

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, C C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF SHAW-ALMEX INDUSTRIES LIMITED
AND SHAW ALMEX FUSION, LLC

SUPPLEMENT TO THE
FIFTH REPORT OF FTI CONSULTING CANADA INC.
IN ITS CAPACITY AS MONITOR OF SHAW-ALMEX INDUSTRIES LIMITED
AND SHAW ALMEX FUSION, LLC

October 7, 2025

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Appendix “B”	Affidavit of Meredith Veto affirmed October 3, 2025
Appendix “C”	Affidavit of Harvetta Asamoah affirmed October 6, 2025

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OF SHAW-ALMEX INDUSTRIES LIMITED
AND SHAW ALMEX FUSION, LLC

SUPPLEMENT TO THE
FIFTH REPORT TO THE COURT
SUBMITTED BY FTI CONSULTING CANADA INC.
IN ITS CAPACITY AS MONITOR

A. INTRODUCTION

1. On March 29, 2025, Shaw-Almex Industries Limited (“SAIL”) filed a notice of intention to make a proposal (“NOI”) pursuant to the provisions of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended (the “BIA”) with the Office of the Superintendent of Bankruptcy. FTI Consulting Canada Inc. (“FTI”) consented to act as the proposal trustee (the “**Proposal Trustee**”) of SAIL’s estate.
2. On May 13, 2025, the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) granted an initial order (the “**Initial Order**”) under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the “CCAA”) with respect to SAIL and Shaw Almex Fusion, LLC (“**Fusion**”, and together with SAIL, the “**Applicants**”), which, among other things, continued the NOI proceeding commenced by SAIL under the purview of the CCAA and appointed FTI as the Court-appointed monitor of the Applicants (in this capacity, the “**Monitor**”) with enhanced powers.
3. On June 18, 2025, the Monitor brought a motion seeking an Order (the “**TUV Authorization Order**”), among other things, authorizing the Monitor to commence an application (such application, which was eventually authorized to proceed by way of

motion, the “**TUV Motion**”) against Shaw Almex Global Holdings Limited (“**Global Holdings**”) seeking the relief set out in paragraph 5 of the Fifth Report of the Monitor dated September 27, 2025 (the “**Fifth Report**”). On September 10, 2025, the Court, among other things, entered the TUV Authorization Order. The hearing of the TUV Motion is scheduled for December 4, 2025.

B. PURPOSE OF THIS REPORT

4. The purpose of this report (the “**Supplemental Report**”) is to supplement the Fifth Report of the Monitor dated September 27, 2025 (the “**Fifth Report**”). The Supplemental Report should be read in conjunction with the Fifth Report. The Fifth Report and other materials filed in connection with these CCAA proceeding are posted periodically on the website established by the Monitor at <http://cfcanada.fticonsulting.com/ShawAlmex> (the “**Monitor’s Website**”). The Proposal Trustee posted materials in connection with the NOI proceeding on the same website.

C. TERMS OF REFERENCE

5. This Supplemental Report adopts the same terms of reference as set out in the Fifth Report. All capitalized terms that are not otherwise defined herein have the meaning given to them in the Fifth Report.

D. TRANSLATED DOCUMENTS

6. The Fifth Report included appendices that were Spanish-language documents. Certain of those documents included English-language translations with accompanying certificates. Other Spanish-language documents did not include English-language translations due to translations not being available at the time of the Fifth Report.
7. This Supplemental Report includes in its appendices English-language translations of all Spanish-language documents included in the Fifth Report. The translations are accompanied by affidavits certifying the translations. The following chart sets out the appendices to this Supplemental Report:

Appendix	Description	Pinpoint to Spanish-language version
A	Affidavit of Frank W. Piersol affirmed September 30, 2025	
A-1	Registro de la propiedad de Jaen Numero Tres (6/5/2025)	Fifth Report, Appendix “M”
A-2	Contrato de Arrendamiento de Local de Negocio (Feb 1, 2021)	Fifth Report, Appendix “N”
A-3	Certificado de Tasación (11/10/2017)	Fifth Report, Appendix “U”
B	Affidavit of Meredith Veto affirmed October 3, 2025	
B-1	Información Mercantil interactiva de los Registros Mercantiles de España (26/09/2025) – Shaw Almex Real Estate Holdings S.L. – Ejercicio 2020	Fifth Report, Appendix “I”
B-2	Información Mercantil interactiva de los Registros Mercantiles de España (26/09/2025) – Shaw Almex Real Estate Holdings S.L. – Ejercicio 2021	Fifth Report, Appendix “J”
B-3	Información Mercantil interactiva de los Registros Mercantiles de España (26/09/2025) – Shaw Almex Real Estate Holdings S.L. – Ejercicio 2022	Fifth Report, Appendix “K”
B-4	Escritura de elevación a público de acuerdos sociales de la sociedad "Shaw Almex Spain Real Estate Holdings, S.L." (Traslado de domicilio y aumento de capital) (12/30/2021)	Expert Report at Annex 7.6.6
C	Affidavit of Harvetta Asamoah affirmed October 6, 2025	
C-1	Información Mercantil interactiva de los Registros Mercantiles de España (6/16/2025) – Fonmar Group, SL	Fifth Report, Appendix “E”
C-2	Información Mercantil interactiva de los Registros Mercantiles de España (6/17/2025) – Shaw Almex Spain Real Estate Holdings SL	Fifth Report, Appendix “H”
C-3	Información Mercantil interactiva de los Registros Mercantiles de España (6/19/2025) – Fonmar Sociedad Anonima	Fifth Report, Appendix “L”
C-4	Escritura de Compraventa (09/27/2018)	Fifth Report, Appendix “R”
C-5	Certificado de Tasación (05/08/2015)	Fifth Report, Appendix “T”
C-6	Escritura Novacion 1ª Hipoteca	Fifth Report, Appendix “U”
C-7	Escritura de constitución de Shaw Almex Spain Real Estate Holdings, S.L. nº 4.646 (14.12.2017)	Expert Report at Annex 7.6.5

All of which is respectfully submitted this 7th day of October, 2025.

FTI Consulting Canada Inc.
solely in its capacity as Monitor of Shaw-Almex
Industries Limited and Shaw Almex Fusion,
LLC and not in its personal or corporate capacity

A handwritten signature in blue ink, appearing to read "Jeffrey Rosenberg", with a stylized flourish at the end.

Jeffrey Rosenberg
Senior Managing Director

APPENDIX “A”

[ATTACHED]

Court File No.: CV-25-00743136-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, C C-36, AS AMENDED**

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OF SHAW-ALMEX INDUSTRIES LIMITED
AND SHAW ALMEX FUSION, LLC**

AFFIDAVIT OF FRANK W. PIERSOL (TRANSLATOR)
(affirmed September 30 2025)

I, **FRANK W. PIERSOL**, of the City of New York, in the State of New York, Country of the United States of America, AFFIRM AND SAY:

1. I am a translator with TransPerfect Document Management, Inc. ("**TransPerfect**"). I am proficient in Spanish and English and have over 50 years of experience translating documents between Spanish and English.
2. TransPerfect is a family of companies providing global business services in over 200 languages. TransPerfect is the world's largest professional language services provider and has more than 30 years of experience providing translation services. TransPerfect is ISO 9001, ISO 17100, ISO 13485, ISO 18587, ISO 14971, and ASTM F2575-06 certified.
3. Attached hereto as exhibits are documents that I have translated from the Spanish language into the English language:

Exhibit	Title
1	Registro de la propiedad de Jaen Numero Tres (6/5/2025)
2	Contrato de Arrendamiento de Local de Negocio (Feb 1, 2021)
3	Certificado de Tasación (11/10/2017)

4. I hereby certify to the best of my knowledge the translated texts of this document represent an accurate translation of the original text provided, from Spanish into English.

AFFIRMED remotely by Frank W. Piersol
stated as being located in the city of New York,
in the State of New York, USA
before me at the City of Toronto, in the
Province of Ontario, on September 30, 2025, in
accordance with O. Reg 431/20, *Administering*
Oath or Declaration Remotely.

DocuSigned by:

Nicholas Avis

2C12EFAB5242430...

Nicholas Avis | LSO #76781Q
Commissioner for Taking Affidavits


Signed by:

Frank W. Piersol

16BCE17186F1448...

FRANK W. PIERSOL

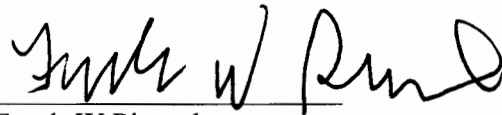
This is Exhibit “1” referred to in
the Affidavit of Frank W. Piersol
sworn on September 30, 2025

DocuSigned by:

2C12EFAB5242430...

Commissioner for Taking Affidavits
NICHOLAS AVIS

I, Frank W Piersol , hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

REGISTRO DE LA PROPIEDAD DE JAEN NUMERO TRES (6/5/2025)

A handwritten signature in black ink, appearing to read "Frank W Piersol", written over a horizontal line.

Frank W Piersol

September 26, 2025

Signature

REGISTRATION INFORMATION

Registration Information Issued by:

ANA MARIA BUENO CANO

JAEN PROPERTY REGISTRATION Property Registrar No. 3

C/DOCE APOSTOLES, S/N ESQUINA CALLE SAN LUCAS
23005 - JAÉN (JAÉN)
Telephone: 953223404
Fax: 953266503
Email: jaen3@registrodelapropiedad.org

corresponding to the request made by:

GIMENEZ TORRES ABOGADOS SL

with DNI/CIF: B83689919

LEGITIMATE INTEREST ALLEGED:

Legal investigation into the subject matter, its ownership or limitations.

REQUEST IDENTIFIER: **P88MN21Q**

(Cite this identifier for any issues related to this simple note)

Your Reference: **FONMAR GROUP**



[logo:] REGISTRARS OF SPAIN

REGISTRATION INFORMATION

JAEN PROPERTY REGISTRATION NUMBER THREE

ISSUE DATE: FIVE JUNE OF THE YEAR TWO THOUSAND TWENTY-FIVE

DESCRIPTION OF THE PROPERTY

CRU: 23016000389183

PROPERTY IN JAÉN 03 N°: 31376

PROPERTY TYPE: URBANIZABLE PARCEL LAND SURFACE: m2: 6655 dm2:74
 ADDRESS: CALLE MARIANA DE MONTOYA NÚMERO: 3-5-7

BOUNDARIES: front, CALLE MARIANA DE MONTOYA; right, PARCELA M7-P14; left, PARCEL M7-P9; bottom, PARCELS M7-P14, M7-P67, M7-P66, M7-P65, M7-P64, and M7-P63.

LAND REGISTRY: NOT RECORDED Not coordinated with land registry

PARCEL M7-P10, M7-P11, M7-P12, M7-P13, INTENDED FOR INDUSTRIAL USE, OF THE MANZANA 7, CATEGORIA PRIMERA, EN EL SECTOR SUNP-6 DEL P.G.O.U. DE JAEN.

OWNERSHIPS

OWNER	C.I.F.	VOLUME	LEDGER	FOLIO	REGISTRATION
FONMAR S.A.	A-14042428	2342	572	146	7

100.000000% of exclusive ownership in fee simple, by title of PURCHASE.

FEES

Encumbrance for 5 years, from this date, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the PREVIOUSLY CANCELED annotation of attachment of letter A, provisionally declared EXEMPT. Jaén on June 27, 2013.

DATE OF ENTRY OF THE ENCUMBRANCE: 06/27/2013

Condition for 5 years, from today, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 5th registration of insolvency proceedings, provisionally declared EXEMPT. Jaén on June 17, 2015.

DATE OF ENTRY OF THE ENCUMBRANCE: 06/17/2015

Condition for 5 years, from today, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 6th registration of cancellation of charges, provisionally declared EXEMPT. Jaén on September 16, 2015. DATE OF ENTRY OF THE ENCUMBRANCE: 09/16/2015



C.S.V.: 223016281F689EA7



REGISTRATION INFORMATION

[logo:] REGISTRARS OF SPAIN

Condition for 5 YEARS, from today, to the payment of the settlement or settlements that, where appropriate, may be issued by the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 7th registration of PURCHASE, being released, for the amount of 10,200 euros, paid by self-assessment.
DATE OF ENTRY OF THE ENCUMBRANCE: 11/11/2015

MORTGAGE.-A MORTGAGE in favor of the entity BANCO POPULAR ESPAÑOL, SOCIEDAD ANÓNIMA, to respond regarding a).- The total amount of the obligation for principal amounting to the amount of **SEVEN HUNDRED SIXTY-FIVE THOUSAND EUROS**. b).- The amount of **TWO YEARS** of ordinary interest at **SIX POINT FIVE HUNDRED PERCENT**, maximum provided for in section 3.5 of the first clause. c).- The amount of **TWO YEARS** of late interest at **TEN POINT FIVE HUNDRED PERCENT**, maximum rate reflected in section six of clause ONE. d).- An additional amount of **ONE HUNDRED FOURTEEN THOUSAND SEVEN HUNDRED FIFTY EUROS** for costs and, if applicable, the extrajudicial execution expenses referred to in Article 236.K of the Mortgage Regulations; The non-extendable term of the loan duration is for all the time that covers until the **FOURTH OF OCTOBER OF TWO THOUSAND THIRTY-FIVE**, that will coincide with the last payment, the first being on the fourth day of November of two thousand fifteen, with the initial interest until September 4, 2016, of **TWO POINT FIVE HUNDRED PERCENT**; with an appraised value of two million two hundred sixty thousand five hundred seventy-nine euros and fifty-four cents. The address for requests and notifications to the borrower is established as Jaén, Polígono Industrial de los Olivares, calle b, parcel 1105. Formalized instrument authorized by the Notary Mr ALFONSO ARGÜELLES LUIS, of JAÉN, on 09/29/2015, protocol 1.124 Set up in registration 8 dated 11/23/2015.

MORTGAGE AMENDMENT:8.-The mortgage subject to registration 8 of this property is AMENDED by registration 9, establishing the amortization of the loan in TWO HUNDRED FOURTEEN MONTHLY INSTALMENTS comprising principal and interest, counted from January 4, 2018 to October 4, 2035. The interest rate applicable to the loan to be counted from December 4, 2017 and until December 4, 2018 will be ONE POINT EIGHT HUNDRED SEVENTY-FIVE PERCENT, being variable from the aforementioned date, calculated by adding two percentage points to the reference interest rate - EURIBOR-. By virtue of the instrument executes in Jaén, on the twenty-first of December of two thousand seventeen, before the Notary Mr. Alfonso Argüelles Luis, protocol 1,550/2017.

Condition for 5 YEARS, from today, to the payment of the settlement or settlements that, where appropriate, may be issued by the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 8th mortgage registration, being released, for the amount of €17,097.75, paid by self-assessment.
DATE OF ENTRY OF THE ENCUMBRANCE: 11/23/2015

Condition for 5 years, from today, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 9th mortgage modification registration, provisionally declared EXEMPT.

DATE OF ENTRY OF THE ENCUMBRANCE: 02/12/2018

- MORTGAGE:

In favor of: BANCO POPULAR ESPAÑOL SOCIEDAD ANONIMA
Capital Principal: 807,000 EUROS
Ordinary Annual Interest Initial: 2% 96,840 EUROS
Ordinary Delay: Initial: 10% 161,400 EUROS
Costs and Expenses: 121,050 EUROS



C.S.V.: 223016281F689EA7



REGISTRATION INFORMATION

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Amortization Term: 215 MONTHS **From:** January 04, 2018 **Expiration** December 04, 2035

- **Executed** in an instrument authorized by the Notary Mr ALFONSO ARGÜELLES LUIS, of JAÉN, on 12/21/17, with protocol number 1,551.
- **INCORPORATED** in the 10th entry, VOLUME: 2.375, BOOK: 605, PAGE: 86, dated 02/12/18.

Condition for 5 YEARS, from today, to the payment of the settlement or settlements that, where appropriate, may be issued by the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 10th mortgage registration, being released, for the amount of €17,794.35, paid by self-assessment. Jaen
 DATE OF ENTRY OF THE ENCUMBRANCE: 02/12/2018
 Documents related to the property submitted and pending dispatch, the submission entry in force, at the close of the Daily Ledger of the day prior to the date of issue of this note:

Number 1430 of Journal 2025 dated 06/02/2025, ISSUANCE OF TELEMATIC CERTIFICATION. Received by telematics at 3:08 p.m. and sent by Baker & McKenzie Barcelona Slp, a request is submitted for the issuance of verbatim telematics certification on property number 31376 of Jaén 03. -----

FEES: 3.63 EUROS (including VAT), LEVY 4.1f



C.S.V.: 223016281F689EA7



REGISTRATION INFORMATION

[logo:] REGISTRARS OF SPAIN

BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Legal basis for processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Fees: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Sources from which the data came: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

All other data protection information: Available at <https://www.registradores.org/politica-de-privacidad-servicios-registrales> depending on the type of registration service requested.

CONDITIONS OF USE OF THE INFORMATION

The information made available to you is for your exclusive use and is non-transferable and confidential and may only be used for the purpose for which the information was requested. The transmission or



**REGISTRATION INFORMATION**

[logo:] REGISTRARS OF SPAIN

transfer of the information by the user to any other person, even free of charge, is prohibited. In accordance with the Instruction of the General Directorate of Registries and Notaries of February 17, 1998, the incorporation of the data contained in the registration information into files or computer bases for individualized consultation of real persons or legal entities is prohibited, even expressing the source of origin.

PROCESSED BY: JLMC

This document incorporates an electronic seal to guarantee its origin and integrity created by the JAEN PROPERTY REGISTRY 3 on the fifth day of June of two thousand twenty-five.



(*) C.S.V. : 223016281F689EA7

Verification Web Service: <https://sede.registradores.org/csv>

(*) This document is a copy of an electronic document. The Secure Verification Code allows for the authenticity of the copy to be verified by accessing the electronic files of the issuing public body or agency. Copies made on supporting paper of public documents issued by electronic means and signed electronically will be considered authentic copies provided that they include the printing of an electronically generated code or other verification systems that allow their authenticity to be verified by access to the electronic files of the issuing public body or agency. (Art. 27.3 of Law 39/2015, of 1 October, on the Common Administrative Procedure of Public Administrations.).



C.S.V. : 223016281F689EA7

- 3 -

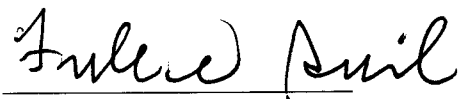
This is Exhibit “2” referred to in
the Affidavit of Frank W. Piersol
sworn on September 30, 2025

DocuSigned by:
Nicholas Avis
2C12EFAB5242430...

Commissioner for Taking Affidavits
NICHOLAS AVIS

I, Frank W Piersol, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

CONTRATO DE ARRENDAMIENTO DE LOCAL DE NEGOCIO (Feb. 1, 2021)

A handwritten signature in black ink, appearing to read "Frank W Piersol", written over a horizontal line.

Frank W Piersol

September 26, 2025

Signature

BUSINESS PREMISES LEASE AGREEMENT

In Madrid, on February 1, 2021.

THERE SO MET

On the one hand,

MR DANIEL JIMENEZ MARTÍNEZ, businessman, of legal age, married, residing in Jaén, with address at calle Comunidad Foral de Navarra, 4, 5º-D; with National Identity Document and Tax Identification Number 26.023.185-L.

And on the other hand,

MR. LUIS GIMENEZ GODOGAR, attorney, of legal age, married, domiciled for these purposes in Madrid, calle Gran Vía 6; with National Identity Document and Tax Identification Number 51425596-B.

THERE SO INTERVENE

MR. DANIEL JIMÉNEZ MARTÍNEZ, on behalf of and representing himself as attorney-in-fact of the Company “**FONMAR, S.A.**” for these purposes at Jaén, calle Mariana Montoya 3-9, Parque Empresarial “Nuevo Jaén”, incorporated for an indefinite period before the Notary Public of Lucena (Córdoba), Mr. Francisco Hijas Fernández, on August 30, 1982, under number 903 of his notarial records. Registered in the Commercial Registry of Jaén, volume 72, page 35, page J-2.136. He has Tax ID number A-14042428. Hereinafter, “**THE LESSOR**”.

MR. LUIS GIMÉNEZ GODOGAR, on behalf of and representing the Company “**FONMAR GROUP, S.L.**” domiciled in Madrid, calle Gran Vía 6, incorporated in an instrument authorized in Madrid on October 24, 2001, before the Notary Mr. Federico Paredero del Bosque Martín in number 2,620 of his notarial records and registered in the Commercial Registry of Madrid, volume 17135, Book 0, Page 112, sheet M-293542, with C.I.F. B- 83127050. Hereinafter, “**THE LESSEE**”.

Both parties, as they intervene, acknowledge each other with sufficient legal capacity for the granting of this Agreement and, for this purpose,

[signature]

THEY SO SET FORTH

One.- That **THE LESSOR** is the legitimate owner of the following property:

- **Description:** URBAN.- PARCEL M7-P10, M7-P11, M7-P12, M7-P13, intended for industrial use of block seven, 1st category, in the SUNP-6 section of the General Urban Planning Plan of Jaén, today calle Mariana Montoya, number three, five, seven and nine, with an area of six thousand six hundred five square meters and seventy four square decimeters and a buildability of six thousand six hundred fifty-five square meters and seventy-four square decimeters.
On the parcel there is an industrial plant built with several floors.
- **Registration data:** registered in the Property Registry number three of Jaén, in volume 2,270, book 500, folio 49, property number **31,376**.

Two.- That **THE LESSOR** and **THE LESSEE** are interested in leasing the property detailed in the first recital above in accordance with the following,

STIPULATIONS

One.- **Purpose of the Contract**

- 1.1. By this Agreement and as is, **THE LESSOR** leases to **THE LESSEE**, who accepts, the industrial plant described in the first recital above (hereinafter, the “property”).
- 1.2. It is the responsibility of **THE LESSEE** to request and obtain the opening or activity licenses and any others that may be necessary to carry out its activity in the leased property, and **THE LESSOR** undertakes to provide its collaboration without this resulting from any liability.

Two.- **Duration of the Agreement**

This Agreement shall enter into force on February 1, 2021 and has an initial duration until January 31, 2031, understood to be automatically extended by successive years except as provided in the following paragraph.

[signature]

The LESSOR and the LESSEE, one month prior to the expiration of the initial period or, where appropriate, any of its possible extensions, may at the request of either of them terminate the agreement by means of a simple statement, either of them, of their intention not to renew it.

Once this Agreement has been terminated for any reason, **THE LESSEE** waives the right to compensation provided for in Article 34 of Law 29/1994, on Urban Leases that may correspond to it.

Three. - Assignment and Sublease

The LESSEE may not in any case sublease the property or assign the Agreement.

Four.- Rent

- 4.1. The rent of the lease will be **NINE THOUSAND FIVE HUNDRED EUROS (€9,500.00)** per month.
- 4.2. The payment of the rent (increased with the corresponding VAT) will be made in advance months and within the first five (5) calendar days of each month, by direct debit to the account that **THE LESSEE** designates.
- 4.3. In the event of a delay in the payment of the rent, the amounts pending payment will accrue interest from the sixth day of the month in favor of **The LESSOR** at the legal interest rate in force at all times, all without prejudice to the action for settlement which may correspond to **THE LESSOR**.

Five.- Works

The LESSEE may not carry out, without the consent of **THE LESSOR**, expressed in writing, structural works that modify the configuration of the leased property, or that cause a decrease in the stability or security thereof.

The LESSEE is obliged to endure the execution by **THE LESSOR** of the improvement works whose execution cannot reasonably be deferred until the conclusion of the Agreement, without prejudice to the right that, where appropriate, **THE LESSEE** may have to withdraw from the Agreement, or to a reduction in rent and compensation of expenses.

[signature]

Six.- The LESSEE shall be exclusively responsible for contracting the electricity, telephone, or any other services, as well as for the maintenance and repair of its facilities.

Seven.- Other obligations of THE LESSEE

Without prejudice to compliance with other obligations contained in this Agreement, **THE LESSEE** undertakes to:

1. Keep the leased property in perfect condition for use;
2. Carry out at its own expense the repairs required by ordinary wear and tear.
3. Not store or handle explosive, flammable, harmful or unhealthy products.

Eight.- Bond

In guarantee of compliance with the obligations assumed under this Agreement, **THE LESSEE** hereby delivers to **THE LESSOR** a cash bond for the amount of two monthly payments of the rent corresponding to the leased property, that is, NINETEEN THOUSAND EUROS (€19,000.00).

The LESSOR undertakes to comply with current regulations regarding the deposit and return of said bond, and to provide **THE LESSEE** with the corresponding receipts and supporting documents.

After, where applicable, the initial duration of the Agreement, the bond will be updated annually so that it maintains an equivalence with two monthly payments of the rent in force at each time.

Nine.- Termination of the Contract. Eviction

The LESSEE must leave the property on the day this Agreement ends on the terms provided for in Stipulation Two.

In the event that **THE LESSEE** does not leave the property on the date indicated, it must pay **THE LESSOR** a daily compensation equivalent to the amount of the monthly rent in force at that time divided by 15. Such indemnification shall be without prejudice to eviction actions and indemnification of complementary damages.

Ten.- Causes for termination

The following are grounds for termination of this Agreement:

1. For **THE LESSOR**, those contained in Article 27.2., sections a), b), d) and e) of the Urban Leases Law and in Article 1,569 of the Civil Code.
2. For **THE LESSEE**, those contained in Article 27.3., sections a) and b) of the Urban Leases Law.
3. For **THE LESSOR** and **THE LESSEE**, the breach by the other party of any obligations assumed under this Agreement.

In the event of a cause for termination of the Contract, the non-defaulting and injured party may choose between terminating the Contract or demanding its compliance. In both cases, the injured party shall have the right to be compensated by the defaulting party for the damages caused.

Eleven.- Contractual modifications

Any contractual modifications that may be introduced in this Agreement during its term must always be in writing and signed by all the parties involved.

Consequently, the fact that either party does not require the other party to strictly comply with the obligations assumed, may not be interpreted, in any case, as leaving or waiving its rights, so it may, at all times, demand the strictest application of the contractual clauses.

Twelve.- Applicable regulations and jurisdiction

This Agreement is governed by the will of the parties expressed in this Agreement, imperatively by titles I, IV and V of Law 29/1994, on Urban Leases, and is also governed, in addition, firstly, by title III of said Law, and, secondly, by the provisions of the Civil Code.

For any matter that may arise from the interpretation, fulfillment or execution of this Agreement, the parties, waiving any other jurisdiction that they may be subject to, expressly submit to the jurisdiction of the Courts and Tribunals of Jaén.

And in witness whereof, the parties sign this document in duplicate and for one single purpose, in the place and on the date indicated in the heading thereof.

[signature]

THE LESSOR

[signature]

FONMAR, S.A.

Signed on behalf of Daniel Jiménez Martínez

THE LESSEE

[signature]

FONMAR GROUP, S.L.

Signed on behalf of Luis Giménez
Godosar

- 2 -

This is Exhibit “3” referred to in
the Affidavit of Frank W. Piersol
sworn on September 30, 2025

DocuSigned by:

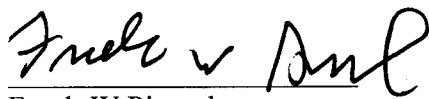
Nicholas Avis

2C42EEAB5242430...

Commissioner for Taking Affidavits
NICHOLAS AVIS

I, Frank W Piersol, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

CERTIFICADO DE TASACIÓN (11/10/2017)

A handwritten signature in black ink, appearing to read "Frank W Piersol", written over a horizontal line.

Frank W Piersol

September 26, 2025

Signature



Report No. 60/2017/05962/000001
 Issue Date 11/10/2017
 Your Reference VLM170233700750011A
 Previous Report No. 60/2015/02346/000001

CERTIFICATE OF ASSESSMENT

MR. FERNANDO REVERTE SÁNCHEZ, in his capacity as managing director of Valoraciones Mediterráneo, S.A., registered in the Special Registry of Assessment Companies of the Banco de España with no. 4350 on October 31, 1988, as a summary of the assessment report made by said company, which corresponds to number 60/2017/05962/000001 dated 11/10/2017 made by ANTONIA MARIA RASCON JIMENEZ after a visit to the property on 10/30/2017.

SO CERTIFIES

An appraisal report of ISOLATED INDUSTRIAL PLANT has been made summarized as follows:

APPLICANT FOR APPRAISAL AND PURPOSE

Applicant

[illegible] A14042428 Name FONMAR S.A.
 BANCO POPULAR ESPAÑOL

Determine, as an appraisal value, the Mortgage Value of the real estate, so that it can serve as MORTGAGE GUARANTEE of a MOBILIZABLE loan or loan on the mortgage market.

Appraisal carried out in accordance with Order ECO/805/2003, of March 27, on real estate assessment standards and certain fees for certain financial purposes (published in the BOE of 02/09/2003) and subsequent modifications thereto, as applied for the purpose provided for in Article 2. A) "Mortgage guarantee of loans and credits that form or will form part of the mortgage securities hedging portfolio of a banking entity", referred to in the second article of Royal Decree 716/2009 of April 24.

This assessment has been carried out in accordance with order ECO/805/2003, of March 27, on real estate assessment standards and certain fees for certain financial purposes, published in the BOE of April 9, 2003 and modified by order EHA/3011/2007 of October 4 and EHA/564/2008 of February 28 and Order ECC/371/2013, of March 4.

CURRENT APPRAISAL / MORTGAGE VALUE

The methods adopted in this report are: Cost Method or Replacement

Current breakdown of values by registry property

Asset identifier	Building surface adopted (m ²)	Land value (€)	% Work	Existing building value (€/m ²)	Rehabilitation value (€/m ²)	Value of other expenses (€)	Replacement cost (€)	Appraisal/mortgage value (€)
Property/component 31376	8,719.51	723,719.33	42.86	1,923,887.28	235,593.74	499,357.52	3,382,557.87	3,382,557.87
Plant	8,719.51	723,719.33	42.86	1,923,887.28	235,593.74	499,357.52	3,382,557.87	3,382,557.87
Totals	8,719.51	723,719.33	42.86	1,923,887.28	235,593.74	499,357.52	3,382,557.87	3,382,557.87

Approximate percentage of work performed (%) 42.86%
 (% applied to cost of construction without expenses)

Percent Other Expenses Realized (%) 87.30%

Since this is a rehabilitation, the percentage of work indicated is limited to the part strictly in rehabilitation or extension.

Total appraisal value €3,382,557.87

Equivalent to three million three hundred eighty-two thousand five hundred fifty-seven euros and eighty-seven cents

Mortgage value €3,382,557.87

Equivalent to three million three hundred eighty-two thousand five hundred fifty-seven euros and eighty-seven cents

The mortgage value corresponds to the sum of the appraisal values of each of the valued items.





Report No. 60/2017/05962/000001
 Issue Date 11/10/2017
 Your Reference VLM170233700750011A
 Previous Report No. 60/2015/02346/000001

CERTIFICATE OF ASSESSMENT

Finished Building Hypothesis Technical Values

Summary of cost values per item. Finished Building by Element (H.E.T) Hypothesis Values

Asset identifier	Building surface adopted (m ²)	Soil impact (€/m ²)	Total construction value (€/m ²)	Gross replacement unit value (€/m ²)	Gross replacement value (€)	Net replacement value (€)
Plant	8,719.51	83.00	349.27	432.27	3,769,201.35	3,769,288.55

Summary of market values by item. Finished Building by Element (H.E.T) Hypothesis Values

Asset identifier	Building surface adopted (m ²)	Comparison value (€)	Adjusted Comparison Value (€)	Value comparison with annexes (€)	Update value (€)	Market Value (€)	Assay method
Plant	8,719.51	--	--	--	--	3,769,288.55	Cost

Breakdown of appraisal values by registry property. Finished Building by Element (H.E.T.) Hypothesis Values

Asset identifier	Building surface adopted (m ²)	Land value (€)	Construction insurance value (€) (*1)	Mortgage Insurance Value (€) (*2)	Appraisal/mortgage value (€)
Property/component 31376					
Plant	8,719.51	723,719.33	3,045,482.02	3,045,569.22	3,769,288.55
Totals	8,719.51	723,719.33	3,045,482.02	3,045,569.22	€3,769,288.55

(*1) Insurance value for the purpose of insuring the CC to new

(*2) Insurance value according to Article 10 of RD 716/2009

Total value (finished building hypothesis)

€3,769,288.55

IDENTIFICATION AND LOCALIZATION

Localization

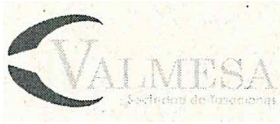
[illegible]	23009 JAÉN	Province	JAÉN
[illegible]	PARQUE EMPRESARIAL NUEVO JAÉN		
[illegible]	CALLE MARIANA DE MONTOLYA, 3 - NO. 3, 5, 7 AND 9 rehabilitation/expansion in execution	Documentary and/or estimated construction year	2017
[illegible]	Building (complete) (latitude, longitude) 37.814 -3.77996	Overall Occupancy Situation	Free

Registry Data

Property Registry of JAEN 3 (JAÉN)

Element	Property No.	Volume	Book	Folio	Registration	Document used	Issuance	Unique Registration Code
PLANT	31376	2342	572	146	7	Simple Note	10/26/2017	23016000389183
	[illegible]	FONMAR SA.	100.00%					





Report No. **60/2017/05962/000001**
 Issue Date 11/10/2017
 Your Reference VLM170233700750011A
 Previous Report No. 60/2015/02346/000001

CERTIFICATE OF ASSESSMENT

Cadastral Data

Cadastral reference	Cadastral Surf.	Ground Surf.	Building Year		Observations
1558310VG3816S0001AI	951.00 m ²	1,849.00 m ²	2009	Industrial	
1558311VG3816S0001BI	980.00 m ²	1,770.00 m ²	2009	Industrial	
1558312VG3816S0001YI	899.00 m ²	1,542.00 m ²	2009	Industrial	
1558313VG3816S0001GI	895.00 m ²	1,490.00 m ²	2009	Industrial	

REPORT RESERVATIONS AND SIGNATURES

Conditioning Factors

This report has no conditioning factors.

General warnings

A2RB - MISSING NEW WORK STATEMENT (DON). PROPERTY UNDER CONSTRUCTION OR UNDERWAY: It is noted that this appraisal is pending the corresponding Statement of New Work (D.O.N.) (and Horizontal Division if applicable) coinciding with the premises used in this report according to the project analyzed, which should be reflected in the final array appraisal (end of work verification). At the time, said New Work must also be registered in the Land Registry, coinciding with what was assessed.

The statement of new work refers to the area corresponding to the expansion of the assessed project.

A3VF - MISSING WORK EXECUTION AGREEMENT: It is noted that no Contract for the Execution of the Work of the assessed project signed by the contractor and property has been provided.

A3VI - FILE UPDATE: This appraisal report updates the one made by our company on 05/08/2015 and file no. 60/2015/02346/000001

A3VN - THE APPRAISAL VALUE REFERS TO THE PRESENT VALUE: The appraisal value refers to the current value (current net replacement value or cost) as it is under construction or underway, with its final expected value of termination (market value) being that expressed as such in the report.

A3RK - REGISTRATION-CADASTRAL LINKAGE: The registration documentation provided does not include (or does not coincide with the current one), so it should be linked to the registered property assessed, according to the new wording of Article 10 of the modification of the Mortgage Law of 1946 by Law 13/2015, of June 24.

[illegible] 10/30/2017
 [illegible] 11/10/2017
 [illegible] 05/10/2018
 [illegible] ANTONIA MARIA RASCON JIMENEZ
 [illegible] TECHNICAL ARCHITECT

This report consists of 3 pages numbered 1 to 3.

According to RD 716/2009
 In witness whereof, I issue and sign this certificate in
 Benidorm on November 10, 2017

On behalf of VALMESA, Valoraciones
 Mediterráneo, S.A.
 Mr. Fernando Reverte Sánchez

APPRAISER ANTONIA MARIA RASCON JIMENEZ
 TECHNICAL ARCHITECT

The data, as regards the charges of the property, are those obtained from the documentation provided by the applicant, as well as the state of ownership of the same is as of the date of visit referred to. Valmessa is not responsible for the veracity of the documentation provided for the execution of the report when they are not original.
 This report does not imply an implicit ruling on characteristics or situations not evident in the visual inspection of the property.
 This document may not be used for any purpose other than that specified therein.



IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, C C-36, AS AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SHAW-ALMEX INDUSTRIES LIMITED AND SHAW ALMEX FUSION, LLC

Court File No.: CV-25-00743136-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

**AFFIDAVIT OF SPANISH TRANSLATOR
(AFFIRMED SEPTEMBER 30, 2025)**

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Maria Konyukhova LSO#: 52880V
Tel: (416) 869-5230
mkonyukhova@stikeman.com
Lesley Mercer LSO#: 54491E
Tel: (416) 869-6859
lmerc@stikeman.com
Nick Avis LSO#: 76781Q
Tel: (416) 869-5563
navis@stikeman.com

Lawyers for FTI Consulting Inc.

APPENDIX “B”

[ATTACHED]

Court File No.: CV-25-00743136-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, C C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF SHAW-ALMEX INDUSTRIES LIMITED
AND SHAW ALMEX FUSION, LLC**

**AFFIDAVIT OF MEREDITH VETO (TRANSLATOR)
(affirmed October 3, 2025)**

I, **MEREDITH VETO**, of the City of Greensboro, in the State of North Carolina, Country of Guilford, AFFIRM AND SAY:

1. I am a translator with TransPerfect Document Management, Inc. ("**TransPerfect**"). [I hold a Bachelor degree in Spanish from Guilford College and a Spanish to English Translation Certification from New York University-SCPS. I am proficient in Spanish and English and have 15 years of experience translating documents between Spanish and English.
2. TransPerfect is a family of companies providing global business services in over 200 languages. TransPerfect is the world's largest professional language services provider and has more than 30 years of experience providing translation services. TransPerfect is ISO 9001, ISO 17100, ISO 13485, ISO 18587, ISO 14971, and ASTM F2575-06 certified.
3. Attached hereto as exhibits are documents that I have translated from the Spanish language into the English language:

Exhibit	Title
1	Información Mercantil interactiva de los Registros Mercantiles de España (26/09/2025) – Shaw Almex Real Estate Holdings S.L. – Ejercicio 2020
2	Información Mercantil interactiva de los Registros Mercantiles de España (26/09/2025) – Shaw Almex Real Estate Holdings S.L. – Ejercicio 2021
3	Información Mercantil interactiva de los Registros Mercantiles de España (26/09/2025) – Shaw Almex Real Estate Holdings S.L. – Ejercicio 2022
4	Escritura de elevación a público de acuerdos sociales de la sociedad "Shaw Almex Spain Real Estate Holdings, S.L." (Traslado de domicilio y aumento de capital) (12/30/2021)

4. I hereby certify to the best of my knowledge the translated texts of this document represent an accurate translation of the original text provided, from Spanish into English.

AFFIRMED remotely by Meredith Veto stated
as being located in the City of Charlotte
in the State of North Carolina, USA
before me at the City of Toronto, in the
Province of Ontario, on October 3, 2025, in
accordance with O. Reg 431/20,
Administering Oath or Declaration Remotely.

DocuSigned by:

Nicholas Avis

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Nicholas Avis | LSO #76781Q
Commissioner for Taking Affidavits

Signed by:

Meredith Veto

3CCDD47AD7EB481

MEREDITH VETO

This is
EXHIBIT "~~A~~" "1"
referred to in the Affidavit of
MEREDITH VETO
affirmed October 3, 2025.

DocuSigned by:

Nicholas Ains

2C12EFAB5242430...

Commissioner for Taking Affidavits

I, Meredith Veto, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

Información Mercantil interactiva de los Registros Mercantiles de España (9/26/2025 at 9:47 AM)

Meredith Veto
Printed Name

September 29, 2025
Date


Signature

Interactive Commercial Information of the Commercial Registries of Spain

Commercial Registry of MADRID

Issued on: 09/26/2025 at 09:47 a.m.

For any inquiries regarding the request you have just made, please remember the assigned request number:

Request No.: **Q97QQ92T**

General Data

[Index](#)

Name: SHAW ALMEX SPAIN REAL ESTATE HOLDINGS SL

Start of Operations: 12/14/2017

Registered address: C/ CONDE DE ARANDA 24 5° MADRID 28-MADRID

Duration: Indefinite

NIF (Número de Identificación Fiscal) [Tax Identification Number] B87981924 EUID: ES28065.081685544

Registry Data: Sheet M-663616 Volume 37189 Page 151 IRUS: 1000300229750

Corporate Purpose: ALL KINDS OF REAL ESTATE TRANSACTIONS INVOLVING RURAL AND URBAN PROPERTIES, DEVELOPMENT OF PROMOTIONS, SUBDIVISIONS, URBAN DEVELOPMENTS, CONSTRUCTION AND WORKS. SALE, MORTGAGE, LEASE, TRANSFORMATION, IMPROVEMENT, MANAGEMENT AND OPERATION OF ALL TYPES OF PROPERTIES

CNAE (Clasificación Nacional de Actividades Económica) [National Classification of Economic Activities]: 6820 - Rental of real estate on own account

Structure of Governing Body: Sole director

Sole Shareholder Status: The company on this sheet is sole-shareholder, its sole shareholder being SHAW ALMEX GLOBAL HOLDINGS LIMITED, with N.I.F. N4041642B

Latest Accounting Filing: 2022

Current Filings

[Index](#)

There are current filings

Special situations

[Index](#)

Secure Verification Code (SVC): **0999990966C37D0767EE1005**

The Secure Verification Code allows verification of the authenticity of the document by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



**MINUTES OF THE DECISIONS OF THE SOLE SHAREHOLDER OF SHAW ALMEX
SPAIN REAL ESTATE HOLDINGS, S.L. SOLE-SHAREHOLDER COMPANY**

In Madrid, on June 30, 2021, the Sole Shareholder, the entity SHAW ALMEX GLOBAL HOLDINGS LIMITED, represented by Mr. Timothy Glenn Shaw, exercising the powers and authority of the Ordinary General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopts the following decisions:

DECISIONS

ONE. APPROVAL OF THE ANNUAL ACCOUNTS FOR FISCAL YEAR 2020

The Sole Director records that the Annual Accounts of the Company were prepared on March 29, 2020, in abbreviated form, due to the circumstances set forth in Articles 257, 258 and 263 of the Capital Companies Act.

The Sole Director presents the Annual Accounts for the fiscal year ended December 31, 2020, namely the Balance Sheet, Profit and Loss Account and Notes, all of which are signed on every page by the Sole Director.

Thereafter, the Sole Shareholder approves the Notes, the Balance Sheet and the Profit and Loss Account, which show a **negative result of -9,428.58 euros**, therefore, no allocation of the result is applicable as the distributable base is negative. The losses will be offset against positive results from subsequent fiscal years.

To comply with the provisions of Articles 365 and 366 of the Commercial Registry Regulations, a copy of said Annual Accounts will be attached to the Certificate issued of these Minutes by the Sole Director, so that all documentation may be filed with the Commercial Registry within the month following the approval of these resolutions.

The management of the Sole Director of the company is approved, and the services rendered by him to the company are acknowledged with thanks.

It is expressly noted that the Company did not carry out transactions involving Treasury Shares during the fiscal year whose accounts are hereby approved.

TWO. APPROVAL AND SIGNATURE

After a brief recess, during which these Minutes were drafted, they were read aloud, and once approved, were signed by the Sole Shareholder.

[signature]

SHAW ALMEX GLOBAL HOLDINGD [sic: HOLDINGS] LIMITED
TIMOTHY GLENN SHAW

Secure Verification Code (SVC): **0999990966C37D0767EE1005**

The Secure Verification Code allows verification of the authenticity of the document by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



TIMOTHY GLENN SHAW, Sole Director of the commercial entity **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, with registered address in (Madrid), Gran Vía No. 6,

CERTIFIES

That on June 30, 2021, the Sole Shareholder of **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, exercising the powers and authority of the General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopted the following decisions recorded in the corresponding Minutes, the literal wording of which is transcribed below:

"MINUTES OF THE DECISIONS OF THE SOLE SHAREHOLDER OF SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. SOLE-SHAREHOLDER COMPANY"

In Madrid, on June 30, 2021, the Sole Shareholder, the entity **SHAW ALMEX GLOBAL HOLDINGS LIMITED**, represented by Mr. Timothy Glenn Shaw, exercising the powers and authority of the Ordinary General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopts the following decisions:

DECISIONS

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Thereafter, the Sole Shareholder approves the Notes, the Balance Sheet and the Profit and Loss Account, which show a **negative result of -9,428.58 euros**, therefore, no allocation of the result is applicable as the distributable base is negative. The losses will be offset against positive results from subsequent fiscal years.

To comply with the provisions of Articles 365 and 366 of the Commercial Registry Regulations, a copy of said Annual Accounts will be attached to the Certificate issued of these Minutes by the Sole Director, so that all documentation may be filed with the Commercial Registry within the month following the approval of these resolutions.

The management of the Sole Director of the company is approved, and the services rendered by him to the company are acknowledged with thanks.

It is expressly noted that the Company did not carry out transactions involving Treasury Shares during the fiscal year whose accounts are hereby approved.



TWO. APPROVAL AND SIGNATURE

After a brief recess, during which these Minutes were drafted, they were read aloud, and once approved, were signed by the Sole Shareholder.”

The above transcription matches exactly and faithfully the original Minutes, which were approved and signed by the Sole Shareholder, and to which, in any case, I refer.

I ALSO CERTIFY

One: That the approved Annual Accounts, relating to the fiscal year ended December 31, 2021, were prepared and signed on March 29, 2021, by the governing body holding office on that date.

Two: That the company did not carry out any transactions involving treasury shares during the fiscal year.

In witness whereof, I issue this Certificate in Madrid, on June 30, 2021.

[signature]

TIMOTHY GLENN SHAW
Sole Director



GENERAL IDENTIFICATION DATA AND ADDITIONAL INFORMATION REQUIRED UNDER SPANISH LAW

IDA1

(Application of results and average supplier payment period)

COMPANY IDENTIFICATION		Legal form:	SA:	01011		SL:	01012	<input checked="" type="checkbox"/>
NIF:	01010	B87981924	Other:	01013				
LEI:	01009	Only for companies with a LEI (Legal Entity Identifier) code						
Company name:	01020	SHAW ALMEX REAL ESTATE HOLDINGS S.L.						
Registered address:	01022	CALLE GRAN VÍA 6, 5 IZQ						
Municipality:	01023	MADRID	Province:	01025	MADRID			
Postal code:	01024	28013	Phone:	01031	915.314.800			
Company's contact email address:	01037							
Company group affiliation:	COMPANY NAME				NIF			
Direct parent company:	01041		01040					
Ultimate parent company of the group:	01061		01060					
ACTIVITY								
Main activity:	02009	Purchase and sale of real estate on own account						(1)
CNAE Code:	02001	6810	(1)					
EMPLOYEES								
a) Average number of employees during the fiscal year, by type of contract and employees with disabilities:								
	FISCAL YEAR 2020 (2)				FISCAL YEAR 2019 (3)			
PERMANENT (4):	04001		0	0				
NON-PERMANENT (5):	04002		0	0				
of which: Employees with a disability of 33% or greater (or local equivalent rating):								
	04010							
b) Employees at year-end, by type of contract and by sex:								
	FISCAL YEAR 2020 (2)				FISCAL YEAR 2019 (3)			
	MEN		WOMEN		MEN		WOMEN	
PERMANENT:	04120		04121					
NON-PERMANENT:	04122		04123					
FILING OF ACCOUNTS								
	FISCAL YEAR 2020 (2)				FISCAL YEAR 2019 (3)			
	YEAR	MONTH	DAY		YEAR	MONTH	DAY	
Start date of period covered by the accounts:	01102	2020	1	1	2019	1	1	
Closing date of period covered by the accounts:	01101	2020	12	31	2019	12	31	
Number of pages filed with the deposit:	01901	13						
If figures are not shown for any of the fiscal years, indicate the reason:								
01903								
UNITS								
	Euros:	09001	<input checked="" type="checkbox"/>					
	Thousands of euros:	09002						
	Millions of euros:	09003						
Mark with an X the unit in which all documents comprising the annual accounts have been prepared:								
(1) According to the classes (four digits) of the National Classification of Economic Activities 2009 (CNAE 2009), approved by Royal Decree 475/2007 of April 13 (Official State Gazette of 4/28/2007).								
(2) Fiscal year to which the annual accounts refer.								
(3) Previous fiscal year.								
(4) To calculate the average number of permanent employees, take into account the following criteria:								
a) If there have been no significant changes in the workforce during the year, indicate here the half-sum of permanent employees at the beginning and end of the year.								
b) If there have been changes, calculate the sum of the workforce for each of the months of the year and divide by twelve.								
c) If there was a temporary employment regulation or reduced working hours, the personnel affected must be included as permanent employees, but only in proportion to the fraction of the year or workday actually worked.								
(5) You may calculate the average number of non-permanent employees by adding the total number of weeks worked by your non-permanent employees and dividing by 52 weeks. You may also perform this operation (equivalent to the above):								
no. of persons hired × $\frac{\text{average no. of weeks worked}}{52}$								

Secure Verification Code (SVC): 0999990966C37D0767EE1005

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GENERAL IDENTIFICATION DATA AND ADDITIONAL INFORMATION REQUIRED UNDER
SPANISH LAW
(Application of results and average supplier payment period)

IDA2

APPLICATION OF RESULTS (1)

Information on the proposed allocation of the fiscal year's result, in accordance with the following scheme:

Base for Distribution

	FISCAL YEAR 2020 (2)	FISCAL YEAR 2019 (3)
Balance of the profit and loss account	91000	
Retained earnings	91001	
Voluntary reserves	91002	
Other freely distributable reserves	91003	
TOTAL BASE FOR DISTRIBUTION = TOTAL APPLICATION	91004	

Application to

	FISCAL YEAR 2020 (2)	FISCAL YEAR 2019 (3)
Legal reserve	91005	
Special reserves	91007	
Voluntary reserves	91008	
Dividends	91009	
Retained earnings and others	91010	
Offset of prior years' losses	91011	
APPLICATION = TOTAL BASE FOR DISTRIBUTION	91012	

INFORMATION ON THE AVERAGE SUPPLIER PAYMENT PERIOD DURING THE FISCAL YEAR (4)

	FISCAL YEAR 2020 (2)	FISCAL YEAR 2019 (3)
Average supplier payment period (days)	94705	

(1) Proposal for allocation of results, Article 253.1 of the Capital Companies Act (Royal Legislative Decree 1/2010, of July 2).

(2) Fiscal year to which the annual accounts refer.

(3) Previous fiscal year.

(4) Calculated in accordance with Article Five of the Resolution of January 29, 2016, of the Institute of Accounting and Auditing.

Secure Verification Code (SVC): 0999990966C37D0767EE1005

The Secure Verification Code allows verification of the authenticity of the document by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



ABBREVIATED BALANCE SHEET

BA1

NIF: B87981924		Space reserved for directors' signatures		UNIT (1)	
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.				Euros:	09001
				Thousands:	09002
			Millions:	09003	
ASSETS		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2020 (2)	FISCAL YEAR 2019 (3)	
A) NON-CURRENT ASSETS	11000		175,613.28	170,763.55	
I. Intangible assets	11100				
II. Property, plant and equipment	11200		175,613.28	170,763.55	
III. Investment property	11300				
IV. Investments in group companies and associates, long term	11400				
V. Long-term financial investments	11500				
VI. Deferred tax assets	11600				
VII. Non-current trade receivables	11700				
B) CURRENT ASSETS	12000		14,906.07	16,868.39	
I. Non-current assets held for sale	12100				
II. Inventories	12200				
III. Trade and other receivables	12300		13,997.17	11,385.18	
1. Trade receivables for sales and services	12380				
a) Trade receivables for sales and services, long term	12381				
b) Trade receivables for sales and services, short term	12382				
2. Shareholders (partners) for called-up capital	12370				
3. Other receivables	12390		13,997.17	11,385.18	
IV. Investments in group companies and associates, short term	12400				
V. Short-term financial investments	12500				
VI. Short-term accruals	12600				
VII. Cash and cash equivalents	12700		908,90	5,483.21	
TOTAL ASSETS (A + B)	10000		190,519.35	187,631.94	
<div><div>(1) Check the corresponding boxes, depending on whether the figures are stated in units, thousands or millions of euros. All documents comprising the annual accounts must be prepared in the same unit.</div><div>(2) Fiscal year to which the annual accounts refer.</div><div>(3) Previous fiscal year.</div></div>					

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ABBREVIATED BALANCE SHEET

BA2.1

NIF: B87981924		Space reserved for directors' signatures		
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.				
EQUITY AND LIABILITIES		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2020 (1)	FISCAL YEAR 2019 (2)
A) EQUITY	20000		-21,208.48	-11,779.90
A-1) Equity	21000		-21,208.48	-11,779.90
I. Capital	21100		3,050.00	3,050.00
1. Subscribed capital	21110		3,050.00	3,050.00
2. (Uncalled capital)	21120			
II. Share premium	21200			
III. Reserves	21300		-2,707.66	-2,707.66
1. Capitalization reserve	21350			
2. Other reserves	21360		-2,707.66	-2,707.66
IV. (Own shares and equity holdings)	21400			
V. Results from previous years	21500		-12,122.24	-3,801.10
VI. Other shareholder contributions	21600			
VII. Profit (loss) for the year	21700		-9,428.58	-8,321.14
VIII. (Interim dividend)	21800			
IX. Other equity instruments	21900			
A-2) Adjustments for changes in value	22000			
A-3) Grants, donations and legacies received	23000			
B) NON-CURRENT LIABILITIES	31000			
I. Long-term provisions	31100			
II. Long-term debts	31200			
1. Debts with credit institutions	31220			
2. Finance lease creditors	31230			
3. Other non-current debts	31290			
III. Debts with group companies and associates, long term	31300			
IV. Deferred tax liabilities	31400			
V. Non-current accruals	31500			
VI. Non-current trade creditors	31600			
VII. Long-term debt with special characteristics	31700			
<p>(1) Fiscal year to which the annual accounts refer.</p> <p>(2) Previous fiscal year.</p>				

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ABBREVIATED BALANCE SHEET

BA2.2

NIF: B87981924		Space reserved for directors' signatures		
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.				
EQUITY AND LIABILITIES		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2020 (1)	FISCAL YEAR 2019 (1)
C) CURRENT LIABILITIES	32000		211,727.83	199,411.84
I. Liabilities associated with non-current assets held for sale	32100			
II. Short-term provisions	32200			
III. Short-term debts	32300		8,374.53	73,374.53
1. Debts with credit institutions.....	32320			
2. Finance lease creditors.....	32330			
3. Other short-term debts.....	32390		8,374.53	73,374.53
IV. Debts with group companies and associates, short term	32400		203,353.30	125,953.30
V. Trade creditors and other payables.....	32500			84.01
1. Suppliers.....	32580			
a) Long-term suppliers.....	32581			
b) Short-term suppliers.....	32582			
2. Other creditors	32590			84.01
VI. Short-term accruals.....	32600			
VII. Short-term debt with special characteristics	32700			
TOTAL EQUITY AND LIABILITIES (A + B + C)	30000		190,519.35	187,631.94

(1) Fiscal year to which the annual accounts refer.
(2) Previous fiscal year.

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ABBREVIATED PROFIT AND LOSS ACCOUNT

PA

NIF: B87981924		Space reserved for directors' signatures		
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.				
(DEBIT) / CREDIT		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2020 (1)	FISCAL YEAR 2019 (1)
1. Net turnover amount	40100			
2. Change in inventories of finished goods and work in progress	40200			
3. Work performed by the company for its assets.....	40300			
4. Procurements	40400			
5. Other operating income	40500			
6. Staff costs	40600			
7. Other operating expenses	40700		-6,116.49	-6,304.48
8. Depreciation of fixed assets	40800		-2,795.15	-2,016.66
9. Allocation of non-financial fixed asset grants and others	40900			
10. Excess provisions	41000			
11. Impairment and gains (losses) on disposal of fixed assets	41100			
12. Negative goodwill arising from business combinations.....	41200			
13. Other results	41300		-516.94	
A) OPERATING RESULT (1 + 2 + 3 + 4 + 5 + 6 + 7 + 8 + 9 + 10 + 11 + 12 + 13)	49100		-9,428.58	-8,321.14
14. Financial income	41400			
a) Allocation of financial grants, donations and legacies	41430			
b) Other financial income.....	41490			
15. Financial expenses.....	41500			
16. Change in fair value of financial instruments	41600			
17. Exchange differences.....	41700			
18. Impairment and gains (losses) on disposal of financial instruments	41800			
19. Other financial income and expenses	42100			
a) Capitalization of financial expenses	42110			
b) Financial income from creditor arrangements	42120			
c) Other income and expenses.....	42130			
B) FINANCIAL RESULT (14 + 15 + 16 + 17 + 18 + 19).....	49200			
C) RESULT BEFORE TAX (A + B).....	49300		-9,428.58	-8,321.14
20. Income tax.....	41900			
D) RESULT FOR THE YEAR (C + 20).....	49500		-9,428.58	-8,321.14
<p>(1) Fiscal year to which the annual accounts refer.</p> <p>(2) Previous fiscal year.</p>				

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Annual Report.

Fiscal Year 2020

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Annual Report. Fiscal Year 2020

Presented by Timothy Glen Shaw to the Ordinary General Meeting, pursuant to Chapter I, Title VII of the Consolidated Text of the Spanish Companies Act, on June 30, 2021.

Note 1

COMPANY ACTIVITY

The registered address is at Calle Gran Vía No. 6, Madrid.

The Tax Identification Number of Shaw Almex Spain Real Estate Holdings, S.L. is B-87981924.

The Company is registered with the Madrid Commercial Registry, Section 8, Sheet M-663616.

The Company's main activity, within its corporate purpose, is: The administration of real estate.

The corporate purpose of the company is:

1. To carry out all kinds of real estate transactions involving rural and urban properties; the execution of developments, subdivisions, urbanizations, and both private and public construction works; the sale, mortgage, lease, transformation, improvement, management and exploitation of all types of properties.

Note 2

BASIS OF PRESENTATION OF THE ANNUAL ACCOUNTS

1.- TRUE AND FAIR VIEW

The annual accounts have been prepared from the Company's accounting records and are presented in accordance with applicable commercial legislation and the rules established in the current General Accounting Plan, with the aim of presenting a true and fair view of the Company's assets, financial position and results.

There have been no exceptional reasons for which, in order to present a true and fair view of the Company, legal provisions on accounting have been applied, nor has such application influenced the Company's assets, financial position or results.

2.- ACCOUNTING PRINCIPLES

To present a true and fair view, there have been no exceptional reasons justifying the non-application of any mandatory accounting principle.

No non-mandatory accounting principles have been applied in order to present a true and fair view.

3.- CRITICAL ASPECTS OF VALUATION AND ESTIMATION OF UNCERTAINTY

There are no key assumptions or data regarding the estimation of uncertainty at the closing date of the fiscal year that involve a significant risk or could lead to significant changes in the value of assets and liabilities.

There are no changes in accounting estimates that are significant and that affect the current fiscal year, nor are any expected to affect future fiscal years.

Management is not aware of material uncertainties relating to events or conditions that may cast significant doubt on the company's ability to continue as a going concern.



4.- COMPARISON OF INFORMATION

There is no comparison with the Annual Accounts of the previous fiscal year since this is the year of the company's incorporation.

5.- ELEMENTS INCLUDED IN SEVERAL ITEMS

There are no assets that, by their amount, are recorded under two or more Balance Sheet headings.

6.- CHANGES IN ACCOUNTING CRITERIA

No adjustments due to changes occurred in the accounting principles during the fiscal year.

7.- ERROR CORRECTION

No adjustments were made due to error corrections during the fiscal year.

Note 3**APPLICATION OF RESULTS.**

In accordance with Article 253 of the Consolidated Text of the Spanish Companies Act, the following proposal for the application of the results for fiscal year 2020 is submitted to the Ordinary General Meeting:

Base for Distribution:	Amount 2020	Amount 2019
Balance of the profit and loss account	-9,428.58	-8,321.14
To negative taxable bases from previous fiscal years	-9,428.58	-8,321.14
The result will be offset against profits from future fiscal years.		

Note 4**ACCOUNTING POLICIES.**

The accounting criteria applied in relation to the different items are as follows:

4.1.- Intangible assets

The assets included here are intangible in nature and are valued at their acquisition price if purchased externally, or at their production cost if produced within the Company itself.

Any acquisitions free of charge are recognized at their market value.

Irreversible permanent depreciations due to the use of intangible assets are deducted through systematic amortization, based on the useful life cycle of the product, taking into account depreciation caused by operation, use or obsolescence.

At each balance sheet date, the Company reviews the book value of its intangible assets to determine whether there are indications that such assets may have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is calculated in order to determine the extent of the impairment loss (if any). If the asset does not generate cash flows that are independent of other assets, the Company calculates the recoverable amount of the cash-generating unit to which the asset belongs.



The recoverable amount is the higher of fair value less costs of disposal and value in use. When assessing value in use, estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimated future cash flows have not been adjusted.

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is immediately recognized as an expense.

When an impairment loss is subsequently reversed, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but in such a way that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (cash-generating unit) in prior fiscal years. A reversal of an impairment loss is immediately recognized as income.

Items that have irreversibly lost all value are fully written off, removing them from assets.

During fiscal year 2020, the company recorded amortization of intangible assets in the amount of €0.00 and impairment of intangible assets in the amount of €0.00.

Development expenses: development expenses are recognized as intangible assets only if all of the following conditions are met:

- a. if an identifiable asset is created (such as software or new processes);
- b. if it is probable that the created asset will generate future economic benefits; and
- c. if the cost of developing the asset can be measured reliably.

Internally generated assets are amortized on a straight-line basis over their useful lives (for a maximum period of 5 years). When an internally generated intangible asset cannot be recognized, development costs are recognized as an expense in the period in which they are incurred.

Industrial Property: this includes R&D expenses incurred by the company or paid to independent companies for obtaining a patent. Amortization is applied on a straight-line basis over five years.

Computer Software: acquisition and development costs incurred in connection with the basic IT systems used in the Company's management are recorded under the heading "Computer Software" on the balance sheet.

Maintenance costs for IT systems are charged to the income statement of the fiscal year in which they are incurred.

Computer applications may be contained in a tangible asset or have physical substance, thereby incorporating both tangible and intangible elements. These assets are recognized as assets when they form an integral part of the related tangible asset and are indispensable for its operation.

Amortization of computer software is carried out on a straight-line basis over a period of three to four years from the time each application is put into use.



4.2.- Property, plant and equipment

Assets included under property, plant and equipment are valued at their acquisition price or production cost.

After initial recognition, items of property, plant and equipment are measured at their acquisition price or production cost less accumulated depreciation and, where applicable, taking into account the accumulated amount of recognized impairment losses (following the same guidelines as for intangible assets).

Capitalization includes interest and exchange differences, depreciation and provisions, as well as costs of expansion, modernization and improvements acquired or carried out by the company, and revaluations permitted under a Revaluation Law.

The straight-line method of depreciation is applied over the useful life of the asset. If impairment adjustments are reversible, the corresponding entry is recorded in the impairment accounts and recognized as an expense or income, respectively, in the profit and loss account.

Depreciation applied during 2020 for all items of property, plant, and equipment amounted to €2,795.15, and impairment amounted to €0.00.

Interest accrued up to the time property, plant, and equipment is put into operation, if any, is included in its cost, while interest accrued thereafter is recorded as financial expenses.

Any positive exchange differences on credit acquisitions are recorded in Account 768 (Positive Exchange Differences).

Any negative exchange differences on credit acquisitions are recorded directly in Account 668 (Negative Exchange Differences).

Expansion, modernization and improvement costs of property, plant and equipment are added to the asset. Those acquired externally are recorded at their acquisition price or at their market value.

Property, plant and equipment produced internally by the company are recorded at their production cost, which includes raw materials valued at their acquisition price, direct costs of expansion, modernization and improvements, as well as a proportional percentage of indirect costs and expenses.

Revaluations carried out under applicable revaluation laws are not reflected in the Balance Sheet for the fiscal year.

Losses in value incurred by items of property, plant and equipment are corrected through depreciation accounts. Depreciation is allocated annually based on useful life years, using the straight-line method.

If, for any reason, there is a significant decline in the value of an asset compared to its historical cost, and the market value at year-end reflects such decline, impairment is recognized.

4.3.- Land and buildings held for investment

The criteria contained in the preceding rules relating to property, plant and equipment apply to real estate investments.

4.4.- Exchanges

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There are no items of this nature.

4.5.- Financial instruments

There are no items of this nature.

4.6.- Inventories

There are no items of this nature.

4.7.- Foreign currency transactions

There are no items of this nature.

4.8.- Income tax

Income tax expense represents the sum of the income tax expense for the fiscal year, as well as the effect of changes in deferred tax assets and liabilities and tax credits.

The income tax expense for the fiscal year is calculated by adding the current tax resulting from applying the tax rate to the taxable base for the year, after applying allowable tax deductions, plus the variation in deferred tax assets and liabilities and tax credits, both from tax loss carryforwards and deductions.

Deferred tax assets and liabilities include temporary differences identified as those amounts expected to be payable or recoverable due to differences between the carrying amounts of assets and liabilities and their tax values, as well as tax loss carryforwards pending offset and unused tax credits. These amounts are recorded by applying to the temporary difference or corresponding credit the tax rate at which they are expected to be recovered or settled.

Deferred tax liabilities are recognized for all taxable temporary differences except those arising from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that does not affect either taxable profit or accounting profit. Deferred tax assets, identified with temporary differences, are only recognized if it is considered probable that the Company will have sufficient future taxable income against which they can be utilized. The remaining deferred tax assets (tax loss carryforwards and deductions pending offset) are only recognized when it is considered probable that the company will have sufficient future taxable profits against which they can be utilized.

At each year-end closing, the deferred taxes recorded (both assets and liabilities) are reviewed to ensure they remain valid, with the appropriate adjustments being made in accordance with the results of the analyses performed.

4.9.- Income and expenses

In Purchase Accounts, the amount accrued is recorded, excluding trade discounts on invoices, and increased by all costs and expenses of installation, transport, and non-recoverable taxes borne by the company, etc.

In Sales or Income Accounts, amounts are recorded at net value, i.e., deducting bonuses and trade discounts on invoices.

In general, all Income and Expenses, as well as the interest generated by them, are recorded when they accrue, that is, when the actual flow of goods and services they represent occurs, regardless of when the related monetary or financial flow takes place. Specifically, income is measured at the fair value of the consideration to be received and represents the amounts receivable for goods delivered and services rendered in the ordinary course of business, net of discounts and taxes.

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Interest income is accrued using a time-proportion basis, based on the outstanding principal and the applicable effective interest rate.

4.10.-Provisions and contingencies

Probable or certain liabilities of any nature, arising from ongoing litigation, claims, guarantees, warranties, indemnities and obligations pending with an indeterminate amount, are provisioned against the results of the fiscal year, in accordance with a reasonable estimate of their amount.

4.11.-Provisions for pensions and similar obligations

The funds necessary to cover the legal or contractual obligations regarding company personnel in connection with retirement or social benefits, widowhood, orphanhood, etc., are recorded based on estimates made in accordance with actuarial calculations.

4.12.-Grants, donations and legacies

There are no items of this nature.

4.13.-Business combinations

There are no items of this nature.

4.14.-Joint ventures

There are no items of this nature.

4.15.-Related-party transactions

There are no items of this nature.

Note 5

PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS, AND INVESTMENT PROPERTY

The heading of property, plant, and equipment includes the following items:

Account No.	Description	Balance 12/31/2019	Additions				Disposals	Transfers	Balance 12/31/2020
			Entries	Business combinations	Non-cash contributions	Expansions or improvements			
210	Land and natural assets	83,877.90							
211	Buildings	78,160.49	7,644.88						85,805.37
212	Technical installations								
213	Machinery								
214	Tools								
215	Other installations								
216	Furniture	10,741.82							10,741.82
217	Information processing equipment								
218	Vehicles								

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219	Other property, plant, equipment								
TOTAL		172,780.21							180,425.09

The company Shaw Almex Spain Real Estate Holdings, S.L. provides the following information regarding property, plant and equipment.

The information based on depreciation by asset classes would be as follows:

Account No.	Description	Balance 12/31/2018	Depreciation charge		Charges for disposals	Transfers	Balance 12/31/2019
			Depreciation account	Charge amount			
2811	Buildings	1,268.74	28110000	1,712.11			2,980.85
2812	Technical installations						
2813	Machinery						
2814	Tools						
2815	Other installations						
2816	Furniture	747.92	28160000	1,083.04			1,830.96
2817	Information processing equipment						
2818	Vehicles						
2819	Other property, plant, equipment						
TOTAL		2,016.66		2,795.15			4,811.81

Note 6

FINANCIAL ASSETS

There are no items of this nature.

Note 7

FINANCIAL LIABILITIES

There are no items of this nature.

Note 8

EQUITY

The company has a share capital of €3,050.00 divided into 3,050 ownership interests of €1 each, numbered from 1 to 3,050, both inclusive, fully subscribed and paid in.

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Description	Balance 12/31/2020
Capital	3,050.00
Legal and statutory reserves	0.00
Other reserves	-2,707.66
Total reserves	-2,707.66
Results from previous years	-12,122.24
Profit (loss) for the year	-9,428.58
TOTAL	-21,208.48

Note 9

TAX SITUATION

1. Income tax

There is no allocation of results due to a negative distributable base.

2. Other taxes

Any significant circumstance relating to other taxes will be reported, particularly any tax contingencies as well as fiscal years pending review.

Note 10

INCOME AND EXPENSES

The company did not generate any income.

Other operating expenses -6,116.49 €.

Note 11

GRANTS, DONATIONS AND LEGACIES

There are no items of this nature.

Note 12

RELATED-PARTY TRANSACTIONS

There are no items of this nature.

Note 13



OTHER INFORMATION

There are no items of this nature.

Note 14

INFORMATION ON THE ENVIRONMENT AND GREENHOUSE GAS EMISSION RIGHTS

There are no items of this nature.

Note 15

INFORMATION ON PAYMENT DEFERRALS TO SUPPLIERS

There are no items of this nature.

Madrid, June 30, 2021.

Luis Giménez Guitard

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ABBREVIATED ENVIRONMENTAL INFORMATION
DOCUMENT TEMPLATE

IMA

COMPANY SHAW ALMEX REAL ESTATE HOLDINGS S.L.		NIF B87981924
REGISTERED ADDRESS CALLE GRAN VÍA 6, 5 IZQ		
MUNICIPALITY MADRID	PROVINCE MADRID	FISCAL YEAR 2020

The undersigned, as Directors of the aforementioned Company, declare that in the accounting corresponding to these annual accounts there are NO environmental items that must be included for the accounts as a whole to present a true and fair view of the company's equity, results and financial position.

☒

The undersigned, as Directors of the aforementioned Company, declare that in the accounting corresponding to these annual accounts there ARE environmental items, and these have been included so that the accounts as a whole present a true and fair view of the company's equity, results and financial position.

☐

SIGNATURES and NAMES OF DIRECTORS

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COVID-19 DECLARATION

CVA

COMPANY SHAW ALMEX REAL ESTATE HOLDINGS S.L.		NIF B87981924
REGISTERED ADDRESS CALLE GRAN VÍA 6, 5 IZQ		
MUNICIPALITY MADRID	PROVINCE MADRID	FISCAL YEAR 2020

Labor Measures Applied to the Company.

1. Request for ERTE (Temporary Redundancy Plan) during the fiscal year due to the pandemic ¹:

Cause ²:

Determination ³: Number of employees on staff before ERTE:

Duration: Start Date: End Date: Number of workers affected by ERTE:

2. Recoverable Paid Leave (Royal Decree-Law 10/2020 of March 29)
Percentage of permanent or temporary staff covered by recoverable paid leave: Duration (Number of Days):

3. Sick Leave due to CORONAVIRUS
Percentage of permanent staff affected:

Leases (Articles 1 to 15 of Royal Decree-Law 11/2020).

1. Leases to Third Parties (Large Landlords). Concessions made ⁴:

2. Small Landlords. Voluntary moratoriums granted to tenants ¹:

3. Has the company received public financial aid (including guarantees) for the rental of business premises? ¹

ICO Guarantees.

Amount of guarantee granted, if any, by the ICO in accordance with Articles 29 and 30 of Royal Decree-Law 8/2020 of March 17.
Amount (€): **Percentage represented by the amount granted over the total requested:**

Public Aid.

Describe the plan or program applied for, the granting authority and the system (guarantees, moratorium, deferral, subsidized interest, etc.):

Mortgage Moratorium (Articles 16 to 19 of Royal Decree-Law 11/2020). Applied ¹:

Non-Mortgage Moratorium (Articles 18, 21 to 26 of Royal Decree-Law 11/2020). Applied ¹:

Utilities. Has the company requested flexibility or suspension of supplies (Articles 42 to 44 of Royal Decree-Law 11/2020)? ¹

Tourism. Has the company taken advantage of the support measures for the tourism sector under Articles 12 and 13 of Royal Decree-Law 7/2020 of March 12? ¹

SIGNATURES AND NAMES OF DIRECTORS (in case of paper submission)

(1) 1. YES, 2. NO.
(2) 1. Due to majeure, 2. Due to technical, economic or organizational reasons, 3. Due to other causes.
(3) 1. Suspension of contracts, 2. Reduction of working hours, 3. Suspension of contracts and reduction of working hours.
(4) 1. Rent reduction for tenants, 2. Debt restructuring, 3. Rent reduction for tenants and debt restructuring, 4. Other.

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This information is issued with reference to the data incorporated into the computer file of the Trade Registry and is only for information. In case of inconsistency, the contents of registration entries prevail over the index made using computer processing. The Certification issued by the Trade Registrar shall be the only means to accurately provide proof of the contents of the entries and other documents filed or deposited in the Registry (Article 77 of the Regulation of the Trade Registry).

BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Person responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Legal Basis for Processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Rights: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data Categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Original sources of information: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

All other data protection information: Available at <https://www.registradores.org/politica-de-privacidad-servicios-registrales> depending on the type of registration service requested.

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This is
EXHIBIT "B" "2"
referred to in the Affidavit of
MEREDITH VETO
affirmed October 3, 2025.

DocuSigned by:

Nicholas Davis

2C12EFAB5242430...

Commissioner for Taking Affidavits

I, Meredith Veto, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

Información Mercantil interactiva de los Registros Mercantiles de España (9/26/2025 at 9:49 AM)

Meredith Veto
Printed Name

September 29, 2025
Date


Signature

Interactive Commercial Information of the Commercial Registries of Spain

Trade Registry of MADRID

Issued on: 09/26/2025 at 09:49 a.m.

For any inquiries regarding the request you have just made, please remember the assigned request number:
Request No.: **Q97QT04T**

General Data

[Index](#)

Name: SHAW ALMEX SPAIN REAL ESTATE HOLDINGS SL

Start of Operations: 12/14/2017

Registered Address: C/ CONDE DE ARANDA 24 5° MADRID 28-MADRID

Duration: Indefinite

N.I.F. (Tax ID): B87981924 EUID: ES28065.081685544

Registry Data: Sheet M-663616 Volume 37189 Page 151 IRUS: 1000300229750

Corporate Purpose: ALL KINDS OF REAL ESTATE TRANSACTIONS INVOLVING RURAL AND URBAN PROPERTIES, DEVELOPMENT OF PROMOTIONS, SUBDIVISIONS, URBAN DEVELOPMENTS, CONSTRUCTION AND WORKS. SALE, MORTGAGE, LEASE, TRANSFORMATION, IMPROVEMENT, MANAGEMENT AND OPERATION OF ALL TYPES OF PROPERTIES

CNAE (Clasificación Nacional de Actividades Económica) [National Classification of Economic Activities]: 6820 - Rental of real estate on own account

Structure of Governing Body: Sole director

Sole Shareholder Status: The company on this sheet is sole-shareholder, its sole shareholder being SHAW ALMEX GLOBAL HOLDINGS LIMITED, with N.I.F. N4041642B

Latest Accounting Filing: 2022

Current Filings

[Index](#)

There are current filings

Special Situations

[Index](#)

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TIMOTHY GLENN SHAW, Sole Director of the commercial entity **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, with registered address in (Madrid), Calle Conde de Aranda 24, 5a,

CERTIFIES

That on June 30, 2022, the Sole Shareholder of **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, exercising the powers and authority of the General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopted the following decisions recorded in the corresponding Minutes, the literal wording of which is transcribed below:

"MINUTES OF THE DECISIONS OF THE SOLE SHAREHOLDER OF SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. SOLE-SHAREHOLDER COMPANY"

In Madrid, on June 30, 2022, the Sole Shareholder, the entity SHAW ALMEX GLOBAL HOLDINGS LIMITED, represented by Mr. Timothy Glenn Shaw, exercising the powers and authority of the Ordinary General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopts the following decisions:

DECISIONS

ONE. APPROVAL OF THE ANNUAL ACCOUNTS FOR FISCAL YEAR 2021

The Sole Director records that the Annual Accounts of the Company were prepared on March 29, 2022, in abbreviated form, due to the circumstances set forth in Articles 257, 258 and 263 of the Capital Companies Act.

The Sole Director presents the Annual Accounts for the fiscal year ended December 31, 2021, namely the Balance Sheet, Profit and Loss Account and Notes, all of which are signed on every page by the Sole Director.

*Thereafter, the Sole Shareholder approves the Notes, the Balance Sheet and the Profit and Loss Account, which show a **negative result of -9,761.99 euros**, therefore, no allocation of the result is applicable as the distributable base is negative. The losses will be offset against positive results from subsequent fiscal years.*

To comply with the provisions of Articles 365 and 366 of the Commercial Registry Regulations, a copy of said Annual Accounts will be attached to the Certificate issued of these Minutes by the Sole Director, so that all documentation may be filed with the Commercial Registry within the month following the approval of these resolutions.

The management of the Sole Director of the company is approved, and the services rendered by him to the company are acknowledged with thanks.

It is expressly noted that the Company did not carry out transactions involving Treasury Shares during the fiscal year whose accounts are hereby approved.



TWO. APPROVAL AND SIGNATURE

After a brief recess, during which these Minutes were drafted, they were read aloud, and once approved, were signed by the Sole Shareholder."

The above transcription matches exactly and faithfully the original Minutes, which were approved and signed by the Sole Shareholder, and to which, in any case, I refer.

I ALSO CERTIFY

One: That the approved Annual Accounts, relating to the fiscal year ended December 31, 2021, were prepared and signed on March 29, 2022, by the governing body holding office on that date.

Second: That the company did not carry out any transactions involving treasury shares during the fiscal year.

In witness whereof, I issue this Certificate in Madrid, on June 30, 2022.

[signature]_____
TIMOTHY GLENN SHAW
Sole Director



**GENERAL IDENTIFICATION DATA AND ADDITIONAL INFORMATION
REQUIRED UNDER SPANISH LAW**
(Application of results and average supplier payment period)

IDA1

COMPANY IDENTIFICATION		SA: 01011	SL: 01012
NIF: 01010	B87981924	Legal form: Other: 01013	
LEI: 01009	Only for companies with a LEI (Legal Entity Identifier) code		
Company name:	01020 SHAW ALMEX REAL ESTATE HOLDINGS S.L.		
Registered address:	01022 CALLE GRAN VÍA 6, 5 IZQ		
Municipality:	01023 MADRID	Province:	01025 MADRID
Postal code:	01024 28013	Phone:	01031 915.314.800
Company's contact email address	01037		
Company group affiliation:	COMPANY NAME		NIF
Direct parent company:	01041	01040	
Ultimate parent company of the group:	01061	01060	
ACTIVITY			
Main activity:	02009 Purchase and sale of real estate on own account (1)		
CNAE Code:	02001 6810 (1)		
EMPLOYEES			
a) Average number of employees during the fiscal year, by type of contract and employees with disabilities:			
	FISCAL YEAR 2021 (2)		FISCAL YEAR 2020 (3)
PERMANENT (4):	04001	0	0
NON-PERMANENT (5):	04002	0	0
of which: Employees with a disability of 33% or greater (or local equivalent rating):			
	04010	0	0
b) Employees at year-end, by type of contract and by sex:			
	FISCAL YEAR 2021 (2)		FISCAL YEAR 2020 (3)
	MEN	WOMEN	MEN
PERMANENT:	04120 0	04121 0	0
NON-PERMANENT:	04122 0	04123 0	0
FILING OF ACCOUNTS			
	FISCAL YEAR 2021 (2)		FISCAL YEAR 2020 (3)
	YEAR	MONTH	DAY
Start date of period covered by the accounts:	01102 2021	1	1
Closing date of period covered by the accounts:	01101 2021	12	31
	YEAR	MONTH	DAY
	2020	1	1
	2020	12	31
Number of pages filed with the deposit:	01901	17	
If figures are not shown for any of the fiscal years, indicate the reason:			
01903			
UNITS		Euros:	09001
		Thousands of euros:	09002
Mark with an X the unit in which all documents comprising the annual accounts have been prepared:		Millions of euros:	09003

(1) According to the classes (four digits) of the National Classification of Economic Activities 2009 (CNAE 2009), approved by Royal Decree 475/2007 of April 13 (Official State Gazette of 4/28/2007).

(2) Fiscal year to which the annual accounts refer.

(3) Previous fiscal year.

(4) To calculate the average number of permanent employees, take into account the following criteria:

a) If there have been no significant changes in the workforce during the year, indicate here the half-sum of permanent employees at the beginning and end of the year.

b) If there have been changes, calculate the sum of the workforce for each of the months of the year and divide by twelve.

c) If there was a temporary employment regulation or reduced working hours, the personnel affected must be included as permanent employees, but only in proportion to the fraction of the year or workday actually worked.

(5) You may calculate the average number of non-permanent employees by adding the total number of weeks worked by your non-permanent employees and dividing by 52 weeks. You may also perform this operation (equivalent to the above):

no. of persons hired × $\frac{\text{average no. of weeks worked}}{52}$

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GENERAL IDENTIFICATION DATA AND ADDITIONAL INFORMATION REQUIRED UNDER SPANISH LAW

IDA2

(Application of results and average supplier payment period)

APPLICATION OF RESULTS (1)

Information on the proposed allocation of the fiscal year's result, in accordance with the following scheme:

Base for Distribution

	FISCAL YEAR 2021 (2)	FISCAL YEAR 2020 (3)
Balance of the profit and loss account.....	91000	
Retained earnings	91001	
Voluntary reserves	91002	
Other freely distributable reserves.....	91003	
TOTAL BASE FOR DISTRIBUTION = TOTAL APPLICATION	91004	

Application to

	FISCAL YEAR 2021 (2)	FISCAL YEAR 2020 (3)
Legal reserve.....	91005	
Special reserves.....	91007	
Voluntary reserves	91008	
Dividends.....	91009	
Retained earnings and others	91010	
Offset of prior years' losses.....	91011	
APPLICATION = TOTAL BASE FOR DISTRIBUTION.....	91012	

INFORMATION ON THE AVERAGE SUPPLIER PAYMENT PERIOD DURING THE FISCAL YEAR (4)

	FISCAL YEAR 2021 (2)	FISCAL YEAR 2020 (3)
Average supplier payment period (days).....	94705	

- (1) Proposal for allocation of results, Article 253.1 of the Capital Companies Act (Royal Legislative Decree 1/2010, of July 2).
 (2) Fiscal year to which the annual accounts refer.
 (3) Previous fiscal year.
 (4) Calculated in accordance with Article Five of the Resolution of January 29, 2016, of the Institute of Accounting and Auditing.

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ABBREVIATED BALANCE SHEET

BA1

NIF: B87981924		Space reserved for directors' signatures		UNIT (1)	
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.				Euros:	<div><div>09001</div><div></div></div>
				Thousands:	<div><div>09002</div><div></div></div>
			Millions:	<div><div>09003</div><div></div></div>	
ASSETS		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2021 (2)	FISCAL YEAR 2020 (3)	
A) NON-CURRENT ASSETS		11000 4/5	2,573,400.11	175,613.28	
I. Intangible assets		11100			
II. Property, plant and equipment		11200 4/5	172,800.11	175,613.28	
III. Investment property		11300			
IV. Investments in group companies and associates, long term		11400 4	2,400,600.00		
V. Long-term financial investments		11500			
VI. Deferred tax assets		11600			
VII. Non-current trade receivables		11700			
B) CURRENT ASSETS		12000 4	15,411.71	14,906.07	
I. Non-current assets held for sale		12100			
II. Inventories		12200			
III. Trade and other receivables		12300 4	14,592.78	13,997.17	
1. Trade receivables for sales and services		12380			
a) Trade receivables for sales and services, long term		12381			
b) Trade receivables for sales and services, short term		12382			
2. Shareholders (partners) for called-up capital		12370			
3. Other receivables		12390 4	14,592.78	13,997.17	
IV. Investments in group companies and associates, short term		12400			
V. Short-term financial investments		12500			
VI. Short-term accruals		12600			
VII. Cash and cash equivalents		12700 4	818.93	908.90	
TOTAL ASSETS (A + B)		10000 4/5	2,588,811.82	190,519.35	
<div><div>(1) Check the corresponding boxes, depending on whether the figures are stated in units, thousands or millions of euros. All documents comprising the annual accounts must be prepared in the same unit.</div><div>(2) Fiscal year to which the annual accounts refer.</div><div>(3) Previous fiscal year.</div></div>					

Secure Verification Code (SVC): 09999909C8156A8FE6B6268A

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ABBREVIATED BALANCE SHEET

BA2.1

NIF:		B87981924			
COMPANY NAME:		SHAW ALMEX REAL ESTATE HOLDINGS S.L.		Space reserved for directors' signatures	
EQUITY AND LIABILITIES		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2021 (1)	FISCAL YEAR 2020 (2)	
A) EQUITY	20000	3/7	2,369,629.53	-21,208.48	
A-1) Equity	21000	3/7	2,369,629.53	-21,208.48	
I. Capital	21100	7	2,403,650.00	3,050.00	
1. Subscribed capital	21110	7	2,403,650.00	3,050.00	
2. (Uncalled capital)	21120				
II. Share premium	21200				
III. Reserves	21300	7	-2,707.66	-2,707.66	
1. Capitalization reserve	21350				
2. Other reserves	21360	7	-2,707.66	-2,707.66	
IV. (Own shares and equity holdings)	21400				
V. Results from previous years	21500	7	-21,550.82	-12,122.24	
VI. Other shareholder contributions	21600				
VII. Profit (loss) for the year	21700	3	-9,761.99	-9,428.58	
VIII. (Interim dividend)	21800				
IX. Other equity instruments	21900				
A-2) Adjustments for changes in value	22000				
A-3) Grants, donations and legacies received	23000				
B) NON-CURRENT LIABILITIES	31000				
I. Long-term provisions	31100				
II. Long-term debts	31200				
1. Debts with credit institutions	31220				
2. Finance lease creditors	31230				
3. Other non-current debts	31290				
III. Debts with group companies and associates, long term	31300				
IV. Deferred tax liabilities	31400				
V. Non-current accruals	31500				
VI. Non-current trade creditors	31600				
VII. Long-term debt with special characteristics	31700				

(1) Fiscal year to which the annual accounts refer.
(2) Previous fiscal year.

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ABBREVIATED BALANCE SHEET

BA2.1

NIF: B87981924				
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.		Space reserved for directors' signatures		
EQUITY AND LIABILITIES		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2021 (1)	FISCAL YEAR 2020 (2)
C) CURRENT LIABILITIES	32000	4	219,182.29	211,727.83
I. Liabilities associated with non-current assets held for sale	32100			
II. Short-term provisions	32200			
III. Short-term debts	32300	4	8,374.53	8,374.53
1. Debts with credit institutions	32320			
2. Finance lease creditors	32330			
3. Other short-term debts	32390	4	8,374.53	8,374.53
IV. Debts with group companies and associates, short term	32400	4	209,642.30	203,353.30
V. Trade creditors and other payables	32500	4	1,165.46	
1. Suppliers	32580			
a) Long-term suppliers	32581			
b) Short-term suppliers	32582			
2. Other creditors	32590	4	1,165.46	
VI. Short-term accruals	32600			
VII. Short-term debt with special characteristics	32700			
TOTAL EQUITY AND LIABILITIES (A + B + C)	30000	3/4/7	2,588,811.82	190,519.35

(1) Fiscal year to which the annual accounts refer.
(2) Previous fiscal year.

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ABBREVIATED PROFIT AND LOSS ACCOUNT

PA

NIF: B87981924				
COMPANY NAME:				
SHAW ALMEX REAL ESTATE HOLDINGS S.L.		Space reserved for directors' signatures		
(DEBIT) / CREDIT		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2021 (1)	FISCAL YEAR 2020 (2)
1. Net turnover amount	40100			
2. Change in inventories of finished goods and work in progress	40200			
3. Work performed by the company for its assets	40300			
4. Procurements	40400			
5. Other operating income	40500			
6. Staff costs	40600			
7. Other operating expenses	40700	4	-6,948.82	-6,116.49
8. Depreciation of fixed assets	40800	4	-2,813.17	-2,795.15
9. Allocation of non-financial fixed asset grants and others	40900			
10. Excess provisions	41000			
11. Impairment and gains (losses) on disposal of fixed assets	41100			
12. Negative goodwill arising from business combinations	41200			
13. Other results	41300			-516.94
A) OPERATING RESULT (1 + 2 + 3 + 4 + 5 + 6 + 7 + 8 + 9 + 10 + 11 + 12 + 13)	49100	4	-9,761.99	-9,428.58
14. Financial income	41400			
a) Allocation of financial grants, donations and legacies	41430			
b) Other financial income	41490			
15. Financial expenses	41500			
16. Change in fair value of financial instruments	41600			
17. Exchange differences	41700			
18. Impairment and gains (losses) on disposal of financial instruments	41800			
19. Other financial income and expenses	42100			
a) Capitalization of financial expenses	42110			
b) Financial income from creditor arrangements	42120			
c) Other income and expenses	42130			
B) FINANCIAL RESULT (14 + 15 + 16 + 17 + 18 + 19)	49200			
C) RESULT BEFORE TAX (A + B)	49300	4	-9,761.99	-9,428.58
20. Income tax	41900			
D) RESULT FOR THE YEAR (C + 20)	49500	3	-9,761.99	-9,428.58

(1) Fiscal year to which the annual accounts refer.
(2) Previous fiscal year.

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SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, SL
Abbreviated Annual Accounts for the fiscal year ended
December 31, 2021

Secure Verification Code (SVC): 09999909C8156A8FE6B6268A

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1. Company Activity

SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. has its registered address at Calle Gran Vía No. 6, 5 izda, Madrid (28013). Its CIE is B87981924. The company is registered with the Madrid Commercial Registry, Volume ___, Folio ___, Section 8, Sheet M-663616, Entry 1.

Its corporate purpose is to carry out all kinds of real estate transactions involving rural and urban properties; the execution of developments, subdivisions, urbanizations, and both private and public construction works; the sale, mortgage, lease, transformation, improvement, management and exploitation of all types of properties.

The company has applied in its financial statements the General Accounting Plan for Small and Medium-Sized Enterprises (SMES) approved by Royal Decree 1515/2007 of November 16, as it meets the conditions established for its application, namely: the total value of the asset items does not exceed €2,800,000, the net turnover does not exceed €5,700,000 and the company did not employ more than 50 workers on average during the fiscal year.

2. Basis of Presentation of the Annual Accounts**2.1 True and Fair View**

- a) The annual accounts present a true and fair view of the company's equity, financial position and results, and are presented in accordance with the prevailing commercial legislation and the standards set out in the General Accounting Plan for Small and Medium-Sized Enterprises.
- b) There are no exceptional reasons why the company has failed to comply with any legal provision in accounting matters in order to present a true and fair view.
- c) It is not necessary to include additional information in the Notes, as the application of legal provisions is sufficient to present a true and fair view.

2.2 Non-Mandatory Accounting Principles Applied

During the fiscal year, only the mandatory accounting principles established by the Commercial Code and the General Accounting Plan for Small and Medium-Sized Enterprises were applied, namely: Going Concern, Accrual, Consistency, Prudence, No Offsetting and Materiality.

2.3 Critical Aspects of Valuation and Estimation of Uncertainty

- a) There are no changes in any accounting estimates that are significant and that affect the current or future fiscal years.
- b) The company's management is not aware of the existence of material uncertainties relating to events or conditions that may cast significant doubt on the company's ability to continue as a going concern.

2.4 Comparison of Information

- a) There has been no exceptional reason justifying a modification of the structure of the balance sheet or the profit and loss account. In accordance with Order JUS/471/2017, the information on the statement of changes in equity is omitted.
- b) The annual accounts present, for comparative purposes, the figures for the previous year for each item of the balance sheet and the profit and loss account. Likewise, the information contained in these Notes relating to the current fiscal year is accompanied, for comparative purposes, by the corresponding information from the previous year.
- c) Except for the elimination of the statement of changes in equity, there is no cause preventing the comparison of the annual accounts of the current fiscal year with those of the preceding year.

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2.5 Elements Included in Several Items

All equity items are included in a single balance sheet item.

2.6 Changes in Accounting Principles

No changes occurred in the accounting principles applied during the fiscal year.

2.7 Error Correction

No significant errors were detected in the preparation of the attached annual accounts.

3. Distribution of Results

The annual accounts are pending approval by the General Meeting. The governing body will propose to the General Meeting of Shareholders the approval of said accounts, which include a loss for fiscal year 2021 of €9,761.99 to be allocated as follows:

	Euros
Base for Distribution:	
Profit and Loss	-9,761.99 €
Distribution:	
Negative Results from Previous Years	-9,761.99 €
Total	-9,761.99 €

4. Accounting Policies

The accounting criteria applied in relation to the different items are as follows:

4.1 Intangible assets

The different intangible assets are recognized as such when they meet the definition of an asset and the accounting recognition criteria contained in the conceptual framework of accounting. In addition, they meet the identifiability criterion, as they are separable elements that arise from legal or contractual rights, regardless of whether such rights are transferable or separable.

Intangible assets are measured at cost, whether this is the purchase price or the production cost, without prejudice to the specific rules relating to this type of asset.

Indirect taxes levied on intangible asset items have only been included in the purchase price or production cost when they were not directly recoverable from the Tax Authorities.

Depreciation has been determined systematically and rationally based on the useful life of the intangible assets and their residual value, taking into account the depreciation normally experienced through operation, use and enjoyment, while also considering any technical or commercial obsolescence that may affect them. Where the useful life of these assets cannot be reliably estimated, they are amortized over a period of ten years, without prejudice to the periods established in the specific rules relating to intangible assets. Where value adjustments have been recognized, amortization in subsequent fiscal years has been adjusted to reflect the new carrying amount of the impaired asset.

An impairment loss is recognized for an intangible asset when its carrying amount exceeds its recoverable amount.

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4.2 Property, plant and equipment

Property, plant and equipment have been measured at cost, whether purchase price or production cost, without prejudice to the specific rules applicable to this type of asset. Indirect taxes levied on items of property, plant and equipment have only been included in the purchase price or production cost when they were not directly recoverable from the Tax Authorities.

The initial estimate of the present value of obligations incurred for dismantling or removal and other associated obligations, such as rehabilitation costs, has also been included as part of the value of property, plant and equipment, provided that these obligations have resulted in the recognition of provisions.

For those items of property, plant and equipment that required a period of more than one year to be ready for use, the purchase price or production cost includes the financial expenses accrued prior to being put into service, provided that such expenses were invoiced by the supplier or correspond to some form of external financing attributable to the acquisition, manufacture or construction of the asset.

Depreciation has been determined systematically and rationally based on the useful life of property, plant and equipment and their residual value, taking into account the depreciation normally experienced through operation, use and enjoyment, while also considering any technical or commercial obsolescence that may affect them. Where value adjustments have been recognized, subsequent depreciation charges for the impaired assets have been adjusted to reflect the new carrying amount.

An impairment loss is recognized for an item of property, plant and equipment when its carrying amount exceeds its recoverable amount. The impairment adjustment, as well as its reversal, has been recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the carrying amount that would have been recognized at the reversal date had no impairment been recorded.

The costs of renovation, expansion or improvement of property, plant and equipment have been capitalized as an increase in the value of the asset to the extent that they resulted in increased capacity, productivity or extension of its useful life, while the carrying amount of the elements replaced has been derecognized.

In determining the amount of property, plant and equipment, the impact of major repair costs has been considered. The amount equivalent to these costs has been depreciated separately from the rest of the asset over the period until the major repair is carried out. When a major repair has been performed, its cost has been recognized in the carrying amount of the asset as a replacement, provided the recognition criteria were met.

The accounting of finance lease agreements received has been recorded with an asset, according to its nature, whether it is an item of property, plant and equipment or an intangible asset, and a financial liability for the same amount, which is the lower of the fair value of the leased asset and the present value at the start of the lease of the minimum payments agreed. The total financial charge has been distributed over the lease term and recognized in the profit and loss account of the fiscal year in which it accrued, applying the effective interest rate method.

4.3 Investment property

Investment property is considered to be land or buildings that the company holds to earn income from rentals or that it owns with the intention of obtaining capital gains through their disposal.

Investment property is measured at purchase price or production cost. Included within investment property are the financial costs related to the financing of technical installation projects whose construction period exceeds one year, up until the asset is ready for use.

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The costs of renovation, expansion or improvement are capitalized as an increase in the value of the asset only when they result in an increase in capacity, productivity or extension of useful life.

Recurring maintenance, preservation and repair expenses are charged to results, following the accrual principle, as expenses of the fiscal year in which they are incurred.

Depreciation of these assets begins when they are ready for their intended use.

Depreciation is calculated using the straight-line method on the purchase price of the assets less their residual value; land on which buildings and other structures are located is considered to have an indefinite useful life and therefore is not depreciated.

The depreciation rates for these specific assets are as follows:

	Rate
Land and buildings	2%
Technical installations	10%
Machinery	12%
Tools	10%
Other installations	10%
Furniture	10%
Information processing equipment	25%
Vehicles	16%
Other property, plant, equipment	10%

The annual depreciation charges for property, plant and equipment are recognized in the profit and loss account and basically correspond to the depreciation rates determined according to the estimated average useful lives of the different items, taking into account the depreciation normally incurred through operation, use and enjoyment, while also considering any technical or commercial obsolescence that may affect them.

Each component of an item of property, plant and equipment that has a cost significant in relation to the total cost of the item and a useful life different from that of the rest of the item is depreciated separately.

Residual values and useful lives are reviewed and adjusted, where applicable, at each balance sheet date.

Any changes that may arise in the residual value, useful life and depreciation method of these assets are accounted for as changes in accounting estimates, unless they relate to an error.

4.4 Exchanges

No exchanges took place during the fiscal year.

4.5 Revaluations

No revaluations were made during the fiscal year.

4.6 Financial assets and financial liabilities

- a) Assets considered financial include cash, equity instruments of other companies or contractual rights to receive cash or another financial asset. Also included are contractual rights to exchange financial assets or liabilities with third parties under potentially favorable conditions.

For measurement purposes, financial assets have been classified into the following categories:

- Financial assets at amortized cost:

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This category of financial assets includes, on the one hand, trade receivables arising from the sale of goods and the provision of services in the ordinary course of the company's business, and on the other hand, other financial assets that, while neither equity instruments nor derivatives, are non-trade in origin and involve cash flows of a fixed or determinable amount. Financial assets included in this category were initially recognized at cost, which is equivalent to the fair value of the consideration given plus transaction costs.

- Financial assets at cost:

This category includes investments in the equity of group, multigroup and associated companies, as well as other equity instruments not included in the category of "Financial assets held for trading." These financial assets were initially measured at cost, that is, the fair value of the consideration given plus any transaction costs directly attributable to them.

Financial liabilities are considered those that entail for the company a contractual obligation, direct or indirect, to deliver cash or another financial asset or to exchange financial assets or liabilities with third parties under potentially unfavorable conditions, or that grant the holder the right to demand redemption from the issuer on a specific date and for a specific amount.

For measurement purposes, financial liabilities have been classified into the following categories:

- Financial liabilities at amortized cost:

This category includes trade payables arising from the purchase of goods and services in the ordinary course of the company's business, as well as non-trade payables that, while not derivatives, are non-trade in origin. These financial liabilities were initially measured at cost, which is equivalent to the fair value of the consideration received, adjusted for any transaction costs directly attributable to them.

b) The criteria applied to determine the existence of impairment differed depending on the category of each financial asset:

- Financial assets at amortized cost:

At least at year-end, an assessment was made of whether there was any objective evidence that the value of a financial asset or a group of financial assets with similar risk characteristics had been impaired as a result of one or more events occurring after initial recognition and that caused a reduction in the estimated future cash flows. The impairment loss on these financial assets was the difference between their carrying amount and the present value of the future cash flows they were expected to generate. Where appropriate, the present value of future cash flows was replaced by the market value of the asset, provided this was sufficiently reliable. Impairment adjustments, as well as their reversal, were recognized as an expense or income in the profit and loss account.

- Financial assets at cost:

At least at year-end, an assessment was made of whether there was any objective evidence that the carrying amount of an investment was not recoverable. The amount of the impairment adjustment was the difference between the carrying amount and the recoverable amount. Impairment adjustments and their reversal were recognized as an expense or income in the profit and loss account of the fiscal year.

c) The company has derecognized financial assets, or parts thereof, when the contractual rights have expired or been transferred, provided that the transferor has given up the risks and rewards inherent to ownership of the asset. In transfer operations where derecognition of the financial asset was not applicable, a financial liability was additionally recognized for the amounts received.

With regard to financial liabilities, the company has derecognized them when the obligation was extinguished. The company has also derecognized its own financial liabilities when reacquired, even if with the intention of reselling them in the future.

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The difference between the carrying amount of the financial liability and the consideration paid, including directly attributable transaction costs, has been recognized in the profit and loss account for the fiscal year in which it occurred.

d) Interest and dividends on financial assets accrued after the acquisition date have been recognized using the effective interest rate method, and dividends have been recognized when the shareholder's right to receive them was declared.

4.7 Own Equity Instruments Held by the Company

When the company has carried out a transaction involving its own equity instruments, the amount has been recorded under equity. Expenses arising from such transactions, including issuance costs for these instruments, have been recorded directly against equity as a reduction of reserves.

When an operation of this nature has been abandoned, the expenses arising from it have been recognized in the profit and loss account.

4.8 Inventories

Goods and services included in inventories have been measured at cost, either purchase price or production cost. The purchase price includes the amount invoiced by the seller after deducting any discounts, rebates or similar items, as well as interest included in the nominal value of payables, and all additional expenses incurred until the goods are located for sale.

For inventories that required a period of more than one year to be ready for sale, financial expenses have been included in the purchase or production cost, as indicated in the section on property, plant and equipment in these Notes.

When it was necessary to assign a value to specific goods forming part of an inventory of interchangeable goods, the weighted average cost method was generally applied.

When the net realizable value of inventories was lower than their purchase price or production cost, the corresponding impairment adjustments were made and recognized as an expense in the profit and loss account.

4.9 Foreign currency transactions

Transactions denominated in currencies other than the euro are infrequent; their valuation is made using the exchange rate in effect at the time the received assets are recognized or when the corresponding liability from such transactions is incurred.

No average exchange rate is used for any valuation.

All recorded differences correspond to those arising at the time of settlement of payments to suppliers.

4.10 Income tax

The current tax expense is determined as the sum of current income tax and deferred tax. Current income tax expense is calculated by applying the prevailing tax rate to taxable profit and reducing the result by the amount of general allowances and deductions applied during the fiscal year.

Deferred tax assets and liabilities arise from temporary differences, defined as amounts expected to be payable or recoverable in the future that result from the difference between the carrying amount of assets and liabilities and their tax bases. These amounts are recognized by applying to the temporary difference the tax rate expected to be in effect when they are recovered or settled.

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Deferred tax assets also arise from tax loss carryforwards pending offset and from tax credits generated but not applied.

A deferred tax liability is recognized for all taxable temporary differences, except when the temporary difference arises from the initial recognition of goodwill or the initial recognition in a transaction that is not a business combination of other assets and liabilities in an operation which, at the time it is carried out, does not affect either taxable profit or accounting profit.

Deferred tax assets, identified with deductible temporary differences, are only recognized when it is considered probable that the company will have sufficient future taxable profits against which they can be utilized and when they do not arise from the initial recognition of other assets and liabilities in a transaction that is not a business combination and that does not affect either taxable profit or accounting profit. The remaining deferred tax assets (tax loss carryforwards and deductions pending offset) are only recognized when it is considered probable that the company will have sufficient future taxable profits against which they can be utilized.

At each year-end closing, the deferred taxes recorded (both assets and liabilities) are reviewed to ensure they remain valid, with the appropriate adjustments being made in accordance with the results of the analyses performed.

Deferred tax expense or income corresponds to the recognition and reversal of deferred tax liabilities and assets, and, where applicable, to the recognition and allocation to the profit and loss account of income directly attributed to equity that may result from the recognition of deductions and other tax benefits that have the economic nature of a grant.

4.11 Income and expenses

Income and expenses are recognized on an accrual basis, regardless of when the related monetary or financial flow occurs.

Nevertheless, the company records only realized gains as of the year-end closing date, while foreseeable risks and losses, even if contingent, are recognized as soon as they become known.

Income has been recognized when it results in an increase in the company's resources and when its amount could be measured reliably. Expenses have been recognized when they result in a decrease in the company's resources and when their amount could also be measured or reliably estimated.

Service revenue has been recognized when the outcome of the transaction could be estimated reliably, considering the percentage of completion of the service at the year-end closing date. Revenue from services has only been recorded when the following conditions were met: the amount of income could be measured reliably, the company had obtained benefits or returns from the transaction, the transaction could be reliably measured at year-end, and the costs incurred in providing the service, as well as those remaining to be incurred, could be measured reliably.

4.12 Provisions and contingencies

The company has recognized as provisions those liabilities which, meeting the definition and accounting recognition criteria set out in the conceptual framework of accounting, are uncertain in terms of their amount or the date on which they will be settled.

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Provisions have been determined by virtue of a legal or contractual requirement, or an implicit or tacit obligation.

Provisions have been measured at year-end at the present value of the best possible estimate of the amount required to settle the obligation or transfer it to a third party, with adjustments arising from the discounting of the provision recorded as a financial expense as they accrued. In the case of provisions maturing within one year or less, no discounting has been applied.

4.13 Grants, donations and legacies

Non-repayable grants, donations and legacies are recorded as income directly recognized in equity and are allocated to the profit and loss account as income on a systematic and rational basis in correlation with the expenses arising from the cost or investment for which the grant was awarded.

The allocation to results of non-repayable grants, donations and legacies is made according to their purpose.

Non-repayable grants, donations and legacies awarded to ensure a minimum return or to offset operating deficits are recorded as income in the fiscal year in which they are granted, unless they are intended to finance operating deficits in future fiscal years, in which case they are recorded in those years.

Non-repayable grants, donations and legacies awarded to finance specific expenses are recognized as income in the same fiscal year in which the expenses being financed are accrued.

Non-repayable grants, donations and legacies awarded to acquire intangible assets, property, plant and equipment, or investment property are recognized as income in proportion to the depreciation charged on those items during the fiscal year or, where applicable, when their disposal, impairment adjustment or derecognition from the balance sheet occurs.

Non-repayable grants, donations and legacies awarded for the cancellation of debts are recognized as income in the fiscal year in which such cancellation takes place, except when they are granted in connection with specific financing, in which case recognition is made according to the financed item.

Grants, donations and legacies of a repayable nature are recorded as liabilities of the company until they become non-repayable.

4.14 Joint ventures

The company has no economic activity jointly controlled with another natural or legal person.

4.15 Criteria applied in related-party transactions

Transactions between group companies, regardless of the degree of relationship between the participating group companies, have been accounted for in accordance with the general rules, that is, initially at fair value. Where the price agreed for a transaction differed from fair value, the difference was recorded according to the economic substance of the transaction.

This measurement rule applies to related parties as defined in Preparation of Annual Accounts Standard 13 of the General Accounting Plan. In this regard:

- a) A company is deemed to be part of the group when both are linked by a relationship of control, direct or indirect, analogous to that provided for in Article 42 of the Commercial Code, or when the companies are controlled by any means by one or more legal entities acting jointly or under single management by agreement or by statutory provisions.

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- b) A company is deemed to be an associate when, without being a group company as defined above, the company or the controlling individuals exercise significant influence over that associate.
- c) One party is considered related to another when one of them exercises, or has the ability to exercise, directly or indirectly, or by virtue of agreements or arrangements among shareholders or partners, control over the other or significant influence in the financial and operating decision-making of the other.

In addition to group, associated, and multigroup companies, the following are also considered related parties to the Company: natural persons who directly or indirectly hold an interest in the voting rights of the company, or of its parent, enabling them to exercise significant influence over one or the other, as well as their close family members; key personnel of the company or of its parent (natural persons with authority and responsibility for planning, directing and controlling the company's activities, whether directly or indirectly), including Directors and Executives together with their close family members; and entities over which the aforementioned persons may exercise significant influence. Also considered related parties are companies that share a director or executive with the company, except when such person does not exercise significant influence over the financial and operating policies of both entities, and, where applicable, the close family members of the natural person representing the legal entity that serves as Director of the company.

5. Property, Plant and Equipment, Intangible Assets, and Investment Property

Statement of Movements in Property, Plant and Equipment, Intangible Assets, and Investment Property

Property, plant and equipment

Euros	Euros			
	Opening Balance	Additions	Disposals	Closing Balance
Cost:				
Land	83,877.90			83,877.90
Buildings	85,805.37			85,805.37
Furniture	10,741.82			10,741.82
Net carrying amount	180,425.09			180,425.09

Depreciation

Euros	Euros			
	Opening Balance	Additions	Disposals	Closing Balance
Cost:				
Buildings	-2,980.85	-1,730.10		-4,710.95
Furniture	-1,830.96	-1,083.07		-2,914.03
Net carrying amount	-4,811.81	-2,813.17		-7,624.98

6. Financial assets

6.1 Long-term financial investments:

The balance of the accounts under the heading "Long-Term Financial Investments" at the close of fiscal years 2021 and 2020 is as follows:

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Categories	2020	2021
	Loans, derivatives and other	Loans, derivatives and other
Held-to-maturity investments		2,400,600.00
Total		2.400.600,00

The loans and receivables correspond to deposits made as security for rented premises.

6.2 Short-term financial investments:

The balance of the accounts under the heading "Short-Term Financial Investments" at the close of fiscal year 2021 is as follows:

Categories	2021
	Loans, derivatives and other
Held-to-maturity investments	
Total	

The loans and receivables correspond to deposits made in relation to certain contracts and/or tenders.

7. Inventories

The composition of this heading in fiscal year 2021 is as follows:

	Euros			
	Opening Balance	Additions	Disposals	Closing Balance
Merchandise				
Total inventories				

8. Equity

8.1 Details of shareholdings

As of December 31, 2021, the company's share capital is comprised of 3,050 shares with a nominal value of one euro each, numbered from 1 to 3,050, both inclusive, fully subscribed and paid in.

8.2 Own shares or holdings

During the fiscal year, no transactions were carried out with own shares/holdings. At year-end, the company did not hold, either directly or through a third party acting on its behalf, any own shares/holdings.

8.3 Revaluation Reserve (Law 16/2012)

The company does not maintain any item in the balance sheet for this purpose.

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8.4 Capitalization Reserve

The company does not maintain any item in the balance sheet for this purpose.

8.5 Legal Reserve

In accordance with the Capital Companies Act, an amount equal to 10% of the profit for the year must be allocated to the legal reserve until it reaches at least 20% of share capital. The legal reserve may be used to increase share capital in the portion of its balance exceeding 10% of the increased capital. Except for the aforementioned purpose, and while it does not exceed 20% of share capital, this reserve may only be applied to offset losses, provided there are no other sufficient available reserves for this purpose.

9. Tax situation**9.1 Income tax**

a) The reconciliation between accounting profit and the taxable base of corporate income tax in 2021 is as follows:

	PROFIT AND LOSS ACCOUNT		
	Current Fiscal Year Amount		
	Increases	Decreases	Net Effect
Balance of income and expenses for the year			-9,761.99
Corporate income tax			
Permanent differences			
Temporary differences			
- Originating in current fiscal year			
- Originating in prior fiscal years			
Offset of tax loss carryforwards from prior years			
Taxable base (fiscal)			-9,761.99

b) No provisions related to income tax were recorded during the fiscal year, nor were any tax contingencies recognized. There are no subsequent events after year-end that involve amendments to tax regulations affecting recognized tax assets and liabilities.

9.2 Other taxes

There is no significant information in relation to other taxes.

10. Related-party transactions**10.1 Related-party transactions**

No related-party transactions took place during the fiscal year.

10.2 Information on related-party transactions

No impairment adjustments were recorded for doubtful debts related to prior outstanding balances.

No expenses were recognized in the fiscal year as a result of uncollectible or doubtful debts from related parties.

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10.3 Remuneration of the Board of Directors

No remuneration of any kind was paid to the Company's Board of Directors, nor has the company incurred any obligations regarding pensions or life insurance for members of the administrative body.

Likewise, no advances or loans have been granted to them, nor have any obligations been assumed on their behalf by way of guarantee.

11. Information on the environment and greenhouse gas emission rights**Greenhouse gas emission**

The company has not been allocated greenhouse gas emission rights under the National Allocation Plan.

12. Information on deferred payments to suppliers

In compliance with the provisions of Additional Provision Three of Law 15/2010 of July 5, amending Law 3/2004 of December 29, the company has settled its payments to suppliers and creditors for commercial transactions without exceeding the statutory deferral limits provided for by law. Nor does it have, as of year-end, any outstanding commercial transactions exceeding the maximum legal payment period.

13. Other information

There are no agreements of the company that are not reflected in the balance sheet and for which information has not been included in another note to these financial statements.

In Madrid, on March 29, 2022

Luis Giménez Guitard

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**DOCUMENT TEMPLATE FOR INFORMATION ON OWN SHARES
OR HOLDINGS**

A1

[illegible]

Note: Use as many copies of sheet A1.1 as necessary.

(1) AO: Original acquisition of own shares or holdings, or of the parent company (Articles 135 et seq. of the Capital Companies Act).
AD: Direct derivative acquisition. AL: Indirect derivative acquisition. AL: Free acquisitions (Articles 140, 144 and 146 of the Capital Companies Act).
ED: Disposal of shares acquired in contravention of the first three requirements of Article 146 of the Capital Companies Act.
EL: Disposal of freely acquired shares or holdings (Article 145.1 of the Capital Companies Act).
RD: Cancellation of shares under Article 146 of the Capital Companies Act.
RL: Cancellation of freely acquired shares or holdings (Article 145 of the Capital Companies Act).
AG: Acceptance of own shares as collateral (Article 149 of the Capital Companies Act).
AS: Shares acquired through financial assistance from the company itself (Article 150 of the Capital Companies Act).
PR: Reciprocal shareholdings (Articles 151 et seq. of the Capital Companies Act).

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ABBREVIATED ENVIRONMENTAL INFORMATION DOCUMENT
TEMPLATE

IMA

COMPANY SHAW ALMEX REAL ESTATE HOLDINGS S.L.		NIF B87981924
REGISTERED ADDRESS CALLE GRAN VÍA 6, 5 IZQ		
MUNICIPALITY MADRID	PROVINCE MADRID	FISCAL YEAR 2021

The undersigned, as Directors of the aforementioned Company, declare that in the accounting corresponding to these annual accounts there are NO environmental items that must be included for the accounts as a whole to present a true and fair view of the company’s equity, results and financial position.

☒

The undersigned, as Directors of the aforementioned Company, declare that in the accounting corresponding to these annual accounts there ARE environmental items, and these have been included so that the accounts as a whole present a true and fair view of the company’s equity, results and financial position.

☐

SIGNATURES and NAMES OF DIRECTORS

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COVID-19 DECLARATION

CVA

COMPANY SHAW ALMEX REAL ESTATE HOLDINGS S.L.		NIF B87981924
REGISTERED ADDRESS CALLE GRAN VÍA 6, 5 IZQ		
MUNICIPALITY MADRID	PROVINCE MADRID	FISCAL YEAR 2021
Labor Measures Applied to the Company.		
1. Request for ERTE (Temporary Redundancy Plan) during the fiscal year due to the pandemic ¹ :		<input type="text" value="No"/>
Cause ² : <input type="text"/>		
Determination ³ : <input type="text"/>		Number of employees on staff before ERTE: <input type="text"/>
Duration: Start Date: <input type="text"/>	End Date: <input type="text"/>	Number of workers affected by ERTE: <input type="text"/>
2. Recoverable Paid Leave (Royal Decree-Law 10/2020 of March 29)		
Percentage of permanent or temporary staff covered by recoverable paid leave: <input type="text" value="0"/>		Duration (Number of Days): <input type="text" value="0"/>
3. Sick Leave due to CORONAVIRUS		
Percentage of permanent staff affected: <input type="text" value="0"/>		
Leases (Articles 1 to 15 of Royal Decree-Law 11/2020).		
1. Leases to Third Parties (Large Landlords). Concessions made ⁴ :		<input type="text" value="Not applicable"/>
2. Small Landlords. Voluntary moratoriums granted to tenants ¹ :		<input type="text" value="No"/>
3. Has the company received public financial aid (including guarantees) for the rental of business premises? ¹		<input type="text" value="No"/>
ICO Guarantees.		
Amount of guarantee granted, if any, by the ICO in accordance with Articles 29 and 30 of Royal Decree-Law 8/2020 of March 17.		
Amount (€): <input type="text" value="0"/>	Percentage represented by the amount granted over the total requested: <input type="text" value="0"/>	
Public Aid.		
Describe the plan or program applied for, the granting authority and the system (guarantees, moratorium, deferral, subsidized interest, etc.): <input type="text"/>		
Mortgage Moratorium (Articles 16 to 19 of Royal Decree-Law 11/2020).		Applied ¹ : <input type="text" value="No"/>
Non-Mortgage Moratorium (Articles 18, 21 to 26 of Royal Decree-Law 11/2020).		Applied ¹ : <input type="text" value="No"/>
Utilities. Has the company requested flexibility or suspension of supplies (Articles 42 to 44 of Royal Decree-Law 11/2020)? ¹		<input type="text" value="No"/>
Tourism. Has the company taken advantage of the support measures for the tourism sector under Articles 12 and 13 of Royal Decree-Law 7/2020 of March 12? ¹		<input type="text" value="No"/>
SIGNATURES AND NAMES OF DIRECTORS (in case of paper submission)		
<p>(1) 1. YES, 2. NO.</p> <p>(2) 1. Due to force majeure, 2. Due to technical, economic or organizational reasons, 3. Due to other causes.</p> <p>(3) 1. Suspension of contracts, 2. Reduction of working hours, 3. Suspension of contracts and reduction of working hours.</p> <p>(4) 1. Rent reduction for tenants, 2. Debt restructuring, 3. Rent reduction for tenants and debt restructuring, 4. Other.</p>		

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BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Person responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Legal Basis for Processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Rights: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data Categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Original sources of information: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

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This is
EXHIBIT "~~C~~" "3"
referred to in the Affidavit of
MEREDITH VETO
affirmed October 3, 2025.

DocuSigned by:

Nicholas Cruz

2C12EEFAB5242430

Commissioner for Taking Affidavits

I, Meredith Veto, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

Información Mercantil interactiva de los Registros Mercantiles de España (9/26/2025 at 9:51 AM)

Meredith Veto
Printed Name

September 29, 2025
Date


Signature

Interactive Commercial Information of the Commercial Registries of Spain

Commercial Registry of MADRID

Issued on: 09/26/2025 at 09:51 a.m.

For any inquiries regarding the request you have just made, please remember the assigned request number: Request No.: **Q97QT25H**

General Data

[Index](#)

Name:	SHAW ALMEX SPAIN REAL ESTATE HOLDINGS SL
Start of Operations:	12/14/2017
Registered address:	C/ CONDE DE ARANDA 24 5° MADRID 28-MADRID
Duration:	Indefinite
NIF (Número de Identificación Fiscal) [Tax Identification Number]	B87981924 EUID: ES28065.081685544
Registry Data:	Sheet M-663616 Volume 37189 Page 151 IRUS: 1000300229750
Corporate Purpose:	ALL KINDS OF REAL ESTATE TRANSACTIONS INVOLVING RURAL AND URBAN PROPERTIES, DEVELOPMENT OF PROMOTIONS, SUBDIVISIONS, URBAN DEVELOPMENTS, CONSTRUCTION AND WORKS. SALE, MORTGAGE, LEASE, TRANSFORMATION, IMPROVEMENT, MANAGEMENT AND OPERATION OF ALL TYPES OF PROPERTIES
CNAE (Clasificación Nacional de Actividades Económicas) [National Classification of Economic Activities]:	6820 - Rental of real estate on own account
Structure of Governing Body:	Sole director
Sole Shareholder Status:	The company on this sheet is sole-shareholder, its sole shareholder being SHAW ALMEX GLOBAL HOLDINGS LIMITED, with N.I.F. N4041642B
Latest Accounting Filing:	2022

Current Filings

[Index](#)

There are current filings

Special Situations

[Index](#)

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DIGITAL FINGERPRINT CERTIFICATE

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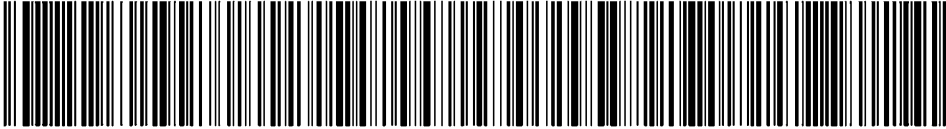
COMPANY:	SHAW ALMEX REAL ESTATE HOLDINGS S.L.		NIF:	B87981924	
REGISTERED ADDRESS:	CALLE GRAN VÍA 6, 5 IZQ				
MUNICIPALITY:	MADRID	PROVINCE:	MADRID	FISCAL YEAR:	2022

NAME OF PERSONS ISSUING THE CERTIFICATE

TIMOTHEY GLENN SHAW

THE PERSONS INDICATED ABOVE CERTIFY THAT THE DIGITAL FILING GENERATES THE FOLLOWING DIGITAL FINGERPRINT:

7SPgiQvVkilQ3n9msFtqCEMCsfTvoVCVXmwGJ3jPzbE=



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TIMOTHY GLENN SHAW, Sole Director of the commercial entity **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, with registered address in (Madrid), Calle Conde de Aranda 24, 5ª,

CERTIFIES

That on June 30, 2023, the Sole Shareholder of **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, exercising the powers and authority of the General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopted the following decisions recorded in the corresponding Minutes, the literal wording of which is transcribed below:

"MINUTES OF THE DECISIONS OF THE SOLE SHAREHOLDER OF SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. SOLE-SHAREHOLDER COMPANY"

In Madrid, on June 30, 2023, the Sole Shareholder, the entity **SHAW ALMEX GLOBAL HOLDINGS LIMITED**, represented by Mr. Timothy Glenn Shaw, exercising the powers and authority of the Ordinary General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopts the following decisions:

DECISIONS

ONE. APPROVAL OF THE ANNUAL ACCOUNTS FOR FISCAL YEAR 2022

The Sole Director records that the Annual Accounts of the Company were prepared on March 29, 2023, in abbreviated form, due to the circumstances set forth in Articles 257, 258 and 263 of the Capital Companies Act.

The Sole Director presents the Annual Accounts for the fiscal year ended December 31, 2022, namely the Balance Sheet, Profit and Loss Account and Notes, all of which are signed on every page by the Sole Director.

Thereafter, the Sole Shareholder approves the Notes, the Balance Sheet and the Profit and Loss Account, which show a **negative result of -14,665.18 euros**, therefore, no allocation of the result is applicable as the distributable base is negative. The losses will be offset against positive results from subsequent fiscal years.

To comply with the provisions of Articles 365 and 366 of the Commercial Registry Regulations, a copy of said Annual Accounts will be attached to the Certificate issued of these Minutes by the Sole Director, so that all documentation may be filed with the Commercial Registry within the month following the approval of these resolutions.

The management of the Sole Director of the company is approved, and the services rendered by him to the company are acknowledged with thanks.

It is expressly noted that the Company did not carry out transactions involving Treasury Shares during the fiscal year whose accounts are hereby approved.



TWO. APPROVAL AND SIGNATURE

After a brief recess, during which these Minutes were drafted, they were read aloud, and once approved, were signed by the Sole Shareholder.”

The above transcription matches exactly and faithfully the original Minutes, which were approved and signed by the Sole Shareholder, and to which, in any case, I refer.

I ALSO CERTIFY

One: That the approved Annual Accounts, relating to the fiscal year ended December 31, 2022, were prepared and signed on March 29, 2023, by the governing body holding office on that date.

Two: That the company did not carry out any transactions involving treasury shares during the fiscal year.

In witness whereof, I issue this Certificate in Madrid, on June 30, 2023.

[signature] _____
TIMOTHY GLENN SHAW
Sole Director



GENERAL IDENTIFICATION DATA AND ADDITIONAL INFORMATION REQUIRED IDP1
UNDER SPANISH LAW
(Application of results and average supplier payment period)

COMPANY IDENTIFICATION		Legal form:	SA:	01011	SL:	01012	
NIF:	01010	B87981924	Other:	01013			
LEI:	01009	Only for companies with a LEI (Legal Entity Identifier) code					
Company name:	01020	SHAW ALMEX REAL ESTATE HOLDINGS S.L.					
Registered address:	01022	CALLE GRAN VÍA 6, 5 IZQ					
Municipality:	01023	MADRID	Province:	01025	MADRID		
Postal code:	01024	28013	Phone:	01031	915.314.800		
Company's contact email address	01037						
ACTIVITY							
Main activity:	02009	Purchase and sale of real estate on own account					
CNAE Code:	02001	6810	(1)				
GOVERNING BODY							
Percentage of women in the administrative body (2):		FISCAL YEAR 2022 (3)		FISCAL YEAR 2021 (4)			
		04211	0	0			
EMPLOYEES							
a) Average number of employees during the fiscal year, by type of contract and employees with disabilities:							
		FISCAL YEAR 2022 (3)		FISCAL YEAR 2021 (4)			
PERMANENT (5):	04001	0	0				
NON-PERMANENT (6):	04002	0	0				
of which: Employees with a disability of 33% or greater (or local equivalent rating):							
		04010	0	0			
b) Employees at year-end, by type of contract and by sex:							
		FISCAL YEAR 2022 (3)		FISCAL YEAR 2021 (4)			
		MEN	WOMEN	MEN	WOMEN		
PERMANENT:	04120	0	04121	0	0		
NON-PERMANENT:	04122	0	04123	0	0		
FILING OF ACCOUNTS							
		FISCAL YEAR 2022 (3)			FISCAL YEAR 2021 (4)		
		YEAR	MONTH	DAY	YEAR	MONTH	DAY
Start date of period covered by the accounts:	01102	2022	1	1	2021	1	1
Closing date of period covered by the accounts:	01101	2022	12	31	2021	12	31
Number of pages filed with the deposit:	01901	17					
If figures are not shown for any of the fiscal years, indicate the reason:							
01903							
MICRO-ENTERPRISES							
Check with an X if the company has opted for the joint adoption of the specific criteria applicable to micro-enterprises provided for in the General Accounting Plan for SMEs (7)				01902	No		
<small>(1) According to the classes (four digits) of the National Classification of Economic Activities 2009 (CNAE 2009), approved by Royal Decree 475/2007 of April 13 (Official State Gazette of 4/28/2007).</small>							
<small>(2) In the Administrative Body, in the case of a sole director, 0% or 100% shall be indicated. In the case of multiple joint or several directors, or a Board of Directors, the corresponding percentage shall be indicated.</small>							
<small>(3) Fiscal year to which the annual accounts refer.</small>							
<small>(4) Previous fiscal year.</small>							
<small>(5) To calculate the average number of permanent employees, take into account the following criteria:</small>							
<small>a) If there have been no significant changes in the workforce during the year, indicate here the half-sum of permanent employees at the beginning and end of the year.</small>							
<small>b) If there have been changes, calculate the sum of the workforce for each of the months of the year and divide by twelve.</small>							
<small>c) If there was a temporary employment regulation or reduced working hours, the personnel affected must be included as permanent employees, but only in proportion to the fraction of the year or working hours actually worked.</small>							
<small>(6) You may calculate the average number of non-permanent employees by adding the total number of weeks worked by your non-permanent employees and dividing by 52 weeks. You may also perform this operation (equivalent to the above):</small>							
no. of persons hired x		average no. of weeks worked 52					
<small>(7) In relation to the accounting of finance lease agreements and other similar arrangements, and income tax.</small>							

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GENERAL IDENTIFICATION DATA AND ADDITIONAL INFORMATION REQUIRED UNDER SPANISH LAW

IDP2

(Application of results and average supplier payment period)

APPLICATION OF RESULTS (1)			
Information on the proposed allocation of the fiscal year's result, in accordance with the following scheme:			
Base for Distribution		FISCAL YEAR <u>2022</u> (2)	FISCAL YEAR <u>2021</u> (3)
Balance of the profit and loss account	91000		
Retained earnings.....	91001		
Voluntary reserves	91002		
Other freely distributable reserves	91003		
TOTAL BASE FOR DISTRIBUTION = TOTAL APPLICATION	91004		
Application to		FISCAL YEAR <u>2022</u> (2)	FISCAL YEAR <u>2021</u> (3)
Legal reserve	91005		
Special reserves	91007		
Voluntary reserves	91008		
Dividends	91009		
Retained earnings and others	91010		
Offset of prior years' losses	91011		
APPLICATION = TOTAL BASE FOR DISTRIBUTION	91012		
INFORMATION ON THE AVERAGE SUPPLIER PAYMENT PERIOD DURING THE FISCAL YEAR (4)			
		FISCAL YEAR <u>2022</u> (2)	FISCAL YEAR <u>2021</u> (3)
Average supplier payment period (days)	94705		

(1) Proposal for allocation of results, Article 253.1 of the Capital Companies Act (Royal Legislative Decree 1/2010, of July 2).
 (2) Fiscal year to which the annual accounts refer.
 (3) Previous fiscal year.
 (4) Calculated in accordance with Article Five of the Resolution of January 29, 2016, of the Institute of Accounting and Auditing.

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SME BALANCE SHEET

BP1

NIF: B87981924		UNIT (1) Euros <input type="text" value="09001"/>	
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.			
Space reserved for directors' signatures			

ASSETS		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2022 (2)	FISCAL YEAR 2021 (3)
A) NON-CURRENT ASSETS	11000	4/5	2,569,751.77	2,573,400.11
I. Intangible assets	11100			
II. Property, plant and equipment.....	11200	4/5	169,151.77	172,800.11
III. Investment property.....	11300			
IV. Investments in group companies and associates, long term.....	11400	4	2,400,600.00	2,400,600.00
V. Long-term financial investments	11500			
VI. Deferred tax assets	11600			
VII. Non-current trade receivables.....	11700			
B) CURRENT ASSETS.....	12000	4	1,282.09	15,411.71
I. Inventories	12200			
II. Trade and other receivables.....	12300			14,592.78
1. Trade receivables for sales and services	12380			
a) Trade receivables for sales and services, long term.....	12381			
b) Trade receivables for sales and services, short term	12382			
2. Shareholders (partners) for called-up capital.....	12370			
3. Other receivables	12390			14,592.78
III. Investments in group companies and associates, short term	12400			
IV. Short-term financial investments.....	12500			
V. Short-term accruals.....	12600			
VI. Cash and cash equivalents	12700	4	1,282.09	818.93
TOTAL ASSETS (A + B)	10000	4/5	2,571,033.86	2,588,811.82

(1) All documents comprising the annual accounts shall be prepared with their values expressed in euros.

(2) Fiscal year to which the annual accounts refer.

(3) Previous fiscal year.

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SME BALANCE SHEET

BP2.1

NIF: B87981924				
COMPANY NAME:				
SHAW ALMEX REAL ESTATE HOLDINGS S.L.		Space reserved for directors' signatures		

EQUITY AND LIABILITIES		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2022 (1)	FISCAL YEAR 2021 (2)
A) EQUITY	20000	3/7	2,336,313.17	2,369,629.53
A-1) Equity	21000	3/7	2,336,313.17	2,369,629.53
I. Capital	21100	7	2,403,650.00	2,403,650.00
1. Subscribed capital	21110	7	2,403,650.00	2,403,650.00
2. (Uncalled capital)	21120			
II. Share premium	21200			
III. Reserves	21300	7	-21,358.84	-2,707.66
1. Capitalization reserve	21350			
2. Other reserves	21360	7	-21,358.84	-2,707.66
IV. (Own shares and equity holdings)	21400			
V. Results from previous years	21500	7	-31,312.81	-21,550.82
VI. Other shareholder contributions	21600			
VII. Profit (loss) for the year	21700	3	-14,665.18	-9,761.99
VIII. (Interim dividend)	21800			
A-2) Equity adjustments	22000			
A-3) Grants, donations and legacies received	23000			
B) NON-CURRENT LIABILITIES	31000			
I. Long-term provisions	31100			
II. Long-term debts	31200			
1. Debts with credit institutions	31220			
2. Finance lease creditors	31230			
3. Other non-current debts	31290			
III. Debts with group companies and associates, long term	31300			
IV. Deferred tax liabilities	31400			
V. Non-current accruals	31500			
VI. Non-current trade creditors	31600			
VII. Long-term debt with special characteristics	31700			

(1) Fiscal year to which the annual accounts refer.
(2) Previous fiscal year.

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SME BALANCE SHEET

BP2.2

NIF: B87981924				
COMPANY NAME: SHAW ALMEX REAL ESTATE HOLDINGS S.L.		Space reserved for directors' signatures		
EQUITY AND LIABILITIES		NOTES TO THE FINANCIAL STATEMENTS	FISCAL YEAR 2022 (1)	FISCAL YEAR 2021 (2)
C) CURRENT LIABILITIES	32000	4	234,720.69	219,182.29
I. Short-term provisions.....	32200			
II. Short-term debts	32300	4	8,374.00	8,374.53
1. Debts with credit institutions.....	32320			
2. Finance lease creditors	32330			
3. Other short-term debts	32390	4	8,374.00	8,374.53
III. Debts with group companies and associates, short term	32400	4	225,257.69	209,642.30
IV. Trade creditors and other payables.....	32500	4	1,089.00	1,165.46
1. Suppliers	32580			
a) Long-term suppliers.....	32581			
b) Short-term suppliers.....	32582			
2. Other creditors	32590	4	1,089.00	1,165.46
V. Short-term accruals	32600			
VI. Short-term debt with special characteristics	32700			
TOTAL EQUITY AND LIABILITIES (A + B + C)	30000	3/4/7	2,571,033.86	2,588,811.82

(1) Fiscal year to which the annual accounts refer.

(2) Previous fiscal year.

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**SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, SL Abbreviated Annual Accounts for the
fiscal year ended
December 31, 2022**

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1. Company Activity

SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. has its registered address at Calle Gran Vía No. 6, 5 izda, Madrid (28013). Its CIE is B87981924. The company is registered with the Madrid Commercial Registry, Volume 37189, Folio 151, Section 8, Sheet M-663616, Entry 1.

Its corporate purpose is to carry out all kinds of real estate transactions involving rural and urban properties; the execution of developments, subdivisions, urbanizations, and both private and public construction works; the sale, mortgage, lease, transformation, improvement, management and exploitation of all types of properties.

The company has applied in its financial statements the General Accounting Plan for Small and Medium-Sized Enterprises (SMES) approved by Royal Decree 1515/2007 of November 16, as it meets the conditions established for its application, namely: the total value of the asset items does not exceed €2,800,000, the net turnover does not exceed €5,700,000 and the company did not employ more than 50 workers on average during the fiscal year.

2. Basis of Presentation of the Annual Accounts

2.1 True and Fair View

- a) The annual accounts present a true and fair view of the company's equity, financial position and results, and are presented in accordance with the prevailing commercial legislation and the standards set out in the General Accounting Plan for Small and Medium-Sized Enterprises.
- b) There are no exceptional reasons why the company has failed to comply with any legal provision in accounting matters in order to present a true and fair view.
- c) It is not necessary to include additional information in the Notes, as the application of legal provisions is sufficient to present a true and fair view.

2.2 Non-Mandatory Accounting Principles Applied

During the fiscal year, only the mandatory accounting principles established by the Commercial Code and the General Accounting Plan for Small and Medium-Sized Enterprises were applied, namely: Going Concern, Accrual, Consistency, Prudence, No Offsetting and Materiality.

2.3 Critical Aspects of Valuation and Estimation of Uncertainty

- a) There are no changes in any accounting estimates that are significant and that affect the current or future fiscal years.
- b) The company's management is not aware of the existence of material uncertainties relating to events or conditions that may cast significant doubt on the company's ability to continue as a going concern.

2.4 Comparison of Information

- a) There has been no exceptional reason justifying a modification of the structure of the balance sheet or the profit and loss account. In accordance with Order JUS/471/2017, the information on the statement of changes in equity is omitted.
- b) The annual accounts present, for comparative purposes, the figures for the previous year for each item of the balance sheet and the profit and loss account. Likewise, the information contained in these Notes relating to the current fiscal year is accompanied, for comparative purposes, by the corresponding information from the previous year.
- c) Except for the elimination of the statement of changes in equity, there is no cause preventing the comparison of the annual accounts of the current fiscal year with those of the preceding year.

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2.5 Elements Included in Several Items

All equity items are included in a single balance sheet item.

2.6 Changes in Accounting Principles

No changes occurred in the accounting principles applied during the fiscal year.

2.7 Error Correction

No significant errors were detected in the preparation of the attached annual accounts.

3. Distribution of Results

The annual accounts are pending approval by the General Meeting. The governing body will propose to the General Meeting of Shareholders the approval of said accounts, which include a loss for fiscal year 2022 of €14,665.18 to be allocated as follows:

	Euros
Base for Distribution:	
Profit and Loss	-14,665.18 €
Distribution:	
Negative Results from Previous Years	-14,665.18 €
Total	-14,665.18 €

4. Accounting Policies

The accounting criteria applied in relation to the different items are as follows:

4.1 Intangible assets

The different intangible assets are recognized as such when they meet the definition of an asset and the accounting recognition criteria contained in the conceptual framework of accounting. In addition, they meet the identifiability criterion, as they are separable elements that arise from legal or contractual rights, regardless of whether such rights are transferable or separable. Intangible assets are measured at cost, whether this is the purchase price or the production cost, without prejudice to the specific rules relating to this type of asset.

Indirect taxes levied on intangible asset items have only been included in the purchase price or production cost when they were not directly recoverable from the Tax Authorities.

Depreciation has been determined systematically and rationally based on the useful life of the intangible assets and their residual value, taking into account the depreciation normally experienced through operation, use and enjoyment, while also considering any technical or commercial obsolescence that may affect them. Where the useful life of these assets cannot be reliably estimated, they are amortized over a period of ten years, without prejudice to the periods established in the specific rules relating to intangible assets. Where value adjustments have been recognized, amortization in subsequent fiscal years has been adjusted to reflect the new carrying amount of the impaired asset.

An impairment loss is recognized for an intangible asset when its carrying amount exceeds its recoverable amount.

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4.2 Property, plant and equipment

Property, plant and equipment have been measured at cost, whether purchase price or production cost, without prejudice to the specific rules applicable to this type of asset. Indirect taxes levied on items of property, plant and equipment have only been included in the purchase price or production cost when they were not directly recoverable from the Tax Authorities.

The initial estimate of the present value of obligations incurred for dismantling or removal and other associated obligations, such as rehabilitation costs, has also been included as part of the value of property, plant and equipment, provided that these obligations have resulted in the recognition of provisions.

For those items of property, plant and equipment that required a period of more than one year to be ready for use, the purchase price or production cost includes the financial expenses accrued prior to being put into service, provided that such expenses were invoiced by the supplier or correspond to some form of external financing attributable to the acquisition, manufacture or construction of the asset.

Depreciation has been determined systematically and rationally based on the useful life of property, plant and equipment and their residual value, taking into account the depreciation normally experienced through operation, use and enjoyment, while also considering any technical or commercial obsolescence that may affect them. Where value adjustments have been recognized, subsequent depreciation charges for the impaired assets have been adjusted to reflect the new carrying amount.

An impairment loss is recognized for an item of property, plant and equipment when its carrying amount exceeds its recoverable amount. The impairment adjustment, as well as its reversal, has been recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the carrying amount that would have been recognized at the reversal date had no impairment been recorded.

The costs of renovation, expansion or improvement of property, plant and equipment have been capitalized as an increase in the value of the asset to the extent that they resulted in increased capacity, productivity or extension of its useful life, while the carrying amount of the elements replaced has been derecognized.

In determining the amount of property, plant and equipment, the impact of major repair costs has been considered. The amount equivalent to these costs has been depreciated separately from the rest of the asset over the period until the major repair is carried out. When a major repair has been performed, its cost has been recognized in the carrying amount of the asset as a replacement, provided the recognition criteria were met.

The accounting of finance lease agreements received has been recorded with an asset, according to its nature, whether it is an item of property, plant and equipment or an intangible asset, and a financial liability for the same amount, which is the lower of the fair value of the leased asset and the present value at the start of the lease of the minimum payments agreed. The total financial charge has been distributed over the lease term and recognized in the profit and loss account of the fiscal year in which it accrued, applying the effective interest rate method.

4.3 Investment property

Investment property is considered to be land or buildings that the company holds to earn income from rentals or that it owns with the intention of obtaining capital gains through their disposal.

Investment property is measured at purchase price or production cost. Included within investment property are the financial costs related to the financing of technical installation projects whose construction period exceeds one year, up until the asset is ready for use.

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The costs of renovation, expansion or improvement are capitalized as an increase in the value of the asset only when they result in an increase in capacity, productivity or extension of useful life.

Recurring maintenance, preservation and repair expenses are charged to results, following the accrual principle, as expenses of the fiscal year in which they are incurred.

Depreciation of these assets begins when they are ready for their intended use.

Depreciation is calculated using the straight-line method on the purchase price of the assets less their residual value; land on which buildings and other structures are located is considered to have an indefinite useful life and therefore is not depreciated.

The depreciation rates for these specific assets are as follows:

	Rate
Land and buildings	2%
Technical installations	10%
Machinery	12%
Tools	10%
Other installations	10%
Furniture	10%
Information processing equipment	25%
Vehicles	16%
Other property, plant, equipment	10%

The annual depreciation charges for property, plant and equipment are recognized in the profit and loss account and basically correspond to the depreciation rates determined according to the estimated average useful lives of the different items, taking into account the depreciation normally incurred through operation, use and enjoyment, while also considering any technical or commercial obsolescence that may affect them.

Each component of an item of property, plant and equipment that has a cost significant in relation to the total cost of the item and a useful life different from that of the rest of the item is depreciated separately.

Residual values and useful lives are reviewed and adjusted, where applicable, at each balance sheet date.

Any changes that may arise in the residual value, useful life and depreciation method of these assets are accounted for as changes in accounting estimates, unless they relate to an error.

4.4 Exchanges

No exchanges took place during the fiscal year.

4.5 Revaluations

No revaluations were made during the fiscal year.

4.6 Financial assets and financial liabilities

- a) Assets considered financial include cash, equity instruments of other companies or contractual rights to receive cash or another financial asset. Also included are contractual rights to exchange financial assets or liabilities with third parties under potentially favorable conditions.

For measurement purposes, financial assets have been classified into the following categories:

- Financial assets at amortized cost:

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This category of financial assets includes, on the one hand, trade receivables arising from the sale of goods and the provision of services in the ordinary course of the company's business, and on the other hand, other financial assets that, while neither equity instruments nor derivatives, are non-trade in origin and involve cash flows of a fixed or determinable amount. Financial assets included in this category were initially recognized at cost, which is equivalent to the fair value of the consideration given plus transaction costs.

- Financial assets at cost:

This category includes investments in the equity of group, multigroup and associated companies, as well as other equity instruments not included in the category of "Financial assets held for trading." These financial assets were initially measured at cost, that is, the fair value of the consideration given plus any transaction costs directly attributable to them.

Financial liabilities are considered those that entail for the company a contractual obligation, direct or indirect, to deliver cash or another financial asset or to exchange financial assets or liabilities with third parties under potentially unfavorable conditions, or that grant the holder the right to demand redemption from the issuer on a specific date and for a specific amount.

For measurement purposes, financial liabilities have been classified into the following categories:

- Financial liabilities at amortized cost:

This category includes trade payables arising from the purchase of goods and services in the ordinary course of the company's business, as well as non-trade payables that, while not derivatives, are non-trade in origin. These financial liabilities were initially measured at cost, which is equivalent to the fair value of the consideration received, adjusted for any transaction costs directly attributable to them.

b) The criteria applied to determine the existence of impairment differed depending on the category of each financial asset:

- Financial assets at amortized cost:

At least at year-end, an assessment was made of whether there was any objective evidence that the value of a financial asset or a group of financial assets with similar risk characteristics had been impaired as a result of one or more events occurring after initial recognition and that caused a reduction in the estimated future cash flows. The impairment loss on these financial assets was the difference between their carrying amount and the present value of the future cash flows they were expected to generate. Where appropriate, the present value of future cash flows was replaced by the market value of the asset, provided this was sufficiently reliable. Impairment adjustments, as well as their reversal, were recognized as an expense or income in the profit and loss account.

- Financial assets at cost:

At least at year-end, an assessment was made of whether there was any objective evidence that the carrying amount of an investment was not recoverable. The amount of the impairment adjustment was the difference between the carrying amount and the recoverable amount. Impairment adjustments and their reversal were recognized as an expense or income in the profit and loss account of the fiscal year.

c) The company has derecognized financial assets, or parts thereof, when the contractual rights have expired or been transferred, provided that the transferor has given up the risks and rewards inherent to ownership of the asset. In transfer operations where derecognition of the financial asset was not applicable, a financial liability was additionally recognized for the amounts received.

With regard to financial liabilities, the company has derecognized them when the obligation was extinguished. The company has also derecognized its own financial liabilities when reacquired, even if with the intention of reselling them in the future. The difference between the carrying amount of the financial liability and the consideration paid, including directly attributable transaction costs, has been recognized in the profit and loss account for the fiscal year in which it occurred.

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- d) Interest and dividends on financial assets accrued after the acquisition date have been recognized using the effective interest rate method, and dividends have been recognized when the shareholder's right to receive them was declared.

4.7 Own Equity Instruments Held by the Company

When the company has carried out a transaction involving its own equity instruments, the amount has been recorded under equity. Expenses arising from such transactions, including issuance costs for these instruments, have been recorded directly against equity as a reduction of reserves.

When an operation of this nature has been abandoned, the expenses arising from it have been recognized in the profit and loss account.

4.8 Inventories

Goods and services included in inventories have been measured at cost, either purchase price or production cost. The purchase price includes the amount invoiced by the seller after deducting any discounts, rebates or similar items, as well as interest included in the nominal value of payables, and all additional expenses incurred until the goods are located for sale.

For inventories that required a period of more than one year to be ready for sale, financial expenses have been included in the purchase or production cost, as indicated in the section on property, plant and equipment in these Notes.

When it was necessary to assign a value to specific goods forming part of an inventory of interchangeable goods, the weighted average cost method was generally applied.

When the net realizable value of inventories was lower than their purchase price or production cost, the corresponding impairment adjustments were made and recognized as an expense in the profit and loss account.

4.9 Foreign currency transactions

Transactions denominated in currencies other than the euro are infrequent; their valuation is made using the exchange rate in effect at the time the received assets are recognized or when the corresponding liability from such transactions is incurred.

No average exchange rate is used for any valuation.

All recorded differences correspond to those arising at the time of settlement of payments to suppliers.

4.10 Income tax

The current tax expense is determined as the sum of current income tax and deferred tax. Current income tax expense is calculated by applying the prevailing tax rate to taxable profit and reducing the result by the amount of general allowances and deductions applied during the fiscal year.

Deferred tax assets and liabilities arise from temporary differences, defined as amounts expected to be payable or recoverable in the future that result from the difference between the carrying amount of assets and liabilities and their tax bases. These amounts are recognized by applying to the temporary difference the tax rate expected to be in effect when they are recovered or settled.

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Deferred tax assets also arise from tax loss carryforwards pending offset and from tax credits generated but not applied.

A deferred tax liability is recognized for all taxable temporary differences, except when the temporary difference arises from the initial recognition of goodwill or the initial recognition in a transaction that is not a business combination of other assets and liabilities in an operation which, at the time it is carried out, does not affect either taxable profit or accounting profit.

Deferred tax assets, identified with deductible temporary differences, are only recognized when it is considered probable that the company will have sufficient future taxable profits against which they can be utilized and when they do not arise from the initial recognition of other assets and liabilities in a transaction that is not a business combination and that does not affect either taxable profit or accounting profit. The remaining deferred tax assets (tax loss carryforwards and deductions pending offset) are only recognized when it is considered probable that the company will have sufficient future taxable profits against which they can be utilized.

At each year-end closing, the deferred taxes recorded (both assets and liabilities) are reviewed to ensure they remain valid, with the appropriate adjustments being made in accordance with the results of the analyses performed.

Deferred tax expense or income corresponds to the recognition and reversal of deferred tax liabilities and assets, and, where applicable, to the recognition and allocation to the profit and loss account of income directly attributed to equity that may result from the recognition of deductions and other tax benefits that have the economic nature of a grant.

4.11 Income and expenses

Income and expenses are recognized on an accrual basis, regardless of when the related monetary or financial flow occurs.

Nevertheless, the company records only realized gains as of the year-end closing date, while foreseeable risks and losses, even if contingent, are recognized as soon as they become known.

Income has been recognized when it results in an increase in the company's resources and when its amount could be measured reliably. Expenses have been recognized when they result in a decrease in the company's resources and when their amount could also be measured or reliably estimated.

Service revenue has been recognized when the outcome of the transaction could be estimated reliably, considering the percentage of completion of the service at the year-end closing date. Revenue from services has only been recorded when the following conditions were met: the amount of income could be measured reliably, the company had obtained benefits or returns from the transaction, the transaction could be reliably measured at year-end, and the costs incurred in providing the service, as well as those remaining to be incurred, could be measured reliably.

4.12 Provisions and contingencies

The company has recognized as provisions those liabilities which, meeting the definition and accounting recognition criteria set out in the conceptual framework of accounting, are uncertain in terms of their amount or the date on which they will be settled. Provisions have been determined by virtue of a legal or contractual requirement, or an implicit or tacit obligation.

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Provisions have been measured at year-end at the present value of the best possible estimate of the amount required to settle the obligation or transfer it to a third party, with adjustments arising from the discounting of the provision recorded as a financial expense as they accrued. In the case of provisions maturing within one year or less, no discounting has been applied.

4.13 Grants, donations and legacies

Non-repayable grants, donations and legacies are recorded as income directly recognized in equity and are allocated to the profit and loss account as income on a systematic and rational basis in correlation with the expenses arising from the cost or investment for which the grant was awarded.

The allocation to results of non-repayable grants, donations and legacies is made according to their purpose.

Non-repayable grants, donations and legacies awarded to ensure a minimum return or to offset operating deficits are recorded as income in the fiscal year in which they are granted, unless they are intended to finance operating deficits in future fiscal years, in which case they are recorded in those years.

Non-repayable grants, donations and legacies awarded to finance specific expenses are recognized as income in the same fiscal year in which the expenses being financed are accrued.

Non-repayable grants, donations and legacies awarded to acquire intangible assets, property, plant and equipment, or investment property are recognized as income in proportion to the depreciation charged on those items during the fiscal year or, where applicable, when their disposal, impairment adjustment or derecognition from the balance sheet occurs.

Non-repayable grants, donations and legacies awarded for the cancellation of debts are recognized as income in the fiscal year in which such cancellation takes place, except when they are granted in connection with specific financing, in which case recognition is made according to the financed item.

Grants, donations and legacies of a repayable nature are recorded as liabilities of the company until they become non-repayable.

4.14 Joint ventures

The company has no economic activity jointly controlled with another natural or legal person.

4.15 Criteria applied in related-party transactions

Transactions between group companies, regardless of the degree of relationship between the participating group companies, have been accounted for in accordance with the general rules, that is, initially at fair value. Where the price agreed for a transaction differed from fair value, the difference was recorded according to the economic substance of the transaction.

This measurement rule applies to related parties as defined in Preparation of Annual Accounts Standard 13 of the General Accounting Plan. In this regard:

- a) A company is deemed to be part of the group when both are linked by a relationship of control, direct or indirect, analogous to that provided for in Article 42 of the Commercial Code, or when the companies are controlled by any means by one or more legal entities acting jointly or under single management by agreement or by statutory provisions.

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b) A company is deemed to be an associate when, without being a group company as defined above, the company or the controlling individuals exercise significant influence over that associate.

c) One party is considered related to another when one of them exercises, or has the ability to exercise, directly or indirectly, or by virtue of agreements or arrangements among shareholders or partners, control over the other or significant influence in the financial and operating decision-making of the other.

In addition to group, associated, and multigroup companies, the following are also considered related parties to the Company: natural persons who directly or indirectly hold an interest in the voting rights of the company, or of its parent, enabling them to exercise significant influence over one or the other, as well as their close family members; key personnel of the company or of its parent (natural persons with authority and responsibility for planning, directing and controlling the company's activities, whether directly or indirectly), including Directors and Executives together with their close family members; and entities over which the aforementioned persons may exercise significant influence. Also considered related parties are companies that share a director or executive with the company, except when such person does not exercise significant influence over the financial and operating policies of both entities, and, where applicable, the close family members of the natural person representing the legal entity that serves as Director of the company.

5. Property, Plant and Equipment, Intangible Assets, and Investment Property

Statement of Movements in Property, Plant and Equipment, Intangible Assets, and Investment Property

Property, plant and equipment

Euros	Euros			
	Opening Balance	Additions	Disposals	Closing Balance
Cost:				
Land	83,877.90			83,877.90
Buildings	85,805.37			85,805.37
Furniture	10,741.82			10,741.82
Net carrying amount	180,425.09			180,425.09

Depreciation

Euros	Euros			
	Opening Balance	Additions	Disposals	Closing Balance
Cost:				
Buildings	-4,710.95	-2,574.16		-7,285.11
Furniture	-2,914.03	-1,074.18		-3,988.21
Net carrying amount	-7,624.98	-3,648.34		-11,273.32

6. Financial assets

6.1 Long-term financial investments:

The balance of the accounts under the heading "Long-Term Financial Investments" at the close of fiscal years 2022 and 2021 is as follows:

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Categories	2021	2022
	Loans, derivatives and other	Loans, derivatives and other
Held-to-maturity investments		2,400,600.00
Total		2,400,600.00

The loans and receivables correspond to deposits made as security for rented premises.

6.2 Short-term financial investments:

The balance of the accounts under the heading "Short-Term Financial Investments" at the close of fiscal year 2022 is as follows:

Categories	2022
	Loans, derivatives and other
Held-to-maturity investments	
Total	

The loans and receivables correspond to deposits made in relation to certain contracts and/or tenders.

7. Inventories

The composition of this heading in fiscal year 2022 is as follows:

	Euros			
	Opening Balance	Additions	Disposals	Closing Balance
Merchandise				
Total inventories				

8. Equity

8.1 Details of shareholdings

As of December 31, 2022, the company's share capital is comprised of 3,050 shares with a nominal value of one euro each, numbered from 1 to 3,050, both inclusive, fully subscribed and paid in.

8.2 Own shares or holdings

During the fiscal year, no transactions were carried out with own shares/holdings. At year-end, the company did not hold, either directly or through a third party acting on its behalf, any own shares/holdings.

8.3 Revaluation Reserve (Law 16/2012)

The company does not maintain any item in the balance sheet for this purpose.

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8.4 Capitalization Reserve

The company does not maintain any item in the balance sheet for this purpose.

8.5 Legal Reserve

In accordance with the Capital Companies Act, an amount equal to 10% of the profit for the year must be allocated to the legal reserve until it reaches at least 20% of share capital. The legal reserve may be used to increase share capital in the portion of its balance exceeding 10% of the increased capital. Except for the aforementioned purpose, and while it does not exceed 20% of share capital, this reserve may only be applied to offset losses, provided there are no other sufficient available reserves for this purpose.

9. Tax situation**9.1 Income tax**

a) The reconciliation between accounting profit and the taxable base of corporate income tax in 2022 is as follows:

b)

	PROFIT AND LOSS ACCOUNT		
	Current Fiscal Year Amount		
	Increases	Decreases	Net Effect
Balance of income and expenses for the year			-14,665.18
Corporate income tax			
Permanent differences			
Temporary differences			
- Originating in current fiscal year			
- Originating in prior fiscal years			
Offset of tax loss carryforwards from prior years			
Taxable base (fiscal)			-14,665.18

b) No provisions related to income tax were recorded during the fiscal year, nor were any tax contingencies recognized. There are no subsequent events after year-end that involve amendments to tax regulations affecting recognized tax assets and liabilities.

9.2 Other taxes

There is no significant information in relation to other taxes.

10. Related-party transactions**10.1 Related-party transactions**

No related-party transactions took place during the fiscal year.

10.2 Information on related-party transactions

No impairment adjustments were recorded for doubtful debts related to prior outstanding balances.

No expenses were recognized in the fiscal year as a result of uncollectible or doubtful debts from related parties.

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10.3 Remuneration of the Board of Directors

No remuneration of any kind was paid to the Company's Board of Directors, nor has the company incurred any obligations regarding pensions or life insurance for members of the administrative body.

Likewise, no advances or loans have been granted to them, nor have any obligations been assumed on their behalf by way of guarantee.

11. Information on the environment and greenhouse gas emission rights**Greenhouse gas emission**

The company has not been allocated greenhouse gas emission rights under the National Allocation Plan.

12. Information on deferred payments to suppliers

In compliance with the provisions of Additional Provision Three of Law 15/2010 of July 5, amending Law 3/2004 of December 29, the company has settled its payments to suppliers and creditors for commercial transactions without exceeding the statutory deferral limits provided for by law. Nor does it have, as of year-end, any outstanding commercial transactions exceeding the maximum legal payment period.

13. Other information

There are no agreements of the company that are not reflected in the balance sheet and for which information has not been included in another note to these financial statements.

In Madrid, on March 29, 2023

Luis Giménez Guitard

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STANDARD ENVIRONMENTAL INFORMATION DOCUMENT
TEMPLATE

IMP

COMPANY SHAW ALMEX REAL ESTATE HOLDINGS S.L.		NIF B87981924	
REGISTERED ADDRESS CALLE GRAN VÍA 6, 5 IZQ			
MUNICIPALITY MADRID		PROVINCE MADRID	FISCAL YEAR 2022
Obligatory Content			
<p>The undersigned, as Directors of the aforementioned Company, declare that in the accounting corresponding to these annual accounts there are NO environmental items that must be included for the accounts as a whole to present a true and fair view of the company's equity, results and financial position.</p> <p style="text-align: center;"><input checked="" type="checkbox"/></p> <p>The undersigned, as Directors of the aforementioned Company, declare that in the accounting corresponding to these annual accounts there ARE environmental items, and these have been included so that the accounts as a whole present a true and fair view of the company's equity, results and financial position.</p> <p style="text-align: center;"><input type="checkbox"/></p>			
Sustainability Indicators (voluntary content)			
	Metric	Value	Amount ⁽⁶⁾
Scope 1 Emissions ⁽¹⁾	tCO ₂		
Scope 2 Emissions ⁽²⁾	tCO ₂		
Scope 3 Emissions ⁽³⁾	tCO ₂		
Energy consumption within the organization ⁽⁴⁾	kWh		
Water consumption ⁽⁵⁾	m ³		
SIGNATURES and NAMES OF DIRECTORS			
<div></div>			
<p><small>(1) Direct emissions of the company. Metric: tons of CO₂ equivalent. (2) Indirect emissions resulting from the company's energy consumption (for example, electricity consumption). Metric: tons of CO₂ equivalent. (3) Other indirect emissions (indirect emissions from suppliers and customers in the value chain). Metric: tons of CO₂ equivalent. Emission indicators are set forth in Law 11/2018, as well as in the ESRS E1.6 sustainability standard of EFRAG, which will be approved by delegated act of the E.C. as part of the development of the Corporate Sustainability Reporting Directive (CSRD). For completion, the use of emission calculators is recommended, specifically: https://www.miteco.gob.es/es/cambio-climatico/temas/mitigacion-politicas-y-medidas/calculadoras.asp (for Scope 1 and 2 emissions).</small></p> <p><small>(4) Indicator required for companies and groups subject to Law 11/2018, as well as the ESRS E1.5 sustainability standard of EFRAG, which will be approved by delegated act of the E.C. as part of the CSRD. Metric: kilowatt-hours. (5) Indicator required for companies and groups subject to Law 11/2018, as well as the ESRS E3.4 sustainability standard of EFRAG, which will be approved by delegated act of the E.C. as part of the CSRD. Metric: cubic meters. (6) Record the monetary amount in EUROS of the corresponding consumption.</small></p>			

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This information is issued with reference to the data incorporated into the computer file of the Trade Registry and is only for information. In case of inconsistency, the contents of registration entries prevail over the index made using computer processing. The Certification issued by the Trade Registrar shall be the only means to accurately provide proof of the contents of the entries and other documents filed or deposited in the Registry (Article 77 of the Regulation of the Trade Registry).

BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Person responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Legal Basis for Processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Rights: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data Categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Original sources of information: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

All other data protection information: Available at <https://www.registradores.org/politica-de-privacidad-servicios-registrales> depending on the type of registration service requested.

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This is
EXHIBIT "~~D~~" "4"
referred to in the Affidavit of
MEREDITH VETO
affirmed October 3, 2025.

DocuSigned by:

Nephas Aves

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Commissioner for Taking Affidavits

I, Meredith Veto, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

ESCRITURA DE ELEVACIÓN A PÚBLICO DE ACUERDOS SOCIALES DE LA
SOCIEDAD "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L."
(TRASLADO DE DOMICILIO Y AUMENTO DE CAPITAL) (12/30/2021)

Meredith Veto
Printed Name

September 29, 2025
Date


Signature

04/2021

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[stamp:] €0.15 [illegible]

[seal:] NIHIL PRIUS FIDE MAY 28,
1862 PATRICIA SOTILLOS FUEYO,
NOTARY OF MADRID



GB7533473

-CJ-

NOTARIAL DEED RECORDING THE CORPORATE RESOLUTIONS OF THE
COMPANY "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L."
(TRANSFER OF REGISTERED OFFICE AND SHARE CAPITAL
INCREASE).

=====

NUMBER TWO THOUSAND ONE HUNDRED SIXTY-ONE.

In Madrid, on December 30, 2021.

Before me, PATRICIA SOTILLOS FUEYO, Notary of the
Illustrious College of Madrid, residing in this Capital,

APPEARS:

MR. LUIS GIMÉNEZ GODOSAR, of legal age, married,
Attorney, resident of Madrid, with address for these
purposes at Calle Conde de Aranda, numero 24, 5a (C.P.
[Postal Code] 28001). Holder of D.N.I. [National ID] and
N.I.F. [Tax ID number] 51.425.596-B.

HE ACTS in the name and on behalf of the commercial
company "**SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**",

with registered office hereby established at Madrid, Calle Conde de Aranda, número 24, 5, with C.I.F. [Tax ID code] B-87981924.

Corporate Purpose:

Its corporate purpose, as set forth in Article Two of its bylaws, consists of all kinds of real estate transactions involving rural and urban properties; the execution of developments, subdivisions, urbanizations, and both private and public construction works; the sale, mortgage, lease, transformation, improvement, management and exploitation of all types of properties.

Legal Personality of the Entity:

Said Company was incorporated for an indefinite term by deed authorized by the Notary of Madrid, Mr. José-María Mateos Salgado, on December 14, 2017, under number 4,646 of his protocol order.

04/2021

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1862 PATRICIA SOTILLOS FUEYO,
NOTARY OF MADRID

GB7533472

Registered in the Commercial Registry of Madrid, in volume 37,189, folio 151, sheet number M-663.616, 1st entry.

Legitimation of Representation:

He exercises said representation by virtue of the power of attorney, valid according to his statement, granted to him by the aforementioned company through a deed executed before the Notary of Jaén, Mr. Alfonso Arguelles Luis, on January 10, 2020, under number 26 of his protocol, of which he presents me with an authorized copy, duly registered with the Madrid Commercial Registry, in volume 37,189, book 0, folio 157, section 8, sheet number M-663.616, entry 3. I, the Notary, have examined said document and, under my responsibility, deem it sufficient to exercise in this act the aforementioned representation regarding the notarization of the resolutions of the sole shareholder (transfer of registered office and share capital increase) to which this instrument refers.

Purpose of this Instrument:

He brings to this act the resolutions adopted by the sole shareholder of the aforementioned Company on December 22, 2021, contained in the certification he delivers to me in this act, issued on the same day by Mr. Timothy Glen Shaw, as Sole Director of the indicated Company, whose signature I, the Notary, consider and deem legitimate as it is personally known to me. Said certification is attached to this deed to form an integral part thereof, and an identical duly certified copy shall accompany the copies of this deed, or it shall be transcribed.

For the appropriate purposes, it is hereby recorded that Mr. Timothy Glen Shaw was appointed Sole Director of the aforementioned company, for an indefinite term, in the aforementioned deed of incorporation.

04/2021

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1862 PATRICIA SOTILLOS FUEYO,
NOTARY OF MADRID

GB7533471

The appearing party declares that the legal capacity of his principal has not changed, that the data previously recorded regarding its identification, registered office and corporate purpose have not changed, and that the aforementioned power of attorney remains fully in force, as it has not been revoked.

MR. LUIS GIMÉNEZ GODOSAR, therefore, holds the representation of the entity "**SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**"; and I, the Notary, under my responsibility, consider both the representation and the powers necessary to exercise in this act the alleged representation to be sufficiently justified.

BENEFICIAL OWNERSHIP: In compliance with the provisions of Article 4 of **Law 10/2010, of April 28**, I, the Notary, on today's date, through the SIGNO platform, have consulted the Beneficial Ownership Database regarding the intervening entity. From said consultation it appears that the beneficial owner of the same was recorded by declared ownership on December 14, 2017;

the appearing party declares that there are no changes with respect to the beneficial owner recorded in the aforementioned database.

I identify the appearing party by the identification document referenced above, which he has presented to me. In my judgment, he has the necessary capacity and authority to formalize this **NOTARIAL DEED RECORDING THE SOLE SHAREHOLDER'S RESOLUTIONS (TRANSFER OF REGISTERED OFFICE AND SHARE CAPITAL INCREASE)** and, to that effect,

DECLARES

I. That in the Book of Minutes of the company "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L." appear the decisions of the sole shareholder of the said company, adopted on December 22, 2021, exercising the powers and authority of the General Meeting of Shareholders of the said company, and recorded in the certification attached to this deed, issued by the Sole Director of the said company, Mr. Timothy Glenn Shaw, on December 22, 2021, among which resolutions are the transfer of the registered office and the capital increase through contributions in kind, and, consequently, the amendment of Article 4 of the Bylaws.

04/2021

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[seal:] NIHIL PRIUS FIDE MAY 28,
1862 PATRICIA SOTILLOS FUEYO,
NOTARY OF MADRID

GB7533470

Said certification has been attached to this deed, forming an integral part thereof, the signature authorizing it being deemed legitimate, and its content is hereby reproduced to avoid unnecessary repetition, from which it also follows that the appearing party is authorized for this execution.

II. That in compliance with the resolutions of the sole shareholder of the company "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.," adopted on December 22, 2021, and in the name and on behalf of the same,

GRANTS:

ONE. The appearing party, MR. LUIS GIMÉNEZ GODOSAR, acting as stated, declares formally recorded in a notarial deed the resolutions adopted by the sole shareholder of the company "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.," on December 22, 2021, exercising the powers and authority of the General Meeting of Shareholders of said company, which are set forth in the certified copy entered into the record, the content of which is hereby reproduced, and consequently:

1. TRANSFER OF REGISTERED OFFICE.

The registered office, formerly located at Gran Vía, número 6, 5° izquierda, Madrid, is hereby transferred to **Calle Conde de Aranda, número 24, 5°, Madrid (C.P. 28001).**

In consequence of the adopted resolution, **Article 3 of the Bylaws is amended**, the new wording of which appears in the attached certification and is hereby reproduced.

04/2021

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2. CAPITAL INCREASE.

The share capital is increased by the amount of **TWO MILLION FOUR HUNDRED THOUSAND SIX HUNDRED EUROS (€2,400,600)**, so that it now amounts to **TWO MILLION FOUR HUNDRED THREE THOUSAND SIX HUNDRED FIFTY EUROS (€2,403,650)**.

By virtue of the foregoing, the capital increase is carried out through the issuance of **2,400,600 company shares, each with a par value of ONE EURO (€1.00)**, consecutively numbered from 3,051 to 2,403,650, both inclusive, so that after this increase, the share capital amounts to **TWO MILLION FOUR HUNDRED THREE THOUSAND SIX HUNDRED FIFTY EUROS (€2,403,650.00)**.

The 2,400,600 new company shares representing this capital increase have been fully subscribed by **"SHAW ALMEX**

INDUSTRIES LIMITED," incorporated on October 3, 1958, with registered office at 323 Glover Rd, Stoney Creek, ON L8E 5M2, Canada, registered in the Canada Corporations Register under number 95,408, and with (Spanish) C.I.F. N-4041388-B. The sole shareholder waives the statutory and bylaw-recognized pre-emptive subscription right to which it might otherwise be entitled, so that the subscription and payment of the aforementioned 2,400,600 new company shares has been carried out by "SHAW ALMEX INDUSTRIES LIMITED" through a non-cash contribution of 9,984 registered shares forming a single series, each with a par value of €6.01012, numbered 1 to 9,984, both inclusive, of the Spanish company "FONMAR, S.A.," incorporated before the Notary of Lucena (Córdoba), Mr. Francisco Hijas Fernández, on August 30, 1982, under number 903 of his protocol, with registered office at Calle Mariana De Montoya, número 3-9, Parque Empresarial "Nuevo Jaén", Jaén, registered in the Jaén Commercial Registry, in volume 72, folio 35, sheet J-2.136, with [C.I.F.]: A-14042428.

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NOTARY OF MADRID**GB7533468**

The entity "SHAW ALMEX INDUSTRIES LIMITED" holds the ownership and title of the shares contributed by virtue of a Deed of Cross-Border Partial Demerger granted before me on December 15, 2021, under number 2,037 of my protocol order.

The appearing party states that said deed was registered in the Madrid Commercial Registry, in volume 41,364, folio 123, sheet number M-293.542, entry 11.

The 9,984 shares subject to the contribution represent 100% of the share capital of "FONMAR, S.A." and are contributed at an aggregate value of €2,400,600.

In accordance with the provisions of Article 314 of the Spanish Companies Act, it is hereby recorded that the ownership of the company shares issued in this capital increase has been entered in the Company's Shareholders' Register.

In consequence of the adopted resolution, **Article 4 of the Bylaws is amended**, the new wording of which appears in the attached certification and is hereby reproduced.

TWO. The appearing party, in the capacity in which he acts, declares:

1. That the new company shares have been allotted to their holder; that the identity and numbering of the allotted shares are recorded in the certification attached to this deed; and that such ownership has been recorded in the Company's Shareholders' Register.

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2. That the capital increase resolved has been fully subscribed and paid in under the agreed terms / by means of new contributions.

3. That consequently, the share capital is fully paid in.

The company "SHAW ALMEX INDUSTRIES LIMITED" shall be liable for the reality and valuation of its contributions in the manner established by Article 73 of the Spanish Companies Act.

THREE. REPORT OF THE DIRECTORS: That for the resolutions adopted by the sole shareholder of the company "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L." regarding the capital increase, the Company's management body made available to the sole shareholder the report of the management body provided for in Article 300 of the Spanish Companies Act, which included: the description of the planned contributions, their valuation, the persons required to make them, the number and par value of the company shares to be created, the amount of the capital increase, and the guarantees, if any, adopted to ensure the effectiveness of the increase.

Said report is transcribed verbatim in the certification attached to this deed, which is signed by the Sole Director of the company, Mr. Timothy Glen Shaw, whose signature I consider legitimate as it is personally known to me.

FOUR. The capital increase through non-cash contribution that is the subject of this deed is not subject to the Corporate Transactions modality of the Tax on Transfers of Assets and Documented Legal Acts (hereinafter "ITPAJD"), pursuant to the provisions of Article 19.2.1 of Royal Legislative Decree 1/1993, of September 24, approving the consolidated text of the ITPAJD Law, as it constitutes a restructuring operation.

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NOTARY OF MADRID

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Likewise, the operation is exempt from the modalities of Onerous Transfers of Assets and Documented Legal Acts of the Tax on Transfers of Assets and Documented Legal Acts (ITPAJD) under the provisions of Article 45.I.B).10 of the aforementioned consolidated text.

FIVE. It is requested that the competent Commercial Registrar record the entries and registrations derived from this deed.

SIX. Pursuant to Article 63 of the Commercial Registry Regulations, it is requested that the Commercial Registrar make partial registration of this deed in the event that full registration cannot be effected in the Commercial Registry.

SEVEN. FOREIGN INVESTMENT. In view of the status as a

non-resident foreign entity of the company subscribing to the company shares created by virtue of the capital increase covered by this deed, proof of electronic filing of the foreign investment declaration form D-1A is attached to this deed.

Thus it is granted.

PERSONAL DATA PROTECTION:

I, the Notary, advise the appearing party that his personal data will be processed by the authorizing Notary, whose contact details appear in this document. If data of persons other than the parties to this act are provided, the appearing parties are responsible for having previously informed them of all the provisions of Article 14 of the General Data Protection Regulation (GDPR).

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NOTARY OF MADRID**GB7533465**

The purpose of the processing is to carry out the activities inherent to the public notarial function, from which the existence of automated decisions, authorized by law, may arise, carried out by the competent Public Authorities, including profiling for the purposes of prevention and investigation in matters of anti-money laundering and counter-terrorism financing. Likewise, the data will be processed by the Notary for billing and client management. For the purposes indicated, data communications provided for by law will be made to the competent Public Authorities. The data will be retained for the periods provided for in the applicable regulations and, in any case, for as long as the relationship with the data subject is maintained. The Data Protection Officer is Picón y Asociados Abogados, and their contact details are published at the Notary's office.

The appearing parties have the right to request access to their personal data, its rectification, erasure, portability and restriction of its processing, as well as to object to such processing. In the event of any violation of rights, a complaint may be filed with the Spanish Data Protection Agency, whose contact details are available at www.aepd.es.

The appearing party acknowledges being informed of the foregoing warnings, expressly consenting to the processing of his personal data under the terms indicated.

I make the pertinent legal reservations and warnings. In particular, and for tax purposes, I warn the appearing party of the tax obligations and liabilities incumbent upon him in their substantive, formal and sanctioning aspects, and of the consequences of every kind that may result from inaccuracies in his statements.

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NOTARY OF MADRID**GB7533464**

I likewise warn the appearing party of his obligation to file this document with the corresponding Commercial Registry for its registration.

The appearing party expressly requests that I, the Notary, do not submit by electronic means an authorized electronic copy of this deed to the corresponding Commercial Registry.

I comply with the requirement of reading pursuant to the provisions of the Notarial Regulations; the appearing party, having understood, consents, ratifies and approves this public document, and signs it with me, the Notary, who attest: to all that is contained herein; that its execution conforms to the law and to the duly informed will of the grantor; that the grantor's consent has been freely given; that, in my judgment, the grantor has capacity and is duly authorized for this execution;

and that this document is set out on nine sheets of paper for the exclusive use of notarial documents, series GE, numbered consecutively from 3935955 to 3935963.

There appears the signature of the appearing party, together with the sign, signature, initials and seal of the authorizing Notary.

ANNEXES FOLLOW

04/2021

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NOTARY OF MADRID

GB7533463

TIMOTHY GLENN SHAW, Sole Director of the commercial entity **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, with registered address in (Madrid), 24, 5,

CERTIFIES

That on December 22, 2021, the Sole Shareholder of **SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**, exercising the powers and authority of the General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopted the following decisions recorded in the corresponding Minutes, the literal wording of which is transcribed below:

“MINUTES OF THE DECISIONS OF THE SOLE SHAREHOLDER OF SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. SOLE-SHAREHOLDER COMPANY”

In Madrid, on December 22, 2021, the Sole Shareholder, the entity **SHAW ALMEX GLOBAL HOLDINGS LIMITED**, represented by Mr. Timothy Glenn Shaw, exercising the powers and authority of the Ordinary General Shareholders' Meeting pursuant to the provisions of Article 15 of the Capital Companies Act, adopts the following decisions:

DECISIONS

ONE. TRANSFER OF THE COMPANY'S REGISTERED OFFICE

The Sole Shareholder resolves to transfer the registered office, Gran Vía nº6, 5º Izq., 28013 Madrid, to Calle Conde de Aranda nº 24, 5º, 28001 Madrid.

It is hereby recorded, for all relevant purposes, that the new registered office of the Company constitutes the center of its effective administration and management, and likewise its principal establishment and operations.

As a result of this resolution to change the registered office, the new Article 3 of the Bylaws shall read as follows, in the literal wording decided by the Sole Shareholder:

“Article 3. Registered Office

- 1. The registered office is established at Calle Conde de Aranda nº 24, 5º, 28001 Madrid, the center of its effective administration and management.*
- 2. The Company may open branches anywhere within the national territory or abroad.*
- 3. The management body shall have the authority to resolve upon the creation, suppression or relocation of branches, as well as to transfer the registered office within the national territory.”*

TWO. CAPITAL INCREASE

The Sole Shareholder resolves to increase the share capital by the amount of TWO MILLION FOUR HUNDRED THOUSAND SIX HUNDRED EUROS (€2,400,600), so that it now amounts to TWO MILLION FOUR HUNDRED THREE THOUSAND SIX HUNDRED FIFTY EUROS (€2,403,650).

By virtue of the foregoing, the capital increase is carried out through the issuance of 2,400,600 company shares, each with a par value of ONE EURO, consecutively numbered from 3,051 to 2,403,650, both inclusive, so that after this increase, the share capital amounts to TWO MILLION FOUR HUNDRED THREE THOUSAND SIX HUNDRED FIFTY EUROS (€2,403,650).

The 2,400,600 new company shares representing this capital increase are fully subscribed by SHAW ALMEX INDUSTRIES LIMITED, incorporated on October 3, 1958, with registered office at 323 Glover Rd, Stoney Creek, ON L8E 5M2, Canada, registered in the Canada Corporations Register under number 95,408, and (Spanish) C.I.F. N-4041388-B. The former sole shareholder waives the statutory and bylaw-recognized pre-emptive subscription right to which it might otherwise be entitled, so that the subscription and payment of the aforementioned 2,400,600 new company shares is carried out by SHAW ALMEX INDUSTRIES LIMITED through a non-cash contribution of 9,984 registered shares forming a single series, each with a par value of €6.01012, numbered 1 to 9,984, both inclusive, of the Spanish company FONMAR, S.A., incorporated before the Notary of Lucena (Córdoba), Mr. Francisco Hijas Fernández, on August 30, 1982, under number 903 of his protocol, with registered office at Calle Mariana De Montoya, número 3-9 - Parque Empresarial "Nuevo Jaén", Jaén, registered in the Jaén Commercial Registry, in volume 72, folio 35, sheet J-2.136, with C.I.F.: A-14042428.

SHAW ALMEX INDUSTRIES LIMITED holds the ownership and title of the shares contributed by virtue of a Deed of Cross-Border Partial Demerger granted on December 15, 2021, before the Notary of Madrid, Ms. Patricia Sotillos Fueyo, under number 2,037 of her protocol order.

The 9,984 shares subject to the contribution represent 100% of the share capital of FONMAR, S.A. and are contributed at an aggregate value of €2,400,600.

REPORT ISSUED BY THE SOLE DIRECTOR OF SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. (THE "COMPANY") REGARDING THE CAPITAL INCREASE WITH A NON-CASH CONTRIBUTION

In compliance with the provisions of Article 300 of the Spanish Companies Act, the Sole Director of the Company has prepared this report in order to describe in detail: (i) the non-cash contribution proposed in connection with a contemplated capital increase; (ii) its valuation; (iii) the company that is to make it; (iv) the number of company shares to be created; (v) the amount of the capital increase; and (vi) the guarantees adopted to ensure the effectiveness of the increase, depending on the nature of the assets comprising the contribution.

1. Non-cash contribution proposed in connection with the contemplated capital increase

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NOTARY OF MADRID**GB7533462**

In connection with the proposed capital increase of the Company, the contemplated non-cash contribution consists of 9,984 registered shares forming a single series, each with a par value of €6.01012, numbered 1 to 9,984, both inclusive, of the Spanish company FONMAR, S.A., incorporated before the Notary of Lucena (Córdoba), Mr. Francisco Hijas Fernández, on August 30, 1982, under number 903 of his protocol, with registered office at C/ Mariana De Montoya 3-9 - Parque Empresarial "Nuevo Jaén", Jaén, registered in the Jaén Commercial Registry, in volume 72, folio 35, sheet J-2.136, with C.I.F.: A-14042428.

2. Valuation

The value attributed to the said shares amounts to a total of €2,400,600. This contribution corresponds to the issuance of 2,400,600 company shares of the Company, numbered from 3,051 to 2,403,650, both inclusive.

3. Entity to make the contribution

SHAW ALMEX INDUSTRIES LIMITED, incorporated on October 3, 1958, with registered office at 323 Glover Rd, Stoney Creek, ON L8E 5M2, Canada, registered in the Canada Corporations Register under number 95,408, and with (Spanish) C.I.F. N-4041388-B, shall make the non-cash contribution.

4. Number of company shares to be created in exchange for the Contribution

Through the proposed capital increase, a total of 2,400,600 new company shares of the Company are to be created, cumulative and indivisible, consecutively numbered from 3,051 to 2,403,650, both inclusive, each with a par value of ONE EURO, with the same rights as the existing shares and containing all legal requirements.

5. Amount of the capital increase

It is proposed to increase the Company's share capital by the total amount of €2,400,600, through the creation of 2,400,600 new company shares, each with a par value of ONE EURO, consecutively numbered from 3,051 to 2,403,650, both inclusive.

6. Guarantees adopted to ensure the effectiveness of the increase

No guarantees have been adopted to ensure the effectiveness of the increase, as the transfer of the shares referred to in the non-cash contribution will take place simultaneously with the subscription and payment of the 2,400,600 new company shares of the Company to be created in connection with the aforementioned capital increase.

This report has been prepared and approved by the Sole Director of SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. on December 20, 2021, in accordance with Article 300 of the Spanish Companies Act.

[signature]

Timothy Glen Shaw**Sole Director**

In accordance with the provisions of Art. 314 of the Spanish Companies Act, it is hereby recorded that the ownership of the company shares issued in this capital increase has been entered in the Company's Shareholders' Register.

THREE. AMENDMENT OF ARTICLE 4 OF THE BYLAWS

By virtue of the foregoing, it is resolved to amend Article 4 of the Bylaws, which shall hereafter read as follows:

"ARTICLE 4. SHARE CAPITAL

1. The share capital is TWO MILLION FOUR HUNDRED THREE THOUSAND SIX HUNDRED FIFTY EUROS (€2,403,650), and is divided into TWO MILLION FOUR HUNDRED THREE THOUSAND SIX HUNDRED FIFTY (2,403,650) company shares, each with a par value of ONE EURO (€1.00), consecutively numbered from 1 to 2,403,650, both inclusive.

2. The company shares are aliquot, indivisible and cumulative parts of the share capital and must be fully subscribed by the shareholders, and the par value of each must be fully paid in at the time of execution of the deed of incorporation of the Company.

3. The company shares may not be represented by means of certificates or book entries, nor may they be called shares, and in no case shall they be considered securities.

4. All company shares have identical rights. Each company share grants its legitimate holder the status of shareholder, the right to cast one vote in the decisions and deliberations of the General Meeting of Shareholders, the right to the same dividend in the distribution of company profits and in the assets resulting from liquidation, as well as all other rights granted by law and by these Bylaws."

FOUR. Authorization to Issue Certification of the Resolutions Adopted and Their Notarization, with Corrective Powers

It is resolved to expressly empower the Sole Director, Mr. Timothy Glenn Shaw, to issue one or more certificates covering, in whole or in part, the resolutions adopted by the Sole Shareholder, either by literal transcription of the Minutes or by summary.

It is likewise resolved to authorize Mr. Timothy Glenn Shaw and the attorney-in-fact, Mr. Luis Giménez Godosar, so that either of them, jointly and severally, may appear before notaries, registries and any other offices as necessary in order to formalize, enter into the record and register the foregoing resolutions requiring such actions, signing the necessary documents, with corrective powers.

04/2021

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NOTARY OF MADRID

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FIVE. Reading and Approval of the Minutes of the Meeting

After a brief recess, during which these Minutes were drafted, they were read aloud, and once approved, were signed by the Sole Shareholder.”

The above transcription matches exactly and faithfully the original Minutes, which were approved and signed by the Sole Shareholder, and to which, in any case, I refer.

In witness whereof, I issue this Certificate in Madrid, on December 22, 2021.

[signature]

TIMOTHY GLENN SHAW
Sole Director



**MINISTRY OF INDUSTRY,
TRADE AND TOURISM**
DIRECTORATE OF INTERNATIONAL
INVESTMENTS GENERAL TRADE OF

**DECLARATION OF FOREIGN INVESTMENT IN NON-LISTED
COMPANIES, BRANCHES AND OTHER FORMS OF
INVESTMENT**

Form
D-1A
Sheet No. 1 of 1

The electronic signature is valid.
Signed by:
PATRICIA SOTILLOS FUEYO
Date: 12/30/2021 10:27:57 a.m.
Countersigned by the Notary Public:
PATRICIA SOTILLOS FUEYO
Date: 12/30/2021 10:28:24 a.m.

**MINISTRY OF ECONOMIC AFFAIRS AND DIGITAL
TRANSFORMATION ELECTRONIC REGISTRY**
Registration No.: 000011901e2100330368
Date: 12/30/2021 10:30:47 a.m.

Declaration No.: B87981924_D1A_8054299

If this D-1A replaces a previous one, indicate its number:

If the investment requires prior declaration, indicate:
DP-1 No. Date:

Requires authorization? Yes ☐ No ☐

Date:

Is the investment being declared subject to a special regime? Yes ☐ No ☒

If yes, has the specific sectoral legislation been complied with? Yes ☐ No ☐

I. Information on the Spanish Company Subject to the Investment

1. Company Name NIF
SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. **B87981924**

Street/Plaza/Ave Street Name Number
CL CONDE DE ARANDA **24**

Postal Code Municipality Province
28001 MADRID MADRID

Main activity (in the case of a holding, activity of the most representative subsidiary of the group) CNAE
Rental of real estate on own account 6820 Holding Spanish companies ☐ foreign companies ☐

2. Legal form and participation in other Spanish companies Legal form: **01**

Number of subsidiaries..... **0**

3. Financial Data

	Before the investment	After the investment
3.1.Share Capital / Endowment	€3,050.00	€2,400,600.00
3.2.Equity	€3,050.00	€2,400,600.00
3.3.Percentage of foreign participation	100.000%	100.000%

II. Investor Information

4. Holder of the investment
Full Name or Company Name **SHAW ALMEX INDUSTRIES LIMITED**

Address
323 GLOVER RD, STONEY CREEK ON L8E 5M2, CANADA

Country Code Country
CANADA CA

5. Participation in the Spanish company

	Before the investment	After the investment
Percentage.....	0.000 %	99.000 %
Board of Directors seat	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

6. Ultimate Owners of the Non-Resident Holder

	Full name or corporate name of the ultimate owner	Stock Exchange	Country	ownership (%)
6.1				
6.2				
6.3				

III. Information on the Foreign Investment

7. Transaction: Class: **02** Date Performed: **12/30/2021** Nominal Amount: **€2,400,600.00** Effective Amount: **€2,400,600.00**

8. Autonomous Communities

Code	Percentage
13	100.000%
Remainder	0.000 %

9. In the case of acquisition, indicate the number of transferors, their name or corporate name and country of residence

Number of transferors:

Full Name or Company Name Country

10. Means of Contribution

Code	Amount	Code	Amount	Code	Amount
12	€2,400,600.00				

11. Reason for the investment **01**

III. Endorsements

12. Declaration: Mr(s). **LUIS GIMENEZ GODOSAR**
with domicile in **MADRID** calle **CONDE DE ARANDA**
No. **24** with National ID No.
On his own behalf or in representation of , I subscribe to the information in this declaration.
MADRID, DECEMBER 30, 2021 (signature)

13. Endorsement by the Public Notary
I attest that there is no contradiction between the data contained in this declaration and the public deed authorized by me.
Date: **12/30/2021** Protocol No. **2161**
Name, address, and phone number of the Public Notary
Ms. PATRICIA SOTILLOS FUEYO
CALLE NUÑEZ DE BALBOA, 46, 1° DR
28006 MADRID
915983158

14. Contact Information for Notifications:
Name/Company Name: **LUIS GIMENEZ GODOSAR**
Mailing Address: **CALLE CONDECE ARANDA, 24**
Postal Code and City: **28001 MADRID**
Province: **MADRID**
Email: **LGIMENEZ@GTYABOGADOS.COM** Phone: **915314800**

04/2021

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[seal:] NIHIL PRIUS FIDE MAY 28, 1862
PATRICIA SOTILLOS FUEYO, NOTARY OF
MADRID

GB7533460

THIS IS THE FIRST LITERAL COPY of its original deed, where I have made a note of it. At the request of the granting Company, I issue it on fourteen sheets of notarial paper, series GB, numbers 7533473 and the thirteen preceding in reverse order, which I sign, execute, initial and seal in Madrid, on the same day of its execution. I ATTEST.

[seal:] NOTARIAL PUBLIC FAITH • GENERAL COUNCIL • OF THE SPANISH NOTARIAT • EUROPEAN NOTARIAT
• NIHIL PRIUS FIDE 0271885611

[seal:] NIHIL PRIUS FIDE PATRICIA SOTILLOS FUEYO, NOTARY OF MADRID

[hw:] [signature]

[stamp:] Fee Application, Additional Provision 3, Law 8/[illegible]. Calculation base: DECLARED. Applicable fee numbers: 2, 4, 7. Notarial fees: AS PER FEE NOTE.

[stamp:] DIRECTORATE GENERAL OF TAXES, TRANSFER AND STAMP TAXES. On 01/11/2022, self-assessment 6008133866585 is filed as EXEMPT or NOT SUBJECT. Pending administrative verification.

[seal:] [illegible]



COMMERCIAL REGISTRY OF MADRID

Paseo de la Castellana, 44
28046 - MADRID

REGISTRATION NOTE

Deed number 2021/2161, of December 30, 2021, authorized by Notary PATRICIA SOTILLOS FUEYO, which was filed on January 11, 2022, under entry number 1/2022/2697.0, journal 3197, entry 754, has been registered on January 20, 2022, in volume 37189, folio 157, entry 4, sheet M-663616, of the entity SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.

Reduction under R.D.L. 6/1999, 6/2000 and 8/2010, and R.D. 1612/2011 applied. BASE: DECLARED.

SEVEN HUNDRED SEVENTY-NINE EUROS AND SIX CENTS

*****€779.06 plus VAT and disbursements, where applicable.

[seal:] [illegible] MADRID

Madrid, on January 20, 2022.
The registrar,
Jesús Camy Escobar

COMMERCIAL REGISTRY OF MADRID

Paseo de la Castellana, 44
28046 - MADRID

For the purposes of General Data Protection Regulation 2016/679 of the European Parliament and of the Council, of April 27, 2016, on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (hereinafter, "GDPR"), you are hereby informed:

- In accordance with the filing application, the personal data stated therein and in the documents submitted have been and will be processed and incorporated into the Registry's books and files, for which the Registrar is the controller, and the use and purpose of the processing are those expressly set out and provided for in the registry regulations, which serve as the lawful basis for this processing. The information contained therein will only be processed in cases provided for by law or in order to satisfy and facilitate formal publicity requests submitted in accordance with the registry regulations.
- The retention period for the data will be determined according to the criteria established in the registry legislation, resolutions of the Directorate-General for Legal Certainty and Public Faith and professional association instructions. In the case of service invoicing, such retention periods will be determined in accordance with the tax and fiscal regulations applicable at any given time. In any event, the Registry may retain the data for longer than the periods indicated under those regulatory criteria in cases where necessary due to liabilities arising from the provision of the service.
- To the extent compatible with the specific regulations applicable to the Registry, data subjects are recognized the rights of access, rectification, erasure, objection, restriction and portability established in the GDPR, which may be exercised by sending a written request to the Registry's address. Likewise, the user may file a complaint with the Spanish Data Protection Agency (AEPD): www.agpd.es. Without prejudice to the foregoing, the data subject may contact the Registry's Data Protection Officer by writing to dpo@corpme.es

This document has been signed with a recognized electronic signature by JESÚS CAMY ESCOBAR on January 20, 2022.



(*) S.V.C.: 128065380178377310

Web Verification Service: <https://www.registradores.org/csv>

(*) The Secure Verification Code allows for the authenticity of the copy to be verified by accessing the electronic files of the issuing public body or agency. Copies made on supporting paper of public documents issued by electronic means and signed electronically will be considered authentic copies provided that they include the printing of an electronically generated code or other verification systems that allow their authenticity to be verified by access to the electronic files of the issuing public body or agency. (Art. 27.3 of Law 39/2015, of 1 October, on the Common Administrative Procedure of Public Administrations.).



Directorate General of Taxes

ECONOMY, FINANCE AND
EMPLOYMENT

Community of Madrid

[Administrative] Code [text cut off]

[Tax] Office [text cut off]

[stamp:] DIRECTORATE GENERAL OF TAXES SELF-ASSESSMENT 6008133866585 TAX ON
TRANSFERS OF ASSETS AND DOCUMENTED LEGAL ACTS Filing: 2022 T 000321 01/11/2022

The personal data collected [text cut off] European Regulation (EU) 2016/679 on Data Protection. Information relating to the recipients of the [text cut off] additional [information] on the protection of your personal data may be consulted at the following link [text cut off]. You may also exercise, among others, your rights of access, rectification, erasure, objection [text cut off]

Tax on Transfers of Assets and Documented
Legal Acts

Transfers [illegible] Corporate Transactions
Modality

Form

600 €

SELF-
ASSESSMENT

2 8 0 0 0

		Accrual Date DAY 30 MONTH 12 YEAR 2021			
Taxpayer	N.I.F.	1 [illegible] Last Name or Business Name		2 [illegible] Last Name	
	B87981924		SHAW ALMEX SPAIN HOLDINGS, SL		First Name
	Address	Street Name		Number	Ex Floor Unit Phone
	CALLE	CONDE DE ARANDA		24	5
Transferor	Province	Municipality		Postal Code	
	MADRID	MADRID		28013	
	N.I.F.	1 [illegible] Last Name or Business Name		2 [illegible] Last Name	
	Address	Street Name		Number	Ex Floor Unit Phone
Document	Document Type	Last and First Name of Notary		Year and Protocol Number	
	<input checked="" type="checkbox"/> Public	SOTILLOS FUEYO PATRICIA		2021 2161	
	<input type="checkbox"/> Private	Abbreviated description	Concept		
	<input type="checkbox"/> Judicial	SO1	NON-PUBLIC LIMITED COMPANIES: CAPITAL INCREASE		
Self-assessment	Declared Value	2,400,600.00		ASSESSMENT	
	Prescribed <input type="checkbox"/>			Taxable base.....	1 2,400,600.00
	Exempt <input checked="" type="checkbox"/> Not subject <input type="checkbox"/>			Reduction..... 2 %	3 0.00
	Legal basis for exemption or non-liability	45.1.B.10 COMPANIES		Taxable Amount..... (1 - 2) =	4 2,400,600.00
	<input type="checkbox"/> Additional Assessment			Type.....	5 %
	Reference No. of first Self-Assessment			Tax Due.....	6 0.00
	Date	Filing Number	Tax Rebate..... 7	8 0.00	
	/ /	T	Amount to be Paid..... (6 - 8) =	9 0.00	
				10	
			TOTAL AMOUNT TO BE PAID	11	
				12 0.00	
	Filer	N.I.F.	Full Name or Company Name		Phone
B81824625		PARDINAS GESTIÓN, SLP		913093989	
[illegible] taxpayer or filer of the document [illegible]					
SIGNATURE OF TAXPAYER OR FILER OF THE DOCUMENT					
Payment	Signed: [signature] MADRID on the 7th of JANUARY 2022				
	Seal: Date: Number: Amount:				

PROOF OF PAYMENT INTO THE TREASURY OF THE COMMUNITY OF MADRID

PAYMENT FORM



Directorate General of Taxes

ECONOMY, FINANCE AND
EMPLOYMENT

Community of Madrid

[Administrative] Code [text cut off]

[Tax] Office [text cut off]

[stamp:] DIRECTORATE GENERAL OF TAXES SELF-ASSESSMENT 6008133866585 TAX ON
TRANSFERS OF ASSETS AND DOCUMENTED LEGAL ACTS Filing: 2022 T 000321 01/11/2022

The personal data collected [text cut off] European Regulation (EU) 2016/679 on Data Protection. Information relating to the recipients of the [text cut off] additional [information] on the protection of your personal data may be consulted at the following link [text cut off]. You may also exercise, among others, your rights of access, rectification, erasure, objection [text cut off]



Tax on Transfers of Assets and Documented
Legal ActsTransfers [illegible] Corporate Transactions
Modality

Form

600 €

SELF-
ASSESSMENT

2 8 0 0 0

			Accrual Date DAY 30 MONTH 12 YEAR 2021		 6008133866585	
Taxpayer	N.I.F. 1 [illegible] Last Name or Business Name 2 [illegible] Last Name		First Name			
	B87981924 SHAW ALMEX SPAIN HOLDINGS, SL					
	Address Street Name		Number	Ex	Floor	Unit Phone
	CALLE CONDE DE ARANDA		24		5	
	Province Municipality		Postal Code			
	MADRID MADRID		28013			
Transferor	N.I.F. 1 [illegible] Last Name or Business Name 2 [illegible] Last Name		First Name			
	Address Street Name		Number	Ex	Floor	Unit Phone
	Province Municipality		Postal Code			
Document	Document Type		Last and First Name of Notary		Year and Protocol Number	
	<input checked="" type="checkbox"/> Public <input type="checkbox"/> Private <input type="checkbox"/> Judicial <input type="checkbox"/> Administrative		SOTILLOS FUEYO PATRICIA		2021 2161	
	Abbreviated description		Concept			
	SO1		NON-PUBLIC LIMITED COMPANIES: CAPITAL INCREASE			
	Court Order / Administrative Document					
Self-assessment	Declared Value		ASSESSMENT			
	2,400,600.00		Taxable base.....		1	2,400,600.00
	Prescribed <input type="checkbox"/>		Reduction..... 2 %		3	0.00
	Exempt <input checked="" type="checkbox"/> Not subject <input type="checkbox"/>		Taxable Amount..... (1 - 2) =		4	2,400,600.00
	Legal basis for exemption or non-liability		Type.....		5	%
	45.1.B.10 COMPANIES		Tax Due.....		6	0.00
	<input type="checkbox"/> Additional Assessment		Tax Rebate..... 7		8	0.00
	Reference No. of first Self-Assessment		Amount to be Paid..... (6 - 8) =		9	0.00
	Date Filing Number				10	
	// T		TOTAL AMOUNT TO BE PAID		11	
					12	0.00
	Filer	N.I.F. Full Name or Company Name		Phone		
B81824625 PARDINAS GESTIÓN, SLP		913093989				
[illegible] taxpayer or filer of the document [illegible]						
SIGNATURE OF TAXPAYER OR FILER OF THE DOCUMENT						
	[signature]					
	MADRID on the 7th of JANUARY 2022					
	Signed:					
Payment	Seal: Date: Number: Amount:					
	PROOF OF PAYMENT INTO THE TREASURY OF THE COMMUNITY OF MADRID					

COPY FOR THE INTERESTED PARTY

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, C C-36, AS AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SHAW-ALMEX INDUSTRIES LIMITED AND SHAW ALMEX FUSION, LLC

Court File No.: CV-25-00743136-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

**AFFIDAVIT OF SPANISH TRANSLATOR
(AFFIRMED OCTOBER 3, 2025)**

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Maria Konyukhova LSO#: 52880V
Tel: (416) 869-5230
mkonyukhova@stikeman.com
Lesley Mercer LSO#: 54491E
Tel: (416) 869-6859
lmerc@stikeman.com
Nick Avis LSO#: 76781Q
Tel: (416) 869-5563
navis@stikeman.com

Lawyers for FTI Consulting Inc.

APPENDIX “C”

[ATTACHED]

Court File No.: CV-25-00743136-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, C C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF SHAW-ALMEX INDUSTRIES LIMITED
AND SHAW ALMEX FUSION, LLC**

**AFFIDAVIT OF HARVETTA ASAMOAH (TRANSLATOR)
(affirmed October 6, 2025)**

I, **HARVETTA ASAMOAH**, of the City of Jacksonville, in the State of Florida, Country of the United States of America, AFFIRM AND SAY:

1. I am a translator with TransPerfect Document Management, Inc. ("**TransPerfect**"). I hold a degree in Romance Languages from Carleton College in Northfield, Minnesota. I am proficient in Spanish and English and have 22 years of experience translating documents between Spanish and English.
2. TransPerfect is a family of companies providing global business services in over 200 languages. TransPerfect is the world's largest professional language services provider and has more than 30 years of experience providing translation services. TransPerfect is ISO 9001, ISO 17100, ISO 13485, ISO 18587, ISO 14971, and ASTM F2575-06 certified.
3. Attached hereto as exhibits are documents that I have translated from the Spanish language into the English language:

Exhibit	Title
1	Información Mercantil interactiva de los Registros Mercantiles de España (6/16/2025) – Fonmar Group, SL
2	Información Mercantil interactiva de los Registros Mercantiles de España (6/17/2025) – Shaw Almex Spain Real Estate Holdings SL
3	Información Mercantil interactiva de los Registros Mercantiles de España (6/19/2025) – Fonmar Sociedad Anonima
4	Escritura de Compraventa (09/27/2018)
5	Certificado de Tasación (05/08/2015)
6	Escritura Novacion 1ª Hipoteca
7	Escritura de constitución de Shaw Almex Spain Real Estate Holdings, S.L. nº 4.646 (14.12.2017)

4. I hereby certify to the best of my knowledge the translated texts of these documents represent an accurate translation of the original texts provided, from Spanish into English.

AFFIRMED remotely by Harvetta Asamoah
stated as being located in the City of Jacksonville,
the State of Florida, USA
before me at the City of Toronto, in the
Province of Ontario, on October 6, 2025, in
accordance with O. Reg 431/20,
Administering Oath or Declaration Remotely.

DocuSigned by:

Nicholas Avis

2C12EFAB5242430...

Nicholas Avis | LSO #76781Q
Commissioner for Taking Affidavits


Signed by:

Harvetta Asamoah

6C17411E09E1403

HARVETTA ASAMOA

This is
EXHIBIT "1"
referred to in the Affidavit of
HARVETTA ASAMOAH
affirmed October 6, 2025.

DocuSigned by:

2C12EEFAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

Información Mercantil interactiva de los Registros Mercantiles de España
(6/16/2025)

Harvetta Asamoah

Printed Name

9/26/25

Date

Harvetta Asamoah

Signature

Interactive Commercial Information of the Commercial Registries of Spain

JAEN Trade Registry

Issued on: 06/16/2025 at 09:06 a.m.

For any queries regarding the request you just made please remember the assigned request number: Request No.: **P99CU50U**

Index of headings requested

- General information
- Current submissions entered
- Special situations
- Share capital
- Managers and Social Positions
- Attorneys-in-Fact

General information

[Index](#)

Business Name: FONMAR GROUP, SL

Start of operations: 10/24/2001

Registered address: C/ MARIANA DE MONTOYA, 3-9, PARQUE EMPRESARIAL 'NUEVO JAÉN'JAEN JAÉN

Duration: Indefinite

NIF (Número de Identificación Fiscal) [Tax Identification Number] B83127050 EUID: ES2301 5.000099067

LEI (Legal Entity Identifier) Code: 959800H6ABBMGG2C5W06

Registration information: Sheet J-25584 Volume 680 Page 54 IRUS (Identificador Registral Único de la Sociedad) [Unique Company Registration Identifier]: 1000018882783

Corporate purpose: 1.-1.- Manufacture and marketing of all types of machinery for the rubber and the plastic industry.2.- The marketing of machinery, tools, accessories for tire shops and auto repair, as well as any activity of legal trade.3.- Management and administration of securities representative of the funds of companies and other entities, whether or not they are residents in Spanish territory, investment in companies and other entities, whether or not they are residents in Spanish territory, through acquisition, subscription, assumption, disbursement, contribution, holding, enjoyment and disposal of transferable securities, including shares, shareholdings and shareholdings in commercial companies in general, as well as the direction, management, control and administration of its portfolio of companies of which it is a shareholder, as a holding company, for which it shall have the appropriate organization of means, materials and personnel, all subject to the applicable legislation.

Secure Verification Code (CSV): **099999081C5797960FFB7908**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registadores.org/sede/sede-csv-web/csv>





The activities listed may also be carried out by the Company, totally partially, indirectly, by participating in other companies with a similar purpose.

Entity Structure: Sole Administrator
Last accounting filing: 2023

Current submissions entered

[Index](#)

Documents Daily Record: Information updated on 06/13/2025 at 09:00 a.m.
Daily Record/Entry: Does not have any current entries submitted

Accounts Daily Record: Information updated on 06/12/2025, at 09:00 a.m.
Daily Record/Entry: Does not have any current entries submitted

Daily Record of Books: Information updated on 06/13/2025 at 09:00 a.m.
Daily Record/Entry: Does not have any current entries submitted

Auditors and Experts Daily Record: Information updated on 05/14/2025, at 09:00 a.m.
Daily Record/Entry: Does not have any current entries submitted

Special situations

[Index](#)

There are no special situations

Share capital

[Index](#)

Subscribed Capital: 20,000.00 Euros.

Managers and Social Positions

[Index](#)

Secure Verification Code (CSV): 099999081C5797960FFB7908

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Name: SHAW, TIMOTHY GLEN

DNI (Documento Nacional de Identidad) [National Identification Document]: Y2978405B

Title: Sole Administrator

Date of Appointment: 06/20/2013

Duration: Indefinite

Registration: 1

Registration Date: 04/25/2022

In accordance with Article 145.1 of the Regulation of the Trade Registry, the appointment of directors shall expire when, after the term has expired, the next General Meeting has been held or the legal term for the holding of the Meeting that must make a resolution on the approval of financial statements for the previous fiscal year has elapsed.

Attorneys-in-Fact

[Index](#)

Name: LUIS GIMENEZ GODOSAR

DNI (Documento Nacional de Identidad) [National Identification Document]: 51425596B

Date of Appointment: 06/19/2013

Registration: 1

Registration Date: 04/25/2022

Name: NEUFELD , RYAN-CLAYTON-KENNETH

DNI (Documento Nacional de Identidad) [National Identification Document]: Y2978374A

Date of Appointment: 06/19/2013

Registration: 1

Registration Date: 04/25/2022

Secure Verification Code (CSV): 099999081C5797960FFB7908

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Name: DANIELJIMENEZ MARTINEZ

DNI (Documento Nacional
de Identidad) [National
Identification Document]: 26023185L

Date of Appointment: 12/02/2020

Registration: 1

Registration Date: 04/25/2022

Name: JOSE LUIS VILCHEZ DIAZ

DNI (Documento Nacional
de Identidad) [National
Identification Document]: 52548660P

Date of Appointment: 12/26/2023

Registration: 7

Registration Date: 02/01/2024

Date of the instrument: 12/26/2023

Notary/Certifier: ARGÜELLES LUIS, ALFONSO

Residence: JAEN

Protocol number: 2023/1891

This information is issued with reference to the data incorporated into the computer file of the Trade Registry and is only for information. In case of inconsistency, the contents of registration entries prevail over the index made using computer processing. The Certification issued by the Trade Registrar shall be the only means to accurately provide proof of the contents of the entries and other documents filed or deposited in the Registry (Article 77 of the Regulation of the Trade Registry).

BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Person responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Secure Verification Code (CSV): **099999081C5797960FFB7908**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Legal Basis for Processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Rights: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data Categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Original sources of information: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

All other data protection information: Available at <https://www.registradores.org/politica-de-privacidad-servicios-registrales> depending on the type of registration service requested.

Secure Verification Code (CSV): **099999081C5797960FFB7908**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



This is
EXHIBIT "2"
referred to in the Affidavit of
HARVETTA ASAMOAH
affirmed October 6, 2025.

DocuSigned by:

Nephas Aves

2C12EFAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

Información Mercantil interactiva de los Registros Mercantiles de España
(06/17/2025)

HARVETTA ASAMOAH
Printed Name

9/26/25
Date

Harvetta Asamoah
Signature

Interactive Commercial Information of the Commercial Registries of Spain

Trade Registry of MADRID

Issued on: 06/17/2025 at 10:43 a.m.

For any queries regarding the request you just made please remember the assigned request number:
Request No.: **Q00HN20P**

Index of headings requested

- General information
- Current submissions entered
- Special situations
- Share capital
- Managers and Social Positions
- Attorneys-in-Fact

General information

[Index](#)

Business Name:	SHAW ALMEX SPAIN REAL ESTATE HOLDINGS SL
Start of operations:	12/14/2017
Registered address:	C/ CONDE DE ARANDA 24 5º MADRID 28-MADRID
Duration:	Indefinite
NIF (Número de Identificación Fiscal) [Tax Identification Number]	B87981924 EUID: ES28065.081 685544
Registration information:	Sheet M-663616 Volume 37189 Page 151 IRUS (Identificador Registral Único de la Sociedad) [Unique Company Registration Identifier]: 1000300229750
Corporate purpose:	ALL TYPES OF REAL ESTATE OPERATIONS ON RURAL AND URBAN FARMS, CARRYING OUT PROMOTIONS, PARCELS, URBAN DEVELOPMENTS, CONSTRUCTIONS AND WORKS. SALE OF MORTGAGE LEASE TRANSFORMATION IMPROVEMENTS MANAGEMENT AND OPERATION OF ALL TYPES OF PROPERTIES
CNAE (Clasificación Nacional de Actividades Económica) [National Classification of Economic Activities]:	6820 - Renting real estate on own account
Entity Structure:	Sole Administrator
Sole proprietorship:	The company on this page is a sole proprietorship, with its sole shareholder SHAW ALMEX GLOBAL HOLDINGS LIMITED, with Tax ID No. N4041 642B
Last accounting filing:	2022

Secure Verification Code (CSV): **099999084B08BD32C1D8E500**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>





Current submissions entered

[Index](#)

Documents Daily Record:	Data updated on 06/17/2025, at 10:26 a.m. Daily Record/Entry: Does not have any current entries submitted
Accounts Daily Record:	Data updated on 06/17/2025, at 09:18 a.m. Daily Record/Entry: Does not have any current entries submitted
Daily Record of Books:	Data updated on 06/17/2025, at 09:11 a.m. Daily Record/Entry: 2024/2743 Daily Record/Entry: 2025/6246
Auditors and Experts Daily Record:	Information updated on 06/17/2025, at 09:00 a.m. Daily Record/Entry: Does not have any current entries submitted

Special situations

[Index](#)

Sheet closed due to failure to file financial statements:	The annual financial statements of the company corresponding to any of the last three fiscal years are not filed, so that regardless of the contents of the title submitted, in accordance with the provisions of Articles 282 and 283 of the Capital Companies Act, the requested registration cannot be carried out without first complying by the administrative body with the obligation to file the annual financial statements of the previous fiscal years.
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Share capital

[Index](#)

Subscribed Capital:	2,403,650.00 Euros.
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Managers and Social Positions

[Index](#)

Secure Verification Code (CSV): 099999084B08BD32C1D8E500

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Name: SHAW TIMOTHY GLEN

DNI (Documento Nacional de Identidad) [National Identification Document]: Y2978405B

Title: Sole Administrator

Date of Appointment: 12/14/2017

Duration: Indefinite

Registration: 1

Registration Date: 02/06/2018

Date of the instrument: 12/14/2017

Notary/Certifier: MATEOS SALGADO JOSE MARIA

Residence: MADRID - MADRID

Protocol number: 2017/4646

Name: SHAW ALMEX GLOBAL HOLDINGS LIMITED

DNI (Documento Nacional de Identidad) [National Identification Document]: N4041642B

Title: Sole shareholder

Date of Appointment: 12/14/2017

Duration: Indefinite

Registration: 1

Registration Date: 02/06/2018

Date of the instrument: 12/14/2017

Notary/Certifier: MATEOS SALGADO JOSE MARIA

Residence: MADRID - MADRID

Protocol number: 2017/4646

In accordance with Article 145.1 of the Commercial Registry Regulations, the appointment of directors shall expire when, after the term has expired, the next General Meeting has been held or the legal term has elapsed for the holding of the Meeting that must make a resolution on the approval of financial statements for the previous fiscal year.

Secure Verification Code (CSV): **099999084B08BD32C1D8E500**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Attorneys-in-Fact[Index](#)

Name: JIMENEZ MARTINEZ DANIEL (Attorney-in-Fact)

DNI (Documento Nacional de Identidad) [National Identification Document]:

26023185L

Date of Appointment: 12/14/2017

Duration: Indefinite

Registration: 2

Registration Date: 02/06/2018

Date of the instrument: 12/14/2017

Notary/Certifier: MATEOS SALGADO JOSE MARIA

Residence: MADRID - MADRID

Protocol number: 2017/4647

Name: NEUFELD RYAN-CLAYTON-KENNETH (Joint and Several Attorney-in-Fact)

DNI (Documento Nacional de Identidad) [National Identification Document]:

Y2978374A

Date of Appointment: 10/01/2020

Duration: Indefinite

Registration: 3

Registration Date: 01/29/2020

Date of the instrument: 10/01/2020

Notary/Certifier: ARGUELLES LUIS ALFONSO

Residence: JAEN - JAEN

Protocol number: 2020/26

Secure Verification Code (CSV): **099999084B08BD32C1D8E500**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Name: GIMENEZ GODOSAR LUIS (Joint and Several Attorney-in-Fact)

DNI (Documento Nacional de
Identidad) [National Identification
Document]: 51425596B

Date of Appointment: 10/01/2020

Duration: Indefinite

Registration: 3

Registration Date: 01/29/2020

Date of the instrument: 10/01/2020

Notary/Certifier: ARGUELLES LUIS ALFONSO

Residence: JAEN - JAEN

Protocol number: 2020/26

Name: JIMENEZ MARTINEZ DANIEL (Joint and Several Attorney-in-Fact)

DNI (Documento Nacional de
Identidad) [National Identification
Document]: 26023185L

Date of Appointment: 10/01/2020

Duration: Indefinite

Registration: 3

Registration Date: 01/29/2020

Date of the instrument: 10/01/2020

Notary/Certifier: ARGUELLES LUIS ALFONSO

Residence: JAEN - JAEN

Protocol number: 2020/26

This information is issued with reference to the data incorporated into the computer file of the Trade Registry and is only for information. In case of inconsistency, the contents of registration entries prevail over the index made by computer processing. The Certification issued by the Trade Registrar shall be the only means to accurately provide proof of the contents of the entries and other documents filed or deposited in the Registry (Article 77 of the Regulation of the Trade Registry).

Secure Verification Code (CSV): **099999084B08BD32C1D8E500**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Person responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Legal Basis for Processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Rights: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data Categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Original sources of information: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

All other data protection information: Available at <https://www.registradores.org/politica-de-privacidad-servicios-registrales> depending on the type of registration service requested.

Secure Verification Code (CSV): **099999084B08BD32C1D8E500**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



This is
EXHIBIT “3”
referred to in the Affidavit of
HARVETTA ASAMOA
affirmed October 6, 2025.

DocuSigned by:

Nicholas Davis

2C12EFAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

Información Mercantil interactiva de los Registros Mercantiles de España
(06/19/2025)

Harvetta Asamoah
Printed Name

9/26/25
Date

Harvetta Asamoah
Signature

Interactive Commercial Information of the Commercial Registries of Spain

JAEN Trade Registry

Issued on: 06/19/2025 at 09:22 a.m.

For any queries regarding the request you just made please remember the assigned request number:

Request No.: **Q02NZ25P**

Index of headings requested:

- General information
- Current submissions entered
- Special situations
- Share capital
- Managers and Social Positions
- Attorneys-in-Fact

General Information

[Index](#)

Business Name:	FONMAR SOCIEDAD ANONIMA
Registered address:	C/ MARIANA DE MONTOYA, 3-9, PARQUE EMPRESARIAL 'NUEVO JAEN' JAEN JAÉN
Duration:	Indefinite
NIF (Número de Identificación Fiscal) [Tax Identification Number]	A14042428 EUID: ES23015.000003588
LEI (Legal Entity Identifier) Code:	959800UHF91MJNZMYU28
Registration information:	Sheet J-2136 Volume 72 Page 35 IRUS (Identificador Registral Único de la Sociedad) [Unique Company Registration Identifier]: 1000004065656
Corporate purpose:	MANUFACTURING OF ALL KINDS OF MACHINES; LOCKSMITHING AND METAL CARPENTRY IN GENERAL; MARKETING OF THEIR MANUFACTURES, WAREHOUSES, AGENCIES, REPRESENTATIONS AND EXCLUSIVES OF PRODUCTS
CNAE (Clasificación Nacional de Actividades Económica) [National Classification of Economic Activities]:	2896 - Machinery manufacturing for the plastic and rubber industry
Entity Structure:	Sole Administrator
Sole proprietorship:	The company of this sheet is a sole proprietorship, being its sole partner FONMAR GROUP, SL, with Tax ID No. B83127050
Last accounting filing:	2023

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Current Submission Entries[Index](#)

Documents Daily Record: **Information updated on 06/18/2025 at 09:00 a.m.**
Daily Record/Entry: Does not have any current entries submitted

Accounts Daily Record: **Information updated on 06/17/2025, at 09:00 a.m.**
Daily Record/Entry: Does not have any current entries submitted

Daily Record of Books: **Information updated on 06/18/2025 at 09:00 a.m.**
Daily Record/Entry: Does not have any current entries submitted

Auditors and Experts Daily Record: **Information updated on 05/14/2025, at 09:00 a.m.**
Daily Record/Entry: Does not have any current entries submitted

Special Situations[Index](#)

There are no special situations

Share Capital[Index](#)

Subscribed Capital: 60,005.05 Euros.

Paid-In Capital: 60,005.05 Euros.

Directors and Corporate Titles[Index](#)

Name: FONMAR GROUP, SL

DNI (Documento Nacional de
Identidad) [National
Identification Document]: B83127050

Title: Sole Shareholder

Date of Appointment: 12/21/2012

Registration: 10

Registration Date: 01/31/2013

Date of the instrument: 12/21/2012

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Notary/Certifier: RODRÍGUEZ MARTÍN, ROCÍO
Residence: MADRID - MADRID
Protocol number: 2012/1514

Name: TIMOTHY GLEN SHAW
DNI (Documento Nacional de Identidad) [National Identification Document]: Y2978405B
Title: Sole Administrator
Date of Appointment: 05/22/2019
Duration: 05/22/2025
Registration: 18
Registration Date: 09/26/2019
Text: Date of the instrument: 05/22/2019 Notary's Residence: JAEN

In accordance with Article 145.1 of the Regulation of the Trade Registry, the appointment of directors shall expire when, after the term has expired, the next General Meeting has been held or the legal term for the holding of the Meeting that must make a resolution on the approval of financial statements for the previous fiscal year has elapsed.

Attorneys-in-Fact[Index](#)

Name: ORTIZ DIAZ LUIS
DNI (Documento Nacional de Identidad) [National Identification Document]: 25947100H
Date of Appointment: 04/11/2008
Registration: 6
Registration Date: 06/10/2008
Date of the instrument: 05/14/2008
Notary/Certifier: MEDINA MEDINA, LUIS IGNACIO
Residence: JAEN
Protocol number: 2008/701

Secure Verification Code (CSV): 099999087CFFDF7FC8005EB8

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Name: DANIEL JIMENEZ MARTINEZ
DNI (Documento Nacional de Identidad) [National Identification Document]: 26023185L
Date of Appointment: 11/13/2008
Registration: 7
Registration Date: 11/26/2008
Date of the instrument: 11/13/2008
Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2008/1677

Name: LUIS GIMENEZ GODOSAR
DNI (Documento Nacional de Identidad) [National Identification Document]: 51425596B
Date of Appointment: 02/18/2013
Registration: 12
Registration Date: 02/26/2013
Date of the instrument: 02/18/2013
Notary/Certifier: MARTINEZ PANTOJA, LUIS MARÍA
Residence: JAEN
Protocol number: 2013/153

Name: DANIEL JIMENEZ MARTINEZ
DNI (Documento Nacional de Identidad) [National Identification Document]: 26023185L
Date of Appointment: 06/20/2013
Registration: 14
Registration Date: 06/27/2013
Date of the instrument: 06/20/2013

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2013/548

Name: RYN CLAYTON KENNETH NEUFELD
DNI (Documento Nacional de
Identidad) [National
Identification Document]: Y2978374A
Date of Appointment: 06/20/2013
Registration: 15
Registration Date: 06/27/2013
Date of the instrument: 06/20/2013
Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2013/549

Name: LUIS ORTIZ DIAZ
DNI (Documento Nacional de
Identidad) [National
Identification Document]: 25947100H
Date of Appointment: 10/24/2017
Registration: 16
Registration Date: 10/31/2017
Date of the instrument: 10/24/2017
Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2017/1283

Name: DANIEL JIMENEZ MARTINEZ
DNI (Documento Nacional de
Identidad) [National
Identification Document]: 26023185L

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Date of Appointment: 10/01/2020
Registration: 19
Registration Date: 01/20/2020
Date of the instrument: 10/01/2020
Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2020/28

Name: LUIS GIMENEZ GODOSAR
DNI (Documento Nacional de Identidad) [National Identification Document]: 51425596B
Date of Appointment: 10/01/2020
Registration: 19
Registration Date: 01/20/2020
Date of the instrument: 10/01/2020
Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2020/28

Name: RYN CLAYTON KENNETH NEUFELD
DNI (Documento Nacional de Identidad) [National Identification Document]: Y2978374A
Date of Appointment: 10/01/2020
Registration: 19
Registration Date: 01/20/2020
Date of the instrument: 10/01/2020
Notary/Certifier: ARGÜELLES LUIS, ALFONSO
Residence: JAEN
Protocol number: 2020/28

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Name: IGNACIO LILLO GALLARDO

DNI (Documento Nacional de Identidad) [National Identification Document]: 75069776F

Date of Appointment: 01/20/2023

Registration: 22

Registration Date: 05/04/2023

Date of the instrument: 01/20/2023

Notary/Certifier: ARGÜELLES LUIS, ALFONSO

Residence: JAEN

Protocol number: 2023/55

Name: JOSE LUIS VILCHEZ DIAZ

DNI (Documento Nacional de Identidad) [National Identification Document]: 52548660P

Date of Appointment: 01/15/2024

Registration: 24

Registration Date: 05/29/2024

Date of the instrument: 01/15/2024

Notary/Certifier: ARGÜELLES LUIS, ALFONSO

Residence: JAEN

Protocol number: 2024/42

This information is issued with reference to the data incorporated into the computer file of the Trade Registry and is only for information. In case of inconsistency, the contents of registration entries prevail over the index made using computer processing. The Certification issued by the Trade Registrar shall be the only means to accurately provide proof of the contents of the entries and other documents filed or deposited in the Registry (Article 77 of the Regulation of the Trade Registry).

BASIC INFORMATION ABOUT PERSONAL DATA PROTECTION

Person responsible for Processing: Registrar/Entity listed in the document heading. For more information, you can refer to the remaining data protection information.

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



Purpose of Processing: Provision of the requested registration service including by giving associated notifications and, where appropriate, billing thereof, as well as to comply with the legislation on money laundering and terrorism financing that may include the preparation of profiles.

Legal Basis for Processing: Data processing is necessary: for the fulfillment of a mission carried out in the public interest or in the exercise of public authorities conferred on the registrar, in compliance with applicable legal obligations, as well as for the provision of the service requested.

Rights: Mortgage and commercial legislation establish a special regime with respect to the exercise of certain rights, so that attention shall be paid to the provisions of the legislation. For any matter not provided for in the registry regulations, the provisions determined by the data protection legislation shall be followed, as indicated in the details of the additional information. In any case, the exercise of the rights recognized by data protection legislation for the owners thereof shall be in accordance with the requirements of the registration procedure.

Data Categories: Identifications, contact details, and other information available in the additional data protection information.

Recipients: Data processing by other recipients is expected. No international transfers are expected.

Original sources of information: Information may come: from the data subject itself, the submitter, the legal representative, or the Management/Advisory Department.

All other data protection information: Available at <https://www.registradores.org/politica-de-privacidad-servicios-registrales> depending on the type of registration service requested.

Secure Verification Code (CSV): **099999087CFFDF7FC8005EB8**

The Secure Verification Code allows the authenticity of the document to be verified by accessing the original electronic file of the issuing body at the following address: <https://sede.registradores.org/sede/sede-csv-web/csv>



This is
EXHIBIT "4"
referred to in the Affidavit of
HARVETTA ASAMOAH
affirmed October 6, 2025.

DocuSigned by:

Nephas Awa

2C12EFAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

ESCRITURA DE COMPRAVENTA (09/27/2018)

Harvetta Asamoah

Printed Name

9/26/25

Date

Harvetta Asamoah

Signature

"DEED OF PURCHASE AND SALE"

NUMBER

In JAEN, my residence, on the twenty-seventh of September of two thousand eighteen.

Before me, ALFONSO ARGÜELLES LUIS, Notary Public of this Capital and the Illustrrious Notary Association of Andalusia.

==== A P P E A R ====

The first party:

MR. ANTONIO-JOSE FONCILLAS MARRO, economist, of legal age, married, resident of Malaga, domiciled at Avenida de la Aurora, number 27, piso 1-B; provided with National Identity Document and Tax Identification Number, as he showed to me, 25.892.156-K.

And the other party:

MR. DANIEL JIMÉNEZ MARTÍNEZ, director, of legal age, married, neighbor of Jaén, domiciled at calle Comunidad Foral de Navarra, 4, 5o-D; provided with National Identity Document and Tax Identification Number, as he showed to me, 26.023.185-L.

I identify them by their identity documents

outlined above, from which I obtain testimony by a photocopy that I leave attached to this main document.

==== P A R T I E S ====

1).- MR. DANIEL JIMÉNEZ MARTÍNEZ, on behalf of and representing the company "**SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L. SOCIEDAD UNIPERSONAL**", with its address in Madrid, calle Gran Vía, número 6 (C.P. 28013). Its corporate purpose, as shown in Article 2 of its corporate bylaws, consists of:"" ARTICLE 2.- COMPANY PURPOSE. The purpose of **the company** is to: All kinds of real estate operations on rural and urban properties; carrying out promotions, parcels, urban developments, constructions and private or public works; the sale, mortgage, lease, transformation, improvement, administration, and operation of any type of properties. All of the above activities may be carried out on their own behalf or on their own behalf, as well as directly or through the participation in the capital of other companies.

All activities for which the law requires special requirements that are not complied with by this

Company are excluded.

If, by legal rule, any professional degree, administrative authorization or registration in Public Registries or any other requirement is required for the exercise or commencement of any of the aforementioned activities, such activity shall be carried out through a person who holds the required professional degree and, where appropriate, shall not be initiated until the required requirements are met in accordance with the Law."".

Legal Personality of the Entity:

The said company has been incorporated for an indefinite period by means of an instrument authorized by the Notary Public of Madrid MR **JOSÉ-MARÍA MATEOS SALGADO**, on the fourteenth day of December of two thousand seventeenth, at number 4646 of his notarial records; a copy of the said instrument is registered in the Trade Registry of Madrid under volume 37189, F 151, S 8, H M 663616, I/A 1 (02/06/2018).

The appointment and his powers for this act are shown by the general power of attorney granted in his

favor in an instrument authorized by the Notary Public of Madrid Mr **JOSÉ-MARÍA MATEOS SALGADO**, on December fourteenth, two thousand seventeen, at number 4647 of his notarial records; a copy of said deed is registered in the Trade Registry of Madrid under volume 37189, F 151, S 8, H M 663616, I/A 1 (02/06/2018).

With respect to the obligation to identify the actual owners of the operations contained in this instrument under the terms set forth in Article 4 of Law 10/2010 of April 28 on the prevention of money laundering and the financing of terrorism, this representative states that there are actual owners of the legal entity under the terms defined by the aforementioned rule, given that there are partners who are individuals or individuals who ultimately own or control, directly or indirectly, a percentage greater than TWENTY-FIVE PERCENT (25%) of the entity's capital or voting rights, or that by other means exercise control, direct or indirect, of its management, and that said owners have been identified in accordance with the provisions of the repeated law

in the minutes authorized by the notary José María Mateos Salgado of Madrid, on the fourteenth day of December, two thousand seventeen, protocol number 4647, an authorized copy of which he shows to me and I returned, and which is referenced. It also states that since the date of the minutes, there has been no change to such ownership.

He confirms to me the validity and virtuality of his power, authorizations as representative, and the continued legal capacity of the entity he represents.

Having informed the Notary of the legal representation of this entity under the provisions of Art. 160 of Royal Legislative Decree 1/2010, of July 2, approving the consolidated text of the Stock Companies Act, he states for the record that the property to this deed does not have the status of an essential asset of the company; and that, in any case, the amount herein does not exceed twenty-five percent of the value of the assets listed on the entity's last approved balance sheet.

2).- AND MR. ANTONIO-JOSE FONCILLAS MARRO in his own name and right.

They have, in my opinion, in the capacity in which they are parties respectively, the legal capacity to grant this DEED for the reason determined, and for this purpose:

=== T H E Y D E C L A R E ===

I.- That MR. ANTONIO-JOSE FONCILLAS MARRO, is the exclusive owner in fee simple, of the following property which is not an integral part of any protected natural area:

URBAN.- LAND PARCEL for mountain farming, originating from the Dehesa and Hacienda, known as La Pandera and Ojos del Moral, Pagos de La Pandera, Peralejo and Juagarzales, at the Rio Frío site, Los Villares terminal, with the surface area extension, according to the Property Register, of seven thousand five hundred eighty-six square meters (7,586 m2), although the sum of the surface areas of the grouped properties that gave rise to this property, are eight thousand five hundred eighty-six square meters (8,586 m2), which is what has been stated in the inheritance

title.

BORDERS: North, South and West, with the rest of the property that was reserved by the then selling company; and East, with a road. -----

TITLE: It is owned by him by inheritance from his mother MARIA CONSTANZA - known only as CONSTANZA-MARRO AZNAR, who died on August 18, 2005, according to an award made in his favor in a deed of representation, Acceptance and Award of Inheritance formalized in Malaga on January 30, 2012 under the oath of the notary Mr. Miguel Olmedo Martínez, at number 288 of his notarial records.

This deed of inheritance is correctly shows the record of the surface area of the property, which must be considered valid, and the one recorded in the grouping must be a simple arithmetic error of addition, which led to the registration in the surface area terms stated, corrected to its actual measurement by a deed issued in this city of Jaen on September 20, 2018, attested to by me, a number 1,045 of my notarial records.

REGISTRATION STATUS: Pending the title expressed, it is the property in the Property Registry number TWO of those of Jaén in volume 2169, book 188, folio 86, property number 13,372, entry 1.

LAND REGISTER SITUATION: Figure registered in the land registry under reference number 0376210VG3607N0001QE, according to descriptive and graphical certification of the property in the land registry, obtained by me, the notary, telematically and which I leave attached to this main document.

At my request, the grantors declare that they have not performed any measurement of the property and do not know if the description contained in the incorporated land registry certification corresponds to the physical reality of the plot, therefore requesting the Registrar to register this title without changes in the description of the property.

LIENS.- Free of liens and encumbrances, as they confirm

LEASES: Free of leases, he confirms, as well as that it has not been leased in the last five years.

REGISTRATION INFORMATION.- The description of the property, its ownership and the situation of liens stated above are shown by the statements made by the transferring party, of the aforementioned property title, and of the Non-certified Informative Note from the competent Property Registry, obtained by me, the Notary, from which I make a photocopy that is incorporated into this main document.

Notice.- Notwithstanding the foregoing, I, the Notary, warn the grantors:

a).- that the registration situation existing prior to the submission of this deed at the Property Registry shall prevail over the statements of the seller, stated above;

b).- of the right that they have for the undersigned to send to the corresponding Property Registry this issued deed for the purposes of the filing entry, under the terms of Article 249 of the Notary Regulations. They expressly exercise their right by requesting that I, the Notary, **send** the deed.

II.- that they have agreed to purchase and sell in accordance with the following:

=====STIPULATIONS=====

FIRST.- That MR. ANTONIO-JOSE FONCILLAS MARRO, sells in fee simple the property described above, as a certain asset, with any thing that is inherent or attached to it, current in the payment of contributions, taxes and fees to the commercial company "SHAW ALMEX SPAIN REAL STATE HOLDINGS, S.L.-", which purchases and acquires through its representative.

SECOND: The price of this sale is the amount of ONE HUNDRED TWENTY THOUSAND EUROS (€120,000.00).

The total of the said amount is in installments and shall be paid by the buyer to the seller in twenty-four equal payments of FIVE THOUSAND EUROS (€5,000.00) each and with a corresponding monthly due date, the first one being on the next fifth of October of two thousand eighteen and the last one on the fifth of November of two thousand twenty, which shall be made effective by any means allowed by law, and the receipt of its payment shall be used as a

payment letter.

The parties agree that no interest will be generated due to the installment payments..

THIRD:.- CONDITION SUBSEQUENT. In the event that the purchaser ceases to make the installment payment within the term stipulated in the previous clause of this deed, the seller may terminate this contract by only complying with the provisions of Art. 1504 of the current Civil Code. In the event of the termination, the seller shall take responsibility as compensation for expenses, damages, losses and depreciation due to the use of the transferred property, which would have been caused to it, for the amounts paid until that time by the purchaser, re-registering the property in its name with the submission in the Property Registry of the following documents: -----

1.-An authentic copy of the notarial or judicial notice that has been made to the debtor terminating the sale unless the latter has opposed it by alleging payment, novation or other substantive circumstance that refutes the cause of termination. -----

2.- And an authorized copy of this deed of sale.

In order to cancel the condition subsequent in the Property Registry, it shall be sufficient for the seller to declare that it has received the price and to consent to the termination or for the purchaser to prove by means of a Notarial Instrument, that it is in possession of the receipts for the aforementioned amounts on the indicated days, in favor of the seller. -----

However, after three months from the date the last installment payment should have been satisfied, without evidence in the Property Registry of the exercise of the power to terminate by the seller, the right to enforce the condition subsequent shall expire and may be canceled, at the request of the purchaser, with a simple private case sent to the Property Registrar, unless there is a dispute between the parties in which case the corresponding judicial decision will be followed. -----

FOURTH.- EXPENSES.- All expenses and taxes of any kind, which are incurred as a result of this deed, shall be paid by each party in accordance with the law.

FOURTH.- If in order to register the contents of this instrument it is necessary to clarify, correct or rectify it, any of its grantors may do so without the bankruptcy of the others, by signing the appropriate documents.

FIFTH.- The Property Registrar is requested to carry out the registration operations arising from this deed, even partially if it contains defects that prevent full registration.

SIXTH.- The grantors accept the full contents of this deed.

=====GRANTED=====

In accordance with the provisions of Organic Law 15/1999, the appearing parties are informed of and accept the incorporation of their data into the automated files existing in the Notary Office, which will be kept in the same in a confidential manner, without prejudice to the mandatory submissions. Its

purpose is to carry out the formalization of this deed and its billing and subsequent requirement and the functions of the notarial activity. -----

They made this statement before me, which I read to them by their choice and, in agreement, they ratify and sign.

=====AUTHORIZATION=====

Based on the foregoing, on the identity of the persons who appear by means of their respective national identity documents, of having made the legal reservations and notices, especially the condition of the property transferred to the payment of the tax, a period of thirty business days to submit the first copy of this deed to the competent Liquidating Office, responsibilities that they might incur if they breach said obligation and other tax obligations and, in general, of all that is appropriate based on the contents of this public instrument, issued on seven pages of stamped paper for notarial use only, this page, and the previous six corresponding pages in order, of the same series, I, the Notary, attest.

NOTARY'S FEE. FEES ACCRUED. Applicable fee, numbers: 2, 4 and n. 8.
Category PURCHASE AND SALE OF LAND.
Base : €120,000.00. TOTAL: (Taxes excluded)

This is
EXHIBIT "5"
referred to in the Affidavit
of **HARVETTA ASAMOAH**
affirmed October 6, 2025.

DocuSigned by:

Nephas Awa

2C12EEAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

CERTIFICADO DE TASACIÓN (05/08/2015)

Harvetta Asamoah
Printed Name

9/26/25
Date

Harvetta Asamoah
Signature



Report No. 60/2015/02346/000001

Date 08/05/2015

Your Reference VLM150143400750587A

CERTIFICATE OF ASSESSMENT

MR. FERNANDO REVERTE SÁNCHEZ, IN HIS CAPACITY AS MANAGING DIRECTOR OF MEDITERRANEAN VALUATIONS, S.A., REGISTERED IN THE SPECIAL REGISTRY OF VALUATION COMPANIES OF THE SPANISH BANK WITH NO. 4350 ON OCTOBER 31, 1988, AS A SUMMARY OF THE VALUATION REPORT MADE BY SAID COMPANY, WHICH CORRESPONDS TO THE NUMBER 60/2015/02346/000001 DATED 08/05/2015 MADE BY ANTONIA MARIA RASCON JIMENEZ AFTER A VISIT TO THE PROPERTY ON 04/23/2015.

SO CERTIFIES

An appraisal report of ISOLATED INDUSTRIAL PLANT has been made summarized as follows:

APPLICANT FOR APPRAISAL AND PURPOSE

Applicant

No Identity	A14042428	Name	FONMAR S.A.
Entity	BANCO POPULAR ESPAÑOL		

The purpose of the report is the mortgage guarantee of loans that are part of the mortgage securities hedging portfolio issued by the entities referred to in the second article of Royal Decree 716/2009 of April 24.

This assessment has been carried out in accordance with order ECO/805/2003, of March 27, on real estate assessment standards and certain fees for certain financial purposes, published in the BOE of April 9, 2003 and modified by order EHA/3011/2007 of October 4 and EHA/564/2008 of February 28 and Order ECC/371/2013, of March 4.

APPRAISAL VALUE / MORTGAGE

The methods adopted in this report are: Cost Method or Replacement

Breakdown of technical values by element and registration property

Asset identifier	Adopted surface area (m²)	Useful surface area	Value comparison with annexes (€)	Update value (€)	Market Value (€)	Legal maximum value (€)	Assay method
Property/component 31376	8,346.10	--	0.00	0.00	3,014,106.05	--	--
Plant	8,346.10	8,165.77 (*2)	--	--	3,014,106.05	--	Cost

(*1) The useful surface refers to the one adopted for its calculation of the Legal Maximum Value. (*2) Useful surface area refers to the confirmed or measured surface. (*3) We could not get the usable surface area.

Breakdown of appraisal values by registration property

Asset identifier	Adopted surface area (m²)	Land value (€)	Construction insurance value (€) (*1)	Mortgage Insurance Value (€) (*2)	Appraisal/mortgage value (€)
Property/component 31376	8,346.10	724,358.02	2,763,393.71	2,289,748.03	3,014,106.05
Totals	8,346.10	724,358.02	2,763,393.71	2,289,748.03	3,014,106.05

(*1) Insurance value for the purpose of insuring the CC to new (*2) Insurance value according to art. 10 of Royal Decree 716/2009

Appraisal / Mortgage Value

€3,014,106.05

Equivalent to three million fourteen thousand one hundred six euros and five cents.

The mortgage value corresponds to the sum of the appraisal values of each of the valued items.

IDENTIFICATION AND LOCALIZATION

Localization

Municipality	23009 JAÉN	Province JAEN
INDUSTRIAL OR BUSINESS POLYGON	PARQUE EMPRESARIAL NUEVO JAEN	
Address (Principal)	MARIANA STREET OF MONTOYA, 3 - No. 3, 5, 7 AND 9	
Current Status	finished	Documentary construction year and/or estimate 2009





Report No. 60/2015/02346/000001

Date 08/05/2015

Your Reference VLM150143400750587A

CERTIFICATE OF ASSESSMENT

General Class Real Estate Building (Full)

General site of occupancy Open

Record Data

Property Registry of JAEN 3 (JAÉN)

Element	Non-Property	Volume	Book	Folio	Registration	Document used	Issuance	IDUFIR
PLANT	31376	2270	500	49	1	Simple Note	21/04/2015	23016000389183

Registered holder VIAMOSA MOTOR SA. 100.00%.

Cadastral Data

Cadastral reference	Cadastral Surf.	Ground Surf.	Building Year	Observations
1558310VG3816S0001AI	951.00 m ²	1,850.00 m ²	2009	Industrial
1558311VG3816S0001BI	980.00 m ²	1,777.00 m ²	2009	Industrial
1558312VG3816S0001YI	899.00 m ²	1,521.00 m ²	2009	Industrial
1558313VG3816S0001GI	895.00 m ²	1,502.00 m ²	2009	Industrial

REPORT RESERVATIONS AND SIGNATURES

Conditioning Factors

This report has no conditioning factors.

General warnings

A3RK - REGISTRATION-CADASTRAL LINKAGE: The registry documentation provided does not contain (or does not match the current one), so it should be linked to the registry property assessed.

Visit Date	04/23/2015
Report Issue Date	08/05/2015
Report Expiration Date	11/08/2015
Appraiser	ANTONIA MARIA RASCON JIMENEZ
Titling	TECHNICAL ARCHITECT
This report consists of 2 pages numbered 1 to 2.	
According to RD 716/2009	
In witness whereof, I issue and sign this certificate in Benidorm on May 8, 2015	

[seal:] Approved at the Bank of Spain with
No. 4350 Appraisal by VALORACIONES
MEDITERRANEO, S.A. Appraisal
Company
[signature]

[signature]

On behalf of VALMESA, Valoraciones
Mediterráneo, S.A.
Mr. Fernando Reverte Sánchez

APPRAISER ANTONIA MARIA RASCON
JIMENEZ COLEGIATE TECHNICAL
ARCHITECT 857 in JAEN

The data, as regards the charges of the property, are those obtained from the documentation provided by the applicant, as well as the state of ownership of the same is as of the date of visit referred to. Valmesa is not responsible for the veracity of the documentation provided for the execution of the report when they are not original.
This report does not imply an implicit ruling on characteristics or situations not evident in the visual inspection of the property.
This document may not be used for any purpose other than that specified therein.



This is
EXHIBIT "6"
referred to in the Affidavit
of **HARVETTA ASAMOAH**
affirmed October 6, 2025.

DocuSigned by:

Nuplas Awa

2C12EEAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

ESCRITURA NOVACION 1ª HIPOTECA

Harvetta Asamoah

Printed Name

9/28/25

Date

Harvetta Asamoah

Signature



[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

SINGLE COPY

ALFONSO ARGÜELLES LUIS

NOTARY

PLAZA DE LA CONSTITUCIÓN, 10-4º

Phone. 953 243451-Fax 953 245024

23001 JAÉN

[stamp:] [illegible] [hw:] [illegible] 701144 [illegible] ECTO: [hw:] POPULAR REGISTRATION: [hw:] JAEN - 03 TO ISSUE SINGLE NOTE
[stamp:] BC C/ Santo Reina, [illegible]. 4, 2º-E [illegible] Phone [illegible] Fax. [illegible]

"INSTRUMENT OF LOAN MODIFICATION WITH MORTGAGE GUARANTEE AND POWER OF ATTORNEY"

NUMBER ONE THOUSAND FIVE HUNDRED FIFTY (1,550). -----

In JAEN, my residence, on the twenty-first of December of two thousand seventeen.-----

Before me, **ALFONSO ARGÜELLES LUIS**, Notary Public of this Capital and the Illustrious Notary Association of Andalusia.

==== APPEAR ====

The first party, as representatives of the Lender: -----

MS. MARINA ALICIA RECIO PARRA, banking employee, of legal age, single, neighbor of Jaén, with address at Avenida Madrid, 54- Banco Popular office-; provided with National Identity Document and Tax Identification Number, as I am accredited, 74.890.836-F.-----

MS. LUCIA ALARCOS GARCIA, banking employee, of legal age, single, resident of Jaén, whose address is at Plaza Constitución, 10, 3º-A; provided with National Identity Document and Tax Identification Number, as shown to me 53,068,185-D.-----

TZ0671312

The other party, as representative of the creditor Entity and

Mortgagee:-----

MR. LUIS ORTIZ DIAZ, administrative, of legal age, married, resident of Jaén, domiciled at Plaza de los Planetas, 7, 2°-B; provided with National Identity Document and Tax Identification Number, as shown to me, 25,947,100-H.-----

And the other party, as representative of the Guarantor

Entity:-----

MR. DANIEL JIMÉNEZ MARTÍNEZ, director, of legal age, married, resident of Jaén, with address at calle Comunidad Foral de Navarra, 4, 5°-D; provided with National Identity Document and Tax Identification Number, as shown to me, 26.023.185-L.-----

==== THE PARTIES ====



[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

1).- **MS. MARINA ALICIA RECIO PARRA and Ms. LUCÍA ALARCOS GARCÍA** on behalf of herself, as **attorneys-in-fact**, of the entity "**BANCO POPULAR ESPAÑOL, S.A.**", whose address is in Madrid, Velázquez street number 34, incorporated by means of a deed authorized in Madrid on July 14, 1926, by the Notary Mr José Toral and Sagristá, under the name "Banco Popular de los Previsores del Porvenir S.A.", changed its name to the current one, according to a deed also authorized in Madrid, on March 8, 1947, by the Notary Mr. José Gastálvez Gimeno; and its bylaws being adapted to current legislation, by means of a deed authorized in Madrid on May 27, 1953 by the Notary Mr Manuel Amorós González; and finally, their bylaws were partially amended and fully consolidated as authorized in Madrid on February 28, 1979, by Notary Mr Fernando Monet and Antón, with your protocol order number 131; recorded in the Trade Registry of Madrid number two, in the general volume 3,433, 2,710 of Section 3a of the Book of Companies, folio 215, sheet number 5.458, entry 996; its current duration being indefinite; with CIF (código de identificación fiscal) [Tax Identification No.] A-28000727.-----

TZ0671311

The appointment and authorizations of **Ms. MARINA ALICIA RECIO PARRA** for this act are shown by the power of **attorney** granted in Madrid, on the fourteenth day of March of two thousand twelve, before the Notary Mr. José Blanco Losada, and under number 1,268 of his notarial records. Registered in the Trade Registry of Madrid, under volume 29673, folio 13, sheet M-2715, registration 2635a.

The appointment and powers of **Ms. LUCIA ALARCOS GARCIA** for this act are shown by the power of attorney granted in Madrid, on the fourteenth day of March of two thousand twelve, before the Notary Mr. José Blanco Losada, and under number 1,268 of his notarial records. Registered in the Trade Registry of Madrid, under volume 29673, folio 13, sheet M-2715, registration 2635a.

They confirm to me that their powers are effective and have capacity, powers to represent and the continuing nature of the legal capacity of the entity they represent.-----

I am viewing an authorized copy of the cited powers of attorney, and I determine, under my responsibility, with sufficient authorizations as representatives for the novation of the loan with a mortgage guarantee which is formalized in this instrument.-----



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[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

2).- **MR LUIS ORTIZ DIAZ** on behalf and in representation, as **attorney-in-fact**, of the company "**FONMAR S.A.**", of Spanish nationality, with registered address at Jaén, Polígono Industrial de los Olivares, Calle b, parcel 1105; whose corporate purpose is the manufacture of all kinds of machines; locksmithing and metal carpentry in general; established in a deed authorized in Lucena, Cordoba, on August 30, 1982, before the Notary Mr Francisco Javier Hijas Fernández, under number 903 of his notarial records. Registered in the Trade Registry of this province in volume 72, page 35, page J-2.136. The company was adapted to current regulations, according to the deed granted in this city, on December 17, 1991, before the notary Mr. Juan Lozano López, on December seventeenth, nineteen ninety-one. Registered in the Trade Registry of Jaén, volume 72, page 35, page J-2136, entry 1.

TZ0671310

Changed its administrative body to the current one pursuant to a deed authorized by the notary of Madrid, Ms. Rocío Rodríguez Martínez Martín, on December twenty-first, two thousand twelve, at number one thousand five hundred twelve of her notarial records. It is registered in the Trade Registry of Jaén, on page 051 of volume 72, page J-2136, entry 8. Your CIF (código de identificación fiscal) [Tax Identification No.] number A-14042428.-----

For the purposes of complying with the provisions of Article 20.2 of Law 14/2013, of September 27, on the support of entrepreneurs and their internationalization, they state that the code of economic activity of their main activity is 2896 (manufacture of machinery for the plastic and rubber industry).-

The appointment and its powers for this act result from **the power** of attorney authorized by the notary of Madrid, Ms. Rocío Rodríguez Martínez Martín, on the twenty-first day of December of two thousand twelve, at the number one thousand five hundred fifteen of her notarial records, which are registered in the Jaén Trade Registry, on page 51 of volume 72 sheet J-2136, 9th entry. I am viewing an authorized copy of the cited powers of attorney, and I determine, under my responsibility, with sufficient authorizations as representatives for the novation of the loan with a mortgage guarantee and financing which is formalized in this instrument.-----



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[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

He confirms to me the validity and virtuality of his power, authorizations as representative, and the continued legal capacity of the entity he represents.-----

I, the Notary, expressly state for the record, in relation to the related company, that I have complied with the obligation to identify the actual owners imposed by Law 10/2010, of April 28, the result of which is recorded in the Minutes authorized by the Notary Mr Alfonso Argüelles Luis, on September Fourth Two Thousand Twelve (protocol No. 845), a copy of which he shows to me, stating that the contents thereof have not been changed in relevant terms for the purposes of said law.-----

3).- **MR. DANIEL JIMÉNEZ MARTÍNEZ**, on behalf of and representing, as **attorney-in-fact**, the company "**COMERCIAL FAVEN, S.A.**", of Spanish nationality, with its address at Jaén, calle Frailes, no number, of El Polígono de Los Olivares; incorporated in a deed authorized in Jaén, on September 24, 1987, before Notary Mr. Juan Lozano López at number 1,340 of his protocol; registered in the Trade Registry of this province in volume 1,190, book 103, sheet MA-4563, entry 1st.

TZ0671309

Your C.I.F. number A29228814.

The company was adapted to current regulations, according to the deed granted in this city, on December 17, 1991, before the same Notary, under number 2,383 of his notarial records. Changed its administrative body to the current one pursuant to a deed authorized by the notary of Madrid, Ms. Rocío Rodríguez Martínez Martín, on December twenty-first, two thousand twelve, to the number one thousand five hundred and thirteen of her notarial records, which are registered in the Jaén Trade Registry, on page 178 of volume 326, page J-12074, registration 6.-----

The appointment and his authorizations for this act are shown by the **power** of attorney granted on November thirteenth, two thousand eight, before the Notary of Jaén, Mr. Alfonso Arguelles Luís, under number 1,680 of his notarial records. Which appears registered in the Trade Registry of this province on page 177, of volume 326, of its page, entry 5.-----

He confirms to me the validity and virtuality of his power, authorizations as representative, and the continued legal capacity of the entity he represents.-----



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[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

I am viewing an authorized copy of the cited powers of attorney, and I determine, under my responsibility, with sufficient authorizations as representatives for the novation of the loan with a mortgage guarantee and financing which is formalized in this instrument.-----

I, the Notary, expressly state for the record that I have complied with the obligation to identify the actual owner imposed by Law 10/2010, of April 28, the result of which is recorded in the Minutes authorized in Jaén, on January eleven, two thousand thirteen, by the Notary Mr. Alfonso Arguelles Luis, under number 28 of his records, a copy of which he shows to me stating that the contents thereof has not been changed.-----

I identify them by the documents they have shown. -----

They have, in my opinion, in the capacity in which they respectively intervene, the legal capacity to grant this AMENDATORY DEED OF NOVATION OF **A MORTGAGE LOAN AND POWER OF ATTORNEY**, and for this purpose:-----

TZ0671308

=====

1.- CURRENT MORTGAGE LOAN. -----

1.A) That in Jaén, by means of a deed authorized on **September 29, 2015**, before Mr. Alfonso Argüelles Luis, Notary of the Illustrious College of Andalusia, under **number 1.124** of the order of his records, **BANCO POPULAR ESPAÑOL, S.A.** granted a **MORTGAGE LOAN** to the commercial entity "**FONMAR, S.A.**", with the joint and several financing by **the COMMERCIAL entity FAVEN, S.A.**, on the registered property described below, in the form and conditions expressed in said deed and, that among others, are as follows:--

a) Loan Principal: SEVEN HUNDRED SIXTY-FIVE THOUSAND EUROS (€765,000.00).-----

b) Loan term: for all non-extendable time that runs from the date of this contract until **October 4, 2035.-----**

c) Ordinary interest rate: 1-year Interbank rate (Euribor) published monthly in the Official Bulletin of Spain as an index or official reference rate defined in section 7 of Annex VIII of Circular 8/1990 of the Bank of Spain, introduced by Circular 7/1999, of June 29, plus the addition of a margin or differential of **2.5 percentage points. Annual Review.-----**



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d) Rounding: If the resulting interest rate is not an exact multiple of one-eighth of a percentage point, the resulting interest rate will be rounded to the nearest multiple of that eighth of a percentage point.-----

g) Mortgaged property as collateral: -----

URBAN.- PARCEL M7-P10, M7-P11, M7-P12, M7-P13, intended for industrial use of block seven, category 1a, in the SUNP-6 sector of the General Urban Order Plan of Jaén, now Mariana Montoya Street, number three, five, seven and nine, with an area of six thousand six hundred five meters and seventy four square decimeters and a buildability of six thousand six hundred fifty-five meters and seventy-four square decimeters. Borders: seen from Mariana de Montoya street: front, said street; right, plot M7-P14; left, plot M7-P9; and bottom, plots M7-68, M7-67, M7-66, M7-65, M7-64 AND M7-63.-----

TZ0671307

Building 1m2t/m2 net parcel; maximum low height plus one, ten point fifty meters, twelve minus threshold.-----

There is on it: -----

a).- In the subsoil: BASEMENT FLOOR, distributed into different storage areas, with a surface area of four thousand six hundred twenty-one meters twenty-one decimeters squared, and useful area of four thousand five hundred thirty meters eighty-two square decimeters. It has its access going around, from the street of its location, through a ramp located in the center of the plot, which in turn separates the two bodies of the nave on its ground floor. It is also connected indoors with a ground floor by a staircase that connects it to the backyard and two staircases that connect it to the side yards.

It occupies sixty-nine point forty-nine percent of the site on the subfloor of the site and borders on all of its sides with the said property.-----

b).- and above the ground: AN INDUSTRIAL BUILDING,consisting of a nave with two areas separated from each other by a side patio where the entrance to the basement and with single-floor is located.



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[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

House one of the areas in turn is divided into two in the interior.

It occupies fifty-five point eighty percent of the ground. The area on the right, as viewed from the street, has a built surface area of one thousand seven hundred sixty-seven meters and forty-eight square decimeters and useful of one thousand seven hundred twenty-nine meters and eighty-one square decimeters, and it is in turn divided into two, each of them, has a pedestrian entrance and another going around, from an area that separates it from the street from its location. The area on the left, as viewed from the street, has a constructed surface area of nineteen forty-two metros eighty-two square decimeters, and useful surface area of one thousand eight hundred ninety-six square meters, eighty-six square decimeters, and this in turn divided into two, each of them, has a pedestrian entrance and another one going around from an area that separates it from the street from its location.

TZ0671306

The surface area not occupied by the building is intended for side and rear patios and access area from the street of your situation, there are two side access doors, two access doors to enter the left body two access doors for entry to the right area and a central door to give access to the basement floor. It borders: seen from Mariana de Montoya street; front, said street; right plot M7-P14; left, plot M7-P9; and bottom, plots M7-P68, M7-P67, M7-P66, M7-P65, M7-P64 and M7-P63.-----

TITLE: They are not showing it to me, I give notice of the fault. From the Single Information Note of the Property Registry which will be referred to below, it shows that it is a part of it by purchase and sale.-----

REGISTRATION STATUS: Registered in the Property Registry of JAÉN No. 3, book 500, volume 2270, folio 49, **property number 31,376**, entry 1.-----

LAND REGISTER LOCATION: The property described consists of four land registry parcels with reference numbers 1558310VG3816S0001AI, 1558311VG3816S0001BI, 1558312VG3816S0001YI, 1558313VG3816S0001GI, according to descriptive and graphic land registry certifications, obtained by me, the notary, telematically and which I leave attached to this main document.-----



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[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

At my request, the grantors declare that they have not performed any measurement of the property and do not know if the description contained in the incorporated land registry certification corresponds to the physical reality of the plot, therefore requesting the Registrar to register this title without changes in the description of the property.-----

ENCUMBRANCES: As stated by the seller and as shown by the Informative Note of the Property Registry, the property described is taxed with several tax conditions and a **mortgage** in favor of the creditor entity hereto to be liable for SEVEN HUNDRED SIXTY-FIVE THOUSAND EUROS (€765,000.00) of principal and other amounts for interest, costs and expenses, constituted by deed executed in Jaén, on September 29, 2015, before the Notary Mr. Alfonso Argüelles Luis, under number 1.124 of his records.-----

TZ0671305

LEASES: It does not have any leases, as they state.

REGISTRATION INFORMATION: The description of the property, its ownership and the situation of encumbrances stated above result from the statements made by the appearing parties, of the aforementioned title, and of the Single Information Note by the competent Property Registry, obtained by me by the Notary, by telefax, due to the technical impossibility of doing so electronically, from which I make a photocopy which is incorporated into this main document.-----

Notice.- Notwithstanding the foregoing, I, the Notary, warn the grantors:-----

a).- The registration situation existing prior to the filing of this deed in the Property Registry shall prevail over the statements by the seller, stated above.-----

b).- On the right they have, under the provisions of Art. 196 of the Notary Regulations, to have the undersigned Notary send the contents of this deed through the Central Information System of the Notary, duly connected with the Corporate Information System of the Board of Property and Trade Registrars of Spain. They expressly exercise their right by requesting that I, the Notary, send the deed.-----



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[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

For such purposes and in the event that I am unable to send it by telematics for any technical reason, the parties authorize me, the Notary, to send it by the supplementary means of sending by telefax. -----

f) Total Mortgage Liability: -----

The property was liable for **SEVEN HUNDRED SIXTY-FIVE THOUSAND EUROS (€765,000.00)**, for principal; the amount of two years of ordinary interest at six point five hundred percent; the amount of two years of late interest at ten point five hundred percent; and an additional amount of one hundred fourteen thousand seven hundred fifty euros for costs and expenses.-----

TZ0671304

1.B) That the statement of the aforementioned loan on December 4, 2017, is as follows:-----

a) Outstanding Capital: **SIX HUNDRED NINETY-NINE THOUSAND TWO HUNDRED FIFTY-TWO EUROS AND SIXTY CENTS (€699,252.60) .**

b) Currently applicable interest rate: 2.375%.-----

c) Terms pending payment and amortization: 214.-----

2.- That the commercial entity "**FONMAR, S.A.**," as the borrower declares that this novation has been requested from the lender in order to make the payment of the loan already granted viable, expressly stating that this novation is made for its exclusive benefit.

3.- That in accordance with the provisions of Law 2/1994, of March 30, the appearing parties, as they intervene, have agreed to **the amendatory novation** of the related mortgage loan, which they carry out in accordance with the following

=====STIPULATIONS=====



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[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

FIRST. BANCO POPULAR ESPAÑOL, S.A., through the actions of their attorneys-in-fact, as creditor, and the commercial entity "**FONMAR, S.A.,.**", as borrower, agree, effective as of December **4, 2017**, to maintain the due date of the mortgage, to modify the repayment terms of the outstanding principal of the loan, as well as to pay its interest, in lieu of the provisions of the Mortgage Loan deed (No. 1124), described in Recital 1.A) of this document, which are as follows:-----

Amortization Period: The amortization of the principal of the loan, as well as the payment of its interest shall be made by the payment of 214 monthly installments of **THREE THOUSAND EIGHT HUNDRED FORTY-SIX EUROS AND SEVENTY-FOUR CENTS (€3,846.74)** each, including principal plus interest, and with consecutive due dates of the aforementioned frequency from January 4, 2018 to October 4, 2035, both inclusive, considered for all purposes as of this last date as the due date and payment date of the loan.-----

TZ0671303

The aforementioned amortization has been calculated according to the interest rate applicable as of **December 4, 2017**. This payment may fluctuate as a result of changes in the interest rate referred to in the **Second Stipulation** of this document. To this end, the following mathematical formula shall apply:

$$I = \frac{C \times i}{n}, \text{ Interest rate.}$$

n

$$A = \frac{C \times i/n}{(1 + i/n)^m - 1}, \text{ Principal amortization rate}$$

Being: -----

I = Interest accrued. -----

C = Outstanding principal in the payment period. -----

i = Annual interest rate for one. -----

n = Number of installments per year. -----

m = Number of pending repayments. -----

PERIODIC INSTALLMENT= I + A

Payments shall be made at the **BANCO POPULAR ESPAÑOL, S.A.** de Jaén Branch, OP (0075-0011) checking account No. 0075-0011 060-00432-77.-----



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1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

The payment made by the borrower to the Bank shall be in full, and the Bank is authorized to submit and to charge different loan payment receipts of the loan to the account of the borrower, who accepts it, undertaking to have a sufficient balance on the date when each receipt is charged for the corresponding payments. The borrower, for its convenience, agrees that such charges may also be made on any other account it has with the lender, for which purpose it undertakes to have a sufficient balance on the dates of the corresponding due dates.

Receipt of principal by the creditor does not imply that the debtor is up to date in the payment of interest.-----

Voluntary Early Amortization.- The debtor may make advance payments on account of the principal, making them coincide with the date set for the due date of any of the periodic payments.--

TZ0671302

Prepayments shall be in an amount not less than that resulting from the total amount of amortization payments due in one year or, if less, any amount that is missing for the total amortization of accrued principal and interest not received.-----

It is agreed that such deliveries will be applied, first, to reimbursement of the costs and expenses incurred by the Bank, second, to the payment of late interest, third, to the payment of ordinary interest and, finally, to the payment of the outstanding principal so that, in the case of partial amortizations, they may be applied, at the option of the borrower, to reduce the total amount of installments or to shorten the amortization period of the loan. If the borrower does not expressly state otherwise, it will be understood that it has opted to reduce the total amount of the installments.-----



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In cases of voluntary early amortization, either in whole or in part, as well as those of subrogation of a new creditor instead of the Bank provided for in Article 1,211 of the Civil Code and in Law 2/1994, of March 30, Subrogation and Modification of Mortgage Loans, the Bank shall receive the commissions referred to in the deed described in the explanatory part of this document, or, if applicable, the withdrawal compensations set forth in the aforementioned instruments.

SECOND. BANCO POPULAR ESPAÑOL, S.A. through the actions of its attorneys-in-fact, as a creditor, and the commercial entity **"FONMAR, S.A.",** as a borrower agree, effective as of December **4, 2017,** to amend the clauses relating to the ordinary interest rate, replacement and late payment interest, in lieu of the provisions of the Mortgage Loan deed (No. 1124), described in Recital 1.A) of this document, which are stated as follows:-----

TZ0671301

Interest and amortizations shall be settled and paid by the borrower in accordance with the provisions of this Stipulation and the one prior to this Stipulation.-----

The interest calculation shall be made according to the formula:-----

Interest = $\frac{C.R.T.}{36,000,}$ -----

where: -----

C= Principal of the loan pending amortization. -----

R= Annual nominal interest rate. -----

T= Time period elapsed from the previous payment or from the execution of the transaction in the case of the first payment (in days).-----

2.1.- Initial Interest Rate.- As of **December 4, 2017**, the principal of the loan shall accrue, on a daily basis, on the unpaid amounts and until the final amortization thereof, the interest indicated below, which shall be variable with the exception of the first interest period, in which interest shall accrue at a fixed rate:-----

Until December 4, 2018, the nominal interest rate of 1.875 percent per year shall apply.



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2.2.- Change in the Initial Interest Rate.- As of December 4, 2018, the annual interest rate applicable to settlements that occur will be determined by adding a margin or differential of **2.00 percent** to the reference interest rate.

2.2.1. For these purposes, the one year Interbank Reference in euros (one year Euribor rate) or the official rate that in the future succeeds it, published by the Bank of Spain or the Agency that replaces it in the copy of the Official Bulletin of the State, or the official publication that replaces it, is established as a "reference interest rate". For the purposes of this contract, it shall be understood that there is succession of the Interbank Reference at one year (Euribor) when another official index or rate is published to replace it.-----

2.2.2. Although the reference interest rate corresponds to transactions with payment frequency different from that of the loan that is the object of this contract, no adjustment or conversion will be made in the reference interest rate before calculating the applicable interest rate.-----

TZ0671300

2.2.3. If the said reference interest rate, that is, the one year Interbank Reference (one year Euribor) or the official rate that succeeds it, no longer published in the future, temporarily or permanently under any statutory or regulatory provision, or when it is impossible for reasons outside of the control of the parties, their determination, in such cases the average rate of mortgage loans over three years will be applied as a substitute benchmark, for free housing acquisition, granted by credit institutions in Spain, published monthly in the Official Bulletin of Spain as an official index or reference rate, defined in Annex 8 of Circular 5/2012, of June 27, of the Bank of Spain.

It shall be understood that said reference interest rate has ceased to be published permanently due to the non-appearance in the Official Bulletin of the State of said reference rate for three consecutive months computed on a daily basis and if any of them is a basis for the reference.



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2.3.- Rounding of the applicable interest rate.- If the sum of the reference interest rate and the margin or differential is not an exact multiple of one-eighth of a percentage point, the resulting interest rate will be rounded to the nearest multiple of said eighth of a percentage point.-----

2.4.- Review of the agreed interest.- The following rules shall apply in order to establish the reference interest rate and the annual interest rate applicable to the second and subsequent interest periods: -----

a) For this purpose, the subsequent interest periods of this loan shall last **twelve months**, calculated from December 4 of one year until the same date of the following year.-----

b) For these second and subsequent periods, the interest rate to be applied will be the one that results from the provisions of this same clause, taking as the reference interest rate, the last rate published two business days before the date of review.

TZ0671299

c) The Bank will not communicate to the borrower the new variable interest rate applicable to the transaction in cases where the reference rate is one of the official rates and the rate applicable to the loan if it obtains either by adding to it a constant margin expressed in points or fractions of a point, or by applying to it a certain percentage. In all other cases, the Bank will inform the borrower, by any written procedure, of the new interest rate applicable to the operation, prior to its application, with the new rate coming into force on the revision date indicated above.-----

d) If the borrower does not accept the new interest rate, it must communicate it in writing to the Bank within ten calendar days from the date of the notification, and must pay off the loan within a maximum period of one month from its refusal, also settling this period at the rate that was being applied to it.--

e) After the month indicated in the previous paragraph without the borrower having repaid the principal and the corresponding interest, the Bank may consider the contract finally due, with the actions arising therefrom being expedited for the Bank.



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f) It is expressly agreed that if for any reason the borrower does not communicate, or the Bank does not receive, in the time and manner indicated, its decision in this regard, it will be understood that it accepts the interest rate communicated by the Bank, this loan with the application of the new rate continuing in effect.-----

g) As a result of the interest rate revision, the amount of the new amortization installments will be the result of applying the new interest rate to the outstanding principal until the maturity of the loan, without prejudice to any new changes that may apply by application of this clause.-----

2.5.- This loan shall never accrue interest in favor of the borrower.- In an economic scenario in which the interest rates remain low, the signatory parties are aware that the reference index of the loan (for example Euribor) may be a negative figure (for example -1%) and that even in addition to said index the agreed differential (for example +0.50%) continues to result in a negative annual nominal interest rate (for example -0.50%).

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The parties are equally aware that the Bank is a for-profit company in granting this loan and that its remuneration for the borrowed money consists precisely of the interest it receives from the borrower, so that in no case would it grant a loan if it had to satisfy interest for it to the borrower. In addition, they know that Article 1,755 of the Civil Code and Article 314 of the Commercial Code determine that interest shall not accrue on the loan except when expressly agreed upon and that this loan has only agreed on the accrual of interest in favor of the Bank, never of the borrower.-----

The borrower understands and assumes that the loan must give rise to the accrual of interest in favor of the lender Bank and, on the contrary, that the borrower has no right to collect such interest since it has not made nor will it make any economic contribution to the Bank that may be considered as a sacrifice, provision or service that must be remunerated or offset with such a collection, which therefore would not have justified it.-----



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In view of the foregoing, both parties expressly agree that in no case will the Bank pay interest to the borrower for the money it has loaned to it.-----

2.6.- Start date of accrual of interest and its periods.- As of **December 4, 2017**, interest will accrue daily on the amounts provided and not repaid, **being paid on the fourth of each month**, in accordance with the provisions of this section.-----

2.7.- Number of days of the year for payment periods of less than one year.- To calculate interest accrued during periods of less than one year, the year shall be considered to have 360 days.-----

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2.8.- Late Payments.- The borrower shall automatically incur a late payment without the need for any notification or claim if it ceases to pay on the corresponding due date any amount payable by it for the financial obligations arising from this instrument.

In the event of any delay by the borrower in the payment of such sums, late payment interest calculated by adding four points to the ordinary interest rate that is applicable at that time, in accordance with the provisions of this same Stipulation, is expressly agreed, in accordance with Article 316 of the Commercial Code, which will be voluntarily paid by the borrower at any time or jointly with a payment of ordinary interest. The maximum rate of late payment interest for mortgage purposes shall be 10,500 percent annually.

Late payment interest will be applied on balances due and unpaid.

In accordance with Article 317 of the Commercial Code, interest due and unpaid will be capitalized, with the late payment interest stated above being accrued as an increase in principal for these purposes only.-----



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In cases of late payments, the Bank may choose to terminate and accelerate or to continue the contract, receiving the indicated interest.-----

2.9.- The interest rates for mortgage purposes will not be changed at all, with those initially agreed in the instrument that is novated herein.-----

THIRD. That the entity **COMERCIAL FAVEN, S.A.**, in its capacity as joint and several guarantor, is expressly ratified in the security interest provided in the deed of Mortgage Loan (No. 1124), described in the previous section, with the changes agreed in this document.-----

FOURTH. RATIFICATION.- As regards the remaining terms of the loan mentioned above, as well as the mortgage constituted as a guarantee thereof, they continue without novation or modification of any kind, except as expressly modified by means of this instrument, with the content of each and every one of the Instruments described in the Explanatory part of this document being ratified and fully in force between the parties hereto.---

TZ0671296

FIFTH. ANNUAL EQUIVALENCE RATE.- For informational purposes only, the representatives of the Bank state for the record:-----

a) That the sum of the interest, commissions and pass-through expenses is equivalent to an effective annual post-payable interest rate of **1.890** percent that corresponds to the effective cost of this transaction considering for the first interest period, the fixed rate agreed and for the remaining ones, the rate resulting from adding the agreed margin to the reference rate in force fifteen calendar days prior to the date of formalization. Notary expenses are excluded from this calculation.

b) That the provisions of the thirteenth rule, section 7.b) of the Circular of the Bank of Spain 5/2012, of June 27, published in the Official State Gazette dated July 6, 2012, and especially in Article 31 and Annex V of Order EHA/2899/2011, of October 28, on transparency and protection of the banking client, published in the Official Bulletin of the State dated October 29, 2011.---



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SIXTH. SUPPLEMENTAL AGREEMENTS.-

1.- Authorization of second copies.- In accordance with Article 234 and concordant articles of the Notarial Regulations of June 2, 1944, both the debtor and the mortgagee expressly and irrevocably authorize, and from this very moment, the creditor bank to request on its own the issuance of second and subsequent copies of this instrument, even with enforceability for the purposes set forth in number 4, of section 2 of Article 517 of the Civil Procedure Law.-----

2.- Request for submission to the Registry.- The appearing parties request the submission of an electronic authorized copy of this deed to the Property Registry, in accordance with Article 249 of the Notarial Regulations, and Article 17 bis of the Notary Act, introduced by Law 24/2001, of December 27. I will record this filing, as well as the corresponding communication from the recipient Registry, in the main document.-----

TZ0671295

Request in the alternative.- If there are technical problems for the sending or receipt of telematics, or the confirmation of such sending does not occur within a reasonable time, I am requested to send by fax communication for the purposes of making the submission entry, the submission of which, and the confirmation of the receipt of the Registrar and its decision to enter or not to enter the filing, I will record it in the main document.-----

3.- Request for entry into the Registry.- The competent Property Registrar is requested to register the mortgage, both parties agreeing, in accordance with Article 434 of the Mortgage Regulation, to deny or suspend any of the covenants of this instrument and that according to its determination they should not have access to the Registry, stating in any case by the Registrar the cause or reason for the suspension or denial.-----



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4.- Tax Benefits.- It is requested that the tax and tax exemptions and bonuses that, where appropriate, are applied to this instrument, in accordance with the provisions of Law 2/1994, of March 30, on Subrogation and Modification of Mortgage Loans.

SEVEN.- EXPENSES.- All expenses and taxes arising from the granting of this instrument shall be paid in full by the borrower.

EIGHTH.- DATA PROCESSING.-

In accordance with the provisions of Article 5 of the current Organic Law 15/1999 on Data Protection (LOPD), the data receiving entity informs that the requested data, those obtained during the application study, pre-contract or contract, derivatives, if applicable, of the use of the contracted product or service and those other related ones that could be obtained in public registries or other legally admitted sources, will be incorporated and processed in a personal data file for maintenance, development, compliance and control of the contractual relationship, it is only necessary to provide the aforementioned data to the extent that the corresponding contract is to be formalized, pre-contract or application.

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The entity responsible for the file and processing is the entity that receives the data before which the persons entitled to do so may exercise the rights of access, rectification, cancellation and opposition recognized in the aforementioned Organic Law and its implementing regulations, by writing addressed to their address, for such purposes, at calle Velázquez No. 34 de (28001) Madrid.-----

Owners of data expressly agree to the collection of data described herein, its processing and any communication or transfer of data that may be made between the receiving entity and the entities of the Banco Popular Group, auxiliary and participated in by them, which will be those that appear at the Internet address www.grupobancopopular.es at all times, for the needs of the computer and operational systems, for the purposes and activities indicated above.



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Owners of data are informed of the entity's right to inquire about its positions in compliance files or non-compliance with financial obligations.-----

The bank informs that in the event of non-payment of the amounts due in accordance with the provisions of this contract and complying with the legally established requirements, consisting of the existence of a certain, past due, due, unpaid debt that does not refer to more than six years of age and has been required to be paid, the data related to the non-payment may be sent to files related to the fulfillment or breach of financial obligations.-----

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NINTH. COMMERCIAL COMMUNICATIONS.- In compliance with the provisions of Article 22 of Law 34/2002, of July 11, on information society and electronic commerce services (LSSI), the contracting entity communicates to the contract holders its intention to send them commercial communications by email or by any other equivalent electronic means. In addition, the holders state that they are aware of this intention and expressly consent to the receipt of the aforementioned communications. We inform you of the possibility of revoking said consent by sending a written communication to the contracting entity, with address for these purposes at calle Velázquez No. 34, 28001 Madrid.-----

=====GRANT=====

This is what the appearing parties state and grant, to whom I give the legal notices and reservations, in particular those of a tax and registration type.-----

After the appearing parties have been advised of their right to the free selection of a Notary Public, and especially to be elected by that of the parties obliged to pay the majority of the fee, in accordance with Article 126 of the Notary Regulations, they declare that they have exercised said right, with their choice falling on the authorizing Notary hereof.-----



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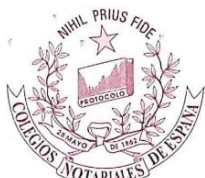
In accordance with the provisions of Organic Law 15/1999, the appearing parties are informed of and accept the incorporation of their data into the automated files existing in the Notary Office, which will be kept therein in a confidential manner, without prejudice to the mandatory submissions. Its purpose is to carry out the formalization of this deed, its invoicing and subsequent follow-up and the functions of the notarial activity. The identity and address of the person responsible are: Name: Mr. Notary Public authorizing this instrument; Address: Plaza Constitución, 10, 4a-5a, Jaén.-----

I inform the appearing parties of the right to which they are entitled, in accordance with the provisions of article one hundred and ninety-three of the notarial regulations to read this public instrument on their own, and once they are aware of it they waive exercising this right.-----

TZ0671292

Accordingly, I, the notary, read to you the full contents of this public instrument. They expressly state their consent and, in witness whereof, they sign it with me, after they were identified through the documents

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outlined in the appearance, and to the extent that it is appropriate, of any other content in this public document issued on twenty-two pages of stamped paper for exclusively notarized use, the present, and the twenty-one preceding correlatives in order, of the same series, I, the Notary, attest.-----

ATTACHED DOCUMENTS: -----

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12/19/2017 9:12 AM FAX



0001/0004

PROPERTY REGISTRY NUMBER THREE OF JAEN

Calle Doce Apóstoles, s/n, esquina Calle San Lucas
Telephone: 953-223404
CP 23005-JAEN

SINGLE INFORMATIONAL NOTE**Art. 175-1 R.N.**

[seal:] [illegible]

Reply to petition No. 729 of the Notary of Jaén, Luis María Martínez Pantoja.

DESCRIPTION OF THE PROPERTY

PROPERTY IN JAÉN 03 N°: 31376

With Unique Registry Property Identifier: 23016000389183

URBAN, PARCEL M7-P10, M7-P11, M7-P12, M7P-13 intended for industrial use, of block 7, category 1, in Sector SUNP-6 of the General Urban Planning Plan of Jaén, today Mariana de Montoya Street, numbers three, five, seven and nine, with an area of six thousand six hundred fifty-five meters and seventy-four square decimeters and a buildability of six thousand six hundred fifty-five meters and seventy-four square decimeters. Borders: seen from Mariana de Montoya street: front, said street; right, plot M7-P14; left, plot M7-P9 and bottom, plots M7-P68, M7-P67, M7-P66, M7-P65, M7-P64 and M7-P63. Building: 1m2/m2 net plot; maximum height, low plus one, ten point fifty meters, twelve meters header. On it exists: a) In the subsoil: BASEMENT FLOOR, distributed in different storage areas, with a built surface area of four thousand six hundred twenty-one meters and twenty-one decimeters squared and useful surface area of four thousand five hundred thirty meters and eighty-two decimeters squared. It has its access going around, from the street of its location, through a ramp located in the center of the plot, which in turn separates the two bodies of the nave on its ground floor. It is also connected indoors to the ground floor by a staircase that connects it to the backyard and two staircases that connect it to the two side courtyards. It occupies sixty-nine point forty-nine percent of the land in the subsoil of the land and borders on all sides with said land. b) And above the ground: AN INDUSTRIAL BUILDING, which consists of a nave with two areas separated from each other by a side patio where the entrance to the basement floor is located, and of a single floor. Each area in turn is divided into two in the interior. It occupies fifty-five point eighty percent of the ground. The area on the right, as viewed from the street, has a constructed surface area of one thousand seven hundred sixty-seven meters and forty-eight square decimeters and useful of one thousand seven hundred twenty-nine meters and eighty-one square decimeters and is in turn divided into two, each of them having a pedestrian entrance and another one rolled from an area that separates it from the street from its location. The area on the left, as viewed from the street, has a constructed surface area of nineteen forty-two meters and eighty-two square decimeters and useful surface area of one thousand eight hundred ninety meters and eighty-six square decimeters and is in turn divided into two, each of them having a pedestrian entrance and another going around from an area that separates it from the street from its location. The surface area not occupied by the building is intended for two side and rear patios and an access area from the street of its location there being two side access doors, two access doors to enter the left area, two access doors to enter the right area and a central door to give access to the basement floor.



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0002/0004

Borders, seen from Mariana de Montoya Street: front, said street; right, plot M7-P14; left, plot M7-P9 and bottom plots M7-P68, M7-P67, M7-P66 M7-P65, M7-P64 and M7-P63.

TITLES OF OWNERSHIP

OWNER CIF VOLUME BOOK PAGE ENTRY

FONMAR S.A A-14042428 2342 572 146 7
100.000000% of exclusive ownership in fee simple, by title of PURCHASE.

ENCUMBRANCES

Encumbrance for 5 YEARS, from this date, to the payment of the settlement or settlements that, where appropriate, may be issued by the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 4th registration of mortgage modification, being released, for the amount of 33,375 euros, paid by automatic payment. Jaén on April 6, 2011.

Land Registry Reference. The lack of supporting document of the land registry reference was noted, in accordance with article 38 et seq. of Legislative Royal Decree 1/2004, of 5 March 5.
Jaén on April 6, 2011.

DATE OF ENTRY OF THE ENCUMBRANCE: 04/06/2011

Encumbrance for 5 years, from this date, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the PREVIOUSLY CANCELED annotation of attachment of letter A, provisionally declared EXEMPT. Jaén on June 27, 2013.

DATE OF ENTRY OF THE ENCUMBRANCE: 06/27/2013
EXPIRATION DATE OF THE ENCUMBRANCE: 06/27/2018

Encumbrance for 5 years, from this date, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 5th registration of bankruptcy proceedings, provisionally declared EXEMPT. Jaén on June 17, 2015.

DATE OF ENTRY OF THE ENCUMBRANCE: 06/17/2015
EXPIRATION DATE OF THE ENCUMBRANCE: 06/17/2020

Encumbrance for 5 years, from this date, to the payment of the final settlement for the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 6th registration of cancellation of liens, provisionally declared EXEMPT. Jaén on September 16, 2015.

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0003/0004

DATE OF ENTRY OF THE ENCUMBRANCE: 09/16/2015
EXPIRATION DATE OF THE ENCUMBRANCE: 09/16/2020

Encumbrance for 5 YEARS, from this date, to the payment of the settlement or settlements that, where appropriate, may be issued by the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 7th registration of PURCHASE, being released, for the amount of 10,200 euros, paid by automatic payment.

Notified of the lack of any document showing proof of the Land Registry Reference of this property, in accordance with Article 38 et seq. of Legislative Royal Decree 1/2004, of March 5.

The registered graphic base of the property of this number has been VALIDATED and INCORPORATED into the Registry Graphic Bases file of the Property Registry of Jaén No. 3. Jaen

DATE OF ENTRY OF THE ENCUMBRANCE: 11/11/2015
EXPIRATION DATE OF THE ENCUMBRANCE: 11/11/2020

A MORTGAGE in favor of the entity BANCO POPULAR ESPAÑOL, ANONYMOUS COMPANY, to respond from a).- The total amount of the obligation for principal amounting to the amount of **SEVEN HUNDRED SIXTY-FIVE THOUSAND EUROS**. b).- The amount of **TWO YEARS** of ordinary interest at **SIX HALF HUNDRED PERCENT**, maximum provided for in section 3.5 of the first clause. c).- The amount of **TWO YEARS** of interest in **arrears to TEN HALF HUNDRED PERCENT**, maximum rate reflected in the sixth section of clause ONE. d).- An additional amount of **ONE HUNDRED FOURTEEN THOUSAND SEVEN HUNDRED FIFTY EUROS** for costs and, if applicable, out-of-court foreclosure expenses, referred to in Article 236.K of the Mortgage Regulation; The non-extendible term for the term of the loan is for the entire time that it covers until the **FOURTH OF OCTOBER OF TWO THOUSAND THIRTY-FIVE**, which shall coincide with the last payment, the first being on the fourth of November of two thousand fifteen, with the initial interest until the fourth of September of two thousand sixteen, of **TWO POINT FIVE HUNDRED PERCENT**, with an appraisal value of two million two hundred sixty thousand five hundred seventy-nine euros and fifty-four cents. The address for requests and notifications to the borrower is established as Jaén, Polígono Industrial de los Olivares, calle b, parcel 1105. Formalized instrument authorized by the Notary Mr ALFONSO ARGÜELLES LUIS, of JAÉN, on 09/29/2015, protocol 1.124 Constituted in registration 8 dated 23/11/2015.

Encumbrance for 5 YEARS, from this date, to the payment of the settlement or settlements that, where appropriate, may be issued by the Tax on Property Transfers and Documented Legal Acts, for the act comprising the 8th mortgage registration, being released, for the amount of 17,097.75 euros, paid by automatic payment.

DATE OF ENTRY OF THE ENCUMBRANCE: 11/23/2015
EXPIRATION DATE OF ENCUMBRANCE: 11/23/2020

Documents related to the property submitted and pending dispatch, the submission entry in force, at the close of the Daily Book of the day prior to the date of issuance of this note:

There are NO documents pending dispatch.



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0004/0004

Pending information.

Pending Fax Notes on this property:

There are no current requests for information on this property.

Single Notes Pending on this property:

There are no pending Simple Notes requests on this property.

Pending Certifications on this property:

There are no pending Certifications on this property.

Information sent in the previous 10 calendar days.

There are no notes from this property sent within this period.

Jaén on December 19, 2017

NOTICE: The information recorded in this note refers to the NINETEENTH OF DECEMBER OF THE YEAR TWO THOUSAND SEVENTEEN before the opening of the daily record.

VERY IMPORTANT, it is prohibited to incorporate the data of this note into files or computer bases for individualized consultation of natural or legal persons, even expressing the source of information (Official Bulletin of Spain 02/27/1998).

[seal:] [illegible]

TZ0671289

PROPERTY DESCRIPTIVE INFORMATION

Location: CL MARIANA DE MONTOYA 3 BLOCK 7. PARCEL 10. 23006 JAEN [JAÉN]

Class: Urban

Principal use: Industrial

Built surface area: 951 m2

Year of construction: 2009

Land registry value [2017]: €221,288.63

Land registry land value: €73,135.60

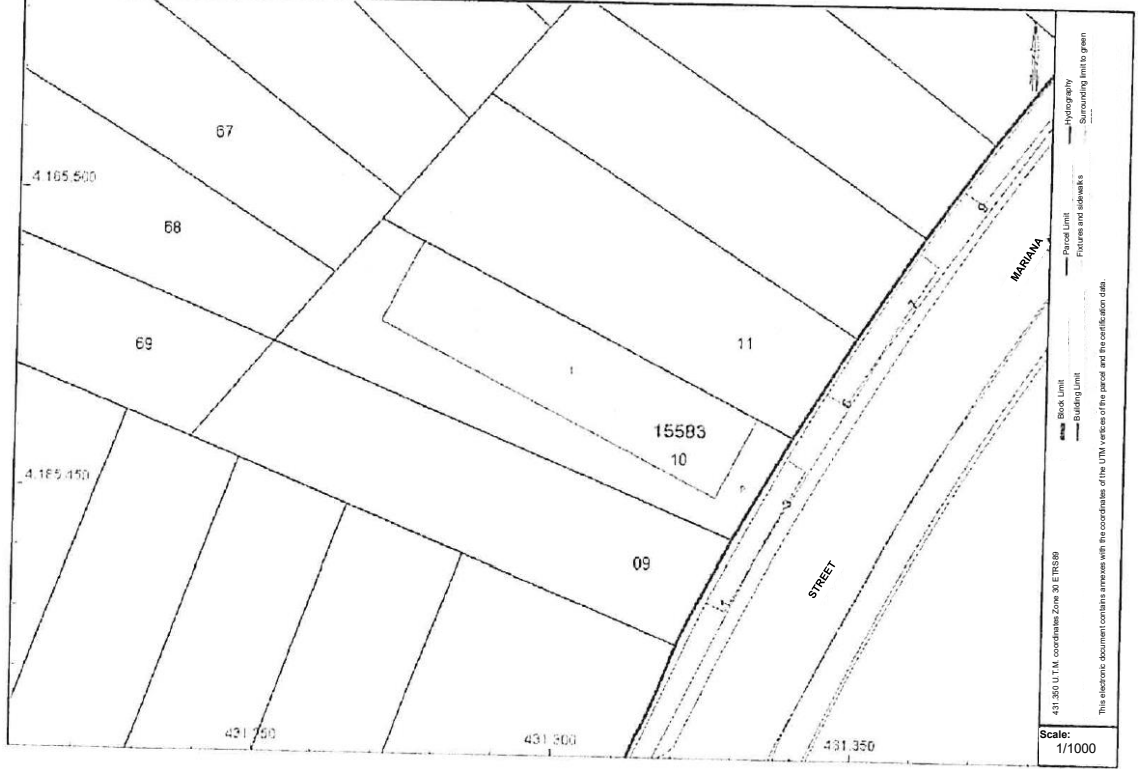
Land registry construction value: €148,153.03

Ownership:				
Last Name	First Name / Business Name	NIF (Número de Identificación Fiscal) (Tax Identification Number) / NIE (Número de Identificación de Extranjero) (Foreign Person Identification Number)	Law	Tax address
FONMAR SA		A14042428	100.00% ownership	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]

Construction:			
Stairwell/Floor/Door	Intended Use	m² surface area	Stairwell/Floor/Door
1/00/01	INDUSTRIAL	951	

LAND REGISTRY PARCEL

Graphic surface area: 1.849 m2 Parcel built without horizontal division



This certificate reflects the data incorporated into the Land Registry Database. It may only be used for the exercise of the applicant's responsibilities.

Requested by: NOTARY 4 OF JAEN

Purpose: instrument

Issue Date: 12/21/2017





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GOVERNMENT OF SPAIN

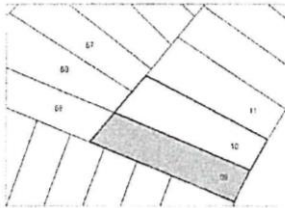
MINISTRY OF TREASURY AND PUBLIC FUNCTION

SECRETARIAT OF STATE OF TREASURY
GENERAL DIRECTORATE OF THE LAND REGISTRY

DESCRIPTIVE AND GRAPHIC LAND REGISTRY CERTIFICATION

Land registry reference: 1558310VG3816S0001AI

ADJACENT PARCEL RATIO

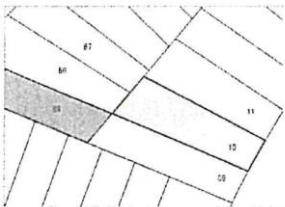


Land registry reference: 1558309VG3816S0001YI

Location: CL MARIANA DE MONTOYA 1 BLOCK 7. PARCEL 9. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
MUNICIPALITY OF JAEN	P2305000H	PZ SANTA MARIA 1 23002 JAEN [JAÉN]

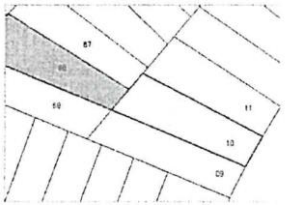


Land registry reference: 1558369VG3816S0001HI

Location: CL MARIANA DE CARVAJAL Y SAA 2 BLOCK 7. PARCEL 69. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
NEW REAL ESTATE GAMEZ LIMITED PARTNERSHIP	B23753965	CL CORREDERA DE SAN MARCOS 8 23700 LINARES [JAÉN]

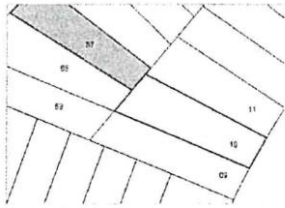


Land registry reference: 1558368VG3816S0001UI

Location: CL MARIANA DE CARVAJAL Y SAA 4 BLOCK 7. PARCEL 68. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
NEW REAL ESTATE GAMEZ LIMITED PARTNERSHIP	B23753965	CL CORREDERA DE SAN MARCOS 8 23700 LINARES [JAÉN]

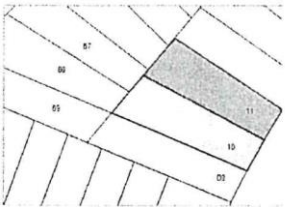


Land registry reference: 1558367VG3816S0001ZI

Location: CL MARIANA DE CARVAJAL Y SAA 6 BLOCK 7. PARCEL 67. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
NEW REAL ESTATE GAMEZ LIMITED PARTNERSHIP	B23753965	CL CORREDERA DE SAN MARCOS 8 23700 LINARES [JAÉN]



Land registry reference: 1558311VG3816S0001BI

Location: CL MARIANA DE MONTOYA 5 BLOCK 7. PARCEL 11. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
FONMAR SA	A14042428	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]

Document signed with CSV and seal of the GENERAL DIRECTORATE OF THE LAND REGISTRY
CSV: 4K783GCTD7EGVP30 (can be checked at <https://www.sedecatastro.gob.es>) | Date signed: 12/21/2017



PROPERTY DESCRIPTIVE INFORMATION

Location: CL MARIANA DE MONTOYA 5 BLOCK 7. PARCEL 11. 23006 JAEN [JAÉN]

Class: Urban

Principal use: Industrial

Built surface area: 980 m2

Year of construction: 2009

Land registry value [2017]: €223,312.19

Land registry land value: €70,641.35

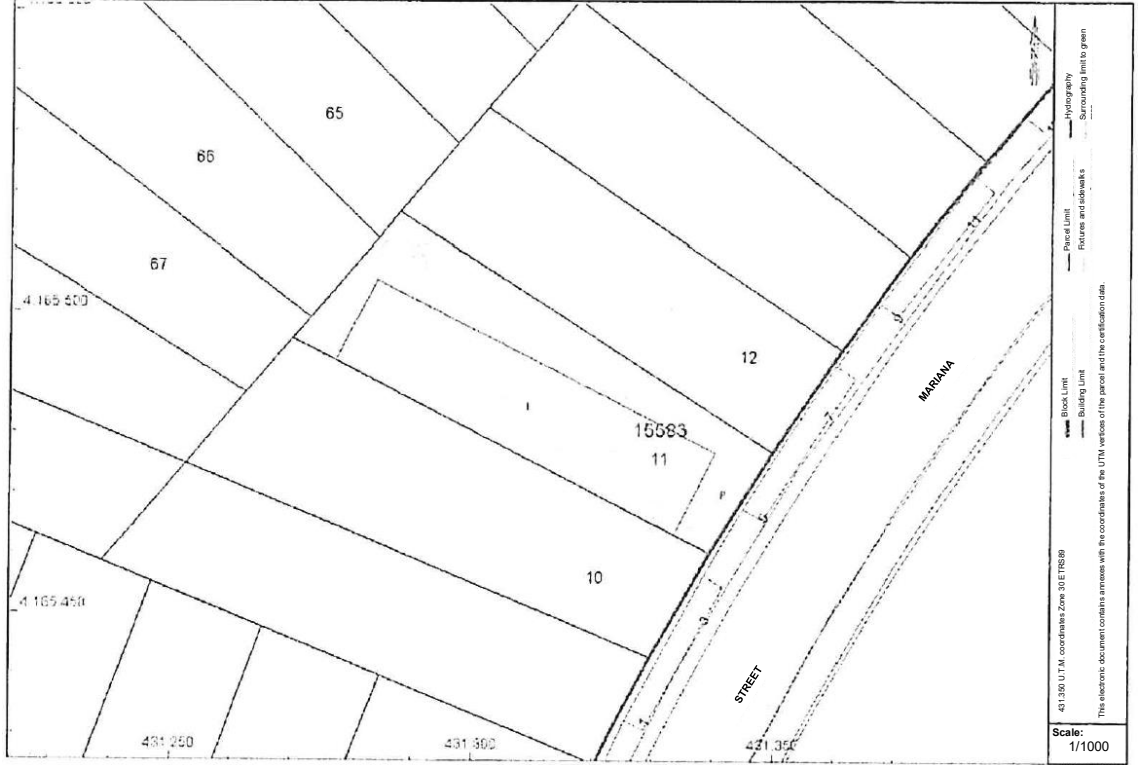
Land registry construction value: €152,670.84

Ownership:				
Last Name	First Name / Business Name	NIF (Número de Identificación Fiscal) [Tax Identification Number] / NIE (Número de Identificación de Extranjero) [Foreign Person Identification Number]	Law	Tax address
FONMAR SA		A14042428	100.00% ownership	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]

Construction:				
Stairwell/Floor/Door	Intended Use	m² surface area	Stairwell/Floor/Door	Intended Use
1/00/01	INDUSTRIAL	980		

LAND REGISTRY PARCEL

Graphic surface area: 1,770 m2 Parcel built without horizontal division



This certificate reflects the data incorporated into the Land Registry Database. It may only be used for the exercise of the applicant's responsibilities.

Requested by: NOTARY 4 OF JAEN

Purpose: instrument

Issue Date: 12/21/2017





[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

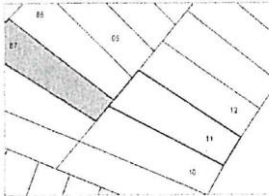


SECRETARIAT OF STATE OF TREASURY
GENERAL DIRECTORATE OF THE LAND REGISTRY

DESCRIPTIVE AND GRAPHIC LAND REGISTRY CERTIFICATION

Land registry reference: 1558311VG3816S0001BI

ADJACENT PARCEL RATIO

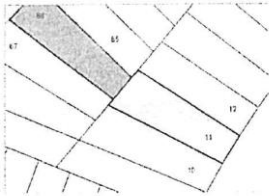


Land registry reference: 1558367VG3816S0001ZI

Location: CL MARIANA DE CARVAJAL Y SAA 6 BLOCK 7. PARCEL 67. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
NEW REAL ESTATE GAMEZ LIMITED PARTNERSHIP	B23753965	CL CORREDERA DE SAN MARCOS 8 23700 LINARES [JAÉN]

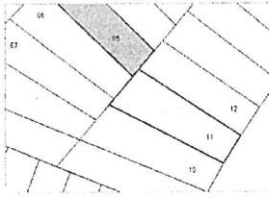


Land registry reference: 1558366VG3816S0001SI

Location: CL MARIANA CARVAJAL Y SAA 8 BLOCK 7. PARCEL 66. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
RODRIGUEZ GALLARDO RAFAEL	26031709X	PZ VILLALOBOS 1 Pt:01 Pt:A 23005 JAEN [JAÉN]



Land registry reference: 1558365VG3816S0001□□□

Location: CL MARIANA CARVAJAL Y SAA 10 BLOCK 7. PARCEL 65. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
CRISICAR AUTOS 2009 SL	B23642507	CL MIGUEL ROMERA 20 23001 JAEN [JAÉN]

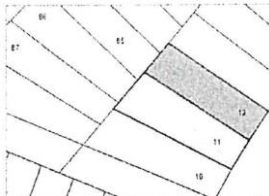


Land registry reference: 1558310VG3816S0001AI

Location: CL MARIANA DE MONTOYA 3 BLOCK 7. PARCEL 10. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
FONMAR SA	A14042428	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]



Land registry reference: 1558312VG3816S0001YI

Location: CL MARIANA A MONTOYA 7 BLOCK 7. PARCEL 12. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
FONMAR SA	A14042428	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]

Document signed with CSV and seal of the GENERAL DIRECTORATE OF THE LAND REGISTRY
CSV: AD02ETAW3CHXAGJ (can be checked at <https://www.sedecatastro.gob.es>) | Date signed: 12/21/2017



TZ0671287

PROPERTY DESCRIPTIVE INFORMATION

Location: CL MARIANA A MONTOYA 7 BLOCK 7. PARCEL 12. 23006 JAEN [JAÉN]

Class: Urban

Principal use: Industrial

Built surface area: 899 m2

Year of construction: 2009

Land registry value [2017]: €201,107.05

Land registry land value: €61,054.96

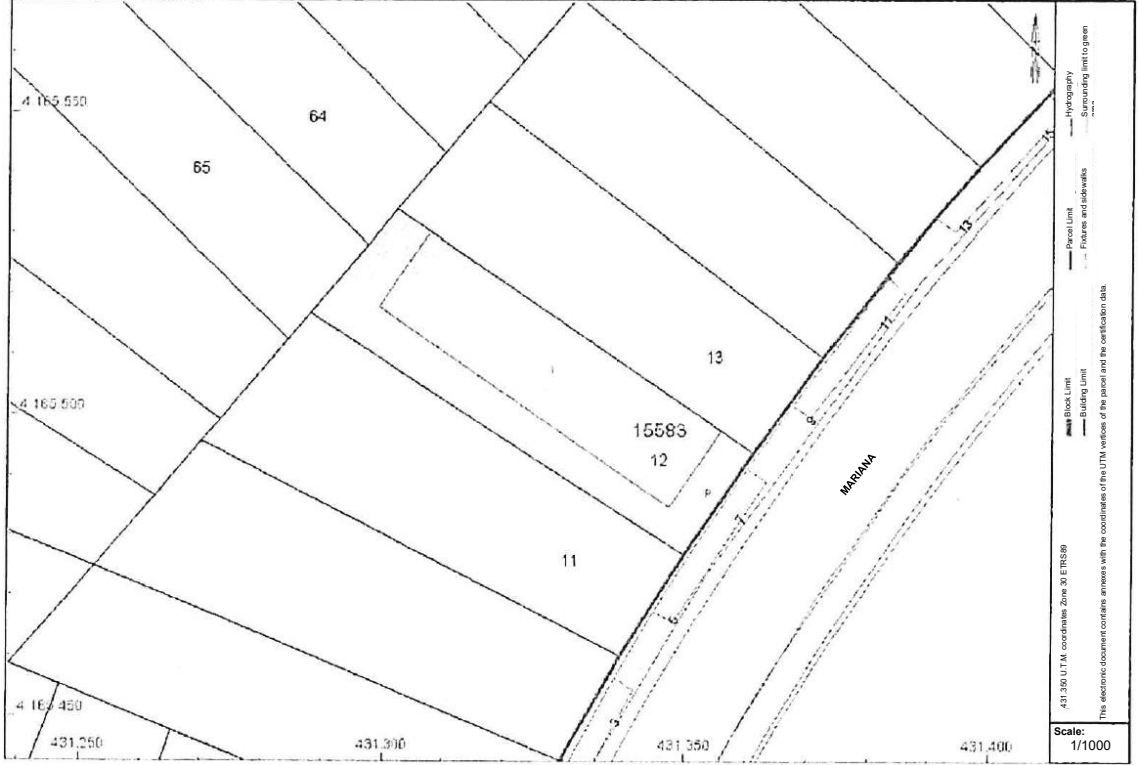
Land registry construction value: €140,052.09

Ownership:				
Last Name First Name / Business Name	NIF (Número de Identificación Fiscal) [Tax Identification Number] / NIE (Número de Identificación de Extranjero) [Foreign Person Identification Number]	Law	Tax address	
FONMAR SA	A14042428	100.00% ownership	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]	

Construction:				
Stairwell/Floor/Door	Intended Use	m² surface area	Stairwell/Floor/Door	Intended Use
1/00/01	INDUSTRIAL	899		

LAND REGISTRY PARCEL

Graphic surface area: 1,542 m2 Parcel built without horizontal division



This certificate reflects the data incorporated into the Land Registry Database. It may only be used for the exercise of the applicant's responsibilities.

Requested by: NOTARY 4 OF JAEN

Purpose: instrument

Issue Date: 12/21/2017

Document signed with CSV and seal of the GENERAL DIRECTORATE OF THE LAND REGISTRY
CSV: 55A0W6ZB34XR8D (can be checked at <https://www.sedecatastro.gob.es>) | Date signed: 12/21/2017





[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

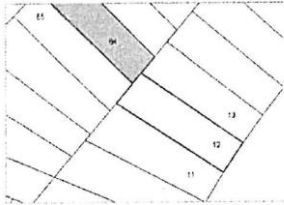


SECRETARIAT OF STATE OF TREASURY
GENERAL DIRECTORATE OF THE LAND REGISTRY

DESCRIPTIVE AND GRAPHIC LAND REGISTRY CERTIFICATION

Land registry reference: 1558312VG3816S0001YI

ADJACENT PARCEL RATIO

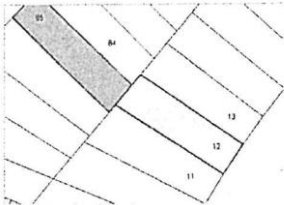


Land registry reference: 1558364VG3816S0001JI

Location: CL MARIANA CARVAJAL Y SAA 12 BLOCK 7. PARCEL 64. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
HARRI HEGOALDE 2 S.A.U.	A86005626	AV GRAND CAPITAN 13 PI:03 PLDCH OFFICE 1 14008 CORDOBA [CORDOBA]

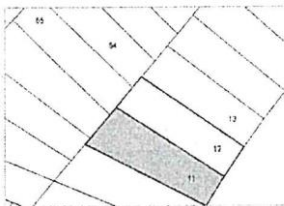


Land registry reference: 1558365VG3816S0001EI

Location: CL MARIANA CARVAJAL Y SAA 10 BLOCK 7. PARCEL 65. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
CRISICAR AUTOS 2009 SL	B23642507	CL MIGUEL ROMERA 20 23001 JAEN [JAÉN]

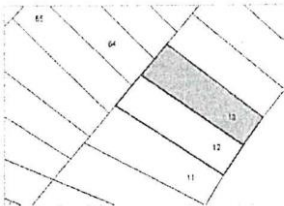


Land registry reference: 1558311VG3816S0001BI

Location: CL MARIANA DE MONTOYA 5 BLOCK 7. PARCEL 11. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
FONMAR SA	A14042428	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]



Land registry reference: 1558313VG3816S0001GI

Location: CL MARIANA DE MONTOYA 9 BLOCK 7. PARCEL 13. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
FONMAR SA	A14042428	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]

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CSV: 55N0W6ZBR34R9RD (can be checked at <https://www.sedecatastro.gob.es>) | Date signed: 12/21/2017



PROPERTY DESCRIPTIVE INFORMATION

Location: CL MARIANA DE MONTOYA 9 BLOCK 7. PARCEL 13. 23006 JAEN [JAÉN]

Class: Urban

Principal use: Industrial

Built surface area: 895 m2

Year of construction: 2009

Land registry value [2017]: €199,808.50

Land registry land value: €60,379.56

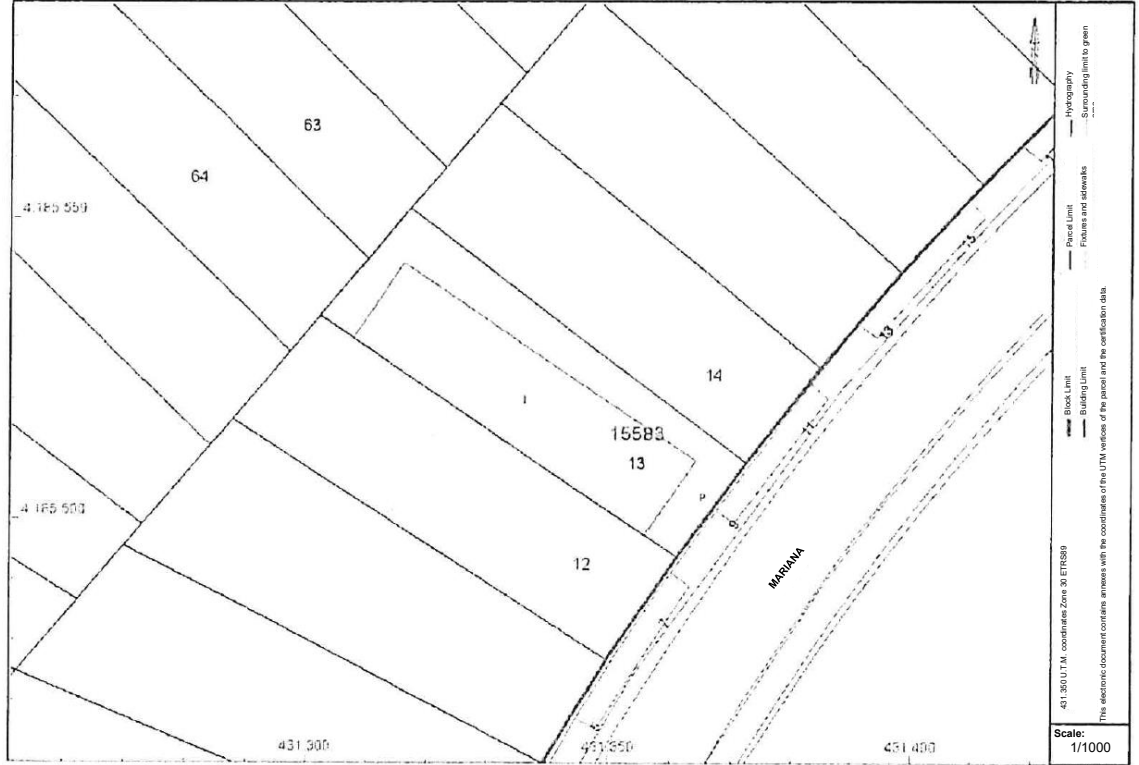
Land registry construction value: €139,428.94

Ownership:				
Last Name	First Name / Business Name	NIF (Número de Identificación Fiscal) [Tax Identification Number] / NIE (Número de Identificación de Extranjero) [Foreign Person Identification Number]	Law	Tax address
FONMAR SA		A14042428	100.00% ownership	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]

Construction:			
Stairwell/Floor/Door	Intended Use	m² surface area	Stairwell/Floor/Door Intended Use m² surface area
1/00/01	INDUSTRIAL	895	

LAND REGISTRY PARCEL

Graphic surface area: 1,490 m2 Parcel built without horizontal division



This certificate reflects the data incorporated into the Land Registry Database. It may only be used for the exercise of the applicant's responsibilities.

Requested by: NOTARY 4 OF JAEN

Purpose: instrument

Issue Date: 12/21/2017

Document signed with CSV and seal of the GENERAL DIRECTORATE OF THE LAND REGISTRY
CSV: NE9X436Q5NXXY766 (can be checked at <https://www.sedecatastro.gob.es>) | Date signed: 12/21/2017





[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862



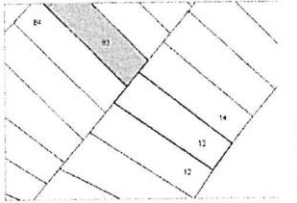
MINISTRY OF TREASURY
AND PUBLIC FUNCTION

SECRETARIAT OF STATE OF
TREASURY
GENERAL DIRECTORATE OF THE
LAND REGISTRY

DESCRIPTIVE AND GRAPHIC LAND REGISTRY
CERTIFICATION

Land registry reference: 1558313VG3816S0001GI

ADJACENT PARCEL RATIO

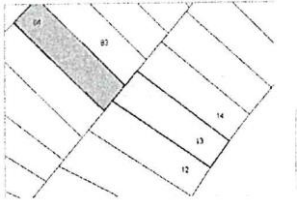


Land registry reference: 1558363VG3816S0001II

Location: CL MARIANA CARVAJAL Y SAA 14 BLOCK 7. PARCEL 63. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
JAEN OIL SL	B23297930	CL FRAILES 1 PGIND LOS OLIVARES 23009 JAEN [JAÉN]

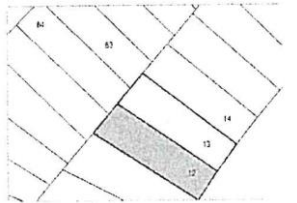


Land registry reference: 1558364VG3816S0001JI

Location: CL MARIANA CARVAJAL Y SAA 12 BLOCK 7. PARCEL 64. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
HARRI HEGOALDE 2 S.A.U.	A86005626	AV GRAND CAPITAN 13 PI:03 Pt:DCH OFFICE 1 14008 CORDOBA [CORDOBA]

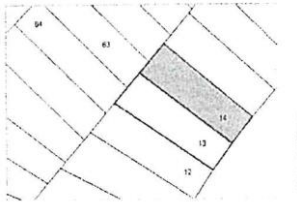


Land registry reference: 1558312VG3816S0001YI

Location: CL MARIANA A MONTOYA 7 BLOCK 7. PARCEL 12. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
FONMAR SA	A14042428	PL PR-OLIVARES PARC-1105 23009 JAEN [JAÉN]



Land registry reference: 1558314VG3816S0001QI

Location: CL MARIANA DE MONTOYA 11 BLOCK 7. PARCEL 14. JAEN [JAÉN]

Primary Ownership

Last Name First Name / Business Name	NIF	Tax address
MANAGER OF THE NEW INDUSTRIAL POLYGON SA	A23488042	CL BEDMAR 29 POLIGONO INDUSTRIAL LOS O 23009 JAEN [JAÉN]

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CSV: NE9K436QSNYY766 (can be checked at <https://www.sedecatastro.gob.es>) | Date signed: 12/21/2017



Popular

Santander Group

Branch: 0011-94 JAEN, OP Date: 12/04/2017

TABLE OF AMORTIZATIONS AND PAYMENTS CONTRACT NO. 047-00251-48

Table of amortizations and payments in EURO.

Corresponding to the first interest period, considering the rate initially agreed.
For the successive interest periods, a new amortization and payment table will be issued considering, at each time, the resulting rate that proceeds from applying the procedure agreed for the revision.

AMORTIZATION			PAYMENT		INTEREST		Annual effective rate (APR)
MODALITY: Dues INSTALLMENTS: monthly			MODALITY: in arrears INSTALLMENTS: monthly		INITIAL RATE: 1.875%		APR: 1.890%

NO.	TRANSACTION RATE	DATE	AMORTIZATION	INTEREST RATE	INTEREST	TOTAL	PENDING BALANCE
1	PAYMENT	12/04/2017	0.00		0.00	0.00	699,252.60
2	AMORT/PYMT	01/04/2018	2,754.16	1,875	1,092.58	3,846.74	696,498.44
3	AMORT/PYMT	02/04/2018	2,758.47	1,875	1,088.27	3,846.74	693,739.97
4	AMORT/PYMT	03/14/2018	2,762.78	1,875	1,083.96	3,846.74	690,977.19
5	AMORT/PYMT	04-04-2018	2,767.09	1,875	1,079.65	3,846.74	688,210.10
6	AMORT/PYMT	05/04/2018	2,771.42	1,875	1,075.32	3,846.74	685,438.68
7	AMORT/PYMT	06/04/2018	2,775.75	1,875	1,070.99	3,846.74	682,662.93
8	AMORT/PYMT	07/04/2018	2,780.08	1,875	1,066.66	3,846.74	679,882.85
9	AMORT/PYMT	08/04/2018	2,784.43	1,875	1,062.31	3,846.74	677,098.42
10	AMORT/PYMT	09/04/2018	2,788.78	1,875	1,057.96	3,846.74	674,309.64
11	AMORT/PYMT	10/04/2018	2,793.14	1,875	1,053.60	3,846.74	671,516.50
12	AMORT/PYMT	11/04/2018	2,797.50	1,875	1,049.24	3,846.74	668,719.00
13	AMORT/PYMT	12/04/2018	2,801.87	1,875	1,044.87	3,846.74	665,917.13



[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] – NOTARY OF JAEN – Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

Incs. Trade Reg. of Alicante, Volume 962, Book 420, Section 3, Page 88, Sheet 9.528 - CIF: A-03319530 Valoraciones Mediterráneo, S.A. Approved by the Bank of Spain, registered as Appraisal Company with No. 4.350 dated 10/31/1988 Corporate Address: Edificio VALMESA, Urbanización Barrina Norte, 36 - 03502 Benidorm (Alicante)

[logo:] VALMESA Company of Your [illegible]



Report No. 60/2017/05962/000001
Issue Date 11/10/2017
Your Reference VLM170233700750011A
Previous Report No. 60/2015/02346/000001

CERTIFICATE OF ASSESSMENT

MR. FERNANDO REVERTE SÁNCHEZ, in his capacity as Delegated Director of Valoraciones Mediterráneo, S.A., registered in the Special Registry of Appraisal Companies of the Bank of Spain with no. 4350 on October 31, 1988, as a summary of the appraisal report made by said company, which corresponds to the number 60/2017/05962/000001 dated 11/10/2017 carried out by ANTONIA MARIA RASCON JIMENEZ after visiting property on 10/30/2017.

SO CERTIFIES

An appraisal report of ISOLATED INDUSTRIAL PLANT has been made summarized as follows:

Applicant

Identification No. A14042428	Name FONMAR S.A.
Entity BANCO POPULAR ESPAÑOL	

To determine, as an appraisal value, the Mortgage Value of the real estate, so that it can serve as MORTGAGE SECURITY INTEREST of a loan or MOVABLE loan on the mortgage market.

Appraisal carried out in accordance with Order ECO/805/2003, of March 27, on real estate assessment standards and certain fees for certain financial purposes (published in the BOE of 02/09/2003) and subsequent modifications thereto, as applied for the purpose provided for in Article 2. A) "mortgage security interest of loans and credits that form or will form part of the mortgage securities hedging portfolio of a bank entity", referred to in the second article of Royal Decree 716/2009 of April 24.

This assessment has been carried out in accordance with order ECO/805/2003, of March 27, on real estate assessment standards and certain fees for certain financial purposes, published in the BOE of April 9, 2003 and modified by order EHA/3011/2007 of October 4 and EHA/564/2008 of February 28 and Order ECC/371/2013, of March 4.

The methods adopted in this report are: Cost Method or Replacement

Current breakdown of values by registry property

Asset identifier	Building surface adopted (m²)	Land value (€)	% Work	Existing building value (€/m²)	Rehabilitation value (€/m²)	Value of other expenses (€)	Replacement cost (€)	Appraisal value / mortgage (€)
Property/component 31376	8,719.51	723,719.33	42.86	1,923,887.28	235,593.74	499,357.52	3,382,557.87	3,302,557.87
Plant	8,719.51	723,719.33	42.86	1,923,887.28	235,593.74	499,357.52	3,382,557.87	3,382,557.87
Totals	8,719.51	723,719.33	42.86	1,923,887.28	235,593.74	499,357.52	3,382,557.87	3,382,557.87

Approximate percentage of work performed (%) 42.86%
(% applied to cost of construction without expenses)

Percent Other Expenses Realized (%) 87.30%

Since this is a rehabilitation, the percentage of work indicated is limited to the part strictly in rehabilitation or extension.

Total appraisal value €3,382,557.87

Equivalent to three million three hundred eighty-two thousand five hundred fifty-seven euros and eighty-seven cents

Mortgage value €3,382,557.87

Equivalent to three million three hundred eighty-two thousand five hundred fifty-seven euros and eighty-seven cents

The mortgage value corresponds to the sum of the appraisal values of each of the valued elements.

VLM170233700750011A

Page no. 1 of 3



TZ0671284

Incs. Trade Reg. of Alicante, Volume 962, Book 420, Section 3, Page 88, Sheet 9,528 - CIF: A-03319530 Valoraciones Mediterráneo, S.A. Approved by the Bank of Spain, registered as Appraisal Company with No. 4,350 dated 10/31/1988 Corporate Address: Edificio VALMESA, Urbanización Barrina Norte, 36 - 03502 Benidorm (Alicante)

[logo:] VALMESA Company of Your [illegible]



Report No. 60/2017/05962/000001
Issue Date 11/10/2017
Your Reference VLM170233700750011A
Previous Report No. 60/2015/02346/000001

CERTIFICATE OF ASSESSMENT

Finished Building Hypothesis Technical Values

Summary of cost values per item. Finished Building by Element (H.E.T) Hypothesis Values

Asset identifier	Building surface adopted (m²)	Soil impact (€/m²)	Total construction value (€/m²)	Gross replacement unit value (€/m²)	Gross replacement value (€)	Net replacement value (€)
Plant	8,719.51	83.00	349.27	432.27	3,769,201.35	3,769,288.55

Summary of market values by item. Finished Building by Element (H.E.T) Hypothesis Values

Asset identifier	Building surface adopted (m²)	Comparison value (€)	Adjusted Comparison Value (€)	Value comparison with annexes (€)	Update value (€)	Market Value (€)	Assay method
Plant	8,719.51	-	-	-	-	3,769,288.55	Cost

Breakdown of appraisal values by registry property. Finished Building by Element (H.E.T.) Hypothesis Values

Asset identifier	Building surface adopted (m²)	Land value (€)	Construction insurance value (€) (*1)	Insurance value mortgage it (€) (*2)	Appraisal/ mortgage value (€)
Property/component 31376	8,719.51	723,719.33	3,045,482.02	3,045,569.22	3,769,288.55
Plant	8,719.51	723,719.33	3,045,482.02	3,045,569.22	3,769,288.55
Totals	8,719.51	723,719.33	3,045,482.02	3,045,569.22	€3,769,288.55

(*1) Value of insurance for the purpose of insuring the CC to new

(*2) Insurance value according to Art. 10 of Royal Decree 716/2009

Total value (finished building hypothesis) €3,769,288.55

Localization

Municipality	23009 JAÉN	Province	JAEN
INDUSTRIAL OR BUSINESS POLYGON	PARQUE EMPRESARIAL NUEVO JAEN		
Address	CALLE MARIANA DE MONTOYA, 3 - Nº 3, 5, 7 Y 9		
Current Status	rehabilitation/expansion in progress	Documentary and/or estimated construction year	2017
General Class Real Estate	Building (complete)	General occupancy situation	Free
GPS coordinates	(latitude, longitude) 37.814 -3.77996		

Registry Data

Property Registry of JAEN 3 (JAÉN)								
Element	Property No.	Volume	Book	Folio	Registration	Document used	Issuance	Unique Registration Code
PLANT	31376	2342	572	146	7	Simple Note	10/26/2017	23016000389183
Registered holder FONMAR SA. 100.00%								





[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

Incs. Trade Reg. of Alicante, Volume 982, Book 420, Section 3, Page 88, Sheet 9.528 - CIF: A-03319530 Valoraciones Mediterráneo, S.A. Approved by the Bank of Spain, registered as Appraisal Company with No. 4.350 dated 10/31/1988 Corporate Address: Edificio VALMESA, Urbanización Barrina Norte, 36 - 03502 Benidorm (Alicante)

[logo:] VALMESA Company of Your [illegible]



Report No. 60/2017/05962/000001
Issue Date 11/10/2017
Your Reference VLM170233700750011A
Previous Report No. 60/2015/02346/000001

CERTIFICATE OF ASSESSMENT

Cadastral Data

Cadastral reference	Cadastral Surf.	Ground Surf.	Building Year	Observations
1558310VG3816S0001AI	951.00 m ²	1,849.00 m ²	2009	Industrial
1558311VG3816S0001BI	980.00 m ²	1,770.00 m ²	2009	Industrial
1558312VG3816S0001YI	899.00 m ²	1,542.00 m ²	2009	Industrial
1558313VG3816S0001GI	895.00 m ²	1,490.00 m ²	2009	Industrial

Conditioning Factors

This report has no conditioning factors.

General warnings

A2RB - DECLARATION OF NEW WORK (DON) MISSING, PROPERTY UNDER CONSTRUCTION OR PROJECT: It is noted that this appraisal is pending the corresponding Declaration of New Work, D.O.N. (and Horizontal Division if applicable) coinciding with the premises used in this report according to the project analyzed, which should be reflected in the appraisal of the last provision (completion of work check). At the time, said New Work coinciding with what was assessed must also be registered in the Land Registry.

The statement of new work refers to the area corresponding to the expansion of the assessed project.

A3VF - MISSING CONTRACT FOR THE EXECUTION OF THE WORK, IT IS NOTED THAT THE CONTRACT FOR THE EXECUTION OF THE WORK OF THE ASSESSED PROJECT SIGNED BY THE CONTRACTOR AND PROPERTY HAS NOT BEEN PROVIDED.

A3VI - FILE UPDATE: This appraisal report updates the one made by our company on 05/08/2015 and file no. 60/2015/02346/000001

A3VN - THE APPRAISAL VALUE REFERS TO THE PRESENT VALUE: Valuation value refers to the current value (net actual replacement value or cost) as it is under construction or project, with its final expected value of termination (market value) being that expressed as such in the Report.

A3RK - REGISTRATION-CADASTRAL LINKAGE: The registration documentation provided does not include (or does not coincide with the current one), so it should be linked to the registered property assessed, according to the new wording of Article 10 of the modification of the Mortgage Law of 1946 by Law 13/2015, of June 24.

Visit Date	10/30/2017
Report Issue Date	11/10/2017
Date limit of validity until	05/10/2018
Appraiser	ANTONIA MARIA RASCON JIMENEZ
Titling	TECHNICAL ARCHITECT

This report consists of 3 pages numbered 1 to 3.

In accordance with Royal Decree 716/2009

In witness whereof, I issue and sign this certificate in Benidorm on November 10, 2017

[seal:] [illegible] [signature]

[signature]

On behalf of VALMESA, Valoraciones Mediterráneo, S.A. APPRAISER ANTONY MARIA RASCON JIMENEZ
Mr. Fernando Reverte Sánchez TECHNICAL ARCHITECT

The information, as regards the encumbrances on the property, are those obtained from the documentation provided by the applicant, as well as the status of ownership thereof is as of the [illegible] date of visit. Valmesa is not responsible for the veracity of the documentation provided for the execution of the report when they are not original.
This report does not assume any implicit pronouncement on characteristics or situations not evident in the visual inspection of the property.
This document may not be used for any purpose other than that specified therein.

VLM170233700750011A

Page no. 3 of 3



TZ0671283

[illegible]

DT7781798

[stamp:] [illegible]
[stamp:] [illegible] €0.15
[stamp:] 07/2017

Registration Communication of Submission Entry

JAEN PROPERTY REGISTRY No. 3

Entry Information

Entry No.: 3381
Date: 12/21/2017 **Time:** 2:29:56 p.m.
Type: Public Deed
Protocol No.: 1550 / 2017
Notary: ALFONSO ARGUELLES LUIS
Submitted by: ALFONSO ARGUELLES LUIS

Submission Data

Entry: 1107 **Daily record:** 48
Submission Date: 12/21/2017

This document has been signed with an electronic signature acknowledged by REGISTRY OF THE PROPERTY OF JAEN No. 03 on December twenty-first of the year two thousand seventeen.



(*) C.S.V. : 22301618CBB27115

Verification Web Service: <https://www.registradores.org/csv>

(*) Secure Verification Code: this code allows the authenticity of the copy to be verified by accessing the electronic files of the issuing public body or body. Copies made on paper of public documents issued by electronic means and signed electronically will be considered authentic copies provided that they include the printing of an electronically generated code or other verification systems that allow their authenticity to be verified by access to the electronic files of the Public Administration, body or issuing entity. (Arts. 30.5 of Law 11/2007 and 45b of Royal Decree 1671/09)



C.S.V. : 22301618CBB27115



[logo:] NIHIL PRIUS FIDE PROTOCOL MAY 28,
1862 NOTARY ASSOCIATIONS OF SPAIN



[logo:] - NOTARY OF JAEN - Mr ALFONSO ARGÜELLES LUIS NIHIL PRIUS FIDE PROTOCOL MAY 28, 1862

[illegible]

DT7781796

[stamp:] [illegible]
[stamp:] [illegible] €0.15
[stamp:] 07/2017

Reliable Registration Notification of Submission Entry

JOSE LUIS DIAZ DURAN, Registrar of PROPERTY REGISTRATION No. 3 OF JAEN, CERTIFIES that the submission entry indicated below was issued in the place and on the date stated:

Entry Information

Entry No.: 3381
Protocol No.: 1550 / 2017
Notary: ALFONSO ARGÜELLES LUIS
Submitted by: ALFONSO ARGUELLES LUIS

Submission Data

Entry: 1107 Daily record: 48
Submission Date: 12/21/2017

This document has been signed with an electronic signature acknowledged by JOSÉ LUIS DÍAZ DURÁN Registrar of JAEN PROPERTY REGISTRATION 3 on December twenty-second of the year two thousand seventeen.



(*) C.S.V. : 2230161951B71BA4

Verification Web Service: <https://www.registradores.org/csv>

(*) Secure Verification Code: this code allows the authenticity of the copy to be verified by accessing the electronic files of the issuing public body or body. Copies made on paper of public documents issued by electronic means and signed electronically will be considered authentic copies provided that they include the printing of an electronically generated code or other verification systems that allow their authenticity to be verified by access to the electronic files of the Public Administration, body or issuing entity. (Arts. 30.5 of Law 11/2007 and 43b of Royal Decree 1671/09)



C.S.V. : 2230161951B71BA4

TZ0671282

THE SIGNATURES OF THE APPEARING PARTIES ARE PRESENT. ----
SIGNED. ALFONSO ARGUELLES LUIS. FILED AND
SEALED. -----

It is a single copy
(with informational value only)



**Tax Agency of Andalusia
COUNCIL OF TREASURY AND PUBLIC
ADMINISTRATION**

PROPOSED NOTICE OF SUBMISSION.
TAX ON EQUITY TRANSFERS, DOCUMENTED
LEGAL ACTS AND CORPORATE TRANSACTIONS

MODEL

N00

PROVINCIAL MANAGEMENT IN JAEN

Address: CL, EDUARDO GARCIA-TRIVIÑO LOPEZ, 15

23071 JAEN Jaen

Tax ID: 953368500 **Fax:** 953368650

COPY FOR THE INTERESTED PARTY

Document number : N001236153903 Territorial Code : EH2301 Document Date : 01/26/2018	A14042428 [signature] FONMAR SA CL POL INDUSTRIAL LOS OLIVARES CALLE B 1105 23009 JAEN JAEN

FILE: ITPAJD-EH2301-2018/ 500247

By automatic payments of the Tax on Property Transfers and Documented Legal Acts corresponding to the public document with protocol number 1550 of the year 2017 of the notary public 3343704-230503001-ARGÜELLES LUIS, ALFONSO, no income has been made to allege that the taxpayer is not subject to tax according to:

Document	Category	NIF-Taxpayer	Amount	CSV	NRC
6002527287190	AJ00	A14042428 FONMAR SA	0.00	6002527287190TF625ED6F	

The taxpayer, or, where appropriate, the filer, submits to the management office the original and uncertified copy of the public document in which the act or contract that originates the tax is recorded or related, with a copy of each automatic payment carried out that is kept in this office to verify the alleged non-submission and, where appropriate, correction or making the appropriate payment.

This document (PROPOSED SUBMISSION DILIGENCE) shall not be valid, for the purposes of Articles 51 and 54 of Royal Legislative Decree 1/1993 of 24 September, which approves the Consolidated Text of the Tax Law on Property Transfers and Documented Legal Acts, without the corresponding completion of the competent Tax Administration.

JAEN, on January 26, 2018

[stamp:] [illegible] COUNCIL OF TREASURY AND PUBLIC ADMINISTRATION Tax Agency of Andalusia
Management [illegible] Granada 26 JAN 2018 NOTICE GIVEN ACCORDING TO [illegible] NARIO 2 [signature]

[Logo] BOARD OF ANDALUSIA



Tax Agency of Andalusia
COUNCIL OF TREASURY AND PUBLIC
ADMINISTRATION

TAX ON MODEL EQUITY TRANSFERS AND
DOCUMENTED LEGAL ACTS

MODEL
600

DECLARATION - PAYMENT IN EUROS

PROVINCIAL
MANAGEMENT IN

JAEN

OFFICE FOR
FILING

EH2301

PROVINCIAL MANAGEMENT IN JAEN

COPY FOR THE INTERESTED PARTY



A14042428

FONMAR SA

ACCRUAL DATE	02	DAY	21	MONTH	12	YEAR	2017
AJ00	04	CATEGORY	LEGAL INSTRUMENTS DOCUMENTS NON-TAXPAYERS				
01							
6002527287190							

(A) TAXPAYER

N.I.F.	SURNAME AND FIRST OR BUSINESS NAME				DATE OF BIRTH	IND. MINUSV.	% SHARE	TAXPAYER NO.
05 A14042428	06 FONMAR SA				15	89	81 100.00	82 1
FOR NOTIFICATION PURPOSES				TAX ADDRESS	168 X	OTHER ADDRESS		
ROADWAY TYPE				PUBLIC ROADWAY NAME	TYPE No.	No./KM	CALIF. NO.	BLOC.
07 CL	08	POL INDUSTRIAL LOS OLIVARES CALLE B		176 NU	09 1105	188	10	177
ADDRESS SUPPLEMENT				PROVINCE	MUNICIPALITY	LOCATION	POSTAL CODE	PHONE
189				17 JAEN	16 JAEN	178 JAEN	18 23009	14 682715189

(B) FILER

TAXPAYER	N.I.F.	SURNAME AND FIRST OR BUSINESS NAME	
YES 166	NO 167 X	32 B81207078	33 GRUPO BC DE ASESORIA HIPOTECARIA, S.L.

(C) DESCRIPTION OF THE PROPERTY, TRANSACTION OR ACT

N.I.F.	SURNAME AND FIRST OR BUSINESS NAME				% SHARE	TRANSFER No.					
19 A28000727	20 BANCO POPULAR ESPAÑOL, S.A.				83 100.00	84 1					
ROADWAY TYPE		PUBLIC ROADWAY NAME		TYPE No.	No./KM	CALIF. NO.	BLOC.	DOOR	STAIRWELL	LEVEL/FLOOR	DOOR/LETTER
21 CL		22 VELAZQUEZ		250 NU	23 34	262	24	251	25	26	27
ADDRESS SUPPLEMENT				PROVINCE	MUNICIPALITY	LOCATION	POSTAL CODE	PHONE			
263				30 MADRID	29 MADRID	252 MADRID	31 28002	28			

(D) DESCRIPTION OF THE PROPERTY, TRANSACTION OR ACT

PUBLIC DOCUMENT	NOTARY	MUNICIPALITY	PROVINCE
45 X	47 B343704-230503001-ARGUELLES LUIS, ALFONSO	48 JAEN	49 JAEN
PRIVATE DOCUMENT	RECORD BOOK	DATE	FILE No.
46	50 1550	150 2017	161
PROPERTY TYPE	% ACQUISITION	DECLARED VALUE	LAND REGISTRY REFERENCE
87 U	904 100.0	56 0.00	55 1558310VG381650001AI
LAND REGISTRY VALUE	REG. ENTRY	PROVINCE	MUNICIPALITY
85 0.00	86 JAEN 3	59 JAEN	58 JAEN
DESCRIPC. OF PROPERTY, TRANSACTION OR ACT		LOCATION	PUBLIC ROADWAY
57 LOAN MODIFICATION NOVATION		52 JAEN	60 MARIANA MONTOYA
PROPERTY REGISTRATION	88 31376	No. / KM	61 3

(E) PAYMENT

TOTAL DECLARED VALUES	62	TAXABLE BASE	69
TAXPAYER WITH NO INCOME	63	Reduction 70	% S/ TAXABLE BASE
NON-TAXPAYER	64 X	PAYABLE BASE (69-71)	72
65 NOVATION OF LOAN LAW 2/1994		Up to 158	TYPE 73 %155
NO. PAYMENT FOR GUARANTEE	500	Up to 197	TYPE 157 %156
IMP. PAYMENT FOR GUARANTEE	501	Up to 199	TYPE 153 %154
AUT. SUPPLEMENTARY / CORRECTION / REPLACEMENT	36	INSTALLMENT = (155 + 156 + 154)	74
FIRST PAYMENT No.	67	75 % Bonus s/installment	76
AMOUNT INCOME	68	PAYMENT INSTALLMENT (74 - 76)	77
DATE OF INCOME	151	Surcharge (S/(77-68))	78
		Delay Interest (Y/(77-68))	79
		TOTAL TO BE ENTERED (77 + 78 + 79 - 68)	80 0.00

YES 780

NO 781

I AUTHORIZE the submission to the Property or Commercial Registry of the certification of receipt of the electronic copy of the declared public document, as well as that of the submission of this automatic payment.

(F) FILING

COUNCIL OF TREASURY AND PUBLIC ADMINISTRATION: TAX TELEMATICS RECORD	
Entry record no. 87224	Date/Time Received: 01/25/2018 3:08:11 p.m.
By automatic payment - telematic - of the Tax on Property Transfers and Documented Legal Acts of the public document with protocol number 1550 of the year 2017 of the notary public 230503001-ARGUELLES LUIS, ALFONSO, has not entered due to alleging that the taxpayer is not subject to automatic payment No. 6002527287190 in JAEN as of January 25, 2018. The taxpayer is required to submit the documents comprising the taxable event of the tax within 30 business days from the accrual in the JAEN Office for the verification of automatic payment and assumes the legal effects in the event of breach of said obligation.	

This declaration has been electronically signed by the interested party and by the Tax Agency of Andalusia.
 SECURE VERIFICATION CODE:




6002527287190TF625ED8F

Verification of the integrity of this document may be performed at:
<http://www.juntadeandalucia.es/agenciatributariadeandalucia>

DATA PROTECTION. In accordance with the provisions of Organic Law 15/1999, of December 13, on the Protection of Personal Data, the Ministry of Finance and Public Administration informs you that your personal data will be incorporated for processing into the "TAX RETURNS" file regulated in the Order of the Ministry of Economy and Finance of July 31, 2008, as amended by the Order of the Ministry of Finance and Public Administration of November 19, 2010. You are also informed that the collection and processing of such data is intended to retain and analyze customer data relating to taxes. If you wish, you may exercise the rights to access, correct, cancel and challenge provided for by Law, by writing to the Tax Agency of Andalusia c/ Pablo Picasso s/n, 41071 - Seville.

00088

This is
EXHIBIT "7"
referred to in the Affidavit of
HARVETTA ASAMOA
affirmed October 6, 2025.

DocuSigned by:

2C12EFAB5242430...

Commissioner for Taking Affidavits

I, Harvetta Asamoah, hereby certify that I am competent to translate from Spanish to English and that the attached translation is, to the best of my knowledge and belief, a true and accurate translation of the following documents from Spanish to English:

ESCRITURA DE CONSTITUCIÓN DE LA SOCIEDAD DE CAPITAL, DE RESPONSABILIDAD LIMITADA, DENOMINADA "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.", SOCIEDAD UNIPERSONAL (12/14/2017)

Harvetta Asamoah
Printed Name

October 6, 2025
Date

Harvetta Asamoah
Signature

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR
JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE

DS5387234

José María Mateos Salgado NOTARY CA Ayala 66, 1º Derecha Telephone 91 577 52 66 28001 MADRID
--

-CJ-

INSTRUMENT OF ESTABLISHMENT OF THE COMPANY OF
CAPITAL, WITH LIMITED LIABILITY, CALLED "SHAW ALMEX
SPAIN REAL ESTATE HOLDINGS, S.L.", A SOLE
PROPRIETORSHIP.

=====

NUMBER FOUR THOUSAND SIX HUNDRED FORTY-SIX.

In Madrid, on the fourteenth of December of two
thousand seventeen.

Before me, **JOSÉ-MARÍA MATEOS SALGADO**, Notary Public
of the Illustrious Board of Madrid, residing in this
Capital,

APPEAR

MR. LUIS GIMÉNEZ GODOSAR, of legal age, married,
Attorney, resident of Madrid, with address for these
purposes at Calle Gran Vía, number 6 (C.P. 28013). Holder
of D.N.I. (Documento Nacional de Identidad) [National
Identification Document] and N.I.F. (Número de
Identificación Fiscal) [Tax Identification Number] 51.
425.596-B.

AND **MR TIMOTHY GLEN SHAW**, of legal age, of Canadian
nationality, married, with professional domicile at 323
Glover Road, Stoney Creek, Ontario Canada (Canada),
holder of Passport of his nationality number AB762687,
valid until October 19, 2027.

The appearing party is showing me a certificate from the Ministry of the Interior, General Directorate of the Police, General Commissioner of Foreign Affairs and Borders, whose certificate shows that he has been assigned the NIE (Numero de Identificacion de Extranjero) Y2978405-B. From said certificate I, the Notary Public, deduce a photocopy that correctly and faithfully matches its original, which I leave attached to this main document.

THE PARTIES

a) **MR LUIS GIMÉNEZ GODOSAR**, on behalf of and representing the Canadian Company called "**SHAW ALMEX GLOBAL HOLDINGS LIMITED**", incorporated under Canadian law, on December 13, 2012, with registration number 002353708, with registered address at 323 Glover Road, Stoney Creek, Ontario (Canada), all as a result of the power of attorney mentioned below.

[hw:] *[illegible]*

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR
JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE**DS5387233**

He uses the power that said entity has conferred on him before the Notary of Toronto, Ontario (Canada), Mr. William Lawrence Northcote, on May 9, 2017, whose power of attorney shows me a copy written in a double column, in English and Spanish, which is legalized by the Consulate General of Spain in Toronto (Canada), also having translated the certificates and reports that are attached to the aforementioned power of attorney, by the English Interpreter Mr. David Leeland, and the copy of which I, the Notary, deduce a photocopy that matches your original well and faithfully, which I leave attached to this main document, and under my responsibility I deem the aforementioned representative sufficient to act in this instrument which refers to the incorporation of a company.

The Company "SHAW ALMEX GLOBAL HOLDINGS LIMITED", as a result of the statements by its representative, has as its corporate purpose the holding of shares and shares of resident and non-resident companies.

Mr. Luis Giménez Godosar states that his client, the Canadian Company "SHAW ALMEX GLOBAL HOLDINGS LIMITED" has been assigned the Tax Identification Number (TIN) [hw:] NIF N-4041642B, as a result of the Census Statement - model 036- that he shows me in this act, and from which I deduce a photocopy that correctly and faithfully matches its original, which I leave attached to this main document.

Mr. Luis Giménez Godosar states that the identification information and registered office of the entity "SHAW ALMEX GLOBAL HOLDINGS LIMITED", have not changed with respect to the information recorded in the reliable documents used to make this instrument, and that the aforementioned power of attorney continues in full force, as it has not been revoked.

MR. LUIS GIMÉNEZ GODOSAR, therefore, represents the entity "**SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.**"; and I, the Notary, under my responsibility, consider that there is sufficient proof of the alleged representation as well as the authorizations necessary to act in this instrument.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR
JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE

DS5387232

I identify the appearing party by the identification document referenced above, which he has presented to me. They have, in my opinion, as they intervene, the necessary capacity and authentication to formalize this instrument of **INCORPORATION OF A LIMITED LIABILITY CAPITAL COMPANY**, a SOLE PROPRIETORSHIP, and, for this purpose,

GRANT:

ONE.- That the entity "**SHAW ALMEX GLOBAL HOLDINGS LIMITED**", through its representative, has agreed to be incorporated, and establishes by this grant, a Limited Liability Capital Company, a sole proprietorship, with the business name "**SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, LIMITED COMPANY**", **UNIPERSONAL COMPANY**, which shall be governed, notwithstanding the provisions set forth in the Capital Companies Act, approved by Royal Legislative Decree 1/2010, of July 2 (B.O.E. [Buletín Oficial de España] [Official Bulletin of Spain] No. 161, of July 3), by the Bylaws given to me by the appearing party in this instrument, issued on seven (7) pages of regular paper. Said Bylaws are attached to this main document to form an integral part hereof and to be inserted on its copies and transferred.

In accordance with Article 20 of Law 14/2013 of September 27, the appearing party states that the CNAE (Clasificación Nacional de Actividades Económica) [National Classification of Economic Activities] of the main economic activity of the company is 6820, which shall be duly shown where appropriate.

SECOND.- The share capital is **THREE THOUSAND FIFTY EUROS (€ 3,050.00)**, divided into three thousand fifty (3,050) shares of **ONE EURO (€ 1.00)**, nominal value each, numbered consecutively from 1 to ,3050, both inclusive.

THIRD.- CONTRIBUTIONS.

[hw:] [illegible] The Company "SHAW ALMEX GLOBAL HOLDINGS LIMITED", through its representative, contributes to the Company **THREE THOUSAND FIFTY EUROS (€3,050.00)**, and in its payment is awarded the three thousand fifty (3,050) shares numbered 1 to 3,050, both inclusive, representative of the total share capital.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
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JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE

DS5387231

FOURTH.- The sole shareholder, through its representative, provides proof to me with the reality of the monetary contribution shown, by means of bank certification proving that the corresponding entry has been made into the banking entity "HSBC Bank Pie, Branch in Spain".

Such certification comprises one page and is attached to this main document to form an integral part hereof. Said certification is attached to this instrument to form an integral part hereof, and an identical duly certified copy shall be attached to the copies of this instrument or shall be transcribed.

FIFTH.- The entity "SHAW ALMEX GLOBAL HOLDINGS LIMITED", through its representative, and as sole shareholder, assuming the functions and powers of the General Meeting of the Company, in accordance with the provisions of Article 15 of the Capital Companies Law, decides the following:

1.- That the Company's administration is initially entrusted to a Sole Director.

2.- To appoint as the SOLE DIRECTOR of the Company, for an indefinite period, MR TIMOTHY GLEN SHAW, with each and every one of the powers attributed to said position by the Law and the Corporate Bylaws, which he may exercise from this time, in order to actually start the corporate activities.

MR. TIMOTHY GLEN SHAW, whose personal circumstances appear in this instrument, accepts the position for which he has been appointed.

3.- To not appoint Auditors of Accounts, as it is not necessary, when the Company meets the legal requirements required to make an abbreviated Balance Sheet.

SIXTH.- It is expressly prohibited to hold positions in the Company for persons declared incompatible in Law 5/2006, of April 10, on the regulation of conflicts of interest of shareholders of the Government and the High Offices of the General Administration of the State (B.O.E. No. 86, of April 11, 2006), in those set forth in the relevant Law of the Autonomous Community of Andalusia, and in the others of relevant application.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
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[seal:] NOTARIAL OFFICE OF MR
JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE

DS5387230

MR. TIMOTHY GLEN SHAW states that he is not involved
in any of the conflicts cited in the aforementioned Laws.

SEVENTH.- The sole shareholder, through its
representative, states that there is no Company with the
same name as the one that is now incorporated, and proves
it to me with the appropriate Certification of the
Central Trade Registry, Nominations Section, which is
delivered to me in this instrument.

The said certification consists of one page and is
attached to this main document to form an integral part
hereof. The said certification is attached to this
instrument to form an integral part hereof, and an
identical duly-certified copy shall be attached to the
copies of this instrument, or shall be transcribed.

EIGHTH.- Pursuant to Article 63 of the Trade Registry Regulations, it is requested that the Trade Registrar make a partial registration of this instrument in the event that full registration cannot be done at the Trade Registry.

NINTH.- SOLE PROPRIETORSHIP.

1.- This company is considered a sole proprietorship with limited liability, as it has been incorporated by a single shareholder, and it shall maintain said consideration as long as all of the shares are owned by a sole shareholder, whether it is a natural person or a legal entity.

2.- As long as the situation of sole proprietorship continues, the company shall expressly record its status as sole proprietor on all of its documentation, correspondence, order notes and invoices, as well as on any notices to be published by legal or statutory provision.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
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JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE

DS5387229

3.- In addition, while the situation of sole proprietorship continues, the sole shareholder shall exercise the powers of the General Meeting, its decisions shall be recorded in minutes, under the signature of the sole shareholder or of the representative of the sole shareholder, and may be executed and formalized by the shareholder itself or by the directors of the company, as applicable.

4.- The loss of the sole proprietorship status shall be recorded in a public instrument that shall be registered in the Trade Registry.

TENTH.- Given the status of non-resident alien of the underwriting company of the shares that are created as a result of this incorporation of company, the appearing parties present me with a duly-completed form of declaration of foreign investments D-1A. I incorporate into this main document a photocopy of that form made by me, the Notary, of the original of the copy for "the person obligated to file/notary".

So granted.

I make the relevant reservations and legal notices, especially those relating to Article 5 of Organic Law 15/1999 on the protection of personal information. In particular, and for tax purposes, I notify the appearing party of the tax obligations and liabilities for which the party is responsible in their substantive, formal and penalty aspects, and of the consequences of every kind that may result from inaccuracies on his tax returns.

I also notify the appearing parties of the obligation they have to submit this document to the corresponding Trade Registry, for registration, within a period of two months from the date of this instrument, in accordance with the provisions of Article 32 of the Capital Companies Law.

The parties who appear, according to their statements, expressly request that I, the Notary, do not submit an authorized electronic copy of this instrument to the applicable Trade Registry by fax.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR
JOSÉ MARÍA MATEOS SALGADOS -
MADRID - NIHIL PRIUS FIDE**DS5387228**

I comply with the requirement of reading pursuant to the provisions of the Notarial Regulations; the appearing party, having understood, consents, ratifies and approves this public document, and signs it with me, the Notary, to which I attest: to all of the contents of this instrument; that its grant is in accordance with the law and the duly informed intent of the grantor; that the grantor's consent has been freely given; that in my judgment, the grantor has capacity and is duly authorized for this grant, and that this document is issued on seven pages of paper exclusively for use for notarial documents, of the DS series, numbered consecutively with numbers 0722895, 0722896, 0722897, 0722898, 0722899, 0722900 and this page. The signatures of the parties who appear are present. Signed: José María Mateos Salgado.- Signed and stamped.

ATTACHED DOCUMENTS:

GENERAL DIRECTORATE OF
THE POLICE
NATIONAL POLICE CORPS
GENERAL COMMISSIONER FOR
IMMIGRATION AND BORDERS



MINISTRY OF THE INTERIOR



A.A. TIMOTHY GLEN SHAW

529

CHIEF OF THE SPECIAL PROCEDURES SECTION

CERTIFIES That the foreign national indicated below has been assigned in the Central Registry of Foreigners of the General Directorate of the Police, the Foreign Identity Number (N.I.E.) which also is shown.

TIMOTHY GLEN SHAW , born on 07/21/1961 in PARRY SOUND (CANADA), national of CANADA.

N.I.E. Y2978405-B

In witness whereof at the request of the interested party, this document is issued, in Madrid, on the fifth of June of two thousand thirteen.

[seal:] GENERAL DIRECTORATE OF THE POLICE [illegible] [signature]
Signed: Fernando Vaquero Moreno

This certificate is valid for three months.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387227



Ontario

MINISTRY OF GOVERNMENT AND CONSUMER SERVICES

CONSULADO GENERAL DE ESPAÑA EN TORONTO, CANADA
 Visto Bueno para legalizar la firma y/o el sello de
 por ser, o parecer, auténtica, sin prejuzgar la veracidad del
 contenido del documento ni ulterior destino que pueda dársele.

Toronto

12 MAY 2017

EL CONSUL GENERAL

Pablo Ruiz, Jefe de Consulado

0164916

I HEREBY CERTIFY AS FOLLOWS:

WILLIAM LAWRENCE NORTHCOTE

of the Province of Ontario, whose name is subscribed to the attached Instrument, was, at the time of subscribing thereto, a NOTARY PUBLIC in and for the Province of Ontario, Canada, duly commissioned and duly authorized by the laws thereof to administer oaths, to take affidavits and to certify the proof of deeds and other instruments in writing to be recorded within the said Province.

I FURTHER CERTIFY THAT I have compared the signature of the said NOTARY PUBLIC subscribed to the attached Instrument with the specimen signature of the said NOTARY PUBLIC filed in this office and verily believe the said signature to be genuine; and THAT I have compared the impression of the Seal of the said NOTARY PUBLIC appearing on the attached Instrument with the specimen of the Seal filed in this office and verily believe the impression of the Seal to be genuine.

IN TESTIMONY WHEREOF I have hereunto set my Hand and affixed the Seal of the Ministry of Government and Consumer Services of the Province of Ontario at the City of Toronto in the said Province this tenth day of May, A.D. 2017.

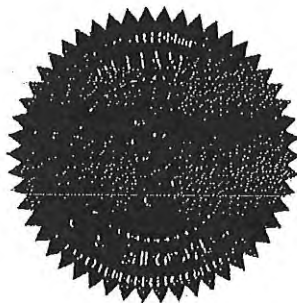


for the MINISTER OF GOVERNMENT AND CONSUMER SERVICES

NOTARIAL CERTIFICATE

The undersigned, William L. Northcote, being a Notary Public in and for the Province of Ontario hereby certifies that on May 9th, 2017, Timothy Glen Shaw, a person known to me appeared and executed the attached Power of Attorney in my presence in his capacity as director of Shaw Almex Global Holdings Limited.

DATED this 10th day of May, 2017.



A handwritten signature in black ink, consisting of a stylized 'W' followed by a horizontal line.

William L. Northcote, a Notary Public in and for the Province of Ontario

07/2017

[stamp:] STATE STAMP DUTY
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MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387226

ESCRITURA DE PODER

En Toronto, Ontario (Canadá), mi residencia.

A 9 mayo de 2017.

Ante mí D William Northcote,

POWER OF ATTORNEY

In Toronto, Ontario (Canada), my residence.

On the 9 of May 2017.

Before me, William Northcote,

COMPARECE:

Don Timothy Glen Shaw, mayor de edad, de nacionalidad canadiense, con pasaporte de su nacionalidad N° HC906987, con domicilio profesional en 323 Glover Road, Stoney Creek, Ontario Canada, Canada, Canadá.

THERE IS PRESENT:

Mr. Timothy Glen Shaw, of full legal age, Canadian nationality, with passport of his nationality No HC906987 valid, with professional address at 323 Glover Road, Stoney Creek, Ontario Canada, Canada.

INTERVIENE:

En su propio nombre y derecho y en nombre y representación como administrador de la sociedad SHAW ALMEX GLOBAL HOLDINGS LIMITED, una sociedad canadiense válidamente constituida y existente conforme a las Leyes de Canadá con número de registro 002353708, con domicilio en 323 Glover Road, Stoney Creek, Ontario Canada, Canada.

HE ACTS

In his own name and right and in the name and on behalf as director of the company SHAW ALMEX GLOBAL HOLDINGS LIMITED a Canadian company incorporated and existing under the laws of Canada, under the registration number 002353708, with domicile at 323 Glover Road, Stoney Creek, Ontario Canada, Canada.

Le identifico por su citado documento y le considero a mi juicio con capacidad legal suficiente para formalizar esta escritura de poder y a tal efecto,

I identify him from his outlined document and consider he has in my judgement, sufficient legal capacity to formally grant this deed of power of attorney and to that effect.

OTORGA:

A) Que confiere poder tan amplio y bastante como en derecho sea necesario a favor de DON LUIS GIMÉNEZ GUITARD y DON LUIS GIMÉNEZ GODOSAR, mayores de edad, abogados, con domicilio profesional en Gran Vía 6, 5ª Planta, Madrid y con Documentos Nacionales de Identidad números 123.033-Y y 51.425.596-B, respectivamente, para que cualquiera de ellos en nombre y representación de Don Timothy Glen Shaw pueda ejercitar las siguientes facultades de forma solidaria:

HE SAYS AND GRANTS:

A) That a power of attorney is hereby conferred so wide and sufficient, as in law is required and necessary in favour of MR. LUIS GIMÉNEZ GUITARD and MR. LUIS GIMÉNEZ GODOSAR, of full legal age, lawyers, with professional residence at Gran Vía 6, 5th Floor, Madrid and with National Identification Documents numbers 123.033-Y and 51.425.596-B, respectively, in order that any of them in the name and representation of Mr. Timothy Glen Shaw can exercise the following faculties joint and severally:

FACULTADES

1. Aceptar y desempeñar cargos en órganos de administración de sociedades españolas; realizar todo tipo de declaraciones o manifestaciones.

B) Que confiere poder tan amplio y bastante como en derecho sea necesario a favor de DON LUIS GIMÉNEZ GUITARD y DON LUIS GIMÉNEZ GODOSAR, mayores de edad, abogados, con domicilio profesional en Gran Vía 6, 5ª Planta, Madrid y con Documentos Nacionales de Identidad números 123.033-Y y 51.425.596-B, respectivamente, para que cualquiera de ellos en nombre y representación de **SHAW ALMEX GLOBAL HOLDINGS LIMITED** pueda ejercitar las siguientes facultades de forma solidaria:

1. Comparecer ante el notario público español de su elección para el otorgamiento de una escritura pública de constitución de una sociedad mercantil en España bajo la forma de sociedad de capital de responsabilidad limitada (S.L.), en solitario o junto con los cofundadores que considere oportunos, y asumir y desembolsar, en nombre y por cuenta del poderdante, cualquier número de participaciones.
2. Otorgar la referida escritura pública de constitución, estableciendo los pactos, las condiciones, acuerdos y obligaciones, incluidos los estatutos sociales de la Entidad, en los términos que considere oportunos; realizar cualesquiera modificaciones, correcciones adiciones o suplementos de la escritura de constitución, o de los documentos que se incorporan a la misma así como realizar cualesquiera

FACULTIES

1. Accept and hold positions in the administration body of Spanish companies; execute all types of declarations or statements.

B) That a power of attorney is hereby conferred so wide and sufficient, as in law is required and necessary in favour of MR. LUIS GIMÉNEZ GUITARD and MR. LUIS GIMÉNEZ GODOSAR, of full legal age, lawyers, with professional residence at Gran Vía 6, 5th Floor, Madrid and with National Identification Documents numbers 123.033-Y and 51.425.596-B, respectively, in order that any of them in the name and representation of **SHAW ALMEX GLOBAL HOLDINGS LIMITED** can exercise the following faculties joint and severally:

1. To appear before the Spanish notary public of their choice for the purpose of executing a public deed for the incorporation of a business entity in Spain in the form of a capital limited liability company (Sociedad de Capital de Responsabilidad Limitada, hereinafter the S.L.), alone or together with such other founders as they deem fit, and to subscribe and pay, in the name and for the account of the grantor, any number of shares.
2. To execute the aforementioned public deed of incorporation, establishing the provisions, conditions, agreements and obligations including the bylaws of the Entity, on the terms they deem fit; to make any amendments, corrections, additions and supplements to the public deed of incorporation, or the documents included in that deed, and to perform all acts necessary or appropriate for the registration of the public deed at the

07/2017

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NIHIL PRIUS FIDE

DS5387225

actos necesarios o convenientes para la inscripción de la citada escritura pública en el Registro mercantil: los poderes conferidos incluyen, a título puramente enunciativo y no limitativo, las facultades de determinar el nombre, capital, domicilio, estructura del órgano de administración y régimen de transmisión de participaciones de la Entidad.

3. Llevar a cabo en nombre y representación de la Entidad en constitución, cuantos actos resulten necesarios o convenientes incluyendo, a título enunciativo pero no limitativo, solicitar y obtener el número de Identificación Fiscal (C.I.F.) de la Entidad, ante cualquier autoridad pública o privada, incluyendo la comparecencia ante notarios públicos, registradores, autoridades fiscales, de seguridad social, de inversiones extranjeras y municipales para el registro, establecimiento e inicio de las operaciones de la Entidad.
4. Realizar aportaciones al capital de la Entidad en efectivo o mediante aportaciones no dinerarias, abrir una cuenta bancaria en cualquier banco de España, público o privado, institución financiera o caja de ahorros, en nombre y representación de la Entidad en constitución e instruir al banco o otra institución financiera a los efectos de acreditar ante el notario público que interviene en la escritura pública de constitución, que los fondos correspondientes al capital social de la Entidad se encuentran depositados en dicha cuenta bancaria
5. Aceptar la valoración de los bienes que a la sociedad aporte cualquier socio; asistir a su primera Junta General y nombrar, aceptar y desempeñar cargos en la sociedad constituida; realizar todo tipo de declaraciones o manifestaciones y, en general, ejercitar todos los derechos y cumplir todas las obligaciones inherentes a la cualidad de socio.

Mercantile Registry; the powers conferred include, for illustrative purposes only but by no means as a limitation, powers to determine the name, capital, address, capital, management structure and regime governing the transfer of shares in the Entity,

3. To perform, for and on behalf of the Entity in incorporation, such acts as may be necessary or appropriate, including, but not limited to, applying for and obtaining the Taxpayer Identification Number (C.I.F.) of the Entity, before any public or private authority, including appearing before notaries, registrars, tax, social security, foreign investment and municipal authorities for the registration, establishment and commencement of the Entity's operations.
4. To make cash or non-cash contributions to the capital of the Entity, to open a bank account at any bank in Spain, whether public or private, financial institution or savings bank, for and on behalf of the Entity in incorporation and to instruct the bank or other financial institution for the purposes of proving before the notary public involved in the public deed of incorporation that the funds corresponding to the capital of the Entity are on deposit in the said bank account.
5. Accept the valuation of the assets contributed to the company by the any shareholder; assist to the first Entity's General Meeting and appoint, accept and hold positions in the incorporated company; execute all types of declarations or statements and, in general, exercise all rights and fulfill all the obligations inherent to the condition of shareholder.

6. Apoderamiento especial para solicitar el certificado electrónico de la poderdante.

7. Apoderamiento global para realizar por medios telemáticos todos los trámites y actuaciones de naturaleza tributaria, incluidos la interposición de recursos y reclamaciones, consulta de datos personales, recepción de notificaciones personales y electrónicas y pago de deudas y liquidaciones tributarias mediante ordenación telemática de adeudos directos en cuentas de titularidad del poderdante.

8. Hacer todos los actos anteriormente descritos ante cualquier persona física o sociedad y otorgar todas las escrituras, documentos o acuerdos que en su condición de apoderados y a su solo juicio, puedan resultar apropiados para llevar a cabo las actuaciones incluidas aquí.

6. Special Power of Attorney to apply for the electronic certificate of the company.

7. Global power of attorney to submit by electronic any tax procedure, including any writing of allegations and appeals, to access to personal data of the grantor, to receive on behalf of the grantor personal and electronic notifications, to pay tax debts and assessments by electronic means ordering payment by domiciliation of payments in the grantor's account.

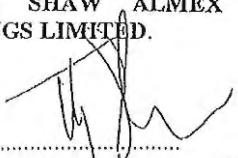
8. To perform all such above-mentioned acts before any individual or company and to execute all such deeds, documents or agreements that, in their capacity as attorneys-in-fact and at their sole discretion, they may consider appropriate in order to implement the steps included herein.

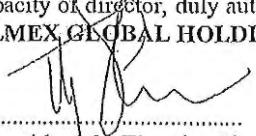
ASI LO DICE Y OTORGA el compareciente, hechas las reservas y advertencias legales, y después de leer el presente documento hallándolo conforme ratifica su contenido y firma conmigo el Notario, de todo lo cual doy fe, así como la doy de que en el otorgamiento de este Poder se han observado las formas y solemnidades exigidas por la legislación aplicable.

THUS THE APPEARER STATES AND DECLARES, and after reading the present document and finding it to be in order, he ratify the contents and signs with me the Notary as to all which I certify, as I also do that in the execution of this Power of Attorney, the forms and solemnities required by applicable Law have been observed.

Y PARA QUE CONSTE, otorga esta Escritura de Poder a día 9 de Mayo de 2017, Don Timothy Glen Shaw, en su condición de administrador, debidamente facultado para ello, de SHAW ALMEX GLOBAL HOLDINGS LIMITED.

IN WITNESS WHEREOF this Power of Attorney Deed has been executed this 9 day of May 2017 by Mr. Timothy Glen Shaw, in his capacity of director, duly authorised, of SHAW ALMEX GLOBAL HOLDINGS LIMITED


Firmado por Don Timothy Glen Shaw en nombre y representación de SHAW ALMEX GLOBAL HOLDINGS LIMITED.


Signed by Mr. Timothy Glen Shaw, for and on behalf of SHAW ALMEX GLOBAL HOLDINGS LIMITED.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

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[seal:] NOTARIAL OFFICE OF MR JOSÉ
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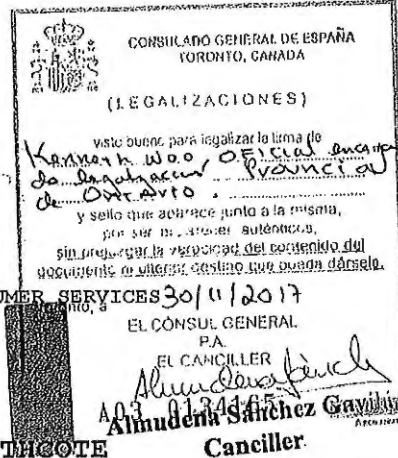


Ontario

MINISTRY OF GOVERNMENT AND CONSUMER SERVICES 30/11/2017

I HEREBY CERTIFY AS FOLLOWS:

WILLIAM LAWRENCE NORTHCOTE



of the Province of Ontario, whose name is subscribed to the attached Instrument, was, at the time of subscribing thereto, a NOTARY PUBLIC in and for the Province of Ontario, Canada, duly commissioned and duly authorized by the laws thereof to administer oaths, to take affidavits and to certify the proof of deeds and other instruments in writing to be recorded within the said Province.

I FURTHER CERTIFY THAT I have compared the signature of the said NOTARY PUBLIC subscribed to the attached Instrument with the specimen signature of the said NOTARY PUBLIC filed in this office and verily believe the said signature to be genuine; and THAT I have compared the impression of the Seal of the said NOTARY PUBLIC appearing on the attached Instrument with the specimen of the Seal filed in this office and verily believe the impression of the Seal to be genuine.

IN TESTIMONY WHEREOF I have hereunto set my Hand and affixed the Seal of the Ministry of Government and Consumer Services of the Province of Ontario at the City of Toronto in the said Province this thirtieth day of November, A.D. 2017



Ken H. L...

for the MINISTER OF GOVERNMENT AND CONSUMER SERVICES

2017/11/30 15:00:00

CANADA

PROVINCE OF ONTARIO

TO WIT:

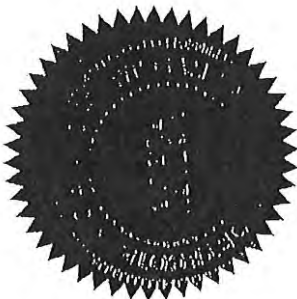
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TO ALL TO WHOM THESE PRESENTS

MAY COME, BE SEEN OR KNOWN.

I, WILLIAM L. NORTHCOTE, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing at the City of Toronto, in the Province of Ontario, DO CERTIFY AND ATTEST that the copy hereto annexed is a true copy of a document produced and shown to me and purporting to be the Certificate of Status issued on November 22, 2017, Corporation Profile Report and Corporate Documents List, issued on November 27, 2017 by the Ministry of Government Services in the Province of Ontario, certifying that SHAW ALMEX GLOBAL HOLDINGS LIMITED is a corporation incorporated, amalgamated or continued under the laws of the Province of Ontario and has not been dissolved, the said copy having been compared by me with the said original document, an act whereof being requested, I have granted the same under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my Notarial Seal of Office at the City of Toronto, this 29th day of November, 2017.



A handwritten signature in black ink, appearing to be "W. Northcote", written over a horizontal line.

A Notary Public in and for the Province of Ontario

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07/2017

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[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

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ID: CT
égorie :

Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

Date Report Produced: 2017/11/22
Document produit le :
Time Report Produced: 12:46:19
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

This is to certify that according to the
records of the Ministry of Government
Services

D'après les dossiers du Ministère des
Services gouvernementaux, nous attestons
que la société

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Ontario Corporation Number

Numéro matricule de la société (Ontario)

002353708

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est une société constituée, prorogée ou née
d'une fusion aux termes des lois de la
Province de l'Ontario.

The corporation came into existence on

La société a été fondée le

DECEMBER 13 DÉCEMBRE, 2012

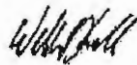
and has not been dissolved.

et n'est pas dissoute.

Dated

Fait le

NOVEMBER 22 NOVEMBRE, 2017



Director
Directeur

The issuance of this certificate in electronic form is authorized by the
Director of Companies and Personal Property Security Branch.

La délivrance du présent certificat sous forme électronique est autorisée par la
Directrice de la Direction des compagnies et des affaires mobilières.

020988360
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 ID: UN/E

Province of Ontario
 Ministry of Government Services

Date Report Produced: 2017/11/27
 Time Report Produced: 11:23:40
 Page: 1

CORPORATION PROFILE REPORT

Ontario Corp Number	Corporation Name	Incorporation Date
2353708	SHAW ALMEX GLOBAL HOLDINGS LIMITED	2012/12/13
		Jurisdiction
		ONTARIO
Corporation Type	Corporation Status	Former Jurisdiction
ONTARIO BUSINESS CORP.	ACTIVE	NOT APPLICABLE
Registered Office Address	Date Amalgamated	Amalgamation Ind.
323 GLOVER ROAD	NOT APPLICABLE	NOT APPLICABLE
STONEY CREEK ONTARIO CANADA L8E 5M2	New Amal. Number	Notice Date
	NOT APPLICABLE	NOT APPLICABLE
Mailing Address		Letter Date
323 GLOVER ROAD		NOT APPLICABLE
STONEY CREEK ONTARIO CANADA L8E 5M2	Revival Date	Continuation Date
	NOT APPLICABLE	NOT APPLICABLE
	Transferred Out Date	Cancel/Inactive Date
	NOT APPLICABLE	NOT APPLICABLE
	EP Licence Eff.Date	EP Licence Term.Date
	NOT APPLICABLE	NOT APPLICABLE
	Date Commenced in Ontario	Date Ceased in Ontario
	NOT APPLICABLE	NOT APPLICABLE
Activity Classification	Number of Directors Minimum Maximum	
NOT AVAILABLE	00001 00010	

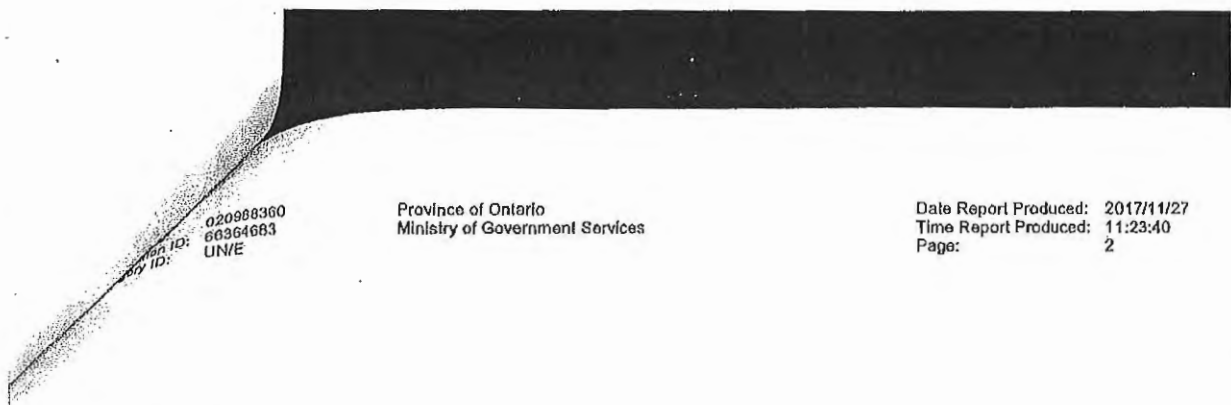
PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

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MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

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Province of Ontario
Ministry of Government Services

Date Report Produced: 2017/11/27
Time Report Produced: 11:23:40
Page: 2

CORPORATION PROFILE REPORT

Ontario Corp Number

2353708

Corporation Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Corporate Name History

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Effective Date

2012/12/13

Current Business Name(s) Exist:

NO

Expired Business Name(s) Exist:

NO

Administrator:
Name (Individual / Corporation)

RYAN
CLAYTON KENNETH
NEUFELD

Address

1681 KERNS ROAD

BURLINGTON
ONTARIO
CANADA L7P 4V6

Date Began

2013/11/20

First Director

NOT APPLICABLE

Designation

OFFICER

Officer Type

CHIEF EXECUTIVE OFFICER

Resident Canadian

N

020008360
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Province of Ontario
Ministry of Government Services

Date Report Produced: 2017/11/27
Time Report Produced: 11:23:40
Page: 3

CORPORATION PROFILE REPORT

Ontario Corp Number

2353708

Corporation Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Administrator:
Name (Individual / Corporation)

TIMOTHY
GLEN
SHAW

Address

491 SECOND ROAD EAST

STONEY CREEK
ONTARIO
CANADA L8J 2X9

Date Began

2012/12/13

First Director

NOT APPLICABLE

Designation

DIRECTOR

Officer Type

Resident Canadian

Y

Administrator:
Name (Individual / Corporation)

TIMOTHY
GLEN
SHAW

Address

491 SECOND ROAD EAST

STONEY CREEK
ONTARIO
CANADA L8J 2X9

Date Began

2012/12/13

First Director

NOT APPLICABLE

Designation

OFFICER

Officer Type

PRESIDENT

Resident Canadian

Y

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

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MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

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Province of Ontario
Ministry of Government Services

Date Report Produced: 2017/11/27
Time Report Produced: 11:23:40
Page: 4

CORPORATION PROFILE REPORT

Ontario Corp Number

2353708

Corporation Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Administrator:
Name (Individual / Corporation)

TIMOTHY
GLEN
SHAW

Address

491 SECOND ROAD EAST

STONE CREEK
ONTARIO
CANADA L8J 2X9

Date Began

2012/12/13

First Director

NOT APPLICABLE

Designation

OFFICER

Officer Type

SECRETARY

Resident Canadian

Y

Date Report Produced: 2017/11/27
Time Report Produced: 11:23:10
Page: 5

Ontario Corp Number

Corporation Name

2353708

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Last Document Recorded

Act/Code	Description
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1003	1003
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1098	1098
1099	1099

Form

Date _____

CIA ANNUAL RETURN 2016

1C

2017/07/09 (ELECTRONIC FILING)

THIS REPORT SETS OUT THE MOST RECENT INFORMATION FILED BY THE CORPORATION ON OR AFTER JUNE 27, 1992, AND RECORDED IN THE ONTARIO BUSINESS INFORMATION SYSTEM AS AT THE DATE AND TIME OF PRINTING. ALL PERSONS WHO ARE RECORDED AS CURRENT DIRECTORS OR OFFICERS ARE INCLUDED IN THE LIST OF ADMINISTRATORS.

ADDITIONAL HISTORICAL INFORMATION MAY EXIST ON MICROFICHE.

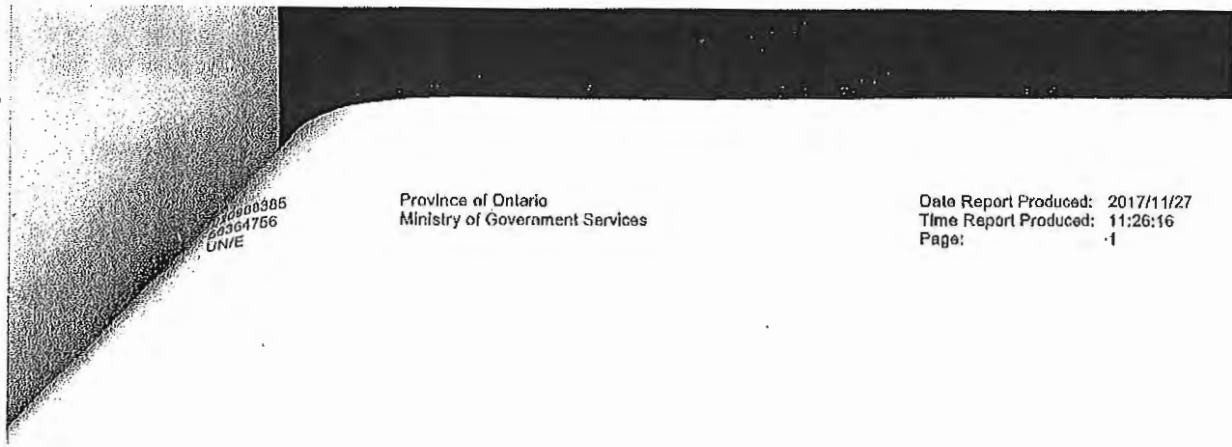
The issuance of this report in electronic form is authorized by the Director of Companies and Personal Property Security Branch.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387220

0000385
00064756
UNEProvince of Ontario
Ministry of Government ServicesDate Report Produced: 2017/11/27
Time Report Produced: 11:26:16
Page: 1

CORPORATION DOCUMENT LIST

Ontario Corporation Number
2353708Corporation Name
SHAW ALMEX GLOBAL HOLDINGS LIMITED

ACT/CODE	DESCRIPTION	FORM	DATE (YY/MM/DD)
CIA	ANNUAL RETURN 2016 PAF: NEUFELD, RYAN	1C	2017/07/09 (ELECTRONIC FILING)
CIA	ANNUAL RETURN 2015 PAF: NEUFELD, RYAN	1C	2016/07/03 (ELECTRONIC FILING)
CIA	ANNUAL RETURN 2014 PAF: SHAW, TIMOTHY	1C	2015/07/18 (ELECTRONIC FILING)
CIA	ANNUAL RETURN 2013 PAF: SHAW, TIMOTHY	1C	2014/07/18 (ELECTRONIC FILING)
CIA	CHANGE NOTICE PAF: SHAW, TIMOTHY GLEN	1	2013/12/11
CIA	ANNUAL RETURN 2012 PAF: SHAW, TIMOTHY	1C	2013/09/14 (ELECTRONIC FILING)
CIA	INITIAL RETURN PAF: SHAW, TIMOTHY GLEN	1	2013/01/07 (ELECTRONIC FILING)
BCA	ARTICLES OF INCORPORATION	1	2012/12/13 (ELECTRONIC FILING)

THIS REPORT SETS OUT ALL DOCUMENTS FOR THE ABOVE CORPORATION WHICH HAVE BEEN FILED ON OR AFTER
JUNE 27, 1992, AND RECORDED IN THE ONTARIO BUSINESS INFORMATION SYSTEM AS AT THE DATE AND TIME OF
PRINTING. ADDITIONAL HISTORICAL INFORMATION MAY EXIST ON MICROFICHE.

ALL "PAF" (PERSON AUTHORIZING FILING) INFORMATION IS DISPLAYED EXACTLY AS RECORDED IN ONBIS. WHERE PAF IS
NOT SHOWN AGAINST A DOCUMENT, THE INFORMATION HAS NOT BEEN RECORDED IN THE ONBIS DATABASE.

The issuance of this report in electronic form is authorized by the Director of Companies and Personal Property Security Branch.

Ontario

MINISTRY OF GOVERNMENT SERVICES AND CONSUMPTION

I HEREBY CERTIFY AS FOLLOWS:

WILLIAM LAWRENCE NORTHCOTE

of the Province of Ontario, whose name appears signed on the attached Instrument, which showed, at the time of signature, the status of **NOTARY**, practicing in and for the Province of Ontario, Canada, duly authorized and duly empowered by its laws to take oaths, authenticate sworn statements, and to file a public instrument and authenticate other written instruments that shall be subject to registration in said Province.

I FURTHER CERTIFY THAT I compared the signature of the above-mentioned **NOTARY** signed in the attached Instrument with the sample of the signature of the above-mentioned **NOTARY** filed at this notarial office, and I believe it is truly an authentic signature; and THAT I compared the printed Stamp of the above-mentioned NOTARY which appears on the attached Instrument with the sample of the Stamp filed in this notarial office, and I believe that the printed Seal is authentic.

[stamp]

AND IN WITNESS WHEREOF, I sign this instrument and print the Stamp of the Ministry of Governmental Services and Consumption of the Province of Ontario in the City of Toronto in the said Province, on the date, the thirtieth of November, 2017.

[illegible signature]

by the MINISTRY OF GOVERNMENT SERVICES
AND CONSUMPTION

[mechanical margin validation and authentication on the upper portion of the Consulate General of Spain in Toronto, Canada, both dated November 30, 2017]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387219

CANADA)	TO ANY PERSON WHO IS PRESENT
)	
PROVINCE OF ONTARIO)	TO SEE AND UNDERSTAND
)	
I GIVE NOTICE:)	

I, **WILLIAM L. NORTHCOTE**, Notary with an office in and for the Province of Ontario, appointed by the Royal Authority, residing in the City of Toronto, in the Province of Ontario, **CERTIFY AND ATTEST** that the copy attached hereto is a true copy of a document that has been delivered and shown to me and it is confirmed that it is a Certification of Status issued on November 22, 2017, a Corporate Profile Report and a Statement of Corporate Documents, issued on November 27, 2017 by the Ministry of Government Services in the Province of Ontario, and in which it is certified that SHAW ALMEX GLOBAL HOLDINGS LIMITED is a company established, merged or extended under the laws of the Province of Ontario and which has not been dissolved, a copy of which I have compared to the aforementioned original document, and having requested that the instrument of the foregoing be drawn up, I issue it with my Notarial Form and Official Stamp so that it has the appropriate effects.

AND IN WITNESS WHEREOF, I sign this instrument with my name and print my Notarial Stamp in the City of Toronto, on this date, November 29, 2017.

[illegible signature]

Notary Public of the Ontario Province axis

[stamp]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

Request No.: 020973090
Transaction No.: 66325779
Category Type: CT

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/22/2017
Time of Reporting: 12:46:19

CERTIFICATION OF STATUS

This is to certify that, according to the records of the Ministry of
Government Services

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Ontario Company Number

002353708

is a corporation established, merged or extended pursuant to the laws of
the Province of Ontario.

The company was established on

DECEMBER 13, 2012

and it has not been dissolved.

Issued on

NOVEMBER 22, 2017

[illegible signature]
Director

The issuance of this certification in electronic format is authorized by the Director of
the Commercial and Movable Property Guarantees Directorate.

[seal:] [illegible]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387218

Request No.: 020988360
Transaction No.: 66364683
Category Type: UN/E

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/27/2017
Time of Reporting: 11:23:40
Page: 1

CORPORATE PROFILE REPORT

Ontario Company No.	Company Name	Date of Incorporation	
2353708	SHAW ALMEX GLOBAL HOLDINGS LIMITED	12/13/2012	
		Jurisdiction	
		Ontario	
Type of Company Status of the Company		Previous Jurisdiction	
ACTIVE ONTARIO TRADING COMPANY		NOT APPLICABLE	
Registered Office Address	Merger Date	Merger Index	
323 GLOVER ROAD	NOT APPLICABLE	NOT APPLICABLE	
	New Merger Number	Notification Date	
STONEY CREEK Ontario CANADA L8E 5M2	NOT APPLICABLE	NOT APPLICABLE	
Mailing Address		Document Date	
		NOT APPLICABLE	
323 GLOVER ROAD	Reactivation Date	Extension Date	
	NOT APPLICABLE	NOT APPLICABLE	
STONEY CREEK Ontario CANADA L8E 5M2	Transfer Date	Cancellation/Inactive Date	
	NOT APPLICABLE	NOT APPLICABLE	
	Environmental Protection License Effective Date	Environmental Protection License End Date	
	NOT APPLICABLE	NOT APPLICABLE	
	Number of Directors Minimum Maximum	Ontario Start Date	Ontario Termination Date
	00001 00010	NOT APPLICABLE	NOT APPLICABLE
Activity Classification			
NOT AVAILABLE [seal:] [illegible]			

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

Request No.: 020988360
Transaction No.: 66364683
Category Type: UN/E

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/27/2017
Time of Reporting: 11:23:40
Page: 2

CORPORATE PROFILE REPORT

Ontario Company No.

2353708

Company Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

History of the Company Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Value Date

12/13/2012

Current Business Name(s):

NO

Expired Business Name(s):

NO

Director:
Name (Natural Person / Legal Person)

RYAN
CLAYTON KENNETH
NEUFELD

Address

1681 KERNS ROAD

BURLINGTON
Ontario
CANADA L7P 4V6

Start Date:

11/20/2013

First Board Member

NOT APPLICABLE

Description

EXECUTIVE

Type of Executive

CHIEF EXECUTIVE OFFICER

Canadian Residence

NO

[seal:] [illegible]

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387217

Request No.: 020988360
Transaction No.: 66364683
Category Type: UN/E

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/27/2017
Time of Reporting: 11:23:40
Page: 3

CORPORATE PROFILE REPORT

Ontario Company No.	Company Name
2353708	SHAW ALMEX GLOBAL HOLDINGS LIMITED

Director: Name (Natural Person / Legal Person)	Address
TIMOTHY GLEN SHAW	491 SECOND ROAD EAST STONEY CREEK Ontario CANADA L8J 2X9

Start Date:	First Board Member	
12/13/2012	NOT APPLICABLE	
Description	Type of Executive	Canadian Residence
BOARD MEMBER		Yes

Director: Name (Natural Person / Legal Person)	Address
TIMOTHY GLEN SHAW	491 SECOND ROAD EAST STONEY CREEK Ontario CANADA L8J 2X9 /

Start Date:	First Board Member	/
12/13/2012	NOT APPLICABLE	
Description	Type of Executive	Canadian Residence
EXECUTIVE [seal:] [illegible]	PRESIDENT	YES

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

Request No.: 020988360
Transaction No.: 66364683
Category Type: UN/E

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/27/2017
Time of Reporting: 11:23:40
Page: 4

CORPORATE PROFILE REPORT

Ontario Company No.

2353708

Company Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Director:
Name (Natural Person / Legal Person)

TIMOTHY
GLEN
SHAW

Address

491 SECOND ROAD EAST

STONEY CREEK
Ontario
CANADA L8J 2X9

Start Date:

12/13/2012

First Board Member

NOT APPLICABLE

Description

EXECUTIVE

Type of Executive

SECRETARY

Canadian Residence

YES

[seal:] [illegible]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387216

Request No.: 020988360
Transaction No.: 66364683
Category Type: UN/E

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/27/2017
Time of Reporting: 11:23:40
Page: 5

CORPORATE PROFILE REPORT

Ontario Company No.

2353708

Company Name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Last Document Enrolled Law/Code	Description	Form	Date
COMMERCIAL INFORMATION LAW	ANNUAL STATEMENT 2016	1C	09/07/2017 (ELECTRONIC SUBMISSION)

THIS REPORT CONTAINS THE MOST RECENT INFORMATION SUBMITTED BY THE COMPANY AS OF JUNE 27, 1992, INCLUSIVE, AND REGISTERED IN THE ONTARIO'S COMMERCIAL INFORMATION SYSTEM ON THE DATE AND TIME OF ITS PRINTING. ALL PERSONS CURRENTLY REGISTERED AS CURRENT DIRECTORS OR DIRECTORS ARE INCLUDED ON THE LIST OF DIRECTORS.

ADDITIONAL HISTORICAL INFORMATION MAY EXIST ON MICROFICHE.

The issuance of this Report in electronic format is authorized by the Director of the Commercial and Movable Property Guarantees Directorate.

[seal:] [illegible]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

Request No.: 020988385
Transaction No.: 66364756
Category Type: UN/E

Province of Ontario
Ministry of Government Services

Report Issued on Date: 11/27/2017
Time of Reporting: 11:28:16
Page: 1

LIST OF CORPORATE DOCUMENTS

Ontario Company Number
2353708

Company Name
SHAW ALMEX GLOBAL HOLDINGS LIMITED

LAW/CODE	DESCRIPTION	FORM	DATE (MONTH/DAY/YEAR)
COMMERCIAL INFORMATION LAW	ANNUAL RETURN 2016 PAF: NEUFELD, RYAN	1C	07/09/2017 (ELECTRONIC SUBMISSION)
COMMERCIAL INFORMATION LAW	ANNUAL RETURN 2015 PAF: NEUFELD, RYAN	1C	07/03/2016 (ELECTRONIC SUBMISSION)
COMMERCIAL INFORMATION LAW	ANNUAL RETURN 2014 PAF: SHAW, TIMOTHY	1C	07/18/2015 (ELECTRONIC SUBMISSION)
COMMERCIAL INFORMATION LAW	ANNUAL RETURN 2013 PAF: SHAW, TIMOTHY	1C	07/18/2014 (ELECTRONIC SUBMISSION)
COMMERCIAL INFORMATION LAW	NOTIFICATION OF CHANGE PAF: SHAW, TIMOTHY GLEN	1	12/11/2013
COMMERCIAL INFORMATION LAW	ANNUAL RETURN 2012 PAF: SHAW, TIMOTHY	1C	09/14/2013 (ELECTRONIC SUBMISSION)
COMMERCIAL INFORMATION LAW	INITIAL STATEMENT PAF: SHAW, TIMOTHY GLEN	1	01/07/2013 (ELECTRONIC SUBMISSION)
COMMERCIAL PARTNERSHIP LAW	DEED OF INCORPORATION	1	12/13/2012 (ELECTRONIC SUBMISSION)

THIS REPORT CONTAINS ALL THE DOCUMENTS CORRESPONDING TO THE REFERENCE COMPANY SUBMITTED SINCE JUNE 27, 1992, INCLUSIVE, AND REGISTERED IN THE ONTARIO COMMERCIAL INFORMATION SYSTEM ON THE DATE AND AT THE TIME OF ITS PRINTING. ADDITIONAL HISTORICAL INFORMATION MAY EXIST ON MICROFICHE.

ALL INFORMATION ABOUT THE "PAF" (PERSON AUTHORIZING THE PRESENTATION) IS LISTED EXACTLY AS IT HAS BEEN REGISTERED IN THE ONTARIO COMMERCIAL INFORMATION SYSTEM (ONBIS). WHEN A PAF IS NOT PRESENT NEXT TO A DOCUMENT, THE INFORMATION HAS NOT BEEN ENROLLED IN THE ONBIS SYSTEM DATABASE.

The issuance of this Report in electronic format is authorized by the Director of the Commercial and Movable Property Guarantees Directorate.

[seal:] [illegible]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER

SWORN Translation

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387215

DAVID LEELAND, English Translator-Sworn Interpreter,
appointed by the Ministry of Foreign Affairs and Cooperation,
CERTIFIES that the foregoing is a true and complete
translation into Spanish of a document written in English.

In Madrid, on the ELEVENTH day of DECEMBER TWO
THOUSAND SEVENTEEN.

Signature:
[signature]

[seal:] DAVID [illegible] SWORN ENGLISH TRANSLATOR-INTERPRETER



RETURN FILING INFORMATION

MODEL 036

Registration

Submission made on 12-12-2017

File/Reference (Assigned Record No.): 2017B3641640031M

SECURE VERIFICATION CODE: HNUAS6X2AM26QUCJ

Route of entry: Office pre-declaration confirmation

Receipt number: 0368082854684

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387214



Tax Agency

Phone: 901 33 55 33
www.agenciatributaria.es

CENSUS STATEMENT

of registration, modification and removal in the
Company Census of Professionals and Withholders

Page 1

Form
036

Identifying Data



Space reserved for identification label.

101	NIF [hw:] N4041642B
102	Last name or corporate name or name SHAW ALMEX GLOBAL HOLDINGS LIMITED

103 First Name



Receipt No.: 0368082854684

1. REASONS FOR SUBMISSION

A. Registration

- 110 ☒ Request for Tax Identification Number (NIF)
111 ☐ Enrollment in the census of entrepreneurs, professionals, and retainers

B. Change

- 120 ☐ Final NIF application, with provisional NIF available.
121 ☐ Request for a new NIF card
122 ☐ Change of phone and email address information, (pages 2A, 2B, and 2C)
123 ☐ Change of tax address, (pages 2A, 2B, and 2C)
124 ☐ Change of corporate address or administrative management, (pages 2A and 2B)
125 ☐ Change and removal of address for notification purposes, (pages 2A, 2B, and 2C)
126 ☐ Change of other identifying information. (pages 2A, 2B, and 2C)
127 ☐ Change of representative information, (page 3)
128 ☐ Change of information relating to economic and local activities, (page 4)
129 ☐ Change of the status of Large Company or Admin. Public budget over 6,000,000 euros, (page 5)
130 ☐ Request for registration/removal in the monthly return log, (page 5)
131 ☐ Application for registration/removal in the intra-EU operators registry. (page 5)
132 ☐ Communication of option and waiver of the carrying out of the VAT Registration Books through the electronic Headquarters of the AEAT. (page 5)
133 ☐ Change of information related to Value Added Tax, (page 5)
134 ☐ Change of information related to Individual Income Tax, (page 6)
135 ☐ Change of information related to Corporate Tax, (page 6) /
136 ☐ Change of information relating to non-resident income tax corresponding to permanent establishments or entities attributing income incorporated abroad with a presence in Spanish territory, (page 6)
137 ☐ Option/Waiver for Special Tax Regime of Title II of Law 49/2002. (page 6)
138 ☐ Change of information related to withholdings and account income, (page 7)
139 ☐ Change of information relating to other Taxes, (page 7)
140 ☐ Change of information regarding special intra-EU trade regimes. (page 7)
141 ☐ Change of information related to the relationship of shareholders, shareholders or participants, (page 8) /Effective date of termination
142 ☐ Stop conducting all business and/or professional activities (legal entities and entities, without liquidation. Effective Date of Termination
143 ☐ Inactive entities). 141 / /

C. Removal

- 150 ☐ Removal from the census of entrepreneurs, professionals, and retainers

151

Reason

Effective Date of Removal
152 / /

Place, date and signature

Place

MADRID

Date

05/12/2017

Signature in the capacity of

Attorneys-in-Fact

Signature

[signature]

Signed Mr./D^a: LUIS GIMENEZ GODOSAR

Ref. No.: 2017V3600095903V - Date: 05-12-2017 - Time: 11.38.28

Copy for Administration 1

Form
036

NIF

Surnames and first name, company trade name or business name

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Page 2B

Receipt No.: 0368082854684

Sheet .../...

2. IDENTIFICATION (continued)

B. Legal entities or entities											
01 Legal entity or entity resident or incorporated in Spain			02 Legal entity or entity not resident or incorporated abroad <input checked="" type="checkbox"/>				03 Country of residence code CA				
Identification											
B4 NIF		B5 Company name or name				B6 Logo					
		SHAW ALMEX GLOBAL HOLDINGS LIMITED									
B7 NIF other countries/NIF-IVA (NVAT)		B8 Date of agreement intentions		B9 Date of incorporation		B10 Date of registration		B90 State of Residence/NIF-IVA Tax Identification Code (NVAT)			
		/ /		/ /		12 / 13/ 2012					
Telephone and e-mail address information											
B26 Telephone Domestic fixed		B27 Telephone Domestic Mobile		B28 Foreign Fixed Phone				B29 Telephone Foreign Mobile			
B38 Electronic mail				B39 Address or Internet address							
Tax address in Spain											
B11 Street type	B12 Name of public roadway			B13 Type No.	B14 House No.	B15 [illegible]	B16 Block	B17 Portal	B18 Staircase	B19 Floor	B20 Door
B21 Address supplement ([illegible] Urban Development..., Industrial Park..., Shopping Center...)				B22 Locality / Town (if different from Municipality)					B23 Postal Code		
B24 Municipality Name				B25 Province				B30 Land registry reference			
Address in state of residence or incorporation (non-residents)					Tax address 038 <input checked="" type="checkbox"/>		Company address B39 <input type="checkbox"/>				
B31 Address (Address)											
323 GLOVER ROAD, STONEY CREEK											
B32 Address supplement (if necessary)				B34 Town/City				B33 Postal Code (ZIP)			
				Ontario				8838			
B35 Province/Region/State				B36 Country				B37 Code. Country			
CANADA								CA			
Address for notification purposes (if different from the fiscal, complete section 1 or 2 as you deem appropriate)											
B40 Removal											
1) B41 Type of roadway	B42 Name of public roadway			B43 Type No.	B44 House No.	B45 [illegible]	B46 Block	B47 Portal	B48 Staircase	B49 Floor	B50 Door
	CALLE GRAN VIA				NO.	6					
B21 Address supplement ([illegible] Urban Development..., Industrial Park..., Shopping Center...)				B52 Locality / Town (if different from Municipality)					B53 Postal Code		
									28013		
B54 Municipality Name				B55 Province							
MADRID				28							
B59 Recipient (if different from declarant)						B60 In the capacity of: (representative, attorney-in-fact, family shareholder, etc.)					
LUIS GIMENEZ GODOSAR						Tax Advisor/Manager					
2) B61 P.O. BOX NUMBER:					B62 Town/City				B63 Postal Code		
B64 Province	B68 Recipient (if different from declarant)				B69 In the capacity of: (representative, attorney-in-fact, family shareholder, etc.)						
Registered address in Spain (if different from tax address)											
B71 Type of roadway	B72 Name of public roadway			B73 Type No.	B74 House No.	B75 [illegible]	B76 Block	B77 Portal	B78 Staircase	B79 Floor	B80 Door
B81 Address supplement ([illegible] Urban Development..., Industrial Park..., Shopping Center...)				B82 Locality / Town (if different from Municipality)					B23 Postal Code		
B23 Postal Code				B84 Municipality Name				B85 Province			
Legal form or type of entity											
65 Do you have legal personality?			YES <input checked="" type="checkbox"/> NO <input type="checkbox"/> Mark with an X the appropriate box and indicate the legal form or type of entity:								
68	<input type="checkbox"/>	Legal entity. Legal form: 69	Foreign entity with legal personality					71			
70	<input type="checkbox"/>	Income attribution entity established in Spain with economic activity. Entity Class:						72			
72	<input type="checkbox"/>	Income attribution entity established in Spain without economic activity. Entity Class:						73			
74	<input type="checkbox"/>	Entity in attribution of income established abroad, with a presence in Spain. Entity Class:						75			
76	<input type="checkbox"/>	Entity in attribution of income established abroad, without a presence in Spain. Entity Class:						77			
76	<input type="checkbox"/>	Other entities. Entity Class: 79.....									
Permanent establishments											
B91 Operates in Spain through a permanent establishment?			YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>		B92 How many?						
Please indicate the permanent establishments through which you operate in Spain,											
B93	<input checked="" type="checkbox"/>	NIF					B94 Business name				
B95	<input checked="" type="checkbox"/>	NIF					B96 Business name				
B97	<input checked="" type="checkbox"/>	NIF					B98 Business name				

Valid for submission from the date obtained within one month

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387213

Form NIF

Surnames and first name, company trade name or business name

Page 3

036

SHAW ALMEX GLOBAL HOLDINGS LIMITED

Receipt No.: 0368082854684

Sheet .../...

3. REPRESENTATIVES

Representative No. .../...

Reason for submission			
300 Entry representative <input checked="" type="checkbox"/>	301 Removal representative <input type="checkbox"/>	302 Change of representation <input type="checkbox"/>	303 Date 11/05/2017
Representative ID			
304 NIF	305 Surnames and first name or trade name		
514255968	LUIS GIMENEZ GODOSAR		
306 Resident	Yes <input checked="" type="checkbox"/> NO <input type="checkbox"/>		
Identification of the natural person designated by the managing Legal Person (only if the representative is a managing legal entity of the holding company).			
311 Entry <input type="checkbox"/>	312 Removal <input type="checkbox"/>	313 Date	
307 NIF	308 Surname1	309 Surname2	310 Name
Reason for representation			
330 Legal <input checked="" type="checkbox"/>	331 Key	05	
332 Voluntary <input type="checkbox"/>			
Representation Type	333 Key	10	Representation Title
			334 Key 11

Representative No. .../...

Reason for submission			
355 Entry representative <input type="checkbox"/>	351 Removal representative <input type="checkbox"/>	352 Change of representation <input type="checkbox"/>	353 Date
Representative ID			
354 NIF	355 Surnames and first name or trade name		
356 Resident	Yes <input type="checkbox"/> NO <input type="checkbox"/>		
Identification of the natural person designated by the managing Legal Person (only if the representative is a managing legal entity of the holding company).			
361 Entry <input type="checkbox"/>	362 Removal <input type="checkbox"/>	363 Date	
357 NIF	358 Last Name 1	359 Last Name 2	360 Name
Reason for representation			
380 Legal <input type="checkbox"/>	381 Key		
382 Voluntary <input type="checkbox"/>			
Representation Type	383 Key	Representation Title	384 Key

Valid for submission from the date obtained within one month

Ref. No.: 2017V3600095903V - Date: 12-05-2017 Time: 11.38.28

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PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

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Central Trade Registry
Business Names SectionCSV: 12814001-INC-17099298-INR-34657088**CERTIFICATION NO. 17099298**

MR. Manuel Ballesteros Alonso, Central Commercial Registrar, based on the request by:

Mr./Ms. SHAW ALMEX GLOBAL HOLDINGS LIMITED
in application submitted to the Journal dated 06/14/2017, entry 17100844,

I CERTIFY: That the name does NOT APPEAR registered.

SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, SOCIEDAD LIMITADA

As a consequence, THE SAID NAME IS RESERVED in favor of the aforementioned interested party, for a period of six months from the date indicated below, in accordance with the provisions of Article 412.1 of the Trade Registry regulation.

Madrid, on the Fifteenth of June of Two Thousand Seventeen.

[hw:] [illegible]

THE REGISTRAR:

The foregoing certification is signed by the Registrar stated above, with his recognized electronic signature, created and made under Article 108 et seq. of Law 24/2001 of December 27 and consistent provisions.

This document can be verified using the CSV above at URL <http://www.rmc.es/csv>

* NOTE.- This certification shall be valid for the purposes of granting an instrument of THREE MONTHS from the date of issuance, in accordance with the provisions of Art. 414.1 of the Trade Registry Regulations.



Central Trade Registry
Business Names Section

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CSV: 12814001-INC-17099298-INR-34749230

CERTIFICATION NO. 17099298
EXPIRED CERTIFICATION RENEWAL

I, MR. José Ramón Iván Fernández Mariño, Central Trade Registrar, based on the request by:

Mr./Ms. SHAW ALMEX GLOBAL HOLDINGS LIMITED
in application submitted on 11/28/2017 and entry number 17012708,

CERTIFY: That the business name:

SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, SOCIEDAD LIMITADA

appears reserved in favor of the applicant, according to the certification issued on 06/15/2017 from which the six-month reserve period provided for in Art. 412.1 of the Regulation of the Trade Registry.

This certification is issued as a renewal of the previous one because it has expired, under the provisions of art. 414.1 of said regulation.

The expired certification has been attached to the application, which is rendered unusable at the same time of the signature of this instrument.

Madrid, on the Twenty-Ninth of November Two Thousand Seventeen.

THE REGISTRAR,

The foregoing certification is signed by the Registrar stated above, with his recognized electronic signature, created and made under Article 108 et seq. of Law 24/2001 of December 27 and consistent provisions.

This document can be verified using the CSV above at URL <http://www.rmc.es/csv>

The renewal granted, for the purposes of issuing the instrument and submission to the applicable Registry, shall be valid until 12/15/2017, the date on which the temporary business name reservation expires.

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**RESTRICTED**

HSBC Bank plc, Branch in Spain, with registered office at, Tower Picasso Building, 33rd floor, Plaza Pablo Ruiz Picasso, #1, 28020 Madrid and on its behalf and representation Ms. Mónica Cuadra Barrenechea, with DNI No. 50,833,169H with sufficient power of attorney according to the instrument granted before the Notary Public of Madrid Mr. Antonio Luis Reina Gutiérrez dated October 29, 2014 under number 9585 of the notarial record order and Mr. Ignacio Colom Figuer, with DNI No. 17,724,528S, with sufficient power of attorney according to the instrument granted before the Notary Public of Madrid Mr. Antonio Luis Reina Gutiérrez dated July 30, 2013 under number 7065 of his notarial records,

CERTIFIES

That as recorded in our files and records, and for the purposes of the provisions of Article 62 of Royal Legislative Decree 1/2010, of July 2 approving the consolidated text of the Capital Companies Act and in Art. 189 of the Trade Registry Regulations approved by RD 1784/1996 of July 19, with value date of December 08, 2017, the transfer of SHAW-ALMEX INDUSTRIES LIMITED has been received in checking account ES8001620001260009125001, payable to SHAW-ALMEX SPAIN REAL ESTATE HOLDINGS SL for the amount of Euros 3,050.00 (Three thousand fifty euros), as "Shaw-Almex Global Holdings Ltd Contribution to Capital Stock".

And in witness whereof, and at the request of the account holder, we issue this certificate in Madrid, on December 13, 2017.

HSBC Bank plc
Branch in Spain

P.P.
[signature]

The HSBC logo, consisting of the letters "HSBC" in a bold, serif font, followed by a hexagonal emblem containing four white triangles pointing towards the center.
HSBC Bank plc Spain Branch

Note: This certificate shall be valid for two months. The contributor knows that the income has been made into the account of the company in establishment, which can be disposed of only by persons authorized to do so.

HSBC Bank plc, Spain Branch
Picasso Tower, 33rd Floor, Pza. Pablo Ruiz Picasso, 128020 Madrid
Tel: 91 456 61 00 Fax: 91 456 62 00 Swift: MIDLESMM - www.hsbc.es

Registered at the Trade Registry of Madrid Vol. 5.879, General 4934, Sect. 3 (I. Companies), Page 30, H. No. 48471, Entry 1 HSBC Bank plc, Spain Branch is a branch of HSBC Bank plc, registered in the United Kingdom under number 14259, authorized by the Prudential Regulation Authority under reference number 114216 and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. N.I.F. W-0061401-F

BYLAWS GOVERNING THE CAPITAL, LIMITED LIABILITY COMPANY, CALLED “SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.”

=====

ARTICLE 1.- NAME, NATIONALITY, CHARACTER AND REGULATION OF THE COMPANY.

The Company is called “SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, Limited Liability Company”, is of Spanish nationality, is commercial in nature and is governed by these Bylaws, by the Capital Companies Act, whose Consolidated Text was approved by Royal Legislative Decree 1/2010, of July 2 (B.O.E. No. 161, of 3 July), and other applicable laws and legal rules.

ARTICLE 2.- CORPORATE PURPOSE.

The purpose of the company is:

To carry out all kinds of real estate transactions involving rural and urban properties; the execution of developments, subdivisions, urban developments, and both private and public construction works; the sale, mortgage, lease, transformation, improvement, management and operation of any type of property.

All of the above activities may be carried out on their own behalf or on behalf of others, as well as directly or through participation in the capital of other companies.

All activities for which the law requires special requirements that are not complied with by this Company are excluded.

If any professional degree, administrative authorization or registration in Public Registries or any other requirement is required by law for the exercise or commencement of any of the aforementioned activities, such activity shall be carried out through a person who holds the required professional degree and, where appropriate, may not be initiated until the required requirements are met in accordance with the Law.

ARTICLE 3- REGISTERED OFFICE.

1. The registered office is established at 28013 Madrid, Calle Gran Vía No. 6, the center of its effective administration and management.

2. The Company may open branches anywhere within the national territory or abroad.

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3. The management body shall have the authority to resolve upon the creation, suppression or relocation of branches, as well as to transfer the registered office within the national territory.”

“ARTICLE 4. SHARE CAPITAL

1. The share capital is THREE THOUSAND FIFTY EUROS (€ 3,050.00), and it is divided into THREE THOUSAND FIFTY (3,050) shares of ONE EURO (€ 1.00), of nominal value each, numbered consecutively from 1 through 3,050, both inclusive.

2. The company shares are in equal shares, indivisible and cumulative parts of the share capital and shall be fully subscribed by the shareholders, and the par value of each shall be fully paid in at the time of execution of the instrument of incorporation of the Company.

3. The company shares may not be represented by means of certificates or book entries, nor may they be called shares, and in no case shall they be considered securities.

4. All company shares have identical rights. Each company share grants its legitimate holder the status of shareholder, the right to cast one vote in the decisions and deliberations of the General Meeting of Shareholders, the right to the same dividend in the distribution of company profits and in the assets resulting from liquidation, as well as all other rights granted by law and by these Bylaws.”

ARTICLE 5.- DURATION. START OF OPERATIONS. FISCAL YEAR.

1.- The duration of the Company is indefinite.

2.- The operations of the Company shall begin on the day of the granting of the articles of incorporation.

3.- The fiscal year shall coincide with the calendar year. By exception, the first fiscal year shall begin on the day of granting the foundation instrument and shall end on December thirty-first of the same year.

ARTICLE 6.- BOOK OF RECORD OF SHAREHOLDERS.

1.- The Company shall keep a Register of Shareholders Book, which shall record the original ownership and the successive voluntary or forced transfers of the shareholdings, as well as the constitution of real rights and other encumbrances on them. Each entry shall indicate the identity and address of the holder of the interest or the right or lien constituted on it.

2.- The Company shall only consider as a shareholder the person registered in the Shareholder Registry Book.

3.- Any shareholder may examine the Book of Record of shareholders, which shall be kept and shall be in the custody of the Management Body.

ARTICLE 7.- NO TRANSFERS OF SHARES PRIOR TO REGISTRATION.

Until the registration of the company or, where appropriate, the share capital increase agreement in the Trade Registry, the shareholdings shall not be transferred.

ARTICLE 8.- DOCUMENTATION OF TRANSFERS.

1.- Transfers of shares, as well as the constitution of the real right of pledge over them, shall be recorded in a public document.

The constitution of real property rights other than those referred to in the previous paragraph on corporate shares shall be recorded in a public instrument.

2.- Any person who acquires shares may exercise the shareholder rights with the company from the time the person becomes aware of the transfer or establishment of the encumbrance. For this purpose, the acquisition by any title of corporate shares shall be communicated in writing to the Management Body, indicating the name or corporate name, nationality, domicile, and National ID or Tax ID of the new shareholder.

ARTICLE 9.- TRANSFER OF SHARES BY “INTER VIVOS” ACTS.

1.- The voluntary transfer of shares by “inter vivos” acts between shareholders, as well as that carried out in favor of the spouse, ascendant or descendant of the shareholder or in favor of companies belonging to the same group that transfers it, shall be free. In all other cases, transfers of equity interests by “inter vivos” instruments are subject to the rules and limitations set forth in this regard in the Capital Companies Act.

ARTICLE 10.- TRANSFER OF SHARES DUE TO “MORTIS CAUSA” INSTRUMENTS.

The acquisition of any shareholding by inheritance confers on the heir or legatee of the deceased shareholder the status of a shareholder. However, the surviving shareholders, and failing that, the Company, shall have the right to acquire the shares of the deceased shareholder, valued at the fair value they had on the day of the death of the shareholder, the price of which shall be paid in cash. The valuation shall be governed by the provisions of the Capital Companies Act in cases of separation of shareholders and the right of acquisition shall be exercised within a maximum period of three months from the communication to the company of the acquisition by inheritance, and shall comply with the following rules:

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a) Any person who acquires “mortis causa” shall inform the Company’s Management Body, within three months of the death of the decedent of the person, of the amount as well as the number of each of the corporate shares acquired. The Management Body, within thirty days of the aforementioned communication, shall notify all the remaining shareholders, who may acquire them, within sixty days following receipt of said notification, in proportion to the shareholdings that each one holds, if there is more than one interested in exercising that right.

b) In the event that no shareholder exercises his right of acquisition, according to the previous rule, the heir or legatee shall permanently acquire the status of shareholder.

c) The right of acquisition granted herein to the shareholders shall be exercised on all equity interests acquired by inheritance or legacy; therefore, it is not admissible, unless expressly agreed between all interested parties, to exercise them in relation to only a part hereof.

ARTICLE 11.- JOINT OWNERSHIP OF SHARES.

In the event of co-ownership over one or more shareholdings, the co-owners shall appoint a single person to exercise the shareholder rights, and shall be jointly and severally liable to the company for any obligations arising from this condition. The same rule shall apply to the other cases of joint ownership of rights over shares.

ARTICLE 12.- USUFRUCT, PLEDGE AND ATTACHMENT OF SHARES.

In cases of usufruct, pledge and attachment of shares, the provisions of the Capital Companies Act and other applicable legal rules shall apply.

ARTICLE 13.- ACQUISITION BY THE COMPANY OF ITS OWN SHARES.

In no case may the company assume its own shares, nor the shares or shares created or issued by its parent company, except in the cases provided for in Article 140 of the Capital Companies Act.

ARTICLE 14.- CORPORATE BODIES.

The bodies of the Company shall be the General Meeting of Shareholders and the Management Body.

ARTICLE 15.- GENERAL MEETING.

The intent of the shareholders, expressed by majority, shall govern the life of the Company. This majority shall necessarily be formed at the General Meeting, and the adoption of agreements outside the Meeting is prohibited.

The shareholders, meeting at the General Meeting, shall decide by the majority legally or statutorily established, on the matters inherent to the legality of the meeting.

All shareholders, including dissident shareholders and those who have not participated in the meeting, are subject to the agreements of the General Meeting.

ARTICLE 16.- CLASSES OF MEETINGS.

General meetings may be ordinary or extraordinary.

1.- **Ordinary Meeting.** The ordinary general meeting, previously convened for this purpose, shall necessarily meet within the first six months of each fiscal year, to, where appropriate, approve the corporate management, the accounts of the previous fiscal year and decide on the application of the result.

The ordinary general meeting shall be valid even if it has been convened or held late.

2.- **Extraordinary Meeting.** Any meeting other than that provided for in the previous point shall be considered an extraordinary general meeting.

ARTICLE 17.- LEGALITY OF THE GENERAL MEETING.

The General Meeting is authorized to deliberate and agree on the following matters:

a) The approval of the annual financial statements, the application of the result and the approval of the corporate management.

b) The appointment and separation of the directors, the liquidators and, where appropriate, the auditors of the financial statements, as well as the exercise of the corporate action of liability against any of them.

c) The amendment of the Corporate Bylaws (except for those amendments that are a consequence of the transfer of the registered office within the same municipal term, for which the Management Body is empowered, in accordance with the provisions of Article 3.3 of these Bylaws).

d) The increase and reduction of share capital.

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- e) The deletion or limitation of the right of preferential subscription and preferential assumption.
- f) The acquisition, disposal or contribution to another company of essential assets. The essential nature of the asset shall be presumed when the amount of the operation exceeds twenty-five percent (25.00%) of the value of the assets appearing on the last approved balance sheet.
- g) The transformation, merger, spin-off, or global assignment of assets and liabilities and the transfer of domicile abroad.
- h) The dissolution of the company.
- i) Approval of the final liquidation balance.
- j) The authorization to the directors for the exercise, on their own behalf or on behalf of others, of the same, analogous, or complementary type of activity that constitutes the corporate purpose.
- j) By means of a specific agreement for each case, advance funds, grant credits or loans, provide guarantees, and provide financial assistance to its shareholders and directors. The performance of the above acts in favor of another company belonging to the same group shall not require agreement of the General Meeting.
- k) Any other matters determined by law or statute.

ARTICLE 18.- CALL FOR THE GENERAL MEETING.

1.- **Authority to call meetings.** The General Meeting shall be convened by the directors and, where appropriate, by the liquidators of the company.

2.- **Duty to call meetings.** The directors shall call the General Meeting whenever they deem it necessary or convenient for the corporate interests, and in any case, on the dates or periods determined by law and these bylaws.

3.- **Request by the minority to call meetings.** The directors shall call the General Meeting when requested by one or more shareholders representing at least five percent of the share capital, stating in the request the matters to be discussed at the Meeting.

In this case, the General Meeting shall be called to be held within two months following the date on which the directors were requested by a notary to call the meeting, and the matters that had been the subject of the request shall necessarily be included on the agenda.

4.- Meetings called by court order.

a). If the ordinary general meeting or the general meetings provided for in these bylaws are not called within the corresponding legal or statutory period, it may be, at the request of any shareholder, after a hearing of the directors, by the Court Secretary or Trade Registrar of the registered office.

b). If the directors do not respond in a timely manner to the request the general meeting to be called made by the minority, the call may be issued by the Clerk of the Court or by the Trade Registrar of the registered office, after a hearing of the directors.

5.- Calling meetings in special cases. In the event of the death or termination of the sole director, of all joint directors, of any of the joint directors, or of the majority of the shareholders of the board of directors, without there being alternates, any shareholder may request from the court for commercial matters of the registered office that a general meeting be called for the appointment of the directors.

In addition, any of the directors who remain in the exercise of their duties may call the general meeting for that sole purpose.

ARTICLE 19.- FORM OF MEETING NOTICES. AND CONTENTS

1.- The General Meeting shall be called by certified mail, telegram, or burofax - in all cases with text certification and acknowledgment of receipt -, or by any other individual and written communication procedure that ensures both the content of the call and its receipt by all shareholders, at the address designated for this purpose or recorded in the Shareholders Record Book. Partners residing abroad shall only be individually summoned if they have designated a place in the national territory for notifications.

The announcement of the call shall contain the name of the person or persons who make the communication, the name of the company, the date and time of the meeting, as well as the agenda, on which the matters to be discussed shall appear, and unless expressly mentioned otherwise, it shall be understood that the Board has been called to be held at the registered office.

2.- Between the call and the date set for the meeting, there shall be a period of at least fifteen days. This period shall be calculated from the date on which the notice has been sent to the last of the shareholders.

ARTICLE 20.- UNIVERSAL MEETINGS.

The General Meeting shall be validly constituted to deal with any matter, without the need for a prior notice, provided that the entire share capital is present or represented and the attendees unanimously agree that the meeting will be held.

The Universal Meeting may take place at any location in the national or abroad.

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ARTICLE 21.- RIGHT OF ATTENDANCE AT THE MEETING. REPRESENTATION.

1.- All shareholders have the right to attend the General Meeting.

2.- Any shareholder may be represented at the meetings of the General Meeting by the shareholder's spouse, ascendant or descendant relative, by another shareholder, or by any person who holds a general power of attorney granted in a public document with authorizations to manage any assets that the represented party has in national territory.

The representative shall comprise all the shares held by the represented shareholder and it shall be conferred in writing. If it is not included in a public document, it shall be special for each meeting.

ARTICLE 22.- OFFICERS OF THE GENERAL MEETING.

The positions of Chairman and Secretary of the General Meeting shall be conferred on:

a) The Chairman and Secretary of the Board of Directors, respectively, when the administration of the company is entrusted to this administrative body.

b) On the oldest and youngest directors, respectively (if two or more directors).

c) On the sole director, the position of Chairman; and that of Secretary, on the person who, at the beginning of the meeting and for this purpose, is designated by a simple majority of the shareholders in attendance.

If it is not possible to assign the positions of Chairman and Secretary of the General Meeting in any of the forms set forth above, such positions shall fall to the persons designated for such purpose, at the beginning of the meeting, by the shareholders in attendance.

ARTICLE 23.- LIST OF ATTENDEES.

1. Before entering the agenda, the list of attendees shall be made, stating the character or representative of each and the number of their own shares or other shares with which they concur.

2. At the end of the list, the number of shareholders present or represented shall be determined, as well as the amount of the capital they hold, specifying the one corresponding to the shareholders with voting rights.

3. The list of attendees shall necessarily be included in the minutes.

ARTICLE 24.- DELIBERATIONS OF THE GENERAL MEETING. ADOPTION OF RESOLUTIONS. MAJORITY RULE.

1.- The General Meeting shall be validly constituted if shareholders representing at least one third of the votes corresponding to the shareholdings in which the share capital is divided attend the same, present or represented.

Except for the cases expressly provided for in the Law, only the matters included in the meeting notice may be deliberated and voted on.

Matters that are substantively separate shall be voted on separately. In any case, even if they appear in the same point on the agenda, they shall be voted on separately:

- a) The appointment, ratification, re-election or separation of each director.
- b) In the modification of bylaws, that of each article or group of articles that have their own autonomy.
- c) Those matters in which this is provided for in the Law or in these bylaws.

The deliberations shall be directed by the Chairman of the Board, who shall grant the right to speak for this purpose to the shareholders who request it and in the same order in which they request it. The Chairperson may also indicate a time limit for the speech of each shareholder, but this time shall be the same for all the shareholders who speak on each item the agenda.

2.- Corporate resolutions shall be adopted by majority of the votes validly cast, provided that they represent at least one third of the votes corresponding to the corporate shares in which the share capital is divided. Blank votes shall not be counted.

By exception from the provisions of the previous paragraph:

- a) The increase or reduction of capital and any other modification of the bylaws shall require the favorable vote of more than half of the votes corresponding to the shares in which the capital stock is divided.
- b) The authorization of the directors to dedicate themselves, on their own or on behalf of others, to the same, analogous or complementary type of activity that constitutes the corporate purpose; the suppression or limitation of the right of first refusal in capital increases; transformation, the merger, the spin-off, the global assignment of assets and liabilities and the transfer of domicile abroad, and the exclusion of shareholders shall require the favorable vote of, at least, two-thirds of the votes corresponding to the shares in which the share capital is divided.
- c) Directors may be separated from their duties when at least two-thirds of the votes corresponding to the shares in which the share capital is divided vote in favor of the separation; and even if the separation does not appear on the agenda.

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3.- Resolutions of the General Meeting that decides on the exercise of the liability action against the directors may be adopted even if it is not recorded on the agenda, and shall necessarily require the favorable vote of at least one third of the votes corresponding to the shareholdings in which the share capital is divided, not counting blank votes.

4. The shareholder shall not exercise the voting right corresponding to the shares of the shareholder when it involves the adoption of any resolution for the purpose:

- a) To authorize it to transfer shares subject to any legal or statutory restriction,
- b) To exclude the shareholder from the company,
- c) To release the shareholder from any obligation or to grant any right to the shareholder,
- d) To provide the shareholder with any type of financial assistance, including providing guarantees in favor of the shareholder, or
- e) To exempt the shareholder from the obligations arising from the duty of loyalty in accordance with the provisions of Article 230 of the Capital Companies Act.

The shares of any shareholder who is in any of the situations of conflict of interest covered in the previous paragraph shall be deducted from the share capital to calculate the majority of votes that are necessary in each case.

ARTICLE 25.- RECORD IN MINUTES OF CORPORATE RESOLUTIONS.

All corporate resolutions shall be recorded in the minutes.

The minutes shall necessarily include the list of attendees and shall be approved by the Board itself at the end of the meeting or, failing that, and within a period of fifteen days, by the Chairman of the General Meeting and two controlling shareholders, one on behalf of the majority and another by the minority.

Corporate resolutions may be executed from the date of approval of the minutes in which they are recorded.

The provisions of current laws and regulations shall be followed to determine who is entitled to certify on the resolutions adopted in Meetings.

ARTICLE 26.- MANAGEMENT BODY OF THE COMPANY.

The management and representation of the Company, in and out of court, corresponds to the Management Body, which shall be composed, at the will of the General Shareholders Meeting:

a) By a Sole Director.

b) By several joint and several directors (minimum two and maximum four).

c) By several directors together or joint directors (at least two and four at most), who shall act with two signatures and joint signature of any two of them.

d) By a Board of Directors, composed of at least three Directors and at most twelve.

Directors shall attend general meetings.

The title of shareholder is not required to carry out these duties.

It is the responsibility of the General Meeting to determine the number of directors in the event that any of the forms of the Management Body referred to in sections b), c) and d) are chosen.

Any agreement that alters the way in which the management of the company is organized, whether or not it constitutes modification of the bylaws, shall be recorded in a public instrument and shall be registered at the Trade Registry.

ARTICLE 27.- APPOINTMENT AND DURATION OF THE POSITION OF DIRECTOR.

1.- The appointment of the directors corresponds exclusively to the General Meeting, which may also separate them from the position at any time, by means of a resolution adopted with the majority indicated in Article 24, 2 c) of these bylaws.

2.- Directors shall hold their position indefinitely, although the General Meeting may remove them at any time, in accordance with the provisions of the previous point 1 of this article.

ARTICLE 28.- ALTERNATE DIRECTORS.

No alternate Directors shall be appointed.

ARTICLE 29.- REMUNERATION OF DIRECTORS.

The title of director shall be without compensation.

ARTICLE 30.- BOARD OF DIRECTORS.

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1.- When the Management Body is constituted by a Board of Directors, it shall be composed of at least three and at most twelve Directors. The Board of Directors shall meet at least once in every quarter.

2.- The Board of Directors shall appoint its Chairman and Secretary, and a Director shall always be the first of these positions. It may also, if it deems it appropriate, appoint a Vice Chairman, whose position shall be held by a Director. It may also appoint from its own an Executive Committee and/or one or more Delegated Directors, establishing the content, limits, and modalities of delegation. The delegation agreement shall determine the powers that are delegated and the mode of action of the delegates, but in any case, the performance of all acts included in the corporate purpose shall be subject to delegation.

3.- The permanent delegation of any authority of the Board to the Executive Committee or the CEO, as well as the appointment of the persons who shall occupy such positions, shall require for their validity the favorable vote of two-thirds of the Board members, and shall not take effect until their registration in the Trade Registry.

4.- The call of the meetings of the Board corresponds to its Chairman or any person who acts in the capacity of Chairman, who may do so whenever the Chairman deems it appropriate for the interests of the company, and shall be obligated to do so whenever at least two members of the Board request it.

The calling of the meetings of the Board may also be carried out by the directors who constitute at least one third of the shareholders of the Board of Directors, if, upon request to the Chairman, the chairman has not called a meeting without justified cause within a period of one month from the time the request was made.

Meeting notices shall be issued three days in advance/by notice, to each of the Directors, either personally or by certified mail, telegram, or burofax.

To validly hold any Board Meeting, it shall be sufficient for half plus one of its members to attend the meeting, present or represented, unless some other majority is required by Law.

5.- Representatives in attendance at Board sessions shall be a Board member.

6.- The agreements shall be adopted by an absolute majority of the Directors attending the session, with the Chairman having a tie breaking vote if there is a tied vote. Voting in writing and without a session will be allowed only when no Director opposes this procedure.

7.- The provisions of the first paragraph of Article 24 of these Bylaws shall apply to the meetings of the Board, with regard to the deliberations; in all other matters not provided for, the manner of deliberation and agreements shall be as regards the legal rules in effect.

8.- The discussions and agreements of the Board of Directors shall be recorded in a book of Minutes, which shall be signed by the Chairman, or in the absence thereof by the Vice Chairman, and by the Secretary.

9.- It shall be the responsibility of the Secretary of the Board of Directors, when this is the administrative body chosen by the Board, to certify the content of the minutes of the meetings of the Board and the Board, with the approval of the Chairman of said body, or the Vice Chairman of the same body, in the absence of the Chairman.

ARTICLE 31.- REPRESENTATION OF THE COMPANY. POWERS OF THE MANAGEMENT BODY.

1.- The representation of the company, in and out of court, corresponds to the Management Body, in accordance with the provisions of Article 26 of these bylaws; and consequently, the attribution of the power of representation to the directors shall be governed by the following rules:

a) In the case of a sole director, the authority of representation shall necessarily correspond to the sole director.

b) In the case of several joint directors, the power of representation shall correspond to each director, interchangeably.

c) In the case of several joint directors, the power of representation shall be exercised jointly and jointly by at least two of them.

d) In the case of the Board of Directors, the power of representation shall correspond to the Board itself, which shall act as a collegial body. However, the Board of Directors may appoint an Executive Committee or one or more Delegated Directors from within it, in the manner provided for in Article 30 of these bylaws.

2.- The scope of the representation shall extend to all acts included in the corporate purpose defined in these bylaws, extending in relation to it to all those acts that are not expressly reserved by Law or by the bylaws to the competence of the General Meeting of shareholders.

3.- **Prohibition on the Issuance of Bonds.-** The company shall not, or consequently the Management Body shall not, grant or guarantee the issuance of bonds or other negotiable securities grouped into issues.

ARTICLE 32.- ANNUAL FINANCIAL STATEMENTS.

[signature]

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible][seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387204

1. Annual financial statements shall be approved by the general meeting.

2. From the call of the general meeting, any shareholder may obtain from the company, immediately and free of charge, the documents that shall be submitted for approval of the general meeting, as well as, where appropriate, the management report and the report by the auditor of the financial statements.

The meeting notice shall mention this right.

3. Unless otherwise provided in the bylaws, during that same period, the shareholder or shareholders representing at least five percent of the capital may examine at the registered office, by themselves or in conjunction with an accounting expert, the documents used as support and background of the annual financial statements.

The provisions of the preceding paragraph do not prevent or limit the minority's right for any auditor of financial statements to be appointed and charged to the company.

ARTICLE 33.- DISTRIBUTION OF DIVIDENDS.

The profits that the General Meeting agrees to distribute shall be distributed among the shareholders in proportion to their share in the share capital.

ARTICLE 34.- DISSOLUTION AND LIQUIDATION OF THE COMPANY.

The Company shall be dissolved for the reasons indicated by the Law. After it is dissolved, the liquidation period shall open, during which it shall retain its legal personality, adding the expression "in liquidation" to its name. Cases of merger or spin-off or other cases of global assignment of the assets and liabilities shall be an exception from this liquidation period.

The liquidation of the company shall also be carried out in accordance with the legal rules.

ARTICLE 35.- CONFLICTS OF INTEREST.

It is expressly prohibited to hold positions in the Company for persons declared to have a conflict in Law 5/2006, of 10 April, on the regulation of conflicts of interest of shareholders of the Government and of the High Offices of the General State Administration (B.O.E. No. 86, of April 11, 2006), in the Law of the Autonomous Community of Madrid 14/1995, of April 21 (B.O.C.M. No. 105, of May 4, 1995).

ARTICLE 36.- SUPPLEMENTAL RULES.

In all matters not expressly regulated in these bylaws, the Limited Liability Companies Act and other applicable legal rules shall be in full force and effect.



MINISTRY OF ECONOMY AND
COMPETITIVENESS
DIRECTORATE GENERAL OF
INTERNATIONAL TRADE AND INVESTMENTS

**DECLARATION OF FOREIGN INVESTMENT IN NON-LISTED
COMPANIES, BRANCHES AND OTHER FORMS OF INVESTMENT**

Form
D-1A
Sheet No.

Declaration No.: **0639814**

Is it a correction? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> If yes, indicate the number of the TE1, MC1A or D-1a to be corrected <input type="text"/>	If the investment requires prior declaration, indicate: DP-1 No. <input type="text"/> Date: <input type="text"/>	D-1B of origin No. <input type="text"/> No. <input type="text"/> No. <input type="text"/> No. <input type="text"/>
	Is the investment being declared subject to any special regime? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> If yes, has the specific sectoral legislation been complied with? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
	Requires authorization? <input type="checkbox"/> Date: <input type="text"/>	

Information on the Spanish Company Subject to the Investment	I	1. Company Name	NIF <input type="text"/>	
		<input type="text"/> [hw:] SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.		<input type="text"/>
		Street/Plaza/Ave	Street Name	Number
		<input type="text"/> [hw:] STREET	<input type="text"/> [hw:] [illegible] ROADWAY	<input type="text"/> [hw:] 6
		Postal Code	Municipality	Province
		<input type="text"/> [hw:] 28013	<input type="text"/> [hw:] MADRID	<input type="text"/> [hw:] MADRID
		Main activity (in the case of any holding company, activity of the most representative subsidiary of the group)		CNAE
		<input type="text"/> [hw:] LEASE [illegible]		<input type="text"/> [hw:] 6820
		Holding Spanish companies <input type="checkbox"/> foreign companies <input type="checkbox"/>		
		2. Legal form and participation in other Spanish companies	3. Financial Data	
	Legal form: <input type="text"/> [hw:] 01	Before the investment		
	Number of subsidiaries..... <input type="text"/> 0	[hw:] 3050		
		After the investment		
		[hw:] 3050		
		[hw:] 100%		

Investor Information	II.	4. Holder of the investment	Full Name or Company Name <input type="text"/> [hw:] SHAW ALMEX GLOBAL HOLDINGS LTD	
		Address	<input type="text"/> [hw:] 323 [illegible] RD, ONTARIO	
		Country	Code	Country
		<input type="text"/> [hw:] CANADA	<input type="text"/>	<input type="text"/>
		5. Participation in the Spanish company		
		Percentage	Before the investment	After the investment
		<input type="text"/> [hw:] 0	<input type="text"/> [hw:] 100%	
		Board of Directors seat	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
		6. Ultimate Owners of the Non-Resident Holder		
		Full name or corporate name of the ultimate owner	Stock Exchange	Country
	6.1 <input type="text"/> [hw:] TIMOTHY GLENN SHAW	<input type="text"/>	<input type="text"/>	<input type="text"/>
	6.2 <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
	6.3 <input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Information on the Foreign Investment	III.	7. Transaction:	Class: <input type="text"/> [hw:] 01	Date Performed <input type="text"/> [hw:] 12/14/17	Nominal Amount <input type="text"/> [hw:] 3050	Effective Amount <input type="text"/> [hw:] 3050	
		9. In the case of acquisition, indicate the number of transferors, their name or corporate name and country of residence	Number of transferors: <input type="text"/>				
		Full Name or Company Name	Country				
		<input type="text"/>	<input type="text"/>				
		<input type="text"/>	<input type="text"/>				
		10. Means of Contribution	Code	Amount	Code	Amount	
		<input type="text"/> [hw:] 01	<input type="text"/> [hw:] 3050	<input type="text"/>	<input type="text"/>	<input type="text"/>	
		8. Autonomous Communities	Code	Percentage			
		<input type="text"/> [hw:] 13	<input type="text"/> [hw:] 100%				
		11. Reason for the Investment	<input type="text"/> [hw:] 01				

Endorsements	III.	12. Declaration: Mr(s). LUIS GIMENEZ GODOSAR with address in MADRID street <input type="text"/> [hw:] [illegible] No. <input type="text"/> [hw:] [illegible] with DNI No. <input type="text"/> [hw:] [illegible] On his own behalf or in representation of, I sign the information in this declaration. <input type="text"/> [hw:] MADRID 14th of December [illegible] (signature)	13. Endorsement by the Public Notary I attest that there is no inconsistency between the information contained in this declaration and the public instrument authorized by me. Date: <input type="text"/> Protocol No. <input type="text"/>
		14. Last name and first name or company name, NIF and address for notifications: <input type="text"/> [hw:] GIMENEZ TORRES ATTORNEYS [illegible]	Name, address, and phone number of the Public Notary
		Postal Code <input type="text"/> [hw:] [illegible] Telephone <input type="text"/> [hw:] [illegible]	
		Email <input type="text"/> [hw:] [illegible]	

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5387203

THIS IS THE FIRST TRUE COPY of its original instrument, where I have made a note of it. At the request of the Company established, I issue it on thirty-two pages of notarial paper, DS series, numbers 5387234 and the thirty-one preceding in reverse order, which I sign, execute, initial and seal in Madrid, on the same day when it was issued. I ATTEST.

[seal:] NOTARIAL PUBLIC FAITH • GENERAL COUNCIL • OF THE SPANISH NOTARIAT • EUROPEAN NOTARIAT •
NIHIL PRIUS FIDE 0232917761 [illegible]

[seal:] NIHIL PRIUS FIDE NOTARY OFFICE OF [illegible] SALGADO - MADRID -

[stamp:] Fee Application, 3rd, additional provision, Law 8/89.- Basis of calculation: DECLARED. Applicable fee numbers: 2, 4, 7. Notarial fees: AS PER FEE NOTE.

[stamp:] COOPERATING OFFICE IN MANAGEMENT TRADE REGISTRY 6008116456124 TAX ON WEALTH TRANSFERS On 12-20-2017, self-assessment 6008116456124 is submitted, as EXEMPT or NOT SUBJECT TO TAX. Pending administrative verification.

[seal:] COMMUNITY OF MADRID TRADE REGISTRY OF MADRID [illegible] IN MANAGEMENT [illegible] MADRID

[seal:] [illegible]

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5386341

[stamp:] José María Mateos Salgado NOTARIO C/ Ayala, 66 - 1º dcha. Telephone 91 577 52 66 28001 MADRID

I, JOSE MARÍA MATEOS, NOTARY OF MADRID
AND OF ITS ILLUSTRIOUS BOARD,

I ATTEST: That in the main document of the instrument of INCORPORATION of COMPANY authorized by the undersigned Notary, on the fourteenth day of December of two thousand seventeen, with number 4.64 6 of my protocol, the following record appears, together with the attached document transcribed below:

RECORD I, the authorizing Notary, hereby state that I have been given certification from the Central Trade Registry, Business Names Section, in force, which shows that the name "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L." does not exist.

The said certification consists of one page and is attached to this main document to form an integral part thereof.

And in witness whereof, I hereby issue this record on the last page of the instrument that is the basis of it (DS0722901) and on one more page of paper for exclusive use for notary documents, of the DU series, number 7011008, which I sign, initial, and stamp, in Madrid, on the twenty-third of January two thousand eighteen. I ATTEST: SIGNED. José María Mateos Salgado. Signed and stamped.

DOCUMENT FOLLOWS

23/[illegible]/18

[seal:] [illegible]



[hw:] [illegible]
CSV: 12814001-INC-18008595-INR-6283483

CERTIFICATION NO. 18008595

MS. Elena Parejo García, Central Trade Registrar, based on the matter in the interest of:

Mr./Ms. SHAW ALMEX GLOBAL HOLDINGS LIMITED
in an application submitted to the Journal dated 01/16/2018, entry 18008739,

I CERTIFY: That the business name does NOT APPEAR registered:

SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, SOCIEDAD LIMITADA

As a consequence, SUCH NAME IS RESERVED in favor of the aforementioned interested party, for a period of six months from the date indicated below, in accordance with the provisions of Article 412.1 of the regulations of the Trade Registry.

Madrid, on the Seventeenth of January, Two Thousand Eighteen.

THE REGISTRAR,

The foregoing certification is signed by the Registrar stated above, with his recognized electronic signature, created and made under Article 108 et seq. of Law 24/2001 of December 27 and consistent provisions.

This document can be verified using the CSV above at URL <http://www.rmc.es/csv>

* NOTE.- This certification shall be valid for the purposes of granting an instrument for THREE MONTHS from the date of issuance, in accordance with the provisions of Art. 414.1 of the Trade Registry Regulations.

PAPER FOR THE EXCLUSIVE USE OF NOTARIAL DOCUMENTS

07/2017

[stamp:] STATE STAMP DUTY
[stamp:] €0.15 [illegible]

[seal:] NOTARIAL OFFICE OF MR JOSÉ
MARÍA MATEOS SALGADOS - MADRID -
NIHIL PRIUS FIDE

DS5386340

It exactly matches the original to which I refer, and at the request of the entity "SHAW ALMEX SPAIN REAL ESTATE HOLDINGS, S.L.", I issue this testimony stated, which is issued on two pages of paper exclusively for notarial documents, series DS, numbers 5386341 and this page, which I sign, initial, and stamp in Madrid, on the twenty-third of January two thousand eighteen.- I again attest.

[seal:] NOTARIAL PUBLIC FAITH • GENERAL COUNCIL • OF THE SPANISH NOTARIAT • EUROPEAN NOTARIAT •
NIHIL PRIUS FIDE 0228869737 [illegible]

[seal:] NIHIL PRIUS FIDE NOTARY OFFICE OF MR JOSÉ MARÍA MATEOS SALGADO - MADRID -

[stamp:] Application of Fee, 3rd, Additional Provision, Law 8/89 DOCUMENT WITH NO AMOUNT

[seal:] [illegible]



COMMERCIAL REGISTRY OF MADRID

P.º DE LA CASTELLANA, 44
28046 - MADRID

DOCUMENT
SUBMITTED

**2018/
14,137.0**

JOURNAL

92

ENTRY

976

TRADE REGISTRY OF MADRID

The undersigned TRADE REGISTRAR, upon examination and qualification of the preceding document in accordance with Articles 18 of the Commercial Code and 6 of the Trade Registry Regulations, has decided to proceed with its registration. Which I certify for all appropriate legal purposes, and in particular that the registration has been carried out with the following information:

**VOLUME 37,189 PAGE: 151
SECTION: 8 SHEET: M-663616
REGISTRATION 1**

Entity: SHAW ALMEX SPAIN REAL ESTATE HOLDINGS SL

The non-inclusion of the person/s named to whom the registration made in this Registry under this document refers is recorded in the Registry of Bankruptcy Resolutions in accordance with the provisions of Article 61 bis of the Trade Registry Regulations and the statement that the director/directors does/do not have any legal conflict.

[seal:] [illegible] MADRID

Madrid, February 06, 2018

REGISTRAR

[signature]

[seal:] MADRID TRADE REGISTRATION * ADOLFO GARCIA
FERREIRO

Applied the Reduction of the Royal Decree Laws 6/1999, 6/2000 and 8/2010, and Royal Decree 1612/2011 ONE HUNDRED FIVE EUROS AND EIGHTY-SIX CENTS
*****€ 105.86 plus VAT and disbursements, where applicable.

Trade Registrars of Madrid, C.B. C.I.F. - E-81458556

LOPD (Ley Orgánica de Protección de Datos) [Organic Law on Data Protection]: For the purposes of Organic Law 15/1999 of December 13, on the Protection of Personal Data, you are informed that:

- 1.- The personal information stated in this document have been incorporated into the Registry file and the files that are kept based on the previous one, whose information controller is the Registrar and whose use and purpose of processing is that expressly provided for in the registry regulations. The information contained therein shall only be processed in cases provided for by law or in order to satisfy and facilitate formal publicity requests submitted in accordance with the registry regulations.
- 2.- To the extent consistent with the specific regulations applicable to the Registry, information subjects are recognized the rights of access, rectification, erasure, objection, restriction and portability established in the General Data Protection Regulation (GDPR), which may be exercised by sending a written request to the Registry's address.
- 3.- The collection and processing of your information in the manner indicated is a necessary condition for the provision of these services.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, C C-36, AS AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF SHAW-ALMEX INDUSTRIES LIMITED AND SHAW ALMEX FUSION, LLC

Court File No.: CV-25-00743136-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

**AFFIDAVIT OF SPANISH TRANSLATOR
(AFFIRMED OCTOBER 6, 2025)**

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
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Toronto, Canada M5L 1B9

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navis@stikeman.com

Lawyers for FTI Consulting Inc.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, C
C-36, AS AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF SHAW-ALMEX INDUSTRIES LIMITED AND SHAW ALMEX
FUSION, LLC

Court File No. CV-25-00743136-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

SUPPLEMENT TO THE
FIFTH REPORT OF
MONITOR
(October 7, 2025)

STIKEMAN ELLIOTT LLP

Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

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Lawyers for the Monitor