



By agreement of the Sole Administrator of the company the Shareholders are summoned to an Extraordinary General Meeting to be held in Marbella, at the Club House of the Guadalmina Golf Club, located in Guadalmina Urbanization, San Pedro de Alcántara on April 22nd 2020 , at 10:00hrs. on first call and, and if applicable, on second call on April 23rd 2020, at the same time and in the same place, being the matters to be, those included in the following,

AGENDA

1. Approval, if appropriate, of the creation of a corporate website
2. Modification of article 14 of the Bylaws related to the General Meeting, Call, Quorums and adoption of resolutions, to adjust them to the legal minimum established and to convene meetings by means of a corporate website.
3. Modification of article 13 of the Bylaws: Administration body of the Company.
4. Modification of article 15 of the Bylaws: Administration of the Company allowing the figure of one or two administrators or Board of Directors.
5. Modification of article 16 of the Bylaws, changing the reference of “Administrator” to “Administration Body”.
6. Capital reduction through the amortization of 711 shares, terms and modification of Art. 5 of the Statutes, to adjust it to a the new figure of the share capital, ratification.
7. Termination and appointment of Administrator / Administration body.
8. Authorization to the Administrator for the execution, interpretation, development, complement and rectification of the agreements adopted at the Meeting and granting of all necessary or convenient documents and their elevation to a Public Instrument.
9. Approval of the minutes of the Meeting according to the provisions on the article 202 of the Corporation Law and designation, if appropriate, of auditors of the Minutes in which the said provision is referred.

The right to attend and vote in the General Meeting will be according to what is established in the Corporation Law.

Each and every shareholder with the right to attend can be represented by any other person, as established in the articles 184, 185, 186 y 187 of the .said Corporation Law.

According to what is established in the Articles 197 of the Corporation Law, as from the call for the General Meeting, all shareholders will be entitled to obtain from the Company, immediately and free of charge all the relevant documents subject to be approved in the General Meeting.



In accordance with the provisions of article 287 of the Corporation Law, all members will have the right to examine the full text of the proposed statutory modifications and the report on them, as well as to request free delivery of these documents.

As per stated in the Article 172 of the Corporation Law, the shareholders representing at least a 5% of the share capital, could request a complementary publication to this Call for General Meeting and also include one or more points to the existent Agenda.

The mentioned request of complementary publication will have to be done through formal notification addressed to the social address, within five days after this Call is published.

Expected date of celebration: The Extraordinary General Meeting is expected to be held in the second call.

*. Postponed until June 30th and July 1st , as published in the BORME May 22nd 2020

Marbella on February 14, 2020.

Sole administrator
(Martinsa Fadesa S.A. in Liquidation)
b.app. Miguel Angel Gutiérrez Piña

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Sole administrator
(Martinsa Fadesa S.A. in Liquidation)
b.app. Miguel Angel Gutiérrez Piña

By This proxy I Authorize Mr / Mrs _____
vote IN FAVOR on my behalf of all the agenda items contained in the attached call notice, unless
express and different instructions indicated below

Name and Surname _____

DNI / NIE / PASPPORT _____

Share number _____

Signed

In the event that the share is owed by two spouses share the property, both will be required to be signed in the delegation.

In the event that the action is owned by a company, the signature of a proxy will be required. Other Voting Instructions:

