

## NATIONAL SECURITIES MARKET COMMISSION

In accordance with the provisions of Article 227 of Law 6/2023, of March 17, on Securities Markets and Investment Services (hereinafter, "Árима" or the "Company"), hereby notifies the National Securities Market Commission ("CNMV") and the market of the following

## OTHER RELEVANT INFORMATION

Árима became aware this morning of the terms of the voluntary public takeover bid for all the shares of the Company by JSS Real Estate SOCIMI, S.A. (the "Bidder"), whose controlling shareholder, JSS Global Real Estate Fund Master Holding Company S.à r.l., is indirectly managed by an entity belonging to the Swiss financial group J. Safra Sarasin (the "Offer"). The preliminary announcement of the offer has been published by the Bidder on the website of the National Securities Market Commission (the "CNMV") today with registration number 2253.

The board of directors of Árима has analyzed the Offer and considers, subject to their fiduciary duties and the subsequent evaluation of the bid based on the documentation that must be prepared by the Bidder and approved by the CNMV, and also taking into account the advice received from its financial and legal advisors, that the Offer is amicable and attractive to its shareholders, without prejudice that it may recommend other competing offers more advantageous to shareholders.

The board of directors of the Company will pronounce on the Offer when it deems appropriate and, in any case, within the deadlines established in the applicable regulations, once the CNMV authorizes the Offer.

The board of directors has agreed to hire the services of Ernst & Young Abogados, S.L.P., as legal advisor, to assist the board of directors in evaluating the legal aspects of the Offer and advise on the actions that the Company must carry out within the framework of the Offer.

In Madrid, May 16, 2024

Mr. Luis Alfonso López de Herrera-Oria  
CEO  
Árима Real Estate SOCIMI, S.A

Press release

The offer represents a premium of 38.9% with respect to yesterday's price, and a premium of 37.9% over the volume-weighted average price of the last 3 months

## **JSS Real Estate SOCIMI announces a voluntary all-share takeover bid for Árima**

- **The price offered is €8.61 per share. The takeover bid is voluntary and is conditioned to reaching a minimum acceptance threshold of more than 50,01% of the shares of Árima**
- **It is expected that the corresponding prospectus will be filed with the CNMV within one month since the pre-announcement of the public tender offer, and that the necessary guarantee for this type of transaction will be provided within the period established for this purpose**
- **The Board of Directors of Árima has analyzed the offer and considers that the offer is amicable and attractive to its shareholders, without prejudice that, in accordance with it may recommend other competing offers more advantageous to shareholders**
- **Árima has a portfolio of 10 buildings, 9 offices and 1 logistic warehouse, all located in Madrid. The platform represents a unique opportunity for JSS Real Estate SOCIMI to consolidate its presence in Madrid with quality assets**



Render: Árima. Project Pradillo

**Madrid, 16 May 2024.** Árima Real Estate SOCIMI informs today that JSS Real Estate SOCIMI intends to launch a voluntary all outstanding shares takeover bid for Árima. All of the foregoing, in accordance with the provisions of the pre-announcement of the public tender offer published by JSS Real Estate SOCIMI today.

According to the pre-announcement, JSS Real Estate SOCIMI is an investment vehicle indirectly managed by a subsidiary of the J. Safra Sarasin Group. As an international group committed to sustainability, J. Safra Sarasin is well established through its banks in more than 30 locations in Europe, Asia, the Middle East, Latin America and the Caribbean. A global symbol of private banking and wealth management tradition, the group emphasises security and well-managed conservative growth for its clients. At the end of December 2023, it managed total client assets of CHF 204.3 billion and employed about 2,500 staff, with stockholders' equity of CHF 5.8 billion.

The offer is addressed to all shareholders of Árima and consists of a cash consideration of 8.61 euros per share, which represents a premium of 38.9% over yesterday's closing price of the stock, and of 37.9% on the volume-weighted average price (VWAP) of the last 3 months.

The offer is announced after the offeror has conducted an in-depth review of the company's assets and financial situation. The offeror is expected to file the corresponding prospectus with the National Securities Market Commission (CNMV) within one month from the date of the announcement of the decision to make the offer and to provide the necessary security required for this type of transaction.

Árima Real Estate has a portfolio of 10 buildings, 9 office buildings and 1 logistic warehouse, all located in Madrid. The platform represents a unique opportunity for JSS Real Estate SOCIMI to consolidate its presence in Madrid with high quality assets and tenants.

The effectiveness of the tender offer will be subject to reaching a minimum acceptance threshold of more than 50,01% of the shares of Árima.

### **The Board of Directors of Árima supports the offer**

The Board of Directors of Árima has analyzed the offer and considers, subject to their fiduciary duties and the subsequent evaluation of the bid based on the documentation that must be prepared by the bidder and approved by the CNMV, and also taking into account the advice received from its financial and legal advisors, that the offer is amicable and attractive to its shareholders, without prejudice that it may recommend other competing offers more advantageous to shareholders.

### **Advisors**

The following have been involved in the operation as advisors: GBS Finance and Ernst & Young Abogados, S.L.P. on the part of Árima, and Uría Menéndez and Savills on the part of JSS Real Estate SOCIMI.

### **About Árima**

*Árima Real Estate is a Spanish company listed on the Madrid Stock Exchange as a SOCIMI (Sociedad Anónima Cotizada de Inversión Inmobiliaria) and led by a fully dedicated internal management team. It was created in 2018 with the aim of becoming the leading Spanish SOCIMI in the Madrid office market. The company is headed up by Luis María Arredondo (Chairman of the Board of Directors) and Luis López de Herrera-Oria (CEO) and boasts the same highly reputable management team that steered Axiare Patrimonio SOCIMI to success.*

### **For more information**

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