

A LA COMISIÓN NACIONAL DEL MERCADO DE VALORES

MERLIN Properties, SOCIMI, S.A. ("MERLIN"), en cumplimiento de lo dispuesto por la normativa de aplicación, comunica la siguiente

INFORMACIÓN RELEVANTE

MERLIN celebrará un *Conference Call* con analistas e inversores institucionales, el jueves <u>30 de julio de 2020, a las 15 horas de Madrid/CET</u>, que podrá seguirse en tiempo real, vía audio-conferencia, a través del siguiente *link* y con los siguientes códigos de acceso:

Webex Link:

https://merlinproperties.webex.com/merlinproperties/onstage/g.php?MTID=e45 a22ad0336677efc7d04dd11f0f6968

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Adjunto se remite la nota de prensa y la documentación soporte a la presentación, que están igualmente disponibles a través de la página web corporativa de MERLIN (www.merlinproperties.com)

Madrid, 29 de julio de 2020.

MERLIN Properties SOCIMI, S.A.





MERLIN resiste el impacto del Covid-19 con solvencia

- Ingresos por rentas: € 259,4 millones (-2,2% vs 6M 2019)
- EBITDA: € 184,1 millones (-12,5% vs 6M 2019)
- Beneficio operativo ("FFO"): € 134,3 millones (-14,6% vs 6M 2019)
- Valor neto de activos por acción: €15,68 (+3,8% vs 6M 2019)
- Sin cambio de perímetro tras las ventas de activos, los ingresos crecen un 2,7% en términos comparables.
- La Compañía lanzó una política comercial para ayudar a sus inquilinos de retail a superar la crisis del Covid-19 mediante incentivos. El impacto contable este semestre ha sido de € 27,8 millones.
- El beneficio operativo ("FFO") alcanza los € 134,3 millones, 29 céntimos por acción, pese al menor perímetro y los incentivos contabilizados. Sin estos dos efectos, habría superado también el beneficio operativo del año anterior.
- La valoración de la cartera se mantiene en los niveles de diciembre, con crecimientos en oficinas y logística y descensos en centros comerciales. El valor neto de los activos según recomendaciones EPRA ("EPRA NAV") se sitúa en 15,68 euros, un crecimiento del 3,8% respecto al año pasado.

Madrid, 29 de julio.- MERLIN Properties ha cerrado el primer semestre con una facturación de € 259,4 millones, un EBITDA de € 184,1 millones y un beneficio operativo (FFO) de € 134,3 millones. El beneficio neto consolidado conforme a IFRS asciende a € 70,9 millones de euros, no comparable con el ejercicio anterior por los atípicos (activos vendidos y menor revalorización de activos este año que el pasado). Excluyendo atípicos, el beneficio neto asciende a € 87,2 millones, un 30% inferior al primer semestre de 2019 (€ 124,3 millones). La ocupación de la cartera aguanta el efecto Covid-19 y se sitúa en los mismos niveles que antes del estallido de la pandemia, alcanzando el 93,9%, demostrando su calidad y la solidez de los arrendatarios.

La cartera de activos alcanza un valor bruto (GAV) de € 12.755 millones, en línea con la de diciembre de 2019 (+0,2%). Por categorías de activos, la valoración de oficinas y logística sigue creciendo por mayores rentas, net leases se mantiene y centros comerciales cae un 4,7%. El valor neto de los activos asciende a € 7.365 millones (15,68 euros por acción), un incremento del 3,8% en el último año.

MERLIN Properties continúa gestionando activamente su balance de situación, que, tras la emisión y recompra de bonos recientemente realizada, sitúa el nivel de endeudamiento



Nota de prensa

29 de julio de 2020

("LTV") en un 40,5% (40,6% en diciembre de 2019), con una posición de liquidez superior a € 1.200 millones y sin vencimientos de deuda hasta mayo de 2022. El vencimiento medio de la deuda se ha alargado hasta los 6,5 años.

Oficinas

• Evolución del negocio

Buen comportamiento en el semestre con una subida en rentas like-for-like del 4,0%. Se han firmado contratos por 187.330 m2, de los cuales 147.909 m2 se han firmado durante el segundo trimestre, en el difícil contexto post Covid. Los contratos con nuevos inquilinos se han firmado por encima de las rentas de mercado y las renovaciones se han hecho a precios incrementados, logrando un *release spread* del 2,7% en el semestre. La ocupación se encuentra en el 90,9%, muy en línea con la alcanzada antes del impacto Covid (91,4% en marzo). El nivel de impagos ha sido irrelevante, un 0,8% durante el segundo trimestre.

Plan Landmark I

Destacan en el semestre los contratos firmados en dos de los proyectos más emblemáticos, Castellana 85 en Madrid y Monumental en Lisboa, ambos en plena construcción y con entrega prevista para el primer trimestre de 2021. Castellana 85 será la sede central de una consultora de fama mundial y de una ingeniería española. Monumental será la sede central del banco BPI (grupo Caixabank).

Centros comerciales

• Evolución del negocio

Para los inquilinos retail, MERLIN Properties lanzó una política comercial con descuentos en la renta del 100% durante los meses de cierre de las tiendas. Para los meses posteriores a la reapertura, MERLIN ha dado incentivos desde junio descendientes hasta diciembre (60% / 10%). La política ha sido acogida muy positivamente por nuestros inquilinos, siendo aceptada a día de hoy por más del 92% de los clientes retail. Como contrapartida, los clientes han extendido el vencimiento de sus contratos hasta 2022, protegiendo la ocupación de la cartera durante 2020 y 2021. El nivel de impagos se ha situado en solo un 2,6%.

La ocupación ha cerrado el semestre en un 94,1% (igual que antes del Covid) y los incentivos dados a los clientes han ascendido a € 27,8 millones, con su consecuente impacto directo en las cuentas de MERLIN. Tras la reapertura, la afluencia a los centros comerciales y ventas de los inquilinos ha sufrido el lógico impacto debido a la menor movilidad de personas, especialmente en áreas turísticas, con caídas del tráfico del 29% en la primera quincena de julio y caídas en las ventas del 18% durante el mes de junio.



Nota de prensa

29 de julio de 2020

Plan Flagship

Porto Pi en Mallorca y Saler en Valencia siguen avanzando en sus reformas. Se prevé que tanto Saler como Porto Pi acaben durante el primer trimestre del año que viene. Tras ello, finalizará la reforma de todos los centros comerciales del Plan Flasghip.

Logística

• Evolución del negocio

El empuje de la venta online en el entorno post Covid impulsa el crecimiento de este segmento de mercado. MERLIN logra un sólido crecimiento en rentas, tanto en términos comparables *like-for-like* (+2,9%) como en las renovaciones (+6,7%). La ocupación crece hasta el 96,8% (+38 puntos básicos con respecto al primer trimestre). El nivel de impagos ha sido de apenas un 0,9% en el segundo trimestre.

• Plan Best II & III

Buen semestre en pre-comercialización de activos en desarrollo comprendidos en los planes Best II & III. En ZAL Port Barcelona se han entregado más de 150.000 m2 a UPS, Damm y Caprabo, entre otros. En ZAL Sevilla se han entregado dos naves a Carbó Collbatallé y Cuatrogasa. Además, se han firmado el alquiler de la totalidad de Zaragoza-Plaza II (Best III) a DSV, un proyecto llave en mano de 11.421m², así como 22.930 m² con Damm en Madrid-San Fernando II.

Impacto futuro del Covid-19 en el negocio

MERLIN Properties ha cuantificado el impacto en flujo de caja del Covid-19 en el ejercicio 2020, por un máximo de unos € 60 millones, indicando al mercado que el beneficio operativo para el ejercicio ascenderá a € 250 millones (o € 53 céntimos por acción). La Compañía planifica el resto del ejercicio y 2021 con toda la cautela y prudencia pero afronta el corto y medio plazo con un balance de situación muy sólido. Solo el 12% de los contratos vencen en 2021 y MERLIN cuenta además con € 20 millones de rentas adicionales derivadas de los nuevos contratos firmados en Landmark y Best II & III, que entrarán en producción el año próximo.



Nota de prensa

29 de julio de 2020

Acerca de MERLIN Properties

MERLIN Properties SOCIMI, S.A. (MC:MRL) es la mayor compañía inmobiliaria española. Está especializada en la adquisición y gestión de activos terciarios en la península ibérica, invirtiendo principalmente en oficinas, centros comerciales y plataformas logísticas en los segmentos Core y Core Plus. MERLIN Properties forma parte de los índices de referencia IBEX 35, Euro STOXX 600, FTSE EPRA/NAREIT Global Real Estate Index, GPR Global Index, GPR-250 Index y MSCI Small Caps.

Visite www.merlinproperties.com para obtener más información sobre la compañía.

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6M 2020 RESULTS PRESENTATION

30 July 2020

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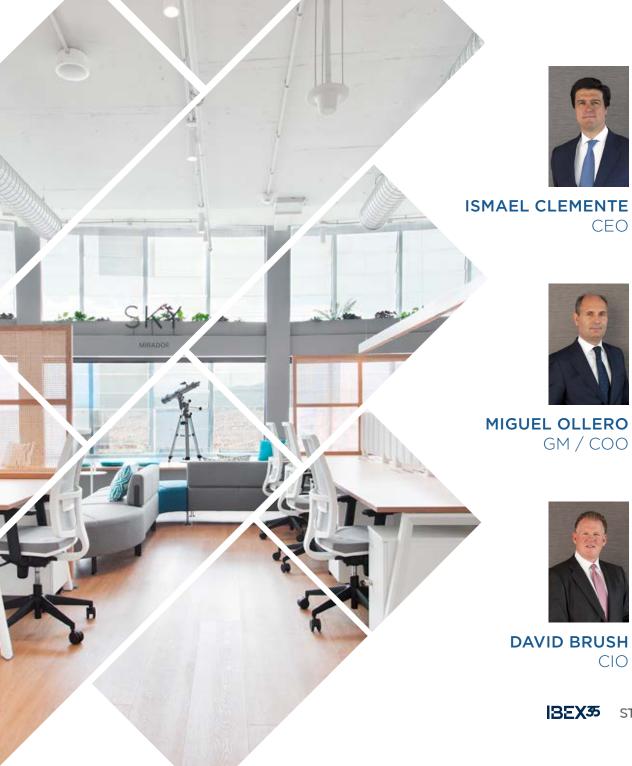
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Contents

A resilient company

Key highlights

6M20 Financial results

Offices

Shopping centers

Logistics

Valuation and debt position

Value creation

Covid-19 update

Closing remarks











Diversified business model

51% 31%

OFFICES⁽¹⁾

LOGISTICS + NET LEASES + OTHER(1)

18%
RETAIL®

>1,900

TENANTS⁽²⁾



91%

OFFICES IN PRIME CBD AND NEW BUSINESS AREAS

90%

E-COMMERCE LOGISTICS

96%

URBAN AND DOMINANT MALLS



Stable and predictable cash flow stream

Healthy debt profile

- → Contracted rents exceed € 3bn⁽¹⁾ to first break and € 5bn to maturity
- → Only 15% of rents maturing before end of 2021
- → Covid-19 incentives fully booked in 2020
 (€ 66 million estimated, no change from April disclosure)
- → Securing a minimum of € 101.1 million of rents from retail in 2021⁽²⁾ through lease extensions
- → Only **3%-4% of retail tenants** deemed "unrecoverable"
- → 40% LTV (covenant 60%)
- → **3.7x ICR** (covenant 2.5x)
- → No debt repayment until May 2022
- → Maturity profile extended to **6.5 years**
- → BBB stable rating by S&P





FINANCIAL PERFORMANCE

- Positive LfL rental growth of +2.7% YoY, evidencing the strength of our portfolio
- FFO per share of € 0.29, affected by Covid -19 incentives (€ 0.06 per share) and assets sold (€ 0.02 per share), otherwise it would show growth when compared to 6M19
- Valuations flat vs Dec-19, with offices and logistics on the positive territory while retail down by 4.7%
- Debt management resulting in LTV on par with Dec-19 (40.4%). Average maturity extended 6 months to 6.5 years and no floating rate risk

OPERATING PERFORMANCE

- LfL growth in all asset categories, combined with sound release spread
- Leasing activity has continued at a good pace during Covid-19, with 150,000 sqm signed in offices in the second quarter. Retail has seen modest activity (ca 6,200 sqm signed) and logistics advancing, with ca 45,000 sqm signed. Leases generally signed above ERV
- Occupancy resilience, standing today (94%) where it was at the end of the first quarter.
 The high adoption rate of our Covid-19 commercial policy (which included an extension of contracts beyond 2021) plus the extension of the Endesa lease, provides greater visibility on future rents

VALUE CREATION

- Landmark. Several significant leases signed in the period, in Castellana 85 and Monumental with rents at the same level as the pre-lets negotiated before Covid-19 outbreak. Both projects achieve very compelling returns (yield on cost of 8.3% and 9.4%, respectively). Total secured future rents for Landmark of € 13.3m commencing in 2021
- Flagship. Works have progressed on pace in Saler and Porto Pi
- Best II & III. 2 projects delivered in Seville and pre-lets signed for Madrid-San Fernando II and Zaragoza-Plaza II. Total secured future rents for Best II & III of € 6.3m commencing in 2021



6M20 Financial results

6M20 Financial results



Top-line ahead of 2020 expectations. FFO impact of Covid-19 incentives

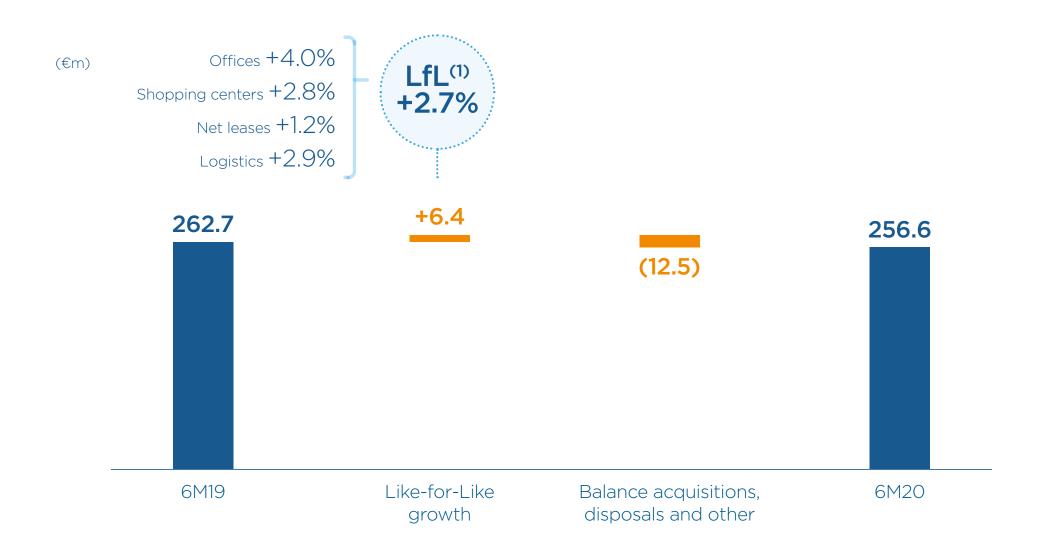
(€ million)	6M20	6M19	YoY
Gross rents	256.6	262.7	(2.3%)
Gross rents after incentives	221.2	253.0	(12.6%)
Net rents	198.7	228.2	(13.0%)
EBITDA ⁽¹⁾	184.1	210.4	(12.5%)
FFO ⁽²⁾	134.3	157.2	(14.6%)
AFFO	125.4	151.6	(17.3%)
IFRS net profit	70.9	262.0	(72.9%)
EPRA NAV	7,365.3	7,096.9	+3.8%
(€ per share)		Covid incentives non core disposals	
FFO	0.29	0.33	(14.6%)
AFFO	0.27	0.32	(17.3%)
EPS	0.15	0.56	(72.9%)
EPRA NAV	15.68	15.11	+3.8%

⁽¹⁾ Excludes non-overhead costs items (€ 2.4m) plus LTIP accrual (€ 10.1m)

⁽²⁾ FFO equals EBITDA less net interest payments, less minorities, less recurring income taxes plus share in earnings of equity method



Positive LfL growth in all asset categories despite the challenging environment

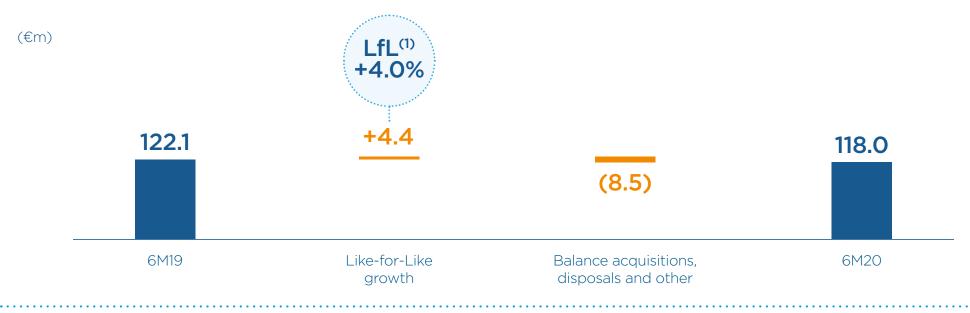


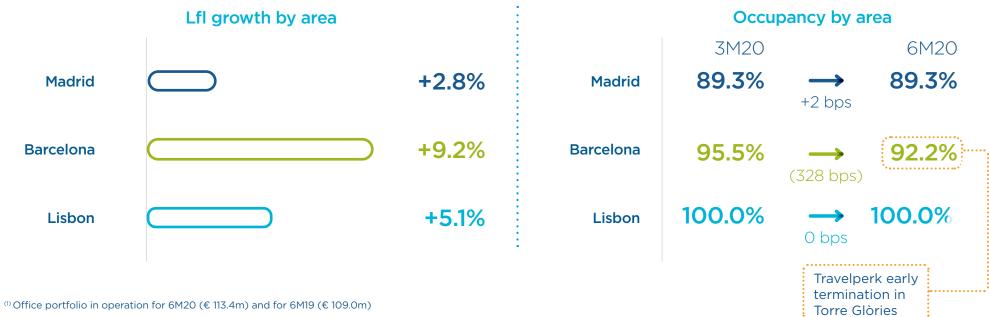


Offices



Offices continue performing well in our 3 markets







Rental growth continues robust (+2.7% release spread)

	Contracted sqm	Release spread	#contracts	Т	enants			
Madrid	113,709	(1.9%) ⁽¹⁾	122					
					endesa	\bigotimes	ferrovial	Comunidad de Madrid
Barcelona	21,011	+27.8%	26					
					RICOH	Z ZURICH	Levis	SHARP
Lisbon	2,546	+14.6%	8					
						X	BOL interna	
TOTAL	137,265	+2.7%	156					

(1) Endesa extension



1Q20	2Q20
------	------

	PE Sanchinarro Beatriz de Bobadilla 14 Diagonal 514	Ribera del Loira 60 Ribera del Loira 36-50 Sant Cugat II		
New contracts signed ⁽¹⁾	11,927 sqm	50,078 sqm		
Premium to ERV	+5.8%	+11.6%		
Contracts renewed	27,494 sqm	97,831 sqm		
Renewal rate ⁽²⁾	75%	92%		

• 54,960 sqm building

Endesa renewal

+11.7%

- Contract extended to 2030
- Trade-off of 16% rent reduction in exchange for contract extension. If excluded, release spread would have been 17.3%

Release spread

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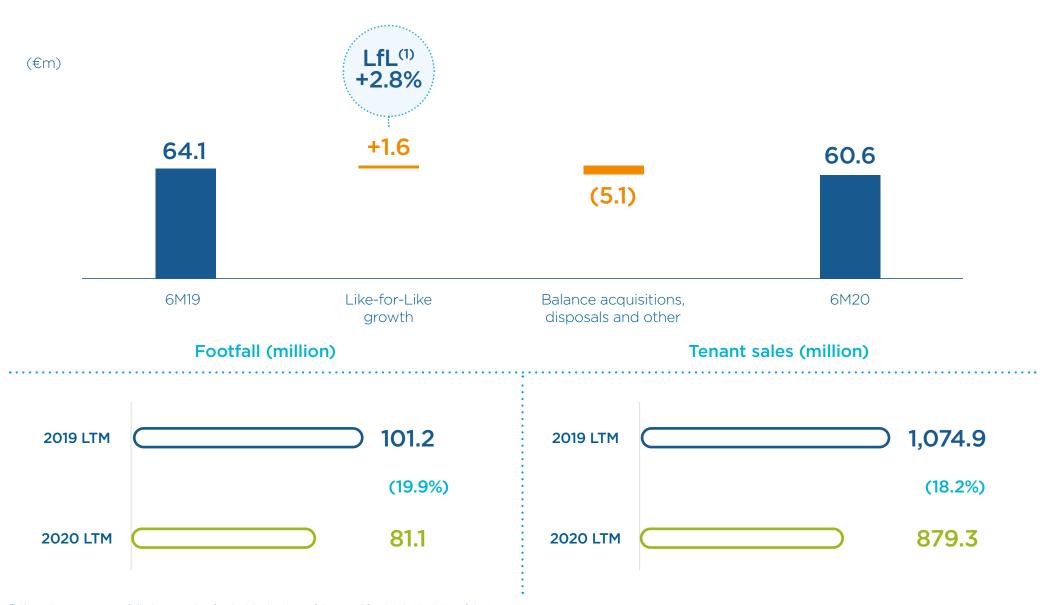
⁽¹⁾ Including projects under refurbishment (2) Including roll-overs



Shopping centers



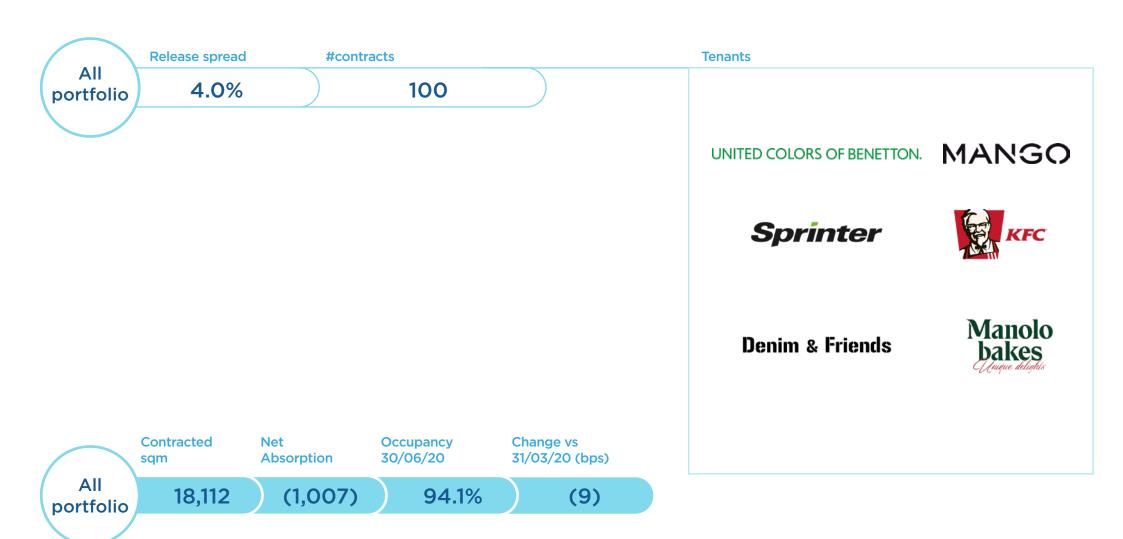
LfL rental growth positive



⁽¹⁾ Shopping centers portfolio in operation for 6M20 (€ 58.2m of GRI) and for 6M19 (€ 56.6m of GRI)



Occupancy secured by Covid-19 Commercial Policy





Since reopening, footfall and tenant sales are affected by Covid-19

		Vs same period last year	June 01-15	June 15-30	July 01-15
	Footfall evolution	Shopping centers	(42%) (35%)		(33%)
	YoY	Shopping centers (excl. assets under reform: Porto Pi + Saler)	(41%)	(32%)	(29%)
		Vs same period last year	June	01-30	
	Sales evolution YoY	Shopping centers	(23	3%)	
		Shopping centers (excl. assets under reform: Porto Pi + Saler)	(18	3%)	



Logistics



Rental growth in a strong market





Excellent release spread in all markets

	Contracted sqm	Release spread	#contract	s Tenants			
Madrid	30,284	+4.5%	2		astrotad I	15	
					carreras) =	Luis Simões	
Barcelona	10,390	+14.5%	4			CHARDIAZ I	
					Sumitomo	SUARDIAZ Group	
Other	20,211	+12.2%	1			Cul	
					AIRBUS	Grbóli batallé	
TOTAL	60,885	+6.7%	7				





Stock incl. WIP **727,681**

Third parties stock **183,252**

Stock under management 910,933

Contracted sqm Release spread #contracts Tenants

280,944 (0.8%) 36

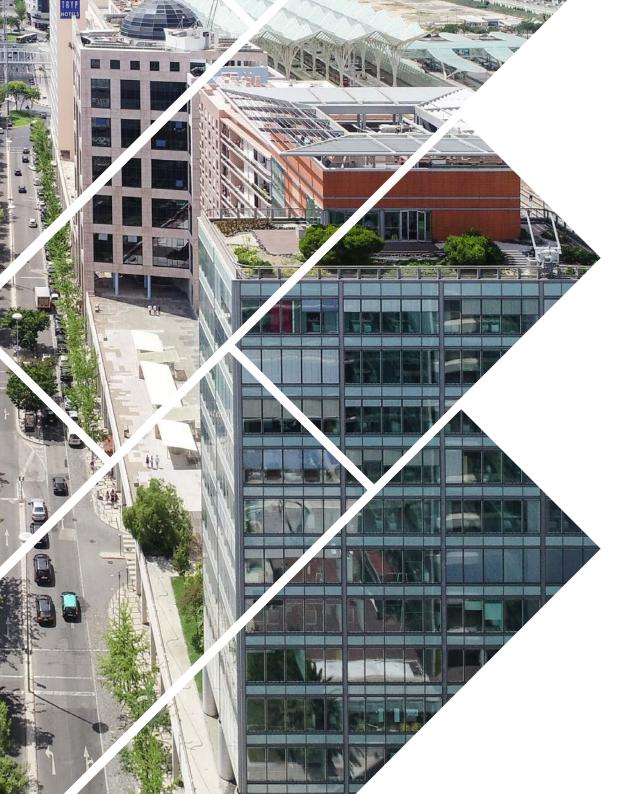
Coccupancy by area

Contracted sqm Release spread #contracts Tenants

Damm

FY19 98.9% —(-210 bps)→ 6M20 96.8%

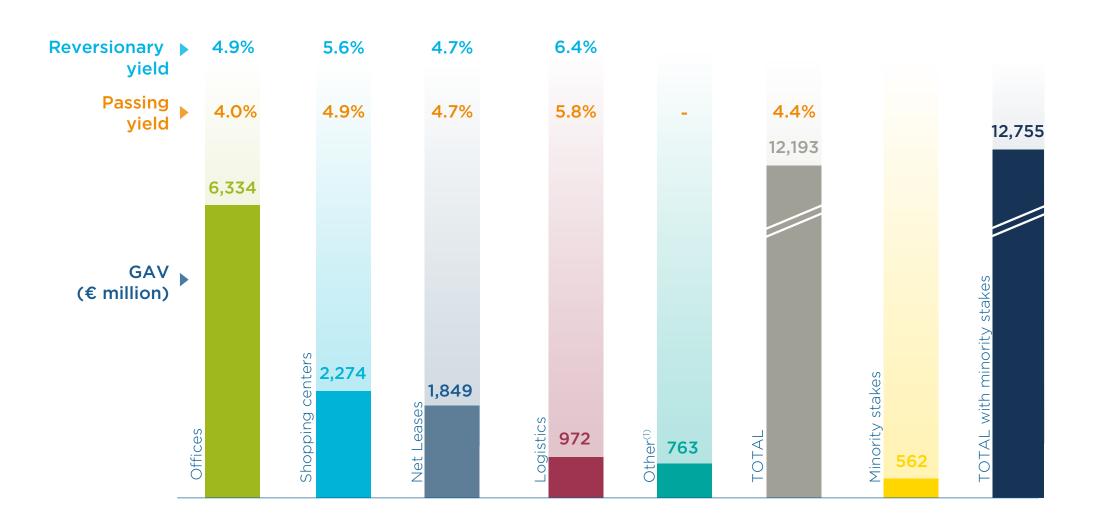
€m	6M20	6M19	YoY
Gross rents	26.7	22.9	+16.4%
Net rents	22.7	22.5	+0.7%
EBITDA	21.8	21.5	+1.3%
FFO ⁽¹⁾	12.2	12.6	(2.6%)



Valuation and debt position

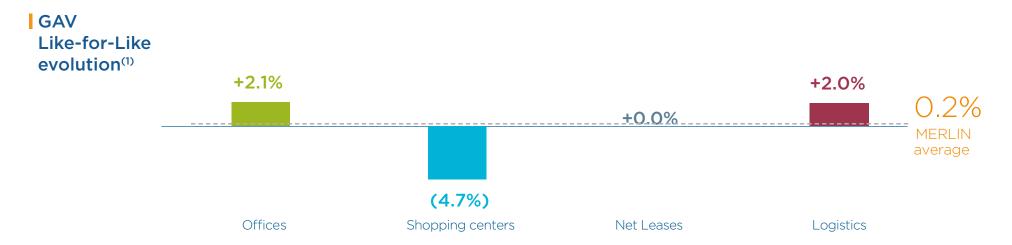


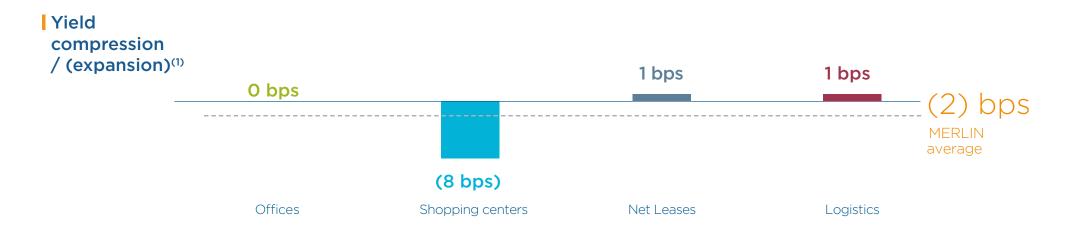
Valuation remains flat (+0.2%) as compared to December 2019





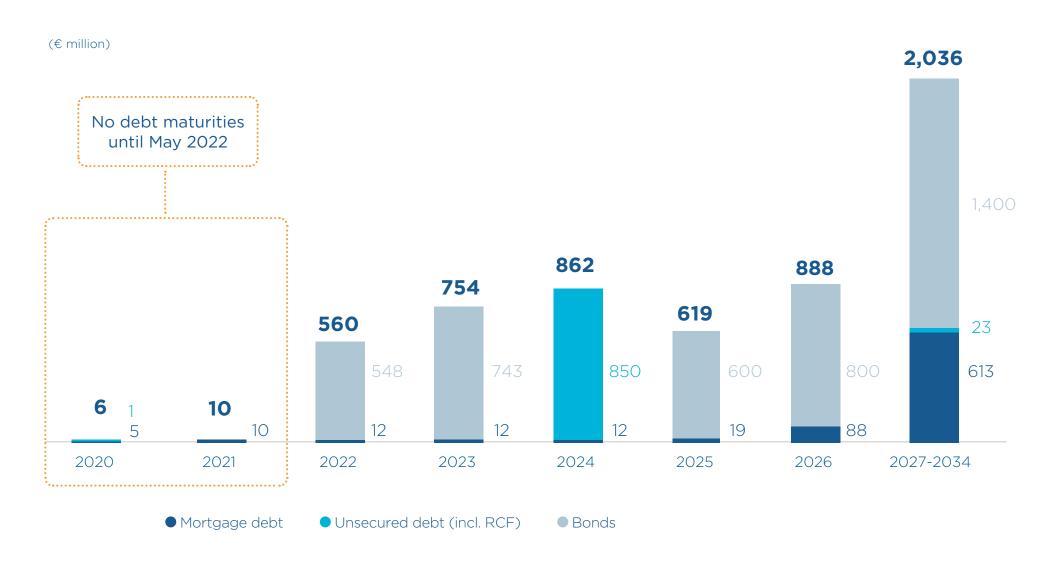
Offices and logistics showing positive LfL growth, net leases flat and shopping centers down by 4.7%, mainly due to yield expansion







Recent debt management initiatives to extend maturity profile





Average maturity now at 6.5 years, with no floating rate risk

	30/06/2020 PF ⁽¹⁾	30/06/2020	31/12/2019
Net debt	€ 5,167m	€ 5,153 m	€ 5,182 m
LTV	40.5%	40.4%(2)	40.6%
Average interest rate	2.07%	1.97%	2.09%
Average maturity (years)	6.5	6.0	6.4
Unsecured debt/Total debt	86.6%	85.2%	82.7%
Fixed rate debt	99.8%	- 88.9%	99.5%

Rating Outlook

S&P Global BBB Stable

Moody's Baa2 Negative



Ample headroom to safely comply with all financial covenants

Covenant	Required	MERLIN Today
LTV	<60%	40.4%
ICR	>2.5x	3.7x
Unencumbered	>125%	190.8%



Value creation







- Full refurbishment of the asset, located in the heart of Azca, the best business area in Madrid Prime CBD
- 12,789 sqm signed post Covid-19 outbreak (+ 1,842 sqm optioned)
- C85 will become the HQ of both a top-tier consulting firm and construction company
- Full refurbishment of the building, located in Duque de Saldanha, one of the most emblematic squares in the city and the core of Lisbon's Prime CBD area
- 10-year term lease agreement with **BPI comprising** 19,425 sqm, to become their main HQ in Lisbon

CONFIDENTIAL

GLA 16,471 sqm⁽¹⁾
Total Capex € 33.0m
Yield on cost 8.3%
Delivery 1Q21



GLA **25,385 sqm⁽¹⁾**Total Capex **€ 34.8m**Yield on cost **9.4%**Delivery **1Q21**







Anchor tenants upsizing and upscaling units



- Full refurbishment of the shopping center
- The asset will contain outstanding exterior terraces overlooking the Mediterranean sea
- The future additional space (2,400 sqm) is **fully let**

MANGO **PULL&BEAR**

Yield on cost 5.2%













GLA 32,732 sqm (inc. additional GLA) GLA 28,834 sqm (inc. additional GLA) Cost € 41.8m (inc. units acquired) Cost € 36.0m (inc. units acquired) Yield on cost 4.2%





Madrid San Fernando II

- The project, currently under construction, will be delivered by 3Q20
- 67% pre-let to **Grupo Damm**



Zaragoza Plaza II

- Turn key project in the **most dynamic** hub of Zaragoza
- 100% let to Dachser upon delivery (September 2020)





- Phased project located in Seville's Port area
- 3 warehouses totalling 27,248 sqm have already been delivered



Damm

GLA **34,224 sqm** Cost € 1.9m Yield on cost 8.9%

GLA **11,421 sqm** Cost € 0.5m Yield on cost 7.1%







GLA **42,632 sqm** Cost € 2.0m Yield on cost 8.4%



Covid-19 update



MERLIN Properties conceived a commercial policy in 2 phases to help its retail tenants

		Phase I			Phase II		
Enacted	> > >	Since March 15 th unti	l the reopening		Since the reopening until December 31st		
Eligibility	>>	Tenants affected by forth in the state of a up-to-date in their c	alarm regulatio	ns which were	Tenants affected by a severe operations I their contractual obli	imitation who	
Policy	> > >	 100% rent relief sind and up until the ear shutdown, and (ii) Common service oby tenants Tenants waive righ against MERLIN as 	liest of (i) end of luly 31 st harges continu ts to take any t	of compulsory e to be paid future actions	 Partial rent relief unifold 60% in June to 10% Tenants extend their Tenants continue parand waive any future 	in December) r contracts unt aying common	il 2022 service charges
			Offices	Shopping centers		Offices	Shopping centers
Implementation	>>	Eligible universe ⁽¹⁾	3%	89%	Eligible universe ⁽¹⁾	4%	94%
		Tenants that have accepted	100%	>85%	Tenants that have accepted	93%	>92%

(1) As a % of annual gross rents of each category



A high quality tenant base leads to high collection rates post-Covid

(as a % of total invoices due)

2Q 2020	Offices	Shopping centers	Net leases	Logistics
Commercial policy	O% ⁽¹⁾	59.7%	0%	0%
Collected	99.2%	37.7%	100%	96.4%
In process	0%	0%	0%	2.7%
Uncollected	0.8%	2.6%	0%	0.9%



No change in Covid-19 impact for 2020 previously quantified. 2021 impact mitigated by low level of maturities and delivery of new rents secured by Landmark and Best II & III



€ 66m

€4m COLLECTION LOSS € 29m

BOOKED IN 1H

€ 41m

EXPECTED FOR 2H

€ 250m (€ 0.53 per share) NEW FFO GUIDANCE



- → Only 12% of rents mature in 2021
- → 2020 incentives expensed, not straight-lined (no impact on 2021 P&L)
- → € 20 million of incremental rents secured by new contracts already signed
- → Retail occupancy supported by commercial policy⁽¹⁾
- → 13% reversionary potential in offices as a buffer against market declines
- → Net leases as a "safe harbour"
- → Logistics to continue its growth pace



Closing remarks





Financial performance

- Covid-19 impact on 2020 net rents of € 70m and € 60m on FFO. FFO guidance for 2020 of € 250m (€ 0.53 per share)
- Valuations flat, with retail taking the biggest hit, a 4.7% decrease, mainly due to yield expansion (8 bps)
- Strong balance sheet, € 1.2bn in liquidity, no maturities until 2022 and ample headroom in covenants



Business performance

- Leasing activity post-Covid revealing higher retention rates, with new deals signed above
 ERV and renewals with positive release spread
- Occupancy on par with FY19 and set up well for resilient performance going forward: 15% expiry rate from June 30 to December 2021, commercial policy highly embraced by retail tenants whose expiries have been extended beyond December 2021 in exchange for incentives
- Collection rates in the hardest part of the crisis have maintained very healthy levels, underpinned by the quality of our tenant base



Value creation

- Landmark. Important leases signed in Castellana 85 and Monumental, generating compelling value creation (yields on cost of 8.3% and 9.4%, respectively). Secured rents of € 13.3m
- Flagship. Works advancing in Saler and Larios, with leasing activity growing on the back of the reforms
- Best II & III. 2 warehouses delivered in Sevilla ZAL. Leases signed in Madrid-San Fernando II and Zaragoza-Plaza II. Secured rents of € 6.3m
- Cabanillas Park II moved back to priority 1 Capex category



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