

AGENDA
GENERAL SHAREHOLDERS' MEETING
10TH JULY 2020

ONE. ANNUAL ACCOUNTS, ALLOCATION OF RESULTS AND MANAGEMENT OF THE COMPANY.

1.1.- Examination and approval, where appropriate, of the individual Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes to the Annual Accounts) and the individual Management Report of Meliá Hotels International, S.A. for financial year ended 31 December 2019.

1.2.- Examination and approval, where applicable, of the consolidated Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes to the Annual Accounts) and the consolidated Management Report of the Consolidated Group of Meliá Hotels International, S.A. for financial year ended 31 December 2019.

1.3.- Examination and approval, where appropriate, of the consolidated statement of non-financial information for the financial year ended 31 December 2019 and which is part of the consolidated management report.

1.4.- Examination and approval, where appropriate, of the management of the Company by the Board of Directors for the financial year 2019.

1.5.- Approval of the allocation of results for financial year 2019.

TWO.- APPOINTMENT AND RE-ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND DETERMINATION OF THE NUMBER OF DIRECTORS THEREOF

2.1- Re-election of Ms Carina Szpilka Lázaro as an External Independent Director.

2.2.- Appointment of Hoteles Mallorquines Agrupados, S.L. as an External Proprietary Director (represented by Mr. José María Vázquez-Pena Pérez).

2.3- Determination of the number of members comprising the Board of Directors.

THREE.- AMENDMENT OF THE COMPANY BYLAWS

3.1- Amendment of Article 33 (amendment of the designation of the Appointments and Remuneration Committee), Article 39(a) (Audit and Compliance Committee – incorporation of a mechanism for replacing the Chairman in the event of absence) and Article 39(b) (Appointments and Remuneration Committee: amendment of the designation of the Committee and incorporation of a mechanism for replacing the Chairman in the event of absence) of the Company Bylaws.

3.2.- Capital reduction through the redemption of treasury shares and amendment of Article 5 of the company bylaws.

FOUR.- DELEGATIONS AND AUTHORISATIONS TO THE BOARD OF DIRECTORS

4.1.- Authorisation to the Board of Directors for the approval of a capital increase pursuant to Article 297.1.b) of the Spanish Corporate Enterprises Act, and delegation thereto to exclude pre-emptive subscription rights according to the provisions of Article 506 of such Law, leaving without effect the authorisation granted by the Shareholders' General Meeting held on 4 June 2015.

4.2.- Delegation to the Board of Directors of the power to issue fixed income securities, whether convertible and/or exchangeable into shares of the Company, within five years from the date of adoption of this resolution by the Meeting, determination of bases and methods for conversion and/or exchange, with power to exclude pre-emptive subscription rights of shareholders and bondholders, guarantee issues by the subsidiary companies and increase capital by the necessary amount, leaving without effect the authorisation granted by the Shareholders' General Meeting held on 4 June 2015.

4.3.- Authorisation to the Board of Directors for the derivative acquisition of treasury shares of the Company, directly or through subsidiaries, within five years from the date of adoption of this resolution by the Meeting and ratification of the acquisitions made since the last General Meeting, leaving without effect the authorisation granted by the Shareholders' General Meeting held on 4 June 2015.

FIVE.- REMUNERATION

5.1.- Advisory vote on the Annual Report on Directors' Remuneration.

SIX.- INFORMATIVE ITEMS

6.1.- Information regarding the Euro Commercial Paper Program.

SEVEN.- Delegation of powers to interpret, correct, supplement, develop, formalise and execute the resolutions adopted by the Shareholders' General Meeting and delegation of powers for the execution in a Public Deed and registration of said resolutions and their correction, if any.