



**PROPOSAL OF THE BOARD OF DIRECTORS TO THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF MILLENNIUM HOTELS REAL ESTATE I, SOCIMI, S.A. TO BE HELD ON 30 SEPTEMBER AND 1 OCTOBER, IN FIRST AND SECOND CALL, RESPECTIVELY**

The resolutions proposed by the Board of Directors of Millenium Hotels Real Estate, SOCIMI, S.A. (the *Company*) to be approved in the General Shareholders' Meeting are the following:

**FIRST POINT OF THE AGENDA ITEM**

**FIXING THE NUMBER OF DIRECTORS. RATIFICATION, RE-ELECTION OR APPOINTMENT OF DIRECTORS:**

**1.1. FIXING THE NUMBER OF DIRECTORS IN NINE**

According to the provisions of article 211 of the Corporate Act and article 31.1 of the By-Laws, it is approved to fix in nine (9) the number of members of the Board of Directors.

**1.2. RATIFICATION OF THE APPOINTMENT, BY CO-OPTATION, AND RE-ELECTION OR APPOINTMENT OF MS. LETICIA FUSI AIZPURUA AS DOMINICAL DIRECTOR**

Ratifying the appointment by co-optation of Ms. Leticia Fusi Aizpurua approved in the Board of Directors held on 29 July 2021, and re-elect and appoint her, as may be appropriated, as Dominical Director in representation of the shareholder CL MH Spain S.à. r.l. for the term established in the by-laws of four years from the date of this General Shareholders' Meeting, proposed by the Board of Directors and with the favourable report of the Appointment and Retributions Commission.

Ms. Leticia Fusi accepts her re-election and appointment as member of the Board of Directors by delivering a letter to the Company with effects from this meeting in which, likewise, she is committed to carry out her position with loyalty to the Company and, declares she is not incurs in any incompatibility cause according to the provision of article 213 of the Corporate Act, the Law 3/2015, 30 March, related to the high office-bearers of the General Administration of the State, likewise, the Law 14/1995, 21 April, of incompatibilities of high office-bearers of the Madrid Region and other related regulations.

**1.3. RATIFICATION OF THE APPOINTMENT, BY CO-OPTATION, AND RE-ELECTION OR APPOINTMENT OF MR. EDUARDO D'ALESSANDRO AS DOMINICAL DIRECTOR**

Ratifying the appointment by co-optation of Mr. Eduardo D'Alessandro approved in the Board of Directors held on 29 July 2021, and re-elect and appoint her, as may be appropriated, as Dominical Director in representation of the shareholder CL MH Spain S.à. r.l. for the term established in the



by-laws of four years from the date of this General Shareholders' Meeting, proposed by the Board of Directors and with the favourable report of the Appointment and Retributions Commission.

Mr. Eduardo D'Alessandro accepts his re-election and appointment as member of the Board of Directors by delivering a letter to the Company with effects from this meeting in which, likewise, he is committed to carry out her position with loyalty to the Company and, declares he is not incurs in any incompatibility cause according to the provision of article 213 of the Corporate Act, the Law 3/2015, 30 March, related to the high office-bearers of the General Administration of the State, likewise, the Law 14/1995, 21 April, of incompatibilities of high office-bearers of the Madrid Region and other related regulations.

#### **1.4 RATIFICATION OF THE APPOINTMENT, BY CO-OPTATION, AND RE-ELECTION OR APPOINTMENT OF MR. ISAIAH TOBACK AS DOMINICAL DIRECTOR**

Ratifying the appointment by co-optation of Mr. Isaiah Toback approved in the Board of Directors held on 29 July 2021, and re-elect and appoint her, as may be appropriated, as Dominical Director in representation of the shareholder CL MH Spain S.à. r.l. for the term established in the by-laws of four years from the date of this General Shareholders' Meeting, proposed by the Board of Directors and with the favourable report of the Appointment and Retributions Commission.

Mr. Eduardo D'Alessandro accepts his re-election and appointment as member of the Board of Directors by delivering a letter to the Company with effects from this meeting in which, likewise, he is committed to carry out her position with loyalty to the Company and, declares he is not incurs in any incompatibility cause according to the provision of article 213 of the Corporate Act, the Law 3/2015, 30 March, related to the high office-bearers of the General Administration of the State, likewise, the Law 14/1995, 21 April, of incompatibilities of high office-bearers of the Madrid Region and other related regulations



## SECOND POINT OF THE AGENDA ITEM

### **ANALYSIS AND APPROVAL, IF CASE, OF THE NEW MANAGEMENT POLICY.**

It is approved the actualized version of the Management Policy, which has been put at the disposition of all shareholders at the time of calling of this General Shareholders' Meeting and which modify and substitute the version approved by the General Shareholders' Meeting of the Company held on 28 July 2020. Likewise, the General Shareholders' Meeting manifest its conformity to the actions carried out by the Board of Directors of the Company up to this date in compliance the abovementioned policy.



### THIRD POINT OF THE AGENDA ITEM

#### **CHANGE OF THE CORPORATE DOMICILE AND, THEREFORE, MODIFICATION OF ARTICLE 1ST OF THE BY-LAWS**

It is approved the change of the corporate name of the Company, which, hereinafter will be called to as “Millenium Hospitality Real Estate, SOCIMI, S.A.”

[It is expressly indicated that the Company obtained the negative certification of the referred corporate name from the Central Mercantile Registry on [●] 2021 and, to this date, it is in force.

Therefore, it is modified the article 1 of the by-laws of the Company, that, hereinafter, will be as follows:

“The company is called to as Millenium Hospitality Real Estate, SOCIMI, S.A. (hereinafter the “Company”), and it is governed for this By-Laws and, subsequently, by the provisions of the refunded text of the Corporate Act, approved by the Royal Legislative Decree 1/2020, 2 July, (hereinafter the “LSC”), the Law 11/2009, 26 October, of listed public limited liabilities companies for investment in the real estate market (hereinafter the “LSOCIMI”), and/or any other regulation that may develop, complete, modify or substitute.”



#### POINT FOUR OF THE AGENDA ITEMS

##### **DELEGATION OF FACULTIES**

Delegating, as broad as admitted, to the directors and the Secretary Non-Member, Mr. Juan Gómez-Acebo Sáenz de Heredia, all necessary faculties for interpreting, clarifying, rectifying, remedying, executing and taking into effect the resolutions adopted by the General Shareholders' Meeting, including executing all necessary private and public documents, the publication of announcements that may be legally required, inscription in any relevant registry and carrying out as many steps are required to such purpose, likewise, among other, the faculties of remedying, clarifying, interpreting, completing or precisising, if case, the resolutions adopted and, in particular, remedying the defects, omissions or mistakes that may be realized, including those realized verbally or by written by the Mercantile Registry, and that may impede the effectiveness of these resolutions, including the faculty of requesting the partial inscriptions of the resolutions in the case that, for any reason, it is not possible the total inscriptions of the resolutions.