

ANNOUNCEMENT ON THE EXCHANGE OF THE MERGER BETWEEN ÁRIMA REAL ESTATE SOCIMI, S.A. AND JSS REAL ESTATE SOCIMI, S.A.

Regarding the reverse merger by absorption of JSS Real Estate SOCIMI, S.A. ("**JSS**", as the absorbed company) by Árima Real Estate SOCIMI, S.A. (as absorbing company, "**Árima**" or the "**Company**") which was approved by the Extraordinary General Meetings of JSS and the Company, both held on 3 November 2025 at first call (the "**Merger**"), the announcement of the Merger's exchange is made public, as indicated in the joint draft of the Merger of 27 June 2025. This announcement will be published in the Official Gazette of the Mercantile Registry (BORME) and on the corporate websites of Árima (www.arimainmo.com) and JSS (www.jssrealestatesocimi.com).

1. Shares to be delivered by Árima

Upon approval of the Merger, JSS shareholders will be integrated into Árima's share capital, receiving shares proportional to their respective participation in the JSS's share capital and on the basis of the exchange rate that has been agreed for the Merger: 9 Árima shares, with a nominal value of EUR 10.00 each, for every 7 JSS SOCIMI shares, with a nominal value of EUR 1.00 each (the "**Exchange Rate**") (there will be no additional cash compensation, without prejudice to the procedure aimed at facilitating the exchange of "peaks" according to section 2 below).

Árima plans to carry out the exchange by delivering, to JSS shareholders, a combination of: (i) 25,912,276 existing ordinary Árima shares owned by JSS and which, as a result of the Merger, will become part of Árima's equity; (ii) 26,971 Árima shares on treasury stock; and (iii) newly issued ordinary Árima shares with a par value of EUR 10.00 each, belonging to the same class and series as the currently outstanding Árima shares, adding an issue premium of EUR 0.10 per share.

Specifically, Árima will execute a capital increase totalling EUR 58,118,240 through the issuance and circulation of 5,811,824 new ordinary shares of the Company (the "**New Shares**"). The capital increase will be executed with a total share premium of EUR 581,182.40, with the total effective amount of the same therefore being EUR 58,699,422.40.

2. Exchange procedure

Shareholders in possession of JSS shares by the date of registration of the Merger deed in the Mercantile Registry of Madrid – scheduled for November 13, 2025 – (the "**Exchange Date**"), and who appear as shareholders of JSS in the registers of the Management Company of the Securities Registration, Clearing and Settlement Systems, Public Limited Company (sole-shareholder) ("**Iberclear**"), will be entitled to the aforementioned exchange of Árima shares for JSS shares on November 17, 2025, the date on which Iberclear will determine the JSS positions to be exchanged for Árima shares (record date). The Exchange Date will be the last day on which JSS shares will be listed on the BME Growth segment of BME MTF Equity ("**BME Growth**") (last trading date).

Banco Santander, S.A., has been designated as the agent of the Merger exchange, so that, in accordance with the relevant operational instructions, the depositary entities of JSS shares must certify through this entity the possession of those shares and carry out the appropriate steps for the best execution of the Merger exchange. Banco Santander, S.A. will also act as peak acquisition agent of the Merger ("**Peak Agent**").



THE VISION FOR EXCELLENCE

JSS shareholders who hold a number of shares that, according to the Exchange Rate, do not entitle them to receive a whole number of shares of Árima, may acquire or transfer shares of JSS to reach a number of shares which, according to the Exchange Rate, entitle them to receive a whole number of shares of Árima. This decision, whether to buy or sell, will correspond to each shareholder individually.

Notwithstanding the foregoing, and in accordance with the Common Merger Plan, Árima and JSS have agreed to establish a mechanism aimed at facilitating the execution of the exchange for said shareholders, through the appointment of the Peak Agent. The fundamental terms and conditions of the peak acquisition procedure are:

- (i) In accordance with the established Exchange Rate, for the purposes of exchanging JSS shares for Árima shares, the entities participating in Iberclear will deliver 1.285714285714 Árima shares for each JSS share. By the end of the Exchange Date, each JSS shareholder who, by application of the aforementioned Exchange Rate and as shown by their positions in each of their securities accounts, has a number of shares of JSS that does not entitle them to receive a whole number of shares of ordinary shares of Árima —the aforementioned shares of JSS which, as a whole, do not entitle that shareholder to receive a whole number of shares of Árima, will be referred to as "peaks"—they may transmit their peak to the Peak Agent. Unless expressly instructed in writing to the contrary, it shall be understood that each JSS shareholder accepts the peak acquisition system provided for herein, without it being necessary for them to send instructions to the depositary institution of their JSS shares, which will inform them of the result of the transaction upon its execution.
- (ii) The acquisition price to be paid by the Peak Agent for each peak will be the result of multiplying (i) EUR 13.04, i.e. the net value of the consolidated assets (NAV) per share of JSS as of December 31, 2024, which corresponds to the valuation of JSS SOCIMI's equity used to determine the Exchange Rate; by (ii) the peak in question; the result being rounded to the nearest euro cent and, in the case of it being exactly half a euro cent, it shall be rounded up to the next highest euro cent.
- (iii) The Peak Agent, acting on its own name and on its own account, will acquire the remaining peaks in each of the positions that exist by the end of the Exchange Date for the acquisition price indicated in the previous paragraph, depositing the corresponding amount in the account associated with the securities account of the holders in question. The aggregate set of the peaks thus acquired by the Peak Agent will be exchanged for the whole number of shares of Árima in accordance with the Exchange Rate indicated in section (i) above, the Peak Agent having waived any right to the last fraction of the common share of Árima that may correspond to it by virtue of the Merger's Exchange Rate, as indicated above.
- (iv) Once the Peak Agent has received the Árima shares resulting from the peaks, the Peak Agent is expected to sell them to Árima within five trading days of the settlement date of the share exchange. The purchase price to be paid by Árima will be equal to the aggregate amount that the Peak Agent would have paid for the peak.

It is expected that the effective exchange of JSS shares for ordinary shares of Árima and the acquisition of peaks by the Peak Agent will be carried out after the Exchange Date, once the last trading session of JSS shares on BME Growth has ended and after Iberclear has carried out the usual procedures in

this type of operation. However, in the event of any modifications on the date or conditions foreseen for the Merger's exchange, such circumstance will be duly communicated.

The delivery of Árima shares as a result of the exchange of JSS shares for Árima shares will be carried out through the entities participating in Iberclear which are depositaries of those JSS shares, in accordance with the procedures established for the book-entry regime, in accordance with Royal Decree 814/2023, of 8 November, and in accordance with article 117 of the Spanish Companies Act as appropriate.

The first trading day of Árima's New Shares on the Spanish Stock Exchanges is expected to be November 14, 2025. To obtain more information on the moment in which the ordinary shares of Árima delivered in exchange will be available to them, each JSS shareholder shall consult the entity or entities participating in Iberclear that are depositaries of their shares.

For the purposes of the admission to trading of the New Shares, upon the call for the Extraordinary General Shareholders' Meeting of Árima held on November 3, 2025, Árima published an exemption document in accordance with Articles 1.4.g) and 1.5.f) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, which is available on the corporate website of Árima (www.arimainmo.com).

Madrid, 13 November 2025.- The Secretary of the Board of Directors of Árima Real Estate SOCIMI, S.A., and of JSS Real Estate SOCIMI, S.A., Mr. Enrique Nieto Brackelmanns.