



**TO THE NATIONAL SECURITIES EXCHANGE COMMISSION -COMISIÓN
NACIONAL DEL MERCADO DE VALORES (“CNMV”)**

D. Iván Cuadrado López, as Secretary of the Board of Directors, of the company URBAS GRUPO FINANCIERO, S.A., following article 227 of the Consolidated Text of the Spanish Securities Exchange Act approved by Royal Legislative Decree 4/2015, of October 23, hereby appear before the Spanish National Securities Exchange Commission to inform of the following

OTHER RELEVANT INFORMATION

The Company informs to the market that, continuing with the *Other Relevant Information* communicated on July 5, 2021, with registration number 10452, and once the agreements regarding the reorganization of its financial and non-financial debt have been reached, it is necessary to inform the market of the completion of the following transactions:

- **Financing facility for a total amount of FIFTY MILLION EUROS (€50,000,000).**

The Company informs about the signing of a financing facility through its subsidiary URBAS FINANCIAL INVEST, S.L., on December 15, 2020, for a total amount of FIFTY MILLION EUROS (€50,000,000.00), as well as the granting of the necessary guarantees to secure the financing agreement.

This financing facility has made possible the conclusion of the necessary agreements for the reorganization of the Company's debt and, additionally, will allow the Company to start up and implement the business plan for its property development area, on which it is already working.

- **Acquisition of one hundred percent (100%) of the shares of ECISA COMPAÑÍA GENERAL DE CONSTRUCCIONES, S.A.**



The Company informs that, further to *Other Relevant Information* published on September 24, 2020 under registration number 4605, the Company had acquired on March 14, 2021, the one hundred percent (100%) of the share capital of the construction company ECISA COMPAÑÍA GENERAL DE CONSTRUCCIONES, S.A. ("ECISA"), from Alicante, Spain, which was owned until now by the Qatari fund ALFIA HOLDING, LLC.,

The mutual trust between AL ALFIA and URBAS has been fundamental to close this transaction expanding the terms of the agreement initially adopted, which provided the acquisition by URBAS of fifty-one percent (51%) of the share capital of ECISA.

ECISA, with more than fifty years of experience in the construction sector, is a leading company in high-rise construction at a national and international scale. The company has a construction portfolio of more than 125 million euros, and is currently executing residential, singular and public works projects, mainly in "Comunidad Valenciana" and "Comunidad de Madrid". Among its most important projects currently under execution we find, among others, the skyscraper "*Benidorm Beach*", the German embassy in Algiers and "*Residencial Becrux*", in the exclusive district of Retiro in Madrid.

Likewise, and as part of the agreements adopted between AL ALFIA and URBAS, the Company informs that the building work of the "*Hotel de la Torre del Puerto de Málaga*", of which AL ALFIA is the developer, with an approximate amount of 120 million euros, will be awarded to ECISA once the project has all the corresponding authorizations and licenses from the competent authorities.

The acquisition of ECISA by URBAS, which is part of its strategic plan, complements perfectly with the recent acquisitions and corporate operations of the Company. This operation will be completed through the contribution by AL ALFIA of the entire share capital of ECISA to URBAS. In order to carry out this operation, the URBAS Shareholders' Meeting must approve the contribution of the capital stock of ECISA through a non-monetary capital increase of URBAS at



a nominal value of €.-0.01.-€, with an issue premium of €.-0.0025, the same amount as in previous operations.

The acquisition of ECISA by URBAS will also mean that AL ALFIA will become a shareholder of URBAS with a significant participation in its share capital.

- **Acquisition of seventy hundred percent (70%) of the share capital of CONSTRUCCIONES URRUTIA, S.A.**

The Company informs that, on February 4, 2021, the Company acquired seventy percent (70%) of the share capital of the construction company CONSTRUCCIONES URRUTIA, S.A. ("URRUTIA"), whose main activity includes residential and non-residential building, urbanization and real estate development.

URRUTIA, which currently has a construction portfolio of more than 60 million euros, has been a leader in the building sector in Euskadi for more than 80 years and is classified by the Spanish Ministry of Finance's Advisory Board with the highest ratings in its specialty, thanks to its participation in the construction of some of the most important projects in Euskadi, such as the Torre Bizkaia Dorrea de Garellano in Bilbao, the Holliday Inn hotel in Vitoria-Gasteiz, the Museum of Sacred Art in the New Cathedral of Vitoria-Gasteiz, the Residence for the Elderly in the neighborhood of Lakua, the Landederra Sports Center in Elburgo (Álava) or the integral reform of the Renaissance Palace of Larrea, where the Parador de Turismo of Argómaniz (Álava) is located.

URRUTIA is also leader in Euskadi in the construction of subsidized houses, with more than 2,000 units built, as well as a reference in the construction of houses designed for energy efficiency (Passive House), a business that will generate great synergies with SAINSOL, recently acquired by URBAS.

URBAS, which will include in its Consolidated Accounts all the operations carried out by URRUTIA since URBAS has direct control of it, reinforces its



construction business and increases its presence in Euskadi following the acquisition of MURIAS on March 19, 2020.

URBAS will contribute part of its own construction portfolio to its new subsidiary, in order to increase and diversify URRUTIA's portfolio territorially, supporting its expansion in the rest of the national territory.

- **Acquisition of one hundred percent (100%) of the shares of the company NALMAR REAL ESTATE, S.L. and two plots in La Albufereta (Alicante)**

The Company informs about the acquisition, on May 15, 2021, of one hundred percent (100%) of the share capital of the company NALMAR REAL ESTATE, SL. ("NALMAR"), as well as two plots in La Albufereta (Alicante).

NALMAR owns the lands for the construction of the urbanization Icon Marina II in Almuñecar, with 49 homes planned, and is also the owner of fifty seventy percent (50.70%) of the company DRUET REAL ESTATE S.L., which owns the land for the development of several urbanizations in Almuñecar, Benalmádena and Calahonda (Mijas).

URBAS acquires NALMAR through the contribution of its entire share capital to URBAS, and the two plots of land in Albufereta through the capitalization of the debt derived from their acquisition by URBAS.

The payment of the agreed price will be carried out through the delivery of shares that will be issued by URBAS in the near future. The capitalization of said debt must be approved by the General Shareholders' Meeting of URBAS which must be held this year 2021, for which URBAS expressly assumes its commitment to propose the capitalization of the debt for the next General Meeting, with a conversion price of zero and one hundred and twenty-five ten thousandths of a euro (0.0125.-€) for each share, an amount which includes the nominal value (0.01.-€) and the issue premium (0.0025.-€) of each share. The Board of Directors, at its meeting dated May 15, 2021, considered that this transaction was carried out



under normal market conditions and under conditions similar to those carried out with independent parties, being fair and reasonable.

The transaction described above is a related-party transaction and, consequently, the Audit Committee has issued the corresponding report in accordance with Article 529 quaterdecies of the Corporate Law. The Board of Directors, at its meeting held on 15 May 2021, considered the above transaction to be an arm's length transaction similar to those carried out with independent parties, being fair and reasonable.

According to the studies carried out, URBAS, which will include in its Consolidated Accounts the total of the operations carried out by NALMAR as it holds the majority of the rights, will obtain with this operation a flow of income in the short and medium term that will contribute to improve its cash flow.

All the operations announced are part of the line of expansion, internationalization and diversification pursued by the Board of Directors since 2020, as a result of which the Guipuzcoan construction company MURIAS, the Silán feldspar mine (Lugo) and SAINSOL, the start-up specialized in photovoltaic self-consumption with which the Company entered the renewable energy sector, were also acquired. The Company expects that the completion of these corporate operations will lead to significant growth in turnover and EBITDA in 2021 and beyond.

The Board of Directors wishes to thank the shareholders and the market for their confidence in the Company during these last months, hoping that they understand that the only objective followed is the protection of the Company's interests, which has made the Board of Directors focus on the successful conclusion of all essential operations to guarantee the Company's viability and its future growth.

As in the past, the Company is optimistic about the near future and expects continued growth announcements as well as the achievement of its business milestones.

And for this purpose, in Madrid, on 6 July 2021.

Iván Cuadrado López