

**MINUTES OF THE ANNUAL GENERAL ORDINARY AND
EXTRAORDINARY MEETING OF THE
REAL CLUB DE GOLF GUADALMINA**

In Guadalmina, on 19 November 2014

The Ordinary and Extraordinary General Meeting of Members was held on the premises of the Hotel Guadalmina, previously convened for the purpose with the following agenda:

- 1) Report from the Club President
- 2) Report of the School Committee.
- 3) Approval of the budget for 2.015
- 4) Approval of The Electoral Rules, proposed by the Board of Directors
- 5) Approval of the Modifications of the By Laws and Internal Rules and Regulations, authorizing the Board of Director to introduce as many changes as necessary, once approved, to achieve the inscription of the agreed Modifications, in the Registry of Sport Activities Association, according to the requirement of the Counsel Education Culture and Sports of the Junta de Andalucía
- 6) Ratification of the new appointed members of the Board.
- 7) Any other business / questions and answers

Attending:

On behalf of the Board of Directors D. Juan Ramón Martínez Landazábal, President, D. Alfonso Cruz-Conde Suárez de Tangil, Vice President, D. Ciaran Burke, D. Marc Mueller - Baumgart, D. Ignacio Bayón Pedraza pending ratification, excusing their presence D^a Patricia Jiménez García, D. Christian Reynders, Secretary D. Ignacio Infante Cano pending ratification, whose role as Secretary for this meeting will be carried out, by appointment of the President, by Mr. Marc Mueller - Baumgart.

In addition, attend the Club Manager, Ignacio del Cuvillo and during the beginning of the Assembly also as a guest, the administrator of Guadalmina Golf S.A., Jorge Molina.

Out of the total of 1216 members with voting rights, 60 members attend the meeting in person, representing 4.93 %, 394 members, 32.4% of all members with voting rights are represented , being therefore **the quorum of present and represented members 454 or 37, 33 % of all the members with voting rights.**

At the request of the President of the Real Club de Golf Guadalmina, the Notary, D. Ramón Fermín Doria also attended the meeting to certify by Notary Act, attendees present and represented, and the results of the votes held.

The Assembly commences at 17:20 hours with the first item on the agenda of the day:

	LISTADO DE	REPRESENTADOS	LISTADO DE	REPRESENTADOS
1516	Fernando	Abello Torre	1817	Mercedes
2859	Jaime	Acinas De Blas	1117	Michael J.
2417	Erik	Ackehead	4995	Jose Ignacio
4424	Rafael	Aguera Merida	4885	Jan-Erik
2639	Luis	Aguiar Pacheco	4843	Lars
3414	Hans	Ahlbom	2745	Erik Fabian
2779	Ana	Alcalde Molleda	3326	Julio Miguel
4384	Juan Antonio	Alonso Castro	4696	Fco. Jose
4550	Pedro Angel	Alonso Rodriguez	5297	Roger
2131	Gonzalo	Allende Cueto	2867	Antonio
1884	Miguel A.	Amann Garamendi	642	Alfred
1334	Gunilla	Andersson	2270	Martin
3638	Bertil	Andersson	4919	Tony
5103	Preben	Andreasen	3505	Christopher
3084	Ake	Annamatz	4370	Juan Ignacio
4159	Jose	Aranda Garcia	1146	J.Aletta
5187	Luis	Arbulu Liz	1147	Albertus B
3477	Juan Ignacio	Arenas Mirav $\bar{\text{r}}$	5396	Alejandra
917	Purificaci	Arredonda Crecen	753	Fernando
1688	Richard F.	Artesani Lyons	5363	Juan Jose
5409	Acher	Assouline	2975	Claus
4118	Bernt	Attemalm	5425	Jean Louis
4809	Carlos	Azpiri Jauregui	4941	Rosalie Raquel
4816	Jonathan	Badminton	5525	Jose Maria
2150	Peter	Bakker Schut	5022	Joyce
4137	Jos $\bar{\text{r}}$ Maria	Barrena Enriquez	2393	M ^a Angustias
4419	Bernardo	Barthe	5160	M ^a Paloma
1914	Ignacio	Batarrita Iñarri	4596	Iñaki
4261	Bryan	Bensusan	312	Margot
3846	Jack	Berger	1134	Carlos
3793	Oddfrid	Bergersen	2688	Maureen Mary
4971	Teodoro	Berges Madrid	514	Jose
4986	Anders	Bergholtz	4675	Stig George
2381	Juan	Bernal Quiros	2011	Roman
926	Rafael	Bernaldo De Quir	4413	Gun Elisabet
3969	Alfonso	Berroeta Calzada	2568	Barbara
3488	Ingrid	Beyrer Vig	2791	Olaf
1335	Jon	Bilbao Renteria	5514	Jose Maria
4826	Lars	Bjirkenor	2203	Florance
4414	Jose Maria	Blanco Oños	3861	Elisabeth
3884	Torbjörn	Blockstrím	1804	Tor
4609	Geoffrey	Bromige	3642	Tom
4277	Robert	Bunch	3254	Bror-Erik
4317	Bjorn	Burmann	4686	Jan
4215	Antonio	Calderon Gonzale	4691	Jose Luis
5019	Jose Luis	Calderon Jimenez	4771	Andres
2810	Ramon	Calvo Baguena	4772	Andres
1574	Angelique	Campagne	749	Renata
1073	Bernard H.	Campagne	1841	Fco.Javier
1386	Miguel	Canalejo Larrain	4369	Margarita
2691	Francisco	Canales Canales	4389	Roberto
				Cano Revilla
				Canty
				Cañal Ortiz
				Cardemar
				Carell
				Carlsson
				Casas Calvo
				Castaño Bardisa.
				Cattliff
				Ceño Von Stengel
				Claden
				Clapes Pons
				Clarke
				Cole
				Comin Oyarzabal
				Cox
				Cox
				Cruz-Conde Lleo
				Cueva Lora
				Chacon Biedma
				Dahlquist
				David
				De Freitas (Dana)
				De Lorenzo Chark
				De Witt Puit (He
				Del Rio Nieto
				Delgado Salv.
				Diez De Oñate
				Digmar
				Dolz De Espejo
				Dorward
				Duarte Aguilar
				Durlow
				Echeverria Aguir
				Ed
				Egan
				Eie
				Elguezabal Echeg
				Eliasson
				Elmqvist
				Eng
				Engelstad
				Eriksson
				Eriksson
				Esquiroz Zapater
				Estaire Alvarez
				Estaire Prim
				Fehres
				Fernand Villalta
				Fernandez Ferrer
				Fernandez Palazu

1868	Leonie	Fliegner	5199	Cissy	Fisser
4972	Eva	Flodman	2635	Matti Juhani	Järveläinen
3840	Carmelo	Flores Magallon	1887	Finn	Jensen
2097	Miguel An.	Fonseca Aragon	3880	Patricia	Jimenez Gomez
1699	Luis	Fontan Abeytua &	2952	Juan Manuel	Jimenez Gomez
2795	Dennis	Forde	1675	Antonio	Jimenez Ruiz
5065	Richard	Frenkel	339	Olov	Jonsson
2701	Stephen Pascual	Fuller	1845	Rosario	Jordano Perez
4446	Antonio	Gallego Muñoz	2850	Juan Antonio	Juantegui Carras
4768	Manuel	Gamez Rando	5068	Ib	Kaaber
1733	Jose Luis	Garcia Viejobuen	3274	Astrid	Kahr
1394	Ines	Garcia-Miñaur Ro	4782	Hans Friedrich	Kaiser
4845	Alfonso	Gardeazabal Ispi	2558	Anne	Karkic
1752	Antonio	Gascon Dopazo	5196	Jan Ake	Karlsson
2904	Vicente	Gil Alvarez	4615	Alf	Karlsson
1904	Antonio	Gil Gil	3965	Arne	Karlsson
4132	George	Gillanders	5021	Hans	Karlstrom
4349	Mark	Gillard	3986	Karl-Johan	Kasche
3035	Fernando	Gimenez Alvear	2579	Patrick Michael	King
1711	Maureen	Gliddon	5052	Philip	Kirkby
3447	Danny	Gocial	3088	Ilkka	Kiviharju
5286	Juan Eduardo	Goicoechea H.	4724	Ulf Elis	Klingwall
1008	Fernando	Goizueta Galbete	5392	Jaime	Krauel Conejo
2038	Alfonso	Gonzalez Allende	4798	Virginia	Lacon
4478	Rafael	Gonzalez Urende	4879	Pedro	Lachiondo Leviso
3812	Kenneth	Grange	5189	Yottie	Lady Dulverton
2400	James	Grant	4300	Jean Claude	Laget
5260	Eduardo	Graue	5210	Fernando	Lanuza Artigas
1877	Alane	Green	5007	Bengt Hakan	Larsson
3297	Marek	Gross	2630	Seppo	Laurila
2124	Antonio	Guerrero Amador	4585	Peter	Lawton
2462	Francisco	Guerrero Ortiz	3010	Miguel Angel	Lazaro Ochoa
4508	Felipe	Guirado Tirado	4368	Pilar	Leon Laviña
2112	Fernando	Gutierrez Torres	5109	M ^a Concepcion	Lezama-Leguizamo
5012	Bengt - Ake	Gyllenberg	4665	Lars Georg	Lincoln
3298	Tonny	Haahr	4133	Eva	Lindblom
5303	Jan Pieter	Haasnoot	4002	Ann-Christin	Lindstrom
5076	Christer	Hannerstig	2631	Jorma Tapio	Lindstrom
2466	Farlie	Hardie	1521	Mats Oscar	Liss Daniels
1895	Liselotte	Harlow	2668	Ana	Lizaur Otero
552	Derek	Harrington	5055	Jose Antonio	Lopez Fuertes
4663	Paul	Heaton	4815	Catalina	Lopez Martin
4276	Christian	Heime	3161	Angel	Lopez Martinez
5129	Angel	Hidalgo Jordan	3226	Fernando	Lopez Santo Tomas
3927	John	Hill	1791	Aurelio	Lora Jimenez
3801	Stuart	Hodges	5390	Isidoro	Lorenzana Garcia
3279	Elisabeht	Holmer-Rothstein	2223	John Main	Low
2939	Rainer	Holzschuh	3126	Antonio	Lucha Fernandez
101	Peter	Horbye	4465	Per	Lundgren
3377	Martti A.	Huhtamaki	3989	Joseph	Llewellyn
3569	Gerard D.	Hurley	5231	Alberto	Llobregat Ferre
3626	Pedro Ramon	Irujo Mayo	4653	Fco. Miguel	Macias Cuevas
5333	Enrique	Isasi Martinez	2407	Pedro	Macias Sanchez

3227	Michael	Machale	356	Pedro	Ortega Gil
5244	Martin	Machinandiarena	357	Juan	Ortega Gil
1273	Luisa	Magdalena Ramos	4962	Juan Antonio	Ortega Padilla
4869	Carsten	Magnusson	2025	Mauricio	Ortiz De Vigon Y
4960	Per	Malm	3433	Kjell Staffan	Ossmark
4210	Pablo	Mansilla Garcia	5112	Magdalena	Ottosson
4520	Ronny	Mansson	4722	Per Erik	Ovenberger
647	Jean Domin	Marechal	2692	Tony	Pagan
4023	Patricia	Marquez San Juan	2107	Anders	Pant
4169	Carlos	Marti Lopez - Am	4620	Heribert	Pany
3545	Jesus Santiago	Martin Garcia	5241	Felix	Parte Fidalgo
2246	Manuel	Martin Lara	4378	Sebastian	Peña Garcia
2818	Agustin	Martinez Bueno	2302	Javier	Perez De Leza Fl
3612	Salvador	Martinez Guevara	4711	Agustin	Perez-Bustamente
3123	Damaso	Martinez Urriola	5148	Laurence	Perring
1611	Mikko	Martinen	2202	Karl Johan	Pettersen
4079	Maria Jesus	Marzana Aguirreg	3533	Michael	Phillips
4381	David	Mason	4181	Victor Maria	Pico Burgos
435	Per Olle	Mattson	3174	Matti	Pohjola
1326	Lars	Mattsson	4177	Michael	Pollak
3299	George	Mcdonald	3055	David	Pope
2382	Cristobal	Mena Galiano	2161	Christa	Post
2903	Fernando	Mesia Figueroa	5045	Andrea	Prager
2718	Christer	Meurling	2832	Balbino	Prieto Alda
5499	Javier	Mezquita Zurutuz	3943	Peter	Prost
2685	Clemente	Miralles De Impe	4282	Pedro M ^a	Puerta Gallo
3910	Fernando	Monera Olmos	4807	Atef	Qundos
5377	Felipe	Montañez Gomez	3374	Hans Olov	Raber
4264	Dan	Morn	5407	Paul	Rappe
4536	Pedro Jose	Mota Lopez	4694	Jens	Rasmussen
1787	Jacques	Muller	5099	Carlos	Recalde Berrade
2048	Per	Musaeus	3551	Arne	Redelius
2825	Fernando	Navarro Pino	3520	Bo	Redestam
1278	Thomas	Neglen	5447	Jose Ignacio	Redondo Garmendi
5200	Marie	Nilsson	2239	Martin	Reguillon Noguer
1490	Esther	Nordsted	1940	Esteban	Repullo Duran
5417	Anders	Nordstrom	2497	Baltus	Revet
2123	Suzanne J.	Norell	5002	Christiaan	Reynders
2985	Gerald	North	1148	Jose Luis	Rgez.-Casanova G
3731	Hendrikus	Nouris	940	Sebastian	Rico Forniele
3871	George	Novelli	2204	Claes Carl	Ridell
5314	Ignacio	Nuñez Holguera	2057	Adela	Riera Rico
3755	Yolanda	Ocina Perez	2010	Timo	Riihiranta
1350	Tomas	Oficialdegui	2008	Heikki	Riihiranta
1766	Dieter	Ohlrogge	1803	Michael	Robertson
5034	Maria Carmen	Olascoaga G.	5274	Jesus	Rodriguez Parra
2505	Juan Cruz	Olaso Latorre	2628	Niklas Johan	Roiha
5305	Bengt	Olofsson	3967	Rasmus	Roiha
3015	Eva	Olsson	1310	Markku	Roiha
3249	Sten C.	Olsson	2411	Mario	Rueda Velasco
5098	Manuel	Orbea Zubiaga	2144	Antonio	Ruiz Haro
2856	Enrique	Ornilla	4061	Loli	Ruiz Ruiz Pacheco

5030	Peter	Rydstrand	4792	Francisco J.	Vallejo Perez
3337	Lars Erick	Sahlborn	3623	Menno	Van Den Oever
4127	Lars	Sahlin	3129	Anthonius	Van Doremalen
2522	Lucas	Sainz Amoros	990	Anneke	Van Heeswyck
4423	Juan Maria	Sainz Muñoz	5061	Hendrikus	Van Huijstee
2633	Jaakko	Salava	3294	Peter H.	Van Kerkhof
3239	Tore	Samuelsson	5275	Okkie	Van Rossem-Reinj
456	J.Antonio	San Martin Quint	2570	Leland	Vandiver
5171	Emiliano	Sanchez Fuente C	4219	Juan Antonio	Velasco Duran
2980	Per	Sandberg	3149	Mª Teresa	Villacastin Blaz
2180	Evert R.	Sandberg	1450	Gonzalo	Villalba Macias
3100	Juan Jesus	Santa Cruz Sagar	2728	Gonzalo	Villalba Merchan
2389	Jose Maria	Santo Tomas Colm	2621	Christer	Von Arnold
1917	Carmen	Sanz Moran	2138	Jacqueline	Watson
2629	Jyri Markku	Sarpaniemi	5134	Burkhard	Weber
2627	Juha Pekka	Sarpaniemi	5264	Tommy	Wedin
2390	Horts Karl	Schitthelm	4784	Kenneth	Weights
110	Margarete	Scholz	690	Lennart	Wiberg
3553	Monika	Schomandl	4249	Mirja	Wickholm
3975	Staffan Nils	Sellgren	4449	Hans Adriaan	Wielgaard
2714	Norbert	Siegel	4322	A. Grant	Wilson
1789	Inga	Sikstrom Huldt	5419	Carl Johan	Winberg
1996	Freddy	Simon	2387	David	Worth
5299	Jan Petter	Sjastad	4528	Daniel	Worth
3895	Ake Sven	Sjoblom	4974	Mariano	Ybarra Zubiria
5192	Torbjörn	Skold	2076	Pablo	Yuste Pescador
2699	Leonard Frank	Smith	3572	Juan Carlos	Zaballa Beascoec
5526	Kim	Sohl	5190	Per	Zachrisson
1870	Klaus	Sohlberg	1013	Maria	Zavala Prado
2857	Hans Vagn	Sollested	2664	Jorge	Zubiaga Carles
4918	Jose Maria	Soto Fernandez	1013	Maria	Zavala Prado
5277	Zdenek	Stanik	2664	Jorge	Zubiaga Carles
3269	Maria	Strahle			
3114	Thomas	Strandberg			
3601	Niels Kaj	Stroyberg			
2801	Antonio	Suarez Cardona			
3318	Victoriano	Susperregui Lete			
2762	Sten	Svensson			
2027	Joaquin	Taberna Carvajal			
876	Jose Leon	Taberna Ruiz			
4427	Salvador	Tamayo Moreno			
4835	Richard	Taylor			
2586	Anna Maria	Tekenbroek			
4688	Tommie Per Erik	Tellander			
3363	Johan Sven	Theorell			
716	Ulla Sofia	Tornvall			
4499	Eduardo	Ugarte Santo Tom			
754	Francisco	Urbano Ortiz			
5283	Rosa	Urrestarazu C.			
3486	Mercedes	Urrutia Retolaza			
5208	Javier	Valero Artola			
5009	Luis	Valero Artola			

LISTADO DE		PRESENTES		
4648	Gísta	Aujoja	5058 John Henry	Prenton
3705	Ignacio	Bayon Pedraza	2383 Juan Jose	Rueda Martin
4229	Kurt	Beckman - Jensen	2748 Carlos	Ruiz Alonso
2970	Kristian	Bergland	4104 Luis	San Gil Lapuerta
4907	Hakan	Birke	1721 August	Stausberg
4163	Angel	Blanco De Vega	3469 Lars	Torp
4803	Emilio	Bueno Quijada	1424 Antonio	Vera Blazquez
4588	Christopher	Burke	3353 Gisela	Woitscheck
3635	Patrick	Cahill	2152 Ricardo	Pou Pirone
4756	Blanca	Cerro Diaz		
2652	Alfonso	Cruz-Conde Suare		
3836	Robert Albert	Chitty		
2386	Roger	Davies		
4997	Barbara	De Witt Puyt		
249	Nina R.	Digsmed		
4977	Thomas	Dunne		
4945	Ebbe	Dworak		
3358	Michael	Ellis		
2847	Curt	Enquist		
3026	Troels	Erstad		
3937	Claes	Forsgardh		
3245	Killian	Garvey		
2977	Peter	Gavrell		
3767	Minoo	Gazdar		
5284	James	Giddings		
5088	Fernando	Giner Orenes		
3887	Lena-Karin	Hoglund		
4933	Claes	Hultman		
4787	Stein	Ingvoldstad		
3906	Linda	Jones		
4495	Bjorn Olof	Kahr		
5493	Magnus	Key		
5366	Eduardo	Koch-Schick		
4153	Ulf Stellan	Larsson		
3835	Gunilla	Lindstrom		
3598	Fermin	Lopez Gomez		
1880	Poul	Lottrup-Larsen		
4614	Gonzalo	Macias Sanchez		
4417	Patricia Mary	Mansfield		
2039	Juan Ramon	Martinez Landaza		
3496	Jon Bjorn	Matre		
4732	Eric-Anderson	Mcleod		
1433	Fidel	Mencia Martin		
2778	Francisco	Montes-Jovellar		
5056	Juana	Moreno Quiros		
5031	Marc	Mueller-Baumgart		
4705	Daniel	Musson		
5323	Antonio	Nuño Garcia		
1017	Manuel	Ortega De Guille		
3842	Richard	Packman		
4905	Christer	Palm		

First item on the agenda. Report of the President

D. Juan Ramón Martínez Landazábal, reading his speech.

Good Evening Ladies and Gentlemen.

Welcome to the ordinary and extraordinary General meeting of the Real Club de Golf Guadalmina, convened for that purpose with, let me say it, a very ambitious agenda, which represents a milestone in the recent history of our Club.

Soon we shall be told the percentage of members present and represented.

As we know, since the appointment of the current Board of Directors, which I have the honour to chair since March 2013, we have gone through difficult moments, in which the relationship between all the members of the Club, has been marked by disagreements and confrontations, motivated by the lack of confidence in the celebration of the last electoral process.

As we announced at our first meeting, after being constituted as Board of Directors, one of our main objectives, but not the only one, was to propose to the General Assembly of the Club, for its approval, new electoral regulations, offering all members guarantees, of transparency and legality, which must be present in all institutions and organisations.

We have also tried during this year and a half of our term, to update our statutes, without altering the basic wording that they have had from the beginning, starting with its own name, as a ROYAL CLUB, thanks to the deference that his Majesty the King had the courtesy to grant us, on the occasion of the fiftieth anniversary of the Club in 2009. And consequently adapt the Internal Rules and Regulations to the likely modification of the statutes.

After several months of conversations and numerous meetings, attending to the task received during the month of May of 2014, we created a new Workgroup, with the objective to achieve consensus, which was reached.

Today I can say that thanks to the collaboration of our Members Gunilla Lindström, Patricia Mansfield, Claes Forsgardh, Daniel Musson and Fermin Lopez as well as the members of Board of Directors, of which I highlight Patricia Jiménez, Ciaran Burke, Marc Mueller - Baumgart and myself, we present to the General Assembly of Real Club de Golf Guadalmina, these documents, for which I would ask all members to provide their unanimous support, along with the authorization to the Board of Directors, to incorporate changes that might be required for subsequent approval by the Council of Tourism and Sport of the Junta de Andalucía, for its registration in the register of sports organizations of the above-mentioned Council.

We must remember that much of the content of the statutes, refers to items within the sole competence of Guadalmina golf s.a., which most of our members are shareholders of, in particular references to the staff and to matters arising from the operation of the facilities and in consequence its application, are subject to agreements that can be reached in the future with Guadalmina Golf s.a.

In this sense the third item on today's agenda, the budget for 2015 is presented for information, demonstrating the progress in the relationship with the Company, and therefore will not be subject to the approval by the Assembly, as usual.

Following the presentation of the most important events since the last Assembly, I would like to highlight, that we have complied with almost all the objectives that we set ourselves in our electoral program, and please allow me to detail them.

We have maintained and improved relations with Guadalmina Golf s.a. As a proof of this we would like to thank the presence of D. Jorge Molina Sole, Administrator of Guadalmina Golf s.a. in this Meeting.

We have seen that from July 2013 to today's date, the most important projects in Guadalmina, apart from the reformation of the South course, have been successfully achieved, as such:

- New maintenance shed, with the new green of hole 10, which we are already used to play, in spite of the pending landscaping project still to be finished.
- The new Pro - Shop and Caddy Master, along with the clubs storage room.
- The construction of the Wellness Center and children's area, which is near to be operative and whose management details will be explained by the Director later during the meeting.
- The reform and modernization of the administrative offices.

In our desire to improve communication with Members, we have also collaborated in the modernization of the web page, and we have maintained members up to date by sending newsletters, bulletins and mailings highlighting the social and sporting life of the Club.

After achieving these projects, we consider that we have virtually completed our electoral program, with which we went to the last elections.

Regarding the state of the courses, which is ultimately what matters most in a Golf Club, we have to say that this year, all courses have kept a high level of quality, recognized by all players who have visited us, both professionals in the ALPS TOUR, as amateurs in celebrated tournaments.

With respect to improvements this year, we have improved the buggy paths, we have extended the tee by hole number 11 south and are immersed in a cleansing program of trees, which started with the cutting down of 50 large-scale eucalyptus

And there is a plan for the improvement of the tees and bunkers for the South course in 2015.

If we focus on the sporting aspects, Guadalmina in 2014, has hosted tournaments of enormous relevance in all the categories amateur, beginning with Andalusia Cup, valid for the World ranking, the Memorial Norberto Goizueta valid for the Spanish Ranking,

and the Spanish Championships Ladies of all categories, and at the level of professional golf, hosting the ALPS of ANDALUSIA, and

Our members and particularly our Junior School has obtained a great number of successes. In continuation Member of the Board Marc Mueller-Baumgart, will make a more extensive exposition of the Junior School and its operations.

And I have to say that thanks to this new climate of cooperation and understanding, I have been able to enjoy, lately, what we call "the great social life of the Real Club de Golf Guadalmina", which is undoubtedly one of the main assets of the Club.

I don't want to finish without, again requesting for the support of all members in this vote, so that after the next elections, the Members that will be elected and will have the honour, like it has been for me, to work for the Real Club de Golf Guadalmina, within an atmosphere of social peace and for the benefit of all.

We now continue with the rest of the Assembly, thanking you for your attention and support.

The intervention ends with a warm round of applause.

Second item on the agenda. Report of the School Committee

Mr. Mueller - Baumgart made an extensive presentation of the operations of the Junior. The presentation, which is attached to the minutes, covered:

Tasks carried out by the professionals, reporting that none of the four professionals, who teach the junior school, Casto Gómez, as Coordinator, David Mencía, Ruben Holgado and Salvador Ruiz, are employed by Guadalmina Golf s.a., They provide the Saturday junior classes for free in exchange for the right to give private classes in the Club. Additionally there is a limited number of other professionals who have the right to teach in the Club: Francisco Hernández, who gives collective classes to Adult Members, on Mondays and Tuesdays and attends the ladies League on Friday in Guadalmina. Alfonso Hernández, who teaches privately members in an autonomous way, and Juan Holgado and José María Almagro employees in different roles.

Mr. Mueller - Baumgart described all students at the school for ages and exposes the global figures related to the school, which shows that the budget allocated by Guadalmina Golf s.a. for the development of the activities of the school, is largely offset by revenues collected by dues and contributions from the pupils themselves via the R.F.A.G. subsidies.

He ends his speech with the presentation of the achievements by the Junior members of the our School at to international, national and Andalusian level.

The Assembly thanks for the explanation with a round of applause.

Third item on the agenda. Approval, if appropriate, the budget for the year 2015

Speaking Ignacio de el Cuvillo, who reminded attendees that the budget 2015, will not be subjected to the vote, as it is Guadalmina Golf s.a. budget, which is presented to the Board of Directors and the Assembly for their information but does not require approval by this Assembly.

Mr. del Cuvillo presents briefly the projection of the end of the year of 2014, that in the absence of a month and its closure foresees losses of €120,000 approximately.

He also highlights in his speech that thanks to the works of improvement, the state of the facilities and policies for the incorporation of new members, in 2014 the trend of recent years of net loss of members has been stopped and he informed that by November 2014 the number of active members exceeds the previous year by 3. Currently the total figure is 1.837, between shareholders and family members.

He continues with his speech indicating that Guadalmina Golf s.a. faces to 2015 budget of revenues of 3.794.000 € against expenses of 3.726.000 €, resulting in a profit of 67,000 € before and after taxes.

This budget seeks to reduce planned expenditures of the closure of the 2014 by 95,000 € and increase revenues by 98,000 €

To increase the revenue Guadalmina Golf s.a. it has been proposed to continue the recruitment of new members, being the goal of 2015, to get 95 new members, whereas a loss of 50 current members is foreseen for reasons of age or health, ending 2015 with 1,870 members.

Mr. del Cuvillo refers to the investments finished during 2013 and 2014 informing that the total amount was 1,800,000 € financed to 50 % with own resources and a credit for ten years of 900,000 € the first year with a fixed interest of 2.9%, and then with a variable interest of euribor six months plus 2.15 %.

The new investments have been the maintenance shed, Caddy master and Pro Shop, Club Storage rooms, fitness center, Kids Club, offices, Green 10 North.

Del Cuvillo asked if the Assembly required any further explanation, and without further interventions, he continued reporting to the Assembly about the operations of the new gym which is meant to be ready in a short time.

He informs, that for the gym a lease contract was given, for a period of five years, to Wellness Golf Company, a local firm with experience in management of fitness and Wellness centres.

The use will likely be almost exclusively for Real Club de Golf Guadalmina Members, their families, and in a small number of customers, not more than 50 that don't have to hold the status of Members of Guadalmina,

The maximum number of users has been set at 500.

Del Cuvillo explained that rates of prices shall be fixed in agreement with Guadalmina Golf s.a. and that there is a basic fee which is fixed at 150 € per year per member, interested in making use of the facilities, in addition to other fees and services.

Schedule sets as from Monday to Sunday from 08:00 to 21:30, at all time assisted by qualified personnel.

After his exhibition to the meeting continues with the next item on the agenda.

Fourth item on the agenda. Approval of The Electoral Rules, proposed by the Board of Directors.

Mr. Daniel Musson, Member of the working group that collaborated in the elaboration of the documents subject to vote, takes the floor.

My name is Daniel Musson and my membership number is 4705.

We were last here in May of this year at an EGM. I stood here and explained why I, and many others, felt that the proposed Electoral Rules worked against the interests of members. The proposals were rejected, the 2nd time this had happened.

Following that meeting perhaps acting with unwarranted optimism, I tried to restart discussions on the topic. I have been pleasantly surprised. We have spent many hours discussing Rules and Statutes. I believe that Srs Martinez Landazabal and Mueller Baumgart are honourable gentlemen and do wish to agree the Rules so that we can have a new election. You will recall that the plea to have a new election has been consistent since 18 March last year.

I have not changed. I believe that the election was wrong. I believe that the way the last AGM was conducted was wrong. I believe that the Rules put to the May 2014 meeting were unfairly drafted. But the past is the past. I believe that we are being offered a way forward that will benefit all members of our club and that is why I am voting in their favour.

There are many things wrong at this Club. None of these can be corrected until and unless we have a board whose authority we all respect.

If you have problems with the proposals put in front of us, then please tell us what they are so that they can be resolved.

Before proceeding to the vote, Francisco Montes Jovellar, member number 2778. requests not to include in the statutes that the age of family members has been extended up to 25 years.

The President requested that we proceed to the vote on the fourth item on the agenda of the day.

Mr. Kurt Beckman, member number 4229 asked that we should follow the order of the Agenda, and asked the President to vote the third point before, the President explained that the third point of the Agenda is not mandatory to put it to the vote for the reasons explained.

Mr. Beckman suggests that the time period which has been presented in the Electoral rules to vote in the presence of the notary is not large enough, and requests to be considered to extend it to, for example, a month versus ten days.

After a discussion it is agreed that it corresponds to the Electoral Committee to resolve any questions about the process and leave the text as proposed.

It is put to the vote with the result of 453 votes in favour, of which 59 are present and 394 represented, no vote against and one abstention. The electoral regulations were therefore approved.

8) Fifth item on the agenda. Approval of the Modifications of the By Laws and Internal Rules and Regulations, authorizing the Board of Director to introduce as many changes as necessary, once approved, to achieve the inscription of the agreed Modifications, in the Registry of Sport Activities Association, according to the requirement of the Counsel Education Culture and Sports of the Junta de Andalucia

Mr. Beckman, indicates that in the documents that are submitted he appreciates the explanatory parts that highlight the differences between the proposed statutes and its current version, but he points out that in these parts merely explanatory parts some differences between both texts have been omitted

The President gives the necessary explanations, and the assembly proceeds to the vote.

The result of the vote was four hundred and thirty-two votes in favour, 49 corresponding to present members, 383 represented members, 18 votes against, of which 8 present members and 10 represented members, 1 explicit abstention and 3 tacit abstentions, being therefore approved the modification of the statutes of the Real Club de Golf Guadalmina by majority and with the quorum required by the current statutes.

The result of the vote on the Internal Rules and Regulations, was four hundred and forty-three votes in favour, including 53 correspond with present members and 390 represented members, and four against, 2 present members and 2 represented members and 7 tacit abstentions.

Sixth item on the agenda of the day. Ratification of the new members of the Board of Directors.

It is subjected to vote the ratification of the appointment of D. Ignacio Bayón Pedraza and D. Ignacio Cano Infante as members of the Board of Directors in replacement of two members resigned.

Put to the vote the result is four hundred twenty-one votes in favour of which 47 correspond to present members and 374 to represented members and three votes against of which 2 correspond to present members and 1 to a represented member, and 30 tacit abstentions, approving the appointment.

Not having more points to vote, the assembly moves on to the next item on the agenda.

Seventh item on the agenda of the day. Any other business / questions and answers

Mr. Rainer Zahourek ,Member number 3354, intervenes thanking the efforts of the Board of Directors and the rest of the members, and requests that it will again be allowed the use of own electric trolleys in the Club Storage Room. The President says that the possibility will be studied

Kristian Bergland, partner number 2970, intervenes expressing his unease by the State of the stream of El Chopo by the eight tee North Course, requesting immediate action for problem resolution.

Mr. Cuvillo advises that this situation has been reported to the competent bodies and that, despite the complexity of the problem, because it affects the sanitation of the Costa del Sol, and is not a specific problem of Guadalmina, work is done and it is expected to be soon resolved.

Mr Troels Erstad, member number 3026, manifesting the North Course 10th hole measures are not correct in the implementation of the Garmin watch, being answered by the Manager that all he has to do is to update the Garmin Watch on the computer.

Christina Birke, member 4908, asking Mr. Cuvillo for when one can expect construction of the toilet of the 11th tee North Course alongside the maintenance shed.

Mr. Cuvillo informs that this is projected, and that it depended on the resolution of a report of urban development discipline in reference to the perimeter wall, which has been finally resolved on November 18, so once the condition is corrected, we will obtain the definitive license of first occupation, and then be able to undertake the work as soon as possible.

Mr. Lars Torp, partner number 3469 states that sometimes childrenmembers do not behave properly especially in the area of the Putting Green. Mr. Mueller-Baumgart as a member of the Board of Directors with responsibility for school, answer that they will do everything possible to correct that aspect, and that in fact tests with the children are conducted on the days of school competitions through a QUIZ to help educate the children.

Mr. Richard Packman, member number 3842, explains that we have two of the best courses of the coast, but with the bunkers in very bad state., Some are very soft and other very hard.

Mr. Cuvillo informs that by the nature of the bunkers, they change over years, but there is working programme for the improvement of the bunkers.

With no more issues the President D. Juan Ramón Martínez Landazábal informs the Assembly that following the results of the vote, and the approval of the Electoral Rules, the modification of the Statutes and the Internal Rules and Regulations, he is pleased to announce, that during the next meeting of the Board of Directors, which will be held soon, he will ask the Board to call for elections to be held in the first days of April. Meanwhile the Board will continue working for all Members.

The announcement is greeted with a warm round of applause.

The Secretary as per the request of the President and before finishing the Assembly, appoints the following present members to sign the minutes as auditors: D^a Gunilla Lindström, D. Alfonso Cruz - Conde and D. Fermín López Gómez.

There being no further matters to discuss the session ends at 20:08 on November 19, 2014.

Interventora
Gunilla Lindström

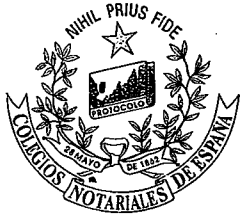
Interventor
Alfonso Cruz – Conde Suarez de Tangil

Interventor
Fermín López Gómez

Presidente
Juan Ramón Martínez Landazábal

Secretario Accidental
Marc Mueller – Baumgart

Attachments



ES COPIA SIMPLE

José Ramón Fermín DORIA BAJO

Notaría

s.p.a

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SAN PEDRO DE ALCANTARA MARBELLA
MÁLAGA

Teléf: 952 85 34 93 - Fax: 952 85 34 90

E-Mail: jrdoria@correonorarial.org

ACTA DE PRESENCIA

NÚMERO MIL TRESCIENTOS TRES (1303). -----

En **San Pedro Alcántara-Marbella**, mi residencia, a dieciocho de noviembre de dos mil catorce. -----

Ante mí, **José Ramón Fermín DORIA BAJO**, Notario del Ilustre Colegio de Andalucía. -----

=== COMPARECE ===

Don Juan Ramón MARTÍNEZ LANDAZÁBAL, mayor de edad, casado, prejubilado, vecino de San Pedro de Alcántara, en Marbella, provincia de Málaga, con domicilio a estos efectos, en Guadalmina Alta, Real Club de Golf, provisto de Documento Nacional de Identidad y Número de Identificación Fiscal 16.493.904-Y. -----

Lo identifico por el documento reseñado. -----

==== INTERVIENE ====

En nombre y representación del "**GUALDALMINA CLUB DE GOLF**", entidad domiciliada en la Urbanización Guadalmina Alta de San Pedro de Alcántara-Marbella (Málaga), inscrita en 1996 con el número 39887 en el Registro Andaluz de Entidades Deportivas de la Consejería de Turismo y Deporte de la Junta de Andalucía y aprobada la modificación de sus Estatutos por la Consejería de

Turismo y Deporte de la Junta de Andalucía por resolución del 14 de diciembre de 2004 de la Dirección General de Actividades y Promoción Deportiva-----

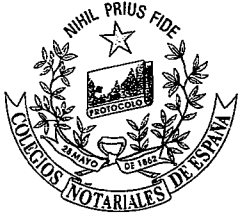
Interviene en virtud de su nombramiento como Presidente del Club nombrado en la Asamblea General Ordinaria celebrada el 19 de Marzo de 2013.-----

Me asegura la vigencia de su cargo, facultades representativas y la persistencia de la capacidad jurídica de la entidad que representa.-----

JUICIO DE SUFICIENCIA.- A mi juicio, son suficientes las facultades representativas acreditadas para este requerimiento. -----

Tiene, a mi juicio, en el concepto en que interviene, capacidad legal, e interés legítimo para la presente ACTA DE PRESENCIA y al efecto-----

El señor compareciente **ME REQUIERE** para que acuda, el próximo día 19 de noviembre, miércoles para comprobar el número de asistentes a la celebración de la Asamblea General, Ordinaria y Extraordinaria de Socios de la Entidad que preside, que está debidamente convocada para las 16:30, 16,45 y 17 horas, en primera, segunda y tercera convocatoria en el Salón Alcazaba del Hotel Guadalmina, sito en Urbanización Guadalmina Baja así como para comprobar, EXCLUSIVAMENTE el resultado de la votación de los puntos 4 y 5 del orden del día (Orden del día que me aporta y adjunto como Documento Unido)-----



Acepto los requerimientos, que cumplimentaré con Diligencia o Diligencias a continuación de la presente..-----

===== APROBACIÓN Y AUTORIZACIÓN =====

1. Reservas y advertencias legales.- Las hago al señor compareciente. Advierto también sobre la incorporación de datos a los ficheros automatizados regulados en la Orden del Ministerio de Justicia 484/2003, de 19 de febrero. -----

2. Protección de datos.- Hago al compareciente las reservas y advertencias legales, y en particular de conformidad con lo establecido en la legislación vigente respecto a PROTECCIÓN DE DATOS el compareciente acepta la incorporación de sus datos a los ficheros de esta Notaría con la finalidad de realizar las funciones propias de la actividad notarial efectuando -en su caso- las comunicaciones previstas en la Ley, y estableciéndose esta Notaría como domicilio para ejercitar los derechos que les incumben respecto acceso, rectificación, oposición o cancelación de los mismos. -----

3. Lectura.- Le permito la lectura de esta acta, porque así lo solicita después de advertido de la opción del artículo 193 del Reglamento Notarial. -----

4. Aprobación y Firma.— Enterado, según dice, por la lectura que ha practicado y por mis explicaciones verbales, el señor compareciente hace constar libremente su aprobación al contenido del acta, firmándola.-----

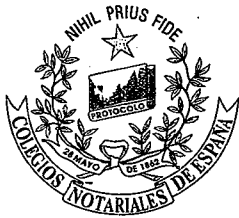
5. Autorización.— Yo, el notario, compruebo que esta acta se adecua a la legalidad y a la voluntad debidamente informada y expresada ante mí; y del contenido de esta acta, extendido en dos folios de papel exclusivo para documentos notariales, todos ellos de la serie BQ, números el del presente y los dos anteriores, DOY FE.--

ARANCEL NOTARIAL. DERECHOS DEVENGADOS. Arancel aplicable, números: 1, 4, N° 8ª - DOCUMENTO SIN CUANTÍA -----

Está la firma del compareciente.-----

Signado. JOSÉ RAMÓN FERMÍN DORIA BAJO. Rubricado y sellado.-----

DILIGENCIA: Que extendiendo yo el Notario para hacer constar que siendo las 16 horas del día **diecinueve de noviembre de dos mil catorce** me persono en el Hotel Guadalmina a fin de llevar a cabo el levantamiento del Acta de Presencia para la cual he sido requerido. A la entrada de la sala donde se va a realizar la reunión, en dos mesas contiguas están preparadas las listas de miembros del Club, diferenciándose entre los que su apellido comienza por la letra A hasta la L y la segunda de ésta hasta el final. En ellas están dos empleadas del club que asisten cada una a una de las dos Interventoras que controlan las identidades de los asistentes, sus posibles delegaciones y les entregan las papeletas para las distintas



votaciones previstas. Las papeletas son de cuatro colores diferentes. En ellas las Interventoras señalan el nº de votos que incluyen, tanto el propio miembro presente como, en su caso, los que ejerce en representación de otros miembros.-----

El flujo de asistentes aumenta y entre ellos llega El Presidente del Club y me amplía el Requerimiento al control de la votación prevista en el Punto 6º del Orden del Día, lo cual acepto.-----

Mientras voy ayudando al control de asistentes, se presenta Dña. Idoya Torres de Agustín, abogada del miembro D. Ángel Jesús MARTÍN, a fin de asistir a las Juntas en nombre de su cliente. El Presidente le señala que los Estatutos establecen que la representación sólo cabe entre miembros y que a fin de solventar el error informativo que padeció la Secretaría del Club al informar que dicha representación era factible, permite el acceso a la reunión pero sólo a efectos de oyente, sin voz ni voto.-----

Llegada la hora de la última convocatoria de la reunión, ésta da comienzo y yo me quedo ultimando el recuento de Presentes y Representados. Recuento que en una primera verificación nos da que asisten 59 miembros que ostentan la representación de 382 más, de los 1.216 miembros que componen el Club. Datos que las

secretarias entregan al Presidente a fin de que los dé a conocer a la Asamblea.-----

Entro en la sala y me sitúo en la mesa presidencial en un extremo, asistiendo a la exposición de los puntos del Orden del Día 1º, 2º y 3º los cuales no me incumben pues el Requerimiento que se me ha hecho alcanza exclusivamente el escrutinio de las votaciones correspondientes a los puntos 4º, 5º y 6º del Orden del Día. A la vista de que se alargan los debates y las explicaciones, vuelvo de nuevo a las mesas de control de asistentes y recuento de propia mano las listas de Presentes y Representados (se han diferenciado por el distinto color de sobre-subrayado: rojo los presentes y amarillo los representados). De dicho recuento salen los siguientes Datos:----

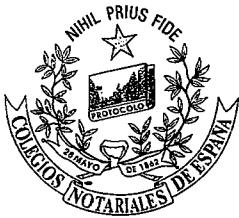
- **Presentes 60 miembros = 4,93%**. -----

- **Representados 394 miembros = 32,40%**. -----

TOTAL de miembros 454 que suponen el 37,33% de los 1.216 miembros del Club.-----

Me reintegro a la sala de reuniones y asisto al final del debate acerca del Punto 4º del Orden del Día: *aprobación, si procede del Reglamento Electoral*. El Presidente propone la votación mediante la utilización de la papeleta de Color Naranja. Las secretarias del Club y las Interventoras van aportándome los votos favorables y los en contra así como las abstenciones, cuyo recuento arroja el siguiente resultado:-----

A Favor: 59 Presentes y 394 representados = 453 votos -----



En Contra: ninguno	= 000 -----
<u>Abstención explícita</u>	= 1 -----
TOTAL de votos	= 454 -----

Queda APROBADO POR MAYORÍA el Reglamento Electoral

A continuación se pasa al Punto 5º del Orden del Día en su Parte Primera: Aprobación, si procede, de la Modificación de Estatutos. El Presidente propone la votación mediante la utilización de la papeleta de Color Verde. Tras ello se repite el proceso de recogida de papeletas cuyo recuento arroja el siguiente resultado: ---

A Favor: 49 Presentes y 383 representados = 432 votos -----
En Contra: 8 Presentes y 10 representados = 18 "-----
<u>Abstención explícita una y tácitas tres</u> = 4 -----
TOTAL de votos = 454 -----

Queda APROBADA POR MAYORÍA REFORZADA (los estatutos exigen que se apruebe por, al menos, el 30% de la totalidad de miembros del Club, es decir por al menos 365 votos favorables) LA MODIFICACIÓN DE ESTATUTOS. -----

A continuación se pasa al Punto 5º del Orden del Día en su Parte Segunda: Aprobación, si procede, de la Modificación del Reglamento de Régimen Interior. El Presidente propone la votación

mediante la utilización de la papeleta de Color Rojo. Tras ello se repite el proceso de recogida de papeletas cuyo recuento arroja el siguiente resultado:-----

A Favor: 53 Presentes y 390 representados = 443 votos ----

En Contra: 2 presentes y 2 representados = 4-----

Abstenciones tácitas siete = 7 -----

TOTAL de votos = 454 -----

Queda APROBADO POR MAYORÍA la Modificación del Reglamento de Régimen Interior.-----

A continuación se pasa al Punto 6º del Orden del Día: *Ratificación de los nuevos vocales*. El Presidente propone la votación mediante la utilización de la papeleta de Color Azul. Tras ello se repite el proceso de recogida de papeletas cuyo recuento arroja el siguiente resultado:-----

A Favor: 47 Presentes y 374 representados = 421 votos ----

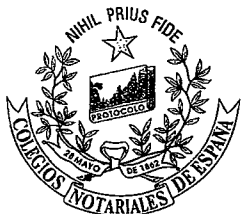
En Contra: 2 presentes y 1 representado = 3-----

Abstenciones tácitas treinta = 30 -----

TOTAL de votos = 454 -----

Quedan Ratificados en su nombramiento los nuevos vocales de la Junta Directiva.-----

Dado que los recuentos anteriores se han alargado en el tiempo y el Presidente había avanzado a la Asamblea que se habían alcanzado las mayorías suficientes para modificar los Estatutos, nos hemos ido quedando solos en la sala las secretarias del Club y yo,



repassando minuciosamente los anteriores resultados.-----

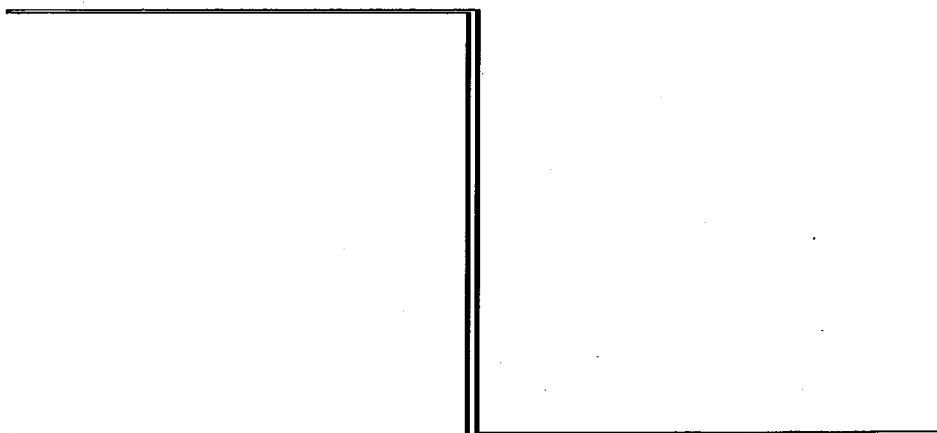
Tras hacer una ficha resumen doy por terminada la Diligencia siendo las 19 horas 44 minutos, despidiéndome me dirijo a la Notaría.-----

Todo lo anteriormente descrito se corresponde fielmente con lo percibido con mis propios sentidos.-----

Del total contenido de esta Diligencia extendida en tres folios de papel exclusivo de uso notarial yo el Notario, DOY FE. En San Pedro de Alcántara-Marbella a diecinueve de noviembre de dos mil catorce.-----

Signado: **José Ramón Fermín DORIA BAJO**. Rubricado y Sellado.-----

SIGUEN LOS DOCUMENTOS UNIDOS





Real Club de Golf Guadalmina
Urb. Guadalmina Alta S/N
San Pedro Alcántara 29678
Málaga (España)

Guadalmina, a 14 de Octubre de 2014

Estimados Socios:

Por la presente les convoco a la **ASAMBLEA GENERAL ORDINARIA Y EXTRAORDINARIA DE SOCIOS** del Real Club de Golf Guadalmina que se celebrará el próximo día 19 de Noviembre de 2014, (Miércoles) en las instalaciones del Hotel Guadalmina, Urb. Guadalmina Baja, a las 16:30 en primera convocatoria, a las 16:45 en segunda y a las 17:00 en última convocatoria con el siguiente

ORDEN DEL DIA

- 1) Informe del Presidente
- 2) Informe del Comité de Escuela
- 3) Aprobación, si procede, del Presupuesto para el ejercicio 2.015
- 4) Aprobación, si procede, del Reglamento Electoral, a propuesta de la Junta Directiva.
- 5) Aprobación, si procede, de la modificación de los Estatutos y de la modificación del Reglamento de Régimen Interior, a propuesta de la Junta Directiva, dando autorización a la Junta Directiva para subsanar los Estatutos aprobados, siempre que la Junta de Andalucía lo exija para lograr su inscripción en el Registro de Entidades Deportivas de la Consejería de Educación, Cultura y Deportes.
- 6) Ratificación de los nuevos vocales.
- 7) Ruegos y preguntas.

Nota: La documentación relativa a los puntos 4 y 5 del orden del día serán publicadas en la página web del club, dentro del área privada de socios, y aquellos socios que lo soliciten podrán obtener un ejemplar impreso en las Oficinas de Administración.

Al mismo tiempo aprovechamos la ocasión para enviar listado de cuotas año 2015. Les recordamos que el pago anticipado y domiciliaciones bancarias recibidas antes del 20 de Diciembre de 2014, se beneficiarán del Descuento.

Atentamente

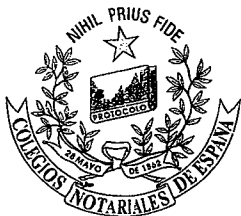
Juan Ramón Martínez Landazábal
Presidente

Por la presente autorizo a D. _____
votar en mi nombre en la Junta General Ordinaria del Real Club de Golf Guadalmina, que se celebrará el día 19 de Noviembre de 2014 a las 16:30h. en primera convocatoria, 16:45 h en segunda convocatoria y a las 17:00 en tercera y última en las instalaciones del Hotel Guadalmina, Urb. Guadalmina Baja, Marbella.

Nº de Socio: _____

Nombre _____

Firma _____



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