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REPORT OF THE AUDIT AND COMPLIANCE COMMITTEE ON ITS OPERATION IN THE FINANCIAL YEAR 2025

Through this report, the Audit and Compliance Committee of Línea Directa Aseguradora provides a summary of the composition, operation and main actions of the Committee during the 2025 financial year, in accordance with the following

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1. Introduction

The internal regulations of the Audit and Compliance Committee are set out in the Bylaws (Article 30) and in the Regulations of the Board of Directors (Article 33).

The Articles of Association and the Regulations of the Board of Directors are filed with the Companies Registry of Madrid and are publicly available on the website of the CNMV and through the Company's own website (www.lineadirectaaseguradora.com).

2. Composition

Article 33 of the Regulations of the Company's Board of Directors establishes that the Audit and Compliance Committee shall be composed of a minimum of three and a maximum of five non-executive directors appointed by the Board of Directors, who have the dedication, capacity and experience necessary to perform their function. The same article establishes that the majority of the members of the Commission must be independent directors.

It also provides that the members of the Audit and Compliance Committee as a whole and especially its Chairman, shall be appointed taking into account their knowledge and experience in accounting, auditing and risk management, both financial and non-financial.

With regard to its chairmanship, in accordance with the Regulations, the Board of Directors shall appoint the Chairman of the Committee from among the independent directors who are members of the Committee. The office of President of the Commission shall be held for a maximum period of four years, at the end of which he may not be re-elected until at least one year has elapsed since his or her cessation of office, without prejudice to his or her continuity or re-election as a member of the Commission.

As of December 31, 2025, the composition of the Company's Audit and Compliance Committee is as follows:

| Member | Position | Legal Category |
|---|-----------------|-----------------------|
| Ms. Rita Estévez Luaña | Chair | External Independent |
| Mr. Alfonso Botín-Sanz de Sautuola y Naveda | Member | External Proprietary |
| Ms. Ana María Plaza Arregui. | Member | External Independent |

Non-director Secretary of the Committee: Mr. Pablo González-Schwitters Grimaldo

In accordance with the Board Regulations, all members of the Audit and Compliance Committee for 2025 are external (non-executive), most of them independent, and have been appointed in view of their recognised personal and professional prestige and their experience and knowledge for the exercise of their functions.

The professional profiles of the members of the Commission are available at the following link on the corporate website: www.lineadirectaaseguradora.com/gobierno-



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[corporativo/consejo-administración/perfil-profesional](#), as well as in the Annual Corporate Governance Report.

In relation to the president of the Audit and Compliance Committee, it is worth highlighting the extensive professional career of Ms. Rita Estévez Luaña in the field of financial and non-financial risk control and regulatory compliance, as well as her extensive knowledge in accounting, auditing and finance. She also has extensive experience in the management and definition of corporate risk policies and regulatory compliance, as well as in the establishment of control measures to ensure the adequate corporate governance of the Company.

She is currently Chair of the Technology, Innovation and Information Security Committee and the Audit and Compliance Committee at Mora Banc Grup, S.A. as well as sitting as an independent director at its subsidiary, Tressis. Rita is also an independent director and member of the Audit and Appointments Committee at Zegona Communications and adviser to the Board at Clarel Beauty.

Her appointment as Chair of the Company's Audit and Compliance Committee became effective on April 10, 2025.

3. Competencies

Article 33.5 of the Regulations of the Board of Directors, updated in 2024, attributes the following functions to the Audit and Compliance Committee:

4. Without prejudice to other tasks assigned to it by the Bylaws or the Board of Directors, the Audit and Compliance Committee will have the following basic responsibilities:
 - (i) Report to the General Shareholders' Meeting, through its Chair, on the Company's control status and the Committee's activities during the financial year, and on the issues within the Committee's remit raised by shareholders at the General Meeting.
 - (ii) Propose to the Board of Directors, for submission to the General Meeting, the appointment, re-election or replacement of the auditors and external assurance providers of the sustainability information¹, as well as the conditions of their engagement, the scope of their professional mandate, the oversight of non-audit activities, and the assurance of the independence of the external auditor and assurance provider.
 - (iii) In relation to the external auditor and verifier:
 - a) Examine, if the external auditor and assurance provider happen to stand down, the circumstances which may have led to this decision.
 - b) Ensure the independence of the external auditor and verifier, as well as ensuring that their remuneration for their work does not compromise their quality or independence.
 - c) Oversee that the Company reports the change of auditor as insider or

¹ In the case of the appointment of the external verifier of the sustainability information, it will be submitted to the General Meeting when required by the applicable regulations in force.



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material information (as appropriate) to the Spanish National Securities Market Commission (CNMV) and accompany it with a statement on the possible existence of disagreements with the outgoing auditor and, where relevant, its work.

- d) Ensure that the external auditor and assurance provider hold an annual meeting with the Board of Directors sitting in plenary in order to report to the latter on the work performed and on the Company's accounting situation and risks.
 - e) Supervise compliance with the audit and verification contract, ensuring that the opinion on the annual accounts and the sustainability report and the main contents of the audit and verification report are written in a clear and precise manner.
 - f) Ensure that the Company, the external auditor and the external verifier respect the rules in force on the provision of services other than auditing, the limits on the concentration of the auditor's business and, in general, the other rules on the independence of auditors.
 - g) Build and maintain appropriate relations with the external auditor and the assurance provider in order to receive information on any issues that may threaten their independence, for scrutiny by the Committee, as well as any other information related to the process of auditing the accounts and verifying the sustainability information and, as the case may be, the authorisation of services other than those prohibited, as provided for by law, as well as any other communications provided for in prevailing audit legislation and audit regulations. In any case, the Audit and Compliance Committee shall receive annually the statement issued by the external auditor and the external sustainability information assurance provider confirming their independence with regard to the company or entities directly or indirectly related to it, as well as detailed and individualised information on any further services rendered and the corresponding fees received from these entities by the external auditor, or by persons or entities affiliated to them in accordance with prevailing regulations.
 - h) Issue annually, prior to the issuance of the audit report and the sustainability information assurance report, a report expressing an opinion on the independence of the statutory auditors and sustainability assurance providers or audit firms. This report must pronounce, in any case, on the provision of the additional services referred to in the previous section.
- (iv) To propose to the Board of Directors the approval of the annual report of the Audit and Compliance Committee.
 - (v) Take cognisance of, assess and receive information on the drafting process and integrity of both financial and non-financial information, along with the effectiveness of the systems in place for the control and management of the Company's and, as the case may be, the Group's financial and non-financial risks—including operational, technological, cybersecurity, legal, social, environmental, political and reputational or corruption—, likewise



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reviewing compliance with regulatory requirements, the suitable scope of the consolidation perimeter and the proper application of accounting and sustainability standards. In relation to sustainability risks, it will submit the corresponding reports to the Appointments, Remuneration and Corporate Governance Committee and a joint meeting of both Committees may be held if requested by its Chairman or the majority of its members. Any such joint meeting will be chaired by the oldest chairperson.

- (vi) In relation to non-financial information: (i) oversee the process of drawing up and presenting the non-financial information relating to the Company and its Group, gauging whether the Company and its Group have correctly applied prevailing reporting policies and regulations; (ii) review the quality, clarity, consistency and integrity of the non-financial information that the Company and its Group make public (including information on sustainability, disclosure of transactions with related parties, reports on internal risk management and control systems, corporate governance, directors' remuneration, etc.), reporting on this process and on the completeness and clarity of the information to the Appointments, Remuneration and Corporate Governance Committee, which shall then propose that such matters be submitted to the Board for its formulation; (iii) head up the process of selecting and instructing the independent provider of assurance services tasked with verifying the sustainability information and proposing the appointment thereof to the Board of Directors; and (iv) liaise with the independent assurance provider in order to obtain information on the performance of its work, and report the findings to the Appointments, Remuneration and Corporate Governance Committee.
- (vii) Report to the Board of Directors, in advance, on all the matters provided for in the law, the bylaws and in these Regulations and, in particular, on:
 - (i) Financial information that the Company is required to make public from time to time (including annual or interim financial reports, earnings presentations, management report, etc.)
 - (ii) The creation or acquisition of interests in special-purpose entities or entities domiciled in countries or territories that are considered tax havens; and
 - (iii) Transactions with related parties.
- (viii) Analyse the structural and corporate changes planned by the Company and then report to the Board based on the analysis of their economic conditions and accounting impact and, in general, where applicable, on the proposed swap ratio.
- (ix) Function as a channel for communication between the Board of Directors and the external and internal auditors and assurance providers, to assess the results of audit reports and compliance with the observations and findings made, as well as to discuss, with the auditors and assurers of the sustainability information, the work plans in place in relation to the audit or assurance of the Company and its Group, including the determination of materiality, and specifically, in the realm of sustainability, how double materiality has been determined, along with any significant weaknesses in



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the internal control system identified during the course of the audit and assurance work.

- (x) Supervise the application of the general policy relating to the communication of economic-financial, non-financial and corporate information, as well as communication with shareholders and investors, proxy advisors and other stakeholders.
- (xi) Report to the Board of Directors before the latter makes any decision regarding the incorporation of companies, associations, foundations and any other type of legal person (including special purpose entities), as well as any other transactions or arrangements of a similar nature which, due to their complexity, could diminish the transparency of the Company.
- (xii) To be aware of the reports on the Company issued by supervisory bodies, especially the Directorate General of Insurance and Pension Funds and the National Securities Market Commission, as a result of inspection actions and to supervise compliance with the actions and measures that are a consequence of the inspection reports.
- (xiii) To ensure the reliability and transparency of internal and external information on the Company's results and activities and, in particular, to verify the integrity and consistency of the Company's financial statements, as well as the annual accounts, the annual report and the management report, prior to their approval or proposal by the Board of Directors and their publication, and to supervise the Company's policy in relation to prospectuses and other forms of public information.
- (xiv) To ensure that the annual accounts presented by the Board of Directors to the General Meeting are prepared in accordance with accounting regulations. In those cases where the external auditor has issued their report with a qualified opinion, the Chair of the Audit and Compliance Committee shall clearly explain in the General Shareholders' Meeting the Committee's view on the content and scope of this qualification, and make a summary of it available to shareholders at the time of publication of the call to the General Shareholders' Meeting, together with the Board's other proposals and reports.
- (xv) Oversee and foster compliance with the Company's Internal Regulations of Conduct in the Securities Market, reporting to the Appointments, Remuneration and Corporate Governance Committee.
- (xvi) To supervise and promote compliance with the Code of Ethics, the Supplier Code of Conduct and the Company's internal codes of conduct.
- (xvii) Oversee the proper performance of the duties ascribed to the Company's Regulatory Compliance Function and Personal Data Protection Office. It will also hear the reports and proposals presented to it by said units and areas.
- (xviii) Receive annual reports on complaints and claims and matters received from the ombudsman.



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- (xix) Supervise the operation and promote the confidential reporting procedure by employees and other persons related to the company, such as directors, shareholders, suppliers, contractors or subcontractors, of irregularities of potential significance, including financial and accounting irregularities, or of any other nature, related to the company that they notice within the company or its group. This mechanism must guarantee confidentiality and, in any case, provide for cases in which communications can be made anonymously, respecting the rights of the complainant and the accused.
- (xx) Receive information on any disciplinary action that could affect the Company's directors, as a result of employment misconduct or breaches of internal codes of conduct, convey the relevant policies and instructions to the Company's competent bodies and in those cases which, in the Committee's judgement, are of particular importance, take the final decision.
- (xxi) Guarantee the independence, autonomy and universality of the internal audit function and propose its budgets. Propose the selection, appointment and dismissal of the head of the internal audit service, ensuring that their activity is mainly focused on relevant risks (including reputational risks) and receive periodic information on their activities, verifying that senior management takes into account the conclusions and recommendations of their reports. The Committee Chair shall likewise receive regular reports on the arrival and departure of personnel to and from the internal audit area and, in the case of new recruits, shall review their profile. The Committee Chair shall also annually assess the functioning of internal audit and the performance of the head of internal audit.
- (xxii) Supervise the activities of the Company's internal audit and, where appropriate, its subsidiaries, approve its annual work plan and annual activities report, along with the approval or amendment of the policy of the internal audit function, which shall include its functions and competences.
- (xxiii) To supervise the development by the Company and, where appropriate, its subsidiaries, of the following functions: (i) risk management and internal control; (ii) verification of regulatory compliance; and (iii) actuarial.

The Audit and Compliance Committee will carry out this supervisory power by relying on the information provided by those responsible for each of these functions, who must appear before the Audit and Compliance Committee on a regular basis and, in any case, at the request of the Committee itself. In addition, the Audit and Compliance Committee shall have the power, where it considers it appropriate or opportune, to propose the appearance of any of these heads of function before the Company's Board of Directors.

As part of its supervisory function over the risk management and internal control function, the Audit and Compliance Committee shall periodically review the functioning of the appropriate internal control systems that ensure the proper management of the Company's risks. The Commission shall ensure that the policies and systems established in the field of internal control are effectively implemented in practice.



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- (xxiv) Discuss with the auditors the significant weaknesses of the internal evaluation system of the risk management and internal control function that may have been detected in the development of the audit.
- (xxv) To review the Company's general risk map and submit the corresponding proposals to the Board.
- (xxvi) Supervise and guarantee the adequacy of the means and resources allocated to the functions of Internal Audit and Compliance.
- (xxvii) To report on related-party transactions of directors and significant shareholders with the power, where appropriate, to authorise them under the terms established in these Regulations.
- (xxviii) Approve or amend internal policies that relate to the functions and competences of the Audit and Compliance Committee and which in turn shall contain their functions or competences.
- (xxix) Take note of any irregularities, breaches or material risks detected in the course of the control activities carried out by the competent areas within the Company.
- (xxx) Review any other matter within its competence that is submitted to it by the Board of Directors, the Chairman, the Vice-Chairman or the Chief Executive Officer.
- (xxxi) The other functions attributed to it by these Regulations or by the Board of Directors.

5. Operation: Meetings and main actions in 2025

As provided for in Article 33.6 of the Board's Regulations, the Audit and Compliance Committee shall meet periodically as necessary and at least four times a year.

In the 2025 financial year, this Committee has met 9 **times**, with an **attendance ratio of 100%**.

The individualised attendance data are as follows:

| Director | Meeting Attendance |
|---|---------------------------|
| Ms. Rita Estévez Luaña | 9/9 |
| Mr. Alfonso Botín-Sanz de Sautuola y Naveda | 9/9 |
| Ms. Ana María Plaza | 9/9 |

Key actions carried out in 2025 include:

- (i) Monitoring of regular financial reporting**



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During 2025, the Audit Committee reviewed and, as the may be, submitted to the Board for approval, after referral to the regulator and the market, the quarterly financial reports, the half-yearly consolidated financial statements with the interim consolidated management report, the individual and consolidated Annual Accounts with the annual management report, the dividend distribution proposal or the solvency and financial condition report.

(ii) Internal audit follow-up

The Director of Internal Audit has reported quarterly to the Audit and Compliance Committee on the actions carried out by the Internal Audit Area. The Committee has regularly monitored the degree of progress of the 2025 annual Internal Audit plan, analysing the status of the audits in progress and the evolution of the proposed recommendations.

The Audit and Compliance Committee has also approved the annual Internal Audit plan for the 2026 financial year, which describes in detail the actions it plans to carry out during the year, as well as its resources and budget.

(iii) Relationship with the external auditor

During 2025, the external auditors have been summoned and have attended the meetings of the Committee where they have been required to report on issues such as the review of the solvency and financial condition report (SFCR), the recommendations on internal control and risks, the review of the interim statements and the main conclusions of the audit of the annual accounts, both individual and consolidated.

As regards the independence of the auditor and the assurance provider of the sustainability information (hereinafter, the external auditors), the Audit and Compliance Committee, at its meeting held on 17 February 2026, issued a report expressing a favourable opinion on the independence of the external auditors, stating, among other aspects, its opinion regarding the provision of audit-related services, concluding that there were no threats to the independence of the external auditor that would have required the application of safeguards or that could render the external auditors incompatible for the functions entrusted to them. All the work has also been previously authorised by the Commission.

At the same meeting held on 17 February 2026, the Committee ratified the proposal for the re-election of the Auditors of the Company and the consolidated Group for the years 2026, 2027 and 2028, to be submitted to the General Meeting for approval.

(iv) In relation to non-financial information

It has supervised the process of preparing and presenting non-financial information relating to the Company and its Group, reporting at the meeting of 17 February 2026 on this process and on the integrity and clarity of the information to the Appointments, Remuneration and Corporate Governance Committee, at a joint meeting of both committees.

(v) Internal control and risk management

The Commission has monitored and followed up on:

- The Risk Management and Internal Control report (quarterly and annual)



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- Information on the ICFR, in accordance with the ICFR Policy and the Company's Accounting Policy Manual.
- Information on the state of reserves and solvency.
- Risk Maps.
- The report on tax matters.

Likewise, during 2025, the Internal Risk and Solvency Assessment Report (ORSA), the Report on the Financial Situation and Solvency (SFCR) and its review report, as well as the Quarterly Quantitative Information (QRTs) have been submitted to the Commission for review prior to their approval by the Board and their communication to the regulator.

(vi) Regulatory Compliance

The Committee has supervised the performance reports submitted by the Company's Regulatory Compliance function on a quarterly basis, together with the monitoring of the annual Compliance Plan. Likewise, it has been periodically informed on issues such as the regulatory developments applicable to the company or related to its areas of activity, the regulatory risk map, the outsourcing of certain services, the status of ongoing litigation or the regulator's information requirements.

(vii) Code of Ethics and whistleblowing channel

During the 2025 financial year, the Ethics Manager has submitted to the Committee the Annual Management Report of the Code of Ethics for 2024 and the Committee has monitored quarterly the level of compliance with the Group's Code of Ethics and the operation of the ethics channel.

The Committee has also reviewed the proposed update to the Code of Ethics and the Ethical Channel Policy, reporting favourably on the ratification of the appointment of the head of the Ethics Channel (internal reporting system) with a view to ensuring compliance with Law 2/2023, of 20 February, regulating the protection of persons who report regulatory breaches and the fight against corruption.

This action has also been carried out with respect to the Annual Management Report of the Code of Ethics for the 2025 financial year.

(viii) Annual Report on Complaints and Claims as well as the report from the Policyholder Ombudsman

The Committee has received the annual report on complaints and claims and the annual report from the Policyholder Ombudsman for year 2024. This action has been carried out with respect to the reports corresponding to 2025.

(ix) The Actuarial Function

The Committee has supervised the management of the Actuarial Function, reviewing quarterly and annually the monitoring reports of actions presented by this function.

(x) Policy Approval and Update

With respect to policies or other internal regulations that are relevant to the functions and powers of the Audit and Compliance Committee, the Committee has reviewed and submitted to the Board for approval, inter alia, the following policies and documents or amendments thereto:



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- Cybersecurity Policy
- ICT Governance Policy
- Technology Risk Management, Information Security and Cybersecurity Policy
- Digital Operational Resilience Strategy
- Outsourcing policy
- General Risk Policy
- Internal Audit Policy
- Product Control and Governance Policy
- AI Governance Policy
- Public Disclosure and Oversight Reporting Policy
- Data Governance Policy
- Internal Regulations Management Policy

(xi) Reporting to the Board

The Commission has promptly informed the Board of Directors, through its Chairwoman, of the main matters dealt with and has submitted for its approval the matters within its competence, including the proposal to sign a liquidity contract.

6. Conclusions of the annual evaluation

The Audit and Compliance Committee's assessment process was carried out during the months of December and January 2025-2026 and was based on the completion, by all its members, of a questionnaire that covered the general areas set out in Recommendation 36 of the Code of Good Governance.

Specifically, the following matters have been analysed:

- i. Composition, size and structure.
- ii. Organisation and documentation of the sessions.
- iii. Meeting dynamics and internal climate.
- iv. Performance of the functions of the Board and its Committees.
- v. Performance of the Chief Executive Officer, the Committee Chair and the Chairs of the other Committees.

The result of the evaluation has not led to any significant changes in the Company's internal organisation, without prejudice to the fact that an Action Plan has been approved to introduce certain improvements, such as the expansion of the topics to be included in the Training Programme for Board members.

The Audit and Compliance Committee has obtained a very high overall rating in 2025, with an average rating of 4.89 out of 5, reflecting excellent performance. Concerning the overall assessment of the performance of the chair of the Committee, it was rated as 5 out of 5.



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7. Preparation and publication of this report

The Audit and Compliance Committee formulates this report at its meeting on 17 February 2026 and submits it to the Board of Directors for approval, which agrees to publish it on the corporate website sufficiently in advance of the Ordinary General Meeting, in accordance with recommendation 6 of the Code of Good Governance.