

COMISIÓN NACIONAL DEL MERCADO DE VALORES

Dirección de Mercados Secundarios Calle Edison 4 28006 Madrid

Subject: call for the general shareholders' meeting

Dear Sirs,

Pursuant to the Stock Markets Act and the Companies Act, the board of directors of Grupo Empresarial San José, SA (the "Company"), in its meeting held on 10 May 2018, has agreed to call the general shareholders' meeting of the Company, that will take place at Ronda de Poniente no 11, Tres Cantos, Madrid, on 21 June 2018, at 12:00 on first call or on 22 June 2018, at the same time and venue on second call.

The text of the call, including the agenda of the general meeting, which will be published in the following days in accordance with the legal and statutory provisions, as well as the full text of the proposed resolutions of the board of directors regarding the items included on the agenda are attached to this notice.

For the exercise of the right of information by shareholders, the above-mentioned documents jointly with the remaining documents established in the call for the general meeting are available at the registered office and on the company's website (http://www.gruposanjose.biz).

In Madrid, 10 May 2018

Fernando Calbacho

secretary and legal adviser of the board of directors



PROPOSED DECISIONS AGREED BY THE BOARD OF DIRECTORS OF GRUPO EMPRESARIAL SAN JOSÉ, S.A. FOR THE ANNUAL GENERAL MEETING THAT WILL TAKE PLACE ON 21 JUNE 2018 ON FIRST CALL AND ON 22 JUNE 2018 ON SECOND CALL.

First.

Examination and approval, if applicable, of the annual financial statements and the management report of the Company and its consolidated group, for the year ending 31 December 2017.

Proposed decision:

To agree on the individual and consolidated financial statements of GRUPO EMPRESARIAL SAN JOSÉ, S.A. and subsidiaries and the relevant directors' reports for the year ended 31 December 2017, as formulated by the board of directors of the Company at its meeting on 28 February 2018.

Second.

Examination and approval, if applicable, of the application proposal of profit for the year ending on 31 December 2017.

Proposed decision:

To agree on the application of profit for the year ending 31 December 2017, amounting to EUR 401,042.81 according to the following breakdown:

Basis of application:

Profit for the year

€ 401,042.81

Application:

To offset previous losses

€ 401,042.81

Third.

Examination and approval, if applicable, of the management of the Board of Directors of the Company during the year ending 31 December 2017.

Proposed decision:

To agree on the management of the Board of Directors of the Company for the year ending 31 December 2017.

Fourth.

Re-appointment of board members:

Fourth A:

Re-appointment of Mr. Jacinto Rey González as executive director, on proposal of the Board of Directors.

Proposed decision:

To re-appoint, on proposal of the Board of Directors, Mr. Jacinto Rey González as executive member, for the statuary appointment period of four years as from the date of approval of this resolution.

Fourth B:

Re-appointment of Mr. Jacinto Rey Laredo as executive director, on proposal of the Board of Directors.



Proposed decision:

To re-appoint, on proposal of the Board of Directors, Mr. Jacinto Rey Laredo as executive member, for the statuary appointment period of four years as from the date of approval of this resolution.

Fourth C:

Re-appointment of Mr. Javier Rey Laredo as executive director, on proposal of the Board of Directors.

Proposed decision:

To re-appoint, on proposal of the Board of Directors, Mr. Javier Rey Laredo as executive member, for the statuary appointment period of four years as from the date of approval of this resolution

Fourth D:

Re-appointment of Ms. Altina Sebastián González as independent director, on proposal of the Board of Directors.

Proposed decision:

To re-appoint, on proposal of the Board of Directors, Ms. Altina Sebastián González as independent director, for the statuary appointment period of four years as from the date of approval of this resolution.

Fourth E:

Re-appointment of Mr. Roberto Álvarez Álvarez as independent director, on proposal of the Board of Directors.

Proposed decision:

To re-appoint, on proposal of the Board of Directors, Mr. Roberto Álvarez Álvarez as independent director, for the statuary appointment period of four years as from the date of approval of this resolution.

Fourth F:

Re-appointment of Mr. Ramón Barral Andrade as independent director, on proposal of the Board of Directors.

Proposed decision:

To re-appoint, on proposal of the Board of Directors, Mr. Ramón Barral Andrade as independent director, for the statuary appointment period of four years as from the date of approval of this resolution.



Fifth.

Re-appointment of the auditors of the Company and its consolidated group.

Proposed decision:

To agree in the re-appointment of Deloitte, S.L., with registered office in Madrid, Plaza Pablo Ruiz Picasso 1, Torre Picasso, and C.I.F. B-79104469 as auditors of the financial statements and the management report of the Company and its consolidated group, for one year.

The board of directors of the Company, with powers to delegate on the president of the board of directors and the general manager, is empowered to enter into the service contract with Deloitte, S.L. for the abovementioned period and under the terms and conditions required.

Sixth.

Approval, if applicable, of the remuneration policy of the directors of the Company.

Proposed decision:

In accordance with Article 529 novodecies of the Companies Act and Article 25 of the Articles of Association, it is agreed to approve the remuneration policy which has been made available to shareholders together with the report of the appointments and remuneration commission for years 2019, 2020 and 2021.

Seventh.

Delegation of powers to interpret, complement, amend, execute and formalise the resolutions adopted by the general shareholders' meeting.

Proposed decision:

Without prejudice to the delegations included in the previous agreements, it was agreed:

- A) To expressly delegate to the board of directors, with all the necessary powers in law, to:
- 1.- To interpret, clarify, complete or correct, the resolutions adopted by the general shareholders' meeting, or those recorded in any deeds or documents granted in execution thereof, and in a particular any omissions, defects, formal or substantial errors which may prevent the access of these agreements to the trade registry of companies.
- 2.- To solve any doubts that may arise in relation to the resolutions adopted by the general shareholders' meeting.
- 3.- To carry out as many legal acts or transactions deemed necessary or convenient for the execution of the resolutions adopted by the general shareholders' meeting, granting any public or private documents deemed necessary or convenient for the present agreements.
- 4.- To delegate to one or more of its members, jointly or severally, or in the executive committee, with powers of substitution, all or part of the faculties deemed appropriate from among those that correspond to the board of



directors and that have been granted by the general shareholders' meeting.

B) To expressly authorize, as broadly as is required by law, the chairman of the board of directors, the chief executive officer the secretary and vicesecretary of the board of directors, so that either of them, with their sole signature, and with regard to the resolutions adopted in the general shareholders' meeting, may grant such agreements in a public deed, empowering them, in all that may be deemed necessary; to sign as many public or private documents to carry out all the actions agreed upon in the best execution, including the publication of legal announcements before any public or private agencies or bodies, until they are registered in the trade registry of companies or in other public records where applicable, and may even grant deeds of ratification, rectification and clarification, in view of verbal suggestions or written qualification of the trade registry -even being able to request partial registration of the registrable agreements-, the National Stock Market Commission and any other competent public or private body; to carry out all relevant procedures before the competent bodies in order to execute and complete the resolutions adopted and for filing any records and documentation of any kind that may be deemed convenient before the National Stock Market Commission and other public bodies or private entities whenever deemed necessary, and in general all actions related to the resolutions adopted at this general meeting.

Eighth. Consulting vote on the 2017 annual directors' remuneration report.

Proposed decision:

Advisory vote on the 2017 annual directors' remuneration report passed by the board of directors. The referred report is available to the shareholders with all the documents related to the general meeting as from the notice of the call.