



ORDINARY GENERAL MEETING OF SHAREHOLDERS INMOBILIARIA COLONIAL, SOCIMI, S.A.  
(JUNE 2023)

FORM FOR ATTENDANCE, DELEGATION AND REMOTE VOTING CARD

CARD NUMBER – N° TARGETA

GENERAL MEETING

Annual / Ordinària

THE GENERAL MEETING WILL BE HELD AT – LLOC DE CELEBRACIÓ DE LA JUNTA

Palacio de Neptuno, Calle de Cervantes, 42, 28014 Madrid

FIRST CALL – PRIMERA CONVOCATÒRIA

SECOND CALL – SEGONA CONVOCATÒRIA

DATE:  
14/06/2023

TIME:  
11 a.m.

DATE:  
15/06/2023

TIME:  
11 a.m.

HOLDER NAME AND SURNAME(S)  
NOM I COGNOMS DEL TITULAR

SECURITIES ACCOUNT  
CODE  
CODI COMPTE VALORS

MINIMUM SHARHLDs. TO  
ATTEND  
MÍNIM D'ACC. PER ASSISTIR

TOTAL SHARES – TOTAL VOTES  
TOTAL ACCIONS – TOTAL VOTS

500

- \* Shareholders are hereby notified that the General Meeting is expected to be held on second call on 15 June 2023. Any changes will be duly reported.
- \* S'informa als senyors accionistes que es preveu que la Junta General es celebri en segona convocatòria el dia 15 de juny de 2023. De canviar la previsió això es comunicaria oportunament.

ATTENDANCE IN PERSON AT THE GENERAL MEETING

Shareholders wishing to attend the General Meeting in person must sign on the space below and submit this attendance card on the day and at the place of the Meeting.

Signature of attending shareholder

In ....., on ..... 2023

[space reserved for the barcode if applicable]

The shareholder bearing this card may delegate their right to remote attendance or voting by filling in and signing the relevant "Proxy" or "Remote Voting" sections, as applicable. In the event both sections are filled in and signed, remote voting will prevail, thereby, revoking the vote by proxy.

**PROXY**

The holder of the aforementioned shares authorises the following person to represent them (tick one box only):

- 1.  Chairman of the General Meeting
- 2.  Mr/Ms....., with national identity card number.....

In the event that no person is appointed to represent the person, such representation by proxy will be understood to be granted to the Chairman of the General Meeting.

To confer your voting instructions, please tick the appropriate box in the following table. Should any of these boxes not be ticked, the proxy will vote in favour of the motions prepared by the Board of Directors.

Item on the agenda	1.1	1.2	2.1	2.2	3	4	5	6	7	8.1	8.2	8.3	8.4	8.5	8.6	8.7	9	10	11	
In favour																				
Against																				
Abstention																				
Blank																				

The proxy will be extended to the motions relating to matters not included in the accompanying agenda, in relation to which the representative will vote in the manner s/he deems most favourable to the interests of the principal, unless the following NO box is ticked, in which case it will be understood that the shareholder instructs the representative to abstain from voting on such motions.  NO

In accordance with Articles 523 and 526 of the Spanish Limited Liability Companies Law, you are hereby informed that the following are affected by a conflict of interest: (i) all members of the Board of Directors in relation to items three, nine and ten on the agenda; (ii) the Directors whose ratification, appointment or re-election is being proposed in relation to items 8.1 to 8.7 on the agenda; and (iii) any members of the Board of Directors falling under the cases set forth in Article 526.1 b) and c) of the Spanish Limited Liability Companies Law that may arise separately from the agenda. In connection with any of the foregoing, if the principal has not given specific voting instructions, the proxy shall be deemed to have been granted to the Secretary of the General Meeting unless the "NO" box below has been ticked, in which case the shareholder shall be deemed to have instructed the proxy to abstain in connection with those motions.  NO

Shareholder's signature

Representative's signature

In ....., on ..... 2023

In ....., on ..... 2023

[space reserved for the barcode if applicable]

**REMOTE VOTING**

The holder of the aforementioned shares votes in favour of all the motions put forward by the Board of Directors in relation to the items on the attached agenda unless otherwise stated below (tick the appropriate boxes).

Item on the agenda	1.1	1.2	2.1	2.2	3	4	5	6	7	8.1	8.2	8.3	8.4	8.5	8.6	8.7	9	10	11	
In favour																				
Against																				
Abstention																				
Blank																				

Save where otherwise expressly stated as provided below, and in relation to those motions not put forward by the Board of Directors or relating to items not included in the attached agenda, the proxy is deemed to have been granted to the Chairman of the General Meeting, and the rules on how to vote in the absence of instructions and in the cases of conflict of interest contained in the "Proxy" section of this form shall apply. Tick the following NO box only if opposed to the proxy (in which case it will be understood that the shareholder abstains from voting on such motions).  NO

Shareholder's signature

In ....., on ..... 2023

[space reserved for the barcode if applicable]

<b>Holder Name and Surname(s)</b>	
<b>Securities Account Code</b>	<b>Number of Shares</b>

**RIGHT TO ATTEND AND VOTE**

General Meetings of Shareholders may be attended and voted at by shareholders holding, individually or as a group, at least 500 shares, which must be entered in the book-entry register at least five days before the date scheduled for the General Meeting, which they must prove by showing the relevant certificate of entitlement or this attendance, proxy and remote voting card issued by the Company or the organisations in charge of keeping the book-entry register. Should there be a difference between the number of shares claimed by the shareholder and the number of shares registered under their name in IBERCLEAR, the information shown on IBERCLEAR's records will prevail. Should the shareholder attend the General Meeting virtually, their proxy or remote vote will be revoked. With regards to jointly owned shares, it will be considered that the co-owner who registers to attend the General Meeting will be the person who effectively attends the General Meeting and will be therefore entitled to exercise the rights to speak, ask for information, put forward motions and vote according to their jointly owned shares.

**PROXIES**

All shareholders entitled to attend annual general meetings may be represented by another person who need not be a shareholder. To that end, the "Proxy" section of this card must be completed and signed by both the shareholder and the proxy in the space designated for that purpose. The proxy must be sent to Inmobiliaria Colonial, SOCIMI, S.A. (the "Company") in accordance with the Company Bylaws, the Regulations of the General Meeting and the information contained in the call notice and on the corporate website ([www.inmocolonial.com](http://www.inmocolonial.com)), by the following methods:

- a) By delivering in person either the attendance, proxy and remote voting card received from the depository entities, or this card, as applicable, duly filled in and signed in the "Proxy" section, to the Company's registered office (Paseo de la Castellana 52, 28046 Madrid) or its Barcelona offices (Avenida Diagonal 532, 08006 Barcelona), from 9 a.m. to 2 p.m., addressed to the Shareholder Relations Office ("Oficina de Atención al Accionista").
- b) By sending by post either the attendance, proxy and remote voting card received from the depository entities, or this card, as applicable, duly filled in and signed in the "Proxy" section, to the Company's registered office (Paseo de la Castellana 52, 28046 Madrid) or its Barcelona offices (Avenida Diagonal 532, 08006 Barcelona), addressed to the Shareholder Relations Office ("Oficina de Atención al Accionista").
- c) Through the online proxy platform made expressly available for this purpose on the corporate website ([www.inmocolonial.com](http://www.inmocolonial.com)), in accordance with the procedure specified therein, or by email ([accionistas@inmocolonial.com](mailto:accionistas@inmocolonial.com)).

Without prejudice to the foregoing, we recommend that any shareholders wishing to inform the Company before the General Meeting of their intention to exercise their right to grant a proxy do so through the platform made expressly available for this purpose on the corporate website ([www.inmocolonial.com](http://www.inmocolonial.com)), or by email ([accionistas@inmocolonial.com](mailto:accionistas@inmocolonial.com)).

The proxy must be received by the Company, together with satisfactory proof of identity, at least 24 hours before the date scheduled for the General Meeting on first call, that is, before 11 a.m. on 13 June 2023. Otherwise it will be understood to not have been granted. The attendance of the shareholder entails the revocation of any proxy.

#### REMOTE VOTING BEFORE THE GENERAL MEETING

Remote votes will be cast by shareholders by the same means specified in paragraphs a), b), and c) of the above section for the notification to grant proxy. Without prejudice to the foregoing, we recommend that any shareholders wishing to vote on the motions relating to the items on the agenda before the General Meeting do so through the platform made expressly available for this purpose on the corporate website ([www.inmocolonial.com](http://www.inmocolonial.com)), or by email ([accionistas@inmocolonial.com](mailto:accionistas@inmocolonial.com)).

Votes cast by any of the means set forth in paragraphs a), b) and c) of the preceding section must be received by the Company, together with satisfactory proof of identity, at least 24 hours before the date scheduled for the General Meeting on first call, that is, before 11 a.m. on 13 June 2023. Otherwise, the vote will be considered as not cast. A remote vote will be void:

- If it is later expressly revoked by the same medium used for its issue and within the period of time established for same.
- If the voting shareholder attends the meeting in person.

Shareholders who have cast their vote remotely shall be considered present for the purposes of constituting the quorum of the General Meeting.

#### VIRTUAL ATTENDANCE

Shareholders and proxies attending the General Meeting online and wishing to exercise their rights must follow the procedure set forth in the document "*Instructions to attend and vote at the General Meeting online*" that they will find in the section on the 2023 General Meeting of Shareholders ("*Virtual Attendance*") of the Company website ([www.inmocolonial.com](http://www.inmocolonial.com)). For matters not expressly regulated, the same rules provided in the Regulations of the General Meeting for physical attendance to the General Meeting will apply.

#### PROTECTION OF PERSONAL DATA

Under the applicable data protection legislation (mainly *Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data* and *Spanish Organic Law 3/2018 of 5 December on the Protection of Personal Data and Guarantee of Digital Rights*), shareholders are hereby informed that the Company, with tax identification number A-28027399, will be in charge of the automated processing of the personal data provided by shareholders or banks, brokers and dealers with whom the shareholders have deposited their shares, through the agency legally authorised to keep the shareholder register i.e. Iberclear, in connection with the General Meeting, and any other data that may arise as a result thereof. The purpose of such automated processing is only the management and administration of the relations between the Company and the shareholders (including, where appropriate, their proxies) in connection with the General Meeting of Shareholders of the Company. The legal basis of the data processing is the need to comply with the provisions of the Spanish Limited Liability Companies Law. The Company will store the data for the duration of its obligations relating to the Ordinary General Meeting and for the 6 years following its termination. Shareholders or their proxies have the right to access, rectify, delete and object to the processing of their data, as well as to exercise the other rights recognised in the current data protection legislation with the extension and limitations provided in such legislation. To do so, they must send a notice (including the identification of the holder of the rights, e.g. a photocopy of their ID card) to the following address: Inmobiliaria Colonial, SOCIMI, S.A., Paseo de la Castellana 52, 28046 Madrid. In addition, shareholders can send the aforementioned notice to the email address [ucnormativo@inmocolonial.com](mailto:ucnormativo@inmocolonial.com). The Company, in its capacity as data controller, has put in place all security measures required by law on its facilities, systems and files, ensuring the confidentiality of the relevant personal data, which may not be disclosed to third parties, save where such data must be disclosed by law or pursuant to a court and/or a government order. If the data subjects consider that their information has been wrongfully processed or their rights have not been duly observed, they may file a claim with the Spanish Data Protection Agency ([www.aepd.es](http://www.aepd.es)).

## AGENDA

- I. Items relating to the annual financial statements, distribution of profit, corporate management, the reserves and the re-election of the auditor.**
- First.-** Examination and approval of the individual and consolidated financial statements of Inmobiliaria Colonial, SOCIMI, S.A. for the year ended 31 December 2022.
- 1.1.** Examination and approval of the individual annual financial statements of Inmobiliaria Colonial, SOCIMI, S.A. for the year ended 31 December 2022.
- 1.2.** Examination and approval of the consolidated financial statements of Inmobiliaria Colonial, SOCIMI, S.A. for the year ended 31 December 2022.
- Second.-** Examination and approval of the proposed profit distribution for the year ended 31 December 2022. Distribution of dividends.
- 2.1.** Examination and approval of the proposed distribution of profit for the year ended 31 December 2022.
- 2.2.** Distribution of dividends.
- Third.-** Examination and approval of the individual and consolidated management reports of Inmobiliaria Colonial, SOCIMI, S.A., and approval of the management of the business by the Board of Directors in the year ended 31 December 2022.
- Fourth.-** Release of the restricted reserve for the sum of €169,439,017.50.
- Fifth.-** Re-election of the auditor of Inmobiliaria Colonial, SOCIMI, S.A. and its consolidated group for the year ended 31 December 2024.
- II. Item relating to the authorisations of the Board of Directors**
- Sixth.-** Authorisation to shorten the period established for calling extraordinary general meetings of shareholders of Inmobiliaria Colonial, SOCIMI, S.A. in accordance with Article 515 of the Spanish Limited Liability Companies Law.
- III. Items relating to the ratification, appointment and re-election of Directors**
- Seventh.-** Establishment of the number of members of the Board of Directors.
- Eighth.-** Ratification, re-election and appointment of Directors.
- 8.1** Ratification and appointment of Ms Begoña Orgambide García as Director of the Company.
- 8.2** Re-election of Ms Silvia Mónica Alonso-Castrillo Allain as Director of the Company.
- 8.3** Re-election of Ms Ana Peralta Moreno as Director of the Company.
- 8.4** The prohibition on carrying out any activities that effectively compete with Inmobiliaria Colonial, SOCIMI, S.A. as provided in Article 230 of the Spanish Limited Liability Companies Law is hereby waived for any necessary purposes with respect to the Director Ms Ana Bolado Valle.
- 8.5** Re-election of Ms Ana Bolado Valle as Director of the Company.
- 8.6** Appointment of Ms Miriam González Amézqueta as Director of the Company.
- 8.7** Appointment of Mr Manuel Puig Rocha as Director of the Company.
- IV. Items relating to the Directors' remuneration**
- Ninth.-** Approval of the Remuneration Policy for the Directors of Inmobiliaria Colonial, SOCIMI, S.A. for 2024, 2025 and 2026.
- Tenth.-** Voting, in an advisory capacity, on the Annual Report on the Remuneration of Directors of Inmobiliaria Colonial, SOCIMI, S.A. for 2022.
- V. Point relating to the delegation of powers**
- Eleventh.-** Delegation of powers