



PARQUES REUNIDOS SERVICIOS CENTRALES, S.A.
2019 ORDINARY GENERAL SHAREHOLDERS MEETING
Attendance, Proxy and Remote Voting Card

The Board of Directors of Parques Reunidos Servicios Centrales, S.A. (the “Company”) has called an Ordinary General Shareholders Meeting to be held at Madrid, Hotel Eurostars Monte Real, C/ Arroyofresno 17, 28035, on 28 March 2019, at 12:00 hours, on first call, or, if the necessary quorum is not reached, on second call, in the same place and at the same time, on the following day, 29 March 2019. The shareholder registration desks will open at 10:00 hours. It is expected that the Ordinary General Shareholders Meeting corresponding to financial year ended on 30 September 2018 and to three-months financial year ended on 31 December 2018 will be held on the first call on the day and at the place indicated above, in accordance with the announcement of the meeting, unless shareholders are otherwise informed.

The doors of the venue will be opened for access and attendance of the shareholders from 10:00 hours, at both the first and the second call.

Holder(s):	Address:

Securities Account Code	Number of Shares	Minimum nº of shares to attend	Number of Votes	Card Number
		300		

The holder of this card may delegate and grant proxy representation or vote remotely by filling in and signing the corresponding section. If both sections are signed, the remote vote shall have precedence and the proxy shall become invalid. Shareholders may also delegate their votes, and vote on the items on the Agenda of the Meeting in advance of the Meeting by electronic means, in accordance with the provisions of the Articles of Association and the Regulations of the General Meeting. To do so, they must follow the rules contained in the announcement of the calling of the General Shareholders Meeting and on the Company’s website (www.parquesreunidos.com).

SHAREHOLDERS WHO WISH TO ATTEND: Shareholders owning 300 or more shares may attend the General Meeting provided that those shares are registered in the corresponding book entry registry five (5) days in advance of the date of the Meeting and who produces this attendance card may attend the Ordinary General Shareholders Meeting. Any shareholder who wishes to attend the Meeting must sign this card in the **PERSONAL ATTENDANCE** section in the space provided, below, and produce this card on the day of the Meeting.

SHAREHOLDERS WHO WISH TO VOTE REMOTELY OR DELEGATE THEIR VOTE: In order to vote remotely by post, shareholders should complete the **REMOTE VOTING** section and sign in the space provided. Shareholders who do not intend to attend the meeting personally and do not intend to vote remotely may grant proxy representation by completing the **DELEGATION** section and signing in the space provided.

Shareholders who wish to cast a remote vote or be represented by proxy should send this card to the Company by personal or postal delivery to: Parques Reunidos Servicios Centrales, S.A., Paseo de la Castellana, 216, 28046, Madrid, Spain. Valid proxies or remote votes must be received by the Company before 23:59 hours on the day immediately preceding the date on which the General Meeting is to be held, otherwise the proxy shall be understood not to have been conferred or the remote vote not cast. Likewise, the rules contained in the announcement calling the meeting and in the Company’s website (www.parquesreunidos.com) must be followed, especially those regarding precedence.

PERSONAL ATTENDANCE

Shareholders who wish to attend the Meeting should sign this card in the space below and produce it on the day of the Meeting. If a shareholder has already appointed a proxy or voted remotely, their personal attendance at the Meeting shall make such proxy delegation or remote vote invalid.

Signature of the shareholder attending

In, on 2019.

REMOTE VOTING

If, before the Meeting, shareholders with attendance rights and to whom this card has been issued wish to vote remotely on the proposed resolutions included in the Agenda of the General Shareholders Meeting, the corresponding box should be marked with an X to indicate their intended vote.

If, in relation to any of the items on the Agenda, none of the boxes provided for the purpose have been marked, the vote will be deemed to have been cast in favour of the proposal of the Board of Directors. In all events, in addition to the provisions of the law, the Articles of Association and the Regulations of the General Meeting, the rules contained in the announcement calling the meeting and in the website of the Company (www.parquesreunidos.com) must be followed.

Items on the Agenda	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18
In favour																		
Against																		
Abstention																		
Blank vote																		

A shareholder who has cast a vote remotely shall be considered to be present for the purposes of the Constitution of the General Meeting.

INSTRUCTIONS FOR VOTES ON ITEMS NOT INCLUDED ON THE AGENDA

Unless expressly indicated otherwise, and with respect to the proposals for decisions not drawn up by the Board of Directors or on business not included on the Agenda, proxy is understood to have been granted in favour of the President of the Board of Directors, applying the rules regarding votes in cases of conflict of interest contained in the **DELEGATION** section of this card. Mark the NO box below only if you oppose the proxy (in which case it shall be considered that the shareholder abstains with regards to said proposals): **NO**

Signature of the remote voting shareholder

In, on 2019.



DELEGATION

The shareholder to whom this card has been issued confers proxy representation at the Ordinary General Shareholders Meeting on:

Mark one only of the following boxes and, if appropriate, designate the proxy representative.

President of the Board of Directors

Mr/Ms

If none of the above boxes are marked or if the proxy is not named, proxy representation shall be deemed to have been conferred in favour of the President of the Board of Directors.

For the purposes of the provisions included in articles 523 and 526 of the Spanish Companies Act (*Ley de Sociedades de Capital*), it is put on record that the President of the Board of Directors, and other members of the Board of Directors, may be in a situation of conflict of interest with respect to (i) items Three (Review and, where appropriate, approval of the management and activities of the Board of Directors during the financial year ended on 30 September 2018), item Eight (Review and, where appropriate, approval of the management and activity of the Board of Directors in the three-months financial year ended on 31 December 2018), item Thirteen (Approval, where appropriate, of the grant of stock options to the Chief Executive Officer for the purposes of the new Long Term Incentive Plan of the Company), item Fourteen (Approval, where appropriate of the amendment to the directors remuneration policy, applicable to the financial year 2019), item Fifteen (Approval, where appropriate, of the maximum annual global remuneration of the directors in their capacity as such), item Seventeen (Consultative vote on the annual report on the remuneration of directors for the financial year ended on 30 September 2018) and item Eighteen (Consultative vote on the annual report on the remuneration of directors for the financial year ended on 31 December 2018) of the Agenda; and (ii) the cases described in sections a), b), c) and d) of article 526.1 of the Spanish Companies Act (regarding the representing administrator, its appointment, re-election or ratification, removal, separation or discharge, the exercise of corporate liability action and approval and ratification of the transactions of the Company with such administrator) which may be tabled outside the Agenda, in accordance with the law. Furthermore, the chief executive officer, Mr. José Díaz Gómez, may be in a conflict of interest situation regarding item Eleven of the Agenda (Ratification, where appropriate, of the appointment and reelection of Mr. José Díaz Gómez as director, with the category of executive director, for the statutory period of four years). Likewise, director Mr. Jonathan Rubinstein, may be in a conflict of interest situation regarding item Twelve of the Agenda (Ratification, where appropriate, of the appointment and reelection of Mr. Jonathan Rubinstein as director, with the category of proprietary director, for the statutory period of four years.)

In case the appointed proxy is in a conflict of interest situation with regard to any of the items on the Agenda or regarding any proposal not included in the Agenda but subject to the approval of the General Shareholders Meeting in accordance with the law, and the shareholder has not given precise voting instructions for each of the points, it shall be understood that the shareholder has also designated as joint and several proxies, successively, the President of the General Shareholders Meeting and, if the President is in a situation of conflict of interest, the Secretary of the General Shareholders Meeting and, if the Secretary is also, in turn, in a situation of conflict of interest, the non-member Vice-Secretary of the Board of Directors.

VOTING INSTRUCTIONS FOR THE PROPOSALS ON THE AGENDA

Marked the appropriate box with an X. If no instructions are given by marking the boxes, it shall be understood that the shareholder wishes to vote in favour of the proposals made by the Board of Directors. In all events, in addition to the provisions of the Law, those contained in the Articles of Association and in the Regulations of the General Meeting, the rules contained in the announcement convening the meeting and in the website of the Company (www.parquesreunidos.com) must be followed.

Items on the Agenda	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18
In favour																		
Against																		
Abstention																		
Blank vote																		

EXTENSION OF PROXY REPRESENTATION TO ITEMS NOT INCLUDED ON THE AGENDA

Unless expressly indicated otherwise, the conferral of proxy representation extends to all items which, while not appearing on the Agenda of the Meeting, may be subject to vote at the Ordering General Shareholders Meeting as envisaged in the applicable regulation. In such a case, the proxy shall abstain from voting unless there is reason to consider a vote in favour or against such proposals to be more favourable to the interests of the shareholder represented. Mark the NO box below only if you oppose the extension of the proxy representation (in which case it shall be understood that the shareholder abstains with respect to said proposals): **NO**

Signature of the proxy representative

Signature of the delegating shareholder

In, on 2019.

In, on 2019.

PROTECTION OF PERSONAL DATA

The personal data provided by shareholders to the Company for the exercise of their voting, attendance or delegation rights at the General Shareholders Meeting or which are provided by the banks and stock agencies and companies in which the shares of the shareholders are deposited, through the entity responsible to keep the register of book entries, shall be processed by the Company, in its capacity as data controller, for the purposes of managing the development, fulfilment and control of the current relationships with shareholders, regarding the convening and holding of the General Meeting, as well as in order to comply with legal obligations. The data may be communicated to the Notary attending the General Shareholders Meeting who will draw up the minutes of the General Meeting. The processing of data is necessary for the purposes indicated and its legal basis is your relationship as a shareholder and compliance with legal obligations. The data shall be kept for the duration of this relationship and, thereafter, for a period of six (6) years only in order to be able to deal with any legal or contractual actions, unless, exceptionally, a longer limitation period would apply.

In case the attendance or delegation card includes personal data referring to third parties, the shareholder must inform them of the points indicated

Document for information purposes. Spanish version prevails.

herein in relation to the processing of personal data and comply with any other requirements which may be applicable for the legal assignment of personal data to the Company, without the Company having to take any additional action vis-à-vis the interested parties.

Registered Users may exercise their rights of access, correction, opposition, suppression, limitation of processing and portability, as well as any other rights recognized by current legislation on data protection, by sending a letter with the reference "Data Protection" (attaching a photocopy of the ID or identification document) in which your request is specified, addressed to the Company's data protection delegate, through the e-mail address dpo@grpr.com or at the postal address Parques Reunidos Servicios Centrales, S.A., Paseo de la Castellana 216, planta 16, 28046, Madrid, Spain. Registered Users may also file complaints with the competent data protection control authority.



AGENDA

- First.** Review and, where appropriate, approval of the individual annual accounts of the Company and the consolidated accounts including its subsidiaries, corresponding to the year ended 30 September 2018.
- Second.** Review and, where appropriate, approval of the Company's individual management reports and the consolidated report including its subsidiaries, corresponding to the year ended 30 September 2018.
- Third.** Review and, where appropriate, approval of the management and activity of the Board of Directors in the year ended on 30 September 2018.
- Fourth.** Review and, where appropriate, approval of the proposal to distribute the individual income corresponding to the year ended on 30 September 2018.
- Fifth.** Review and, where appropriate, approval of the individual annual accounts of the Company and the consolidated accounts including its subsidiaries, corresponding to the three-months financial year ending on 31 December 2018.
- Sixth.** Review and, where appropriate, approval of the Company's individual management reports and the consolidated report including its subsidiaries, except for the non-financial information, corresponding to the three-months financial year ending on 31 December 2018.
- Seventh.** Review and, where appropriate, approval of the consolidated non-financial information of the Company included in the consolidated management report corresponding to the three-months financial year ending on 31 December 2018.
- Eighth.** Review and, where appropriate, approval of the management and activity of the Board of Directors in the three-months financial year ended on 31 December 2018.
- Ninth.** Review and, where appropriate, approval of the proposal to distribute the individual income corresponding to the three-months financial year ended on 31 December 2018.
- Tenth.** Re-election, where appropriate, of KPMG Auditores, S.L. as auditor of the Company's accounts and of its consolidated group for the financial year ended on 31 December 2019.
- Eleventh.** Ratification, where appropriate, of the appointment and reelection of Mr. José Díaz Gómez as director, with the category of executive director, for the statutory period of four years.
- Twelfth.** Ratification, where appropriate, of the appointment and reelection of Mr. Jonathan Rubinstein as director, with the category of proprietary director, for the statutory period of four years.
- Thirteenth.** Approval, where appropriate, of the grant of stock options to the Chief Executive Officer for the purposes of the new Long Term Incentive Plan of the Company
- Fourteenth.** Approval, where appropriate of the amendment to the directors remuneration policy, applicable to the financial year 2019.
- Fifteenth.** Approval, where appropriate, of the maximum annual global remuneration of the directors in their capacity as such.
- Sixteenth.** Delegation of powers to formalize and execute all the resolutions adopted by the General Shareholders Meeting, for their notarization as a public document and their interpretation, correction, complementation, development and registration.
- Seventeenth.** Consultative vote on the annual report on the remuneration of directors for the financial year ended on 30 September 2018.
- Eighteenth.** Consultative vote on the annual report on the remuneration of directors for the financial year ended on 31 December 2018.