

CELLNEX TELECOM, S.A.
ANNUAL GENERAL SHAREHOLDERS MEETING 2016



Attendance, delegation and distance voting card for the General Shareholders Meeting of CELLNEX TELECOM, S.A. (the "Company") to be held at Avda. Parc Logistic 12-20, Edificio A, in Barcelona at 11:30 hours on 29 June 2016 on first call, or on the following day, 30 June 2016 at the same time on second call. The General Shareholders Meeting will likely be held on second call on 30 June 2016 at the time and in the place abovementioned.

Holders	Address

Share Account Code	Number of Shares	Minimum number of Shares to attend	Number of votes
		1,000	

PERSONAL ATTENDANCE AT THE GENERAL MEETING

Any shareholder who would like to attend the General Meeting in person must sign below and present this card (or the attendance card issued by the entity registered with Iberclear that is in charge of keeping the register of book entries of his or her shares) on the day and at the place where the General Meeting is held. In order to attend the meeting, the shareholder shall have individually or collectively at least 1,000 shares and those shares must be registered in book entry form five days prior to the day on which the General Meeting is held.

Signature of the shareholder attending

In, on 2016

Proxy and distance voting are also available to the shareholders as indicated on the Company's website (www.cellnextelecom.com) and in accordance with the two following sections. If both sections are signed, distance voting will prevail over proxies, which will be rendered without effect.

DELEGATION

Any shareholder who does not wish to attend the General Meeting may confer its vote to any other person via proxy. The representative must also sign this proxy. The holder of this attendance card hereby confers its representation to: (Mark only one of the following boxes and, if applicable, specify the representative. This proxy will only be valid if the shareholder signs in the appropriate place)

- The Chairperson of the Board of Directors
- ID n°.....

Any proxy that does not expressly specify the person to whom it has been granted shall be deemed to have been granted in favour of the Chairperson of the Board of Directors.

To confer voting instructions, mark the corresponding box in the table below with a cross.

If any of the boxes below are not marked, I grant precise voting instructions in favour of the proposals made by the Board of Directors.

Item of the Agenda	1	2	3	4.1	4.2	5.1	5.2	6.1	6.2	6.3	6.4	7	8	9
For														
Against														
Abstention														
Blank														

Unless expressly indicated otherwise below, the proxy extends to the resolution proposals not made by the Board of Directors and to points not included in the attached agenda. In such a case, the representative shall vote as he or she may consider most appropriate in accordance with the interests of the Company and the grantor. Mark the following box "NO" only if you do not agree with this extension of the proxy. In this case, the shareholder shall be understood to instruct his/her representative to abstain: NO

For the purposes of Articles 523 and 526 of the Spanish Companies Act, it is hereby made known that the Chairperson of the Board of Directors, or any other member of the Board, may have a conflict of interests (i) with respect to the 3rd item of the Agenda ("Approval of the management and activity of the Board of Directors during the financial year ended 31 December 2015"), the 7th item of the Agenda ("Approval of the Directors Remuneration Policy"), and the 9th item of the Agenda ("Consultative voting of the Annual Director Remuneration Report for the financial year ended 31 December 2015"); and (ii) in relation to situations set forth in Article 526.1 of the Spanish Companies Act (appointment, re-election or ratification of directors; replacement, removal or dismissal of directors; filing of a derivative action; and approval or ratification of the Company's operations with a particular director), which may be presented outside the agenda under the Law, as well as in relation to the directors Mr. Tobias Martínez Gimeno, Mr. Francisco Reynés Massanet, Mr. Francisco José Aljaro Navarro and Mr. Josep Maria Coronas Guinart, in relation to the 6th item of the Agenda (Re-election of Mr. Tobias Martínez Gimeno, Mr. Francisco Reynés Massanet, Mr. Francisco José Aljaro Navarro and Mr. Josep Maria Coronas Guinart as directors). If the grantor has not given precise voting instructions with respect to any of the above points, unless expressly stipulated otherwise below, the proxy shall be deemed to have been granted jointly and severally, and in the following order, to the Chairperson of the General Meeting, and if it has a conflict of interest to the Secretary of the General Meeting.

Mark the following box "NO" only if you do not authorise the alternate proxy (in this case the shareholder shall be deemed to have instructed the representative to abstain): NO

Signature of the shareholder

Signature of the representative

In, on 2016

In, on 2016

DISTANCE VOTING

In the case that the shareholder does not wish to attend the General Meeting nor delegate this right, it may exercise its right to vote through the distance voting system. The shareholder holding this card in its own name exercises its right to vote in favour of all the Board of Directors' proposals with respect to the items on the attached Agenda published by the Company, unless a different vote is indicated below. If, with respect to any item of the Agenda, the shareholder does not express its vote, it will be understood to be in favour of the Board of Director's proposal. In addition to the provisions set forth by law, the articles of association and the general shareholders meeting regulations, rules laid down in the notice of the call to the General Meeting and in the Company's website (www.cellnextelecom.es) must be abided by (mark the corresponding boxes with a cross):

Item of the Agenda	1	2	3	4.1	4.2	5.1	5.2	6.1	6.2	6.3	6.4	7	8	9
For														
Against														
Abstention														
Blank														

Unless expressly indicated otherwise below, the proxy vote on resolution proposals not presented by the Board of Directors, or on points not included in the attached Agenda, is deemed to have been granted to the Chairperson of the Board of Directors, with the rules on voting and alternate proxy outlined in the "Delegation" section of this card being applicable in case of conflicts of interest. Mark the box "NO" only if you do not agree with the delegation and do not authorise the alternate (in this case the shareholder shall be deemed to abstain in relation with these proposals): NO

Signature of the shareholder

In....., on..... 2016

PROTECTION OF PERSONAL DATA

Personal data included on this attendance, delegation and distance voting card and any other data provided to within the General Meeting, will be handled by the Company for the purpose of managing the development and controlling the exercise of shareholders' rights regarding the General Meeting call and holding. For this purpose, the data will be stored in files of which Cellnex Telecom, S.A. is responsible for.

The data shall be accessible to the notary attending the General Meeting and may be made available to third parties in the exercise of the right to information under the law. The data may also be accessible to the public to the extent that such data appear in documents available via the website (www.cellnextelecom.com) or are made known in the General Meeting, which may be video recorded and published on the said website. The person attending the general meeting hereby consents to this recording and publication.

The owners of data of a personal nature may, in any event and when legally appropriate, access, rectify and cancel their data or oppose to certain handling of their data in Cellnex Telecom, S.A.'s possession. The aforementioned rights shall be exercised, in accordance with Organic Law 15/1999, of 13 December, on the Protection of Data of a Personal Nature, by a submission in writing addressed to Cellnex Telecom, S.A., Avda. Parc Logistic 12-20, Edificio A, Barcelona.

In the event that this attendance, delegation and distance voting card contained personal data belonging to individuals different from the holder, the shareholder shall inform them about the information abovementioned and shall comply with any other requirements which may result applicable for the correct assignment of personal data in favour of the Company, without being the Company obliged to perform any additional actions.

AGENDA

First.- Approval of the Company's individual and consolidated annual accounts and their respective management reports for the financial year ended 31 December 2015.

Second.- Approval of the proposed allocation of the results of the Company for the financial year ended 31 December 2015.

Third.- Approval of the management and activity of the Board of Directors during the financial year ended 31 December 2015.

Fourth.- Amendment of the following articles of the Articles of Association of the Company:

4.1.- Articles 3, 7, 8, 13, 14, 16, 20, 21, 23 and 28 of the Articles of Association as their content is already foreseen under the legal provisions currently in force or the General Shareholders Meeting Regulations or the Company's Board of Directors Regulations.

4.2.- Article 14 of the Articles of Association of the Company in order to make it easier for the shareholders to participate in the General Shareholders Meetings.

Fifth.- Amendment of the following articles of the General Shareholders Meeting Regulations:

5.1.- Articles 2 and 12 in order to adjust the wording to the new legal provisions.

5.2.- Article 10 in order to to make it easier for the shareholders to participate in the General Shareholders Meetings.

Sixth.- Re-election of Members of the Board of Directors:

6.1.- Re-election of Mr. Tobias Martínez Gimeno, as executive director.

6.2.- Re-election of Mr. Francisco Reynés Massanet, as proprietary director.

6.3.- Re-election of Mr. Francisco José Aljaro Navarro, as proprietary director.

6.4.- Re-election of Mr. Josep Maria Coronas Guinart, as proprietary director.

Seventh- Approval of the Directors Remuneration Policy.

Eighth.- Delegation of powers to formalise the resolutions adopted by the shareholders acting at the General Meeting.

Ninth.- Consultative voting of the Annual Director Remuneration Report for the financial year ended 31 December 2015.