

## TO THE NATIONAL SECURITIES MARKET COMMISSION

**Merlin Properties, SOCIMI, S.A. ("MERLIN")**, in compliance with the applicable legislation, notifies the following:

### MATERIAL INFORMATION

- I. The Annual Shareholders' Meeting of MERLIN has adopted today, April 10, 2019, among others, the resolution, to re-elect (i) Mr. Javier García-Carranza Benjumea, (ii) Ms. Francisca Ortega Hernández-Agero, (iii) Mr. Juan María Aguirre Gonzalo, and (iv) Ms. Pilar Cavero Mestre, as directors of the Company.

Following their re-election, all of the directors have accepted the office to which they have been re-elected.

Accordingly, the Board of Directors of the Company continues to be composed of the following twelve (12) members:

- (i) Mr. Javier García-Carranza Benjumea (Chairman).
- (ii) Mr. Ismael Clemente Orrego.
- (iii) Mr. Miguel Ollero Barrera.
- (iv) Mr. John Gomez Hall.
- (v) Mr. Donald Johnston.
- (vi) Mr. Juan María Aguirre Gonzalo
- (vii) Ms. Francisca Ortega Hernández-Agero.
- (viii) Mr. Emilio Novela Berlín.
- (ix) Ms. María Luisa Jordá Castro.
- (x) Ms. Pilar Cavero Mestre.
- (xi) Mr. Fernando Ortiz Vaamonde.
- (xii) Ms. Ana García Fau.

- II. Following the Shareholders' Meeting, the Board of Directors of the Company (and its committees) have adopted, among others, the following resolutions:
- (i) To re-elect Mr. Javier García-Carranza Benjumea as Chairman of the Board of Directors;
  - (ii) With respect to the Audit and Control Committee:
    - (a) to re-elect Mr. Juan María Aguirre Gonzalo and Ms. Francisca Ortega Hernández-Agero as members of the Audit and Control Committee.
    - (b) to re-elect Mr. Juan María Aguirre Gonzalo as Chairman of the Audit and Control Committee.
  - (iii) With respect to the Remuneration Committee:

To re-elect Mr. Javier García-Carranza Benjumea and Ms. Pilar Cavero Mestre as members of the Remuneration Committee
  - (iv) With respect to the Appointments Committee:
    - (a) to re-elect Mr. Javier García-Carranza Benjumea and Ms. Pilar Cavero Mestre as members of the Appointments Committee.
    - (b) to acknowledge the resignation tendered by Mr. Fernando Ortiz Vaamonde as member and chairman of the Appointments Committee
    - (c) to appoint Mr. Emilio Novela Berlín as new member and chairman thereof.
  - (v) Following this, the Audit and Control Committee, the Appointments Committee and the Remuneration Committee are composed of the following directors:

**Audit and Control Committee**

- (a) D. Juan María Aguirre Gonzalo
- (b) Dña. Francisca Ortega Hernández-Agero
- (c) Dña. María Luisa Jordá Castro; and
- (d) Dña. Ana García Fau

**Appointments Committee**

- (a) Mr. Emilio Novela Berlín (Chairman);
- (b) Mr. Javier García-Carranza Benjumea;
- (c) Ms. Pilar Cavero Mestre; and

(d) Mr. Donald Johnston.

**Remuneration Committee**

(a) Mr. Fernando Ortiz Vaamonde (Chairman);

(b) Mr. Javier García-Carranza Benjumea;

(c) Ms. Pilar Cavero Mestre; and

(d) Mr. Donald Johnston.

Madrid, April 10, 2019.

**Merlin Properties SOCIMI, S.A.**