**CONSENT INSTRUCTION**

**Inmobiliaria Colonial, SOCIMI, S.A. (the “Issuer”)**

**Consent Solicitation in relation to the**

**€500,000,000 1.350 per cent. Notes due October 2028 (ISIN: ES0239140017) issued by the Issuer**

**(the “Bonds”)**

Reference is made to the Consent Solicitation launched by the Issuer in respect of the Bonds (the “**Consent Solicitation**”) and the notice dated 12 January 2022 published by the Issuer in connection with the Consent Solicitation (the “**Notice**”).

In respect of the General Meeting convened at 12:00 (CET) on 3 February 2022, and any adjourned General Meeting (if applicable), the Accountholder referred to below [acting for and on behalf of [*name of the Bondholder*]] / [in its own name and on its own behalf], represents and warrants to the Issuer, the Sole Consent Solicitation Agent, the Spanish Paying Agent and the Tabulation and Information Agent:

(i) that the Bonds referred to in this Consent Instruction have been deposited [with it, in an account opened in the name of [*name of the Bondholder / name of the financial entity or accountholder through which the Bondholder holds them*]] / [in its own account in Iberclear];

(ii) that [following the instructions received from the Bondholder, it has blocked the Bonds referred to in this Consent Instruction in the securities account that the Bondholder has opened in that entity] / [it has instructed Iberclear to block the Bonds referred to in this Consent Instruction] and that they will remain blocked until the earlier of (A) the date on which this Consent Instruction is validly revoked in accordance with the terms of the Notice by submitting a valid Withdrawal Instruction; (B) the conclusion of the relevant General Meeting (or adjourned General Meeting, if applicable); and (C) the date on which the relevant Consent Solicitation is terminated by the Issuer (provided that such termination date is not less than 24 hours before the time set for the relevant General Meeting or adjourned General Meeting, if applicable). It agrees and confirms that if the General Meeting is inquorate, the Bonds referred to in this Consent Instruction remain blocked and this Consent Instruction (including the appointment of the proxies referred to in paragraphs (iii) and (iv) below) remains valid for the adjourned General Meeting, if applicable, unless revoked in accordance with the provisions of paragraph 11 (*Transfer and Revocation*) of section IV (*The Consent Solicitations*) of the Notice;

(iii) that it hereby appoints representatives of Lucid Issuer Services Limited as its proxies in respect of the Bonds referred to in this Consent Instruction and hereby authorises and instructs each of them to cast the votes attributable to such Bonds at the General Meeting or, if applicable, the adjourned General Meeting to (circle as appropriate):

[VOTE IN FAVOUR OF]

[VOTE AGAINST]

[ABSTAIN FROM VOTING ON]

the relevant Resolution;

(iv) that it expressly agrees that representatives of Lucid Issuer Services Limited will act as its proxies in respect of the Bonds referred to in this Consent Instruction in any adjourned meeting, if applicable, without the requirement to reappoint representatives of Lucid Issuer Services Limited as its proxies unless such appointment is validly revoked in accordance with the terms of the Notice by submitting a valid Withdrawal Instruction; and

(v) that it confirms it has read, understood and agrees with the terms and conditions of the Consent Solicitation set forth in section IV (*The Consent Solicitations*) of the Notice and, in particular, the representations and warranties set forth in paragraph 13(1) of section IV (*The Consent Solicitations*) of the Notice.

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| Name of Accountholder (if different from the Bondholder): |  |
| Name of Bondholder: |  |
| Iberclear securities account number in which the Bonds are held: |  |
| Aggregate principal amount of Bonds held by the Bondholder and to which this Consent Instruction relates: |  |

Capitalised terms used and not expressly defined in this Consent Instruction have the meaning given to them in the Notice.

Contact name:

Telephone number:

Email:

Date:

Signature: