

**PROPOSAL PRESENTED BY THE APPOINTMENTS, REMUNERATION AND CORPORATE GOVERNANCE COMMITTEE OF NH HOTEL GROUP, S.A. IN RELATION TO THE RE-ELECTION OF THE APPOINTMENT OF INDEPENDENT DIRECTORS**

This Report is formulated in compliance with the provisions of article 529 decies, fourth section of Royal Legislative Decree 1/2010, of July 2, which approves the revised text of the Corporate Companies' Act ("Corporate Companies' Act") in order to justify the re-election proposal for the appointment of Mr. Alfredo Fernández Agras in his category of Independent Director.

**MR. ALFREDO FERNÁNDEZ AGRAS**

**(a) Description of cv:**

Bachelor in Economic and Business Sciences, as well as in Law from Universidad Pontificia Comillas (ICADE) in 1992 and 1993. Experienced investment banker currently dedicated to private equity as Founding Partner and Chairman of Everwood Capital, one of the leading Spanish asset manager in renewable energy investments.

Additionally, he is a member of the boards of directors of several companies. During the last 20+ years, he has worked in several investment banks in London and Madrid, having been Managing Director at UBS Investment Bank and previously, he worked at Merrill Lynch and Morgan. He has participated in numerous M&A and capital markets transactions in Southern Europe, especially in relation to listed companies. He previously worked as a commercial and tax lawyer at Arthur Andersen.

**(b) Evaluation:**

The Appointments, Remuneration and Corporate Governance Committee, without participation of Mr. Fernández Agras, estimates that Mr. Fernández Agras' curriculum and business career prove that he has the appropriate skills, experience and merits to perform the position of Director, thus complying with the requirements established by article 529 duodecies Corporate Companies's Act for consideration as Independent, positively assessing the re-election of his appointment as Independent Director.

11 May 2022.