Colonial

2024

ANNUAL REPORT ON THE DIRECTORS' REMUNERATION

INTRODUCTION

This Annual Report on the Directors' Remuneration (the "Report") includes the **Directors' Remuneration Policy** of Inmobiliaria Colonial, SOCIMI, S.A., (hereinafter referred to either as "Colonial", the "Company" and, along with its subsidiaries, as the "Group") to be applied in the current financial year **2025**, and the one **applied** in the financial year **2024**, approved by the General Shareholders' Meeting held on 15 June 2023.

This Report has been drawn up in a **freely designed format** in accordance with the regulatory authorisation contained in Circular 4/2013, although its contents observe the minimum standards established in the applicable regulations and is accompanied by the standard statistical Appendix.

Colonial's Board of Directors approved at its meeting held on 27 February 2025, according to a proposal submitted by the Nomination and Remuneration Committee (hereinafter referred to either as the "Nomination and Remuneration Committee" or the "Committee" or the "NRC") and in accordance with the applicable regulations, the present Report corresponding to the financial year 2024. It will be submitted to the **next Ordinary General Shareholders' Meeting**, as a separate item on the agenda, for an **advisory vote**.

1. LETTER FROM THE CHAIR OF THE NOMINATION AND REMUNERATION COMMITTEE

Dear *stakeholders*,

I am pleased to address you as Chair of Colonial's Nomination and Remuneration Committee to present the Annual Report on the Directors' Remuneration for the financial year 2024.

This Report includes the Directors' Remuneration Policy for the current financial year 2025 (hereinafter referred to as either the "Policy" or the "Remuneration Policy"), and that applied for the closed financial year 2024.

The 2024 General Shareholders' Meeting

The General Shareholders' Meeting held in 2024 approved the Annual Report on the Directors' Remuneration for the financial year 2023 (advisory vote) and the Long-Term Incentive Plan with 90,50% and 93,93% of votes in favour, respectively

In 2024, Colonial, as part of the regular consultation **process with proxy advisors and institutional shareholders,** held several contacts and meetings with the aim of actively listening to their comments and suggestions on the Annual Report on Directors' Remuneration and the Long-Term Incentive Plan. In this process, the main recommendations identified were as follows:

- Continue enhancing in the degree of transparency on the levels of achievement and payment of variable remuneration to reinforce that Colonial applies the pay for performance principle.
- Review the level of achievement corresponding to the minimum payment of the long-term incentive in relation to the relative total shareholder return (TSR) metric.

As a result, the Committee, at its meeting on 24 February 2025, agreed:

- In relation to annual bonus, to introduce a metric related to the implementation of the Corporate Sustainability Reporting Directive ("CSRD").
- Regarding the 2025-2027 cycle of the long-term incentive plan, to adjust the relative total shareholder return scale, so that in order to pay the minimum incentive in the 2025-2027 cycle, Colonial's TSR must reach at least the weighted average TSR of the 7 peer companies.
- Regarding this Report, continue enhancing the justification of the fulfillment of metrics to which the annual and long-term variable remuneration is linked.
- In relation to the remuneration of the Directors in their capacity as such, the remuneration of the Sustainability Committee has been adapted to its level of activity. Specifically, in addition to the attendance fees already established, a fixed remuneration has been determined, in line with that of the other committees.

The Statistics of the Annual Report on the Directors' Remuneration are included in the last section of this Report (Appendix II), fulfilled according to the provisions in Circular 3/2021, of September 28, of the CNMV.

Outcomes and remuneration accrued in 2024 by the Chief Executive Officer ("CEO")

In 2024, Colonial recorded recurring net earnings per share growth of +3.2%, exceeding the target of €30-32 cents. and consolidates a compound annual growth rate of 10% in the past 3 years. This excellent result is explained by strong year-on-year revenue growth, driven by rental growth, particularly in the Paris portfolio, and project delivery, which has offset the impact of divestments. Asset sales over the past 3 years were carried out with a premium of +16% over their appraised value.

The capital increase of €622 million, with a premium over the share price, has enabled to incorporate a long-term reference shareholder, the launch of the Alpha X project (a new, well-diversified project portfolio consisting of 4 assets that will be subject to urban regeneration) and to improve liquidity levels, average debt maturity in years and spot cost.

In terms of sustainability, Colonial maintains its levels of excellence with the 2024 GRESB rating at the "5-Star" level for the fifth consecutive year, an "A" rating at CDP for the fourth consecutive year and an improvement in the Sustainalytics ESG Risk rating, positioning itself as leader in the Ibex-35.

Colonial's total shareholder return (TSR) in 2024 was -17.2%

Based on previous results:

- The **annual bonus** of the CEO generated in 2024 financial year amounts to 1,057,373 euros, equivalent to 132.2% of his base salary and **98.8% of the maximum annual bonus**. This result considers an individual performance evaluation of the Chief Executive Officer of 112.5% of the target. Under his leadership, the Company has achieved outstanding financial, operational and sustainability performance in 2024, reflected in significant improvements in key performance indicators and solid growth. Likewise, the capital increase subscribed by CriteriaCaixa and all its subsidiary companies has strengthened financial stability and accelerated growth plans, while asset turnover has generated additional profits. In addition, it should be highlighted the CEO's ability to handle complex business and people situations and align all aspects with corporate objectives.
- The amount equivalent to the **target** annual bonus (800,000 euros) is paid in **cash** in **2025**. The excess is **deferred** in shares (48,197 shares) and its effective delivery will take place in **2026**, subject to the CEO remaining in the Colonial Group.
- The incentive accrued by the CEO in 2024 corresponding to the **first 2022-2024 cycle of the Long-Term Incentive Plan** amounts to 28,958 shares (including shares corresponding to dividend equivalents), equivalent to **9.1% of the maximum incentive. This result highlights the flexibility of the variable remuneration and the alignment between the shareholders' experience and the CEO's compensation.**

The Remuneration Policy in 2025

- In 2023, in order to propose the Remuneration Policy for the period 2024-2026, Colonial's NRC carried out an in-depth analysis of all the remuneration elements of the CEO, as well as of the Directors in their capacity as such.
- In 2024 and 2025, it has been reviewed that this Policy continues to comply with the recommendations of the main shareholders, proxy advisors and practices in the European real estate sector. Based on this, the approach for the remuneration set in 2025 and that accrued in 2024 is consistent with respect to that of the previous year and without exception to the 2024-2026 Remuneration Policy in force.

I would like to conclude by thanking the members of the Committee for their dedication and contribution. In particular, I would like to mention Mr. Luis Maluquer Trepat and Mr. Juan Carlos García Cañizares, members of the Committee until 9 May and 11 September 2024, respectively, and to welcome Ms. Ana Cristina Peralta Moreno and Ms. Elena Salgado Méndez. Finally, I would like to thank the recommendations and suggestions received from our shareholders and proxy advisors in our ongoing consultation process, as well as the commitment and support of those who have collaborated with this Committee.

Signed: Ana Bolado Valle

Links to the Remuneration Policy:

- 2024-2026 Policy: https://www.inmocolonial.com/sites/default/files/uploaded-files/2023-05/21.-COL_JGO%202023_Directors%E2%80%99%20remuneration%20from%202024%20%20to%202026_ENTR_1.pdf

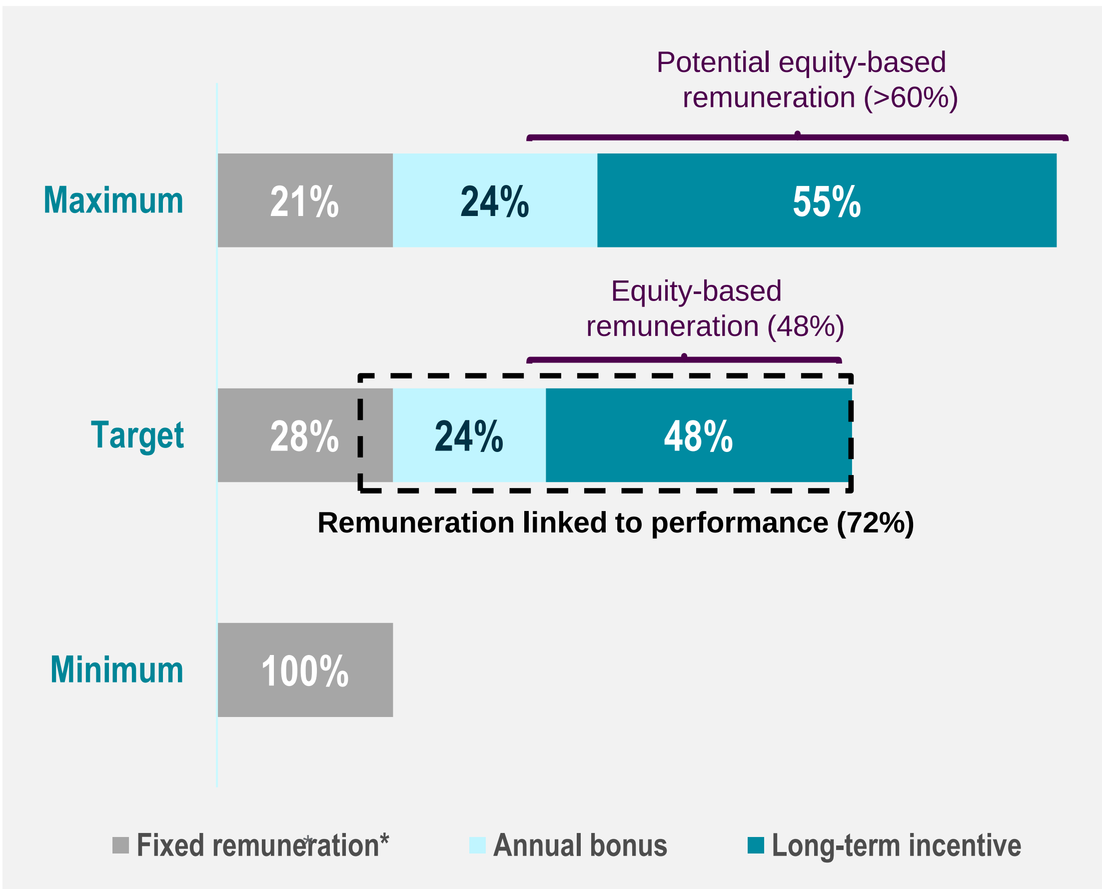
2. REMUNERATION AT A GLANCE

2.1 FEATURES OF THE CHIEF EXECUTIVE OFFICER's REMUNERATION:

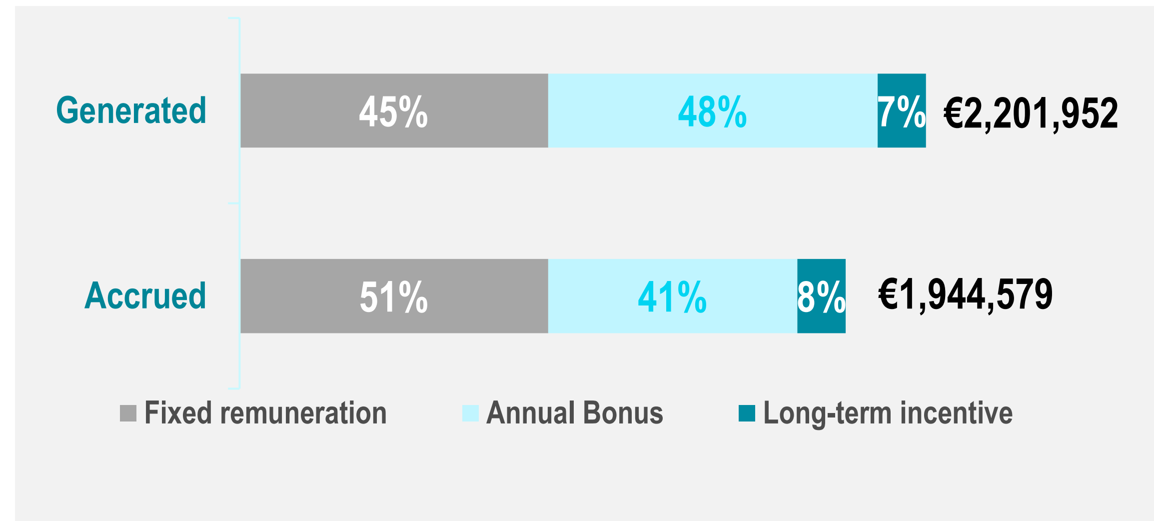
	TARGET		ACCRUED
	2025	Changes compared with 2024	2024
Fixed remuneration			
Base salary	€800,000.		€800,000.
Social welfare plan	15% of the base salary.	No changes.	€120,000.
Remuneration in kind	Maximum amount: €90,000.		€69,943.
Annual bonus	Opportunity: • Annual target incentive: 100% of base salary. • Maximum annual incentive: 133.75% of annual target incentive (150% for earning per share, linked to shareholder value creation and 125% for the other metrics). 2025 Metrics: • 80% Economic-financial and shareholder value creation: - 30% Net rental income. - 35% Adjusted earnings per share. - 15% Loan to value (LTV). • 20% Non-financial: - 10% ESG metrics: (i) implementation of the CSRD, (ii) achieve excellent ratings (3/3) in the GRESB, CPD y Sustainalytics Risk *rating* indices; and (iii) achieve the decarbonisation and emission reduction plan objectives. - 10% Assessment of individual performance based on strategic initiatives. Possible deferral of part of the payment of the annual bonus that exceeds the target incentive.	Opportunity: No changes. Inclusion of a metric linked to the implementation of the CSRD at Colonial. Deferral: No changes	Payout level: €1,057,373 (132.2% of base salary and 98.8% of maximum annual bonus). Of the total amount, €800,000 (equivalent to the target annual bonus) is paid in cash in 2025. The excess is deferred in shares (48,197 shares calculated at a share price of €5.34*) and its effective delivery will take place in 2026, subject to the CEO remaining in the Colonial Group. The CEO will be entitled to receive in the same date of delivery of the deferred shares an amount in cash equivalent to the dividends generated on the deferred shares during the deferral period. **Details on page 14** * Weighted average share price for the 20 sessions after 15 January 2025 (inclusive).
Long-term incentive plan	Opportunity: • Target incentive: 200% of base salary. • Maximum incentive (share price at grant, excluding the evolution of the share price): 150% of target incentive (200% for the Total Shareholder Return metrics and 150% for the other metrics). 2025-2027 LTI Metrics: • 45% Total Shareholder Return (TSR): 30% absolute TSR and 15% relative TSR vs. a peer group (7 sectorial companies). • 25% Net tangible assets (NTA) per share: 12.5% absolute NTA and 12.5% relative NTA. • 20% Cumulated earnings per share. • 10% Progress in the decarbonisation plan and emission reduction. Instruments: 100% shares. Performance period: 3 years. Holding period: 1 year.	Opportunity: No changes. Slight adjustment on the weightings. Adaptation of the relative TSR performance scale, so that in order to receive the minimum incentive in the 2025-2027 cycle, Colonial's TSR must reach at least the weighted average TSR of the 7 peer companies Instruments, performance period and holding period: No changes.	Payout level: 28,958 shares, including shares corresponding to dividend equivalents (9.1% of maximum incentive). This is equivalent to €154,636 (6.9% of maximum grant value at the beginning of the 2022-2024 LTI, calculated at a share price of €5.34*). **Details on page 15** * Weighted average share price for the 20 sessions after 15 January 2025 (inclusive).
Shareholding requirement	2 years of base salary (achieved).	No changes.	

2. REMUNERATION AT A GLANCE

The Chief Executive Officer's pay mix :



* The "Fixed remuneration" includes the social welfare plan and the maximum amount of remuneration in kind.



- The fixed remuneration include the base salary (800,000 euros), the contribution to the social welfare plan (120,000 euros) and the amount of remuneration in kind (69,943 euros).
- In accordance with the instructions of Circular 3/2021, of September 28, of the CNMV the contribution made to the social welfare system is considered non-consolidated and is included in the tables of Statistical Appendix II of the Annual Report on Directors' Remuneration of listed companies as a long-term savings systems with non-consolidated economic rights. Therefore, the total remuneration accrued in 2024 included in table C.1.c), of Statistical Appendix II amounts to 1,824,579 euros.
- The annual bonus includes the amount accrued in cash for the 2024 results (800,000 euros), equivalent to the target annual bonus. The excess generated (48,197 shares) is deferred for one year, subject to the CEO remaining in the Colonial Group.
- The long-term incentive includes 28,958 shares valued at 5.34 euros.

Process for determining the Chief Executive Officer's Remuneration Policy in 2025

The approach is the same as in 2024, given that the NRC carried out an in-depth analysis of all remuneration elements, both in terms of amount and pay mix, for the preparation of the 2024-2026 Remuneration Policy. The main improvements have been mentioned in the letter from the NRC Chair. We refer to it to avoid repetition.

2.2 FEATURES OF THE REMUNERATION OF THE DIRECTORS IN THEIR CAPACITY AS SUCH :

<table>
<tr><th></th><th colspan="2">POLICY</th><th>ACCRUED</th></tr>
<tr><th></th><th>2025</th><th>Changes compared with 2024</th><th>2024</th></tr>
<tr><td>Fixed remuneration and attendance fees</td><td>
<table>
<tr><th></th><th colspan="2">Member</th><th colspan="2">Chair</th></tr>
<tr><th></th><th>Fixed remuneration</th><th>Attendance fees</th><th>Fixed remuneration</th><th>Attendance fees</th></tr>
<tr><td>Board of Directors</td><td>€50,000</td><td>€5,000</td><td>€500,000</td><td>€7,500</td></tr>
<tr><td>Executive Committee</td><td>€3,000</td><td>--</td><td>--</td><td>--</td></tr>
<tr><td>Nomination and Remuneration Committee</td><td>€25,000</td><td>€3,000</td><td>€50,000</td><td>€4,800</td></tr>
<tr><td>Audit and Control Committee</td><td>€25,000</td><td>€3,000</td><td>€50,000</td><td>€4,800</td></tr>
<tr><td>Sustainability Committee</td><td>€25,000</td><td>€3,000</td><td>€50,000</td><td>€4,800</td></tr>
</table>

The maximum amount of annual remuneration for all the Directors of Colonial in respect of their membership of the Company's Board of Directors and its Committees is established at 2,700,000 euros. If the number of members of the Board of Directors (13) increases, the above-mentioned maximum amount will be increased by 10% for each new member of the Board of Directors that implies an increase in the number of its members.
</td><td>The remuneration of the Sustainability Committee has been adapted to its level of activity. Specifically, in addition to the attendance fees already established, a fixed remuneration has been determined, in line with that of the other committees.</td><td>Total remuneration accrued in 2024 for all items and for all the Directors: 2,514 thousand euros.</td></tr>
</table>

Process to determine the Remuneration Policy for the Directors in their capacity as such in 2025

The approach is the same as in 2024, given that the NRC carried out an in-depth analysis of the remuneration elements and the maximum limit for the preparation of the 2024-2026 Remuneration Policy.

3. 2025 REMUNERATION POLICY

3.1 OUR REMUNERATION PHILOSOPHY

We believe our remuneration philosophy promotes an equitable and well governed, long-term approach to remuneration, including pay-for-performance practices that enables to attract and retain top talent, are responsive to and aligned with shareholders.

Our remuneration philosophy provides the guiding principles that drives remuneration-related decisions across all levels of the Company:

PAY FOR PERFORMANCE ED

Ensure that the remuneration received by the Executive Director is commensurate with the overall performance of the Company and their individual performance.

In making remuneration-related decisions, we focus on risk-adjusted performance and reward behaviours that generate sustained value for the Company. This means that remuneration should not be overly formulaic, rigid or focused on the short-term..

ALIGNMENT WITH STAKEHOLDERS' INTERESTS ED

Align the interests of our Executive Director with our shareholders by linking a significant portion of total remuneration to our overall financial and operating performance and the creation of long-term shareholder value. At-risk remuneration is also based on the achievement of designated environmental, social and governance (ESG) objectives linked to our sustainability strategy.

Decisions on the remuneration for the Executive Director are made with consideration of the interests of the wider workforce and other stakeholders, as well as taking account of the external climate.

COMPETITIVENESS ED NED

Our long-term success depends on the talent of our employees. Our remuneration philosophy plays a significant role in our ability to attract, properly motivate and retain top talent.

Market-competitive total remuneration with an appropriate balance of reward and upside opportunity allows us to attract and retain the best talent.

Decisions on the design of the Remuneration Policy takes into consideration the remuneration practices of peer companies based on an objective set of criteria.

TRANSPARENCY ED NED

Transparency to shareholders regarding our Remuneration Policy is important. We disclose material terms of our pay plans and any actions on our part in response to significant events.

ED Principles applicable to the Executive Director

NED Principles applicable to the Non-Executive Directors

3.2 OUR REMUNERATION PRACTICES BENEFIT OUR SHAREHOLDERS

Our executive Remuneration Policy has strong governance processes that further strengthen our pay-for-performance remuneration philosophy, including the following:

WHAT WE DO

- **Pay at risk**: in a scenario where target objectives are achieved, more than 70% of the total remuneration is linked to performance. In a scenario where maximum objectives are achieved, this proportion is around 80% approximately.
- **Long-term equity incentive based on a multi-year performance period**: in a scenario where target objectives are achieved, almost 50% of the total remuneration is linked to long-term financial and non-financial results and is share-based. 50% of the long-term incentive is generated, if applicable, based on achieving objectives linked to creating value for the shareholders. Accrued shares may not be sold until at least one year has elapsed from delivery thereof.
- **Minimum shareholding policy**: the Executive Director is expected to hold Colonial shares worth 2 times his base salary.
- **Proportionality and management of risks**: the Remuneration Policy ensures that the Executive Director has a vested interest in delivering performance over the short and long term. At the same time, it has provisions to mitigate undue risk, including caps on the maximum level of payouts, possible deferral of the portion of the bonus in shares if payout exceeds target, clawback provisions, multiple performance metrics and Board and management processes to identify risk.
- **Robust engagement with shareholders on governance and remuneration.**
- **Malus and clawback clauses.**
- **Retain external advisors.**

WHAT WE DON'T DO

- **No** contracts with **guaranteed salary increases** or non-performance bonus arrangements.
- **No hedging, pledging, short sales or derivative transactions in the Company shares** received during the retention period.
- **Non-Executive Directors** are **not** included in the **remuneration** formulae or systems **linked** to the individual or Company's **performance**. They do not participate in any pension plans or any other welfare systems.
- **No above-market excessive perquisites.**

3. 2024 REMUNERATION POLICY

3.3 THE REMUNERATION POLICY FOR THE EXECUTIVE DIRECTOR

On the date this Report was drawn up, Colonial's Chief Executive Officer was the only Director with executive duties

I. Remuneration elements for performing executive duties: fixed elements

Base salary	
Purpose	To attract and retain the Executive Director of the calibre required to deliver our strategic goals.
Opportunity	€800,000 in 2025, pursuant to the Remuneration Policy.
Operation	Unlike Non-Executive Directors, the Executive Director does not receive any specific remuneration in respect of his membership of the Company's Board of Directors or its Committees. It is fully paid in cash.

Social welfare system	
Purpose	To provide competitive post-retirement benefits.
Opportunity	The amount of the annual contribution for the financial year 2025 consists of 15% of the base salary (€120,000).
Operation	The Executive Director is the beneficiary of a defined contribution welfare scheme covering retirement, disability and death. In the case of termination for just cause, the financial rights are not vested. In all other cases, financial rights will be recognised on the date of termination. In addition, this social welfare system is compatible with any severance package that, if applicable, may correspond.

Other benefits	
Purpose	To provide market-competitive benefits.
Opportunity	The amount consists of a maximum of €90,000 in the financial year 2025.
Operation	Benefits include mainly provision of welfare and assistance, which are normal practice in the sector, such as Company car, a life insurance policy, family health, disability and accident medical insurance policy. This is aligned with the benefits policy for senior management. The Executive Director (like Non-Executive Directors and other senior officers at the Company) is beneficiary of a group third-party liability insurance policy underwritten by Colonial that covers liability for the actions and conduct of members of the Board of Directors and executives of the Company as a result of the discharge of his duties, and any losses arising from cyber-attacks or failure in cybersecurity.

3. 2025 REMUNERATION POLICY

3.3 THE REMUNERATION POLICY FOR THE EXECUTIVE DIRECTOR

II. Remuneration elements for performing executive duties: performance-related elements

Annual bonus

Purpose

To drive and reward performance against annual financial, non-financial and individual objectives, which are consistent with the strategy and aligned to shareholder interests.

Opportunity

- **Target** (this is achieved for on-target performance): 100% of base salary.
- **Maximum** (in the event of overachievement): 133.75% of base salary and target incentive, below the limit stipulated in the Remuneration Policy of 140% of base salary.

Performance metrics

Types of objectives	Weighting	Metrics	Maximum by metric
80% economic-financial and value creation	30%	Net rental income. The target is set in line with the budget approved by the Board for 2025.	125%
	35%	Adjusted earnings per share. The target is set in line with the budget approved by the Board for 2025.	150%
	15%	Loan to Value (LTV). The target is set in line with the budget approved by the Board for 2025.	125%
20% Non-financial	10%	Sustainability metrics: (i) Implementation of the CSRD. (ii) maintain excellent ratings (3/3) in the following indices: "5 star" in GRESB, "A" in CPD and 7 rating "negligible" in Sustainalytics Risk. (iii) achieve the decarbonisation and emission reduction plan objectives.	125%
	10%	Assessment with a focus on issues such as innovation, organisation, risk management and corporate reputation.	125%

Operation

At the Board of Directors' meeting held on 27 February 2025, according to a proposal made by the NRC, the metrics, weightings and objectives were agreed for 2025 in order to determine the Chief Executive Officer's annual bonus, pursuant to the criteria and limits stipulated in the Remuneration Policy.

Specifically, to propose the calibration of the metrics, the NRC considered the targets approved in Colonial's business plan for the financial year 2025:

- In the event the level of achievement of the metric falls below the minimum threshold, the incentive portion associated with that metric will not be generated.
- If the level of achievement of the metric is at the minimum threshold, the payout level will be 50% of the target incentive associated with that metric.
- If the level of achievement of the metric is at or above the maximum, the payout level will be 150% if the metric is the adjusted earnings per share, or 125% of the target incentive for all other metrics.

According to a proposal made by the Nomination and Remuneration Committee, the Board of Directors is allowed to adjust the payout level of the annual bonus to ensure that the result is fair and balanced in view of the Company's overall performance.

The evaluation of performance and the determination of payout levels are done based upon the data and the results provided by the management and which are previously audited. In this evaluation, the Committee also considers any associated risks. In this respect, any positive or negative economic effects arising from any extraordinary events which might introduce distortions into the results of the evaluation, may be removed upon proposing the level of achievement of the quantitative objectives.

The annual bonus is paid in cash after the end of the financial year to which results is linked. If the earned award exceeds the target bonus, the Board of Director, on the Committee's proposal, may decide to defer the excess over the target incentive into shares for one year. In this case, the shares will be subject to forfeiture if the Executive Director leaves Colonial Group during the one-year deferral period, except if the Executive Director is granted good leaver status. The Chief Executive Officer will be entitled to receive dividend equivalents on deferred bonus share awards which are generated during the deferral period. These will be paid in cash on the same date the deferred bonus share award is delivered.

The Board of Directors, at the proposal of the NRC, has the discretion to apply malus or clawback to a portion of the entire amount of the annual bonus in the event certain circumstances set forth in the Remuneration Policy arise.

In the event of leaving the company with no just cause, the Chief Executive Officer will be entitled to receive the target incentive in proportion to the time he had rendered his services. In the event of termination of his contract with just cause or resignation at his own initiative, as well as in the event of breach of contract related to confidentiality, non-solicitation of services or competition, the Chief Executive Officer will forfeit any right to receive the accrued annual bonus.

3. 2024 REMUNERATION POLICY

3.3 THE REMUNERATION POLICY FOR THE EXECUTIVE DIRECTOR

II. Remuneration elements for performing executive duties: anual bonus

Long-term incentive: 2025-2027 cycle	
Description	It consists of granting Company to the beneficiaries of the Plan by means of long-term variable remuneration, subject to achieving specific multi-annual objectives.
Term of the Plan	1 January 2025 to 31 December 2027.
Maximum number of shares	449,438 shares. The number of shares that the CEO will finally accrue will depend on achievement of the objectives to which the 2025-2027 cycle is linked and such number may be increased by a number of shares equivalent to the amount of the dividends per share paid out by Colonial to its shareholders during the cycle. For such purpose, the reference value will be the weighted average of Colonial's share on the dividends payment dates in each of the years of the cycle.
Metrics	See table below

Metrics

Weighting	Metrics
45%	Total Shareholder Return (TSR): • 30 absolute TSR and 15% relative TSR vs. a peer group★, and Maximum weighting of up to 200% of the target
25%	Net tangible assets (NTA)/share as of 31 December 2027: • 12.5% relative NTA and 12.5% absolute NTA
20%	Adjusted earnings per share in the 2025-2027 performance period.
10%	Progress made in the decarbonisation plan and emission reduction.

★ Peer group: Arima, Covivio, Gecina, Icade, Merlin Properties, Société Tour Eiffel and Vitura.

Operation

Payout levels are determined by the Board of Directors, on the NRC's proposal, after the performance period ends, based on the level of achievement of the objectives, and may adjust the payout level to ensure a fair and balanced outcome in view of the Company's overall results and considering any associated risks. In this respect, any positive or negative economic impact arising from any extraordinary events which may introduce distortions into the results of the evaluation, may be removed upon proposing the level of achievement of the quantitative objectives. The evaluation of performance for some metrics could be done based upon the data and the results provided by external advisors.

In any case, in the event of changes to the number of shares in Colonial due to a decrease or increase in the nominal value of the shares or as a result of a transaction with an equivalent impact, such as a merger, consolidation or spin-off, the maximum number of shares to be awarded will be adjusted, when appropriate, in order to maintain the equivalence of the benefits under the Plan.

Moreover, the Board of Directors is authorised, at the proposal of the Committee, to agree the full or partial cancellation (malus) or refund (clawback) of the shares to be awarded to the Plan's beneficiaries.

The Chief Executive Officer must hold the earned shares, net of taxes, which, if applicable, derive from the incentive, for at least one year after its accrual, without prejudice to the shareholding requirement of 2 annuities of his base salary.

To determine the result of the peer group, each company is assigned a weighting calculated according to its level of comparability with Colonial depending on its market capitalisation over the last 3 months of 2024. For this purpose, the Board of Directors assigns a weighted value to each company included in the Index and determines the parameters for its calculation, being able to replace the companies in the Index if this is warranted due to the circumstances.

To determine the achievement of the objectives and to calculate the exact number of shares to be awarded for these items, the Board of Directors has agreed a performance scale for each objective at the start of each cycle, according to a proposal made by the NRC. This will include: (i) a minimum threshold below which no incentive is paid and its achievement will result in the award of 50% of the theoretical number of granted shares; (ii) a target level that will result in the award of 100% of the theoretical number of granted shares; and (iii) a maximum level that will imply an award of 150% of the theoretical number of granted shares (200% in the event of Total Shareholder Return).

In the event of leaving the company with no just cases, the General Shareholders' Meeting does not extend his mandate or there is a substantial modification of his functions (including the loss of the status of CEO), the CEO will be entitled to the liquidation of the Plan, receiving the target number of shares prorated by the number of days elapsed between the start date of the corresponding cycle and the effective date of termination, failure to extend his mandate or substantially modify his functions. In the event of fair dismissal except for objective reasons, termination of his contract with just cause or resignation at his own initiative, in the event of breach of contract related to confidentiality, non-solicitation of services or competition, the Chief Executive Officer will forfeit any right to receive the accrued long-term incentive.

Appendix I describes the 2023-2025 and 2024-2026 LTI cycles in place.

3. 2025 REMUNERATION POLICY

3.3 THE REMUNERATION POLICY FOR THE EXECUTIVE DIRECTOR

III. Malus and clawback provisions

The Board of Directors, on the Nomination and Remuneration Committee's proposal, shall have the competence to agree the cancellation (malus) and/or refund (clawback) of the payment of the annual bonus and/or the long-term incentives in the following events:

- Significant losses and the Committee considers there is reasonable evidence to prove such downturn arises from significant failure of risk management committed by the Company or by a business unit, to which the wilful misconduct or gross negligence of the Executive Director was a contributing factor;
- Serious breach of the Company's internal regulations and policies by the relevant beneficiary;
- Material restatements of the Company's financial statements, when determined by the external auditor, it is not due to a regulatory change or revision of the accounting legislation and provided that the restatement results in variable compensation to be settled that is lower than that initially accrued or no compensation should have been paid in accordance with the Company's variable compensation system;
- The remuneration has been paid on the basis of data subsequently shown to be manifestly inaccurate and provided that the restatement results in variable compensation to be settled that is lower than that initially accrued or no compensation should have been paid in accordance with the Company's variable compensation system.

The clawback clause can be applied by the Board up to 2 years after the corresponding payment.

IV. Minimum shareholding requirement

Our Executive Director is required to build and retain a personal shareholding in Colonial (within five years from the date of appointment with extra time granted if requirements increase significantly) to align his interests with those of Colonial's long-term shareholders. The requirement is equivalent to 2x base salary.

The shareholding guidelines do not count unvested share-based incentives.

The Committee will regularly review compliance with this requirement.

As at 31 December 2024, the Chief Executive Officer holds 581,045 shares in the Company, equivalent to 3.9 annuities of his base salary in 2024 (considering 5.34 euros, weighted average share price for the 20 sessions after 15 January 2025, inclusive).

V. Main terms and conditions of the contract

The essential terms and conditions of the Executive Director's contract, in addition to those already set out in the Remuneration Policy, are as follows:

- **Term**: It has been stipulated that the term of the contract will be subject to the term of his appointment as CEO. If the appointment of CEO is renewed, the contract will be understood to have been automatically renewed for the period relating to such renewal of office, unless the Board of Directors resolves otherwise, in which case a new contract must be approved.
- **Severance payments for termination of the contractual relationship:** the Executive Director will receive an additional special indemnity as severance payment in the event of unjustified removal or non-renewal of his terms, or a substantial reduction of his respective functions. The Executive Director will be also entitled to the severance payment (i) if he departs or resigns from his posts as a result of a change in control in the Company or a major change in the composition of the Board of Directors; (ii) in the event of an amendment to the conditions agreed in his contract without his consent; and (iii) in any other scenarios established by the Board of Directors.

  For the purposes of calculating this severance payment, consideration will be given to 2 times the annual base salary and target annual bonus, excluding any other remuneration and the rights derived from the long-term incentive at any given time. The contract does not provide for the delivery of the severance payment in shares.

  In the event of a change of control, significant change in the composition of the Board of Directors or a substantial amendment to the respective functions or amendment of the conditions agreed in the contract without his consent, the Executive Director will have a period (6 months in the event of a change of control and 3 months in the rest of cases), from the effective date of these resolutions or changes to notify the Board of Directors of his resignation or departure, in which case the Executive Director will be entitled to the aforementioned severance payment.

  For the purposes of applying the foregoing, the effective date of the change of control or a significant change in the composition of the Board of Directors, will be understood as the date on which such circumstances are published as a regulatory announcement on the CNMV website under the denomination "privileged information" or "relevant facts". In the event that the Board of Directors resolves to substantially reduce the duties of the beneficiary or amend the conditions agreed in his employment contract without the beneficiary's consent, the effective date will be the time when the party concerned receives due notice of the resolution.
- **Non-compete agreement**: the Executive Director will be subject to a noncompete commitment for a period of 6 months from the date of termination of his relationship with Colonial if such termination is voluntary without cause.

  The non-competition agreement will be remunerated with a gross amount equivalent to 6 months of the annual base salary, which will be paid on a pro-rata basis during the months of the non-competition agreement.

  In case the Executive Director notified his resignation or departure in the event of a change in control, a significant change in the composition of the Board of Directors or a substantial amendment to his functions or amendment of the conditions agreed in his contract without his consent, the remuneration for the non-competition agreement will be considered absorbed (and therefore no additional payment will be made) by the amount of the severance payment received.

There are no cases other than those indicated above that would entitle to additional compensation.

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3. POLÍTICA DE REMUNERACIONES EN 2025

3.3 POLÍTICA DE REMUNERACIONES DEL CONSEJERO EJECUTIVO

VI. Other remuneration items

It is not planned that Colonial's CEO will accrue: (i) any other additional remuneration for providing his services other than those inherent in his position; or (ii) remuneration arising from advances, loans or guarantees being granted.

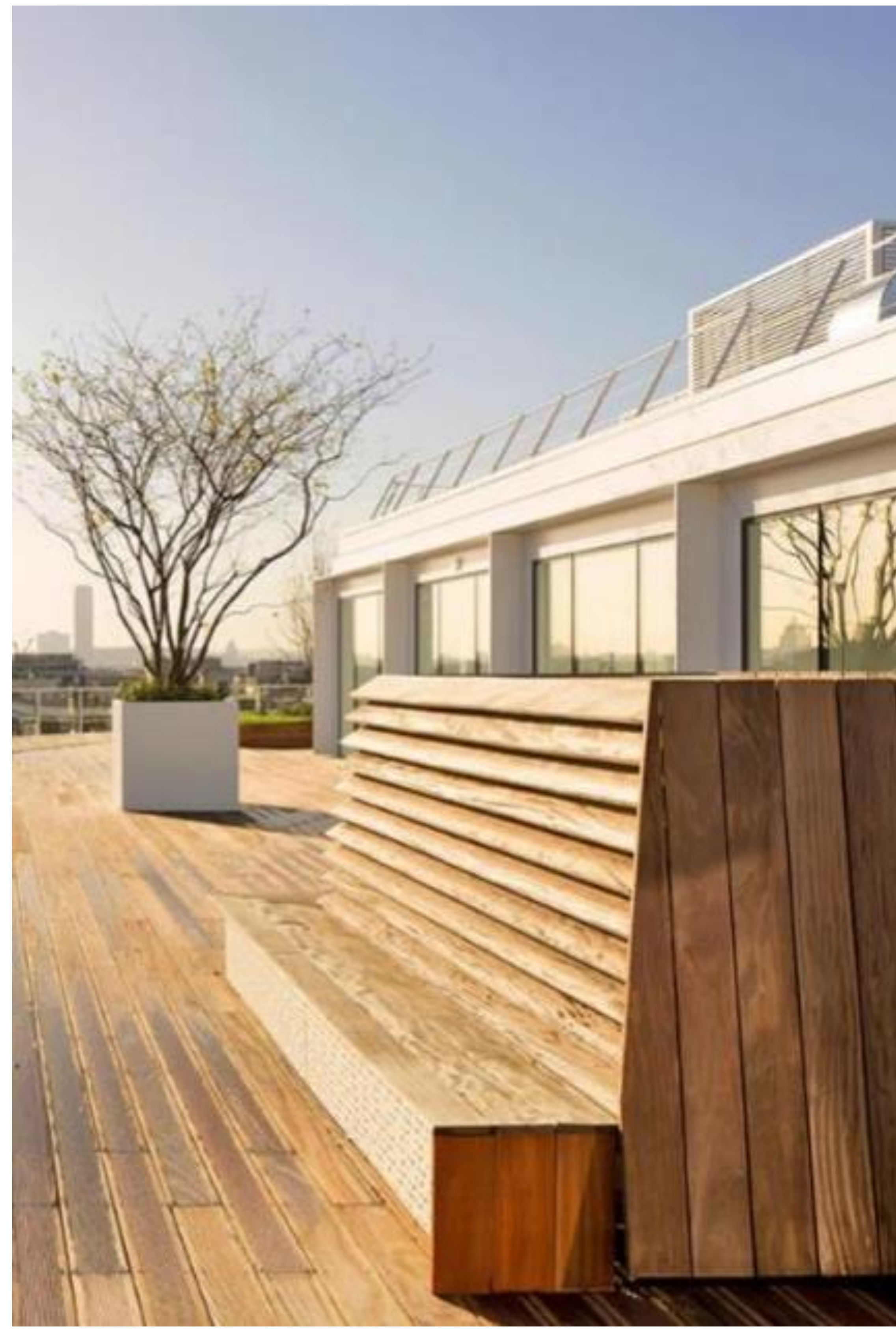
VII. Extraordinary remuneration

The Board of Directors, on the Committee's proposal, reserves the right to award special incentives to the Executive Director under extraordinary corporate transactions involving acquisitions, investments, restructuring or any other transaction which generates significant shareholders' value.

In order for the Nomination and Remuneration Committee to propose the appropriateness of the incentive and its amount to the Board, the corporate transaction must generate an economic benefit or a significant increase in equity and, in any case, significant shareholders' value. The Nomination and Remuneration Committee will also consider the relevance, complexity and uniqueness of the corporate transaction as well as the extraordinary effort made by the Executive Director to the successful completion of the corporate transaction.

The Board, on the Committee's proposal, will be responsible for agreeing, as appropriate, and setting the Executive Director's amount, the currency of payment and the settlement date of this extraordinary remuneration.

When proposing the specific amount to be awarded, the Nomination and Remuneration Committee will evaluate, additionally, among others, if the achieved results have already been rewarded with ordinary remuneration elements. Notwithstanding, the maximum amount of any extraordinary incentive per annum is capped at 100% of the Executive Director's annual base salary. Full disclosure would be provided in the relevant Annual Report on the Directors' Remuneration.



3. 2025 REMUNERATION POLICY

3.4 NON-EXECUTIVE DIRECTORS' REMUNERATION POLICY

Non-Executive Directors are rewarded with respect to their effective dedication, qualification and responsibility. As such, the amount of remuneration of Non-Executive Directors is calculated so that it offers incentives to dedication, but at the same time without constituting an impediment to their independence.

Pursuant the Spanish Capital Companies Law and Colonial's Bylaws, the annual remuneration of the Company's Directors in respect of their membership of the Board of Directors and its committees will consist of (i) a fixed annual remuneration; and (ii) attendance fees for meetings of the Board of Directors and its committees. Non-Executive Directors do not participate in any incentive or social welfare systems. Only verified travel and overnight accommodation expense incurred in attending Board meetings and/or any Board committee meetings are reimbursed, upon request from the Director.

The fixed remuneration and attendance fees paid for being members on the Board of Directors and its Committees and for the attendance fees at their meetings, allotted as agreed by the Board of Directors for 2025:

Fixed remuneration	Member	Chair
Board of Directors	€50,000	€500,000
Nomination and Remuneration Committee	€25,000	€50,000
Audit and Control Committee	€25,000	€50,000
Sustainability Committee	€25,000	€50,000

Attendance fees per meeting	Member	Chair
Board of Directors	€5,000	€7,500
Executive Committee	€3,000	--
Nomination and Remuneration Committee	€3,000	€4,800
Audit and Control Committee	€3,000	€4,800
Sustainability Committee	€3,000	€4,800

The fixed remuneration items specified above are the only remuneration they receive for being members on Colonial's Board of Directors and its Committees. Regarding this, there is no profit-sharing or bonuses or remuneration schemes or plans that include variable remuneration.

According to the provisions in the Remuneration Policy, the maximum amount of annual remuneration for all the Directors of Colonial in respect of their membership of the Company's Board of Directors and its Committees is established at 2,700,000 euros. If the number of members of the Board of Directors (13) increases, the above-mentioned maximum amount will be increased by 10% for each new member of the Board of Directors that implies an increase in the number of its members.

The Board of Directors, following a proposal by the NRC, is tasked with the distribution of fixed remuneration and attendance fees for the Board of Directors' meetings for each Director in respect of their membership of the Company's Board of Directors and of its Committees. For the purposes of estimating the fixed remuneration for each Director, consideration will be given to the functions and responsibilities assigned to each of the Directors, their membership of Committees of the Board of Directors and their engagement, in addition to any other objective circumstances that may be deemed relevant, ensuring that this is competitive with the remuneration at other similar companies in terms of their capitalisation, size and geographical breadth of its operations.

Non-Executive Directors, (as the Executive Director and other senior officers at the Company) are beneficiaries of a Directors and Officers liability insurance (D&O) policy underwritten by Colonial that covers liability for the actions and conduct of members of the Board of Directors and executives of the Company as a result of the discharge of their duties, and any losses arising from cyber attacks or failures in cybersecurity.

The cost of this insurance policy is not included in the maximum amount of annual remuneration for all the Directors.

4. 2024 REMUNERATION

4.1 OVERVIEW OF THE REMUNERATION POLICY IN 2024 AND THE EVOLUTION AND IMPACT OF THE RESULTS OBTAINED AT THE GENERAL SHAREHOLDERS' MEETING

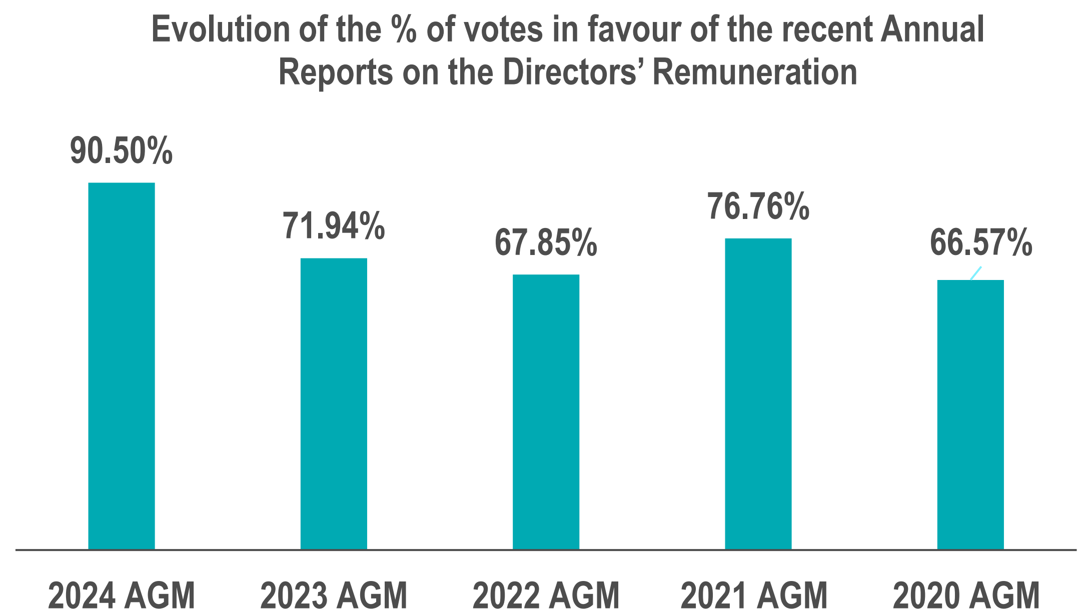
The remuneration accrued in the financial year 2024 was in accordance with the terms of the binding approval of the Remuneration Policy at the General Shareholders' Meeting held on 15 June 2023.

There was no change in the procedure to apply the Remuneration Policy nor was there any temporary exception made to it.

In this respect, the remuneration accrued in 2024 by the Executive Director and the Directors in their capacity as such consisted of the components referred to in the current Remuneration Policy in force in 2024.

The detailed description of the remuneration system for the Directors in 2024 was included in the Annual Report on the Directors' Remuneration corresponding to 2023. Such Report was approved by 90.50% of votes in favour.

The evolution of the voting on the Annual Reports on Remuneration over the recent years is shown in the graph:



After the Annual General Shareholders' Meeting was held, the Committee consulted Colonial's main shareholders and considered the information received from the institutional investors and proxy advisors in the regular consultation process to continue making progress in this respect.

4.2 2024 CHIEF EXECUTIVE OFFICER REMUNERATION

Vision of the last 5 financial years (figures included in the corresponding Annual Reports on the Directors' Remuneration)

In thousand euros	2024	2023	2022	2021	2020
Fixed remuneration	800	750	750	686	671
Social welfare system[1]	120	112	112	112	105
Remuneration in kind	70	66	60	53	51
Annual bonus	800[2]	941	763	750	537
Deferred annual bonus	0	136[3]	0	0	0
Long-term incentives[4]	155	279	0	786	985
Other remuneration[5]	0	0	0	439	61
Total accrued remuneration	**1,945**	**2,284**	**1,685**	**2,826**	**2,410**
Fixed components – Total	990	928	922	915	888
Variable components – Total	955	1,356	763	1,911	1,522
Annual Total Shareholder Return (%)	**-17.2%**	**13.87%**	**-24.19%**	**5.30%**	**-27.55%**
Recurring Net Earnings per Share (cts. €/share)	**33.02**	**31.95**	**29.8**	**24.6**	**27.06**

1. *In accordance with the instructions of Circular 3/2021, of September 28, of the CNMV the contribution made to the social welfare system is considered non-consolidated and is included in the tables of Statistical Appendix II of the Annual Report on the Directors' Remuneration of listed companies as a long-term savings systems with non-consolidated economic rights. Therefore, the total remuneration accrued in 2023 included in table C.1.c). of Statistical Appendix II amounts to 1,825 thousand euros.*
2. *The total annual bonus generated amounts to 1,057,373 euros (98.8% of the maximum). Of this total, 800,000 euros will be paid in cash in 2025. The excess is deferred in 48,197 shares, and their effective delivery will occur in 2026, subject to the CEO remaining in the Colonial Group.*
3. *It includes the deferred shares corresponding to the 2021 variable remuneration that were consolidated in 2023 (21,912 shares valued at 5.97 euros) y 5,259 euros, a cash amount equivalent to the dividends generated during the deferral period (0.24 euros/share in 2022).*
4. *The economic value of the shares of the long-term incentive considers a share price of 5.34 euros , the weighted average price of the 20 trading sessions after 15 January 2025 (inclusive).*
5. *Other remuneration from 2020 to 2021 includes the remuneration items received for being members on management bodies of other companies in the Group, (specifically Société Foncière Lyonnaise – SFL), and the extraordinary remuneration for the takeover bid by Colonial of SFL's shares owned by minority shareholders.*

In the financial year 2024, the Chief Executive Officer did not accrue or receive any remuneration other than those specified above.

CEO Pay Ratio

The total remuneration accrued in 2024 by the Chief Executive Director amounted to 1,945 thousand euros. The average remuneration of the staff, taking into consideration the 232 employees in Colonial Group, amounted to 108 thousand euros. Therefore, the ratio of the Chief Executive Officer's total remuneration is 18 times the average remuneration of the staff.

The Statistics Appendix II included at the end of this Report provides a table that explains the development of the Chief Executive Officer's total remuneration, the Non-Executive Directors' total remuneration, the Company's consolidated results and the average remuneration of the staff, (excluding the Directors), over the last 5 financial years.

4. REMUNERACIÓN EN 2024

4.2 RETRIBUCIÓN DEL CONSEJERO DELEGADO EN 2024

I. Elementos retributivos por el desempeño de funciones ejecutivas: elementos fijos

Base salary

The Chief Executive Officer’s base salary in 2024 amounted to €800,000, according to the limit stipulated in the Directors’ Remuneration Policy

This amount consists of the remuneration for all the duties he performs at Colonial both in his executive capacity and as a member on the Company’s Board of Directors and attending its meetings.

Social welfare system

The Chief Executive Officer was the beneficiary of a defined-contribution welfare scheme covering retirement, disability and death for an amount corresponding to 15% of his base salary, i.e. €120.000.

In the case of termination for just cause, the financial rights are not vested. In all other cases, financial rights will be recognised on the date of termination. In addition, this social welfare system is compatible with any severance package that, if applicable, may correspond.

Other benefits

The Company grants the Chief Executive Officer remuneration in kind, apart from the social welfare system referred to above, which are normal practice in the sector, such as Company car, a life insurance policy, family health, disability and accident medical insurance policy. In 2024, the amount of this remuneration in kind amounted to 69,943€.

No advance, credit or guarantee has been granted by the Company.

Colonial has taken out a group third-party liability insurance policy underwritten by Colonial that covers liability for the actions and conduct of members of the Board of Directors and executives of the Company as a result of the discharge of his duties, and any losses arising from cyber attacks or failures in cybersecurity. The cost of this insurance policy is not included in the maximum amount of annual remuneration for all the Directors in their capacity as such.

4. 2024 REMUNERATION

4.2 THE CHIEF EXECUTIVE OFFICER’S REMUNERATION IN 2024

II. remuneration elements for performing executive duties: performance-related elements

Annual bonus

In 2024, the Chief Executive Officer was assigned an annual bonus equivalent to 100% of his annual base salary, in the event of 100% of achievement of the objectives predetermined by the Board of Directors at the beginning of the financial year, at the proposal of the Committee, which could reach up to a maximum of 133.75% of the annual bonus target.

At the Committee’s meeting held on 28 February 2024, the metrics, weightings and performance scales were agreed for the financial year 2023, which would determine the Chief Executive Officer’s annual bonus in such period. The Committee monitored the achievement of these objectives throughout the year and, once the financial year had ended and the annual accounts had been audited for the financial year in question, an evaluation process was conducted of the achievement of these objectives, for which it relied on the support of the executive team and the Sustainability Committee. In this evaluation, the Committee also considered the positive and negative economic effects of extraordinary events which might introduce distortions into the results of the evaluation and the associated risks. After a favourable recommendation of the Committee, the Board of Directors is allowed to adjust the payout level of the annual bonus to ensure that the result is fair and balanced in view of the Company’s overall performance and the shareholders’ experience.

The following table shows the metrics, their weightings, the results achieve and the achievement and payout level, after the evaluation by the Committee at its meeting held on 24 February 2025 to determine the amount of the annual bonus payable:

Type of objectives	Weighting	Metrics	Results achieved	Achievement level	Payout level	Weighted payout level
80% economic-financial and creating value for the shareholders	30%	Net rental income	€ 358.91 million	107.14%	123.91%	37.17%
	35%	Adjusted earnings per share	33.02 cts. €/share	125.67%	150%	52.50%
	15%	Loan to Value (LTV)	36%	-3.85 p.p.	125%	18.75%
20% Non-financial	10%	ESG goals: (i) to maintain excellent ratings (2/3) in the following indices: GRESB Standing Investment Rating, CPD “A”, Sustainalytics; and (ii) to achieve the objectives in the decarbonisation plan.	(i) 92 in GRESB, “A” in CDP y 5.7 in Sustainalytics ESG Risk rating	125%	125%	12.5%
	10%	Assessment of individual performance based on strategic initiatives.		112.5%	112.5%	11.25%
Final weighted payout level (as a % of the target)						**132.17%**

Specifically, in relation to the non-financial objectives, the Committee has considered the following achievements:

- Colonial has achieved an excellent positioning in the following sustainability indices:
  - 92/100 points in GRESB Standing Investments Rating, a continuous improvement in GRESB, climbing 32 points in these last years. 5-star rating (placing Colonial in the top 20) and 99/100 in GRESB Development Rating.
  - “A" rating in CDP, the highest category for the fourth consecutive year, confirming the Company's leadership in decarbonisation. This rating is well above the regional average for Europe and the financial services sector. This rating is increasingly demanding with very stringent requirements on climate strategy. The list of companies with an A rating represents 1.5% of all participants. Colonial leads the Ibex-35 with the highest rating (only a very limited number of Ibex-35 companies have achieved A rating).
  - 5.7 in Sustainalytics ESG Risk rating, an improvement of 8% over the previous rating, positioning Colonial as leader in the Ibex-35, being the company with the best score. On a global level, out of 15,100 participating companies from all sectors, Colonial forms part of the select group of the 21 best companies in the world, corresponding to only 0.1% of leading companies. Colonial also leads the real estate sector in Europe: it is among the top 5 European REITs and in the top 0.7% of real estate companies covered.
- The aspects considered in the individual assessment of the Chief Executive Officer have been mentioned in the letter from the Chair of the NRC. We refer to it to avoid repetition.

Based on the above, the Committee considered a weighted payout level for all the objectives of 132.17% of the target. This payout is the result of applying the metrics, weightings and performance scales agreed at the beginning of financial year 2024, without applying any adjustments. Therefore, after a favourable recommendation of the Committee, the Board of Directors approved annual bonus for an amount of 1,057,373 euros (132.17 % of the base salary and 98.8% of the maximum annual bonus).

Of the total amount, €800,000 (equivalent to the target annual bonus) is paid in cash in 2025. The excess is deferred in shares (48,197 shares calculated at a price of €5.34*) and will be effectively delivered in 2026, subject to the CEO remaining in the Colonial Group. The Chief Executive Officer will be entitled to receive on the same date of delivery of the deferred shares an amount equivalent in cash to the dividends generated on the deferred shares during the deferral period.

The Board of Directors has agreed not to apply the malus and/or clawback clauses, considering that there are no circumstances that would justify doing so.

* Weighted average share price for the 20 sessions after 15 January 2025 (inclusive).

4. 2024 REMUNERATION

4.2 THE CHIEF EXECUTIVE OFFICER’S REMUNERATION IN 2024

III. Remuneration elements for performing executive duties: performance-related remuneration (cont.)

Long-term incentive: 2022-2024 Cycle

The 2022-2024 cycle ended in the financial year 2024.

This cycle consisted of granting shares subject to achieving a series of objectives and remaining in the Company during the performance period.

At the Comittee’s meeting held on 28 February 2022, the metrics, weightings and performance scales were agreed, which would determine the Chief Executive Officer’s long-term incentive in such period. The Committee monitored the achievement of these objectives throughout the year and, once the financial year had ended and the annual accounts had been audited for the financial year in question, an evaluation process was conducted of the achievement of these objectives, for which it relied on the support of the executive team. In this evaluation, the Committee also considered the positive and negative economic effects of extraordinary events which might introduce distortions into the results of the evaluation and the associated risks.

After a favourable recommendation of the Committee, the Board of Directors is allowed to adjust the payout level of the incentive to ensure that the result is fair and balanced in view of the Company’s overall performance and the shareholders’ experience.

To determine the level of achievement of the objectives and to calculate the exact number of shares to be awarded, a performance scale was set for each objective at the start of the cycle. This includes: (i) a minimum threshold below which no incentive is paid and its achievement will result in the award of 50% of the theoretical number of granted shares; (ii) a target level that will result in the award of 100% of the theoretical number of granted shares; and (iii) a maximum level that will imply an award of 150% of the theoretical number of granted shares.

The following table shows the metrics, their weightings, the results achieve and the achievement and payout level, after the evaluation by the Committee , to determine the amount of the long-term incentive payable:

Cycle	Weighting	Metrics	Results achieved	Achievement level	Payout level	Weighted payout level
2022-2024	50%	Total Shareholder Return (TSR) vs. a peer group★ and adjusted (upwards or downwards) by the absolute TSR	Absolute TSR: -24.87% Relative TSR: 97.33%	0%	0%	0%
	30%	Net tangible assets (NTA)/share on 31 December 2024	10.39	80.98%	0%	0%
	10%	Adjusted earnings per share in 2024	33.02	90.81%	69.41%	6.94%
	10%	Pipeline management: the variation in the appraisal value of the assets included in the pipeline from the start to the end of the cycle, considering the CapEx incurred in the period 2022-2024	+16.09%	80.45%	67.42%	6.74%
Final weighted payout level (as a % of the target)						**13.68%**

★ Peer group: Gecina, Merlin Properties, Covivio, Icade, Vitura, British Land, Landsec, Great Portland Estates, Aroundtown, Alstria and Prime Swiss Property.

The Committee took the following issues into consideration to propose the achievement level reached and the amount of the long-term incentive:

- The absolute TSR for 2022-2024 amounted to -24.87% below the minimum threshold determined in the performance scale to receive the incentive. Colonial’s relative TSR was 97.33% of the peer group’s weighted average TSR. By combining these metrics by multiplication, the incentive accrued for this item is zero.
- The NTA/share on 31 December 2024 amounted to 10.39 euros, below the minimum threshold set in financial year 2022.
- The adjusted earnings reached 33.02 cts. euros per share, which is between the minimum threshold and target set in financial year 2022.
- Pipeline management: the pipeline of projects has practically been delivered and pre-rented. Of the 7 active assets, all have been fully delivered and two have been sold. The combined variation of the initial and final appraisal values (or sale price, if applicable) is 16.09%. This places the level of achievement between the minimum threshold and the target set in financial year 2022.

Based on the foregoing, the Committee considered a weighted payout level for all the objectives of 13.68% of the target. This payout is the result of applying the metrics, weightings and performance scales agreed at the beginning of financial year 2024, without applying any adjustments. Therefore, after a favourable recommendation by the Committee, the Board of Directors approved a long-term incentive for the 2022-2024 cycle of 25,465 shares (equivalents to 9.1% of the maximum incentive).

According to the agreement approved by the General Shareholders’ Meeting in 2021, this number of shares will be increased by a number of shares equivalent to the amount of dividends per share paid out by Colonial to its shareholders during the accrual period of the cycle. For such purpose, the reference value will be the weighted average of Colonial’s share on the dividend payment dates in each of the years of the cycle.

As a result, the total number of shares accrued by the Chief Executive Officer is 28,958 shares. These shares, considering a share price of 5.34 euros, have a final value of 154,636 euros, 10.3% compared with the initial grant value. This result shows the flexibility of the variable remuneration and the alignment of the shareholders’ experience with the CEO’s remuneration.

The Chief Executive Officer must hold the earned shares, net of taxes, for at least one year after they are awarded, irrespective of the minimum shareholding requirement equivalent to 2x his base salary.

The Board of Directors has agreed not to apply the malus and/or clawback clauses, considering that there are no circumstances that would justify doing so.

4. 2024 REMUNERATION

4.3 REMUNERATION OF DIRECTORS IN THEIR CAPACITY AS SUCH 2024

The overall remuneration of the Directors for being members on the Board of Directors and its committees amounted to 2,514 thousand euros in 2024, which is substantially below the maximum total annual remuneration of 2,7 millones de euros, stipulated in the Directors' Remuneration Policy 2024-2026 for all the Directors in their capacity as such.

The amounts and items for the financial year 2024 are shown in the following table:

Fixed remuneration	Member	Chair
Board of Directors	€50,000	€500,000
Nomination and Remuneration Committee	€25,000	€50,000
Audit and Control Committee	€25,000	€50,000

Attendance fees per meeting	Member	Chair
Board of Directors	€5,000	€7,500
Executive Committee	€3,000	--
Nomination and Remuneration Committee	€3,000	€4,800
Audit and Control Committee	€3,000	€4,800
Sustainability Committee	€3,000	€4,800

The remuneration accrued by the members of the Company's Board of Directors in the financial year 2024, in thousands of euros, individualised by Director, is shown below.

Name	Title	Category	The Board's Committees				Period	Remuneration (in thousand €)
			EC	NRC	ACC	SC		
Mr. Juan José Brugera Clavero	Chair	Other external	P				01/01/2024 – 31/12/2024	640
Mr. Pedro Viñolas Serra	CEO and Vice-Chair	Executive	M				01/01/2024 – 31/12/2024	--
Mr. Sheik Ali Jassim M.J.Al-Thani	Director	Proprietary					01/01/2024 – 31/12/2024	110
Mr. Giuliano Rotondo	Director	Proprietary	M				01/01/2024 – 31/12/2024	105
Mr. Juan Carlos García Cañizares[1]	Director	Proprietary	M	M			01/01/2024 – 11/09/2024	110
Mr. Carlos Fernández González	Director	Proprietary	M				01/01/2024 – 31/12/2024	105
Ms. Silvia Alonso-Castrillo Allain	Director	Independent		M		C	01/01/2024 – 31/12/2024	192
Mr. Luis Maluquer Trepat[2]	Director	Independent	M	M	M	M	01/01/2024 – 9/05/2024	98
Ms. Ana Lucrecia Bolado Valle[3]	Director	Independent	M	C	M	M	01/01/2024 – 31/12/2024	295
Ms. Ana Cristina Peralta Moreno[4]	Director	Independent		M	M	M	01/01/2024 – 31/12/2024	240
Ms. Begoña Orgambide García	Director	Proprietary			M		01/01/2024 – 31/12/2024	183
Ms. Miriam González Amézqueta[5]	Director	Independent			C		01/01/2024 – 31/12/2024	206
Mr. Manuel Puig Rocha	Director	Proprietary					01/01/2024 – 31/12/2024	105
Mr. Felipe Matías Caviedes[3]	Director	Proprietary	M				12/06/2024 – 31/12/2024	50
Ms. Elena Salgado Méndez[4]	Director	Proprietary		M			12/06/2024 – 31/12/2024	75
							Total remuneration	**2,514**

Notes:

- ACC: Audit and Control Committee
- NRC: Nomination and Remuneration Committee
- EC: Executive Committee
- SC: Sustainability Committee
- C: Chair
- M: Member

[1] Mr. Juan Carlos García Cañizares ceased his charge the 11 September 2024

[2] Mr. Luis Maluquer Trepat ceased his charge the 9 May 2024.

[3] Ms. Ana Lucrecia Bolado Valle and Mr. Felipe Matías Caviedes are members of the Executive Committee since 3 de July 2024.

[4] Ms. Elena Salgado Méndez and Ms. Ana Cristina Peralta Moreno are members of the Nomination and Remuneration Committee since 3 July 2024.

[5] Dña. Miriam González Amézqueta was appointed Chair of the Audit and Control Committee the 24 May 2024 effective from 30 June 2024, four years after the appointment of Ms. Ana Peralta Moreno.

There is no supplementary remuneration accrued in favor of the Directors for services rendered other than those inherent to their position, nor any additional remuneration concept beyond those explained in the preceding sections.

5. CONSISTENCY WITH THE COMPANY'S STRATEGY, INTERESTS AND SUSTAINABILITY IN THE LONG-TERM

The Remuneration Policy has the following features that ensure consistency with the Company's strategy, interests and sustainability in the long term.

- The total remuneration for the Executive Director mainly consists of the following components: (i) fixed remuneration elements, (ii) annual bonus and (iii) long-term Incentive. For the Executive Director, this long-term component has a weight no less than 48% of total remuneration in a target scenario.
- This long-term incentive is designed as multi-year scheme to ensure that the evaluation process is based on long-term results and that the underlying economic cycle of the Company is considered. This remuneration is mainly granted and delivered in the form of shares and based on the shareholders' value creation to align Executives' and shareholders' interests. Moreover, it consists of overlapping cycles which, as a general rule, are chained indefinitely, maintaining a permanent focus on the long-term in all decisions.
- A suitable balance between the fixed and variable components of the remuneration. The Executive Director has a variable remuneration scheme that is fully flexible, which includes a minimum threshold below which no incentive is payable.
- The metrics set out in both annual bonus and long-term variable remuneration are linked to the achievement of a combination of financial and non-financial measures, reflecting the Company's strategic priorities at any given time.
- The shares delivered to the Executive Director are subject to a holding period of one year, notwithstanding the minimum shareholding requirement of 2 times his base salary.
- There is no guaranteed variable remuneration.

In addition, the Remuneration Policy has the following features to reduce exposure to excessive risk. The Committee periodically reviews HR and remuneration practices to make the corresponding proposals to the Board of Directors always in the best interest for the company, including:

- How we integrate risk, controls and conduct considerations into key HR practices including performance development, remuneration, promotion and succession planning.
- Measures designed to discourage imprudent risk-taking:
  - Caps to variable remuneration.
  - Possible deferral of the portion of bonus above the target award.
  - Multiple performance metrics, some of which may be adjusted by different risks.
  - Multi-year vesting periods.
  - Retention and minimum shareholding requirements.
  - Malus and clawback clauses.
  - Prohibition of hedging, pledging, short sales or derivative transactions in the Company shares received during the retention period.
- Regulatory updates which have impacted or may impact HR practices in the future.
- The Committee connects with other committees to ensure that the Colonial's remuneration policies and practices achieve the right balance between appropriate incentives to reward performance and management of the risks linked to remuneration.

The Committee is also provided with information to monitor performance and a summary of risk, controls and conduct assessments.

The specific measures to identify and manage any potential conflict of interest are set in the Regulations of the Board of Directors. These also determine the code of conduct for the members of the Board of Directors.

Regarding the ratio of the Chief Executive Officer's remuneration with that of the rest of the employees, there is a clear alignment between the remuneration structures of the executives, including the Chief Executive Officer, and those of the other employees, in the manner the remuneration principles are followed, as well as in the mechanics of the pay review process along with the design of the incentives, which are substantially the consistent across the organisation.

The Chief Executive Officer's remuneration approach is coherent with the remuneration package of the members of the Management Team and other executives. In general, a much larger proportion of the Executive Director's remuneration is linked to the Company's results compared with the rest of the employees. Therefore, the remuneration will be increased or decreased depending on the business results and thus the Chief Executive Officer's interests will be in line with those of the shareholders and other stakeholders of Colonial.

The type of metrics to which the annual bonus and the long-term incentive are linked is aligned for the executive team and the rest of the employees.

6. COMPANY PROCEDURES AND BODIES INVOLVED IN DETERMINING, APPROVING AND APPLYING THE REMUNERATION POLICY AND ITS TERMS AND CONDITIONS

6.1 COMPOSITION AND EXPERIENCE OF THE MEMBERS OF THE COMMITTEE

On 31 December 2024 and on the date this Report was approved by the Board of Directors, the Nomination and Remuneration Committee was composed of 4 members, pursuant to the provisions in the Company's Articles of Association and the Board of Directors' Regulations, which state that the Committee must be composed of at least three and a maximum of eight Directors.

All the members of the Committee are Non-Executive Directors, three of them being independent and one proprietary. The Committee is chaired by an independent director, Ms. Ana Bolado Valle, in this way complying with the provisions in Article 33 of the Company's Articles of Association and the Board of Directors' Regulations.

The experience of the members of the Company's Nomination and Remuneration Committee is as follows::

Name	Category	Title	Experience
Ms. Ana Lucrecia Bolado Valle	Independent	Chair	She holds a degree in Pharmacy from the Madrid Complutense University, and also a Master's Degree in Business Administration (MBA) from IE Business School. In the course of her professional career, Ms. Ana Bolado Valle has held various management positions at Santander Group (1986-2017), managing important business areas both wholesale and retail, digital transformation projects and key areas for the Group such as Corporate Human Resources Division between 2005 and 2010. She has also been a Board member of Parques Reunidos Servicios Centrales, S.A. and Unicaja Banco, S.A. Currently Ms. Ana Bolado Valle is a proprietary Director of Metrovacesa, S.A., appointed at the proposal of Banco Santander, S.A., Caceis Group and Caceis Bank. With regard to the latter organisation, Ms. Ana Bolado is a member of the following committees: Strategy, Audit, Risks and Compliance and Appointments and Remunerations. Furthermore, she is a Senior Advisor for Fellow Funders -an equity crowdfunding platform to support the funding of start-ups and SMEs- and a member of the Instituto de Consejeros y Administradores (ICA, Institute of Directors and Administrators) and of Women Corporate Directors.
Ms. Silvia Alonso-Castrillo Allain	Independent	Member	Holds a degree in Political Sciences from the Sciences Po University (Paris) and a Master's Degree in Spanish and Latin American Studies from the Paris-Sorbonne University. By civil service examination, she became a teacher of Spanish studies in France. She has been teaching and researching for 25 years (1984-2009) in a number of French academic institutions: University of Toulouse, Sciences Po and the ESSEC Business School. Author of several books on history and contemporary Spanish politics. Ms. Alonso-Castrillo worked for the French Embassy in Singapore as a science and culture advisor, before being appointed regional director of INSEAD. She supervised the development of two campuses in Singapore: the French Lycée and INSEAD (1996-1999). Upon her return to Europe in 2000, she worked for 15 years with ESSEC, managing international development and fundraising for the business school, which also opened a campus in Singapore. In 2007 she founded the consulting firm Sociedad de Estudios Hispano Franceses, S.L. in Madrid, which she led until 2019 and of which she is the sole shareholder and director. Since 2013, Ms. Alonso-Castrillo has run the family farm in the Loire Valley of France. She has served on the Board of the College de Bernardins (Paris) and on the Executive Committee of the Fondation pour les Sciences Sociales (Paris). She was director of SFL from 2017 to January 2019 and from Koiki Home S.L. from 2017 to February 2023.
Ms. Ana Cristina Peralta Moreno	Independent	Member	She holds a degree in Economics and Business Administration from the Madrid Complutense University and a Master's Degree in Financial Management from CEF (1991), and studied the PMD Programme (Programme for Management Development) at Harvard Business School (2002) and the PADE programme at the IESE business school (2016). Ms. Ana Peralta is currently an independent Director of BBVA and Grenergy Renovables, S.A. She has extensive experience in the financial sector. She began her professional career with Bankinter in 1990, where she worked in extremely different areas until late 2008. She headed up Bankinter's first Internet Office and ran the Chairman's Office. During her last years at the bank, she was Chief Risk Officer and a member of the Management Committee. From 2009 to 2012 she sat on the Management Committee at Banco Pastor, where she worked as General Manager of Risk. From 2012 to 2018 Ms. Ana Peralta divided her time between a post as Senior Advisor with Oliver Wyman Financial Services and was a member of several boards of directors. She was an independent Director at Banco Etcheverría, at Deutsche Bank, SAE and also at Lar Holding Residencial.
Ms. Elena Salgado Méndez	Proprietary	Member	She holds a degree in Industrial Engineering specialising in Energy Techniques and Industrial Organisation, as well as a degree in Economics specialising in Economic Structure, and an MBA from EOI Business School. She has held a variety of positions in the public sector, including Director-General of the Ministry of Economy and Finance (1985 to 1991), Secretary of State for Communications in the Ministry of Public Works (1991 to 1996), Minister of Health and Consumer Affairs (2004 to 2007), Minister of Public Administrations (2007 to 2009), Member of the Spanish Parliament for Cantabria (2008 to 2011), and Vice President of the Government and Minister of Economy and Finance (2009 to 2011). In the private market she was Managing Director of Lenzi Consulting (1997 to 2004) and Chair of the Spanish Association of Consulting Companies (2016 to 2023). She has also been a member of the Boards of Directors of several companies, including Hispasat, Hunosa, Renfe, Abertis Telecom and Telefónica. She currently sits on the Board of Directors of Saba Infraestructuras, S.A. and is President of the Abertis Foundation.

6. COMPANY PROCEDURES AND BODIES INVOLVED IN DETERMINING, APPROVING AND APPLYING THE REMUNERATION POLICY AND ITS TERMS AND CONDITIONS

6.2 NUMBER OF MEETINGS AND ATTENDANCE

Colonial's Nomination and Remuneration Committee held 11 meetings in the financial year 2024.

The following table shows the percentage of attendance of its members in the financial year 2024. The results in the table show the commitment undertaken by each of its members, to the extent that all of them have attended 100% of the meetings of the Committee during the period in which they have been members of the same (except in the case of one director who did not attend a meeting due to exceptional circumstances, in any case previously informing the Chairman of the sense of his vote).

Members	Attendance
Ms. Ana Lucrecia Bolado Valle	100%
Ms. Silvia Alonso-Castrillo Allain	100%
Ms. Ana Cristina Peralta Moreno[1]	100%
Ms. Elena Salgado Méndez[1]	100%
Mr. Juan Carlos García Cañizares[2]	85,7%
Mr. Luis Maluquer Trepat[3]	100%

[1] Appointed the 3 July 2024.
[2] Ceased his charge the 11 September 2024.
[3] Ceased his charge the 9 de May 2024.

6.3 THE MAIN ACTIVITIES RELATED TO REMUNERATION CARRIED OUT BY THE COMMITTEE

In the financial year 2024 and up to the date this Report was approved, the most relevant actions carried out by Colonial's Nomination and Remuneration Committee related to remuneration were as follows:

Activities	Q1 2024	Q2 2024	Q3 2024	Q4 2024	Q1 2025
2023 annual bonus: assessment of the achievement of the objectives and a proposal for the payout level.	✓				
2022-2024 and 2023-2025 cycles of the Long-Term Incentive Plan approved by the General Shareholders' Meeting in 2021: monitoring achievement of the objectives.	✓		✓		
2024 annual bonus: proposal for the metrics, weightings and objectives for the CEO and the management team.	✓				
2024-2026 cycles of the Long-Term Incentive Plan approved by the General Shareholders' Meeting in 2024: proposal for the maximum number of shares and the metrics, weightings and objectives.	✓				
2023 Annual Report on the Directors' Remuneration: proposal to be submitted to the Board of Directors for its approval to then be submitted to Colonial's General Shareholders' Meeting to be held in 2024 (advisory vote).	✓				
Monitoring and analysis of the results of the General Shareholders' Meeting related to the remuneration.			✓		
2024 annual bonus: assessment of achievement of the objectives and a proposal for the payout level.					✓
2022-2024 cycles of the Long-Term Incentive Plan approved by the General Shareholders' Meeting in 2021: assessment of achievement of the objectives and a proposal for the payout level.					✓
2025 annual bonus: proposal of metrics, their weightings and objectives for the CEO and the management team.				✓	✓
2025-2027 cycle of the Long-Term Incentive Plan approved by the General Shareholders' Meeting in 2024: proposal of the maximum number of shares, metrics, their weightings and objectives.				✓	✓
2024 Annual Report on the Directors' Remuneration: proposal to be submitted to the Board of Directors for its approval to then be submitted to Colonial's General Shareholders' Meeting to be held in 2025 (advisory vote).				✓	✓

6. COMPANY PROCEDURES AND BODIES INVOLVED IN DETERMINING, APPROVING AND APPLYING THE REMUNERATION POLICY AND ITS TERMS AND CONDITIONS

6.4 PROCEDURES AND BODIES INVOLVED

The Company's procedures and the competent bodies for determining and approving the Remuneration Policy and its terms and conditions are described below.

As of the date of submission of this Annual Report on the Directors' Remuneration to the General Shareholders' Meeting, the only Executive Director is the Chief Executive Officer.

	Nomination and Remuneration Committee	Board of Directors	General Shareholders' Meeting
Determining the Policy and its remuneration components	It proposes the Policy to the Board.	It approves the Policy and submits it to the General Shareholders' Meeting for a vote.	It approves the Policy at least every three years. It approves any modification or replacement of the Policy.
	It proposes to the Board the maximum annual amount to be paid to Directors in their capacity as such and each Director's remuneration.	It proposes to the General Shareholders' Meeting the maximum annual amount to be paid to Directors in their capacity as such. It determines the remuneration of each Director.	It approves the maximum annual remuneration for all Directors in their capacity as such.
	It proposes to the Board the Directors' remuneration for the performance of their executive functions, along with the terms and conditions of their contract.	It sets the Directors' remuneration for the performance of executive functions, along with the terms and conditions of their contract.	It approves the remuneration systems for the Directors for the performance of executive functions.
Application of the Policy	It proposes the amount of the base salary for the Executive Director and its annual variation. It proposes the parameters for setting the variable components and evaluates them for payment purposes. It proposes, as necessary, the cancellation of the payment or the refund of variable components.	It evaluates and, where appropriate, approves the proposals made by the Nomination and Remuneration Committee on implementation of the Policy.	
Review of the Policy	It verifies the compliance with the Policy and regularly reviews its implementation. It ensures that the individual remuneration is proportionate.		
Transparency of the Policy	It ensures transparency over remuneration and the inclusion of information on the Directors' remuneration in the annual report. It submits the Annual Report on the Directors' Remuneration to the Board of Directors for approval and verifies the information on Directors' remuneration contained in corporate documents. It prepares the specific report that underlies the Remuneration Policy.	It approves the Annual Report on Directors' Remuneration to be submitted to the General Shareholders' Meeting for consultation purposes.	It approves (advisory vote) the Annual Report on Directors' Remuneration.

6.5 EXTERNAL ADVISORS INVOLVED IN THE DRAFTING OF THE POLICY AND OTHER COMPANY BODIES INVOLVED IN DESIGN AND IMPLEMENTATION OF THE POLICY

According to the Board of Directors' Regulations, the Directors of the Board and members of its Committees may request external advice on any matters they deem necessary to better perform their duties In this respect, the Committee has received advice from Towers Watson (WTW) for the design of the new Remuneration Policy for the financial years 2024, 2025 and 2026 and for drafting this Report.

APPENDIX I – DETAILS OF THE CURRENT LONG-TERM INCENTIVE PLANS

This Appendix I includes the details of the current cycles, specifically, the third Cycle 2023-2025 of the Long-Term Incentive Plan approved by the General Shareholders' Meeting of 30 June 2021 and the first Cycle 2024-2026 of the Long-Term Incentive Plan approved by the General Shareholders' Meeting of 13 June 2024.

Long-term incentive: 2023-2025 Cycle	
Description	It consists of granting Company to the beneficiaries of the Plan by means of long-term variable remuneration, subject to achieving specific multi-annual objectives.
Term of the Plan	1 January 2023 to 31 December 2025.
Maximum number of shares	376,254 shares. The number of shares that the CEO will finally accrue will depend on achievement of the objectives to which the 2023-2025 cycle is linked and such number may be increased by a number of shares equivalent to the amount of the dividends per share paid out by Colonial to its shareholders during the cycle. For such purpose, the reference value will be the weighted average of Colonial's share on the dividends payment dates in each of the years of the cycle.
Metrics	See table below

Metrics

Weighting	Metrics
50%	Total Shareholder Return (TSR): • 15% relative TSR vs. a peer group★, and • 35% absolute TSR Maximum weighting of up to 200% of the target
20%	Net tangible assets (NTA)/share as of 31 December 2025: • 10% relative NTA and • 10% absolute NTA
20%	Adjusted earnings per share in the 2023-2025 performace period.
10%	Progress made in the decarbonisation plan and emission reduction.

★ Peer Group: Gecina, Covivio, Prime Swiss Property, Merlin Properties, Aroundtown, Icade and Vitura.

Operation

Payout levels are determined by the Board of Directors, on the NRC's proposal, after the performance period ends, based on the level of achievement of the objectives, and may adjust the payout level to ensure a fair and balanced outcome in view of the Company's overall results and considering any associated risks. In this respect, any positive or negative economic impact arising from any extraordinary events which may introduce distortions into the results of the evaluation, may be removed upon proposing the level of achievement of the quantitative objectives. The evaluation of performance for some metrics could be done based upon the data and the results provided by external advisors.

In any case, in the event of changes to the number of shares in Colonial due to a decrease or increase in the nominal value of the shares or as a result of a transaction with an equivalent impact, such as a merger, consolidation or spin-off, the maximum number of shares to be awarded will be adjusted, when appropriate, in order to maintain the equivalence of the benefits under the Plan.

Moreover, the Board of Directors is authorised, at the proposal of the Committee, to agree the full or partial cancellation (malus) or refund (clawback) of the shares to be awarded to the Plan's beneficiaries.

The Chief Executive Officer must hold the earned shares, net of taxes, which, if applicable, derive from the incentive, for at least one year after its accrual, without prejudice to the shareholding requirement of 2 annuities of his base salary.

To determine the result of the peer group, each company is assigned a weighting calculated according to its level of comparability with Colonial depending on its market capitalisation over the last 3 months of 2022. For this purpose, the Board of Directors assigns a weighted value to each company included in the Index and determines the parameters for its calculation, being able to replace the companies in the Index if this is warranted due to the circumstances.

To determine the achievement of the objectives and to calculate the exact number of shares to be awarded for these items, the Board of Directors has agreed on a performance scale for each objective at the start of each cycle, according to a proposal made by the Nomination and Remuneration Committee. This will include: (i) a minimum threshold below which no incentive is paid and its achievement will result in the award of 50% of the theoretical number of granted shares; (ii) a target level that will result in the award of 100% of the theoretical number of granted shares; and (iii) a maximum level that will imply an award of 150% of the theoretical number of granted shares (200% in the event of Total Shareholder Return).

APPENDIX I – DETAILS OF THE CURRENT LONG-TERM INCENTIVE PLANS

<table>
<tr><th colspan="2">Incentivo a largo plazo: Ciclo 2024-2026</th></tr>
<tr><td>Description</td><td>It consists of granting Company shares to the beneficiaries of the Plan by means of long-term variable remuneration, subject to achieving specific multi-annual objectives.</td></tr>
<tr><td>Term of the Plan</td><td>From 1 January 2024 to 31 December 2026.</td></tr>
<tr><td>Maximum number of shares</td><td>454.759 shares.

The number of shares that the Chief Executive Officer will finally accrue will depend on achievement of the objectives to which the 2024-2026 cycle is linked and such number may be increased by a number of shares equivalent to the amount of the dividends per share paid out by Colonial to its shareholders during the cycle. For such purpose, the reference value will be the weighted average of Colonial's share on the dividends payment dates in each of the years of the cycle.</td></tr>
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• 35% absolute TSR
Maximum weighting of up to 200% of the target</td></tr>
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• 10% relative NTA and
• 10% absolute NTA</td></tr>
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<tr><td>10%</td><td>Progress made in the decarbonisation plan and emission reduction.</td></tr>
</table>
★ Peer group: Arima, Covivio, Gecina, Icade, Merlin Properties, Société Tour Eiffel and Vitura.
</td></tr>
<tr><td>Operation</td><td>Payout levels are determined by the Board of Directors, on the NRC's proposal, after the performance period ends, based on the level of achievement of the objectives, and may adjust the payout level to ensure a fair and balanced outcome in view of the Company's overall results and considering any associated risks. In this respect, any positive or negative economic impact arising from any extraordinary events which may introduce distortions into the results of the evaluation, may be removed upon proposing the level of achievement of the quantitative objectives. The evaluation of performance for some metrics could be done based upon the data and the results provided by external advisors.

In any case, in the event of changes to the number of shares in Colonial due to a decrease or increase in the nominal value of the shares or as a result of a transaction with an equivalent impact, such as a merger, consolidation or spin-off, the maximum number of shares to be awarded will be adjusted, when appropriate, in order to maintain the equivalence of the benefits under the Plan.

Moreover, the Board of Directors is authorised, at the proposal of the Committee, to agree the full or partial cancellation (malus) or refund (clawback) of the shares to be awarded to the Plan's beneficiaries.

The Chief Executive Officer must hold the earned shares, net of taxes, which, if applicable, derive from the incentive, for at least one year after its accrual, without prejudice to the shareholding requirement of 2 annuities of his base salary.

To determine the result of the peer group, each company is assigned a weighting calculated according to its level of comparability with Colonial depending on its market capitalisation over the last 3 months of 2023. For this purpose, the Board of Directors assigns a weighted value to each company included in the Index and determines the parameters for its calculation, being able to replace the companies in the Index if this is warranted due to the circumstances.

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</table>

APPENDIX II – STATISTICS OF THE ANNUAL REPORT ON THE REMUNERATION OF DIRECTORS FOR LISTED COMPANIES (Circular 3/2021, of September 28, of the CNMV)

ANNUAL REPORT ON REMUNERATION OF DIRECTORS OF LISTED COMPANIES

ISSUER IDENTIFICATION

Ending date of reference period: 31/12/2024

CIF: A-28027399

Corporate Name:

INMOBILIARIA COLONIAL, SOCIMI, S.A.

Registered Office:

PASEO DE LA CASTELLANA, 52 MADRID

B. OVERALL SUMMARY OF HOW REMUNERATION POLICY HAS BEEN APPLIED DURING THE YEAR ENDED

B.4. Report on the result of the consultative vote at the general shareholders' meeting on remuneration in the previous year, indicating the number of votes against that may have been cast

	Number	% of total
Votes cast	449,873,635	83.37

	Number	% of cast
Votes against	41,493,532	9.22
Votes in favour	407,100,313	90.50
Blank ballots		0.00
Abstentions	1,279,790	0.28

C. ITEMISED INDIVIDUAL REMUNERATION ACCRUED BY EACH DIRECTOR

Name	Type	Period of accrual in the financial year 2024
Mr. JUAN JOSÉ BRUGERA CLAVERO	Chair Other External	From 01/01/2024 to 31/12/2024
Mr. PEDRO VIÑOLAS SERRA	Chief Executive Director	From 01/01/2024 to 31/12/2024
Mr. SHEIK ALI JASSIM M.J.AL-THANI	Proprietary Director	From 01/01/2024 to 31/12/2024
Mr. GIULIANO ROTONDO	Proprietary Director	From 01/01/2024 to 31/12/2024
Mr. CARLOS FERNÁNDEZ GONZÁLEZ	Proprietary Director	From 01/01/2024 to 31/12/2024
Ms. BEGOÑA ORGAMBIDE GARCÍA	Proprietary Director	From 01/01/2024 to 31/12/2024
Ms. SILVIA ALONSO-CASTRILLO ALLAIN	Independent Director	From 01/01/2024 to 31/12/2024
Ms. ANA CRISTINA PERALTA MORENO	Independent Director	From 01/01/2024 to 31/12/2024
Ms. ANA LUCRECIA BOLADO VALLE	Independent Director	From 01/01/2024 to 31/12/2024
Mr. MANUEL PUIG ROCHA	Proprietary Director	From 01/01/2024 to 31/12/2024
Mr. MIRIAM GONZÁLEZ AMÉZQUETA	Independent Director	From 01/01/2024 to 31/12/2024
Ms. ELENA SALGADO MÉNDEZ	Proprietary Director	From 12/06/2024 to 31/12/2024
Mr. FELIPE MATÍAS CAVIEDES	Proprietary Director	From 12/06/2024 to 31/12/2024
Mr. LUIS MALUQUER TREPAT	Independent Director	From 01/01/2024 to 09/05/2024
Mr. JUAN CARLOS GARCÍA CAÑIZARES	Proprietary Director	From 01/01/2024 to 11/09/2024

C.1. Complete the following tables regarding the individual remuneration of each director (including the salary received for performing executive duties) accrued during the year.

a) **Remuneration from the reporting company:**

i) Remuneration in cash (thousands of €)

Name	Fixed Remuneration	Per diem allowances	Remuneration for membership of Board's committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Severance payment	Other items	Total in 2024	Total in 2023
Mr. JUAN JOSÉ BRUGERA CLAVERO	550	90							640	638
Mr. PEDRO VIÑOLAS SERRA				800	800				1,600	1,696
Mr. SHEIK ALI JASSIM M.J.AL-THANI	50	60							110	105
Mr. GIULIANO ROTONDO	50	55							105	25
Mr. CARLOS FERNÁNDEZ GONZÁLEZ	50	55							105	105
Ms. BEGOÑA ORGAMBIDE GARCÍA	50	108	25						183	160
Ms. SILVIA ALONSO-CASTRILLO ALLAIN	50	117	25						192	185
Ms. ANA CRISTINA PERALTA MORENO	50	140	50						240	210
Ms. ANA LUCRECIA BOLADO VALLE	50	170	75						295	277
Mr. MANUEL PUIG ROCHA	50	55							105	47
Ms. MIRIAM GONZÁLEZ AMÉZQUETA	50	119	37						206	82
Ms. ELENA SALGADO MÉNDEZ	25	37	13						75	
Mr. FELIPE MATÍAS CAVIEDES	25	25							50	
Mr. LUIS MALUQUER TREPAT	18	62	18						98	233
Mr. JUAN CARLOS GARCÍA CAÑIZARES	35	58	17						110	164

ii) Table of changes in share-based remuneration schemes and gross profit from consolidated shares or financial instruments.

Name	Name of Plan	Financial instruments at start of 2024		Financial instruments granted during 2024		Financial instruments consolidated during the year				Instruments matured but not exercised	Financial instruments at end of 2024	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares/ consolidated	Price of the consolidated shares	Gross profit from consolidated shares or financial instruments (thousands of €)	No. of instruments	No. of instruments	No. of equivalent shares
Mr. PEDRO VIÑOLAS SERRA	2024 Deferred annual variable remuneration			48,197	48,197						48,197	48,197
Mr. PEDRO VIÑOLAS SERRA	2022-2024 Cycle	279,156	279,156			25,465	25,465	5.34	136	253,691		
Mr. PEDRO VIÑOLAS SERRA	Dividend equivalents 2022-2024 Cycle			3,493	3,493	3,493	3,493	5.34	19			
Mr. PEDRO VIÑOLAS SERRA	2023-2025 Cycle	376,254	376,254								376,254	376,254
Mr. PEDRO VIÑOLAS SERRA	2024-2026 Cycle			429,017	429,017						429,017	429,017

iii) Long-term saving systems

Name	Remuneration from consolidation of rights to savings system
Mr. PEDRO VIÑOLAS SERRA	

Name	Contribution over the year from the company (thousand €)				Amount of accumulated funds (thousand €)			
	Savings systems with consolidated economic rights		Savings systems with unconsolidated economic rights		Savings systems with consolidated economic rights		Savings systems with unconsolidated economic rights	
	Year 2024	Year 2023	Year 2024	Year 2023	Year 2024	Year 2023	Year 2024	Year 2023
Mr. PEDRO VIÑOLAS SERRA			120	112			970	850

v) Details of other items

Name	Item	Remuneration amount
Mr. PEDRO VIÑOLAS SERRA	Remuneration in kind	70

b) Remuneration of the company directors for seats on the boards of other group companies:

i) Remuneration in cash (thousands of €)

Name	Fixed remuneration	Per diem allowances	Remuneration for member ship of Board's committees	Salary	Short-term variable remuneration	Long-term variable remuneration	Severance payment	Other items	Total in 2024	Total in 2023
Mr. SHEIK ALI JASSIM M.J.AL-THANI	20	15							35	32

ii) Table of changes in share-based remuneration schemes and gross profit from consolidated shares or financial instruments

Nombre	Name of Plan	Financial instruments at start of 2024		Financial instruments granted during 2024		Financial instruments consolidated during the year				Instruments matured but not exercised	Financial instruments at end of 2024	
		No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares	No. of instruments	No. of equivalent shares/ consolidated	Price of the consolidated shares	Net profit from consolidated shares or financial instruments (thousands of €)	No. of instruments	No. of instruments	No. of equivalent shares

iii) Long-term saving systems

Name	Remuneration from consolidation of rights to saving systems
No data	

Name	Remuneration from consolidation of rights to saving systems
No data	

	Contribution over the year from the company (thousands of €)				Amount of accumulated funds (thousands of €)			
Name	Saving systems with consolidated economic rights		Saving systems with unconsolidated economic rights		Saving systems with Consolidated economic rights		Saving systems with unconsolidated economic rights	
	Year 2024	Year 2023	Year 2024	Year 2023	Year 2024	Year 2023	Year 2024	Year 2023
No data								

iv) **Details of other items**

Name	Item	Remuneration amount
No data	Item	

c) **Summary of remunerations (thousand €):**

This should include a summary of the amounts corresponding to all the remuneration items included in this report that have accrued to each director (thousand €).

	Remuneration accrued in the company					Remuneration accrued in group companies					
Name	Total cash remuneration	Gross profit of consolidated shares or financial instruments	Remuneration for long term savings systems	Remuneration for other items	Total 2024 company	Total cash remuneration	Gross profit of consolidated shares or financial instruments	Remuneration for long term savings systems	Remuneration for other items	Total 2024 group	Total 2024 company + group
Mr. JUAN JOSÉ BRUGERA CLAVERO	640				640						640
Mr. PEDRO VIÑOLAS SERRA	1,600	155		70	1,825						1,825
Mr. SHEIK ALI JASSIM M.J.AL-THANI	110				110	35				35	145
Mr. GIULIANO ROTONDO	105				105						105
Mr. CARLOS FERNÁNDEZ GONZÁLEZ	105				105						105
Ms. BEGOÑA ORGAMBIDE GARCÍA	183				183						183
Ms. SILVIA ALONSO-CASTRILLO ALLAIN	192				192						192
Ms. ANA CRISTINA PERALTA MORENO	240				240						240
Ms. ANA LUCRECIA BOLADO VALLE	295				295						295
Mr. MANUEL PUIG ROCHA	105				105						105
Ms. MIRIAM GONZÁLEZ AMÉZQUETA	206				206						206

	Remuneration accrued in the company					Remuneration accrued in group companies					
Name	Total cash remuneration	Gross profit of consolidated shares or financial instruments	Remuneration for long term savings systems	Remuneration for other items	Total 2024 company	Total cash remuneration	Gross profit of consolidated shares or financial instruments	Remuneration for long term savings systems	Remuneration for other items	Total 2023 group	Total 2024 company + group
Ms. ELENA SALGADO MÉNDEZ	75				75						75
Mr. FELIPE MATÍAS CAVIEDES	50				50						50
Mr. LUIS MALUQUER TREPAT	98				98						98
Mr. JUAN CARLOS GARCÍA CAÑIZARES	110				110						110
TOTAL	4,114	155		70	4,339	35				35	4,374

C.2 **Indicate the evolution in the last five years of the amount and percentage variation of the remuneration accrued by each of the directors of the listed company who have held this position during the year, the consolidated results of the company and the average remuneration on an equivalent basis with regard to full-time employees of the company and its subsidiaries that are not directors of the listed company**.

	Total amounts accrued and % annual variation								
	Year 2024	% Variation 2024/2023	Year 2023	% Variation 2023/2022	Year 2022	% Variation 2022/2021	Year 2021	% Variation 2021/2020	Year 2020
Executive Directors									
PEDRO VIÑOLAS SERRA	1,825	*-20.10*	2,284	*35.55*	1,685	*-40.38*	2,826	*17.26*	2,410
External Directors									
Mr. JUAN JOSÉ BRUGERA CLAVERO	640	*-16.78*	769	*-83.82*	4,754	*78.12*	2,669	*31.67*	2,027
Mr. SHEIK ALI JASSIM M.J.AL-THANI	145	*5.84*	137	*-0.72*	138	*-8.61*	151	*-5.03*	159
Mr. GIULIANO ROTONDO	105	*320.00*	25	--	--	--	--	--	--
Mr. CARLOS FERNÁNDEZ GONZÁLEZ	105	*0.00*	105	*10.53*	95	*-13.64*	110	*0.00*	110
Ms. BEGOÑA ORGAMBIDE GARCÍA	183	*14.38*	160	*384.85*	33	--	--	--	--
Ms. SILVIA ALONSO-CASTRILLO ALLAIN	192	*3.78*	185	*9.47*	169	*-6.63*	181	*29.29*	140
Ms. ANA CRISTINA PERALTA MORENO	240	*14.29*	210	*1.45*	207	*-5.91*	220	*17.65*	187
Ms. ANA LUCRECIA BOLADO VALLE	295	*6.50*	277	*5.73*	262	*18.55*	221	*16.32*	190
Mr. MANUEL PUIG ROCHA	105	*123.40*	47	--	--	--	--	--	--
Ms. MIRIAM GONZÁLEZ AMÉZQUETA	206	*151.22*	82	--	--	--	--	--	--
Ms. ELENA SALGADO MÉNDEZ	75	--	--	--	--	--	--	--	--
Mr. FELIPE MATÍAS CAVIEDES	50	--	--	--	--	--	--	--	--
Mr. LUIS MALUQUER TREPAT	98	*-57.94*	233	*-8.63*	255	*-27.97*	354	*15.31*	307
Mr. JUAN CARLOS GARCÍA CAÑIZARES	110	*-32.93*	164	*11.56*	147	*-3.29*	152	*-8.98*	167
Company consolidated results	355,543		-1,215,255	--	41,992	*-92.55*	563,374	*769.31*	64,807
Average employee remuneration	108	*16.13*	93	*6.90*	87	*-23.68*	114	*22.58*	93

D. OTHER RELEVANT INFORMATION

This annual remuneration report has been approved by the Board of Directors of the company on:

27/02/2025

State whether any director has voted against or abstained from approving this report

[ ] Yes

[✓] No

Name or company name of the member of the Board of Directors who has not voted for the approval of this report	Reasons (against, abstention, non-attendance)	Explain the reasons