



In accordance with articles 226 and 227 of Law 6/2023 of 17 March 2023 on Securities Markets and Investment Services, HBX Group International plc (the "**Company**" or the "**Group**") hereby communicates the following:

OTHER RELEVANT INFORMATION

Share Buy-Back Programme:

As a continuation of the communication to the CNMV dated 16 January 2026 (registration number 3052) and dated 12 February 2026 (registration number 38845) related to the resolutions of the General Shareholders Meeting in which the Share Buy-Back Programme was approved under item 11 of the agenda ("**Buy-Back Programme**"), the execution of the mentioned Buy-Back Programme is hereby communicated, and will be performed under the following terms and conditions:

- Purpose: The Buy-Back Programme will be carried out under the provisions of Regulation (EU) no 596/2014 on market abuse and in the Regulation Delegate (EU) 2016/1052 of the Commission of 8 March 2016 (the Regulation), with the aim to return up to €100 million to shareholders.
- Maximum purchase amount of the Buy-back Programme: €100 million euros.
- Maximum period of validity: From 13 February 2026 to 30 September 2027.
- Maximum aggregate number of ordinary shares authorised to be purchased: 24,723,958 ordinary shares (ISIN: GB00BNXJB679).
- Price:
 - (a) the minimum price (exclusive of expenses) per ordinary share that may be paid is €0.01 and
 - (b) the maximum price (exclusive of expenses) per ordinary share that may be paid is the higher of:
 - (i) an amount equal to 5% above the average market value of an ordinary share for the five (5) business days immediately preceding the day on which the Company agrees to buy the relevant ordinary share, based on the share price on the Spanish Stock Exchanges; and
 - (ii) the higher of the price of the last independent trade and the highest current independent bid on the trading venues on which the ordinary shares are traded.
- Independent Agent: Merrill Lynch International (MIL) has been appointed as agent entity to act on behalf of the Company for the execution of the Buy-back Programme. MIL has received an irrevocable mandate to purchase shares and will make its purchase decisions independently of the Company and without its influence and will be carried out through the



Spanish Stock Exchange Interconnection System (SIBE) or any other multilateral trading venue it deems appropriate.

The interruption, termination or modification of the Buy-Back Programme shall be duly notified to the Spanish National Securities Market Commission (Comisión Nacional del Mercado de Valores). Transactions carried out under the Buy-Back Programme shall be publicly disclosed within 7 trading days following their execution.

London, 13 February 2026
HBX Group International plc





IMPORTANT INFORMATION

The content of this announcement has been prepared by HBX Group and under its responsibility. The information contained in this announcement is not intended to be complete or exhaustive. It cannot be relied upon for any purpose.

This announcement must not be disclosed, published or distributed, in whole or in part, directly or indirectly, in or to any jurisdiction in which such distribution or disclosure would be unlawful. Nothing in this announcement constitutes or contemplates an offer, an offer to buy or the solicitation of an offer to buy or sell securities in any jurisdiction.

The Company's securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Exchange Act"), and may not be offered or sold in the United States without prior registration or an applicable exemption from registration requirements.

The information and opinions contained in this announcement are not based on consideration of particular investment objectives, financial situation or specific needs. Readers are advised to seek independent and professional advice and to conduct their own independent research and analysis on the information contained in this announcement and on the Group's business, operations, financial condition, prospects, status and affairs.

