



FOR INFORMATIONAL PURPOSES ONLY. SPANISH VERSION PREVAILS

INMOBILIARIA COLONIAL, SOCIMI, S.A.

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (NOVEMBER 2018)

MEANS AND PROCEDURES FOR GRANTING PROXIES FOR THE GENERAL MEETING AND FOR CASTING A REMOTE VOTE

In accordance with the consolidated text of the Spanish Limited Liability Companies Law passed by the Royal Legislative Decree 1/2010 of 2 July, voting and proxy voting rights of Inmobiliaria Colonial, SOCIMI, S.A. (the “**Company**”) shareholders may be exercised by means of remote communication systems.

PROXY VOTES

Shareholders may inform the Company, prior to the General Meeting, of their intention of exercising their rights by proxy. This right may be exercised by those shareholders who, alone or as a group, hold a minimum of 500 shares of the Company.

Shareholders may delegate their representation in the General Meeting to another shareholder or to any other person, legal or physical, duly identified, for which they should follow carefully the instructions in the “Proxy” section of the attendance, proxy and remote voting card issued by the depositary institutions or in the printable version of this card available on the corporate website (www.inmocolonial.com).

Shareholders may inform the Company of the proxy by the following means:

- a) By delivering in person the attendance, proxy and remote voting card received from the depositary institutions or, as appropriate, the card form included on the corporate website (www.inmocolonial.com), duly completed and signed in the “Proxy” section, at the Company's registered office (Paseo de la Castellana 52, 28046 Madrid) or in the Company's offices in Barcelona (Avenida Diagonal 532, 08006 Barcelona), from 9 a.m. to 2 p.m., for the attention of the Shareholder Relations Office (“*Oficina de Atención al Accionista*”).
- b) Dispatch by post of the attendance, proxy and remote voting card received from the depositary institutions or, as appropriate, the card form included on the corporate website (www.inmocolonial.com), duly completed and signed in the “Proxy” section, at the Company's registered office (Paseo de la Castellana 52, 28046 Madrid) or in the Company's offices in Barcelona (Avenida Diagonal 532, 08006 Barcelona), from 9 a.m. to 2 p.m., for the attention of the Shareholder Relations Office (“*Oficina de Atención al Accionista*”).
- c) Through the proxy or electronic voting platform expressly enabled on the corporate website (www.inmocolonial.com), in accordance with the procedure indicated thereon.

Any representation reported by any of the means set forth in paragraphs a), b) and c) above shall be received by the Company at least twenty-four (24) hours prior to the time and date set for the General Meeting on the first call, without prejudice to the authority of the Chairman to admit any proxies received thereafter. Otherwise it will be understood as not granted.

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A proxy may represent more than one shareholder, without any restrictions on the number of shareholders he/she can represent. A proxy who represents several shareholders may cast both affirmative and negative votes in accordance with the instructions given by each shareholder.

Representation may be revoked at any time. The attendance of the shareholder represented at the General Meeting, either personally or remotely, involves the revocation of any proxy, whatever the date thereof.

Any proxies received with no indication of the specific person to whom the shareholder has granted his/her representation shall be deemed granted to the Chairman of the General Meeting or his/her substitute in case of conflict of interests.

The proxy's failure to attend the General Meeting will mean that the shares he/she represents will not be counted in verifying the quorum to convene the General Meeting.

The Chairman and the Secretary of the General Meeting shall have the broadest powers to recognise the validity of the proxy or any document evidencing such representation.

Without prejudice to the above, the exercise of the right of representation may be evidenced by the representative on the date scheduled to hold the General Meeting by showing the attendance, proxy and remote voting card, duly completed and signed. The person to whom the vote is delegated must show the company evidence of his/her acceptance of the power entrusted to him/her.

REMOTE VOTING

Shareholders may cast their votes in writing on the motions proposed for the items included in the agenda and inform the Company of this, prior to the General Meeting, through the following methods:

- a) By delivering in person the attendance, proxy and remote voting card received from the depositary institutions or, as appropriate, the card form included on the corporate website (www.inmocolonial.com), duly completed and signed in the "Remote voting" section, at the Company's registered office (Paseo de la Castellana No. 52, 28046 Madrid) or at the Company's offices on Barcelona (Avenida Diagonal 532, 08006 Barcelona),, from 9 a.m. to 2 p.m., for the attention of the Shareholder Relations Office ("*Oficina de Atención al Accionista*").
- b) By delivering in person the attendance, proxy and remote voting card received from the depositary institutions or, as appropriate, the card form included on the corporate website (www.inmocolonial.com), duly completed and signed in the "Remote Voting" section, at the Company's registered office (Paseo de la Castellana 52, 28046 Madrid) or in the Company's offices in Barcelona (Avenida Diagonal 532, 08006 Barcelona), from 9 a.m. to 2 p.m., for the attention of the Shareholder Relations Office ("*Oficina de Atención al Accionista*").
- c) Through the proxy or electronic voting platform expressly enabled on the corporate website (www.inmocolonial.com), in accordance with the procedure indicated thereon.

The representation reported by any of the means set forth in paragraphs a), b) and c) above shall be received by the Company at least twenty-four (24) hours prior to the time and date set for the General Meeting on the first call, without prejudice to the authority of the Chairman to admit any votes received thereafter. Otherwise the vote will be understood as not casted.

A remote vote will be void:

- a) If it is subsequently expressly revoked by the same means used to cast the vote and within the time limits established to do so.
- b) If the casting shareholder physically attends the meeting.

Shareholders who have cast their vote remotely shall be considered present for the purposes of constituting the quorum of the General Meeting.

COMMON RULES FOR EXERCISING VOTING AND PROXY VOTING RIGHTS BY REMOTE MEANS OF COMMUNICATION

Those shareholders who have registered the ownership of the Company's shares in the shareholders register at least 5 days prior to the General Meeting may exercise their voting and proxy voting rights by remote means of communication.

Both proxy and remote votes issued by a shareholder will be null and void if the Company discovers that the shares have been disposed of.

By remote means of communication, shareholders may only exercise their voting and proxy voting rights on one occasion.

The Company reserves the right to modify, suspend, cancel or restrict the electronic means of voting and proxy voting prior to the General Meeting if any technical or security reasons so advise.

The Company will not be responsible for any losses suffered by shareholders due to breakdown, overload, line failures, connection failures, delays in paper mail or any other eventuality of a similar nature beyond the Company's control which may impede the use of voting or proxy voting mechanisms via remote electronic communication systems.

GENERAL INFORMATION

For any clarification or additional information, shareholders may contact the Shareholder Relations Office ("*Oficina de Atención al Accionista*"), through the following means:

- Post: to the registered office (Paseo de la Castellana 52, 28046 Madrid) or the Company's office in Barcelona (Avenida Diagonal 532, 08006 Barcelona).
- Telephone no. (+34) 934 047 910, on business days, from 09:00 to 14:00.
- Email address: accionistas@inmocolonial.com.

Also, on the date of the General Meeting a Shareholder Relations Office ("*Oficina de Atención al Accionista*"), will be set up in a visible location within the premises where the meeting is to be held, in order to deal with any questions and doubts raised by the shareholders.

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