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TO THE NATIONAL SECURITIES MARKET COMMISSION

MERLIN Properties SOCIMI, S.A. (“**MERLIN**”), in compliance with the applicable legislation, hereby discloses the following

INSIDE INFORMATION

The Board of Directors of MERLIN has approved, on the date hereof, to carry out a share capital increase by means of the issuance of up to 93,954,149 new ordinary shares (the “**New Shares**”), representing approximately 20% of its share capital, all of the same class and series as the shares currently outstanding (the “**Share Capital Increase**”). The Share Capital Increase will be carried out against cash contributions and excluding pre-emptive subscription rights, by virtue of the authorisation granted by the shareholders of MERLIN in the General Shareholders’ Meeting dated 27 April 2023, under item seven of the agenda.

The net proceeds from the Share Capital Increase will be used for the development and expansion of MERLIN’s data center business line and other general corporate purposes.

The Share Capital Increase will be carried out through an accelerated bookbuild offer, directed exclusively to qualified investors (the “**ABB**”), which will commence immediately following the publication of this announcement in accordance with the provisions of the placement agreement entered into on the date hereof between MERLIN and the Managers (as defined below) (the “**Placement Agreement**”).

Goldman Sachs Bank Europe SE and Morgan Stanley Europe SE will act as joint global coordinators in the Share Capital Increase (the “**Joint Global Coordinators**”) and Banco Santander, S.A., BofA Securities Europe SA, Deutsche Bank Aktiengesellschaft and J.P. Morgan SE will act as co-global coordinators in the Share Capital Increase (the “**Co-Global Coordinators**”). Banco Bilbao Vizcaya Argentaria, S.A. (in collaboration with ODDO BHF), Barclays Bank Ireland plc, BNP PARIBAS, CaixaBank, S.A., Citigroup Global Markets Europe AG, Crédit Agricole Corporate and Investment Bank, Société Générale, UBS Europe SE and Van Lanschot Kempen N.V. will act as joint bookrunners in the Share Capital Increase (together with the Joint Global Coordinators and Co-Global Coordinators, the “**Joint Bookrunners**”).

Following the publication of this announcement, the Managers will explore the existing demand for the New Shares among qualified investors, for a period of time expected to end no later than 8:00 a.m. on 24 July 2024, although it may be extended by agreement of the Managers and MERLIN, if considered appropriate. Upon completion of the ABB, and subject to satisfactory indications of interest received from investors, MERLIN will set and announce the final terms of the Share Capital Increase (including the issue price and the number of New Shares to be issued) by means of an inside information announcement.

Banco Santander, S.A. (“**Banco Santander**”) and Nortia Capital Investment Holding, S.L. (“**Nortia**”), direct or indirect holders of approximately 24.58% and 8.17% of MERLIN’s share capital, respectively, have irrevocably undertaken to subscribe for New Shares in the Share

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Capital Increase, pro rata to their current shareholding in MERLIN, and MERLIN has also undertaken to allot to them a total number of New Shares representing their respective shareholding proportion.

In addition, Mr. Ismael Clemente Orrego, Chief Executive Officer and founder of MERLIN, holder of approximately 0.14% of the share capital, and Mr. Miguel Ollero Barrera, Director and Corporate General Manager and founder of MERLIN, holder of approximately 0.13% of the share capital (the “**Executive Directors**”), have irrevocably undertaken to subscribe for New Shares in the Share Capital Increase, pro rata to their current shareholding in MERLIN.

MERLIN, Banco Santander, Nortia and the Executive Directors will assume a lock-up commitment of 90 days from the date of execution and closing of the Share Capital Increase, subject to the usual market exceptions in this type of transaction.

Once the New Shares have been allotted, these will be subscribed and fully paid up, initially and temporarily by the Managers, acting on behalf of the final investors, except in the case of Banco Santander and Nortia and the Executive Directors, which will subscribe and pay up directly and in full the New Shares allotted to them.

The New Shares are expected to be admitted to trading on the Barcelona, Bilbao, Madrid and Valencia stock exchanges (the “**Spanish Stock Exchanges**”) on 24 July 2024 and to commence trading on the Spanish Stock Exchanges on 25 July 2024. Additionally, following admission to trading of the New Shares on the Spanish Stock Exchanges, it is expected for the New Shares to be admitted to trading on the regulated market of Euronext Lisbon.

The New Shares initially subscribed by the Managers will be transferred to the relevant investors through a stock exchange transaction, which will be settled in accordance with the procedures established for this type of transaction. The settlement of such stock exchange transaction is expected to take place on or about 26 July 2024.

Banco de Sabadell, S.A., Bankinter, S.A. Intesa Sanpaolo S.p.A., Natixis and SMBC Bank EU AG will act as co-bookrunners in the Share Capital Increase (together, the “**Co-Bookrunners**”) and Alantra Capital Markets, SV, S.A., NORBOLSA S.V., S.A.U. and Unicaja Banco, S.A. will act as co-lead managers in the Share Capital Increase (together with the Joint Bookrunners and the Co-Bookrunners, the “**Managers**”).

The New Shares will only be offered to qualified investors, that is: (i) in Spain, as provided in Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the “**Prospectus Regulation**”), in article 35 of Law 6/2023, of 17 March, on Securities Markets and Investment Services (*Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión*), and in article 112 of Royal Decree 813/2023, of 8 November, on the legal regime for investment services companies and other entities that provide investment services (*Real Decreto 813/2023, de 8 de noviembre, sobre el régimen jurídico de las empresas de servicios de inversión y de las demás entidades que prestan servicios de inversión*); (ii) in the remaining Member States of the European Union, in accordance with the provisions of the Prospectus Regulation and their respective complementary internal legislation that may be applicable; and

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(iii) in the remaining non-European Union countries where the placement is made, to those who have the status of qualified investors or equivalent category in accordance with the applicable regulations in each jurisdiction and taking into account the remaining requirements so that, in accordance therewith, the Share Capital Increase does not require any registration or approval by the competent authorities. In particular, the New Shares will be offered exclusively (a) in the United States to qualified institutional investors (“**QIBs**”) (within the meaning of Rule 144A under the Securities Act of 1933, as amended (the “**Securities Act**”) pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, or (b) by means of transactions not subject to registration or approval by the competent authorities, or pursuant to an exemption from, or in a transaction not subject to the Securities Act and (c) outside the United States, through “offshore transactions” as defined in, and subject to, Regulation S of the Securities Act. In addition, as one of the main criteria in the decision to allot New Shares in the ABB, it is MERLIN’s intention to prioritise the allotment of New Shares to those institutional investors who are already shareholders of MERLIN and who are interested in subscribing for part of the New Shares at the issue price resulting from the ABB, with the purpose of minimising the dilution of their existing shareholdings prior to the Share Capital Increase as much as possible.

Pursuant to the provisions of the Spanish Companies Act, whose revised text was approved by Royal Legislative Decree 1/2010, of 2 July 2010, the Board of Directors has prepared the corresponding directors’ report in connection with the resolution to increase the share capital excluding pre-emptive subscription rights. This report will be made available to MERLIN’s shareholders in accordance with the applicable regulations.

Finally, it is hereby stated that, in accordance with the provisions of the Prospectus Regulation, the admission to trading of the New Shares will not require the registration and approval of a prospectus by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) (“**CNMV**”) or the Portuguese Securities Market Commission (*Comissão do Mercado de Valores Mobiliários*) (“**CMVM**”).

Madrid, 23 July 2024.

MERLIN Properties, SOCIMI, S.A.

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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION WITHIN THE MEANING GIVEN IN EU REGULATION N. 596/2014 ON MARKET ABUSE.

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THIS ANNOUNCEMENT AND THE OFFERING WHEN MADE ARE ONLY ADDRESSED TO, AND DIRECTED IN, MEMBER STATES OF THE EUROPEAN ECONOMIC AREA (THE "**EEA**") (EACH, A "**MEMBER STATE**") AND THE UNITED KINGDOM, AT PERSONS WHO ARE "**QUALIFIED INVESTORS**" WITHIN THE MEANING OF THE PROSPECTUS REGULATION ("**QUALIFIED INVESTORS**"). FOR THESE PURPOSES, THE EXPRESSION "**PROSPECTUS REGULATION**" MEANS REGULATION (EU) 2017/1129 AND REGULATION (EU) 2017/1129 AS IT FORMS PART OF UNITED KINGDOM DOMESTIC LAW BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018, AS AMENDED (THE "**EUWA**").

IN ADDITION, IN THE UNITED KINGDOM THIS ANNOUNCEMENT IS BEING DISTRIBUTED ONLY TO, AND IS DIRECTED ONLY AT, QUALIFIED INVESTORS (I) 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**") AND QUALIFIED INVESTORS FALLING WITHIN ARTICLE 49(2)(A) TO (D) OF THE ORDER, AND (II) TO WHOM IT MAY OTHERWISE LAWFULLY BE COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS "**RELEVANT PERSONS**"). THIS ANNOUNCEMENT MUST NOT BE ACTED ON OR RELIED ON (I) IN THE UNITED KINGDOM, BY PERSONS WHO ARE NOT RELEVANT PERSONS, AND (II) IN ANY MEMBER STATE OF THE EEA, BY PERSONS WHO ARE NOT

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SOLELY FOR THE PURPOSES OF THE PRODUCT GOVERNANCE REQUIREMENTS CONTAINED WITHIN: (A) EU DIRECTIVE 2014/65/EU ON MARKETS IN FINANCIAL INSTRUMENTS, AS AMENDED (“**MIFID II**”); (B) ARTICLES 9 AND 10 OF COMMISSION DELEGATED DIRECTIVE (EU) 2017/593 SUPPLEMENTING MIFID II; (C) LOCAL IMPLEMENTING MEASURES IN THE EEA; (D) REGULATION (EU) NO 600/2014 AS IT FORMS PART OF UNITED KINGDOM DOMESTIC LAW BY VIRTUE OF THE EUWA (“**UK MIFIR**”); AND (E) THE FCA HANDBOOK PRODUCT INTERVENTION AND PRODUCT GOVERNANCE SOURCEBOOK (TOGETHER, THE “**PRODUCT GOVERNANCE REQUIREMENTS**”), AND DISCLAIMING ALL AND ANY LIABILITY, WHETHER ARISING IN TORT, CONTRACT OR OTHERWISE, WHICH ANY “**MANUFACTURER**” (FOR THE PURPOSES OF THE PRODUCT GOVERNANCE REQUIREMENTS) MAY OTHERWISE HAVE WITH RESPECT THERETO, THE NEW SHARES HAVE BEEN SUBJECT TO A PRODUCT APPROVAL PROCESS, WHICH HAS DETERMINED THAT: (I) THE TARGET MARKET FOR THE NEW SHARES IS (A) IN THE EEA, RETAIL CLIENTS AND INVESTORS WHO MEET THE CRITERIA OF ELIGIBLE COUNTERPARTIES AND PROFESSIONAL CLIENTS ONLY, EACH AS DEFINED IN MIFID II AND (B) IN THE UNITED KINGDOM, RETAIL CLIENTS AND INVESTORS WHO MEET THE CRITERIA OF ELIGIBLE COUNTERPARTIES (AS DEFINED IN THE FCA HANDBOOK CONDUCT OF BUSINESS SOURCEBOOK) AND PROFESSIONAL CLIENTS (AS DEFINED IN UK MIFIR); AND (II) ALL CHANNELS FOR DISTRIBUTION OF THE NEW SHARES ARE APPROPRIATE. ANY PERSON SUBSEQUENTLY OFFERING, SELLING OR RECOMMENDING THE NEW SHARES (A “**DISTRIBUTOR**”) SHOULD TAKE INTO CONSIDERATION THE MANUFACTURERS’ TARGET MARKET ASSESSMENT; HOWEVER, A DISTRIBUTOR SUBJECT TO MIFID II OR THE FCA HANDBOOK PRODUCT INTERVENTION AND PRODUCT GOVERNANCE SOURCEBOOK IS RESPONSIBLE FOR UNDERTAKING ITS OWN TARGET MARKET ASSESSMENT IN RESPECT OF THE NEW SHARES (BY EITHER ADOPTING OR REFINING THE MANUFACTURERS’ TARGET MARKET ASSESSMENT) AND DETERMINING APPROPRIATE DISTRIBUTION CHANNELS.

NOTWITHSTANDING THE TARGET MARKET ASSESSMENT, DISTRIBUTORS SHOULD NOTE THAT: THE PRICE OF THE NEW SHARES MAY DECLINE AND INVESTORS COULD LOSE ALL OR PART OF THEIR INVESTMENT; THE NEW SHARES OFFER NO GUARANTEED INCOME AND NO CAPITAL PROTECTION; AND AN INVESTMENT IN THE NEW SHARES IS COMPATIBLE ONLY WITH INVESTORS WHO DO NOT NEED A GUARANTEED INCOME OR CAPITAL PROTECTION, WHO (EITHER ALONE OR IN CONJUNCTION WITH AN APPROPRIATE FINANCIAL OR OTHER ADVISER) ARE CAPABLE OF EVALUATING THE MERITS AND RISKS OF SUCH AN INVESTMENT AND WHO HAVE SUFFICIENT RESOURCES TO BE ABLE TO BEAR ANY LOSSES THAT MAY RESULT THEREFROM. THE TARGET MARKET ASSESSMENT IS WITHOUT PREJUDICE TO THE REQUIREMENTS OF ANY CONTRACTUAL, LEGAL OR REGULATORY SELLING RESTRICTIONS IN RELATION TO THE OFFERING. FURTHERMORE, IT IS NOTED THAT, NOTWITHSTANDING THE TARGET MARKET ASSESSMENT, THE MANAGERS WILL ONLY PROCURE INVESTORS WHO MEET THE CRITERIA OF PROFESSIONAL CLIENTS AND ELIGIBLE COUNTERPARTIES.

FOR THE AVOIDANCE OF DOUBT, THE TARGET MARKET ASSESSMENT DOES NOT CONSTITUTE: (A) AN ASSESSMENT OF SUITABILITY OR APPROPRIATENESS FOR THE PURPOSES OF MIFID II OR UK MIFIR; OR (B) A RECOMMENDATION TO ANY INVESTOR OR GROUP OF INVESTORS TO INVEST IN, OR PURCHASE, OR TAKE ANY OTHER ACTION WHATSOEVER WITH RESPECT TO THE NEW SHARES.

THE NEW SHARES 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 EEA OR IN THE UNITED KINGDOM. FOR THESE PURPOSES, A RETAIL INVESTOR MEANS (A) IN THE EEA, A PERSON WHO IS ONE (OR MORE) OF: (I) A RETAIL CLIENT AS DEFINED IN POINT (11) OF ARTICLE 4(1) OF MIFID II; OR (II) A CUSTOMER WITHIN THE MEANING OF DIRECTIVE (EU) 2016/97, WHERE THAT CUSTOMER WOULD NOT QUALIFY AS A PROFESSIONAL CLIENT AS DEFINED IN POINT (10) OF ARTICLE 4(1) OF MIFID II; AND (B) IN THE UNITED KINGDOM, A PERSON WHO IS ONE (OR MORE) OF: (I) A RETAIL CLIENT, AS DEFINED IN POINT (8) OF ARTICLE 2 OF REGULATION (EU) 2017/565 AS IT FORMS PART OF UNITED KINGDOM DOMESTIC LAW BY VIRTUE OF THE EUWA OR (II) A CUSTOMER WITHIN THE MEANING OF THE PROVISIONS OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 OF THE UNITED KINGDOM (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 REGULATION (EU) 600/2014 AS IT FORMS PART OF UNITED KINGDOM DOMESTIC LAW BY VIRTUE OF THE EUWA. CONSEQUENTLY, NO KEY INFORMATION

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