

Neinor Homes, S.A. (“**Neinor**” or the “**Company**”), in compliance with the reporting requirements provided for in article 226 of Law 6/2023, of 17 March, on the Securities Market and Investment Services, and ancillary regulations, hereby informs of the following

### **INSIDE INFORMATION**

Neinor’s board of directors has approved the issuance of Senior Secured Notes due 2030, with an expected total nominal amount of €300 million (the “**Issue**” and the “**Notes**”).

The Notes will be senior secured obligations of the Company and will be guaranteed by certain of the Company’s subsidiaries. Interest on the Notes will accrue from the issue date and will be payable semi-annually. The final amount of the Issue and the interest rate and issue price of the Notes, along with certain other terms, will be determined at the time of pricing of the Issue, subject to market conditions.

The Company intends to use the gross proceeds of the Issue (i) to repay in full all outstanding amounts under the senior facility agreement signed in March 2023, for an approximate amount of €175 million; (ii) for general corporate purposes, including land bank acquisitions, further co-investments or shareholder remuneration; and (iii) to pay fees, commissions and expenses incurred in connection with the Issue.

The Company will apply for the Notes to be admitted to trading on the Global Exchange Market of the Irish Stock Exchange plc (trading as Euronext Dublin).

In Madrid, on 29 October 2024

The information in this announcement does not constitute an offer of securities for sale in the United States or any other jurisdiction. The Notes may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"). The Notes have not been and 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 Notes 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 UK, Switzerland, Panama, Hong Kong, Japan, Singapore, or any other jurisdiction in which such an offer, solicitation or sale is not permitted.

In member states of the EEA ("Member States"), this announcement is being distributed only to, and any offer of securities if made subsequently is directed only at, persons who are "qualified investors" as defined in Article 2(e) of Regulation (EU) 2017/1129 (as amended and superseded) (the "Prospectus Regulation").

In the United Kingdom, this communication is being distributed only to, and is directed only at, "qualified investors" as defined in Article 2(e) of assimilated regulation (EU) 2017/1129 as it forms part of domestic UK law by virtue of the European Union (withdrawal) Act 2018 (as amended) (the "EUWA"), who are also: (i) persons who have 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"); (ii) high net worth entities falling within article 49(2)(a) to (d) of the Order; and (iii) persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000, as amended (the "FSMA") in connection with the issue or sale of securities may otherwise lawfully be communicated or caused to be communicated (all such persons being referred to together as "relevant persons").

In Member States and the UK, the Notes are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with qualified investors or relevant persons. Any person who is not a qualified investors or a relevant person should not act or rely on this communication or any of its contents.

Any person in the EEA or the UK who acquires Notes in any offer of securities (an "investor") or to whom any offer of Notes is made will be deemed to have represented and agreed that it is a qualified investor or a relevant person, respectively. Any investor will also be deemed to have represented and agreed that any Notes acquired by it in the Issue have not been acquired on behalf of persons in the EEA or the UK other than qualified investors, relevant persons 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 Notes 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 or the EUWA. The Company 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 EUWA or have been implemented in UK domestic law, as appropriate.

### **PROHIBITION OF SALES TO EEA RETAIL INVESTORS**

The Notes are not intended to be offered, sold or otherwise made available to and should not be made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU ("MiFID II"); or (ii) a customer within the meaning of Directive 2016/97/EU, as amended (the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Article 2 of the Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation. This communication has been prepared on the basis that any offer of the Notes in any Member State will be made pursuant to an exemption under the Prospectus Regulation from a requirement to publish a prospectus for offers of securities.

### **PROHIBITION OF SALES TO UK RETAIL INVESTORS**

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of assimilated Regulation (EU) No 2017/565 as it forms part of domestic UK law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of assimilated Regulation (EU) No 600/2014 as it forms part of domestic UK law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of assimilated Regulation (EU) 2017/1129 as it forms part of domestic UK law by virtue of the EUWA ("UK Prospectus Regulation"). Consequently, no key information document required by assimilated Regulation (EU) No 1286/2014 as it forms part of domestic UK law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and, therefore, offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation. This communication has been prepared on the basis that any offer of the Notes in the UK will be made pursuant to an exemption under the UK Prospectus Regulation from a requirement to publish a prospectus for offers of securities.