

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 20th December 2015, MERLIN Properties SOCIMI, S.A., has signed a 1.7 billion euro unsecured loan with 10 financial institutions. The proceeds will be devoted to repay the outstanding Testa mortgage debt (excluding the debt related to the residential portfolio) and the early repayment of the 350 million euro bridge loan obtained for the acquisition of Testa.

A deal press release is attached.

Madrid, 21st December 2015.

MERLIN Properties SOCIMI, S.A.

## MERLIN Properties refinances Testa

- MERLIN Properties has closed a 1.7 billion euro unsecured financing with 10 financial entities
- The proceeds of the refinancing will be devoted to repay the outstanding Testa mortgage debt (excluding the debt related to the residential portfolio) and the early repayment of the 350 million euros bridge loan obtained for the acquisition of Testa
- With this financing, MERLIN Properties further optimizes its capital structure while diversifying its sources of financing. Currently, 57% of the debt is unsecured and 43% is mortgage backed. The loan-to-value ratio will remain at approximately 50%, with an average cost below 2.5%.

**Madrid, 21 December.-** MERLIN Properties Socimi, S.A., (MC:MRL), the largest real estate company listed on the Spanish Stock Exchange, specialising in the acquisition and management of commercial real estate assets in the Iberian region, has announced today the closing of a 1.7 billion euro unsecured loan, structured in two tranches, with Société Générale, BNP Paribas, Cédit Agricole CIB, Credit Suisse, Deutsche Bank, ING, Intesa SanPaolo, JP Morgan, Mediobanca and Goldman Sachs.

The first tranche consists of an unsecured 850 million euro loan with a bullet repayment in June 2021 (5.5 years remaining) at a cost of Euribor + 160 basis points

The second tranche consists of an 850 million euro bridge to bond with 2 years maturity (December 2017) and a cost of Euribor + 100 basis points. The company's intention is to tap the bond markets for repayment in the next 2 years.

The overall proceeds will be devoted to repay the outstanding Testa mortgage debt, excluding the debt related to the residential portfolio, and the 350 million euro bridge loan obtained for the acquisition of Testa.

After this financing, MERLIN Properties' loan-to-value ratio (net financial debt over the gross value of the assets) will remain at approximately 50%, with an average cost below 2.5%.

MERLIN Properties has designed, negotiated and executed the deal internally.

## About MERLIN Properties

MERLIN Properties SOCIMI, S.A. (MC:MRL) is the largest real estate company trading on the Spanish Stock Exchange, with a market capitalization of approximately 3,600 million euros, specialized in the acquisition and management of commercial property in the Iberian region. MERLIN Properties mainly invests in offices, shopping centers and logistics facilities, within the Core and Core Plus segments, forming part of the benchmark IBEX 35, Euro STOXX 600, FTSE EPRA/NAREIT Global Real Estate, GPR Global Index, GPR-250 Index, and MSCI Small Caps indices.

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

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