



**ORDINARY & EXTRAORDINARY  
GENERAL SHAREHOLDERS' MEETING**

OCTOBER 5, 2023

**ADDITIONAL INFORMATION**



Below, the Company presents more information to its shareholders on each of the items on the agenda to be discussed at the Ordinary & Extraordinary General Meeting on October 5, 2023. It is very important for the Company to have the vote of all its shareholders.

1. APPOINTMENT OF TWO SHAREHOLDERS TO SIGN THE MEETING'S MINUTES.

Shareholders must choose two representatives among those shareholders taking part in the meeting to approve and sign the meeting's minutes jointly with the president.

2. CONSIDERATION OF DOCUMENTS CONTEMPLATED IN SECTION 234, PARAGRAPH 1, OF LAW NO. 19,550 FOR THE FISCAL YEAR ENDED JUNE 30, 2023.

Section 234, paragraph 1, of Law No. 19,550 sets forth that the Annual Ordinary Shareholders' Meeting must consider the approval of the financial statements of the company as well as any additional accounting information. Such documentation has been duly published on the terms established by applicable law on the public access website of both the Securities and Exchange Commission in Argentina and the United States as well as the markets in which the shares are traded to provide full information to the shareholders for them to appraise and consider for voting. For more information, please address [www.cnv.gov.ar](http://www.cnv.gov.ar) and [www.sec.gov.ar](http://www.sec.gov.ar).

3. ALLOCATION OF NET INCOME FOR THE FISCAL YEAR ENDED JUNE 30, 2023 FOR ARS 42,835,071,572.79 (FORTY-TWO BILLION EIGHT HUNDRED THIRTY-FIVE MILLION SEVENTY-ONE THOUSAND FIVE HUNDRED AND SEVENTY-TWO PESOS WITH 79/100 CENTS), AS FOLLOWS: (I) ARS 2,141,753,578.64 (TWO BILLION ONE HUNDRED FORTY-ONE MILLION SEVEN HUNDRED FIFTY-THREE THOUSAND FIVE HUNDRED AND SEVENTY-EIGHT PESOS WITH 64/100 CENTS) TO THE LEGAL RESERVE, IN ACCORDANCE WITH THE LAWS IN FORCE; AND (II) THE BALANCE OF ARS 40,693,317,994.15 (FORTY BILLION SIX HUNDRED NINETY-THREE MILLION THREE HUNDRED SEVENTEEN THOUSAND NINE HUNDRED AND NINETY-FOUR PESOS WITH 15/100 CENTS) TO THE DISTRIBUTION OF A DIVIDEND TO THE SHAREHOLDERS IN PROPORTION TO THEIR SHAREHOLDING INTERESTS. PAYABLE (I) IN CASH FOR UP TO ARS 22,000,000,000 (TWENTY-TWO BILLION PESOS) AND (II) IN KIND, THAT IS IN SHARES ISSUED BY IRSA INVERSIONES Y REPRESENTACIONES SOCIEDAD ANÓNIMA OWNED BY THE COMPANY AND FOR UP TO AN AMOUNT OF 24,334,124 (TWENTY-FOUR MILLION THREE HUNDRED THIRTY-FOUR THOUSAND ONE HUNDRED AND TWENTY-FOUR) SHARES. UPON APPLYING THE ADJUSTMENT FOR INFLATION TO THE COMPANY'S NET INCOME, THE MAXIMUM AMOUNT OF THE PROPOSED DIVIDEND PAYABLE IN CASH

SHALL NOT BE ALTERED. THE FOLLOWING SHALL BE CONSIDERED FOR THE PURPOSES OF THE FULL PAYMENT OF THE DIVIDEND: (A) IF THE SUM OF THE VALUE OF THE SHARES TO BE DELIVERED AS DIVIDEND IN KIND CALCULATED AT THEIR LISTED VALUE AS OF THE DATE OF THE MEETING PLUS THE DIVIDEND IN CASH EXCEEDS THE NET INCOME FOR THE YEAR ADJUSTED FOR INFLATION, THE SPECIAL RESERVE MAY BE REVERSED, ADJUSTED FOR INFLATION AS OF THE DATE OF THE MEETING, FOR UP TO ARS 34,229,920,662 (THIRTY-FOUR BILLION TWO HUNDRED TWENTY-NINE MILLION NINE HUNDRED TWENTY THOUSAND SIX HUNDRED AND SIXTY-TWO PESOS) IN ORDER TO COMPLETE THE DIFFERENCE PAYABLE, OR (B) IF THE SUM OF THE VALUE OF THE SHARES TO BE DELIVERED AS DIVIDEND IN KIND CALCULATED AT THEIR LISTED VALUE AS OF THE DATE OF THE MEETING PLUS THE DIVIDEND IN CASH IS LOWER THAN THE NET INCOME FOR THE YEAR ADJUSTED FOR INFLATION, SUCH EXCESS NET INCOME FOR THE YEAR ADJUSTED FOR INFLATION AND NOT DISTRIBUTED MAY BE ALLOCATED TO SET UP AN OPTIONAL RESERVE.

Considering a net income of ARS 42,835,071,572.79 according to the financial statements for the fiscal year ended June 30, 2023, the Board of Directors has proposed to allocate it as described in the item of the agenda.

It is clarified that the sums indicated in the item, except for the limit of dividends to be paid, in accordance with current regulations, will be adjusted for inflation on the date of the meeting, according to the latest index published by the National Institute of Statistics and Censuses (INDEC), which is estimated to be the one as of August 2023.

The cash dividend distribution proposed by the Board of Directors for up to the sum of ARS 22,000,000,000, representative of 3,744.05% of the Share Capital, will be charged to the results corresponding to the fiscal year closed on June 30, 2023, and is equivalent to approximately ARS 37.44 per common share and ARS 374.41 per ADS. These amounts do not consider the shares issuance due to the exercise of warrants in the period between September 17 and 25, 2023.

The company is evaluating alternatives to facilitate the payment to ADS holders.

The distribution of the dividend in kind proposed by the Board of Directors for up to 22,090,627 shares of IRSA Inversiones y Representaciones S.A., is equivalent to approximately 0.038 shares of IRSA Inversiones y Representaciones per common share and 0.376 shares of IRSA Inversiones y Representaciones per ADS. These amounts consider the effect of the recent change in the total number of shares of IRSA and their nominal value, without economic impact, but do not consider the shares issuance due to the exercise of warrants in the period between September 17 and 25, 2023.

4. CONSIDERATION OF BOARD OF DIRECTORS' PERFORMANCE FOR THE FISCAL YEAR ENDED JUNE 30, 2023.

Shareholders must consider the approval of the directors' performance for the fiscal year ended June 30, 2023. The Report issued by the Directors as part of the financial statements described all the main actions they took in the course of business.

5. CONSIDERATION OF SUPERVISORY COMMITTEE'S PERFORMANCE FOR THE FISCAL YEAR ENDED JUNE 30, 2023.

As a supervisory body, Shareholders must consider the approval of the Supervisory Committee's performance for the fiscal year ended June 30, 2023, as per its report included in the financial statements.

6. CONSIDERATION OF COMPENSATION PAYABLE TO THE BOARD OF DIRECTORS FOR ARS 129,128,606 (ONE HUNDRED TWENTY-NINE MILLION ONE HUNDRED TWENTY-EIGHT THOUSAND SIX HUNDRED AND SIX PESOS) WITHIN THE LIMIT SET FORTH BY SECTION 261 OF LAW NO. 19,550.

Regarding the compensation, the Company evaluates the market conditions for similar positions, the time dedicated to the task of the Directors, the personal and professional profiles of the members of the Board of Directors in addition to the regulations applicable to the subject.

For the financial year ended June 30, 2023, the compensation proposal amounts to ARS 129,128,606, a sum that is within the limits provided for by art. 261 of Law 19,550, which establishes a limit for the compensation payment of up to 25% of profits when dividends are distributed. In this sense, the regulations of the National Securities Commission establish the criteria to be considered for compensation and specify the calculation methods linked to the application of the aforementioned article, as well, and as has been duly reported in the remuneration allocation table. to the Directory available on the website of the National Securities Commission, the measurement is carried out on the computable profit.

7. CONSIDERATION OF COMPENSATION PAYABLE TO THE SUPERVISORY COMMITTEE FOR ARS 8,450,000 (EIGHT MILLION FOUR HUNDRED AND FIFTY THOUSAND PESOS, ALLOCATED SUM) FOR THE FISCAL YEAR ENDED JUNE 30, 2023.

As regards the Supervisory Committee, based on the prevailing market conditions for such positions, and given the technical capabilities and professional background of the members of the Supervisory Committee, a global fee of ARS 8,450,000 was proposed.

8. DETERMINATION OF THE NUMBER AND APPOINTMENT OF REGULAR DIRECTORS AND ALTERNATE DIRECTORS FOR A TERM OF UP TO THREE FISCAL YEARS, AS PER SECTION TWELVE OF THE BYLAWS.

As regards the appointment of board members, the terms of office of Messrs. Eduardo Sergio Elsztain, Saúl Zang, Mariana Renata Carmona and Alejandro Gustavo Casaretto as regular directors and Messrs. Gastón Armando Lernoud and Eduardo Kalpakian as alternate directors, has expired and may be renewed or replaced, as the case may be, in accordance with article twelfth of the corporate statute.

9. APPOINTMENT OF REGULAR AND ALTERNATE MEMBERS OF THE SUPERVISORY COMMITTEE FOR A TERM OF ONE FISCAL YEAR.

Besides, the terms of office of regular statutory auditors, Messrs. José Daniel Abelovich, Noemí Ivonne Cohn and Marcelo Héctor Fuxman and alternate statutory auditors, Messrs. Roberto Daniel Murmis, Cynthia Deokmellian and Paula Sotelo has expired and it is proposed to renew their positions for one fiscal year.

10. APPOINTMENT OF CERTIFYING ACCOUNTANT FOR THE FISCAL YEAR ENDING ON JUNE 30, 2024.

In this regard, the certifying accountants for the next fiscal year shall be appointed and his compensation shall be determined, so the proposal of the Board of Directors is to appoint PRICEWATERHOUSE&Co. member of the firm PriceWaterhouseCoopers and Estudio Abelovich Polano & Asociados, current certifying accountants, taking into account their professional qualifications, background, as well as their expertise in the Company's business based on the tasks performed during the last years.

11. APPROVAL OF COMPENSATION PAYABLE TO CERTIFYING ACCOUNTANT FOR THE FISCAL YEAR ENDED JUNE 30, 2023.

Regarding the services of the certifying accountants, a fee of ARS 78,993,550 was proposed.

12. CONSIDERATION OF THE DISTRIBUTION OF UP TO 5,791,355 (FIVE MILLION SEVEN HUNDRED NINETY-ONE THOUSAND THREE HUNDRED AND FIFTY-FIVE) OWN SHARES TO THE SHAREHOLDERS IN PROPORTION TO THEIR HOLDINGS PURSUANT TO THE PROVISIONS OF SECTION 67 OF LAW NO. 26,831.

As indicated by the Board of Directors at the time of the Shareholder's Meeting calls, the Company has treasury shares from the duly authorized repurchase programs that can be kept in the portfolio for up to 3 years from their acquisition and considering that within the alternatives for their destination, provided for in article 67 of Capital Market Law 26,831, can be delivered to shareholders in proportion to their holdings. Therefore, the Board of Directors has proposed the distribution of up to 5,791,355 treasury shares among the Shareholders in proportion to their holdings, representatives of 0.99% of the share capital.

The proposed share distribution is equivalent to approximately 0.01 shares per common share and 0.099 shares per GDS. These amounts do not consider the shares issuance due to the exercise of warrants in the period between September 17 and 25, 2023.

13. AUTHORIZATION TO CARRY OUT REGISTRATION PROCEEDINGS RELATING TO THIS SHAREHOLDERS' MEETING BEFORE THE ARGENTINE SECURITIES COMMISSION, BOLSAS Y MERCADOS ARGENTINOS S.A., CAJA DE VALORES S.A. AND THE GENERAL SUPERINTENDENCY OF CORPORATIONS.

Depending on the Shareholders' Meeting resolutions to be adopted, it is necessary to authorize María Laura Barbosa, Carolina Zang, María Angélica Grisolia, Lucila Huidobro and Nadia Dib so that, acting individually and separately, they can carry out each and every one of the procedures and/or or procedures that correspond to the authorization and/or registration of the Shareholders' Meeting resolutions that are adopted before the National Commission of Securities, Bolsas y Mercados Argentinos S.A., Caja de Valores S.A. and General Inspection of Justice, with powers to present the procedures, sign writings, accept and implement modifications, receive notifications, respond to views and/or observations, be notified of resolutions, make legal publications and all those related acts that are necessary for the authorization and /or referred registration.