

MELIÁ HOTELS INTERNATIONAL, S.A. (the “**Company**”), in accordance with the provisions of article 228 of the Securities Market Law, announces to the National Securities Market Commission the following:

SIGNIFICANT EVENT

Pursuant to article 24 of the By-Laws and pursuant to the resolution adopted by the Board of Directors on March 30, 2017, the Ordinary General Meeting of Shareholders of MELIÁ HOTELS INTERNATIONAL, SA on 8 and 9 June 2017, on the first and second call respectively, at the Convention Center of the "Gran Melia Victoria" Hotel, located in Palma de Mallorca, Avenida Joan Miró, 21, was published today in the Official Gazette of the Mercantil Registry, a copy of which is attached to the effects of article 516.2 of the Capital Companies Act

On this same date, the Company has published on its website (www.meliahotelsinternational.com) the announcement of the call, the full text of the proposed resolutions and the other information to be submitted to the General Shareholders' Meeting. This information, together with the rest of the required documentation, will be available to all shareholders, uninterruptedly, from now on and up to the holding of the Ordinary General Shareholders' Meeting

Likewise, the proposals for resolutions to be submitted by the Board of Directors to the aforementioned General Shareholders' Meeting, together with the mandatory reports and other information related to the Ordinary General Meeting, are attached hereto.

Palma de Mallorca, 5 May 2017

MELIÁ HOTELS INTERNATIONAL, S.A.

Call for Ordinary Shareholders' General Meeting

By virtue of resolution of the Board of Directors of Meliá Hotels International, S.A., at its meeting held on March 30, the shareholders are called to attend the Ordinary Shareholders' General Meeting to be held at the Convention Center of the "Gran Meliá Victoria" Hotel, at Avenida Joan Miró 21, Palma de Mallorca, at 1:00 p.m., on June 8, 2017 or, in the event that it cannot be held validly at first call due to failure to attain the necessary legal quorum, they are likewise hereby called to attend on June 9, 2017 at second call, in the same place and at the same time, with the Agenda set out below.

AGENDA

ONE. Annual Accounts and Corporate Management

1.1.- Examination and approval, where applicable, of the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash-flow Statement and Annual Report) and Management Report of Meliá Hotels International, S.A. and of its Consolidated Group, all of this relating to the financial year ended December 31, 2016.

1.2.- Examination and approval, where applicable, of the corporate management of the Board of Directors for the financial year 2016.

TWO. Application of the result of the financial year 2016.

THREE.- Re-election, where applicable, of members of the Board of Directors

3.1.- Re-election of Mr. Gabriel Escarrer Jaume as Director.

3.2.- Re-election of Mr. Sebastián Escarrer Jaume as Director.

3.3.- Re-election of Hoteles Mallorquines Consolidados, S.A. (Representative, Ms. M^a Antonia Escarrer Jaume) as Director

3.4- Re-election of Mr. Fernando d'Ornellas Silva as Director

3.5- Re-election of Mr. Francisco Javier Campo García as Director

3.6- Re-election of Mr. Luis María Díaz de Bustamante y Terminel as Director

FOUR.- Determination of the number of members forming the Board of Directors.

FIVE.- Reappointment of the Auditors of Meliá Hotels International, S.A. and of its Consolidated Group for the financial year 2017

SIX.- Consultative approval of the Annual Report on Directors' Remuneration.

SEVEN.- Information related to the Euro Commercial Paper Program.

EIGHT.- Information related to the amendment of Article 14 of the Regulations of the Board of Directors

NINE.- Delegation of powers to interpret, correct, supplement, develop, formalize and execute the resolutions adopted by the Shareholders' General Meeting.

RIGHT TO INFORMATION

From the date of publication of the announcement of the call to the General Meeting, the shareholders are entitled to examine and obtain at the Company's registered office (C/ Gremio Toneleros 24, 07009 Palma de Mallorca, Spain) and to examine on its website (www.meliahotelsinternational.com) and to request the delivery or dispatch free of charge of the documents referred to in all the points which are going to be submitted for the approval of the Shareholders' General Meeting, including the full text of proposed resolutions and the mandatory reports, in particular the management report and the auditor's report, as well as the reports submitted by the Board of Directors

Also available to the shareholders, at the Company's registered office and on the Company's web page, are the Annual Report on Corporate Governance for the year 2016, approved by the Board of Directors at its meeting on March 30, 2017, this announcement of the call to a General Meeting, the information concerning the number of shares and voting rights existing as of the date of this call and the forms to be used for distance voting and voting by proxy.

In accordance with the provisions of Articles 197 and 520 of the Spanish Companies Act, up until the fifth day preceding the date for which the General Meeting is scheduled or orally in the course of the Meeting, the shareholders will be entitled to ask the Directors for such information or clarification as they may consider appropriate or submit in writing such questions as they may consider pertinent concerning the audit report, the matters on the Agenda or the information available to the public delivered by the Company to the Spanish Securities Market Commission since the last General Meeting was held.

SUPPLEMENT TO THE NOTICE OF CALL AND SUBMISSION OF PROPOSED RESOLUTIONS

In accordance with the provisions of Article 519 of the Spanish Companies Act, shareholders representing at least three per cent of the share capital may request the publication of a supplement to the call of the General Meeting including one or more items on the Agenda, provided that those items are duly justified or, as the case may be, accompanied by a duly justified proposed resolution.

Shareholders representing at least three per cent of the share capital may likewise submit reasonable proposed resolutions concerning items already figuring or that should figure on the Agenda.

Those rights may be exercised through due notice given to the Company which must be received at its registered office (C/ Gremio Toneleros 24, 07009 Palma de Mallorca, Spain) within five days following the publication of this call to the General Meeting. The Company will ensure the circulation of such proposed resolutions and any attached documents via its website (www.meliahotelsinternational.com), in accordance with the provisions of law.

SPECIAL MEANS OF INFORMATION – SHAREHOLDERS ELECTRONIC FORUM

In accordance with the provisions of Article 539 of the Spanish Companies Act, Meliá Hotels International, S.A. has set up a Shareholders Electronic Forum to which access

will be available via the Company's website (www.meliahotelsinternational.com) up until the time when the General Meeting called hereby is held.

ATTENDANCE

In accordance with the provisions of Article 22 of the Corporate By-laws, owners of at least 300 shares or those shareholders owning fewer than 300 shares who join together and designate someone to represent them, who have their shares entered on the relevant Accounting Register at least five days in advance of the scheduled date of the General Meeting, who are in good standing in respect of payment of capital calls and who retain at least the aforementioned number shares until the date of the General Meeting, will be entitled to attend the General Meeting.

Attendance cards will be issued by the relevant participating entities in Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (IBERCLEAR), in charge of keeping the accounting register of shares of the Company in each case. Such entities must send to Meliá Hotels International, S.A., before the date established for the General Shareholders Meeting, a list of the cards which have been issued at the request of their respective clients.

Registration of attendance cards will commence one hour in advance of the scheduled time for the General Meeting.

VOTING BY DISTANCE COMMUNICATION AND BY PROXY

(a) Voting by means of distance communication:

Votes may be submitted by post (C/ Gremio Toneleros 24, 07009 Palma de Mallorca, Spain), fax (971224515) or e-mail (atencion.accionista@melia.com), by sending the Company (i) the corresponding attendance card issued by the aforementioned entities responsible for keeping the account records of the Company's shares with the section containing the formula for distance voting completed, along with a copy of the shareholder's national identity card or passport, or (ii) the form for distance voting placed at shareholders' disposal on the Company's website (www.meliahotelsinternational.com).

(b) Proxy:

All shareholders entitled to attend the General Meeting may be represented there by another individual, provided that the formalities and requirements established in the By-laws, the Regulations of the Shareholders' General Meeting and, in any event, in accordance with applicable law in force are performed. Representation must be conferred specifically for each General Meeting and it may be revoked at any time. Attendance in person at the General Meeting will be tantamount to revocation.

Furthermore, the proxy will in any event be revocable through the same means by which it was granted. In the event of a public request for representation, the provisions of Articles 186, 187 and 526 of the Spanish Companies Act shall be observed.

Appointment of a representative by a shareholder and notice to the Company of that appointment or of its revocation, as the case may be, may be accomplished by post (C/

Gremio Toneleros 24, 07009 Palma de Mallorca, Spain), fax (971224515) or e-mail (atencion.accionista@melia.com), delivering to the Company (i) the proxy form conferring representative authority and, as the case may be, voting instructions; or (ii) the corresponding attendance card issued by the entities responsible for keeping the account records of the Company's shares with the section containing the form for conferral of representation completed and, as the case may be, instructions for the exercise of the voting rights, along with a copy of the shareholder's and the representative's national identity cards or passports.

The attendance card or proxy form completed and signed by the shareholder may also be presented to the officers in charge of attendance registration, along with the documents substantiating the shareholder's identity (copy) and the representative's identity (original), by the designated representative attending the General Meeting in the place and on the date scheduled for the General Meeting prior to its commencement. That presentation will operate as notice for purposes of the provisions of Article 522 of the Spanish Companies Act.

The proxy form is available to shareholders at the Company's website (www.meliahotelsinternational.com).

(c) Common provisions:

Proxies and votes received by postal mail, fax or electronic mail as well as the appointment and notification of the representative by electronic means shall be admitted provided that they are received at least twenty-four (24) hours prior to the commencement of the Shareholders' General Meeting and they comply with the stipulated requirements, without prejudice to the instructions for the personal presentation of the attendance card or the proxy form by the representative to the personnel in charge of the record of attendance prior to the holding of the Shareholders' General Meeting.

Distance voting rights and proxies shall be exercised in accordance with the statutory provisions and the provisions contained in the document on rights to information, distance voting and proxies for the Shareholders' General Meeting of Meliá Hotels International, S.A., available on the Company's web page (www.meliahotelsinternational.com).

PRESENCE OF NOTARY

In accordance with the provisions of Article 203 of the Spanish Companies Act and Article 29.3 of the By-laws, the Board of Directors has resolved to request attendance by a notary to the Shareholders' General Meeting to draft notarized Minutes of that General Meeting, which will serve as the Minutes thereof and preclude the need for a resolution by the General Meeting to approve the Minutes.

DATA PROTECTION

The personal data of shareholders submitted to the Company for the exercise of their rights to attendance, representation and voting at the General Meeting or submitted by the banks or securities companies or agencies with which the shareholders have deposited their shares, via the entity legally commissioned to keep the records of account entries, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación

de Valores, S.A.U. (IBERCLEAR), will be processed and included in a file owned by the Company for the purpose of management, performance and oversight of the existing shareholder relationship in connection with the call for and accomplishment of the General Meeting.

Shareholders shall have the possibility to exercise their right of access, rectification, cancelation and opposition, in accordance with the provisions of the Data Protection Act 15/1999, of December 13, by written notification addressed to the Company's registered office (C/ Gremio Toneleros 24, 07009 Palma de Mallorca, Spain).

If in the attendance card, the distance voting form or the proxy form the shareholder includes personal data relating to other natural persons, the shareholder must inform them of the items contained in the previous paragraphs and obtain their consent, and comply with any other requirements which may be applicable, for the correct transfer of the personal data to the Company, and the latter must not carry out any additional action.

ADDITIONAL INFORMATION

For further information contact by telephone the shareholder's service number, from nine to fourteen hundred hours and from sixteen to nineteen hundred hours (09:00 to 14:00 and 16:00 to 19:00), on working days.

Shareholder telephone help line: 971 22 45 54.

Palma de Mallorca, May 3, 2017. Luis María Díaz de Bustamante y Terminel Secretary to the Board of Directors

Luis M^a Díaz de Bustamante y Terminel, Attorney
Director-Secretary to the Board of Directors of
MELIÁ HOTELS INTERNATIONAL, S.A.

**COMPLETE TEXT OF THE RESOLUTION PROPOSALS
TO BE SUBMITTED TO THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF MELIÁ HOTELS INTERNATIONAL, S.A.
ON JUNE 8, 2017 ON FIRST CALL OR
ON JUNE 9, 2017 ON SECOND CALL**

POINT ONE. Annual Accounts and Corporate Management

1.1.- Examination and approval, where applicable, of the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash-flow Statement and Annual Report) and Management Report of Meliá Hotels International, S.A. and of its Consolidated Group, all of this relating to the financial year ended December 31, 2016.

The following proposal is submitted to the approval of the Meeting:

"To approve, the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Cash Flow Statement and Report) and the Management Report, Individual for Meliá Hotels International, S.A. as well as for the consolidated Group, corresponding to the financial year closed at December 31, 2016, verified by the accounts auditor of the Company, PricewaterhouseCoopers Auditores, S.L."

1.2.- Examination and approval, where applicable, of the corporate management of the Board of Directors for the financial year 2016.

The following proposal is submitted to the approval of the Meeting:

"To approve the corporate management of the Board of Directors of Meliá Hotels International, S.A. corresponding to the financial year 2016."

POINT TWO. Application of the result of the financial year 2016.

The following proposal is submitted to the approval of the Meeting:

"To approve the application of the result for the 2016 financial year which, as can be seen from the Individual Accounts, amounts to a positive result of 80,185,619.14 euros as follows:

Legal reserve: 1,796,928.91 euros

Voluntary reserve: 48,183,140.23 euros

Distribution of a gross dividend of € 0.1315 per share among the shares of the Company in circulation with the right to receive dividend, charged against the results of the year.

The distribution of dividends is resolved pursuant to the provisions of Articles 273 through 276 of the Capital Companies Act. Such dividend will be paid on July 11, 2017, the payment agent being the entity appointed by the Board of Directors of the Company, through the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. ("Iberclear") and the applicable regulations."

POINT THREE.- Re-election, where applicable, of members of the Board of Directors

The following proposals are submitted to the approval of the Meeting:

First Proposal (3.1):

“3.1.- Re-election of Mr. Gabriel Escarrer Jaume as Director.

“To re-elect Mr. Gabriel Escarrer Jaume as Director for the statutory period of four years upon the proposal of the Board of Directors and following an explanatory report issued by the Board based on the Appointments and Remuneration Committee’s Report.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Executive Director”.

Second Proposal (3.2):

“3.2.- Re-election of Mr. Sebastián Escarrer Jaume as Director.

To re-elect Mr. Sebastián Escarrer Jaume as Director for the statutory period of four years upon the proposal of the Board of Directors and following an explanatory report issued by the Board based on the Appointments and Remuneration Committee’s Report.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as a Proprietary Director”.

Third Proposal (3.3):

“3.3.- Re-election of Hoteles Mallorquines Consolidados, S.A. (Representative, Ms. M^a Antonia Escarrer Jaume) as Director

To re-elect Hoteles Mallorquines Consolidados, S.A. as director for the statutory period of four years upon the proposal of the Board of Directors and following an explanatory report issued by the Board based on the Appointments and Remuneration Committee’s Report, stating that its natural person representative on the Board of Directors will be Ms. M^a Antonia Escarrer Jaume.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as a Proprietary Director.

Fourth Proposal (3.4):

“3.4- Re-election of Mr. Fernando d’Ornellas Silva as Director

To re-elect Mr. Fernando d’Ornellas Silva as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

Fifth Proposal (3.5):

“3.5- Re-election of Mr. Francisco Javier Campo García as Director

To re-elect Mr. Francisco Javier Campo García as director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

Sixth Proposal (3.6):

“3.6- Re-election of Mr. Luis María Díaz de Bustamante y Terminel as Director

To re-elect Mr. Luis María Díaz de Bustamante y Terminel as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

POINT FOUR.- Determination of the number of members forming the Board of Directors.

The following proposal is submitted to the approval of the Meeting:

"To set the number of members of the Board of Directors of the Company at eleven (11), pursuant to the provisions of Article 242.1 of the Capital Companies Act, Article 31.2 of the Company By-Laws and Article 8 of the Regulations of the Board of Directors."

POINT FIVE.- Reappointment of the Auditors of Meliá Hotels International. S.A. and of its Consolidated Group for the financial year 2017

The following proposal is submitted to the approval of the Meeting:

"In accordance with the proposal made to the Board of Directors by the Auditing and Compliance Committee, the reelection as Accounts Auditor, for verification of the Annual Accounts and Management Report of the Company and the consolidated Group corresponding to the financial year 2017, of the firm PricewaterhouseCoopers Auditores, S.L., with registered address in E-28046-Madrid, Torre PwC, Paseo de la Castellana 259 B, Tax Identification Number B-79031290 and registered in the Mercantile Registry of Madrid, sheet 87250-1, page 75, volume 9267, book 8054, section 3; and registered in the Official Registry of Accounts Auditors under number S0242.

Empowering the Board of Directors with the specific and necessary powers, as broad as required and necessary in Law, including the power to, in turn, delegate them to any of its members, in order to proceed with the subscription, formalization and materialization with PricewaterhouseCoopers Auditores, S.L. of the corresponding Agreement on the exercise of the latter as Accounts Auditor of the Company, with the agreements, clauses, terms and conditions deemed convenient, as well as to make any pertinent amendments to it pursuant to the legislation in force at any given time."

POINT SIX.- Consultative approval of the Annual Report on Directors' Remuneration.

The following proposal is submitted to the advisory vote of the General Meeting:

"To approve the Annual Report on the Remuneration of the Directors prepared by the Appointments and Remuneration Committee, and which was approved by the Board of Directors of Meliá Hotels International, S.A. in its session dated March 30, 2017".

POINT SEVEN.- Information related to the Euro Commercial Paper Program.

Information on point seven of the Meeting:

The Board of Directors of the Company, pursuant to the authorization granted by the General Shareholders' Meeting dated June 4, 2015, approved the formalization on September 16, 2016, of the Commercial Paper Issuance Program ("Euro Commercial Paper Program ") for a maximum amount of 300,000,000 Euros.

To that end, the Board of Directors has prepared the corresponding information document

Being it merely informative, this point is not submitted to vote.

POINT EIGHT.- Information related to the amendment of Article 14 of the Regulations of the Board of Directors

Information on point eight of the Meeting:

In accordance with the provisions of Article 4.2 of the Regulations of the Board, the Board of Directors has issued the corresponding Information Document on the amendment of article 14 of the Regulations of the Board of Directors, agreed at its meeting on 23 June 2016.

Being it merely informative, this point is not submitted to vote.

POINT NINE.- Delegation of powers to interpret, correct, supplement, develop, formalize and execute the resolutions adopted by the Shareholders' General Meeting.

The following proposal is submitted to the approval of the Meeting:

“With regard to the resolutions of this General Shareholders’ Meeting and notwithstanding the empowerments included in the previous resolutions, it is resolved to delegate to Mr. Gabriel Escarrer Juliá, Chairman, and Mr. Gabriel Escarrer Jaume, Vice Chairman and Managing Director; Mr. Luis María Díaz de Bustamante y Terminel, Secretary-Director of the Board of Directors of the Company; and Mr. Juan Ignacio Pardo García, Vice Secretary non-Director of the Board of Directors, the specific and necessary powers, jointly and severally and as broad as required and necessary in Law, to:

(a) Interpret, clarify, complement, remedy, apply, complete, publicize, execute and develop the resolutions adopted in this Meeting;

(b) To appear before Notaries and Registrars, public and private Organizations, Authorities and Civil Servants, Accounts Auditors, Securities Firms, Banks and Bankers, making any representations deemed advisable, depositing and executing and signing any Deeds, Minutes, Accounts, Briefs, Agreements, Reports and documents, both public and private, that they deem necessary, even clarifying, correcting and rectifying them, totally or partially, according to the rating of the competent Registrars, Authorities and Civil Servants, so that the aforementioned resolutions are duly formalized and materialized, where appropriate, with the corresponding entry and deposit in the appropriate Registry.

(c) To attach and, as appropriate transcribe the notarial Minutes of this Meeting to the Company Book of Proceedings; and

(d) To issue any Certificates, even for clarification, corrective, rectification or supplemental purposes, totally or partially, as necessary for and on the preceding resolutions, and for their appropriate implementation.”

Information and documentation in relation to the points included in the agenda:

Since the publication of the notice of call of the General Shareholders’ Meeting, the shareholders are entitled to examine and obtain at the registered office (C/ Gremio Toneleros no. 24, E-07009-Palma de Mallorca), to consult on the Company's web page (www.meliahotelsinternational.com) and to request the immediate delivery or dispatch free of charge of the documents referred to in all the points which are going to be submitted for the approval of the General Shareholders Meeting, and the corresponding reports, as well as the informative documents that are not to be submitted to vote.

**RIGHTS TO INFORMATION, DISTANCE VOTING AND REPRESENTATION
FOR THE GENERAL SHAREHOLDERS' MEETING OF
MELIÁ HOTELS INTERNATIONAL, S.A.**

1. Right to Information

Pursuant to the provisions of articles 197 and 520 of the Capital Companies Act, up until the fifth day prior to the date of the meeting or verbally while it is being held, the shareholders may ask the directors for any information or clarifications they might deem necessary or put in writing any questions they might deem relevant regarding the auditing report, the items on the agenda or the information available to the public provided by the Company to the Spanish Securities Market Commission (Comisión Nacional del Mercado de Valores) since the previous general meeting.

Any requests for information may be made within the aforementioned period through mail, telefax or email as follows, attaching a copy of the national identity document or passport of the shareholder and documentation evidencing ownership of the shares:

1. Via mail (ordinary post):
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Gremio de Toneleros, 24 -Polígono Son Castelló, 07009
Palma de Mallorca (Balearic Islands), Spain.
2. Via telefax:
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Nº Fax: (34) 971224515
3. Via email:
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Email: atencion.accionista@melia.com

Such requests shall be answered by any of the members of the Board of Directors or through authorization of the latter, by the VP Investor Relations, up until the date of the General Shareholders' Meeting and through the same means by which they were made, once the identity and position as shareholder of the petitioner have been verified. Valid requests made in writing and the answers provided in writing by the members of the Board shall be included on the website of the Company (www.meliahotelsinternational.com).

The Board of Directors may refuse to send the information requested when:

- a) the request is not within the scope and requisites of the period for exercising the right as determined by the law and the Regulations of the General Shareholders Meeting; Information, attendance and representation Translation only for information purposes General Shareholders' Meeting MELIÁ HOTELS INTERNATIONAL S.A.
- b) the publicizing of the data requested might, in the opinion of the Directors, prejudice the company interests, unless such request is supported by shareholders representing at least a quarter of the share capital;
- c) the information is unnecessary for the protection of shareholders' rights or there are objective reasons to believe that it may be used for purposes other than for the company or announcement thereof may damage the company or related companies;
- d) if, prior to making a specific question, the information requested is clearly, expressly and directly made available to all shareholders on the company website under a question-answer format, the board members may simply answer that their reply may be found in the information provided in such a format;
- e) the petitioner has acted in a clear abuse of law; or
- f) this is the result of legal or statutory provisions, or of court or administrative decisions.

The shareholder shall be liable for proving the request has been sent to the Company in due time and form.

2. Casting of distance votes

For casting distance votes, the shareholders must (i) complete and sign the corresponding distance voting form available to the Shareholders on the web page of the Company (www.meliahotelsinternational.com) together with the documentation evidencing the identity of the shareholder and the ownership of the shares, or (ii) complete and sign the section reserved for such purpose on the attendance card issued by the entities where they might have deposited their shares, attaching a copy of the national identity document or passport of the shareholder. Once it has been completed and signed, the shareholder must send the attendance card or corresponding distance voting form through the following means:

1. Via mail (ordinary post):
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Gremio de Toneleros, 24 -Polígono Son Castelló, 07009
Palma de Mallorca (Balearic Islands), Spain.
2. Via telefax:
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department

Nº Fax: (34) 971224515

3. Via email:
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Email: atencion.accionista@melia.com

Any votes sent by mail, telefax or email will be accepted providing the Company receives them at least twenty-four (24) hours before the start of the General Meeting and they meet any requisites established.

Should the shareholder have sent the Company both documents and their content does not match, the Company shall only validate the one with the issue date closest to the date of the General Meeting and, should they have been issued on the same date, the distance voting form available to the Shareholders on the web page of the Company (www.meliahotelsinternational.com) shall prevail.

3. Grant of representation

Pursuant to the provisions of article 184 of the Capital Companies Act, those shareholders entitled to attend the General Meeting may be represented therein by another person, complying with the requisites and formalities required under the Bylaws, the Regulations of the General Shareholders Meeting and in accordance with the law, in such case it being the representative that exercises the right to vote at the Meeting representing the shareholder conferring the representation on them.

The representation must be conferred specially for each Meeting, except the representative being a spouse, descendant or parent of the shareholder; or when the representative possesses a general power of attorney, in the terms established in article 9.3 of the Regulations of the General Shareholders' Meeting and will always be revocable. The attendance in person at the Meeting of the shareholder represented will be deemed to be a revocation. Moreover, the delegation will always be revocable through the same means by which it was made.

In the event of a public request for representation, the provisions of articles 186, 187 and 526 of the Capital Companies Act will apply.

The appointment or revocation of the representative and notification thereof to the Company may be made:

- (i) By sending the Company (i) the vote delegation form available to the Shareholders on the web page of the Company (www.meliahotelsinternational.com), dully signed and fulfilled, together with the documentation evidencing the identity of the shareholder and the representative, as well as documentation evidencing the ownership of the shares and, where applicable, voting instructions; or (ii) the corresponding attendance card issued by the entities responsible for keeping the accounts records of the shares of the Company, completed in the section containing the printed form for conferring representation and, where applicable,

instructions for exercising the voting right, attaching a copy of the national identity document or passport of the shareholder and his/her representative through the following means:

1. Via mail (ordinary post):
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Gremio de Toneleros, 24 -Polígono Son Castelló, 07009
Palma de Mallorca (Balearic Islands), Spain.
2. Via telefax:
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Nº Fax: (34) 971224515
3. Via email:
MELIÁ HOTELS INTERNATIONAL, S.A.
A/A: Investor Relations Department
Email: atencion.accionista@melia.com

- (ii) By the shareholder completing and signing the delegation on the attendance card or the delegation form and this being presenting to those responsible for recoding attendance by the designated representative physically attending the General Meeting, on the day and at the place of the General Meeting, before it starts, together with any documentation identifying the shareholder (copy) and the representative (original) and, where the form is used, also any documentation evidencing ownership of the shares. Such presentation shall have the effects of a notification for the purposes of the provisions of article 522 of the Capital Companies Act.

Any powers of representation received by, telefax or email, as well as any notification of the appointment or revocation of the representative through electronic means will be accepted providing they are received at least twenty-four (24) hours before the start of the General Meeting and comply with the requisites established.

The shareholder shall be liable for proving the power of representation has been sent to the Company in due time and form.

Should the shareholder have sent the Company the vote delegation form and also the attendance card with the section on representation completed, the Company shall only validate the document with the issue date closest to the date of the General Meeting and, should they have been issued on the same date, the vote delegation form available to the Shareholders on the web page of the Company (www.meliahotelsinternational.com) shall prevail.

4. Errors, defects or omissions in the cards or forms

Should the attendance card or distance voting or vote delegation forms contain any errors, defects or omissions which cannot be remedied by applying the criteria established in this document, the Company may accept and validate the documents submitted and determine the sense of the instructions received taking into account the set of criteria on interpretation contained in this document and any other Company rules or recommendation on corporate governance, ensuring the company interests and respecting the principles of legal certainty and the guarantee of the rights of the shareholder. In order to solve the errors, defects or omissions contained within the cards or forms, the shareholder may facilitate, through the card or form, a phone number, email address or any other contact data that allows the Company to contact the shareholder for this purpose.

ORDINARY GENERAL SHAREHOLDERS' MEETING DISTANCE VOTING FORM

Distance voting form for the Ordinary General Shareholders' Meeting of MELIÁ HOTELS INTERNATIONAL, S.A. to take place at the Convention Center of Hotel "Gran Meliá Victoria" located in Palma de Mallorca at Avenida Joan Miró, 21, at 1 p.m. on June 8, 2017 on first call, or on the following day on second call, at the same place and time.

_____, (full name or company name),
holder of _____ shares in MELIÁ HOTELS
INTERNATIONAL, S.A., telephone number _____ and e-mail address¹
_____ hereby cast my distance vote, indicating below the
vote on the Resolution Proposals submitted to the Ordinary General Meeting

Resolution Proposal ²	In favor	Against	Abstention
1.1			
1.2			
2			
3.1			
3.2			
3.3			
3.4			
3.5			
3.6			
4			
5			
6			
7	////////////////////	////////////////////	////////////////////
8	////////////////////	////////////////////	////////////////////
9			

In the event any resolutions not included on the Agenda are submitted to a vote, it will be understood that I cast my vote in the manner proposed by the Chairman of the General Meeting³, notwithstanding any instructions to the contrary by marking the corresponding box below:

IN FAVOR	
AGAINST	
ABSTENTIÓN	

¹ The contact details provided by the shareholder are voluntary and will be processed and incorporated into a file for which MELIÁ HOTELS INTERNATIONAL, SA, is responsible for the sole purpose of managing the development, implementation and control of the relationship between the Company and the shareholders in relation to the distance voting within the framework of the Annual General Meeting. Shareholders have the opportunity to exercise their right of access, rectification, cancellation and opposition, in accordance with the provisions of Law 15/1999, of December 13, Protection of Personal Data, by writing to the registered office of the Company (c/ Gremio Toneleros nº 24, E-07009-Palma de Mallorca).

² Points Seventh and Eighth of the Agenda are not submitted to vote.

³ For the effects of the provisions of arts. 523 and 526 of the Capital Companies Act, it is hereby stated that in the event the Chairman should be involved in a conflict of interest when voting on any proposals which, outside the Agenda, might be submitted at the Meeting, the power of representation will be deemed to have been conferred on the Secretary or, failing this or in the case of conflict, the Vice Secretary non-director.

In any case, this form should be accompanied by documentation evidencing the identity of the shareholder (and its legal representative, in the case of a legal entity) and ownership of the shares, through suitable means. The Company shall evaluate the suitability and sufficiency of the means evidencing such identity and ownership of the shares.

Signature of Shareholder.

In _____, on _____, 2017.

ORDINARY GENERAL SHAREHOLDERS' MEETING VOTE DELEGATION FORM

Vote delegation form for the Ordinary General Shareholders' Meeting of MELIÁ HOTELS INTERNATIONAL, S.A. to take place at the Convention Center of Hotel "Gran Meliá Victoria" located in Palma de Mallorca at Avenida Joan Miró, 21, at 1 p.m. on June 8, 2017 on first call, or on the following day on second call, at the same place and time.

holder of _____ (full name or company name),
number⁴ _____ shares in MELIÁ HOTELS INTERNATIONAL, S.A., telephone
and e-mail address _____ hereby delegate my vote
to⁵:

- ☐ The Chairman of the Board of Directors of MELIÁ HOTELS INTERNATIONAL, S.A.⁶
☐ Mr./Ms. _____, bearer of National Identity Card nº _____

Below are the instructions for exercising the voting right for the Resolution Proposals to be submitted to the Ordinary General Shareholders' Meeting:

Resolution Proposal ⁷	In favor	Against	Abstention
1.1			
1.2			
2			
3.1			
3.2			
3.3			
3.4			
3.5			
3.6			
4			
5			
6			
7	////////////////////	////////////////////	////////////////////
8	////////////////////	////////////////////	////////////////////
9			

⁴ The contact details provided by the shareholder are voluntary and will be processed and incorporated into a file for which MELIÁ HOTELS INTERNATIONAL, SA, is responsible for the sole purpose of managing the development, implementation and control of the relationship between the Company and the shareholders in relation to the distance voting within the framework of the Annual General Meeting. Shareholders have the opportunity to exercise their right of access, rectification, cancellation and opposition, in accordance with the provisions of Law 15/1999, of December 13, Protection of Personal Data, by writing to the registered office of the Company (c/ Gremio Toneleros nº 24, E-07009-Palma de Mallorca).

⁵ It will be understood that the delegation is conferred to the Chairman of the Board of Directors in case the delegation does not include a nominative or legible expression of the beneficiary of the delegation, or if the same is made in favour of the Board of Directors in general.

⁶ In case of delegations in favor of the Chairman of the Board of Directors, the latter will vote in favor of all proposals submitted by the Board in respect of the various items of the Agenda, unless in relation thereto the instructions for exercising the voting right should indicate otherwise. For the effects of the provisions of arts. 523 and 526 of the Capital Companies Act, it is hereby stated that in the event the Chairman should be involved in a conflict of interest when voting on any proposals which, inside or outside the Agenda, might be submitted at the Meeting, the power of representation will be deemed to have been conferred on the Secretary or, failing this or in the case of conflict, the Vice Secretary non-director.

⁷ Points Seventh and Eighth of the Agenda are not submitted to vote.

In the event any resolutions not included on the Agenda are submitted to a vote, (i) in the event I have conferred my representation in favor of the Chairman, it will be understood that I cast my vote in the manner proposed by the Chairman of the General Meeting, notwithstanding any instructions to the contrary by marking the corresponding box below, and (ii) in the event I have conferred my representation in favor of a third party other than the Chairman, he/she will vote on such resolutions in the manner he/she deem appropriate, notwithstanding any instructions to the contrary by marking the corresponding box below.

IN FAVOR	
AGAINST	
ABSTENCIÓN	

In any case, this form should be accompanied by documentation evidencing the identity of the shareholder (and its legal representative, in the case of a legal entity) and the designated representative, as well as the ownership of the shares, through suitable means. The Company shall evaluate the suitability and sufficiency of the means evidencing such identity and ownership of the shares.

Signature of the Shareholder:

In _____, on _____, 2017.

**INFORMATION ON THE NUMBER OF SHARES AND VOTING RIGHTS
ON THE DATE OF THE ANNUAL GENERAL MEETING
MELIÁ HOTELS INTERNATIONAL, S.A.**

For the purposes specified in Article 518 of Company Law, it is reported that at the time of the calling of the General Shareholders Meeting convened for June 8 and 9, 2017, on first and second calling respectively, the total number of outstanding shares and voting rights of MELIÁ HOTELS INTERNATIONAL, S.A. is 229,700,000. Each share carries one vote.

In accordance with the provisions of section 5.2 of the Bylaws of MELIÁ HOTELS INTERNATIONAL, S.A., shares constitute a single class and series.

In Palma de Mallorca, May 5th, 2017

**BOARD OF DIRECTORS' FRAMEWORK REPORT ON THE PROPOSALS FOR
RE-ELECTION OF DIRECTORS OF MELIÁ HOTELS INTERNATIONAL, S.A.,
INCLUDING:**

- A) Board of Directors' Reports and/or Proposals**
- B) Appointments and Remuneration Committee Reports and/or
Proposals (and CVs)**

Palma de Mallorca, March 30, 2017

FRAMEWORK REPORT PREPARED BY THE BOARD OF DIRECTORS OF MELIÁ HOTELS INTERNATIONAL, S.A. ON THE PROPOSALS FOR RE-ELECTION OF DIRECTORS INCLUDED IN ITEM 3, SECTIONS 3.1 TO 3.6 OF THE AGENDA FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING CALLED FOR JUNE 8 AND 9, 2017 ON FIRST AND SECOND CALL, RESPECTIVELY.

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1. Purpose of the report.

This explanatory framework report has been prepared by the Board of Directors of MELIÁ HOTELS INTERNATIONAL, S.A. (hereinafter, "**Meliá**" or the "**Company**") in accordance with art. 529 decies, sec. 5 of the Spanish Companies Act in relation to the proposals to re-elect the following individuals as directors of the Company:

- Mr. Gabriel Escarrer Jaume, as Executive Director.
- Mr. Sebastián Escarrer Jaume and Hoteles Mallorquines Consolidados, S.A. (represented by Ms. M^a Antonia Escarrer Jaume), as proprietary directors.
- Mr. Fernando D'Ornellas Silva, Mr. Francisco Javier Campo García and Mr. Luís María Díaz de Bustamante and Terminel, as independent directors.

In accordance with art. 529 decies, sec. 4 and 6 of the Spanish Companies Act, the aforementioned proposals for re-election are articulated in the following manner:

- The proposals corresponding to the re-election of Executive Directors and Proprietary Directors are submitted directly by the Board of Directors to the General Shareholders' Meeting following a report by the Appointments and Remuneration Committee.
- The proposals for the re-election of Independent Directors are submitted to the General Shareholders' Meeting with the Board of Directors' report and on the proposal of the Appointments and Remuneration Committee.

In the interest of documentary efficiency, the Board has prepared this framework report, which collectively assesses the **competence, experience and merits** of the candidates proposed, in accordance with art. 529 decies of sec. 5 of the Spanish Companies Act, the foregoing, notwithstanding the content of the corresponding individual reports and proposals attached hereto and making the corresponding reports and proposals prepared by the Appointments and

Remuneration Committee, which are attached as an Appendix hereto, their own in all of their terms and to the extent necessary.

2. Preliminary analysis.

At its meeting held on February 27, 2017, the Board of Directors approved the Director Selection Policy and, in accordance with the principles established therein, and taking into account that on June 13, 2017 the terms of the 6 aforementioned directors expire, the Appointments and Remuneration Committee and the Board of Directors itself, to the extent necessary, have analyzed the composition requirements for the Board at short and medium-term to determine the specific director profiles needed by the Company.

Among other matters, they have analyzed:

- The professional profiles and competencies of the Directors.
- The Directors' array of knowledge and experience.
- Potential conflicts of interest.
- Time available to properly discharge their duties as Directors.
- Absence of incompatibilities.
- The balance between the various types of Directors which guarantees that all interests are properly represented on the Board of Directors, while maintaining the presence of female directors.

While performing their duties, all of the Directors who have been proposed for re-election have demonstrated:

- Extensive knowledge and experience in various areas of activity which are essential for the group, including finance, retail, consumer, tourism, etc., thereby enhancing the analysis of the Company's needs and projects and increasing the variety of perspectives present when matters submitted for their consideration are discussed.
- Excellent performance of their duties from a knowledge, dedication and ethics perspective.

As a result of the aforementioned analysis, we recommend maintaining the Board of Directors' current composition which is comprised of members with diverse profiles, an extraordinary level of education and professional competency and capability for providing the Company with added value at short and medium-term, encouraging debates and promoting the adoption of well-founded decisions. Therefore, the Board and the Committee judge very favorably the profile,

skills, knowledge and experience of the six directors whose re-election will be proposed to the General Shareholders' Meeting, in addition, they also look favorably upon maintaining the current structure of the Board of Directors, as regards the number and the type of directors, as well as the gender structure.

3. Explanation of the proposals as a whole.



In preparing and assuming the proposals for re-election made by the Appointments and Remuneration Committee, the Board of Directors took into consideration the suitability of the candidates' professional profiles in relation to the needs of the business performed by the Company and the industry in which it operates, their international experience, their performance level to date, as well as whether they have sufficient time available to properly perform their duties.

In this regard, the Board of Directors believes that, as a whole, its members adequately combine the necessary skills and competencies in the following areas, among others:

- a) knowledge of the industry in which the Company operates;
- b) experience and knowledge of economic and financial matters, human resources management and legislative and regulatory frameworks;
- c) education and international experience and knowledge of relevant geographic markets for the Company; and
- d) experience and knowledge of management, leadership and business strategy.

The CVs of the directors whose re-election is being submitted to the General Shareholders' Meeting for approval are attached to the accompanying reports and proposals of the Appointments and Remuneration Committee, their CVs confirm their worth and technical competence, their merits based on which they should continue to hold the position, their extensive experience in industries relevant to the Company and the group, and their knowledge of various business fields, guaranteeing a variety of viewpoints during the Board of Directors' debates, maintaining a high percentage of independent directors and consolidating a high qualitative level in the Board's structure as a whole.

Lastly, the Appointments and Remuneration Committee has verified that Mr. Gabriel Escarrer Jaume, Mr. Sebastián Escarrer Jaume, Hoteles Mallorquines Consolidados S.A. (and its individual representative, Ms. M^a Antonia Escarrer Jaume), Mr. Fernando D'Ornellas Silva, Mr. Francisco

Javier Campo García and Mr. Luís María Díaz de Bustamante y Terminel, meet all of the requirements of honor, suitability, technical solvency, competency, experience, qualification, education, availability and commitment to the duties specific to the position, and that there are no grounds for incompatibility, prohibition or conflict of interests.

The corresponding report and proposal for each of the re-elections prepared by the Appointments and Remuneration Committee on March 29, 2017 containing the corresponding CVs of the Directors are attached to this report as Appendix I.

4. Individual proposal for re-election of Gabriel Escarrer Jaume:

The Board believes, in accordance with the provisions established in art. 529 decies of sec. 4 of the Spanish Companies Act, and in view of the content of the preliminary report issued by the Appointments and Remuneration Committee, that Mr. Gabriel Escarrer Jaume meets the necessary requirements to continue performing his duties as Director and, to the extent necessary, Deputy Chairman and CEO of the Company, in accordance with the principles established in the Director Selection Policy.

Category under which he must be classified: Executive Director, in accordance with the definition established in art. 529 duodecies of sec. 1 of the Spanish Companies Act.

The Board of Directors has concluded that given that he is currently performing his executive duties as Deputy Chairman and CEO properly, his knowledge of the activities carried out by the Company and the industry in which it operates, nationally as well as internationally, will allow Mr. Gabriel Escarrer Jaume to continue contributing in a very positive way and with added value, to the operation of the Board of Directors, and submits the following proposal to the General Shareholders' Meeting for approval:

“3.1. - Re-election of Mr. Gabriel Escarrer Jaume as Director.

To re-elect Mr. Gabriel Escarrer Jaume as Director for the statutory period of four years upon the proposal of the Board of Directors and following an explanatory report issued by the Board of Directors based on the Appointments and Remuneration Committee's Report.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Executive Director".

5. Individual proposal for re-election of Mr. Sebastián Escarrer Jaume:

The Board believes, in accordance with the provisions established in art. 529 decies of sec. 4 of the Spanish Companies Act, and in view of the content of the preliminary report issued by the Appointments and Remuneration Committee, that Mr. Sebastián Escarrer Jaume meets the necessary requirements to continue performing his duties as Director, in accordance with the principles established in the Director Selection Policy.

Category under which he must be classified: Proprietary Director, in accordance with the definition established in art. 529 duodecies of sec. 3 of the Spanish Companies Act upon the proposal of the significant shareholder Hoteles Mallorquines Agrupados, S.L.

The Board of Directors has concluded that, given that he is currently performing his duties for which he is responsible as a Proprietary Director properly, his knowledge of the activities carried out by the Company and the industry in which it operates, nationally as well as internationally, will allow Mr. Sebastián Escarrer Jaume to continue contributing in a very positive way and with added value, to the operation of the Board of Directors, and submits the following proposal to the General Shareholders' Meeting for approval:

"3.2. - Re-election of Mr. Sebastián Escarrer Jaume as Director.

To re-elect Mr. Sebastián Escarrer Jaume as Director for the statutory period of four years upon the proposal of the Board of Directors and following an explanatory report issued by the Board of Directors based on the Appointments and Remuneration Committee's Report.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as a Proprietary Director.

6. Individual proposal for re-election of Hoteles Mallorquines Consolidados, S.A. (represented by Ms. M^a Antonia Escarrer Jaume):

The Board believes, in accordance with the provisions established in art. 529 decies of sec. 4 of the Spanish Companies Act, and in view of the content of the preliminary report issued by the Appointments and Remuneration Committee, that Hoteles Mallorquines Consolidados, S.A. and,

to the extent necessary, its individual representative, Ms. M^a Antonia Escarrer Jaume, meets the necessary requirements to continue performing its duties as Director in accordance with the principles established in the Director Selection Policy.

Category under which it must be classified: Proprietary Director, in accordance with the definition established in art. 529 duodecies of sec. 3 of the Spanish Companies Act, in its capacity as significant shareholder of the Company, the individual representative of which is Ms. M^a Antonia Escarrer Jaume.

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The Board of Directors has concluded that, given that he is currently performing his duties for which he is responsible as a Proprietary Director properly, his knowledge of the activities carried out by the Company and the industry in which it operates, nationally as well as internationally, will allow Hoteles Mallorquines Consolidados, S.A. (Representative, Ms. M^a Antonia Escarrer Jaume) to continue contributing in a very positive way and with added value, to the operation of the Board of Directors, and submits the following proposal to the General Shareholders' Meeting for approval:

“3.3. - Re-election of Hoteles Mallorquines Consolidados, S.A. (Representative, Ms. M^a Antonia Escarrer Jaume) as Director

To re-elect Hoteles Mallorquines Consolidados, S.A. as director for the statutory period of four years upon the proposal of the Board of Directors and following an explanatory report issued by the Board based on the Appointments and Remuneration Committee's Report, stating that its natural person representative on the Board of Directors will be Ms. M^a Antonia Escarrer Jaume. In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as a Proprietary Director.

7. Individual proposal for re-election of Mr. Fernando D'Ornellas Silva:

The Board believes, in view of the content of the proposal made by the Appointments and Remuneration Committee, which it assumes as its own to the extent necessary, and in accordance with the provisions established in art. 529 decies of sec. 4 of the Spanish Companies Act, that Mr. Fernando D'Ornellas Silva meets the necessary requirements to continue

performing his duties as Director in accordance with the principles established in the Director Selection Policy.

Category under which he must be classified: Independent Director, in accordance with the definition established in art. 529 duodecies of sec. 4 of the Spanish Companies Act.

The Board of Directors has concluded, upon the proposal of the Appointments and Remuneration Committee, that given that he is currently performing the duties for which he is responsible as an Independent Director and Co-ordinating Director, his knowledge of the activities carried out by the Company and the industry in which it operates, nationally as well as internationally, will allow Mr. Fernando D'Ornellas Silva to continue contributing in a very positive way and with added value, to the operation of the Board of Directors, and submits the following proposal, made by Appointments and Remuneration Committee, to the General Shareholders' Meeting for approval:

“3.4.- Re-election of Mr. Fernando D'Ornellas Silva as Director

To re-elect Mr. Fernando D'Ornellas Silva as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

8. Individual proposal for re-election of Mr. Francisco Javier Campo García:

The Board believes, in view of the content of the proposal made by the Appointments and Remuneration Committee, which it assumes as its own to the extent necessary, and in accordance with the provisions established in article 529 decies of sec. 4 of the Spanish Companies Act, that Mr. Francisco Javier Campo García meets the necessary requirements to continue performing his duties as Director in accordance with the principles established in the Director Selection Policy.

Category under which he must be classified: Independent Director, in accordance with the definition established in art. 529 duodecies of sec. 4 of the Spanish Companies Act.

The Board of Directors has concluded, upon the proposal of the Appointments and Remuneration Committee, that given that he is currently performing the duties for which he is responsible as an Independent Director, his knowledge of the activities carried out by the Company and the industry in which it operates, nationally as well as internationally, will allow Mr. Francisco Javier Campo García to continue contributing in a very positive way and with

added value, to the operation of the Board of Directors, and submits the following proposal, made by Appointments and Remuneration Committee, to the General Shareholders' Meeting for approval:

“3.5. - Re-election of Mr. Francisco Javier Campo García as Director

To re-elect Mr. Francisco Javier Campo García as director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

9. Individual proposal for re-election of Mr. Luis María Díaz de Bustamante y Terminel:

The Board believes, in view of the content of the proposal made by the Appointments and Remuneration Committee, which it assumes as its own to the extent necessary, and in accordance with the provisions established in article 529 decies of sec. 4 of the Spanish Companies Act, that Mr. Luis María Díaz de Bustamante y Terminel meets the necessary requirements to continue performing his duties as Director in accordance with the principles established in the Director Selection Policy.

Category under which he must be classified: Independent Director, in accordance with the definition established in article 529 duodecies of sec. 4 of the Spanish Companies Act.

The Board of Directors has concluded, upon the proposal of the Appointments and Remuneration Committee, that given that he is currently performing his duties for which he is responsible as an Independent Director and as Secretary of the Board properly, his knowledge of the activities carried out by the Company and the industry in which it operates, nationally as well as internationally, will allow Mr. Luis María Díaz de Bustamante y Terminel to continue contributing in a very positive way and with added value, to the operation of the Board of Directors, and submits the following proposal, made by Appointments and Remuneration Committee, to the General Shareholders' Meeting for approval:

“3.6.- Re-election of Mr. Luis María Díaz de Bustamante y Terminel as Director

To re-elect Mr. Luis María Díaz de Bustamante y Terminel as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

APPENDIX

REPORTS AND PROPOSALS OF THE APPOINTMENTS AND REMUNERATION COMMITTEE OF MELIÁ HOTELS INTERNATIONAL, S.A. REGARDING THE RE-ELECTION OF Mr. GABRIEL ESCARRER JAUME, Mr. SEBASTIÁN ESCARRER JAUME, HOTELES MALLORQUINES CONSOLIDADOS, S.A. (represented by Ms. M^a ANTONIA ESCARRER JAUME), Mr. FERNANDO D'ORNELLAS SILVA, Mr. FRANCISCO JAVIER CAMPO GARCIA AND Mr. LUIS MARÍA DÍAZ DE BUSTAMANTE Y TERMINEL.

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Palma de Mallorca, March 29, 2017

1. Introduction

The duties assigned to the Appointments and Remuneration Committee, regulated in article 39 Ter of the Corporate Bylaws and 15 of the Board of Directors Regulations, in accordance with that established in the aforementioned article 15, include:

- “[...] (a) To define and review the criteria to be applied with regard to the composition of the Board of Directors and the selection of candidates.
- b) To submit to the Board any proposals on the appointment of Independent Directors so that the Board may directly designate such Directors (Co-opt) or adopt the proposals for their submission to the General Shareholders Meeting for approval as well as their re-election or removal by the General Shareholders Meeting.
- (c) To report the proposals for appointment of other Directors so that the Board can directly appoint them (co-option) or take on such proposals for submission to the decision of the General Shareholders Meeting as well as their re-election or removal by the General Shareholders Meeting. [...]”

Having analyzed the upcoming expiration of the terms of Directors', they include the re-elections of Mr. Gabriel Escarrer Jaume, Mr. Sebastián Escarrer Jaume, Hoteles Mallorquines Consolidados, S.A. (represented by Ms. M^a Antonia Escarrer Jaume), Mr. Fernando D'Ornellas Silva, Mr. Francisco Javier Campo García and Mr. Luis María Díaz de Bustamante y Terminel as Directors, whose terms expire on June 13, 2017. To that end, the Committee has analyzed the suitability of their reelection in order to issue the corresponding report or proposal to be submitted to the Board of Directors depending on the category of each Director, including in

this report the result of the work performed by it to be subsequently submitted to the Board of Directors.

2. Verification of compliance with the Director Selection Policy:

In accordance with the principles established in the Director Selection Policy, for the purpose of duly informing and advising the Board of Directors in the analysis of the Company's needs and of the suitability of re-electing the directors indicated in the above paragraph, the Committee took into consideration, among other matters, the business carried out by the Company, the countries in which it is performed, the specific management needs of a multinational company, its obligations to society and the Company's principles.

The conclusion drawn from the aforementioned analysis is that the Board of Directors should keep among its members directors with extensive experience in the tourism and hotel industry, with knowledge of Company's internal operations, rooted in the values of a family business and the capacity to adapt to an industry which is constantly evolving and expanding, both at a geographic and technological level.

3. Individual assessment of each director whose re-election will be proposed to the General Shareholders' Meeting:

In particular, after the individual analysis of the profiles of each director, the Appointments and Remuneration Committee holds judges very favorably:

- a) In relation to the proposed re-election of Mr. Gabriel Escarrer Jaume as director:
 - a. The candidate up for re-election's knowledge and experience acquired throughout his extensive professional career and during the performance of his duties as Director, Deputy Chairman and CEO of the Company.
 - b. The knowledge of the historic performance of the Company and its group.
 - c. His active participation in the Company's ordinary management.
 - d. His excellent work reporting to the Board of Directors and his active participation in the Board's dynamics.
 - e. His honor, suitability, technical solvency, competence, experience, qualification, availability and commitment to his duties.

- b) In relation to the proposed re-election of Mr. Sebastián Escarrer Jaume as Director:
- a. The candidate up for re-election's knowledge and experience acquired throughout his extensive professional career.
 - b. The knowledge of the historic performance of the Company and its group.
 - c. The excellent performance of his duties as Proprietary Director.
 - d. His active participation in the Board's dynamics.
 - e. His honor, suitability, technical solvency, competence, experience, qualification, availability and commitment to his duties.
- c) In relation to the proposed re-election of Hoteles Mallorquines Consolidados, S.A. (represented by Ms. M^a Antonia Escarrer Jaume) as Director:
- a. The candidate up for re-election's knowledge and experience acquired throughout his extensive professional career.
 - b. The knowledge of the historic performance of the Company and its group.
 - c. The excellent performance of his duties as Proprietary Director.
 - d. Its active participation in the Board's dynamics and as a member of the Appointments and Remuneration Committee.
 - e. Her honor, suitability, technical solvency, competence, experience, qualification, availability and commitment to her duties.
- d) In relation to the proposed re-election of Mr. Fernando D'Ornellas Silva as Director:
- a. The candidate up for re-election's knowledge and experience acquired throughout his extensive professional career.
 - b. His knowledge of several market industries and the professional experience he has acquired performing various duties at different companies.
 - c. The excellent performance of his duties as Independent Director.
 - d. His active participation in the Board's dynamics and as Chairman of the Audit and Compliance Committee, and as a member of the Appointments and Remuneration Committee and, where applicable, as Coordinating Director.
 - e. His honor, suitability, technical solvency, competence, experience, qualification, availability and commitment to his duties.
- e) In relation to the proposed re-election of Mr. Francisco Javier Campo García as Director:
- a. The candidate up for re-election's knowledge and experience acquired throughout his extensive professional career.
 - b. His knowledge of several market industries and the professional experience he has acquired performing various duties at different companies.
 - c. The excellent performance of his duties as Independent Director.
 - d. His active participation in the Board's dynamics and as Chairman of the Appointments and Remuneration Committee.

- e. His honor, suitability, technical solvency, competence, experience, qualification, availability and commitment to his duties.
- f) In relation to the proposed re-election of Mr. Luis María Díaz de Bustamante y Terminel as Director:
 - a. The candidate up for re-election's knowledge and experience acquired throughout his extensive professional career.
 - b. His extensive knowledge of legislation and corporate governance best practices as a result of his career as a practicing lawyer giving him the ability to provide excellent advisory services to various members of the Board of Directors in the performance of his duties as Secretary of the Board of Directors.
 - c. The excellent performance of his duties as Independent Director and, where applicable, as Secretary of the Board of Directors.
 - d. His active participation in the Board's dynamics and as a member of the Appointments and Remuneration Committee.
 - e. His honor, suitability, technical solvency, competence, experience, qualification, availability and commitment to his duties.

4. - Verification of compliance with the requirements for being a Company director.

The Committee has verified that all of the candidates up for re-election continue to fulfill the general requirements which must be met by all directors of the Company, in accordance with that established in the applicable regulations.

Specifically, the Committee has verified that the conduct and professional career of all of the candidates up for re-election are fully aligned with the Company's principles and that there are no grounds for incompatibility or impediments to them performing their role.

5. Conclusion

As a result of the foregoing, the Committee has concluded that it will:

- a) Issue a favorable report to the Board of Directors in relation to the re-election of Mr. Gabriel Escarrer Jaume as a director of the Company classified as an Executive Director, to be submitted by the Board to the General Shareholders' Meeting.
- b) Issue a favorable report to the Board of Directors in relation to the re-election of Mr. Sebastián Escarrer Jaume as a Proprietary Director of the Company at the proposal of

the significant shareholder Hoteles Mallorquines Agrupados, S.L., to be submitted by the Board to the General Shareholders' Meeting.

- c) Issue a favorable report to the Board of Directors in relation to the re-election of Hoteles Mallorquines Consolidados, S.A. (represented by Ms. M^a Antonia Escarrer Jaume) as a Proprietary Director of the Company, in its capacity as significant shareholder of the Company, to be submitted by the Board to the General Shareholders' Meeting.
- d) Propose to the Board of Directors the re-election of Mr. Fernando D'Ornellas Silva as an Independent Director of the Company, to be submitted by the Board to the General Shareholders' Meeting literally worded as follows:

“3.4. - Re-election of Mr. Fernando d’Ornellas Silva as Director

To re-elect Mr. Fernando d’Ornellas Silva as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

- e) Propose to the Board of Directors the re-election of Mr. Francisco Javier Campo García as an Independent Director of the Company, to be submitted by the Board to the General Shareholders' Meeting literally worded as follows:

“3.5- Re-election of Mr. Francisco Javier Campo García as Director

To re-elect Mr. Francisco Javier Campo García as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

- f) Propose to the Board of Directors the re-election of Mr. Luis María Díaz de Bustamante y Terminel as an Independent Director of the Company, to be submitted by the Board to the General Shareholders' Meeting literally worded as follows:

“3.6.- Re-election of Mr. Luis María Díaz de Bustamante y Terminel as Director

To re-elect Mr. Luis María Díaz de Bustamante y Terminel as Director for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following an explanatory report issued by the Board of Directors.

In accordance with article 529 duodecies of the Spanish Companies Act, he will be classified as an Independent Director”.

APPENDIX TO THE REPORTS AND PROPOSALS OF THE APPOINTMENTS AND REMUNERATION COMMITTEE OF MELIÁ HOTELS INTERNATIONAL, S.A. REGARDING THE RE-ELECTION OF Mr. GABRIEL ESCARRER JAUME, Mr. SEBASTIÁN ESCARRER JAUME, HOTELES MALLORQUINES CONSOLIDADOS, S.A. (represented by Ms. M^a ANTONIA ESCARRER JAUME), Mr. FERNANDO D'ORNELLAS SILVA, Mr. FRANCISCO JAVIER CAMPO GARCIA AND Mr. LUIS MARÍA DÍAZ DE BUSTAMANTE Y TERMINEL.

A) Professional and biographical profile of Mr. Gabriel Escarrer Jaume.

Gabriel Escarrer Jaume graduated in Finance and Business Management in 1993 from the prestigious Wharton School, University of Pennsylvania (USA). He then worked for 3 years in the International Corporate Finance Department at the Salomon Smith Barney Investment Bank in New York. In 1996, he took part in the successful IPO of Meliá Hotels International, founded by his father, Gabriel Escarrer Juliá, before going on to join the company immediately afterwards, simultaneously working on a tailor-made postgraduate Business Administration degree at ESADE, one of the top ten business schools in Europe.

Gabriel Escarrer Jaume led a strong surge in company growth and a major technological transformation, providing Meliá with greater corporate strength in an increasingly complex environment in the international travel industry. As Chief Executive Officer, a position to which he was appointed in 1999, Gabriel Escarrer addressed another major challenge, launching an ambitious plan to renew and reposition the company's hotel assets. Ever since then he has worked tirelessly to ensure that Meliá retains its leadership in the Spanish hotel industry and extends and enhances its international positioning.

Escarrer combines a strong vision and financial rigor, supported by solid training and a career in the field that has led him to be named Chairman of the Advisory Council of BBVA in the Levante Region, with the vocation and concerns of a true hotelier, such as customer focus, innovation in services and experiences, or diversification and monitoring of the latest trends.

As Vice Chairman and Chief Executive Officer of Meliá Hotels International since 2009, Gabriel Escarrer has consolidated his leadership through the company's effective response to the international financial crisis and the management of an unprecedented cultural and organizational change, with a net positive balance at the corporate and team levels seen through increasing financial consolidation and the constant growth of its brands in both traditional and new and emerging markets.

In 2016, after 60 years at the helm of the company, its founder became Non-Executive Chairman, transferring his executive powers to Gabriel Escarrer Jaume with the unanimous support of the

Board of Directors. Escarrer retains the positions of Vice President and Chief Executive Officer, making him the senior executive within the company.

As a leader of a responsible, family company, Gabriel Escarrer has always encouraged corporate responsibility and sustainability in all of the company's social, economic and environmental dimensions, and the ethics and corporate values that support the performance of a company with greater public visibility and responsibility due to its leadership of the industry.

Thanks to all this, Meliá is the leader in Corporate Reputation in the travel industry according to the prestigious MERCO ranking (a position it has held for 4 consecutive years) and has launched emblematic reconversion and repositioning projects for mature travel destinations such as Magaluf in Mallorca and Torremolinos in Malaga.

The first of these projects, named Calviá Beach, has received the Tourism Merit Award from the Ministry of Industry, Commerce and Tourism, while his support for the repositioning of Torremolinos led to him being named Tourism Personality of the Year in 2016. Both projects exemplify the company's renewed commitment to resort hotels, a segment which Meliá has led ever since the 1950s, as well as its commitment to the renewal and transformation of the industry in the twenty-first century.

Among his future priorities are an unprecedented international growth plan to match the major multinational hotel chains, expanding the horizons of the company and thus the value of Meliá for all its stakeholders, without forgetting the solid family values that have allowed the company to remain a market leader for over six decades,

B) Professional and biographical profile of Mr. Sebastián Escarrer Jaume.

Sebastián Escarrer is member of Wharton Board of Overseers since 2013 and he was Chairman of Wharton EMEA Board (Europe, Africa and the Middle East) between 2009 and 2015. First Vice-President of the Spanish Executive Committee of the International Chamber of Commerce and member of the Executive Board of the ICC worldwide, as well as member of the "Commission on Corporate Responsibility and Anti-Corruption" and the "Executive Board Policy and Commissions Committee". He was Vice-President of Exceltur between 2012 and 2016 - the Spanish Tourist Lobby - and is Vice-President of the Council of Tourism of the CEOE, President of APD Illes Balears and Vice-President for the Mediterranean Zone. Escarrer is a member of the "Premium Brands Fund Advisory Board" of the Swiss bank Pictet and a member of the Caixabank Advisory Board in the Balearic Islands.

As a committed leader in the fields of tourism, business ethics, education and social responsibility, he is a strong advocate for combating the current social and values crisis. Therefore, he is an active member of several Foundations committed to the improvement of our society as the "SERES Foundation" and the "Princesa de Girona Foundation", being a member of the Board of Trustees, the Audit Committee, the Delegate Committee of the Board of Trustees and responsible of the Education Working Group of the Foundation.

Graduate from ICADE and Master from Wharton of the University of Pennsylvania with three Majors: Business Strategy, Finance and Multinational Management. He worked for several multinationals in the US and London, including Coca-Cola Corporation (Boston), IBM Corporation (New York), First Boston Corporation (New York and London) Hyatt International (London), or The Mac Gemini Group (Madrid).

Sebastián Escarrer is Board Member of Meliá Hotels International with 19 years of experience as executive in the multinational where he joined the family business in 1993. In 1994 he was appointed CEO for 16 years and in 1997 as Vice President of Sol Melia during 15 years. During those years he led the refinancing of Grupo Sol, its transformation into Sol Meliá and the successful initial public offering of the Company in 1996. He also starred in several key processes for the growth and strengthening of the Company, such as the diversification of the business and the creation and incorporation of new brands.

Sebastián Escarrer has received various awards for his career in the tourism and financial sectors, including his election by the World Economic Forum in Davos as one of the 100 leading businessmen of the 21st century.

Also in 1997 the prestigious American magazine "Travel Agent" chose him as "Character of the Year in Latin America", and a year later named him "Character of the Year in Europe". In 2002, Sebastián Escarrer won the prize for "Best Entrepreneur of the Balearic Islands" awarded by the magazine "Actualidad Económica".

In 2009 he was chosen by the Confidence Barometer prepared by Future Brand as the business leader who generates greater confidence in Spain and in 2011 the Forum of Senior Management awarded him the Gold Master award in recognition of his professional career.

C) Professional and biographical profile of Ms. M^a Antonia Escarrer Jaume.

She developed her training mainly in the areas of Marketing and Human Resources in prestigious schools such as ESADE, EADA and Cornell University NY. She specialized in the development of leadership and managerial skills, promoting programs of Management Development, Leadership, Marketing and Negotiation

Trained as executive coach by the IE Business School and as an ontological Senior Coach by Newfield Consulting, she is ACC accredited by the ICF (International Coaching Federation)

Maria Antonia Escarrer occupied various positions in Melia, innovating business policies and processes:

From 1991 to 1994 in the General Marketing Directorate, during which period she implemented the Communication, Loyalty and Market Research policy as well as the introduction of marketing plans into the business units.

From 1996 to April 2000 in the General Human Resources Directorate, introducing performance management and competency management as well as the definition, implementation and development of different aspects of the company's compensation policies. Design of training and career plans and the implementation and coordination of all aspects related to organizational structure.

Between 2005 and 2011, she held the General Sustainability Directorate, developing the social action department towards a General Sustainability Directorate, making sustainability a strategic line of the company.

Since October 2000 she is member of the Board of Directors of Meliá Hotels International and of the Appointments and Remuneration Committee.

She is also an expert in Transpersonal Mindfulness for the Transpersonal School.

Currently and since 2012, she works as coach in the executive and personal field specialized in accompanying professionals in times of professional change as well as in the development of managerial skills.

D) Professional and biographical profile of Mr. Fernando d'Ornellas Silva.

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Graduated in Law and Economics from ICADE-E and an MBA from IESE Barcelona (International Section), he worked as Deputy Financial Director for Johnson & Johnson Spain from 1983 to 1985 and has held various positions within the Bergé Group since 1985, was Financial Director of Toyota España until 1992, CEO of Chrysler España from 1992 to 2004, Chairman of Chrysler Portugal from 1997 to 2012, Chairman of Chrysler Colombia from 2010 to 2012, Chairman of KIA for Argentina, Peru and Portugal between 2004-2012, Chairman of Mitsubishi Motor Peru from 2010 to 2012; Vice Chairman of Mitsubishi Motors Chile from 2001 to 2012, Vice Chairman of SKBergé Latin America from 2001 to 2012, Chairman of Bergé Automotion between 2004 and 2012 and CEO of Grupo Bergé from 2007 to 2012.

Since 2004 he has held, among other positions, the following: Member of the Board of Directors and Chairman of the Remuneration Committee between 2007 and 2009, as well as Chairman of the Audit Committee during 2009 of ENDESA S.A., Member of the Board of Directors and Chairman of the Audit Committee between 2007 and 2009 and Director in charge of supervising the activities of ENDESA CHILE's subsidiaries in Peru, Colombia, Argentina and Brazil. Member of the Board of Directors (2013-2015) and Chairman of the Audit Committee (2014-2015) of DINAMIA. Vice Chairman of the National Association of Importers of Automobiles, Trucks, Buses and Motorcycles between 2004 and 2012. Founder member of the Spain-Chile and Spain-Peru Foundations in 2011 and 2012. Member of the Spain-China Council Foundation and Spain- Japan - Adviser of the Mitsubishi Corporation in acquiring the shareholding in Acciona Termosolar, SA In the years 2010 and 2011, and Vice President of the Real Club of the Puerta de Hierro between 2006 and 2010.

Currently, he is Member of the Board of Directors since June 2012, Coordinating Director, Chairman of the Audit and Compliance Committee and Member of the Appointments and Remuneration Committee of MELIÁ HOTELS INTERNATIONAL S.A., member of the Board of Directors of PROSEGUR since April 2016, member of the Advisory Board of WILLIS IBERIA since March 2013, Senior Advisor for Spain and LATAM of MITSUBISHI CORPORATION since March 2013; Senior Advisor for Spain and LATAM in LAZARD ASESORES FINANCIEROS S.A. since June 2013.

Member of the International Advisory Board of the Hispanic Society of America; Member of the Advisory Board of the Real Club of Puerta de Hierro since 2010, and Member of the Executive Committee of the Spain-United States Foundation since 2016.

E) Professional and biographical profile of Mr. Francisco Javier Campo García.

Industrial Engineer from the Universidad Politécnica de Madrid, began his career in 1980 in Arthur Andersen.

Later, in 1985, he joined Día, where for 24 years he has held the position of world chairman of the International Día Group and he was also member of the Carrefour Group's Global Executive Committee for 15 years. Until November 2014, he was chairman of the Zena group, the leading multi-brand restaurant chain company in Spain. It comprises five commercial brands: Foster's Hollywood, La Vaca Argentina, Cañas y Tapas, Domino's Pizza and Burger King. With 500 restaurants and more than 7,000 employees

He has also been Chairman of the Cortefiel Group (Cortefiel, Springfield, Women-Secret) for the period 2014-2016. Currently, he is President of AECOC (The Association of Fast-Moving Consumer Goods Companies) that represent more than 20% of the Spanish GDP, with more than 27,000 associated companies, and more than 2 million employees, and he is also member of the Board of Directors of Bankia and Chairman of the Bank's Risk Advisory Committee, member of the Board of Directors of Meliá Hotels International, Member of the Advisory Board of the Palacios Food Group, and member of the Advisory Board of AT Kearney. He is also Patron of the ITER Foundation, the F. Campo Foundation, the Bankia Foundation and A.P.D. board member.

F) Professional and biographical profile of Mr. Luis María Díaz de Bustamante y Terminel.

Born in Torrelavega (Cantabria, Spain) on 25 August 1952. Graduated in law from the Universidad Complutense de Madrid. Practicing attorney since 1975 and Partner of the law firm Isidro D. Bustamante (1942). His professional career has been focused primarily on the areas and practice of civil and mercantile law, civil and international procedural law and entrepreneur and business consulting.

INFORMATION DOCUMENT RELATED TO THE EURO COMMERCIAL PAPER PROGRAMME

Palma de Mallorca, March 30, 2017

I. PURPOSE

The purpose of this document is to inform the shareholders of Meliá Hotels International, S.A. (the “**Company**”), on the occasion of the call of the Ordinary General Shareholders' Meeting for 2017, regarding the Euro Commercial Paper Programme, dated September 16, 2016, for a maximum amount of EUR 300,000,000, with the same characteristics as that formalized initially on May 8, 2015 of which the shareholders were informed on the occasion of the General Shareholders' Meeting of June 23, 2016.

Pursuant to the authorization conferred by the General Shareholders' Meeting of June 4, 2015, under Agenda Item 11, the Board of Directors approved the aforementioned Program, issuing this information document in compliance with that set forth in Resolution 11 (sect. xii) adopted by the General Shareholders' Meeting of June 4, 2015.

II. EURO COMMERCIAL PAPER PROGRAMME FOR A MAXIMUM AMOUNT OF EUR 300,000,000

The Company's Board of Directors, using the authorization granted by the Ordinary General Shareholders' Meeting held on June 4, 2015, resolved to approve and, to the extent necessary, renew the aforementioned Euro Commercial Paper Programme with Banco Santander S.A, subject to English law, for a maximum amount of EUR 300,000,000 pursuant to which the Company may issue debt securities maturing in less than 364 days (short-term), up to the aforementioned amount (the “**Program**”). The Program was registered with the Irish Stock Exchange where, pursuant thereto, the successive issuances are admitted to listing.

Summary of the general conditions for the Program:

Maximum amount of the Program:	EUR 300,000,000
Minimum nominal amount of the securities issued:	EUR 100,000*
Registered with:	Irish Stock Exchange
Type of debt:	European Commercial Paper ECP
Signature date of renewal of the Program:	September 16, 2016
Expiration of renewal of the Program:	September 15, 2017
Debt rank:	Unsecured
Coupon:	Zero coupon
Issue price:	Discount
Maturity of issues:	Short term, between 1 and 364 days
Yield to maturity:	100%

* The program allows securities to be issued in other currencies and, in these cases, the minimum nominal amount is that indicated in the program prospectus.

In 2016, pursuant to the Euro Commercial Paper Programme, issues were launched for a total amount of EUR 95,650,000, and as of December 31, 2016, issues amounting to EUR 39,550,000 remained outstanding.

**INFORMATION DOCUMENT RELATED TO THE AMENDMENT OF
ARTICLE 14 OF THE REGULATIONS OF THE BOARD OF
DIRECTORS OF MELIÁ HOTELS INTERNATIONAL**

Palma de Mallorca, March 30, 2017

I. PURPOSE

The purpose of this document is to inform the shareholders of Meliá Hotels International, S.A. (the "Company"), on the occasion of the call of the Ordinary General Shareholders' Meeting for 2017, and in accordance with art. 528, of the Spanish Companies Act and art. 4.2 of the Board of Directors Regulations, regarding the amendment of art. 14 of the Board of Directors Regulations ("BDR"), corresponding to the "Audit and Compliance Committee", approved in the Board of Directors meeting held on June 23, 2016.

II.- AMENDMENTS MADE

The amendment approved by the Board of Directors of art. 14 of its Regulations, was made in accordance with the amendment of art. 39 bis of the Company's Bylaws ("Audit and Compliance Committee") approved by the General Shareholders' Meeting of June 23, 2016, to adapt them to the new content of art. 529 quaterdecies of the Spanish Companies Act ("Audit Committee"), established by Final Provision Four. Twenty of Law 22/2015, of July 20, on Audits, which entered into force on June 17, 2016 and which, in summary, introduces amendments to the composition and responsibilities of the aforementioned committee.

For information purposes, we have attached as an **Appendix** hereto a comparison of the amendments included in art. 14 of the BDR, which was registered with the Commercial Registry of Palma de Mallorca on September 2, 2016, entry number 132. Likewise, we hereby inform the shareholders that the full content of the Board of Directors Regulations, with the aforementioned amendment of art. 14, is available on the Company's website and that, in accordance with art. 529 of the Spanish Companies Act, the amendment thereof was reported as a significant event to the Spanish National Securities Market Commission.

APPENDIX

Previous	New
<p><u>Article 14.- The Auditing and Compliance Committee</u></p> <p>14.1 Positions. The Auditing and Compliance Committee will be formed by at least THREE (3) and at most FIVE (5) members, non-Executive Directors all named by the Board of Directors. At least TWO (2) members of the Commission shall be External Independent Directors and ONE (1) of them shall be appointed taking into account their knowledge and experience in accounting, auditing or both.</p> <p>The Chairman of the Committee must be one of its members and also an External Independent Director. The Chairman must be replaced every FOUR (4) years, and may be re-elected after a period of one (1) year after being replaced. Both the Chairman and the rest of the members of the Committee will be automatically replaced if they resign or are dismissed from their positions as members of the company Board of Directors and are not reinstated.</p> <p>A Committee Secretary may be appointed, a position which may be held by the Secretary of the Board of Directors, a Deputy Secretary of the Board of Directors, or a Director that may or may not be a member of the Committee itself, or even one of the company executives.</p>	<p><u>Article 14.- The Auditing and Compliance Committee</u></p> <p>14.1 Positions. The Auditing and Compliance Committee will be formed by at least THREE (3) and at most FIVE (5) members, non-Executive Directors appointed by the Board of Directors, <u>the majority of which At least TWO (2) members of the Commission</u> shall be External Independent Directors and ONE (1) of them shall be appointed taking into consideration his knowledge and experience in accounting, auditing or both. <u>Jointly, the members of the Committee shall have the relevant expertise in relation to the sector of activity to which the Company belongs.</u></p> <p>The Chairman of the Committee must be one of its members and also an External Independent Director. The Chairman must be replaced every FOUR (4) years, and may be re-elected after a period of one (1) year after being replaced. Both the Chairman and the rest of the members of the Committee will be automatically replaced if they resign or are dismissed from their positions as members of the company Board of Directors and are not reinstated.</p> <p>A Committee Secretary may be appointed, a position which may be held by the Secretary of the Board of Directors, a Deputy Secretary of the Board of Directors, or a Director that may or may not be a member of the Committee itself, or even one of the company executives.</p>

<p>14.2 Organisation and responsibilities. The Auditing and Compliance Committee will meet at least once per quarter, and as many times as is deemed appropriate with regard to the needs of the company, as proposed by the Chairman of the Committee or on request from the majority of its members or from the Board of Directors. The responsibilities of the Auditing and Compliance Committee, and without prejudice to any others that the Law, the company Bylaws and these Regulations may determine, or the Board of Directors may specifically assign to the Committee, are as follows:</p> <p>(a) To report to the General Shareholders Meeting with regard to matters, raised by shareholders in the meeting, that are within the competence of the Committee.</p> <p>(b) To propose to the Board of Directors for submission to the General Shareholders Meeting the appointment or reelection of external auditors. The Auditing and Compliance Committee must inform the Board of Directors with regard to the conditions under which the external auditor will be employed, the scope of its activities and, whenever appropriate, whether the appointment is revoked or not renewed.</p> <p>(c) To supervise the services of the internal audit.</p>	<p>14.2 Organisation and operations. The Auditing and Compliance Committee will meet at least once per quarter, and as many times as is deemed appropriate with regard to the needs of the company, as proposed by the Chairman of the Committee or on request from the majority of its members or from the Board of Directors. The responsibilities of the Auditing and Compliance Committee, and without prejudice to any others that the Law, the company Bylaws and these Regulations may determine, or the Board of Directors may specifically assign to the Committee, are as follows:</p> <p>(a) To report to the General Shareholders Meeting with regard to matters, raised by shareholders in the meeting, that are within the competence of the Committee, <u>and in particular on the outcome of the audit explaining how the audit contributed to the integrity of financial reporting and the role that the commission has played in this process.</u></p> <p>(b) <u>To submit to the Board of Directors proposals for the selection, appointment, reappointment and removal of the auditor, taking responsibility of the selection process, in accordance with the provisions of the regulations in force, as well as</u> To propose to the Board of Directors for submission to the General Shareholders Meeting the appointment or reelection of external auditors. The Auditing and Compliance Committee must inform the Board of Directors the conditions of recruitment <u>and regularly seek information from him about the audit plan and its execution while preserving its independence in the exercise of their functions.</u></p> <p>(c) To monitor <u>the effectiveness of company the company's internal control,</u> the internal audit systems <u>and</u></p>
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<p>(d) To supervise the financial information process, the company internal control systems and those of risk management, including tax, and the effectiveness of them all and to review the designation or situation of the people responsible for said matters.</p> <p>(e) To maintain a relationship with external auditors so as to receive information on those matters that may endanger their independence and any other matters related to the performance of the Audit of Accounts, as well as any other communications foreseen in legislation on the Audit of Accounts and technical aspects of the Audit.</p> <p>(f) To review company accounts and oversee compliance with legal requirements and the appropriate application of generally accepted accounting principles, receiving the direct cooperation of the both internal and external auditors.</p> <p>(g) To ensure that the financial information provided to the markets is produced in line with the same principles, criteria and professional practises used to produce the Annual Accounts.</p>	<p><u>risk management, including tax, and discuss with the auditor any significant internal control weaknesses detected during the audit, all this without breaking their independence, being able to present to the Board of Directors recommendations or proposals and the corresponding deadline for compliance.</u></p> <p>(d) To supervise the <u>preparation and presentation of the</u> financial mandatory information <u>proces and submit to the Board of Directors recommendations or proposals aimed at safeguarding its integrity.</u></p> <p>(e) risk management, including tax, and the effectiveness of them all and Review the appointment or replacement <u>of those</u> responsible <u>for the financial reporting processes, internal control systems of the company and risk management.</u></p> <p>(fe) To maintain a relationship with external auditors so as to receive information on those matters that <u>may endanger their independence may endanger their independence</u> and any others related to the development process of the Auditing, <u>and, when appropriate, authorization of services other than those prohibited in accordance with current legislation,</u> as well as other communications envisaged in the legislation on Auditing and in the technical Auditing standards.</p> <p>(gf) To review company accounts and oversee compliance with legal requirements and the appropriate application of generally accepted accounting principles, receiving the direct cooperation of the both internal and external auditors.</p> <p>(hg) To ensure that the financial information provided to the markets is</p>
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<p>(h) To examine compliance with the Internal Regulations on Good Conduct in Stock Markets, the Regulations of the Board of Directors and, in general, with the company Corporate Governance Regulations, and to formulate appropriate proposals for their improvement.</p> <p>(i) To issue annually, prior to the issuance of the Audit Report, a report in which an opinion on the independence of the Auditor shall be expressed, in accordance with the law.</p> <p>(j) To inform, in advance, the Board of Directors on all matters under the Law, the Company Bylaws and these Regulations and, in particular, (i) the financial information that the Company must periodically disclose; and (ii) the creation or acquisition of shares in special purpose entities or domiciled in countries or territories considered tax havens and (iii) transactions with related parties. The Executive Directors may attend with voice but no vote the meetings of the Commission, at the request of the President of the same.</p>	<p>produced in line with the same principles, criteria and professional practises used to produce the Annual Accounts.</p> <p><u>(ih)</u> To examine compliance with the Internal Regulations on Good Conduct in Stock Markets, the Regulations of the Board of Directors and, in general, with the company Corporate Governance Regulations, and to formulate appropriate proposals for their improvement.</p> <p><u>(j) To receive annually from the external auditors the declaration of independence in relation to the entity or entities related to it directly or indirectly, as well as detailed and individualized information on any additional services provided class and the fees received from these entities by the external auditor or by persons or entities related to this in accordance with the provisions of the applicable regulations.</u></p> <p><u>(ki)</u> To issue annually, prior to the issuance of the Audit Report, a report in which an opinion on the independence of the Auditor shall be expressed, in accordance with the law.</p> <p><u>(lj)</u> To inform, in advance, the Board of Directors on all matters under the Law, the Company Bylaws and these Regulations and, in particular, (i) the financial information that the Company must periodically disclose; and (ii) the creation or acquisition of shares in special purpose entities or domiciled in countries or territories considered tax havens and (iii) transactions with related parties. The Executive Directors may attend with voice but no vote the meetings of the Commission, at the request of the President of the same.</p>
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<p>He is obliged to attend the meetings of the Committee and to provide his collaboration and access to the information available to any member of the management or staff of the Company that may be required for that purpose. The Commission may also request the attendance at its meetings of the external auditors.</p> <p>For the best performance of its functions, the Audit and Compliance Committee may seek the advice of outside professionals.</p> <p>14.3 Quorum and approval of resolutions. The Committee meeting will be considered valid on attendance, directly or via proxies, of at least half of its members, and will adopt resolutions approved by a majority of participants. The rules of the Company Bylaws on the constitution and adoption of resolutions by the Board of Directors shall apply to the Audit and Compliance Committee on matters not covered in this article.</p> <p>The Committee must report on all such resolutions and decisions to the Board of Directors. If there is no majority, the Chairman will wield a casting vote.</p>	<p>He is obliged to attend the meetings of the Committee and to provide his collaboration and access to the information available to any member of the management or staff of the Company that may be required for that purpose. The Commission may also request the attendance at its meetings of the external auditors.</p> <p>For the best performance of its functions, the Audit and Compliance Committee may seek the advice of outside professionals.</p> <p>14.3 Quorum and approval of resolutions. The Committee meeting will be considered valid on attendance, directly or via proxies, of at least half of its members, and will adopt resolutions approved by a majority of participants. The rules of the Company Bylaws on the constitution and adoption of resolutions by the Board of Directors shall apply to the Audit and Compliance Committee on matters not covered in this article.</p> <p>The Committee must report on all such resolutions and decisions to the Board of Directors. If there is no majority, the Chairman will wield a casting vote.</p>
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