



## OPERATIONAL RULES OF THE ELECTRONIC FORUM OF THE SHAREHOLDERS OF INMOBILIARIA COLONIAL, S.A.

### 2016 ORDINARY GENERAL SHAREHOLDERS' MEETING OF INMOBILIARIA COLONIAL, S.A.

The Electronic Forum of the Shareholders of Inmobiliaria Colonial, S.A. (the "**Company**") is provided in accordance with the provisions of article 539.2 of *Royal Legislative Decree 1/2010, of 2 July, approving the consolidated text of the Capital Companies Law*, (the "**Capital Companies Law**").

#### 1. USERS AND PURPOSE

The Electronic Forum of the Company's shareholders (the "**Forum**") will only be available to the Company's individual shareholders and such specific voluntary associations as may be legally constituted and registered in the special Register provided for this purpose at the National Securities Market Commission (CNMV) in accordance with the provisions of article 539.4 of the Capital Companies Law, with the aim of facilitating communication prior to general shareholders' meetings.

The Forum is not a channel for communication between the Company and the registered users. In consequence, no communication made or published in the Forum may be considered a communication to the Company, nor will it replace in any way the requirements set forth in the Law and/or in the Company's corporate governance rules for the exercise of registered Forum users' rights as shareholders in the Company.

Shareholders and/or specific voluntary shareholders associations must register beforehand in order to use the Forum, in accordance with the procedures in force at that time, in order to accredit the user's identity and capacity as shareholder in the Company or member of a specific voluntary shareholders association, duly constituted and registered with the National Securities Market Commission (CNMV). Legal entity shareholders and specific voluntary shareholders associations must also accredit their representative who seeks to use the Forum.

Registering as a Forum user and/or the use thereof implies the full and unconditional acceptance of the terms and conditions included in these operational rules (the "**Operational Rules**") and the other terms and conditions specified in the Forum.

The registered users' access to and use of the Forum is conditional on their continuing to hold shares in the Company or remaining members of a specific voluntary shareholders association duly constituted and registered in accordance with the applicable regulations.

The Company will be the Forum's administrator (the "**Forum Administrator**") with the conditions and powers set forth in the Operational Rules, reserving the power of interpretation in case of doubt or discrepancy in the use thereof.

## **2. PURPOSE OF THE FORUM**

Registered users may send, for publication in the Forum, communications confined to the following subjects:

- (a) Reasoned proposals for motions on issues already included or that should be included in the Meeting's agenda.
- (b) Requests for support for such proposals.
- (c) Initiatives drawn up by shareholders to achieve a sufficient percentage of votes in order to exercise a minority right as provided in the Law.
- (d) Offers or requests for voluntary representation

As provided in article 519 of the Capital Companies Law, shareholders who request the publication of a proposal as an addendum to the agenda, or a reasoned proposal for a motion on issues already included in the agenda of the General Meeting that has been called, should represent at least 3% of the share capital.

## **3. CONTENT OF THE COMMUNICATIONS**

The users' utilisation of the Forum should always comply fully with current regulations and with these Operational Rules. The following are expressly forbidden:

- (a) Making any communication unrelated to the purpose and aim of the Forum as set forth in rules 1 and 2 above.
- (b) Attacking the reputation or the legitimate rights, goods and interests of the Company, of other registered users or of third parties.
- (c) Impersonating third parties or introducing the personal data or information of third parties without the informed consent of their owner.
- (d) Incorporating documentation or material without the due authorisation of the owners of the intellectual or industrial property.
- (e) Incorporating content or expressions which are discriminatory, racist, sexist, violent, xenophobic or otherwise degrading or offensive.
- (f) Incorporating any type of material which is inappropriate or contrary to the requirements of good faith.
- (g) Incorporating contents of any kind which are aimed at committing criminal, administrative or civil offences.
- (h) Carrying out any activity aimed at evading the technical restrictions established for the Forum or which damage, overload or deteriorate the functioning of the Forum or the computer equipment of the Company, of its suppliers of computer services, of other registered users or of third parties.
- (i) Posting advertising messages of any type.

#### **4. PUBLICATION OF COMMUNICATIONS ON THE FORUM**

Any registered user may send communications that comply with the provisions of sections 2 and 3 above, and these will be published by the Forum Administrator in accordance with the technical procedures in force at that time.

Requests to publish communications should be made using the forms available in the Forum for this purpose.

Before publishing it, the Forum Administrator will ensure that the communication complies with the Operational Rules. If the communication fails to comply with any of the Operational Rules, the Forum Administrator may, at its discretion, decline to publish it, take it down at any time if it has already been published or require amendments to the communication to adapt it to the Operational Rules.

#### **5. PERIOD OF AVAILABILITY OF THE FORUM**

The Forum will be available for use from the day when the General Meeting of Shareholders is announced in accordance with the provisions of the legislation in force until the end of the day prior to the date scheduled for the Meeting.

#### **6. THE COMPANY'S RESPONSIBILITY**

The Company will not be responsible for the accuracy, veracity, validity, legality or relevance of the communications sent by registered users, nor for the opinions expressed by them.

By virtue of accessing and/or using the Forum, every registered user declares that he/she is aware of and accepts that he/she makes use of the Forum under his/her sole and exclusive responsibility at all times.

#### **7. DATA PROTECTION**

The handling of personal data, their possible communication and the exercise of the rights provided under the data protection legislation will be governed by the Privacy Policy contained in the Forum, which must be expressly accepted by the user when he/she registers.

##### **Privacy Policy**

In compliance with the provisions of Basic Law 15/1999, of 13 December, on the Protection of Personal Data (“LOPD”), the Company informs you that the personal data provided when completing the forms on this page will be kept in files for which the Company is responsible, with the aim of establishing, managing and supervising the functioning of the Forum in accordance with the Operational Rules thereof and the applicable legislation.

The Company undertakes to treat personal data in complete confidentiality and to use them only for the purposes indicated. The data will not be shared with other users without your prior express consent. The failure to enter the personal data requested on the registration form may mean that the Company does not grant your request. The acceptance of this legal disclaimer means that you recognise that the personal information and data deposited are true and accurate.

You may exercise your right to access, rectify, cancel and oppose the treatment of your personal data, in the terms and conditions provided in the LOPD, by writing to the Company, Ref. Data Protection, Avenida Diagonal, no. 532, Barcelona, or to: [forodeaccionistas@inmocolonial.com](mailto:forodeaccionistas@inmocolonial.com).

We wish to inform you that the Company has implemented the appropriate technical and organisational measures to ensure the security of your personal data and prevent them from being altered, lost and treated and/or accessed without due authority, bearing in mind the state of the technology, the nature of the data stored and the risks, arising from human action or from the physical and natural environment to which they are exposed. All of the above is in accordance with the terms of article 9 of the LOPD and Royal Decree 1720/2007 approving the Regulation for the development of the LOPD.

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