



## SPANISH NATIONAL SECURITIES MARKET COMMISSION

In accordance with the provisions of Article 227 of Law 6/2023, of March 17, on the Securities Markets and Investment Services, Árima Real Estate SOCIMI, S.A. ("Árima" or the "Company") hereby informs the Spanish National Securities Market Commission ("CNMV") and the market of the following

### OTHER RELEVANT INFORMATION

Further to the "other relevant information" (OIR) notice published by the Company on 4 November 2025 (official register no. 37525), and in connection with the reverse merger by absorption of JSS Real Estate SOCIMI, S.A. ("JSS SOCIMI", as the absorbed company) by Árima (as the absorbing company) (the "Merger"), the Company hereby announces that, as of 14 November 2025, the public deed formalizing the Merger has been registered with the Commercial Registry, pursuant to which:

- (i) Árima has absorbed JSS SOCIMI, resulting in the dissolution and termination (without liquidation) of the latter, and all of its assets and liabilities being transferred as a whole to Árima. Consequently, Árima has succeeded to all rights and obligations of JSS SOCIMI by universal succession, in accordance with the provisions of Royal Decree-law 5/2023 of 28 June, which implements European Union Directives on structural changes in commercial companies.
- (ii) The shareholders of JSS SOCIMI have become shareholders of Árima as a result of the Merger, receiving shares in proportion to their respective holdings in JSS SOCIMI and in accordance with the agreed exchange ratio for the Merger: 9 Árima shares, each with a par value of EUR 10.00, for every 7 JSS SOCIMI shares, each with a par value of EUR 1.00. No cash compensation has been provided, in accordance with Article 36.2 of Royal Decree-law 5/2023. The exchange has been carried out in accordance with the terms and procedure described in the exchange notice published by the Company on 14 November 2025 through the corresponding "other relevant information" (OIR) communication (official register no. 37716).
- (iii) In particular, for each JSS SOCIMI share held, with a par value of EUR 1.00, Árima has delivered the following shares to JSS SOCIMI shareholders, each with a par value of EUR 10.00: (i) 25,912,276 existing ordinary shares of Árima previously owned by JSS SOCIMI, which, as a result of the Merger, have become part of Árima's treasury stock; (ii) 26,971 existing ordinary shares held by Árima as treasury stock; and (iii) 5,811,824 newly issued ordinary shares of Árima, of the same class and series as the existing shares (the "New Shares").
- (iv) To facilitate the exchange by delivering the newly issued ordinary shares, Árima has executed a share capital increase amounting to a total nominal value of EUR 58,118,240.00 through the issuance and admission to trading of 5,811,824 new ordinary shares of the Company. This capital increase was accompanied by a total share premium of EUR 581,182.40, resulting in a total gross amount of EUR 58,699,422.40.
- (v) Consequently, Árima's share capital has been set at EUR 317,947,650.00, divided into 31,794,765 registered ordinary shares with a par value of EUR 10.00 each, all belonging to the same class and series and represented by book entries.



It is expected that on 18 November 2025 the Spanish National Securities Market Commission (CNMV) will verify compliance with the requirements for the admission to trading of the New Shares on the Barcelona, Madrid, Bilbao and Valencia Stock Exchanges (the “**Stock Exchanges**”) and that all shares representing the share capital of JSS SOCIMI will be delisted from BME Growth, a segment of BME MTF Equity. Following this, the governing bodies of the Stock Exchanges are expected to approve the admission of the New Shares to trading, with such admission taking effect on the same day. Accordingly, 18 November 2025 will mark the first trading day of the New Shares on the Spanish Automated Quotation System (SIBE).

For the purposes of the admission to trading of the New Shares, in connection with the call to the ordinary General Shareholders’ Meeting of Árima held on 3 November 2025, Árima published an exemption document containing detailed information on the Merger and its consequences for the Company in accordance with Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017. This document is available on Árima’s corporate website ([www.arimainmo.com](http://www.arimainmo.com)).

A press release on the Merger is attached as an Annex.

Madrid, 17 November 2025

**Mr. José María Rodríguez-Ponga Linares**

Chairman of the Board of Directors

Árima Real Estate SOCIMI, S.A.

## ÁRIMA COMPLETES MERGER WITH JSS

- €543 million portfolio value
- +175,000 sqm of gross leasable area
- €15 million total revenue in the first half of the year
- €9.5 million recurring EBITDA as of June 30, 2025



Photo: Cristalia Building – Lobby Atrium

**Madrid, November 17, 2025.** The process that began in 2024 with JSS's takeover bid for 100% of the SOCIMI's shares has now finalized with its absorption by Árima. The merger is now fully effective, and the Group will present its 2025 annual financial statements as a single entity.

As a result, Árima Group reaches a portfolio value of €543 million, following the sale of its Habana asset for €46 million in July, with a total leasable area of more than 175,000 sqm. The financial impact of the merger is retroactive from January 1, 2025, with revenues of €15 million and a recurring EBITDA of €9.5 million recorded during the first six months of the year.

Árima enters this new pase with a significantly larger scale and strong growth prospects. The Group has two office projects in the final stages of construction, which will contribute over €7.5 million annually to the SOCIMI's income statement. Furthermore, rental income from one of these projects is already secured through the signing of a Head of Terms agreement with a prestigious tenant for 100% of the space. The portfolio also includes available space that will further increase rental income as commercialization progresses.

This corporate transaction streamlines the Group's structure, enhances operational efficiency, and reduces costs. Árima remains a single listed entity, facilitating access to institutional investors and strengthening its market position to continue growing and establishing itself as a benchmark in the sector.