



ORDINARY GENERAL MEETING OF SHAREHOLDERS INMOBILIARIA COLONIAL, SOCIMI, S.A. (MAY 2025)

FORM FOR ATTENDANCE, PROXY AND REMOTE VOTING CARD

CARD NUMBER – N° TARGETA

GENERAL MEETING

Ordinary / 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:

26/05/2025

TIME:

11 a.m.

DATE:

27/05/2025

TIME:

11 a.m.

HOLDER NAME AND SURNAME(S)

NOM I COGNOMS DEL TITULAR

SECURITIES ACCOUNT CODE

CODI COMPTE VALORS

MINIMUM SHARES 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 27 May 2025. 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 27 de maig de 2025. 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 2025

[space reserved for the barcode if applicable]

The shareholder holding this card may delegate their right to attend or vote remotely 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 shareholder holding the aforementioned shares grants a proxy to (tick one box only):

- ☐ Chairman of the General Meeting
- ☐ 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	9	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 Companies Act, you are hereby informed that the following people are affected by a conflict of interests: (i) all members of the Board of Directors in relation to items three and nine on the agenda; (ii) directors Mr. Juan José Brugera, Mr. Carlos Fernández González and Ms. Begoña Orgambide García in relation to item four on the agenda; (iii) the CEO in relation to item eight on the agenda; and (iv) any members of the Board of Directors falling under any of the cases envisaged in sections (b) and (c) of Article 526.1 of the Spanish Companies Act that may arise outside the agenda. In connection with the foregoing, representation by proxy will be deemed to be conferred, if the principal has not given specific voting instructions, to the Secretary of the General Meeting, unless the NO box, below, is ticked, in which case the shareholder will be deemed to instruct the representative to abstain in connection with such motions. ☐ NO

Shareholder's signature

Proxy's signature

In, on 2025

In, on 2025

[space reserved for the barcode if applicable]

REMOTE VOTING

The shareholder holding the aforementioned shares votes in favour of all the motions drawn up by the Board of Directors in relation to the items on the agenda, attached hereto, unless a different vote is indicated below (enter a cross in the appropriate boxes).

Item on the agenda	1.1	1.2	2.1	2.2	3	4	5	6	7	8	9	11
In favour												
Against												
Abstention												
Blank												

Unless expressly stated otherwise in the manner described below, and in relation to the motions not drawn up by the Board of Directors or to items not included in the attached agenda, representation is deemed to be granted to the Chairman of the General Meeting, applying the rules on how to vote in the absence of instructions and in the event of a conflict of interests contained in the "Proxy" section of this form. 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 2025

[space reserved for the barcode if applicable]

Holder Name and Surname(s)	
Securities Account Code	Number of Shares

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.

PROXY

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 filled in 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), by the following methods:

- By delivering in person either the attendance, proxy and remote voting card received from the depository entities, or this card, as applicable, duly filled out 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), on business days, from 9:00 a.m. to 2:00 p.m., addressed to the Shareholder Relations Office ("Oficina de Atención al Accionista").
- By sending by post the attendance, proxy and remote voting card received from the depository entities or, where applicable, this card, duly filled out 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").
- Through the online proxy platform made expressly available for this purpose on the corporate website (www.inmocolonial.com), in accordance with the procedure specified therein, or by email (accionistas@inmocolonial.com).

Without prejudice to the foregoing, we recommend that any shareholders wishing to inform the Company prior to 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) or by email (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, i.e., before 11:00 a.m. on 25 May 2025. 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) or by email (accionistas@inmocolonial.com).

Votes cast by any of the methods 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, i.e., before 11:00 a.m. on 25 May 2025. 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.

ONLINE 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 2025 General Meeting of Shareholders ("Online Attendance") of the Company website (www.inmocolonial.com). For all matters not expressly regulated herein, online attendance at the General Meeting shall be governed by the same rules provided for physical attendance.

PROTECTION OF PERSONAL DATA

The personal data of the shareholders – and of their representatives, where appropriate – provided to the Company by those shareholders, their proxies or the banks, brokers and dealers at which the shareholders have deposited their shares through the agency legally authorised to keep the shareholder register, i.e. the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S. A.U. ("**Iberclear**"), will be processed by the Company to manage the calling, holding and dissemination of the General Meeting of Shareholders, as well as to manage its relationship with shareholders in connection with the General Meeting of Shareholders.

In order to ensure the proper progress of the General Meeting of Shareholders, the Company shall collect all the data that may be necessary to register the shareholders and/or their proxies and verify their identity and capacity to take part. The following personal data will be processed in connection with the calling, holding and dissemination of the General Meeting of Shareholders: (i) identification and contact details; (ii) information relating to shareholders' status as such; and (iii) any other data provided by those shareholders, their proxies or the banks, brokers and dealers at which the shareholders have deposited their shares through Iberclear.

You are also informed that the General Meeting of Shareholders will be recorded and streamed live on the Company's corporate website to ensure transparency and comply with the Good Governance Code for Listed Companies (June 2020 version) drawn up by the Spanish Securities Market Commission. Therefore, the Company may, occasionally and in an ancillary manner, capture images of the attendees at the General Meeting of Shareholders during the course of the meeting, as well as record their voices where appropriate.

The legal basis for processing the data is the performance of a contract to which the data subject is a party – in this case, the Company Bylaws – as well as the fulfilment of the legal obligations applicable to the data controller in accordance with Articles 6(1)(b) and 6(1)(c) of *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 repealing Directive 95/46/EC* (the "**GDPR**"). As for its legal obligations, the Company processes the data in compliance with Title V (*The General Meeting of Shareholders*) of the Spanish Companies Act and its implementing regulations.

Notwithstanding the foregoing, the legal basis for processing any personal data that may arise from the recording and broadcasting of the General Meeting of Shareholders is the legitimate interest of the data controller (in this case, the Company) in complying with best practices in matters of corporate governance pursuant to Article 6.1.f) of the GDPR.

The data will be retained by the Company throughout the calling, holding and dissemination of the General Meeting of Shareholders and for a further six (6) years after the meeting, in order to comply with any responsibilities and liabilities that may arise for the Company on account of the processing.

The Company will refrain from disclosing the processed data to any third parties or from carrying out any international transfers of data for the purposes of the GDPR unless it has obtained the data subject's prior express consent to do so or it is necessary in order to: (i) comply with the Company's legal obligations; or (ii) initiate, make and defend any claims before the competent bodies and authorities.

Shareholders – and their legal or duly accredited representatives, where applicable – may exercise their rights under current data protection regulations (access, rectification, erasure, portability, restriction and objection to processing, withdrawal of consent and the right not to be subject to automated decisions) to the extent that they are applicable to the processing.

These rights may be exercised through either of the following methods:

- (i) By writing to the Company's registered office (Paseo de la Castellana 52, 28046 Madrid).
- (ii) By sending an email to dpo@inmocolonial.com.

Furthermore, any shareholders – and their legal or duly accredited representatives, where applicable – who believe that their data has been wrongfully processed or their rights have not been duly observed may file a claim before the Spanish Data Protection Agency (www.aepd.es).

For more information on the processing of your personal data by the Company, you can contact our data protection officer at the email address dpo@inmocolonial.com.

AGENDA

I. Items concerning the financial statements, distribution of profit and corporate management.

- First.-** Examination and approval of the financial statements and management report of Inmobiliaria Colonial, SOCIMI, S.A. and its consolidated group for the year ended 31 December 2024.
- 1.1.** Examination and approval of the individual financial statements and management report of Inmobiliaria Colonial, SOCIMI, S.A. for the year ended 31 December 2024.
- 1.2.** Examination and approval of the consolidated financial statements and consolidated management report of Inmobiliaria Colonial, SOCIMI, S.A. for the year ended 31 December 2024.
- Second.-** Examination and approval of the proposed distribution of profit for the year ended 31 December 2024. Distribution of dividends.
- 2.1.** Examination and approval of the proposed distribution of profit for the year ended 31 December 2024.
- 2.2.** Distribution of dividends.
- Third.-** Examination and approval of the corporate management carried out by the Board of Directors during the year ended 31 December 2024.

II. Item concerning the intra-European cross-border merger between Inmobiliaria Colonial, SOCIMI, S.A. (as the acquiring company) and Société Foncière Lyonnaise (as the acquired company).

- Fourth.-** Approval of the merger by acquisition between Inmobiliaria Colonial, SOCIMI, S.A. (as the acquiring company) and Société Foncière Lyonnaise (as the acquired company), resulting in the winding up of the latter and the transfer of all its assets and liabilities to the acquiring company, by means of universal succession, in accordance with the terms of merger approved by the two companies' Boards of Directors on 3 and 4 March 2025, respectively. For this purpose, the resolution is split into the following sections: (i) approval of the merger balance sheet; (ii) approval of the terms of merger; (iii) approval of the merger by acquisition; (iv) submission of the merger to the tax neutrality regime; (v) approval of the amendments to the Company Bylaws; and (vi) delegation of powers.

III. Items concerning the authorisations of the Board of Directors

- Fifth.-** Authorisation to the Board of Directors, in accordance with Article 297.1b) of the Spanish Companies Act, to increase the share capital through cash contributions up to half the amount of share capital, within a maximum period of five years, on one or more occasions, and at the time and in the amount it may deem appropriate. Within the maximum amount specified, the Board of Directors is authorised to exclude pre-emptive rights up to a maximum of 20% of the share capital.
- Sixth.-** Authorisation to the Board of Directors for the buyback of treasury shares.
- Seventh.-** Authorisation to shorten the period established for calling extraordinary general meetings of shareholders of the Company in accordance with Article 515 of the Spanish Companies Act.

IV. Items concerning remuneration

- Eighth.-** Amendments to the long-term incentive plan (LTIP) in force consisting of the delivery of shares in the Company to adjust the maximum number of shares to be delivered to beneficiaries of the plan.
- Ninth.-** Voting, in an advisory capacity, on the Annual Report on the Remuneration of Directors of the Company for 2024.

V. Information item

- Tenth.-** Report to the General Meeting of Shareholders on the amendments to the Regulations of the Board of Directors of the Company.

VI. Item concerning the delegation of powers

- Eleventh.-** Delegation of powers.