



2026 Annual Shareholders' Meeting Call Notice

International Consolidated Airlines Group, S.A.

Pursuant to a resolution by the Board of Directors, the **Shareholders' Meeting of International Consolidated Airlines Group, S.A.** (the "**Company**") is called to be held in Madrid, at **Auditorio Rafael del Pino, Calle de Rafael Calvo 39A, 28010, Madrid** with the possibility of remote attendance, **on 18 June 2026, at 12 noon (CEST)**, on second call, provided that the legally required quorum is not reached and therefore the meeting cannot be held on the first call, scheduled for 17 June 2026 at 12 noon (CEST). Shareholders are informed that the Shareholders' Meeting will be held on the second call.

Contents

Contents	2
Important dates and times	3
Agenda	4
Annual accounts, corporate management and auditor	4
Shareholder remuneration	4
Directors' re-election, appointment and resolutions on directors' remuneration	4
Authorisations for the acquisition of own shares, for the issuance of shares and convertible or exchangeable securities and for the exclusion of pre-emptive rights	5
Delegation of powers	5
Board recommendation	5
Supplement to the call notice and proposed resolutions	5
Right to information	5
Right to attend the meeting	6
Proxy appointment and advance voting	6
Means for proxy appointment or advance voting	6
Deadlines for the appointment of proxies or advance voting	7
Rules of priority and validity of proxies	7
Limitation of Liability and Technical Contingencies	7
CREST Depository Interests (CDIs)	7
Voting - how and when to submit voting instructions	7
Direct CDI holders	7
CDI holders through the IAG Nominee Service	7
Attendance	8
Forms and communications	8
CREST Proxy Appointments - Additional Information	8
Remote attendance	9
Shareholders' electronic forum	10
Data protection	10
Additional information	10
Participation of a notary at the shareholders' meeting	10

Important dates and times

assuming that the Shareholders' Meeting is held on second call, as expected

Before the meeting

Request for information and clarifications on the matters of the agenda	until 13 June 2026
Date by which shares must be registered in the shareholder's name to attend and vote	13 June 2026
Direct CDI holders: submission of voting instructions to Computershare	by 17:00 (BST) on 11 June 2026
CDI holders through IAG nominee: submission of voting instructions to Computershare	by 11:00 (BST) on 11 June 2026
Receipt by the Company of proxies or remote votes by postal correspondence or by e-mail	before midnight on 17 June 2026
Receipt by the Company of proxies or remote votes by electronic means (website)	before midnight on 17 June 2026
Pre-registration for remote attendance	by 12:00 noon (CEST) on 16 June 2026

On the day of the meeting - 18 June 2026

Registration of remote attendees on the platform	between 09:00 and 11:30 (CEST)
Written presentations, resolution proposals and requests for information or clarifications by remote attendees	until 12:00 noon (CEST)
Voting through the online platform for remote attendance	until the end of the Shareholders' Meeting

Agenda

The Shareholders' Meeting is called in accordance with the following:

Annual accounts, corporate management and auditor

1. Approval of the 2025 financial statements and management reports of the Company and of its consolidated group.
 2. Approval of the consolidated non-financial information statement and sustainability information report for financial year 2025.
 3. Approval of the management of the Board of Directors during the 2025 financial year.
 4. Re-election of KPMG Auditores, S.L. as auditor of the Company and of its consolidated group for financial year 2026 and delegation of powers.
-

Shareholder remuneration

5. Approval of the proposal for the allocation of 2025 results.
 6. 2025 final dividend approval.
 7. Approval of a reduction in share capital by means of the cancellation of up to 461,166,953 shares (10 per cent of the share capital). Delegation of powers for the implementation thereof.
-

Directors' re-election, appointment and resolutions on directors' remuneration

8. Re-election and appointment of directors for the Corporate Bylaws mandated one-year term:
 - a. To re-elect Mr Javier Ferrán as non-executive independent director.
 - b. To re-elect Mr Luis Gallego as executive director.
 - c. To re-elect Ms Eva Castillo as non-executive independent director.
 - d. To re-elect Ms Margaret Ewing as non-executive independent director.
 - e. To re-elect Mr Maurice Lam as non-executive independent director.
 - f. To re-elect Mr Bruno Matheu as non-executive proprietary director.
 - g. To re-elect Ms Heather Ann McSharry as non-executive independent director.
 - h. To re-elect Ms Simone Menne as non-executive independent director.
 - i. To re-elect Mr Robin Phillips as non-executive proprietary director.
 - j. To re-elect Ms Päivi Rekonen as non-executive independent director.
 - k. To appoint Mr Daniel Pinto as non-executive independent director.
 9. Consultative vote on the 2025 annual report on directors' remuneration.
-

Authorisations for the acquisition of own shares, for the issuance of shares and convertible or exchangeable securities and for the exclusion of pre-emptive rights

10. Authorisation for the derivative acquisition of the Company's own shares by the Company itself and/or by its subsidiaries.
 11. Authorisation to the Board of Directors, with the express power of substitution, to increase the share capital pursuant to the provisions of Article 297.1 b) of the Spanish Companies Law.
 12. Authorisation to the Board of Directors, with the express power of substitution, to issue securities (including warrants) convertible into and/or exchangeable for shares of the Company. Establishment of the criteria for determining the basis for and the terms and conditions applicable to the conversion or exchange.
 13. Authorisation to the Board of Directors, with the express power of substitution, to exclude pre-emptive rights in connection with the capital increases and the issuances of convertible or exchangeable securities that the Board of Directors may approve under the authorities given under resolutions 11 and 12:
 - a. Up to 10 per cent of the share capital on an unrestricted basis.
 - b. Up to an additional 10 per cent of the share capital to be used for either an acquisition or a specified capital investment.
-

Delegation of powers

14. Delegation of powers to formalise and execute all resolutions adopted by the Shareholders' Meeting.
-

Board recommendation

The Board of Directors considers that each resolution proposed to the Shareholders' Meeting to be in the best corporate interests of IAG and shareholders as a whole and recommends that shareholders vote in favour of all resolutions.

Supplement to the call notice and proposed resolutions

Shareholders representing at least three per cent of the share capital may (a) request the publication of a supplement to this call notice, including one or more items on the agenda, provided they are accompanied by the rationale therefore or, if appropriate, by a well-founded proposed resolution; and (b) submit reasoned proposals for resolutions on items already included or to be included on the agenda. This right must be exercised by serving duly verifiable notice (including the relevant documentation evidencing shareholder status) which must be received at the registered office (El Caserío, Iberia Zona Industrial nº 2 (La Muñoza), Camino de La Muñoza, s/n, 28042 Madrid), marked for the attention of the Shareholder Office (IAG) within five days after the publication of this call notice.

Right to information

Under the applicable legislation and, in particular, Article 272 and related provisions of the Spanish Companies Law (*Ley de Sociedades de Capital*), shareholders may examine at the Company's registered office (El Caserío, Iberia Zona Industrial nº 2 (La Muñoza), Camino de La Muñoza, s/n, 28042 Madrid) or at the Shareholder Office

(IAG) (calle Martínez Villergas, 49, 28027 Madrid), Monday to Friday, from 09:00 to 16:00 (CEST) and may request the free delivery or dispatch of the following documents:

- the financial statements and management reports (which include the annual corporate governance report and the annual report on directors' remuneration) of the Company and of its consolidated group as well as the statement of non-financial information and sustainability information report, together with the related auditor's and assurance provider's reports, and the proposed allocation of results, all in relation to the financial year 2025; and
- the complete wording of the proposed resolutions prepared by the Board of Directors in relation to the items on the agenda and the reports issued by the Board in relation to items 7, 8.a) to 8.k) (which contain the professional profile and biography and other particulars of the directors whose re-election and appointment is proposed), and 11 to 13, on the agenda.

All the documents mentioned above are also available on the Company's website (www.iairgroup.com) both in Spanish and English. Shareholders who wish to obtain a copy of any of these documents are recommended to download them from the Company's website or request them by e-mail to the address accionistas@iairgroup.com.

Until the fifth day before the scheduled date for holding the Shareholders' Meeting, that is, until 13 June 2026, considering that the Shareholders' Meeting will be held on second call, shareholders may request any information or clarification, or submit in writing any questions, concerning the items on the agenda or any publicly available information provided by the Company to the CNMV (the Spanish Securities Market Commission) since the holding of the last Shareholders' Meeting, i.e. since 19 June 2025 and concerning the auditor's report.

Any requests for information or clarification and the submission of questions must be sent in writing by post to the registered office (El Caserío, Iberia Zona Industrial nº 2 (La Muñoza), Camino de La Muñoza, s/n, 28042 Madrid) or to the Shareholder Office (IAG) (calle Martínez Villergas, 49, 28027 Madrid) or by e-mail (to the e-mail address: accionistas@iairgroup.com (Spanish) or shareholder.services@iairgroup.com (English)), mentioning the name of the shareholder making the request, together with their DNI or passport number or shareholder reference number, and the address for the purpose of replying if it is to be sent by post.

Right to attend the meeting

Any shareholder who has shares registered in its name on the relevant record of book entries at least five days before the date scheduled for the Shareholders' Meeting, that is, not later than 13 June 2026, considering that the Shareholders' Meeting will be held on second call, and who fulfils the other requirements set out in the Corporate Bylaws, will be entitled to attend the Shareholders' Meeting in a speaking and voting capacity.

Proxy appointment and advance voting

All shareholders entitled to attend and vote at the Shareholders' Meeting may appoint a proxy to attend and vote on their behalf by fulfilling the requirements and formalities detailed below. Shareholders entitled to attend the Meeting may also vote in advance, without attending in person, by following the requirements detailed below.

Attendance, proxy and advance voting cards for shareholders will be issued by the institutions with which their shares are deposited. Attendance, proxy and advance voting card will also be available on the Company's website (www.iairgroup.com).

Means for proxy appointment or advance voting

Shareholders may appoint proxies or cast their vote prior to the Shareholders' Meeting in the following ways:

1. By postal correspondence or by e-mail: by sending their attendance, proxy and advance voting card, with the relevant section duly completed and signed, to the Shareholder Office (IAG) (calle Martínez Villergas, 49, 28027 Madrid); or by email to accionistas@iairgroup.com.
2. Electronically via our corporate website (www.iairgroup.com): by accessing the "Annual Shareholders' Meeting 2026" section, following the instructions given and using an electronic DNI (DNIe) or a digital signature based on a recognised and valid certificate issued by the Spanish Public Certification Entity (CERES) attached to Fábrica Nacional de Moneda y Timbre.

Shareholders that are legal entities must send to the Company a photocopy of a power of attorney with sufficient powers, evidencing the authority of the individual signing the attendance, proxy and advance voting card in the name of the legal entity.

Deadlines for the appointment of proxies or advance voting

Proxies appointed, or advance voting cast, using any of the above methods must be received by the Company no later than midnight on 17 June 2026, the day immediately preceding the scheduled Shareholders' Meeting, considering that the Shareholders' Meeting will be held on second call. Otherwise, proxies will not be considered to have been appointed for the meeting, and votes cast in advance will not be considered issued.

Rules of priority and validity of proxies

Attendance at the Shareholders' Meeting by the represented shareholder, whether in person, by remote attendance or by having voted in advance, will revoke the appointment of a proxy, regardless of the date of the appointment.

In order for the proxy to be valid, it must be accepted by the proxy-holder. Save for the provisions regarding remote proxies, proxy-holders must record their acceptance on the attendance, proxy and advance voting card that has been signed as required by the proxy-holder. Notwithstanding this, all the Board members have stated their personal decision to accept and carry out all proxies conferred on them, meaning that it will not be necessary for them to sign each individual attendance, proxy and advance voting card appointing them as proxies in order to leave record of their acceptance.

Limitation of Liability and Technical Contingencies

The Company will not be liable for any loss caused to shareholders as a result of malfunctions, overloads, line failures, connection failures or any other contingency of the same or a similar nature, beyond the control of the Company, that prevent the use of electronic mechanisms. The Company also reserves the right to modify, suspend, cancel or restrict the procedures for electronic voting and/or proxies where technical or security reasons make this necessary or obligatory. It is exclusively the responsibility of shareholders to keep their electronic certificates safe. The Company will not be liable for any loss caused to shareholders as a result of failures or delays caused by deficiencies in the postal service beyond the control of the Company.

CREST Depository Interests (CDIs)

In addition to the general provisions set out in the two preceding sections, the following specific arrangements apply to holders of CREST Depository Interests ("CDIs").

Voting - how and when to submit voting instructions

CDI holders may exercise the voting rights attaching to the underlying shares only by submitting voting instructions in accordance with the procedures described below. The deadline and method for submitting voting instructions depend on how the CDIs are held.

Direct CDI holders

Direct CDI holders must submit their voting instructions by no later than 17:00 (BST) on 11 June 2026 using one of the following methods:

- a. completing and returning a form of direction to Computershare Investor Services PLC ("Computershare"); or
- b. transmitting their instructions electronically through the CREST proxy appointment service, in accordance with the procedures set out in the CREST Manual (available at www.euroclear.com/CREST); or
- c. submitting their instructions online at www.eproxyappointment.com.

CDI holders through the IAG Nominee Service

Persons who hold an interest in CDIs through the IAG Nominee Service operated by Computershare Company Nominees Limited must submit their voting instructions by no later than 11:00 (BST) on 11 June 2026 through one of the following methods:

- a. completing and returning a form of instruction to Computershare ; or
- b. submitting their instructions online at www.eproxyappointment.com.

Attendance

CDI holders who wish to attend the Shareholders' Meeting (whether in person or remotely) and exercise the voting rights attaching to the underlying shares must be appointed as a proxy in respect of the underlying shares their CDIs represent. In order to be appointed as a proxy, CDI holders should complete and return a form of direction or form of instruction as detailed above to Computershare.

Forms and communications

CDI holders may download the applicable blank form from the Company's website (www.iairgroup.com). The form of direction is intended for direct CDI holders, and the form of instruction is intended for participants in the IAG Nominee Service.

Computershare will send an electronic notification to those CDI holders and participants in the IAG Nominee Service who have provided an email address to Computershare. For further information, CDI holders and participants in the IAG Nominee Service may contact Computershare on +44 (0) 370 702 0110, Monday to Friday, from 08:30 to 17:30 (BST), excluding Bank Holidays.

CREST Proxy Appointments - Additional Information

Direct CDI holders who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual (available at www.euroclear.com/CREST). CREST personal members, CREST sponsored members and those CREST members who have appointed a voting service provider should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or voting instruction submitted through the CREST service to be valid, the CREST Proxy Instruction must: (a) be properly authenticated in accordance with the specifications of Euroclear UK & International Limited; (b) contain all the information required for such instruction, as described in the CREST Manual; and (c) be transmitted so as to be received by Computershare (CREST Participant ID: 3RA50) by no later than 17:00 (BST) on 11 June 2026. For these purposes, the time of receipt shall be determined by the timestamp applied to the message by the CREST Application Host at the point from which Computershare is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. These requirements apply equally to original proxy appointments and to any amendments to instructions given to a previously appointed proxy. After the deadline specified above, any change of instructions to proxies appointed through CREST must be communicated to the appointee through other means.

Remote attendance

In accordance with article 25.4 of the Company's by-laws, the Board of Directors has resolved that the Shareholders' Meeting can also be attended using the remote platform made available by the Company for this purpose according to the following rules:

1. Remote attendance platform - The platform for remotely attending the Shareholders' Meeting will be enabled on the "Annual Shareholders' Meeting 2026" section on the Company's website (www.iairgroup.com), through the Remote Attendance tab. Remote attendance will be available from any device with access to the internet (including mobile phones and tablets).
2. Pre-registration requirements - In order to manage the remote attendance system appropriately, shareholders (or their proxy holders) must pre-register by 12:00 noon (CEST) on 16 June 2026 in order to access the remote attendance platform on the day of the meeting. Shareholders (or their proxy holders) must identify themselves using their electronic DNI (DNle) or their digital signature based on a recognised and valid certificate issued by the Spanish Public Certification Entity (CERES) attached to Fábrica Nacional de Moneda y Timbre. Alternatively, shareholders can identify themselves using a valid photo ID, which should be uploaded to the website.

CDI holders who wish to attend the meeting remotely must have followed the procedures outlined in the previous section (CREST Depository Interests (CDIs)) and must identify themselves by a valid passport that should be uploaded to the website.

CDI holders who have already voted in advance of the meeting will not be able to attend remotely. They will therefore be invited to watch the meeting via live stream on the Company's website (www.iairgroup.com).

3. Registration on the date of the meeting - Shareholders (or proxy holders) or CDI holders (attending as proxies) who have pre-registered as required in the preceding section will be entitled to attend the meeting remotely through the "Annual Shareholders' Meeting 2026" section on the Company's website. Attendees must log into the platform between 09:00 and 11:30 (CEST) on the date of the Shareholders' Meeting. Registration of attendees will not be permitted outside this time period.
4. Early departure - Shareholders (or proxy holders), or CDI holders attending as proxies, who wish to leave the Shareholders' Meeting before it ends may do so by placing it on record before the notary or personnel assisting the notary (or, in their absence, before the secretary of the Shareholders' Meeting). This can be done via the link provided on the online platform for this purpose.
5. Participation and interventions- Shareholders (or proxy holders), or CDI holders (attending as proxies) who intend to participate in the Shareholders' Meeting and, as the case may be, make proposals for resolutions in the legally established cases or request information or clarifications during the holding of the Shareholders' Meeting, must state that intention at the time they register. Once that intention has been expressed, the speeches, resolution proposals and requests for information or clarifications shall be made exclusively in writing, with a length of no more than 4,000 characters, through the form that will be available in the online platform until 12:00 (CEST) on the date of the Shareholders' Meeting. Shareholders wishing to have their participation recorded in the minutes of the meeting shall expressly state such circumstance in the above-mentioned text.
6. Response to information requests - Valid requests for information or clarifications requested by remote attendees shall be answered verbally during the meeting or within the seven days following the holding of the meeting, in accordance with article 182 of the Spanish Companies Law.
7. Voting - Remote attendees may vote on the proposals relating to the items on the agenda from the moment the Chairman declares the meeting validly constituted, by using the corresponding voting form established on the online platform, in accordance with the operating rules set out therein, provided that the attendee has completed the pre-registration process established in paragraph 2 above.

If the attendee does not select a voting option through the online platform, it shall be deemed to have voted in favour of the proposed resolutions relating to matters included in the agenda, and against the proposed resolutions relating to matters not included in the agenda (if applicable).

The period for voting through the online platform for remote attendance will be open until the end of the Shareholders' Meeting or such later time as may be specified, if applicable, by the Chairman of the meeting.

For all relevant legal purposes, remote attendance will be equivalent to attendance in person.

The Company reserves the right to modify, suspend, cancel or restrict the mechanisms for attending the Shareholders' Meeting remotely when so required or warranted for technical reasons or reasons of security.

The Company will not be liable for any damage caused to shareholders as a result of malfunctions, overloads, line failures, failed connections or any other contingency of the same or a similar nature, beyond the control of the Company, that hinders the use of the mechanisms described in this section for electronic attendance. Therefore, such circumstances will not constitute an unlawful deprivation of shareholder attendance rights.

Shareholders' electronic forum

Pursuant to the legislation in force, the Company has set up on its website (<https://www.iairgroup.com/>) a Shareholders' Electronic Forum, which will be used in keeping with its legal purpose and the safeguards and operating rules established by the Company, and may be accessed by all appropriately authorised shareholders and shareholders' associations.

Data protection

The Company will process the personal data that shareholders send to the Company or that are provided thereto by the institutions with which their shares are deposited in order to manage the call to and holding of the Shareholders' Meeting, based on compliance with a legal obligation. The data thereof will also be processed in order to manage the development of, compliance with and supervision of the shareholding relationship, based on performance of the underlying contractual relationship.

The data will be provided to the notary for the purposes of drawing up the notarised minutes of the Shareholders' Meeting and may be made available to third parties in the exercise of their right to receive information laid down in the law or be made accessible to the public to the extent that they are included in the information available on the corporate website (www.iairgroup.com) or are stated at the Shareholders' Meeting, the proceedings of which may be recorded by audio-visual means and broadcast on such website.

In accordance with applicable law, the link to the privacy policy of the Company is the following: <https://www.iairgroup.com/en/site-services/privacy>. The rights of access, rectification, objection, erasure, portability and restriction of processing may be exercised in accordance with said policy.

Additional information

In order to obtain additional information on this Shareholders' Meeting, shareholders may contact the Shareholder Office (IAG) by phone on +34 915 878 974 between 09:00 to 16:00 (CEST), Monday to Friday, from 11 May 2026 until the conclusion of the Shareholders' Meeting, or by e-mail at the following addresses: institutional investors: investor.relations@iairgroup.com and private shareholders: accionistas@iairgroup.com (Spanish) or shareholder.services@iairgroup.com (English).

Participation of a notary at the shareholders' meeting

The Board of Directors has requested the participation of a notary to draw up the minutes of the Shareholders' Meeting, in accordance with the provisions of article 203 of the Spanish Companies Law.

Madrid, 7 May 2026.