

**MELIÁ HOTELS INTERNATIONAL, S.A.** (the "Company"), in accordance with the provisions of article 228 of the Royal Legislative Decree 4/2015, of 23 October, that approves restated text of the Securities Market Law, announces to the National Securities Market Commission the following:

## SIGNIFICANT EVENT

On June 6, 2018, the General Shareholders' Meeting of Meliá Hotels International, SA was held on first call, with attendance, present or duly represented, of holders of 176,252,788 shares of the Company, representing 77,295% of the share capital, in which, by a majority of the shareholders, present and represented, were approved all the proposals of the Board of Directors in relation to the items included in the Agenda.

In particular, the Ordinary General Meeting of Shareholders of Meliá Hotels International, S.A. Has adopted the following agreements.

- 1.1 To approve the Annual Accounts (Balance Sheet, profit and loss account, Statement of Changes in Equity, Cash Flow Statement and Notes to the Financial Statements) and Management Report, for both Meliá Hotels International, S.A. and its Consolidated Group, for financial year ended December 31, 2017, verified by the auditor of the Company, PricewaterhouseCoopers Auditores, S.L.
- 1.2 To approve the management of the Company by the Board of Directors corresponding to the financial year 2017.
- 2. To approve the allocation of the results for 2017 financial year which, as it transpires from the approved income statement, amounts to an income of 77,024,410.00 euros, as follows:

To voluntary reserve: 38,411,840.00 euros

Distribution of a gross dividend of  $\in$  0.1681 per share among the shares of the Company in circulation with the right to receive dividends, charged against the results of the year.

The distribution of dividends is resolved pursuant to the provisions of articles 273 through 276 of the Spanish Companies Act. Such dividend will be paid on July 10, 2018, being the payment agent the entity to be appointed by the Board of Directors of the Company, through the entities participating in Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. ("Iberclear") and according to applicable regulations.

3. To re-elect Mr. Juan Arena de la Mora as Director, for the statutory period of four years upon the proposal of the Appointments and Remuneration Committee and following the relevant report issued by the Board of Directors.



















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

- 4. To fix the number of members of the Board of Directors of the Company at eleven (11), pursuant to the provisions of Article 242.1 of the Spanish Companies Act, Article 31.2 of the Bylaws and Article 8 of the Regulations of the Board of Directors.
- 5. In accordance with the proposal made to the Board of Directors by the Auditing and Compliance Committee, the reelection as Auditor, in order to review the Annual Accounts and Management Report for both the Company and the consolidated Group corresponding to the financial year 2018, of the firm PricewaterhouseCoopers Auditores, S.L., with registered office at E-28046-Madrid, Torre PwC, Paseo de la Castellana 259 B, Tax Identification Number B-79031290, registered in the Mercantile Registry of Madrid, sheet 87250-1, page 75, volume 9267, book 8054, section 3; and registered in the Official Registry of Accounts Auditors under number S0242.

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

6. To appoint, following the proposal of Appointments and Remuneration Committee submitted to the Board of Directors, the firm Deloitte, S.L., as auditor of the Company, in order to review the Annual Accounts and Management Report for both the Company and the consolidated Group for the financial years 2019, 2020 and 2021.

Deloitte, S.L., is company with registered office at Plaza Pablo Ruiz Picasso, 1, Torre Picasso, 28020 Madrid, with Tax Identification Number B-79104469, and being registered in Official Registry of Accounts Auditors under number S0692.

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

7. To approve, pursuant to the provisions of Article 529 novodecies of the Spanish Companies Act and article 37 of the Bylaws of the Company, and following Appointments and Remuneration Committee's proposal, the amendment of directors' remuneration policy approved on 23 June, 2016, and applicable until the end of its effective term.



















- 8. To approve, pursuant to the provisions of Article 529 novodecies of the Spanish Companies Act and article 37 of the Bylaws of the Company, and following Appointments and Remuneration Committee's proposal, the directors' remuneration policy for financial years 2019, 2020 and 2021.
- 9. To approve, pursuant to the provisions of article 37.1 of the Bylaws of the Company, the maximum amount to be payable as directors' remuneration in their capacity as such, in ONE MILLION TWO HUNDRED THOUSAND EUROS (€ 1,200,000), being such amount applicable for remunerations corresponding to financial year 2018, and that shall be valid until next General Shareholder's Meeting decision. Determination of directors' individual remuneration shall be agreed by the Board of Directors, that shall take the duties and responsibilities of each director, their participation in executive committees and any other objective and relevant circumstances into consideration.
- 10. To approve, as advisory vote, the Annual Report on Directors' Remuneration prepared by Appointments and Remuneration Committee, that has been previously approved by the Board of Directors of Meliá Hotels International, S.A. held on March 23, 2018.
- 11. The Commercial Paper Issuance Program ("Euro Commercial Paper Program"), has been reported.
- 12. With regard to the resolutions of this General Shareholders' Meeting and notwithstanding the empowerments included in the previous resolutions, it is resolved to delegate into Mr. Gabriel Escarrer Juliá, Chairman, and Mr. Gabriel Escarrer Jaume, Vice Chairman and Managing Director; Mr. Luis María Díaz de Bustamante y Terminel, Secretary-Director of the Board of Directors of the Company; and Mr. Juan Ignacio Pardo García, Vice Secretary non-Director of the Board of Directors, the specific and necessary powers, jointly and severally and as broad as required and necessary in Law, to:
- (a) Interpret, clarify, complement, remedy, apply, complete, publicize, execute and develop the resolutions adopted in this Meeting;
- (b) To appear before Notaries and Registrars, public and private Organizations, Authorities and Civil Servants, Accounts Auditors, Securities Firms, Banks and Bankers, making any representations deemed advisable, depositing and executing and signing any Deeds, Minutes, Accounts, Briefs, Agreements, Reports and documents, both public and private, that they deem necessary, even clarifying, correcting and rectifying them, totally or partially, according to the rating of the competent Registrars, Authorities and Civil Servants, so that the aforementioned resolutions are duly formalized and materialized, where appropriate, with the corresponding entry and deposit in the appropriate Registry.



















- (c) To attach and, as appropriate, transcribe the notarial Minutes of this Meeting to the Minutes' Book; and
- (d) To issue any Certificates, even for clarification, corrective, rectification or supplemental purposes, totally or partially, as necessary for and on the preceding resolutions, and for their appropriate implementation.

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Palma, 6th June, 2018















