

Madrid, 14 de junio de 2024

ELAIA INVESTMENT SPAIN, SOCIMI, S.A. (en adelante "Elaia", la "Sociedad" o la "Compañía"), en virtud de lo previsto en el artículo 17 del Reglamento (UE) nº 596/2014 sobre abuso de mercado y en el artículo 227 de la Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión, y disposiciones concordantes, así como en la Circular 3/2020 de BME MFT Equity sobre información a suministrar por empresas incorporadas a negociación en el segmento BME Growth de BME MTF Equity, (en adelante "BME Growth") pone en su conocimiento la siguiente

### OTRA INFORMACIÓN RELEVANTE

Con fecha 13 de junio de 2024, a las 16h00, se celebró en Madrid, en la calle Serrano 16, 5ª derecha, y por videoconferencia, la Junta General Ordinaria de Accionistas de la Sociedad, en primera convocatoria, con la concurrencia personal o por representación de accionistas titulares de 11.168.430 acciones, representativas del 89,92% del capital social (incluida la autocartera).

En dicha sesión, se sometieron a deliberación de los asistentes todos los puntos del orden del día de la convocatoria publicada, entre otros, mediante "otra información relevante" de fecha 10 de mayo de 2024 y se adoptaron por unanimidad de los asistentes con derecho a voto (con exclusión de la autocartera), representativos del 89,37% del capital social presente con derecho a voto, los siguientes acuerdos:

- Examen y aprobación de las cuentas anuales individuales correspondientes al ejercicio social cerrado a 31 de diciembre de 2023. Análisis del informe de auditoría y del informe de gestión.
- Examen y aprobación de las cuentas anuales consolidadas correspondientes al ejercicio social cerrado a 31 de diciembre de 2023. Análisis del informe de auditoría y del informe de gestión consolidado.
- Examen y aprobación de la gestión desarrollada por el Consejo de Administración durante el ejercicio social cerrado a 31 de diciembre de 2023.
- Compensación de pérdidas de ejercicios anteriores con cargo a aportaciones de socios.
- Examen y aprobación de la propuesta de aplicación del resultado correspondiente al ejercicio social cerrado a 31 de diciembre de 2023.

# ELAIA

INVESTMENT SPAIN

- Aprobación de distribución de aportaciones de socios (cuenta 118) de hasta 17.830.287,71 €, durante un periodo máximo de 18 meses y delegación en el Consejo de Administración para proceder a su reparto.
- Continuidad de la Sociedad. Nueva autorización al Consejo de Administración para la venta de activos esenciales de la Sociedad.
- Renovación de auditores.
- Sustitución de D. Johann Bey por D. Adrien Guédy como Consejero de la Sociedad.
- Delegación de facultades.
- Redacción, lectura y aprobación del acta.

La documentación anterior también se encuentra disponible en la página web de la Sociedad.

En cumplimiento de lo dispuesto en la Circular 3/2020 de BME MTF Equity se deja expresa constancia de que la información comunicada por la presente ha sido elaborada bajo la exclusiva responsabilidad de la Sociedad y sus administradores.

ELAIA INVESTMENT SPAIN, SOCIMI, S.A.  
D. Louis Bayon  
Presidente del Consejo de Administración



**GENERAL SHAREHOLDERS MEETING  
13 JUNE 2024**

**ELAIA INVESTMENT SPAIN**

# AGENDA

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# A. FORMALITIES. INTRODUCTION

## FORMALITIES

- Attendance of the shareholders and verification of representation
- Quorum verification
- Constitution of the General Shareholders Meeting, with Chairman and Secretary to the Board acting as Chairman and Secretary of the meeting

## INTRODUCTION

- Introduction of the Chairman
- Context: General Ordinary Shareholders' Meeting
- Attendance of the registered advisor of the company (Renta 4)

## B. OVERVIEW OF 2023 – HIGHLIGHTS

### RENTS 4,4 M€

- **P&V assets:** contractual rents invoiced and paid by P&V for the entire year
- **Surfing Playa:** asset leased to Mac Hotels until end of 2023; signature of a new lease with Acerca Hospitality for 1 year until end of 2024

### DIVESTMENTS 3,25 M€

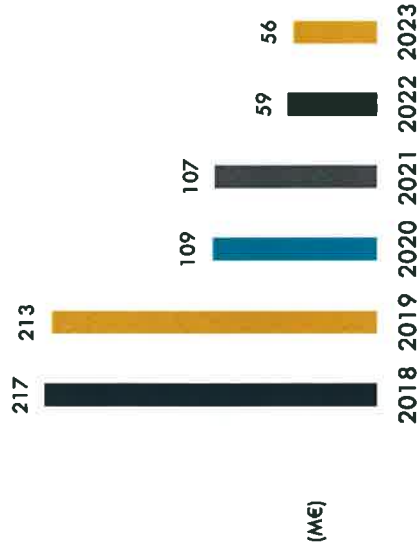
- **Disposals :**
  - **Estartit:** sale of 12 apartments
  - **El Puerto:** sale of 3 apartments
  - **Terrazas:** sale of 1 apartment
  - **Bailen:** sale of 3 units
- No offer has been presented for the sale of the P&V assets in a portfolio

### FINANCING

- **Variable rate financing** has been impacted by the rise in interest rates since 2022

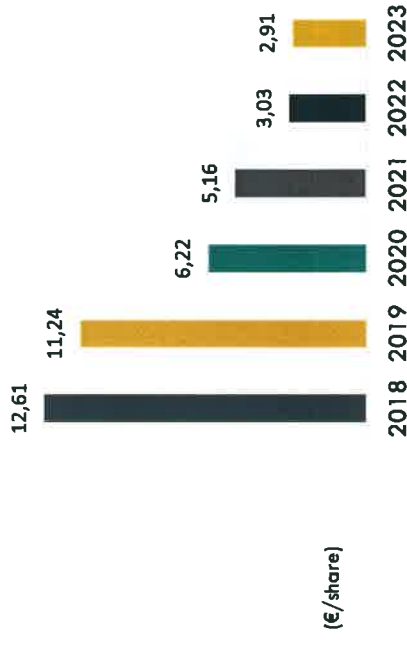
# B. OVERVIEW OF 2023— KEY FIGURES AS OF 31 DECEMBER 2023

Assets under management<sup>(1)</sup>



Valuation as of 31/12/2023  
56 M€

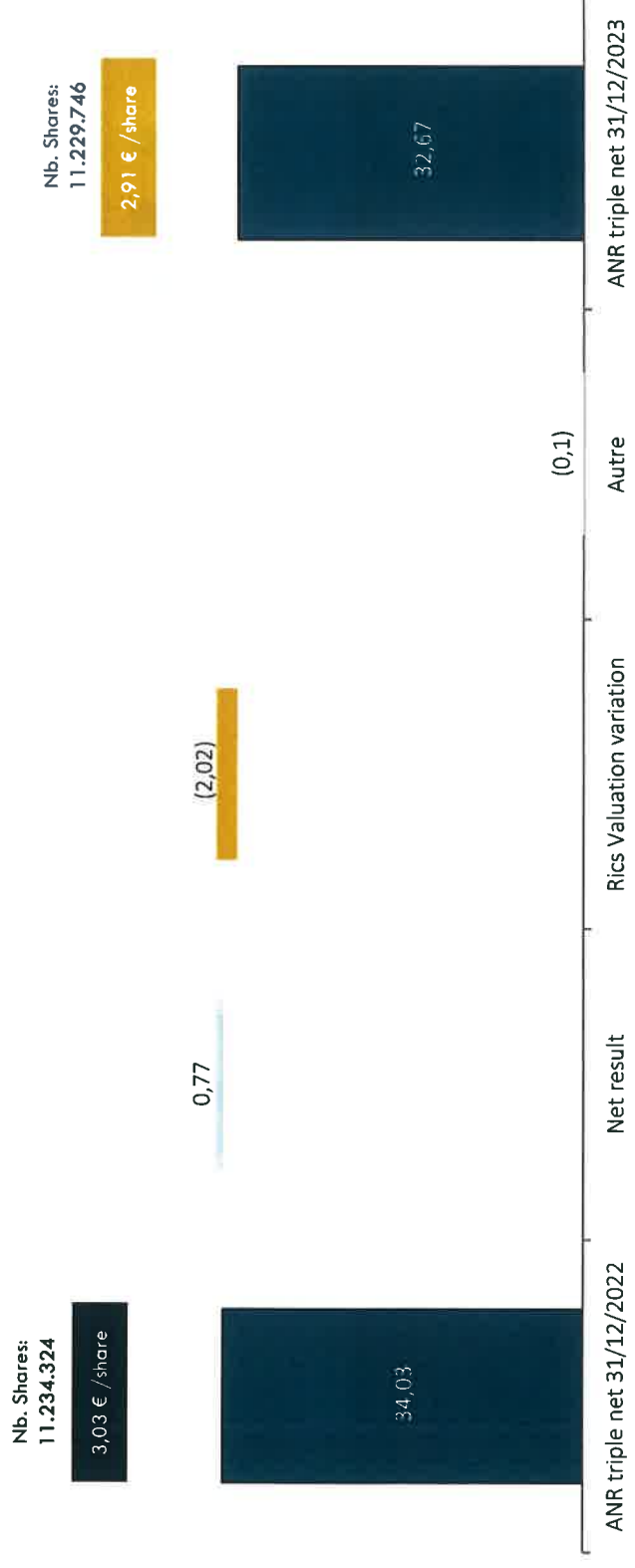
Triple net EPRA NAV/share



EPRA NNNNAV  
2023  
2,91 €/ share

(1) Gross asset value, RICS valuations of Catella.

# B. OVERVIEW OF 2023 – KEY FIGURES AS OF 31 DECEMBER 2023





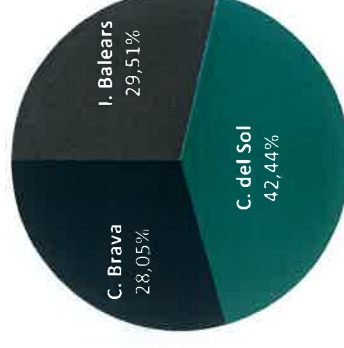
# B. OVERVIEW OF 2023— PORTFOLIO OVERVIEW AS OF 31 DECEMBER 2023

Portfolio distribution by use



Assets under management  
**56 M€** <sup>(1)</sup>

Portfolio geographic distribution

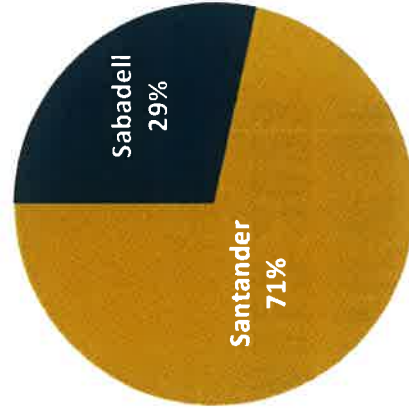


c. 100% in value of property leased  
Average maturity for leased assets: 3,7 years

(1) Gross asset value, RICS valuations of Catella.

# B. OVERVIEW OF 2023— FINANCIAL SITUATION AS OF 31 DECEMBER 2023

Distribution of the debt by type



# B. OVERVIEW OF 2023— FINANCIAL SITUATION AS OF 31 DECEMBER 2023 INDIVIDUAL BALANCE SHEET AND P&L 2023

Bilan Actif en K€	31/12/2023	31/12/2022
Immobilisations incorporelles	0	0
Investissements immobiliers	45.572	47.310
Participations	4.003	4.028
Immobilisations financières	897	987
<b>Total actifs non courants</b>	<b>50.472</b>	<b>52.326</b>
Stocks	(7)	1.058
Créances clients et autres créances	2.241	2.193
Trésorerie et équivalents de trésorerie	2.221	2.204
<b>Total actifs courants</b>	<b>4.455</b>	<b>5.456</b>
<b>Total Actif</b>	<b>54.927</b>	<b>57.782</b>

Résultat en K€	31/12/2023	31/12/2022
Revenus	4.269	4.186
Plus/moins value cessions actifs/partic	747	(1.119)
Honoraires Asset Management	(701)	(772)
Frais Corporate	(478)	(696)
Autres impôts	(1.240)	(142)
D&A	(535)	(901)
Autres coûts	(263)	(60)
EBIT	1.799	496
Résultat Financier	(1067)	(680)
IS	(0)	(440)
<b>Résultat Net</b>	<b>731</b>	<b>(624)</b>

Bilan Passif en K€	31/12/2023	31/12/2022
Capital	11.292	11.292
Primes d'émission	-	-
Réserves	2.269	2.269
Actions propres	(382)	(365)
Apports d'associés	19.700	19.700
Acompte sur dividende	-	-
RAN	(1.869)	(1.030)
Résultat net	731	(624)
<b>Total Capitaux Propres</b>	<b>31.742</b>	<b>31.242</b>
Provision pour risques et charges	-	-
dettes bancaires et obligataires	18.407	21.605
Autres dettes financières	635	1.472
<b>Passifs non courants</b>	<b>19.042</b>	<b>23.077</b>
Provision pour risques et charges	-	-
dettes bancaires et obligataires	3.748	2.907
Autres dettes financières	-	-
Dettes Fournisseurs	339	466
Autres dettes courantes	56	90
<b>Passifs courants</b>	<b>4.143</b>	<b>3.463</b>
<b>Total Passif et Capitaux Propres</b>	<b>54.927</b>	<b>57.782</b>

Positive result for the fiscal year 2023: 731,527.01 €

# B. OVERVIEW OF 2023— FINANCIAL SITUATION AS OF 31 DECEMBER 2023 CONSOLIDATED BALANCE SHEET AND P&L 2023

Bilan Actif en K€	31/12/2023	31/12/2022
Immobilisations incorporelles	0	0
Immobilisations corporelles	51	38
Investissements immobiliers	50.622	52.544
Immobilisations financières	897	987
<b>Total actifs non courants</b>	<b>51.569</b>	<b>53.570</b>
Stocks	(7)	1.598
Créances clients et autres créances	2.235	1.770
Trésorerie et équivalents de trésorerie	2.363	2.350
<b>Total actifs courants</b>	<b>4.591</b>	<b>5.717</b>
<b>Total Actif</b>	<b>56.160</b>	<b>59.287</b>
<b>Resultat consolidé en K€</b>	<b>31/12/2023</b>	<b>31/12/2022</b>
Revenus	4.621	4.165
Plus/moins value cessions actifs/part.	773	7.038
Dépréciation immo	169	(5.282)
Honoraires Asset Management	(701)	(772)
Frais Corporate	(515)	(813)
Autres impôts	(1.278)	(143)
D&A	(898)	(1.093)
Autres coûts	(264)	(61)
<b>EBIT</b>	<b>1.906</b>	<b>3.039</b>
Résultat Financier	(1.139)	(758)
Impôt sur les sociétés	0	(440)
<b>Résultat Net</b>	<b>767</b>	<b>1.841</b>

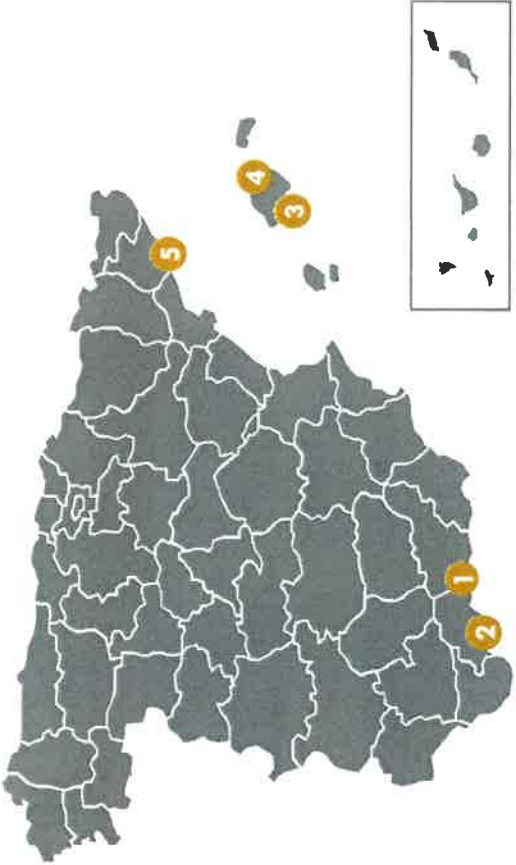
Bilan Passif en K€	31/12/2023	31/12/2022
Capital	11.292	11.292
Primes d'émission	-	-
Réserve Légale	2.269	2.269
Actions propres	(382)	(365)
Réserves consolidées	(1.177)	(3.631)
Acompte sur dividende	-	-
Apports d'associés	19.700	19.700
RAN	(1.869)	(1.030)
Résultat net	767	1.841
<b>Total Capitaux Propres</b>	<b>30.600</b>	<b>30.065</b>
Provision pour risques et charges	-	-
Dettes bancaires et obligatoires	20.910	24.549
Autres dettes financières	704	635
<b>Passifs non courants</b>	<b>21.613</b>	<b>25.184</b>
Dettes bancaires et obligatoires	3.514	3.478
Autres dettes financières	0	1
Dettes Fournisseurs	367	463
Autres dettes courantes	67	96
Passifs courants	3.948	4.038
<b>Total Passif et Capitaux Propres</b>	<b>56.160</b>	<b>59.287</b>

## C. EIS PORTFOLIO AS OF TODAY (1/2)

Following the sales occurred since acquisitions, the remaining assets are:

ACQUISITION	ACQUISITION DATE	NAME	LOCATION	TYPE	SURFACES	Nº UNITS
2015	23/12/2015	EL PUERTO	Fuengitola	Hotel	4.580 m <sup>2</sup>	178
	29/12/2015	FESTA	L' Estarfit	T. Apartments	8.443 m <sup>2</sup>	151
2016	21/04/2016	LAS TERRAZAS	Manilva	T. Apartments	14.814 m <sup>2</sup>	146
2017	31/01/2017	CECILIA	Porto Colom	T. Apartments	5.037 m <sup>2</sup>	115
	24/02/2017	SURFING PLAYA	Santa Ponsa	T. Apartments	3.344 m <sup>2</sup>	74
<b>TOTAL AS OF TODAY</b>					<b>36.218 m<sup>2</sup></b>	<b>664</b>

# C. EIS PORTFOLIO AS OF TODAY (2/2)



1  
El Puerto  
(Pierre & Vacances)



2  
Las Terrazas  
(Pierre & Vacances)



3  
Cecilia (Pierre & Vacances)



4  
Surfing Playa  
(Acerca Hospitality)



5  
Festa  
(Pierre & Vacances)

# D. COMPENSATION OF LOSSES FROM PREVIOUS YEARS WITH SHAREHOLDERS CONTRIBUTIONS. APPROVAL OF THE ALLOCATION CORRESPONDING TO THE FISCAL YEAR CLOSED ON 31 DECEMBER 2023.

## OVERVIEW

- In order to reduce them to zero, it is proposed to compensate the losses from previous years (1,869,712.29 €), with shareholders contributions
- Thereafter, approval of the allocation corresponding to the fiscal year closed on 31 December 2023 (731.527,01 €): 100% to dividends

# E. APPROVAL OF DISTRIBUTION OF SHAREHOLDERS CONTRIBUTIONS

## OVERVIEW

- In order to swiften the next distribution to shareholders, it is proposed to delegate to the Board of Directors the distribution of "aportaciones de socios" up to a maximum amount of its current amount (17,830,287.71 €)
- Distribution of shareholders contributions (account 118):
  - Maximum distributable amount of 17,830,287.71 €
  - Board of Directors will confirm conditions and execute
  - Maximum period of 18 months



## F. CONTINUITY OF THE COMPANY. NEW AUTHORIZATION TO THE BOARD OF DIRECTORS FOR THE SALE OF ESSENTIAL ASSETS OF THE COMPANY

### OVERVIEW

- Continuity of the Company.
- Renewal of the authorization granted at the General Shareholders Meeting held on May 26<sup>th</sup> 2023 to allow the Board of Directors to resolve on the sale of any asset of the company.
- The Board of Directors is authorized in order to sell any real state assets belonging to the company's portfolio including assets of its holding company, even if the value of one of those assets or of several of them together exceeds 25% of the value of the assets reflected in the last approved balance sheet (core assets according to article 160 f) of the Spanish Capital Companies Act). Regarding the holding company, either the company or its asset may be sold. The sales process, whether total or partial, must me competitive and may be led by one or several renowned agents.
- The CEO will be the one who, in the exercise of the powers conferred to him, will formalize the transactions once the Board of Directors specifies the assets that will go on sale and the main conditions (price) for each always acting as the CEO within the framework established by this General Shareholders' Meeting and the Board of Directors.

## G. APPROVAL OF THE RENEWAL OF THE AUDITORS

### OVERVIEW

- Renewal of Mazars as auditor for exercise ending on 31 December 2024
- Mazars was previously appointed in order to carry out the audit for exercises ending on 31 December 2020, 31 December 2021, 31 December 2022 and 31 December 2023
- Mazars fees are 20k €

# H. SUBSTITUTION OF MR. JOHANN BEY BY MR. ADRIEN GUEDY AS MEMBER OF THE BOARD OF DIRECTORS

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## OVERVIEW

- Substitution of Mr. Johann Bey by Mr. Adrien Guedy as member of the Board of Directors

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## I. COMMENTS AND QUERIES

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## J. RESOLUTIONS

# FIRST RESOLUTION

## RESOLUTION PROPOSAL

- Approval of the individual accounts of the company for the fiscal year closed on 31 December 2023 (including balance sheet, P&L, state of changes of the net equity and state of cash movement)

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# SECOND RESOLUTION

## RESOLUTION PROPOSAL

- Approval of the consolidated accounts of the company for the fiscal year closed on 31 December 2023 (including balance sheet, P&L, state of changes of the net equity and state of cash movement)

# THIRD RESOLUTION

## RESOLUTION PROPOSAL

- Approval of the management carried out by the Directors during the fiscal year closed on 31 December 2023



# FOURTH RESOLUTION

## RESOLUTION PROPOSAL

- Compensation of losses from previous years with shareholders contributions

# FIFTH RESOLUTION

## RESOLUTION PROPOSAL

- Approval of the allocation corresponding to the fiscal year closed on 31 December 2023

# SIXTH RESOLUTION

## RESOLUTION PROPOSAL

- Approval to distribute shareholders contributions (account 118) up to 17.830.287,71 €, for a maximum period of 18 months and delegation to the Board of Directors to proceed with their distribution

# SEVENTH RESOLUTION

## RESOLUTION PROPOSAL

- Continuity of the Company. New authorization to the Board of Directors for the sale of essential assets of the Company

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# EIGHTH RESOLUTION

## RESOLUTION PROPOSAL

- Approval of the renewal of the auditors

# NINTH RESOLUTION

## RESOLUTION PROPOSAL

- Substitution of Mr. Johann Bey by Mr. Adrien Guedy as member of the Board of Directors

# TENTH RESOLUTION

## RESOLUTION PROPOSAL

- General delegations of powers to the Board of Directors and specifically to the Chairman and the Secretary to the Board the execution of any formalities that need to be carried out in order to execute the agreements approved on today's meeting (e.g. notary deeds, registrations with the Commercial Registry, publications in the BME Growth)

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# ELEVENTH RESOLUTION

## RESOLUTION PROPOSAL

- Approval of the minutes of the meeting





## ELAIA INVESTMENT SPAIN

