MERLIN

FOR INFORMATION PURPOSES. SPANISH VERSION PREVAILS.

RESOLUTION PROPOSED TO THE ANNUAL SHAREHOLDERS' MEETING OF MERLIN PROPERTIES, SOCIMI, S.A. CALLED FOR APRIL 29 AND APRIL 30, 2025, ON FIRST AND SECOND CALL, RESPECTIVELY

ITEM FOUR ON THE AGENDA:

Establishment of the number of directors. Ratification, appointment and reelection of directors.

4.1. Establishment of the number of members of the Board of Directors and maintenance of vacancy.

PROPOSED RESOLUTION:

"To establish at fourteen the number of members of the Board of Directors and to maintain the vacancy arising following the resignation, tendered on March 25, 2025 and effective as of April 1, 2025, by Ms. Ana García Fau, with an express provision that the Board of Directors reserves the authority to fill such vacancy by co-option after the holding of this Shareholders' Meeting."

4.2. Ratification of the appointment by co-option and reelection and appointment of Mr. José Luis de Mora Gil-Gallardo as director, classified as nominee director.

PROPOSED RESOLUTION:

"In accordance with the proposal of the Board of Directors, following a favorable report by the Appointments and Compensation Committee, to ratify the appointment of Mr. José Luis de Mora Gil-Gallardo, whose particulars are recorded at the Commercial Registry, who was appointed by co-option by a resolution of the Board of Directors adopted on May 16, 2024, and to reelect and appoint him as a director of the Company, for the term stipulated in the Bylaws, with the category of nominee director."

4.3. Reelection of Mr. Juan María Aguirre Gonzalo as director, classified as independent director.

PROPOSED RESOLUTION:

"In accordance with the proposal from the Board of Directors, following a favorable report from the Appointments and Compensation Committee, to reelect and appoint Mr. Juan María Aguirre Gonzalo as director of the Company, whose particulars are recorded at the Commercial Registry, for the term stipulated in the Bylaws, with the category of independent director."

4.4. Reelection of Ms. María del Pilar Cavero Mestre as director, classified as independent director.

PROPOSED RESOLUTION:

"In accordance with the proposal from the Board of Directors, following a favorable report from the Appointments and Compensation Committee, to reelect and appoint Ms. María del Pilar Cavero Mestre as director of the Company, whose particulars are recorded at the Commercial Registry, for the term stipulated in the Bylaws, with the category of independent director."

4.5. Reelection of Ms. Francisca Ortega Hernández-Agero as director, classified as nominee director.

PROPOSED RESOLUTION:

"*In accordance with the proposal from the Board of Directors, following a favorable report from the Appointments and Compensation Committee, to reelect and appoint Ms. Francisca Ortega Hernández-Agero as director of the Company, whose particulars are recorded at the Commercial Registry, for the term stipulated in the Bylaws, with the category of nominee director*."