

**FREQUENTLY ASKED QUESTIONS ABOUT  
THE ORDINARY ANNUAL GENERAL MEETING OF MAPFRE S.A.**

**1. What date and time will the next Annual General Meeting be held?**

The Ordinary Annual General Meeting of MAPFRE is scheduled to take place on March 13, 2020 at 11.30 am on the first call, providing that there will be a sufficient quorum and it will not be necessary to hold it on the second call.

**2. Where is the Annual General Meeting going to be held?**

The Annual General Meeting will take place in Madrid, at the Municipal Congress Center of El Campo de las Naciones (on Avenida de la Capital de España).

**3. Will any means of transportation be available to those attending the Annual General Meeting?**

No means of transport will be made available to attend the Annual General Meeting.

**4. Where can I consult the notice for the Annual General Meeting?**

The Annual General Meeting notice is available on the Spanish National Securities and Exchange Commission (the "CNMV") website ([www.cnmv.es](http://www.cnmv.es)), on the MAPFRE website ([www.mapfre.com](http://www.mapfre.com)) and in the *Cinco Días* newspaper dated February 12.

**5. What are the proposed resolutions submitted to the Annual General Meeting?**

To consult the proposed resolutions submitted to the Annual General Meeting click [here](#).

**6. Who can submit a supplement to the notice? What is the procedure for doing this?**

Those shareholders who represent at least 3 per cent of the share capital may request, via notification by reliable means to the Board of Directors, the inclusion of new resolutions or new points in the agenda of the Annual General Meeting. The said application must be received at the Company's

registered office (Carretera de Pozuelo, No. 52, Building 1, 28222-Majadahonda, Madrid, Spain) within five days of the publication of the call.

**7. Where and how can shareholders obtain documentation relating to the Annual General Meeting?**

All documentation relating to the Annual General Meeting is available on the Company's website in the space dedicated to the [Annual General Meeting 2020](#) and at the Company's registered office (Carretera de Pozuelo, No. 52, Building 1, 28222-Majadahonda, Madrid, Spain) during the following hours:

- From Monday to Thursday: from 8:30 am to 1:00 pm and from 2:00 pm to 4:00 pm.
- Friday: from 8:30 am to 2:00 pm.

Shareholders may also request the immediate and free delivery or shipment of such documentation by regular mail to the Investor Relations Department or by email to: [relacionesconinversores@mapfre.com](mailto:relacionesconinversores@mapfre.com).

Moreover, at the designated place and on the date the Annual General Meeting is to be held, the documentation will be distributed to the shareholders.

**8. Is there a minimum number of shares required to attend the Annual General Meeting?**

Only shareholders who, individually or together with other shareholders, hold a minimum of 1,000 shares may attend the Annual General Meeting, provided they are registered in the corresponding Accounting Register five days prior to the Meeting and the corresponding attendance card has been provided.

**9. How many votes do I have at the Annual General Meeting?**

Each share entitles its holder to one vote.

**10. What documentation is necessary to attend the Annual General Meeting?**

To attend the Annual General Meeting, it is necessary to provide the attendance card issued by the depository entity where the shares are deposited.

In addition, the holders of the attendance card must provide proof of their identity by means of an official document certifying their identity.

**11. Is there a system in place for retransmission of the Annual General Meeting?**

The Annual General Meeting will be broadcast live. Access to this broadcast will be through the Company's website ([www.mapfre.com](http://www.mapfre.com)), via a specific link for this purpose.

**12. If there are joint stock holders, how many can attend the Annual General Meeting?**

In the case of joint holders of stock, only one of them shall have the right to attend the Annual General Meeting and the right to vote, and shall be deemed to be designated by the other joint stock holders to exercise the shareholders' rights.

**13. If the shareholder is a legal entity, what documentation must be submitted in order to be able to attend the Annual General Meeting?**

If the holder of the shares is a legal entity, the representatives shall, in addition to their own identity, accredit the representation they hold by means of a document that accredits the said representation (i.e., a deed of power of attorney).

**14. Is there an attendance premium?**

The Company does not require payment of a premium for attendance at the Annual General Meeting.

**15. Will a gift be offered?**

Yes, for those attending in person only. A gift will be offered only to those shareholders who personally attend the venue where the Annual General Meeting is held.

**16. How can a shareholder be represented at the Annual General Meeting?**

Any shareholder who has the right of attendance may be represented at the Annual General Meeting by another person, even if this person is not a shareholder. The representation may be authorized by filling in the attendance card issued by the depository entity or that the Company makes available to shareholders through its website ([www.mapfre.com](http://www.mapfre.com)) in the section concerning the Annual General Meeting.

On the attendance card there is a space reserved to indicate the name of the person to whom the vote is delegated.

In order to access the Annual General Meeting, this person must present the attendance card on which it is indicated that the right has been delegated to them; and in order to identify themselves, they must present an official document attesting to their identity.

#### **17. Is representation by means of remote communication allowed?**

Yes, the valid means of remote communication for representation are postal mail and electronic media.

- The postal service

The right of representation shall be provided by filling in the [attendance card](#) issued by the depository entity or which the Company makes available to shareholders through its website in the section concerning the Annual General Meeting 2020.

The original card, duly completed and signed, must be sent by postal mail to the Company's registered office (Carretera de Pozuelo, No. 52, Building 1, 28222-Majadahonda, Madrid, Spain), to the attention of the General Counsel, accompanied by a photocopy of an official document certifying the identity of the shareholder. In the case of a legal entity, a copy of the document which accredits the representation of the individual signing the postal voting form must also be sent on their behalf.

- Via the Internet through the Company's website

The delegation of representation may be made electronically through the [system provided](#) for this purpose in the section relating to the Annual General Meeting 2020 on the Company's website. The website explains in detail the procedure to be followed by the shareholder in order to exercise this right. Shareholders must provide proof of their identity by means of an electronic identity document currently in force or by means of a recognized electronic certificate issued by the Spanish National Mint (FNMT), which has not been revoked.

#### **18. Is it possible to vote by means of remote communication?**

Yes, valid means of remote communication for voting are postal mail and electronic media.

- The postal service

The vote shall be cast by filling in the [attendance card](#) incorporating the "Remote Voting" section, issued by the depository entity or which the Company makes available to shareholders through its website in the section relating to the Annual General Meeting 2020.

The original card, duly completed and signed, must be sent by postal mail to the Company's registered office (Carretera de Pozuelo, No. 52, Building 1, 28222-Majadahonda, Madrid, Spain), to the attention of the General Counsel, accompanied by a photocopy of an official document certifying the identity of the shareholder. In the case of a legal entity, a copy of the document which accredits the representation of the individual signing the postal voting form must also be sent on their behalf.

- Via the Internet through the Company's website

The vote may be cast electronically through the [system provided](#) for this purpose in the section relating to the Annual General Meeting 2020 on the Company's website. The website explains in detail the procedure to be followed by the shareholder in order to exercise this right. Shareholders who wish to use this voting procedure must provide proof of their identity by means of an electronic identity document currently in force or by means of a recognized electronic certificate issued by the Spanish National Mint (FNMT), which has not been revoked.

**19. What is the deadline for receipt by the Company of rights of representation and votes sent by means of remote communication?**

For their validity, votes conferred by any of the aforementioned means of remote communication must be received by the Company at least 24 hours in advance of the Annual General Meeting.

**20. What are the priority rules applicable to representation and voting rights issued by means of remote communication?**

Representation and voting by means of remote communication are always revocable, and may be revoked expressly through the same means as those used for their issuing, and within the same time limit set for their issuing.

The shareholder's attendance in person at the Annual General Meeting shall render null and void the vote or delegation of representation that had been communicated to the Company by any of the aforementioned means of remote communication. No more than one representative shall be allowed at the Annual General Meeting.

Likewise, whatever the means used to issue the vote, it will make any proxy (electronic or postal) ineffective, whether it be prior, which will be deemed revoked, or subsequent, which will be deemed not executed. If the shareholder submitted various votes by different means, or several proxies, electronically or by mail, the one that was made last will prevail.

**21. What happens if shareholders do not indicate the way they vote on the attendance card?**

In the event that the attendance card does not indicate the way the shareholder has voted, it shall be understood in any case that the shareholder votes in favor of the proposals for resolutions made by the Board of Directors for each item on the Agenda published at the announcement of the Meeting.

**22. Does the Company have an Electronic Shareholders' Forum? Where and how can the Electronic Shareholders' Forum be accessed?**

Yes, an [Electronic Shareholders' Forum](#) has been created on the Company's website, the use of which shall be in accordance with its legal purpose and the guarantees and operating rules established by the Company in the Regulations of the Electronic Shareholders' Forum, available on the website.

Shareholders and shareholders' groups which are duly legitimized can access the Electronic Shareholders' Forum.

**23. How do I become accredited to speak at the Electronic Shareholders' Forum?**

To speak at the Electronic Shareholders' Forum you must:

- Identify yourself by means of an electronic identity document currently in force or by means of a recognized electronic certificate issued by the Spanish National Mint (FNMT), which has not been revoked.
- Accredite your status as a shareholder with a certificate of ownership issued by the depository.

**24. What initiatives can be proposed at the Electronic Shareholders' Forum?**

In accordance with the regulations currently in force, the Electronic Shareholders' Forum shall collect:

- Proposals intended to be presented as a supplement to the agenda.
- Applications for the supporting of such proposals.
- Initiatives to achieve a sufficient percentage to exercise a minority right as provided for by Law.
- Offers or requests for voluntary representation.