not included in the Agenda, revocation and demand of responsibilities from Board Members, I also grant my proxy to the aforementioned person, so that they may **abstain** from the aforementioned proposals, even when they are in conflict of interest, with the exceptions indicated below, as the case may be:

____

____

Signature of the attendee or proxy	Signature of the person represented
In ____, on _________ 2026 Mr. /Ms.____________________________ Tax number (NIF) ___________________	In ____ , on _________ 2026 Mr. /Ms. ____________________________ Tax number (NIF) ___________________

* * * *

Rules and instructions regarding proxy by mail

Shareholders may award their proxy by mail. The attendance, proxy, and voting cards, duly completed and signed, may be sent to the Company by ordinary mail addressed to Calle Usausuaga, 7, 48970 Basauri, or by email to ir@virtualwareco.com. The shareholder who awards proxy by correspondence must indicate their name and surname(s) and accredit the shares they own, so that the information can be compared with that provided by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear). The proxy document must be signed by the shareholder and the signature must be notarized. In cases of voluntary representation, the powers of the proxy signing in the name and on behalf of the shareholder must be evidenced by a non-certified copy of the aforementioned proxy.

The shareholder who confers representation by correspondence must inform the designated proxy of the representation conferred in their favor. Representation conferred by correspondence must be accepted by the proxy. Accordingly, the proxy must sign the card, reserving a copy of the card to present it and hand it over at the shareholder registration desks at the place and on the date set for the General Meeting. Therefore, the person in whose favor the proxy is awarded by mail must exercise it by attending the General Meeting in person. The card must be sent to the Company before the meeting by ordinary mail to Calle Usausuaga, 7, 48970 Basauri, or by email to ir@virtualwareco.com.

The proxy conferred by correspondence may be revoked expressly by the shareholder by the same means used to confer the proxy in the term established for conferring it or by attendance of the shareholder at the General Meeting. A shareholder who confers proxy by correspondence and does not check any of the voting instruction boxes for the items on the agenda will be deemed to wish to vote in favor of the respective proposals made by the Board of Directors.

In the event of a conflict of interest of the representative to whom the shareholder grants representation, the proxy will be understood to extend to the Chairman, and in the event of a conflict of interest of the Chairman, to the Secretary of the Board of Directors, subject to any express and specific instructions to the contrary from the shareholder on the attendance, proxy, and voting card.

If, as a result of the exercise of the right to include new items on the agenda corresponding to shareholders representing at least five percent (5%) of the capital stock, a supplement to the call is published, shareholders who have delegated their representation or who have cast their vote prior to the publication of said supplement, may:

(a) award proxy again with the corresponding voting instructions or cast a new vote on all the items on the agenda (including both the initial items and the new items added by the supplement), in which case the proxy granted or the vote cast previously will be deemed to have been revoked and will cease to have any effect; or

(b) complete the corresponding voting instructions given to the initially appointed proxy (who must be the same person, where no other proxy may be appointed) only with regard to the new items on the agenda incorporated by means of the supplement, all in accordance with the procedures and methods mentioned in the preceding sections, and by the same means used in the proxy granted or the vote originally cast.

If the shareholder had cast a remote vote prior to the publication of the supplement and did not carry out any of the actions indicated under (a) and (b) above, it will be understood that they abstain with regard to such new items.

VIRTUALWARE

AGENDA

1. In accordance with Article 160 f) of the Companies Act, approval of the transaction consisting of the acquisition of Virtalis Holdings Limited.
2. Delegation of powers.
3. Reading and approval of the minutes of the meeting.