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 NINE ON THE AGENDA:

Authorization for the derivative acquisition of treasury stock by Merlin Properties, SOCIMI, S.A. or companies in its group, for a period of five years. Revocation of previous authorizations.

PROPOSED RESOLUTION:

"To authorize the derivative acquisition of treasury stock of Merlin Properties, SOCIMI, S.A. (the ***Company****) by the Company itself, or by companies in its group, pursuant to the provisions of articles 146 and related articles of the Capital Companies Law, complying with the requirements and restrictions established in the legislation in force from time to time, all on the following terms:*

- *Forms of acquisition: the acquisitions may be made directly by the Company or indirectly through companies in its group, and they may be formalized, once or several times, by way of a sale and purchase, swap or any other valid legal transaction under law.*

- *Maximum number of shares to be acquired: the par value of the shares to be acquired, added, if applicable, to that of those already directly or indirectly owned, shall not exceed the maximum percentage legally permitted from time to time.*

- *Maximum and minimum consideration: the acquisition price per share shall be at least the par value and at most the price quoted on the stock market on the date of acquisition.*

- *Term of the authorization: this authorization is granted for a term of five years.*

In addition, and for the purposes of the provisions of paragraph two of letter a) of article 146.1 of the Capital Companies Law, it is expressly placed on record that express authorization is granted for the acquisition of shares of the Company by any of its subsidiaries, on the same terms as those indicated above.

The authorization also includes the acquisition of shares which, if applicable, have been delivered directly to the executives, workers or directors of the Company or companies in its group, as a result of option rights held by them or for the settlement and payment to same of share-based incentive plans.

This authorization renders ineffective the authorization granted by the Shareholders' Meeting on April 27, 2023, in the portion not used."