

# Regulations of Meliá Hotels International S.A. Shareholders' Electronic Forum

June 2020

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## Article 1. Introduction

In accordance with the provisions of article 539.2 of the Spanish Companies Act, Meliá Hotels International S.A. (“**Meliá**” or the “**Company**”) created the Shareholders’ Electronic Forum (the “**Forum**”) which will be available on the Company’s website (www.meliáhotelsinternational.com) as well as the telematic attendance and voting platform at the time of the notice of call and until the holding of each General Shareholders’ Meeting.

## Article 2. Purpose of the Forum Regulations

These Regulations govern how the Company will enable and make the Forum available, and the rights, duties, guarantees, terms and conditions for access thereto and use thereof by the Company’s shareholders and by any voluntary associations that may be formed pursuant to applicable law.

Meliá reserves the right to modify the layout, configuration, operation and contents of the Forum, as well as the terms and conditions for use thereof and these Regulations, without prejudice to the provisions of applicable legal provisions and the relevant communication to shareholders.

## Article 3. Objective and purpose of the Forum

The only purpose of the Forum is to facilitate communication among Meliá’s shareholders and any voluntary associations that may be formed on occasion of the call and until the holding of each General Shareholders’ Meeting, through the publication of communications concerning any of the following issues:

- Proposals sought to be submitted as a supplement to the agenda included in the call to the Shareholders’ General Meeting.
- Requests for adherence to such proposals.
- Initiatives to reach the percentage required to exercise a minority right as contemplated by Law or in the internal rules of the Company.
- Voluntary proxy offers or solicitations.

Under no circumstances will the mere publication in the Forum of a complementary proposal to the agenda imply the acceptance of said proposal, nor the subsequent modification of the agenda announced in the notice of call.

## Article 4. Registered users and acceptance of the Regulations

### 4.1 Reserved access

Access to and use of the Forum is reserved exclusively to individual shareholders of Meliá and Voluntary associations of shareholders validly established according to applicable law and shall be conditioned to maintenance of the said condition of shareholder or duly registered voluntary association of shareholders. Communications received from shareholders or voluntary associations who have lost their status prior to the General Shareholders’ Meeting will automatically be disregarded, as well as any other communication related to them.

Shall a discrepancy between the present translation and the original document in Spanish-language appear, the text of the original Spanish-language document shall always prevail.

## 4.2 Registered Users

In order to access and use the Forum, such shareholders and voluntary associations of shareholders must register themselves by filling out the corresponding form to log on as a Registered User, providing evidence of their status as shareholder or, if appropriate, as a duly constituted voluntary association of shareholders. For the purposes of these Regulations, validly constituted associations shall mean those voluntary associations of shareholders that are duly registered before the Mercantile Register of Palma de Mallorca and before the special register created to this effect by the Spanish National Securities Market Commission, and that comply with any requirements established by applicable legislation.

In the case of shareholders that are legal entities, and voluntary associations of shareholders, it will be requested to provide evidence of representation of the person wishing to access the Forum.

Meliá may request any additional information, or discontinue or cancel Registered Users who fail to provide evidence of compliance with the above referred conditions.

## 4.3 Acceptance of the rules of access and use

Registration as a user of the Forum and access thereto and/or use thereof entail full and unreserved acceptance of the terms and conditions of these Regulations, that may be in effect from time to time.

By accessing and/or using the Forum, all Registered Users declare that they are aware of and agree that the use of the Forum shall in all events take be their sole and exclusive responsibility.

Meliá shall be deemed the administrator of the Forum, in the conditions and with the faculties established in these Regulations, including the faculty of interpretation in case of doubt or discrepancy in its use.

## Article 5. Access to and use of the Forum

### 5.1 Access to and publication in the Forum

All Registered Users shall have access to the Forum and view any communications posted therein.

The Forum is only intended to publish the communications posted by Registered Users in connection with the matters set forth in the previous paragraph 3, after verification of the content by Meliá. The content of the communications shall only be in text form.

Communications received from users not properly identified or communications in connection with matters other than those indicated or those that contravene the provisions of these Regulations or existing legislation, which could infringe third party rights or be contrary to good faith, will not be published.

All communications by Registered Users shall be deemed made as an expression of their personal opinions and, except for the associations of shareholders authorized for such purpose, no communications shall be posted which are received from shareholders' pools and agreements, depositary entities, financial brokers or other persons acting for the account or benefit of the shareholders.

Upon sending a message, the Registered User responsible therefor is deemed to represent and warrant that the content thereof is lawful and in accordance with the provisions of Law and of these Regulations and with the requirements of good faith, and that such Registered User has obtained all approvals and permits required to send the corresponding message, and that such message does not violate any third-party rights.

When a communication is made, it is understood that the Registered User is responsible for that communication, declares and guarantees that its content is legal and in accordance with the law, the Regulations and requirements of good faith, that it has the necessary authorization and permission to formulate the communication in question, that it does not violate the rights of third parties and that the user authorizes its publication in the Forum under the terms defined in this document.

Publication of the communication in the Forum will include no reference to the person that sent it other than their full name. Nevertheless their email address will also be provided to those persons who regulate access to the communication. Once published, the communications will be accessible to other Registered Users.

## **5.2 Posting of messages**

All Registered Users that wish to send communications must complete the form enabled to this effect. Later access and communications to the Forum will require the completion of a special use form in which, amongst other things, the identification of the Registered User who makes the communication and the object of the communication must be indicated.

For subsequent accesses and communications in the Forum, the completion of a special use form may be required, that may include, among others, identification of the Registered User and the object the communication.

## **Article 6. Scope of the Forum**

The Forum is not intended to be a channel of communication between the Company and its Registered Users, except for the purposes expressly provided for in this Regulation. Therefore, no communication sent to or posted in the Forum may in any event be deemed to be a notice to the Company for any purpose and, specifically, for the purpose of exercising any rights that Registered Users hold, nor shall it replace compliance with the requirements established by Law for the exercise of any such rights or for the conduct of initiatives and activities by the shareholders.

The shareholders who want to exercise any of their rights or powers must exercise them according to the Bylaws of the Company (that are available on the website of the Company,

www.meliahotelsinternational.com) and the applicable Law, such that the Forum shall in no event constitute a valid channel for such purpose.

Once a General Shareholders' Meeting has ended, Meliá reserves the right to remove and delete all communications relating thereto.

### **Article 7. Meliá's Liability**

Meliá shall not be liable for the accuracy, truth, effectiveness, lawfulness or relevance of the communications sent by Registered Users nor for the opinions expressed there by the Registered Users, even if they are published in the Forum. Meliá shall be entitled, but not bound, to control the use of the Forum and its contents, which are the exclusive responsibility of the Registered Users posting them.

Meliá reserves the right to deny access to and/or use of the Forum as well as the right not to post or to remove communications sent by Registered Users that contravene applicable legal provisions, these Regulations or the requirements of good faith.

Registered Users shall be liable for any damages that Meliá, other Registered User or any other third party may incur as a result of any access and/or use of the Forum, that violates any laws in force, these Regulations and the demands of good faith.

### **Article 8. No license**

Meliá authorizes Registered Users to use the intellectual and industrial property rights associated with the software application installed on the Company's or on a third party's server that executes the features making up the Forum solely for the purposes established in paragraph 3 and pursuant to the terms and conditions set forth in these Regulations. The Registered User shall refrain from obtaining or attempting to obtain access to or use of the Forum and its contents by means or procedures other than those made available to them or indicated for such purpose in each case.

Meliá does not grant any kind of license or authorization to use its intellectual or industrial property rights or any other property or right related to the Forum other than as provided in the preceding paragraph.

### **Article 9. Operating costs**

Access to and use of the Forum by Registered Users is free of charge, except for the cost of connection through the telecommunications network supplied by the access provider hired by each Registered User.

### **Article 10. Personal Data Protection**

Shareholder's personal data provided to the Company within the use of the Forum will be processed as follows:

**Data controller:** MELIÁ HOTELS INTERNATIONAL, S.A., with registered office at Calle Gremio Toneleros, 24, 07009 Palma de Mallorca.

**Purpose:** manage development, observance, and control of the relationship between the Company and shareholders regarding notice to call and the General Meeting.

**Entitlement:** your personal data will be processed for the observance of Company's legal obligations.

**Recipients:**

- Public Administrations, in the cases provided by Law.
- Registries and Notaries, in the cases provided by Law.

**Rights:** to access, rectification, to erasure, to object, to restriction of processing and to data portability.

In case you wish to obtain more information regarding the treatment of your personal data, please check our Privacy Policy.

### **Article 11. Contact mailbox**

Registered Users that wish to make suggestions or proposals for improvement of the Forum, or need technical assistance, or wish to report contents that are inconsistent with these Regulations, may write to the Company's e-mail address displayed in the Forum for such purpose. The purpose of this mailbox is to serve Registered Users and to improve the quality of the Forum, and does not entail any kind of control by or liability for Meliá.