



**LAR ESPAÑA REAL ESTATE SOCIMI, S.A.**  
**2018 ORDINARY GENERAL SHAREHOLDERS' MEETING**

Form of attendance, proxy, and absentee voting card for LAR ESPAÑA REAL ESTATE SOCIMI, S.A. Ordinary General Shareholders Meeting which will be held in Madrid, at Príncipe de Vergara 187, Plaza de Rodrigo Uría, on 24 April 2019, at 12:00 on first call, or on second call on 25 April 2019. **It is expected that the Ordinary General Shareholders Meeting will be held on second call, on 25 April 2019**, at the indicated place and time, unless shareholders are otherwise informed through announcements published in the same newspaper in which this announcement is published, on the company's website ([www.larespana.com](http://www.larespana.com)), as well as through the corresponding material fact sent to the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*).

<b>Holders:</b>		<b>Address:</b>	
<b>Securities Account Code</b>		<b>Number of Shares</b>	
<b>Minimum no. of shares to attend</b>	<b>Number of Votes</b>		
1			

**ATTENDANCE IN PERSON AT THE MEETING**

Shareholders wishing to attend the Shareholders Meeting in person must sign this card in the space provided below and present it at the venue on the day of the shareholders meeting. In order to exercise the right to attend, shareholders must have registered the shares in their name on the corresponding register of book entries five days before the date on which the General Shareholders Meeting is to be held.

**Signature of shareholder attending in person**

In ....., on ..... 2019.

Shareholders may appoint a proxy or vote by remote means according to the rules set forth in the corporate website of the Company ([www.larespana.com](http://www.larespana.com)) and according to the sections below. In case of signing both sections, the vote by remote means shall prevail and the proxy will become invalid.

**PROXY**

Shareholders who do not intend to attend the Shareholders Meeting may appoint a proxy. The person appointed will also have to sign this proxy. The shareholder who has been issued this card confers a proxy to: (Check one of the following boxes only and, where applicable, designate proxy. Shareholders appointing a proxy will have to sign in the space provided)

- 1.  The Chairman of the Board of Directors
- 2.  ..... DNI nº.....

If no-one has been designated as proxy, the proxy will be deemed to be conferred on the Chairman of the Board of Directors.

For voting instructions, mark the appropriate box with an X in the following table:

**If, in relation to any of the items on the agenda, none of the boxes provided for the purpose have been marked, the vote will be deemed to have been cast in favor of the proposal by the Board of Directors.**

Item	1	2	3	4	5	6	7	8	9
In favour									
Against									
Abstention									
Blank votes									

Unless the shareholder represented indicates otherwise by marking the NO box below, the proxy extends to items which although not on the proposed resolutions by the Board of Director or not on the agenda attached, may be put to a vote at the shareholders' meeting, with the instruction to vote on behalf of the shareholder interest, according to the Company's interest. Mark the NO box below only if you oppose the extension of the proxy, in which case it shall be considered that the shareholder instructs the proxy to abstain.  NO

For the purposes provided in articles 523 and 526 of the Spanish Companies Act (*Ley de Sociedades de Capital* or LSC), it is placed in record that the Chairman of the Board and the remaining directors may be subject to a conflict of interest (i) regarding item 9 (Consultative vote regarding the Annual Directors' Remuneration Report for financial year 2018) of the Agenda; and (ii) in relation to proposals referred to under article 526.1, sections a), b), c) and d) of LSC (appointment, re-election, ratification, removal, separation or discharge of the directors, the exercise of a corporate liability action and approval and ratification of the transactions carried out by relevant director with the Company) presented outside the Agenda according to the Law. It is also placed in record that Ms. Leticia Iglesias Herraiz may be subject to a conflict of interest regarding item 6 (Ratification of the appointment and re-election, if appropriate, of Ms Leticia Iglesias Herraiz as independent director of the Company, for the statutory period of three years). With regards to the aforementioned conflict situations, if the represented shareholder has not granted precise voting instructions, it will be deemed that the shareholder instructs, unless otherwise indicated, the Secretary of the Shareholders Meeting.

Mark the NO box below only if the substitution is not authorized (in which case the shareholder instructs the proxy to abstain in relation to items involving a conflict of interest):  NO

**Signature of the Shareholder**

**Proxy's signature**

In ....., on ..... 2019.

In ....., on ..... 2019.

**DISTANCE VOTING**

Shareholders who do not intend to attend the Shareholders Meeting nor appoint a proxy may cast a distance vote. The shareholder who has issued this card, wish to cast a distance vote in favour of the proposed resolutions by the Board of Directors with regards to the items set forth in the Agenda attached and published by the Company, unless they indicate another direction of the vote. If, in relation to any of the items on the agenda, none of the boxes provided for the purpose have been marked, the vote will be deemed to have been cast in favour of the proposal by the Board of Directors. In all cases, in addition to the provisions of the Law, the Articles of Association, and the Shareholders Meeting Regulations, it is also necessary to comply with the rules included in the call notice and on the Company's website ([www.larespana.es](http://www.larespana.es)) (mark the appropriate box with an X):

Item	1	2	3	4	5	6	7	8	9
In favour									
Against									
Abstention									
Blank votes									

Unless the shareholder represented indicates otherwise by marking the NO box below, and regarding the resolutions which have not been proposed by the Board of Directors or items which are not included on the agenda attached, it will be deemed that the shareholder instructs the Chairman of the Board of Directors, following the vote direction rules and substitution in case of conflict of interest rules set forth in the Proxy section above. Mark the NO box below only if you oppose the proxy and the substitution (in which case it shall be considered that the shareholder abstains with regards to said proposals).

 NO
**Signature of the Shareholder**

In ....., on ..... 2019

**PERSONAL DATA PROTECTION**

The personal data provided by shareholders to the Company for the exercise of their voting, attendance or delegation rights at the General Shareholders Meeting or which are provided by the banks and stock agencies and companies in which the shares of the shareholders are deposited, through the entity responsible to keep the register of book entries, shall be processed by the Company, in its capacity as data controller, for the purposes of managing the development, fulfilment and control of the current relationships with shareholders, regarding the convening and holding of the General Meeting, as well as in order to comply with legal obligations. The data may be communicated to the Notary attending who will draw up the minutes of the General Meeting. The processing of data is necessary for the purposes indicated and its legal basis is your relationship as a shareholder as well as to comply with legal obligations. The data shall be kept for the duration of such relationship and, thereafter, for a period of six (6) years only in order to be able to deal with any legal or contractual actions, unless, exceptionally, a longer limitation period would apply.

In case the attendance or delegation card includes personal data referring to third parties, the shareholder must inform them of the points indicated herein in relation to the processing of personal data and comply with any other requirements which may be applicable for the proper assignment of personal data to the Company, without the Company having to take any additional action vis-à-vis the interested parties.

Registered Users may exercise their rights of access, correction, opposition, suppression, limitation of processing and portability, as well as any other rights recognized by current legislation on data protection, by sending a letter with the reference "Data Protection" (attaching a photocopy of the ID or identification document) in which your request is specified, addressed to the Company's data protection delegate, through the e-mail address, [dpd@grupolar.com](mailto:dpd@grupolar.com), or at the postal address Lar España Real Estate SOCIMI, S.A., C/ Rosario Pino 14-16, 8th floor, CP 28020 Madrid, Spain. Registered Users may also file complaints with the competent data protection control authority.

## AGENDA

1. Approval, if appropriate, of the individual annual accounts of the Company and of the consolidated annual accounts of the Company and its subsidiaries for financial year 2018.
2. Approval, if appropriate, of the individual management report of the Company and of the consolidated management report of the Company and its subsidiaries for financial year 2018.
3. Approval, if appropriate, of the Board of Directors' management and activities during financial year 2018.
4. Approval, if appropriate, of the proposed allocation of profits and the dividend distribution for financial year 2018.
5. Renewal, if appropriate, of the Company's auditor.
6. Ratification of the appointment and re-election, if appropriate, of Ms Leticia Iglesias Herraiz as independent director of the Company, for the statutory period of three years.
7. Share capital increase in the nominal amount of €1,242,674 for the issuance of shares to be subscribed by the Investment Manager as performance fee pursuant to the provisions of the Investment Manager Agreement, excluding pre-emption rights and authorising the Board of Directors to implement the resolution.
8. Delegation of powers to formalize and implement all resolutions adopted by the ordinary general shareholders' meeting, to convert them into public instruments, and to interpret, correct, supplement, elaborate upon and register such resolutions.  
Consultative item
9. Consultative vote regarding the Annual Directors' Remuneration Report for financial year 2018.