

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

Merlin Properties SOCIMI, S.A. (“MERLIN Properties”), in compliance with the provisions of article 82 of the Spanish Act 24/1998, of 28 July, on the Securities Market, submits the following

RELEVANT INFORMATION

On 30th December 2014, Tree Inversiones Inmobiliarias, Socimi, S.A. (“Tree”), a fully owned subsidiary of MERLIN Properties, has closed a 940 million euro debt facility with a syndicate of national and international banks, maturing on 2024 and secured against the Tree portfolio of assets.

A deal press release is attached.

Madrid, 30th December 2014.

Merlin Properties SOCIMI, S.A.

## MERLIN Properties closes 940 million euro financing of the BBVA Portfolio

- MERLIN Properties successfully closed the financing of its fully owned subsidiary Tree Inversiones Inmobiliarias Socimi, S.A. (“Tree”), through a 940 million euro, 10-year debt facility secured against the Tree portfolio of assets, long-term leased to BBVA.
- The company will significantly reduce its consolidated annual debt service, with a stable weighted average maturity of approximately 9.1 years and an average spread of 176 bps over Euribor. The loan-to-value ratio will reach approximately 39%, with 1,010 million euros of debt financing in place.
- Through this transaction, MERLIN Properties intends to raise additional firepower to capitalize on its strong investment pipeline, while optimizing capital structure and reinforcing its ultimate goal of delivering attractive returns for shareholders.

**Madrid, 30th December.-** MERLIN Properties Socimi, S.A., (“MERLIN Properties”) (MC:MRL) one of the largest real estate companies listed on the Spanish Stock Exchange, specialized in the acquisition and management of commercial real estate assets in the Iberian region, announced today that its fully owned subsidiary Tree Inversiones Inmobiliarias Socimi, S.A. (“Tree”), a company owning a portfolio of assets comprising 880 bank branches and 5 buildings long-term leased to BBVA, has signed a 10 year debt facility of 940 million euros (the “Debt Facility”) secured against the Tree portfolio of assets with a syndicate of banks comprising, among others, CaixaBank, Santander, BNP Paribas, Crédit Agricole, Banco Popular and Société Générale.

The company intends to use part of the funds available under the Debt Facility for the repayment of the existing senior (Eur+250bps) and junior debt (Eur+775bps) outstanding at Tree, maturing on 2017 and amounting to 828 million euros, and for the payment of transaction expenses.

This facility adds up to the 70 million financing of the Madrid A-1 Portfolio completed in October. MERLIN Properties’ loan-to-value ratio will reach approximately 39%, with 1,010 million euros of debt financing in place, with a weighted average maturity of approximately 9.1 years and an average spread of 176 bps over Euribor. Part of the existing hedges will remain in place until maturity. Total financing costs will stand at approximately 4% till 2017 and slightly below 3% thereafter.

MERLIN Properties continues working on the financing of two additional assets for an amount in excess of 150 million euros, within the company’s leverage strategy (maximum overall limit of 50% of the portfolio).

Upon completion of this re-leverage process, MERLIN Properties expects to unlock equity of at least 250 million euros, which would translate in a capacity to acquire assets of approximately 500 million euros.

Ismael Clemente, CEO of MERLIN Properties, commented: “We have a very strong investment pipeline and this new debt facility marks a significant step forward. It will provide us with additional firepower to capitalize on new investment opportunities and fund further acquisitions quickly, giving us a competitive edge in an active real estate market. In addition, it further optimizes the Company’s capital structure and assists us in achieving our ultimate goal of delivering attractive returns for our shareholders”.



## About MERLIN Properties

MERLIN Properties SOCIMI, S.A. (MC:MRL) is one of the largest real estate companies trading on the Spanish Stock Exchange, specialized in the acquisition and management of commercial property in the Iberian region. MERLIN Properties mainly invests in offices, shopping centers, industrial and logistics facilities and urban hotels, within the Core and Core Plus segments. MERLIN Properties is part of the FTSE EPRA/NAREIT Global Real Estate and MSCI Small Caps indices.

The Company boasts a team of professionals with proven and extensive experience who manage its portfolio seeking to achieve the highest operating efficiency and returns on the assets. MERLIN Properties is led by Ismael Clemente, Executive Chairman and CEO; Miguel Ollero, CFO and COO; and David Brush, CIO.

Please visit [www.merlinproperties.com](http://www.merlinproperties.com) to learn more about the company.

### For further information please contact

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