



NATIONAL SECURITIES MARKET COMMISSION

In compliance with the reporting requirements under article 227 of the Royal Legislative Decree 4/2015, of 23 October, approving the consolidated text of the Securities Market Act, Lar España Real Estate SOCIMI, S.A. ("**Lar España**" or the "**Company**") hereby informs the National Securities Market Commission of the following

OTHER RELEVANT INFORMATION

Green Bonds Issue

On the day hereof, Lar España has announced a mandate in connection with the potential benchmark issuance of senior unsecured green bonds maturing in 2026 (the "**Issue**" and the "**Green Bonds**", respectively), pursuant to resolutions adopted by the Board of Directors of the Company.

The Green Bonds, if issued, will be unsecured and have the status of green bonds in accordance with the second party opinion issued for such purpose by ISS Corporate Solutions, Inc. on the basis of the 2021 Green Bond Principles issued by ICMA (International Capital Markets Association). In the context of the Issue, Fitch Ratings Ltd. has assigned an expected investment grade rating of BBB to Lar España and the Green Bonds.

The Issue is being managed by Morgan Stanley Europe SE, who is acting as Global Coordinator & Green Structuring Adviser of the transaction, and Morgan Stanley Europe SE and J.P. Morgan AG have been appointed as joint lead managers.

The Green Bonds will be placed with certain qualified investors. Application will be made for their listing on the official list of the Luxembourg Stock Exchange and for trading on the Luxembourg Stock Exchange's Euro MTF Market.

The closing of the Issue and the disbursement of the Green Bonds is expected to take place in the coming days, subject to market conditions and the fulfilment of the standard conditions for this type of transactions. The Company will inform the market of the closing of the Issue upon completion, as well as of its final terms.

Tender offer

In addition, the Company has on the date hereof launched a tender offer to repurchase the senior secured notes issued by Lar España in February 2015 for a total amount of €140 million, due in 2022 and admitted to trading on the Euronext Dublin regulated market of the Irish Stock Exchange plc, trading as Euronext Dublin ("**Euronext Dublin**" and the



"**Tender Offer**", respectively), pursuant to resolutions adopted by the Board of Directors of the Company.

The Tender Offer is being managed by Morgan Stanley Europe SE as the sole dealer manager of the transaction.

The Tender Offer is being made exclusively to certain Qualifying Holders, under the terms contained in the corresponding tender offer memorandum (the "**Tender Offer Memorandum**") and subject to the restrictions described therein.

Pursuant to the terms of the Tender Offer Memorandum, Lar España reserves the right, in its discretion and for any reason, to extend, withdraw, terminate or amend the terms and conditions of the Tender Offer at any time following the announcement of the Tender Offer.

The Company will inform the market of the closing of the Tender Offer when it occurs.

Madrid, 12 July 2021

Lar España Real Estate SOCIMI, S.A.

Mr. José Luis del Valle Doblado,

Chairman of the Board of Directors



IMPORTANT INFORMATION

None of the information contained in this notice constitutes an offer of securities to the public pursuant to Regulation (EU) 2017/1129 (as amended and replaced) (the "**Prospectus Regulation**") or an offer for the acquisition of securities in Spain pursuant to the consolidated text of the Securities Market Law approved by Royal Legislative Decree 4/2015, of 23 October and Royal Decree 1066/2007, of 27 July, as amended, and any other regulations implementing them, and therefore neither the offering memorandum of the Issue, the Offering Memorandum nor this notice have been or will be filed for registration or registered by the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*).

The information contained in this notice does not constitute an offer of securities for sale in the United States or any other jurisdiction. Securities may not be offered or sold in the United States unless they are registered or are exempt from the registration of the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**"). The securities described herein will not be registered under the U.S. Securities Act, or the securities laws of any state of the U.S. or other jurisdictions and the securities described herein will not be offered or sold within the U.S. or to, or for the account or benefit of, U.S. Persons (as defined in Regulation S of the U.S. Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and the applicable laws of other jurisdictions.

The Company does not intend to conduct a public offering in the United States or any other jurisdiction. It may be unlawful to distribute this announcement in certain jurisdictions. The information in this announcement does not constitute an offer, or a solicitation of an offer, of securities for sale in the United States, Canada, the EEA, the United Kingdom ("**UK**"), Hong Kong, or any other jurisdiction in which such an offer, solicitation or sale is not permitted.

In member states of the EEA ("**Member States**") or the UK, this announcement and any offer of securities if made subsequently is directed only at persons who are "qualified investors" (any such person a "**Qualified Investor**") as defined in the Prospectus Regulation. Any person in the EEA or the UK who acquires securities in any offer of securities (an "**investor**") or to whom any offer of securities is made will be deemed to have represented and agreed that it is a Qualified Investor. Any investor will also be deemed to have represented and agreed that any securities acquired by it in the offer have not been acquired on behalf of persons in the EEA or the UK other than Qualified Investors or persons in the UK and other Member States for whom the investor has authority to make decisions on a wholly discretionary basis, nor have the securities been acquired with a view to their offer or resale in the EEA or the UK to persons where this would result in a requirement for publication by the Company of a prospectus pursuant to the



Prospectus Regulation. The Company and others will rely upon the truth and accuracy of the foregoing representations and agreements. References to Regulations or Directives include, in relation to the UK, those Regulations or Directives as they form part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 or have been implemented in UK domestic law, as appropriate.

This notice is only directed at (i) persons having professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended, (the “**Order**”), or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order, or (iii) persons to whom it would otherwise be lawful to distribute to or direct at, all such persons together being referred to as “relevant persons”. The securities described herein are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this communication or any of its contents.

The offer and marketing (as such term is defined in Directive 2011/61/EU, on Alternative Investment Fund Managers, which was published on 1 July 2011 (the “**AIFM Directive**”)) of the Green Bonds is being conducted only to professional clients (i) (as defined under Directive 2014/65/EU (“**MiFID II**”)) in Belgium, Denmark, Finland, France, Germany, Ireland, Italy, Luxembourg, the Netherlands, Norway, Portugal, Spain and Sweden, and (ii) (as defined under Regulation 600/2014 (UK MiFIR)) in the United Kingdom (together, the “**Approved Jurisdictions**”) and is not being conducted in any other European Union member state.

MIFID II PROFESSIONALS/ ECPS-ONLY / NO PRIIPS KID

Manufacturer target market (MIFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No key information document (KID) required by Regulation (EU) No 1286/2014 (the PRIIPs Regulation) has been prepared as not available to retail in EEA or UK.