



Parques Reunidos Servicios Centrales, S.A. (“**Parques Reunidos**” or the “**Company**”), pursuant to article 227 of the consolidated text of the Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October, hereby informs of the following

MATERIAL FACT

The Extraordinary General Shareholders Meeting of the Company held today, 29 October 2019, in first call, has approved all the resolution proposals that were submitted, which are summarized as follows:

- One.-** Review and, where appropriate, approval of the delisting of the shares representing the total share capital of the Company from the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges in accordance with the provisions of sections 82 of the consolidated text of the Securities Market Act and 11.d) of Royal Decree 1066/2007 of 27 July on the regime of public tender offer for securities.
- Two.-** Management body: Amendment of the structure of the management body, acknowledgment of all directors’ cessation and appointment of a sole director, all the foregoing subject to the effective delisting of the Company’s shares:
- Second A:** Amendment, where appropriate, of the way to manage the Company and resulting amendment of article 27 (Board of Directors. Powers) of the Articles of Association and redraft of articles 3 (Registered office and corporate website), 10 (Uncalled contributions), 11 (Corporate bodies), 14 (Authority to call General Meeting), 19 (Representation at the General Meeting), 22 (Remote voting), 23 (General Meeting Officers), 26 (Minutes of Meeting), 29 (Term of office), 31 (Company action for liability. Standing of minority), 37 (Powers of representation) and 41 (Preparation and verification of the annual accounts), and removal of articles 28 (Composition of the management body), 32 (Appointment to positions on the Board of Directors), 33 (Call of Board of Directors), 34 (Board of Directors quorum), 35 (Manner of deliberation and adoption of resolutions of the Board of Directors), 36 (Board of Directors minutes), 38



(Delegation of authority), 39 (Audit and Control Committee. Composition, authority and functioning) and 40 (Appointments and Remuneration Committee. Composition, authority and functioning) of the Articles of Association and renumbering of the remaining statutory articles accordingly. Acknowledgment of all directors' cessation.

Second B: Appointment of sole director.

Three.- Repeal, where appropriate, of the Directors' Remuneration Policy, amendment of director's remuneration and resulting amendment of article 30 (Compensation of the position) of the Articles of Association, all the foregoing subject to the effective delisting of the Company's shares.

Four.- Amendment of the following articles of the Articles of Association and approval of a new consolidated text, all the foregoing subject to the effective delisting of the Company's shares:

Fourth A: Amendment of articles regarding the pledge of Company shares: Article 8 (Co-ownership, usufruct and pledge of shares).

Fourth B: Amendment of articles regarding the Regulations of the General Meeting of Shareholders and of the Board of Directors: Article 11 (Corporate bodies).

Fourth C: Amendment of articles regarding the General Shareholders Meeting: 12 (General Shareholders Meeting), 14 (Authority to call General Meeting), 15 (Notice of call), 19 (Representation at the General Meeting), 20 (Place and time of holding the Meeting. Adjournment of Meetings), 21 (Right to information), 22 (Remote voting) and 25 (Adoption of resolutions), removal of article 17 (Equal treatment) and subsequent renumbering of articles.

Fourth D: Amendment of other articles in order to adapt its content to the provisions applicable to non-listed companies: articles 29 (Term of office) and 31 (Company action for liability. Standing of minority) and subsequent renumbering of articles.

Fourth E: Amendment of articles in order to simplify the procedures for the deposit of annual accounts: Article 43 (Deposit of



approved annual accounts).

Fourth F: Removal of the Transitional Provision related to the modification to the financial year.

Fourth G: Review and, where appropriate, approval of a new text of the Articles of Association.

Five.- Repeal, where appropriate, of the Regulations of the General Shareholders' Meeting subject to the effective delisting of the Company's shares.

Six.- Ratification of the refinancing of Parques Reunidos group companies' debt and of the granting of guarantee cancellation documents in the context of the refinancing.

Seven.- Delegation of powers to formalize and execute all the resolutions adopted by the Extraordinary General Shareholders Meeting, for their notarization as a public document and their interpretation, correction, complementation, development and registration.

The approved resolutions and the votes result will be published in the Company's website within the following five days.

This is hereby notified for the appropriate purposes.

In Madrid, on 29 October 2019

Parques Reunidos Servicios Centrales, S.A.