

PROPOSALS OF AGREEMENTS ABOUT THE FIRST ITEM OF THE AGENDA OF THE ORDINARY SHAREHOLDERS MEETING OF TELEPIZZA GROUP, S.A., TO BE HELD ON 22 JUNE 2017.

1.1 To approve, as provided in the legal documentation, the annual accounts and directors' report of TELEPIZZA GROUP, S.A. relating to the period ending on 31 December 2016, as well as the annual accounts and directors' report, individual and consolidated of the Group Telepizza relating to the same period, which have the following result:

- a) Individual: losses of 10,792,151 €
- b) Consolidated: a benefit of 10,691,485 €

To authorize the President of the Board of Directors, Mr. Pablo Juantegui Azpilicueta, and the Secretary of the Board of Directors, Mr. Javier Gaspar Pardo de Andrade, indistinctly and with powers to subdelegate, to deposit the annual accounts, directors' reports and audit reports, both individual and consolidated, relating to the Company and to its Group, as well as to issue the corresponding certificates, in accordance with articles 279 of the Law on Corporations and 366 of the Mercantile Registry Regulations.

1.2 To approve the proposal of application of the result of TELEPIZZA GROUP, S.A., individual, relating to the period 2016 in the amount of - 10,792,151 € (in negative figures, ten millions seven hundred ninety two thousand and one hundred and fifty one euros), which are transferred to negative results of previous periods. And the result of the consolidated.

1.3 To grant discharge to the Board of Directors of TELEPIZZA GROUP, S.A. relating to the period 2016.

PROPOSALS OF AGREEMENTS ABOUT THE SECOND ITEM OF THE AGENDA OF THE ORDINARY SHAREHOLDERS MEETING OF TELEPIZZA GROUP, S.A. TO BE HELD ON 22 JUNE 2017.

Following the recommendation and preference made by the Audit and Compliance Committee to the Board of Directors, to appoint as Auditors of the annual accounts of TELEPIZZA GROUP, S.A. and of the Consolidated Group for the period 2017 the Company KPMG Auditores, S.L., with domicile in Madrid, Paseo de la Castellana 259C and NIF B-78510153, number S0702 of the Official Registry of Auditors of Accounts in Spain, and registered in the Business Registry of Madrid, volumen 11,961, page 90, section 8, sheet M-188,007.

PROPOSAL OF AGREEMENTS ABOUT THE THIRD ITEM OF THE AGENDA OF THE SHAREHOLDERS MEETING OF TELEPIZZA GROUP, S.A. to be held on 22 June 2017.

3.1 The Board of Directors proposes to the Shareholders meeting to increase the number of members of the Board of Directors from seven (7) to eight (8) members of the Board of Directors.

The composition of the Board of Directors was established in seven (7) members (three independent members, three dominical members and one executive member), but last 27 April a dominical member resigned.

The Board of Directors believes that the increase to eight (8) members will allow the incorporation of members who may add value to the company.

3.2 The Board of Directors proposes to appoint Mr. Marcos de Quinto Romero, whose identity and curriculum has been published on the webpage, as a new independent member of Board of Directors of the Company, by virtue of the justificatory report issued by the Board of Directors, on a proposal carried out by the Appointments and Remunerations Committee.

PROPOSAL OF AGREEMENTS ABOUT THE FOURTH ITEM OF THE AGENDA OF THE ORDINARY SHAREHOLDERS MEETING OF TELEPIZZA GROUP, S.A. TO BE HELD ON 22 JUNE 2017.

To approve, on a consultive basis, the Annual Report on Remunerations of the members of the Board of Directors of TELEPIZZA GROUP, S.A., whose text has been place at the disposal of the shareholders together with the rest of documents related to the General Shareholders meeting from the calling date.

PROPOSAL OF AGREEMENTS ABOUT THE FIFTH ITEM OF THE AGENDA OF THE ORDINARY SHAREHOLDERS MEETING OF TELEPIZZA GROUP, S.A. TO BE HELD ON 22 JUNE 2017.

The Board of Directors proposes to delegate powers to all and any of the members of the Board of Directors for the interpretation, application, execution, formalization, development and, if necessary, rectification of the prior agreements, as well as the notarization of all of it should it be precise.