



c/ José Ortega y Gasset, 29  
Madrid 28006  
A-86971249

**SPANISH NATIONAL SECURITIES MARKET COMMISSION  
(COMISIÓN NACIONAL DEL MERCADO DE VALORES)**

In order to comply with the information obligations required by Article 82 of Law 24/1988, of July 28<sup>th</sup>, 1988, of the Stock Market, AXIARE PATRIMONIO SOCIMI, S.A (“**Axiare Patrimonio**”) reports the National Stock Market Commission the following

**RELEVANT FACT**

With regard to the information required to all listed companies by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) on the compliance with certain aspects of the Spanish Capital Companies Law, and in compliance with Section A) of said information request with file registry number 2015155162 received on November 17<sup>th</sup>, 2015, Axiare Patrimonio has submitted the enclosed certificate, duly signed by the Secretary non-Director with the approval of the Vice Chairman.

Madrid, December 14<sup>rd</sup>, 2015

Mr. Luis López de Herrera-Oria  
Chief Executive Officer  
Axiare Patrimonio

Mr. Ivan Azinovic Gamo, Secretary non-Director of Axiare Patrimonio SOCIMI, S.A., with registered office at Calle Ortega y Gasset 29, 5<sup>a</sup>, 28006 Madrid, C.I.F number A86971249 and duly registered with the Commercial Registry of Madrid under Volume 32158, Sheet 171, Section 8, Page M578698 (“**Axiare Patrimonio**” or the “**Company**”),

In order to comply with the information request received from of the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*), dated November 12<sup>th</sup>, 2015 and received on November 17<sup>th</sup>, 2015, regarding the compliance with certain aspects of the Spanish Capital Companies Law (the “**SCCL**”) and, in particular, to comply with Section A) of the abovementioned information request,

hereby **CERTIFIES**:

1.- That the Ordinary General Shareholders Meeting held on May 7<sup>th</sup>, 2015 approved the amendment of articles 7, 8, 9, 10, 11 and 26 of the Company’s General Shareholders Meeting Regulations, for its adaptation to the new legislation in force introduced by Law 31/2014, of December 3<sup>rd</sup>, 2015 and the Good Governance Code of Listed Companies, published by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) on February 2015, as well as to the draft bill on the promotion of business financing.

That on May 21<sup>st</sup>, 2015, the amendment of the Company’s General Shareholders Meeting Regulations was registered with the Commercial Registry of Madrid.

That, in compliance with the provisions of Article 513 of the SCCL, the consolidated text of the Company’s General Shareholders Meeting Regulations currently in force was published on the Company’s webpage and on the webpage of the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*).

2.- That in compliance with Article 514 of the SCCL, with regard to information, participation and exercise of voting rights in the General Shareholders Meeting, the Company guarantees equal treatment to all the shareholders who share the same position.

3.- That the call for the Ordinary General Shareholders Meeting held on May 7<sup>th</sup>, 2015 complied with the publicity requirements established by Article 516 of the SCCL, being the call published on the Official Gazette of the Commercial Registry, on the Company’s webpage, reported as a relevant fact to the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) and published in its webpage.

That the call for the Ordinary General Shareholders Meeting included all the provisions required by law and, in particular, those required by Article 517 of the SCCL (<http://www.axiare.es/junta-general-accionistas-2015>).

4.- That the Company published on its webpage the approved resolutions and the voting results of the Company’s Ordinary General Shareholders Meeting held on May 7<sup>th</sup>, 2015 during the time period established by Article 525.2 of the SCCL, and said information still continues to be available to the investors in the Company’s webpage.

5.- That the Company is not aware of any proxy solicitation by any director for the Ordinary General Shareholders Meeting held on May 7<sup>th</sup>, 2015.

6.- That the Company’s Board of Directors approved on March 31<sup>st</sup>, 2015 to add a new Article 28 bis and to amend articles 12, 25, 26, 29, 30, 34 and 35 of the Board of Directors Regulations, for its adaptation to the new legislation in force introduced by Law 31/2014, of December 3<sup>rd</sup>, 2015 and the Good Governance Code of Listed Companies, published by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) on February 2015.

That on May 20<sup>th</sup>, 2015 the amendment of the Company's Board of Administration Regulations was registered with the Commercial Registry of Madrid.

That, in compliance with the provisions of Article 529 of the SCCL, the consolidated text of the Company's Board of Directors Regulations currently in force was published on the Company's webpage and on the webpage of the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*).

7.- That the Company publishes on its webpage the Notes to the Annual Accounts of the financial year from March 19<sup>th</sup>, 2014 and December 31<sup>st</sup>, 2014, which contains details on the payments made for the transactions carried out during the abovementioned financial year and outstanding on the closing date of the balance sheet, in compliance with the maximum legal terms established by Law 15/2010.

8.- That the Company is unaware of the existence of any shareholders agreement of those regulated in Articles 530 and those following of the SCCL that may affect the Company.

9.- That prior to the Ordinary General Shareholders Meeting held on May 7<sup>th</sup>, 2015, the Company enabled in its web page an Electronic Forum for its Shareholders, in accordance with the provisions of Article 539.2 of the SCCL.

**AND IN WITNESS THEREOF**, I issue this certification with the approval of the Chairman of the Board of Directors, in Madrid, on December 14<sup>th</sup>, 2015.

Approval

Signature

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Mr. Luis López de Herrera-Oria  
Vice Chairman

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Mr. Iván Azinovic Gamo  
Secretary