

TO THE NATIONAL SECURITIES MARKET COMMISSION

MERLIN Properties, SOCIMI, S.A. (“MERLIN”), in compliance with the applicable legislation, notifies the following:

OTHER RELEVANT INFORMATION

The Board of Directors of MERLIN, at a meeting held yesterday, has adopted, among others, the resolution to call the Annual Shareholders’ Meeting of the Company, to be held on June 16 and 17, 2020, at first and second call, respectively, in accordance with the agenda attached as **Schedule**. The call notice for the Shareholders’ Meeting, and the other legally required documentation, will be published shortly, on the terms and within the time periods stipulated in the applicable legislation.

Madrid, April 9, 2020

Merlin Properties, SOCIMI, S.A.

Schedule

ITEMS RELATING TO THE FINANCIAL STATEMENTS AND THE CONDUCT OF BUSINESS

One.- Examination and approval, if appropriate, of the separate financial statements and directors' report of Merlin Properties, SOCIMI, S.A. and of the consolidated financial statements and directors' report of Merlin Properties, SOCIMI, S.A. and its subsidiaries, for the year ended December 31, 2019.

Two.- Approval of income/loss and reserves

2.1.- Examination and approval, if appropriate, of the proposed appropriation of income/loss for the year ended December 31, 2019

2.2.- Distribution of reserves. Delegation to the board to determine the amount and its distribution date, with the express authority not to distribute.

Three.- Examination and approval, if appropriate, of the conduct of business by the Board of Directors during the year ended December 31, 2019.

ITEM RELATING TO THE AUDITOR

Four.- Reelection of Deloitte, S.L. as auditor of the Company and its consolidated group for fiscal year 2020.

ITEM RELATING TO THE COMPOSITION OF THE BOARD OF DIRECTORS

Five.- Establishment of the number of members of the Board of Directors. Reelection and appointment of directors, as appropriate.

5.1.- Establishment of the number of members of the Board of Directors at thirteen.

5.2.- Reelection of Mr. Ismael Clemente Orrego as director, classified as executive director.

5.3.- Reelection of Mr. George Donald Johnston as director, classified as independent director.

5.4.- Reelection of Ms. María Luisa Jordá Castro as director, classified as independent director.

5.5.- Reelection of Ms. Ana María García Fau as director, classified as independent director.

5.6.- Reelection of Mr. Fernando Javier Ortiz Vaamonde as director, classified as independent director.

5.7.- Reelection of Mr. John Gómez-Hall as director, classified as independent director.

5.8.- Reelection of Mr. Emilio Novela Berlín as director, classified as independent director.

5.9.- Appointment of Ms. Ana Forner Beltrán as director, classified as nominee director.

5.10.- Reelection of Mr. Miguel Ollero Barrera o as director, classified as executive director

ITEMS RELATING TO DIRECTORS' COMPENSATION

Six.- Determination of the annual compensation for non-executive directors (independent, nominee and other non-executive directors).

Seven.- Approval of the Directors' Compensation Policy, for the purposes of article 529 *novodecies* of the Revised Capital Companies law.

Eight.- Consultative vote on the Annual Report on Directors' Compensation, and its attached Statistical Schedule, for the year ended December 31, 2019.

ITEMS RELATING TO AMENDMENTS TO CORPORATE GOVERNANCE DOCUMENTS

Nine.- Amendment of the Bylaws. Amendment of article 38 (Directors' Compensation) to include a wording in keeping with the Directors' Compensation Policy which is submitted to this Shareholders' Meeting for approval and to include technical improvements.

ITEMS RELATING TO THE EXPRESS AUTHORIZATIONS AND DELEGATIONS THAT ARE REQUESTED FOR THE BOARD OF DIRECTORS

Ten.- Authorization to the Board of Directors, with powers of delegation, for a maximum term of five years, to issue fixed-income securities (including, in particular, debentures, bonds and promissory notes) and preferred shares and to guarantee issues of those securities made by other companies in its Group. Revocation of prior authorization.

ITEM RELATING TO CALL NOTICES FOR SPECIAL SHAREHOLDERS' MEETINGS

Eleven.- Authorization to shorten the period for calling Special Shareholders' Meetings, pursuant to the provisions of article 515 of the Capital Companies Law.

ITEMS RELATING TO GENERAL MATTERS

Twelve.- Authorization to the Board of Directors to interpret, rectify, supplement, implement and carry out the resolutions adopted by the Shareholders' Meeting, as well as to delegate the powers it receives from the Shareholders' Meeting, and to delegate powers to have such resolutions notarized.