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PROPOSED RESOLUTIONS SUBMITTED BY THE BOARD OF DIRECTORS TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ALANTRA PARTNERS, S.A., TO BE HELD ON FIRST CALL ON 28 OCTOBER 2020, AND FAILING THAT TO BE HELD ON SECOND CALL ON 29 OCTOBER 2020

The Board of Directors of Alantra Partners, S.A. (“**Alantra**” or the “**Company**”) submits to the approval of the Annual General Meeting of Shareholders the following resolutions:

FIRST. ***Review and approval of the individual annual accounts of the Company (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Statement of Cash Flows and Notes) and of the consolidated annual accounts of the Company and its Group of companies (Consolidated Statement of Financial Position, Consolidated Profit and Loss Account, Consolidated Statement of Recognised Income and Expense, Consolidated Statement of Total Changes in Equity, Consolidated Statement of Cash Flows and Notes to the Consolidated Annual Accounts), as well as both the Company’ individual Management Report and the Group’s consolidated Management Report, including Non-Financial Information Report, for the financial year ended 31 December 2019.***

The Annual General Meeting agrees to approve the Company’s individual Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Statement of Cash Flows and Notes) and of the consolidated annual accounts of the Company and its Group of companies (Consolidated Statement of Financial Position, Consolidated Profit and Loss Account, Consolidated Statement of Recognised Income and Expense, Consolidated Statement of Total Changes in Equity, Consolidated Statement of Cash Flows and Notes to the Consolidated Annual Accounts), as well as both the Company’ individual Management Report and the Group’s consolidated Management Report for the financial year ended 31 December 2019, as prepared by the Board of Directors at the meeting held on 3 June 2020.

SECOND. ***Allocation of the Company’s profit for the year ended 31 December 2019***

Having during year 2019 an individual positive result in an amount of Euro 37,201,063.61, in accordance with the proposal made by the Board of Directors at the meeting held on 3 June 2020 and in compliance with the provisions of Article 273.1 of the Spanish Companies Act, it is hereby approved the allocation of the Company’s profit to the payment of dividends, according to the following:

- The amount of Euro 7,407,088.84 has been already satisfied in its integrity as an interim dividend in account of the results for year 2019 pursuant to the resolution adopted by the Annual General Shareholders Meeting of the Company on 29 April 2019;
- The amount of Euro 22,821,585 has been already satisfied in its integrity as an interim dividend in account of the results for year 2019 pursuant to the resolution adopted by the Board of Directors of the Company on 12 December 2019;

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- The outstanding Euro 6,972,389.77 shall be distributed as an additional dividend of the results for year 2019. This represents a gross amount of Euro 0,18457335 per share entitled to receive this dividend as of the date of the relevant payment; where appropriate, any applicable withholding will be deducted from the above mentioned amount.

This additional dividend to be distributed shall be paid on 11 November 2020.

Since the Company's shares are issued in book-entry form, the interim dividend will be paid through the entities participants of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear), using the means that Iberclear makes available to participating entities. BNP Paribas Securities Services, Sucursal en España, shall act as paying agent.

THIRD. *Review and, where appropriate, approval of the management and performance of the Board of Directors during the financial year ended 31 December 2019.*

The Annual General Meeting agrees to approve the Board of Directors' management during the financial year ended 31 December 2019.

FOURTH. *Review and, where appropriate, approval of a distribution of an interim dividend of the result of year 2020*

The intention of the Company is to distribute, on the occasion of the approval of the accounts for the year 2019, an amount equal to the total consolidated profit for that year, that is, EUR 40,133,607.21. Attributable to this amount, 29,793,974.77 have already been distributed (EUR 22,821,585 as an interim dividend for the year 2019 and EUR 6,972,389.77 as a supplementary dividend).

Consequently, in order to satisfy the difference, the distribution of an interim dividend of the result of year 2020 of 0.25431220 gross euros for each share entitled to receive it on the date on which the corresponding payment is made, amount of which the withholding tax will be deducted if applicable. This will result (at the date of announcement of the General Meeting and without counting the level of treasury stock of the Company) of a distribution of a maximum of EUR 9,824,437.34.

The above mentioned distribution of interim dividend in account of the results for year 2020 is approved pursuant to the provisions of article 277 of the Spanish Companies Act, and based on the accounting statement prepared by the Board of Directors that shows the availability of sufficient liquidity for the distribution. In compliance with the provisions of the abovementioned article of the Spanish Companies Act, the aforementioned accounting statement will be included in the Notes to the Alantra financial statements for the year ended 31 December 2020.

It is also agreed that the proposed amount of the interim dividend shall be paid on 11 November 2020.

Since the Company's shares are issued in book-entry form, the interim dividend will be paid through the entities participants of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear), using the means that Iberclear

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makes available to participating entities. BNP Paribas Securities Services, Sucursal en España, shall act as paying agent.

FIFTH. Review and, where appropriate, approval of the reappointment of the following members of the Board of Directors of the Company

5.1. Reappointment of Mr. Santiago Eguidazu Mayor as executive director of the Company.

At the proposal of the Board of Directors, after a favourable report from the Company's Appointments and Remuneration Committee, it is agreed to reappoint as member of the Board of Directors, in the capacity of executive director, for a statutory term of four years, Mr Santiago Eguidazu Mayor, with professional address in José Ortega y Gasset 29, Madrid.

Mr. Santiago Eguidazu Mayor will accept his reappointment as member of the Board by any means valid in law.

5.2. Reappointment of Mr. José Antonio Abad Zorrilla as proprietary director of the Company.

At the proposal of the Board of Directors, after a favourable report from the Company's Appointments and Remuneration Committee, it is agreed to reappoint Mr. José Antonio Abad Zorrilla, as a member of the Board of Directors, for the statutory period of four years, as proprietary director of the Company representing the significant shareholder AV Málaga Capital, SL.

Mr. José Antonio Abad Zorrilla will accept his appointment by any means valid in law.

5.3. Reappointment of Mr. Jorge Mataix Entero as proprietary director of the Company

At the proposal of the Board of Directors, after a favourable report from the Company's Appointments and Remuneration Committee, it is agreed to reappoint Mr. Jorge Mataix Entero, of legal age, as a member of the Board of Directors for the statutory period of four years, as proprietary director of the Company representing the significant shareholder Viviendas Vacacionales de Cantabria, SL.

Mr. Jorge Mataix Entero will accept his appointment by any means valid in law.

5.4. Reappointment of Mr. Luis Carlos Croissier Batista as independent director of the Company

At the proposal of the Appointments and Remuneration Committee, after a favourable report from the Company's Board of Directors, it is agreed to reappoint Mr. Luis Carlos Croissier as a member of the Board of Directors, with the condition of independent director, for the statutory period of four years.

Mr. Luis Carlos Croissier Batista will accept his appointment by any means valid in law.

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5.5. Reappointment of Mrs. María Garaña Corces as independent director of the Company

At the proposal of the Appointments and Remuneration Committee, upon a favourable report from the Company's Board of Directors, it is agreed to reappoint Ms. María Garaña as a member of the Board of Directors, with the condition of independent director, for the statutory period of four years.

Mrs. María Garaña will accept her appointment as member of the Board by any means valid in law.

5.6. Ratification of the appointment by co-optation and re-election of Ms. Diane Segalen as independent directors of the Company

At the proposal of the Appointments and Remuneration Committee, following a favourable report from the Board of Directors, it is agreed to ratify the appointment as independent director of the Company of Mrs. Diane Segalen, carried out by co-optation by the Board of Directors, in its meeting held on July 23, 2019, in order to fill the vacancy produced by the resignation presented by Mr. Alfred Merton Vinton on June 5, 2019.

Likewise, her reappointment is agreed for the statutory term of four years from the date of the meeting of this General Meeting.

Mrs. Diane Segalen will accept her appointment as member of the Board by any means valid in law.

SIXTH. *Review and, where appropriate, approval of the reappointment of the auditors for the Company.*

It is agreed to re-elect as auditor of Alantra Partners, S.A. and its consolidated group of companies for a period of one year, that is, for the year 2020, the audit firm Deloitte, S.L., domiciled in Madrid, Plaza Pablo Ruiz Picasso, 1, registered in the Commercial Registry of Madrid in volume 13,650, folio 188, section 8, page M-54414, registered in the ROAC under number S-0692 and provided with CIF number B-79104469.

This agreement is adopted according to the proposal of the Board of Directors and, in turn, on the proposal of the Audit and Risk Control Committee.

Deloitte, S.L. will accept its reappointment by any means valid in law.

SEVENTH. *Review and, where appropriate, approval of the Director's Remuneration Policy.*

In order to comply with the provisions of section three of article 529 novodecies of the Spanish Companies Act, which establishes that the remuneration policy for directors will remain in force during the three financial years following that in which it was approved by the General Shareholders' Meeting, and as this period has elapsed since the approval of the policy currently in force, it is agreed to approve the Company's Directors' Remuneration Policy.

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The Company's Board Members' Remunerations Policy has been made available to shareholders on the Company's website at the time of calling this AGM, together with the reasoned report from Alantra's Appointments and Remunerations Committee.

The aforementioned policy will be applicable to the remuneration for the years 2021 to 2023, both inclusive, unless the General Shareholders' Meeting adopts an agreement that modifies it during its period of validity.

EIGHTH. *Authorization for the reduction of the calling period for the Extraordinary General Meetings of the Company, according to article 515 of the Spanish Companies Act.*

In accordance with the provisions of Article 515 of the Spanish Companies Act the Annual General Meeting agrees to authorise and approve that extraordinary general meetings may be called by no less than 15-days prior notice, provided the Company offers all shareholders the effective possibility of voting by any electronic means available to all shareholders.

This authorisation is granted until the date of convention of the Company's next annual general meeting.

NINTH. *Delegation of powers for the notarisisation and registration of the resolutions approved by the Annual General Meeting and for the mandatory registration of annual accounts.*

The Annual General Meeting approves to grant joint and several powers as comprehensive as legally required to the Chairman of the Board, Mr. Santiago Eguidazu Mayor, and to the Secretary to the Board, Mr. Francisco Albella Amigo, to supplement; to perform and develop, including, where appropriate, the technical modification thereof; to correct any omissions or errors, and to construe the foregoing resolutions. To this end the above mentioned individuals shall be granted joint and several powers to execute any necessary public deeds notarising the foregoing resolutions; and to this end, they shall be granted the amplest powers to take any required actions associated with the resolutions approved by this Annual General Meeting and to execute any documents required to obtain registration of the foregoing resolutions with the Business Register, and in particular:

- a) To correct, to clarify, to specify or to supplement the resolutions approved by this Annual General Meeting or any public deeds and documents executed for the implementation thereof, specifically, any omissions, defects or errors, substantive or formal, that might prevent the access of these resolutions and the consequences thereof to the Business Register, the Property Register, the Intellectual Property Register or any other registries, and, in particular, the mandatory filing of annual accounts with the Business Register.
- b) To make any announcements, actions or legal transactions, and to enter into any agreements or transactions, that might be necessary or expedient for the adoption and implementation of any required resolutions to comply with the existing regulations for the implementation of the resolutions approved by the Annual General Meeting, including, in particular but not limited to, the authority to appear before a Public Notary for the execution or formalisation of any public or private documents deemed necessary or expedient for the fullest effectiveness of these resolutions.
- c) To delegate, jointly or joint and severally, all or part of the powers expressly granted by

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this Annual General Meeting as they might deem fit.

- d) And, ultimately, to determine any other required circumstances, thereto fulfilling any required formalities and complying with any necessary legal requirements for the fullest implementation of the Annual General Meeting resolutions.

ITEM SUBMITTED FOR ADVISORY VOTE

TENTH. *Advisory vote of the Annual Report on Directors' Remuneration of the Company of fiscal year 2019.*

In compliance with the provisions of Article 541 of the Spanish Companies Act, the Board of Directors has prepared an annual report on the remuneration of Directors that has been available to all shareholders as from the date of the Shareholder's Annual General Meeting notice; upon the favourable report of the Appointments and Remuneration Committee the Board hereby submits the above mentioned report to the advisory vote of the Annual General Meeting as a separate item in the Agenda.

Accordingly, the Annual General Meeting agrees to approve, in an advisory capacity, the Annual Report of the Remuneration of Directors relating to the financial year 2019.

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