



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

PROPOSED RESOLUTIONS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF LAR ESPAÑA REAL ESTATE SOCIMI, S.A. 2024

ITEM ONE ON THE AGENDA

Approval, if appropriate, of the individual annual accounts of the Company and of the consolidated annual accounts of the Company and its subsidiaries for the 2023 financial year.

RESOLUTION

To approve the individual annual accounts of Lar España Real Estate SOCIMI, S.A. (balance sheet, profit and loss account, statement of changes in shareholders' equity, statement of cash flows and notes), and the annual accounts of the Company consolidated with those of its subsidiaries (balance sheet, profit and loss account, statement of changes in shareholders' equity, statement of cash flows and notes) for the financial year ended December 31, 2023, which were drawn up by the Board of Directors at its meeting held on February 27, 2024.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM TWO ON THE AGENDA

Approval, if appropriate, of the individual management report of the Company and of the consolidated management report of the Company and its subsidiaries for the 2023 financial year.

RESOLUTION

To approve the individual management report of Lar España Real Estate SOCIMI, S.A. and the management report of Lar España Real Estate SOCIMI, S.A. consolidated with that of its subsidiaries for the 2023 financial year, which were drawn up by the Board of Directors at its meeting held on February 27, 2024.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM THREE ON THE AGENDA

Approval, if appropriate, of the Board of Directors' management and activities during the 2023 financial year.

RESOLUTION

To approve the management of the Company and the activities of the Board of Directors of Lar España Real Estate SOCIMI, S.A. during the financial year ended December 31, 2023.

This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.



ITEM FOUR ON THE AGENDA

Approval, if appropriate, of the proposed allocation of profits and the dividend distribution for the 2023 financial year.

RESOLUTION

To approve the proposed allocation of profits and distribution of dividends prepared by the Board of Directors at its meeting held on February 27, 2024, which is described below:

To distribute, with a charge to the results for the financial year ended on December 31, 2023, a gross dividend of EUR 0.7381 for each share of Lar España Real Estate SOCIMI, S.A.

Any parties listed as legitimate holders in the accounting records of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, Sociedad Anónima Unipersonal* (IBERCLEAR) at 11:59 pm on the date on which the General Shareholders' Meeting has decided upon the distribution shall be entitled to receive the dividend (the "record date" is expected to be 25 April 2024). **That is, under the assumption that the Meeting will be held on second call, the last day to purchase shares and be entitled to dividends (Last trading date) would be April 23, 2024** and the first day on which the shares purchased would not be entitled to dividends (*Ex Date*) would be 24 April 2024.

The dividend shall be enforceable and payable 30 days after the date of the decision adopted by the General Shareholders' Meeting (and is expected to be paid on May, 24 2024).

This dividend shall be distributed through the entities members of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal* (IBERCLEAR), the Board of Directors being hereby authorised for such purpose, with express power of substitution, to designate the entity that is to act as paying agent, and to take such other steps as may be required or appropriate for the successful completion of the distribution.

The basis for distribution and the resulting distribution (stated in thousand euros) are as follows:

BASIS FOR DISTRIBUTION:

Profits for financial year 2023 of
Lar España Real Estate SOCIMI, S.A.: EUR 68,634 thousand

DISTRIBUTION:

To legal reserve (minimum amount):..... EUR 6,863 thousand
To dividends (maximum amount to distribute corresponding to a fixed dividend of EUR 0.7381 (gross) per share): EUR 61,771 thousand

TOTAL: EUR 68,634 thousand

In addition, a share premium distribution is approved for an amount of EUR 4,396 thousand (0.0525 per share).



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

The distribution of the aggregate EUR 66,167 thousand (EUR 0.7906 per share) shall be enforceable and payable 30 days after the date of the resolution adopted by the General Shareholders' Meeting and will be distributed through the entities members of *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal* (IBERCLEAR). The Board of Directors is hereby authorised for such purpose, with express power of substitution, to designate the entity that is to act as paying agent, and to take such other steps as may be required or appropriate for the successful completion of the distribution.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM FIVE ON THE AGENDA

Appointment, if appropriate, of the auditor of the Company's accounts.

RESOLUTION

Following a report from the Board of Directors, to appoint as auditor of Lar España Real Estate SOCIMI, S.A.'s individual and consolidated accounts, for the 2024, 2025, and 2026 financial years, Deloitte, S.L., with registered office at Plaza Pablo Ruiz Picasso 1, Torre Picasso, 28020 Madrid, Spain, with tax identification number B-79104469 and registered with the Commercial Registry of Madrid at volume 13,650, section 8, sheet 188, page M-54,414, record 96, and at the Official Registry of Accounts' Auditors (*Registro Oficial de Auditores de Cuentas*) with number S0692.

This resolution is adopted following the proposal of the Board of Directors, which in turn was made following the proposal of the Audit and Control Committee.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM SIX ON THE AGENDA

Setting of the number of members of the Board of Directors.

GROUNDS FOR THE RESOLUTION

As announced in connection with the call to the 2023 Ordinary General Shareholders' Meeting, the Board of Directors approved, at the end of 2022, a plan for the orderly and staggered renewal of the Board of Directors, which will be implemented by coordinating the principles of representativeness with those of diversity and independence, among others, in order for the Company to comply, in 2024, with the recommendations on gender diversity on the Board contained in the Good Governance Code for Listed Companies ("**GGC**") approved by the Spanish Securities Market Commission (Comisión Nacional del Mercado de Valores). To this end, the Board of Directors, as a collegiate body, and each of the directors, individually, undertook to take the necessary steps to ensure that, by 2024, the Company has 40% women on the Board, in accordance with Recommendation 15 of the GGC, without affecting compliance with the other recommendations relating to the structure and composition of the Board of Directors.

To this end, as planned, Mr Alec Emmott (independent Director) has notified the Company of his decision to resign from his position as a director with effect from April 25, 2024, which has been acknowledged by the Board of Directors.

In this scenario, the Appointments, Remunerations and Sustainability Committee (the "**ARSC**") and the Board of Directors have carefully reviewed the composition of the Board, paying particular attention to its skills matrix, in order to guarantee stability in the composition of the Board and its Committees and the suitability of these bodies as a whole, so that they can adequately fulfil the functions and responsibilities attributed to them while complying with Recommendation 15 of the GGC. Thus, both the ARSC and the Board have found that considering the size of the Company and its current management structure, the replacement of Mr Alec Emmott would not be necessary at the present time, since all the powers and abilities necessary or desirable for the management of the Company could be covered in aggregate by the other Directors without undermining the aggregate assessment resulting from the skills matrix of the Board of Directors. Therefore, the ARSC and the Board of Directors have agreed that the best option at this time is to adjust the size of the Board, without prejudice to the option to increase it in the future if deemed appropriate in the light of the circumstances prevailing at any given time.

Following the resignation of Mr Alec Emmott, the Company will comply with Recommendation 15 of the GGC, since the number of female directors represents 40% of the members of the Board of Directors.

In view of Mr Alec Emmott's resignation from his position as member of the Board of Directors, the following resolution is submitted to a vote in order to acknowledge the aforementioned resignation and to set the number of members of the Board of Directors at five.

Likewise, the Board thanks Mr Emmott for his services during these years and his valuable contributions to the Company.

It is proposed:

RESOLUTION

Based on the proposal of the Board of Directors, pursuant to article 7.2 of the Board of Directors' Regulations, and in accordance with the provisions of article 34 of the Company's Bylaws, which provides that the Board of Directors shall consist of a number of members of not less than five nor more than fifteen,



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

to set the number of members of the Board of Directors of the Company at five, so that the vacancy on the Board of Directors caused by the resignation of Mr Alec Emmott as a director on April 25, 2024 will be redeemed.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM SEVEN ON THE AGENDA

Re-election, if appropriate, of Ms Isabel Aguilera Navarro as independent director of the Company for the statutory period of three years.

RESOLUTION

Based on the proposal of the Appointments, Remunerations and Sustainability Committee and following a favourable report from the Board of Directors, to re-elect Ms Isabel Aguilera Navarro as a member of the Board, under the category of "independent director", for the statutory period of three years.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM EIGHT ON THE AGENDA

Approval, if appropriate, of the new Directors' Remuneration Policy.

RESOLUTION

To approve the new remuneration policy for the directors of Lar España Real Estate SOCIMI, S.A., which will be applicable for the remaining 2024 financial year, and for the 2025, 2026 and 2027 financial years, formulated in the terms required by article 529 novodecies of the Spanish Companies Law (*Ley de Sociedades de Capital*) (the "**Remuneration Policy**").

The Remuneration Policy replaces in its entirety the Company's previous remuneration policy approved by the Ordinary General Shareholders' Meeting of April 27, 2022 for the remaining 2022 financial year and for financial years 2023 and 2024.

The Board of Directors has approved to submit to the General Shareholders' Meeting the text attached as an annex to this reasoned proposal, which is derived from the report and the proposal drawn up by the Appointments, Remunerations and Sustainability Committee, respectively—which the Board endorses in all its terms—and by the Board of Directors itself.

The Board considers that the Remuneration Policy proposed for approval is reasonably proportionate to the importance of the Company, is adapted to the Company's economic situation and is in line with market standards of comparable companies and is also compatible with the Company's strategy, objectives, values and long-term interests.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM NINE ON THE AGENDA

Delegation of powers to formalise 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.

RESOLUTION

Without prejudice to the powers delegated in the preceding resolutions, to jointly and severally authorise the Board of Directors, the Chairman, the Secretary and the Vice-Secretary to the Board of Directors, such that any of them, to the fullest extent permitted by law, may implement the resolutions adopted by the shareholders acting at this General Shareholders' Meeting, for which purpose they may:

- (a) Elaborate on, clarify, make more specific, interpret, complete, and correct them.
- (b) Carry out such acts or legal transactions as may be necessary or appropriate for the implementation of the resolutions, execute such public or private documents as they deem necessary or appropriate for the full effectiveness thereof, and correct all omissions, defects, or errors, whether substantive or otherwise, that might prevent the recording thereof with the Commercial Registry.
- (c) Delegate to one or more of its members all or part of the powers of the Board of Directors that they deem appropriate, including those corresponding to the Board of Directors and all that have been expressly allocated to them by the shareholders acting at this General Shareholders' Meeting, whether jointly or severally.
- (d) Determine all other circumstances that may be required, adopt and implement the necessary resolutions, publish the notices, and provide the guarantees that may be required for the purposes established by law, formalise the required documents, and carry out all necessary proceedings and comply with all requirements under the law for the full effectiveness of the resolutions adopted by the shareholders at this General Shareholders' Meeting.



This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

ITEM TEN ON THE AGENDA

Consultative vote regarding the Annual Directors' Remuneration Report for the 2023 financial year.

RESOLUTION

To approve, on a consultative basis, the Annual Directors' Remuneration Report for the 2023 financial year, the full text of which was made available to shareholders together with the other documentation relating to the General Shareholders' Meeting from the date of publication of the announcement of the call to meeting.