

**EXTRAORDINARY GENERAL SHAREHOLDER MEETING**  
**SPECIMEN OF ATTENDANCE CARD/ VOTE BY POST/ DELEGATION**

The extraordinary general shareholder meeting shall be held at the registered office in Alcobendas (Madrid), Avda. De Bruselas 26, **exclusively by remote means** on May 11 2021 at: 16:00 CET (first call) or on May 12 2021 at 16:00 (second call). Shareholders wishing to attend the General Shareholders Meeting, exercise their right to group together or award their representation **may obtain, from the corresponding deposit entities or the Company itself, after sufficient prior certification of their condition as shareholders, a nominative attendance and delegation card.**

**TELEMATIC ATTENDANCE**

The General Shareholders Meeting may be attended telematically by shareholders who hold 100 or more shares registered in their name in the corresponding annotations-in-account register five days prior to the date on which the meeting is to be held, and **certify this fact by the corresponding attendance card or certificate issued by the corresponding deposit entities or in whatsoever other way laid down in current legislation. The shareholder who wish to attend to the meeting shall sign this attendance card in the below blank, and send it through a platform installed on the link "Extraordinary General Meeting 2021", section "Telematic Attendance" located on the Company's website [www.grupocodere.com](http://www.grupocodere.com), following the instructions therein.**

Signature of the shareholder attending

In ....., ..... 2021

**Mr/Mrs.**  
**Tax ID**  
**Number of shares**

**VOTE BY POST**

Shareholders who hold 100 or more shares registered in their name in the corresponding annotations-in-account register five days prior to the date on which the meeting is to be held, and certify this fact by the corresponding attendance card or certificate issued by the corresponding deposit entities or in whatsoever other way laid down in current legislation may, accordingly with art. 11 of the Bylaws, may exercise their right to vote by post. The shareholders who opt for distance voting shall be considered to be present for the constitution of the corresponding General Shareholder Meeting. For the intents and purposes of processing the votes issued by post, the votes must be received at least five days before the date set for the General Shareholder Meeting at first call, and those received later shall not be calculated (art. 25.4 Regulations of the General Shareholders Meeting of Codere S.A.).

| Issues on the agenda | 1                        | 2                        | 3                        | 4                        | 5*                       |
|----------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| In favor             | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Against              | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Abstain              | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

\*Item Five of the Agenda is for information purposes.

Signature of the voting shareholder

**Mr/Mrs.**  
**Tax ID**  
**Number of shares**    In .....2021

## PROXY

The shareholder to whom this card has been issued grants his proxy for this General Shareholders Meeting to: (please check the box, and appoint a representative. The shareholder must sign below, and attach the document which certifies his condition as shareholder as above said. The representative shall show an identity document, ID or passport).

Mr/Mrs. .... Tax ID.....

- Except otherwise indicated, proxy shall be deemed to be extended to those items not included in the agenda, that may be voted during the meeting, as well as proposed decisions not submitted by the Board of Directors.
- If you don't write the name of your proxy, it will be assumed that you have delegated your vote to the Chairman, Secretary or Vice Secretary of the Board of Directors of Codere S.A. in that order in case of absence or conflict of interest.
- If you have not included voting instructions, you have included as representative any of the aforementioned individuals, and he/she was in a conflict of interest, the proxy shall be deemed granted to any of the remaining, in the established order.

**Voting instructions:** (If you wish to provide express voting instruction to your proxy regarding all, or some of the items in the agenda, please complete the following table).

| Issues on the agenda | 1                        | 2                        | 3                        | 4                        | 5*                       |
|----------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| In favor             | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Against              | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Abstain              | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

\*Item Five of the Agenda is for information purposes.

Signature of the delegation shareholder

Proxy-Holder's signature

In ....., ..... de 2021

Mr/Mr  
Tax ID  
Number of shares

### **SHAREHOLDERS WISHING TO DELEGATE THEIR VOTE OR VOTE BY POST.**

Shareholders with attendance right (as per art. 11 of the Bylaws and art. 13 of the Regulations of the General Shareholders Meeting), that is, those shareholders who hold 100 or more shares registered in their name in the corresponding annotations-in-account register five days prior to the date on which the meeting is to be held, may award their representation to other person (even though said person is not a shareholder) by using the delegation formula. The representation shall be awarded by sending the attendance and delegation card duly completed and signed by the shareholder awarding the representation and also for his representative, or by remote means of communications that comply with the requirements laid down in art. 189.2 of the Spanish Companies Act.

The delegation card may be delivered in the register office or sent by post to General Secretariat, Avenida de Bruselas 26, Alcobendas (Madrid) and also by electronic means, through a platform installed in the Company's website ([www.grupocodere.com](http://www.grupocodere.com)), link "2021 Extraordinary Shareholders' Meeting" section "Representation" following the rules and instructions set out there.

Accordingly with art. 25 of the Regulations of the General Shareholders Meeting, for the intents and purposes of processing the votes issued by post or by the electronic remote means of communication, **the votes must be received at least five days before the date set for the General Shareholder Meeting at first call, and those received later shall not be calculated.**

### **SHAREHOLDERS WHO WISH TO GROUP THEIR SHARES**

Accordingly with art. 11 of the Bylaws and 13 of the Regulations of the General Shareholders Meeting, shareholders who do not hold at least 100 shares, may group them together with those of other shareholders who do not have the right to attend until they reach the required minimum, appointing a representative.

If you need further clarification, please contact with the General Secretariat by phone (+3400913542849) or by email ([juntageneral@codere.com](mailto:juntageneral@codere.com) o [inversor@codere.com](mailto:inversor@codere.com)).

### **AGENDA**

**FIRST.- Ratification of the execution by the Company of the so called, Lock-Up Agreement, in the context of the refinancing of the Company, as well as any other ancillary documents and transactions executed in such context.**

**SECOND.- Approval, to the effects of the provisions set forth in Article 160.f) of the Spanish Companies Law, of the amendment, extension, ratification or granting of security documents that may be needed to execute the financing transactions in the context of the refinancing.**

**THIRD.- Ratification and appointment of Mrs. Elena Monreal Alfageme as director.**

**FOURTH.- Delegation of faculties to formalise, interpret, rectify and execute the resolutions adopted by the General Meeting.**

**FIFTH.- Information on certain actions undertaken by a shareholder.**