

MELIÀ HOTELS INTERNATIONAL, S.A. (the “**Company**” or “**MHI**”), in accordance with the provisions of article 17 of Regulation (EU) N° 596/2014, of April 16, on market abuse and article 228 of the Royal Legislative Decree 4/2015, of 23 October, that approves restated text of the Securities Market Law, announces to the National Securities Market Commission (**CNMV**) the following information, following the information communicated through the CNMV registered under number 270438.

Mr. Gabriel Escarrer Juliá, Mrs. Ana María Jaume Vanrell (both jointly, the “**Majority Shareholders**”) and their six children (that is, Mrs. María Magdalena, Mrs. Ana María, Mrs. María Antonia, Mrs. María Mercedes, Mr. Sebastián and Mr. Gabriel Juan Escarrer Jaume), in their capacity as direct or indirect shareholders of the commercial companies through which the companies hold a stake in the share capital of MHI (that is, Hoteles Mallorquines Consolidados, S.L., Hoteles Mallorquines Agrupados, S.L., Hoteles Mallorquines Asociados, S.L. and Majorcan Hotels Exlux, S.L.U.; hereinafter, the “**Commercial Companies**”), have notified to the CNMV and the Company, the signing of a shareholders agreement on October 5, 2018 (the “**Shareholders Agreement**”), which will deploy its effects as detailed hereafter.

Object of the Shareholders Agreement

The object of the Shareholders Agreement is, among others, “[...] *establishing, temporally, a qualified majority regime for the adoption of a specific and limited number of resolutions by the Shareholders General Meeting and the Board of Directors in the Commercial Companies, that affect to certain exceptional issues, maintaining each and every one of the signatories full voting freedom, thus, not acting in concert with regards to the management of the Commercial Companies or of MHI*”.

Clauses affecting the voting rights or the free transferability of the shares

In the signatories’ view, the Shareholders Agreement does not restrict nor condition the free transferability of the shares of MHI, while establishing a qualified majority regime in the Commercial Companies in the terms stipulated in the clause partially transcribed below:

“3.1.- Reserved Matters of the Shareholders General Meeting.

*The Parties agree that, for the approval of the following matters (the “**Reserved Matters**”) in each of the Commercial Companies, the favorable vote of, at least, 80% of the votes corresponding to the units in which the share capital of that Commercial Company is divided, is required (“**Qualified Majority**”):*

[...]

- o The approval of any sale transaction carried out by any of the Commercial Companies that, directly or indirectly, entails the transfer of shares of MHI, or of those shares or units that may result after a restructuring operation of MHI, or of any corporate transaction that entails a reduction on the percentage holding that the Commercial Companies hold over MHI.*
- o The approval of those individual resolutions entailing the exercise of the right to proportional representation in the Board of Directors of MHI by any of the Commercial Companies.*
- o The approval of those individual resolutions entailing the modification of the regulation of the Nomination and Remuneration Committee of MHI or that has as a consequence that it ceases to be comprised by External Directors with a majority of Independent Directors.*

[...]

It is not the Parties' will that the establishment of those specific and limited reserved matters that affect MHI entails the establishment of a common policy concerning the management of MHI or the influencing it in any relevant way."

Enter into force and term and publicity

While the Shareholders Agreement enters into force upon its signature, the aforementioned qualified majority regime *"will be applicable during a five (5) year term from the day after the death of the last of the two Majority Shareholders remaining alive"*, with an automatic renewal of two additional years, unless two signatories, at least, oppose such renewal.

Therefore, on the date of this communication, the mentioned majority regime is not applicable, in its absence, the applicable majority regime is the one established in the respective By-laws of the Commercial Companies as indicated below.

The Shareholders Agreement being communicated is not an agreement subject to publicity of those foreseen in sections 530 and 534 of the Spanish Companies Act (*Ley de Sociedades de Capital*), nor is it required its registry in the Commercial Registry, nevertheless, for the sake of transparency, the signatories have forwarded an excerpt of the Agreement to MHI and the CNMV.

By-laws of the Commercial Companies

On the date of this communication, the By-laws of the Commercial Companies, registered in the respective Commercial Registries of the Commercial Companies' domicile, include articles establishing a qualified majority regime (of two thirds of the voting rights) for the adoption of agreements regarding "*[the] approval of any sale transaction that, directly or indirectly, entails the transfer of shares of Meliá Hotels International, S.A., or of those shares or units that may result after a restructuring operation of such Corporation, or of any corporate transaction that entails a reduction on the percentage holding that the Company holds, directly or indirectly, over Meliá Hotels International, S.A.[...]*".

Absence of concerted action and voting freedom

The signature of the Shareholders Agreement does not entail "*the establishment of a common policy concerning the management of MHI, nor has the object of influencing it in any relevant way*", thus does not constitute a concerted action among the signatories for the purposes of the provisions of the Royal Decree 1066/2007, of July 27, on the takeover bids legal regime. Each of the signatories of the Shareholders Agreement retains full voting freedom.

In Palma de Mallorca, on October 11, 2018