

City of Buenos Aires, February 10, 2020

**Comisión Nacional de Valores
Bolsas y Mercados Argentinos S.A.
Mercado Abierto Electrónico S.A.**

Ref: Mandatory conversion of Convertible
Notes and Preferred Shares.

Ladies & Gentlemen,

I am addressing you in my capacity as the Head of Market Relations of TGLT S.A. ("TGLT" or the "Company"), in relation to the relevant fact #2556217 published by the Company on the *Autopista de la Información Financiera* of the Argentine Securities Commission's website, dated on December 11, 2019, whereby it was announced the successful consummation of the subscription and exchange offers (the "Offers") of the Class A preferred shares (the "Class A Preferred Shares") and the Class B preferred shares (the "Class B Preferred Shares" and, together with the Class A Preferred Shares, the "Preferred Shares") and the subsequent issuance of Class A Preferred Shares for a total amount of US\$ 39,033,842; and Class B Preferred Shares for a total amount of US\$ 140,796,732; representing a total amount in Preferred Shares of US\$ 179,830,574.

In this context, given that the total amount of the securities representing the Company's capital stock issued cumulatively under the Offers (which were computed for the *Qualified Public Offering Threshold*, as set forth in several statements of the Offering Memorandum dated as of November 1, 2019) exceeded the aggregate principal amount of US\$ 100,000,000, the Board of Directors of the Company has determined that the Qualified Public Offering Threshold has been met, resulting in the mandatory conversion, with immediate effect as of the date hereof, of (a) the Convertible Subordinated Notes due 2027, issued by the Company on August 3, 2017 (the "Convertible Notes"), pursuant to the provisions of Section 1301, last paragraph, of the indenture of the Convertible Notes (as amended from time to time, the "Indenture"); and (b) the Preferred Shares, pursuant to Section 12(b) of their respective terms and conditions approved by the shareholders' meeting held on September 10, 2019.

Consequently, it is hereby informed that the Company: (a) has converted the Convertible Notes into shares of common stock of the Company, at the conversion price of \$0.50 per share of common stock and, therefore, the Company shall issue 49,800,000 shares of common stock in respect thereof; (b) has converted the Class A Preferred Shares, at a conversion price of \$0.11 per share of common stock, and therefore the Company shall issue 360,767,338 shares of common stock in respect thereof; and (c) has converted the Class B Preferred Shares at a conversion price of \$0.33 per share of common stock, and therefore the Company shall issue 433,767,845 shares of common stock in respect thereof; provided, in the case of (b) and (c), that if any holder of Preferred Shares shall have the right to receive a fraction of a common share, it will then receive an additional common share. It is stated that, as a result of these mandatory conversions, as of the date hereof, the capital stock of TGLT will consist of 924,990,607 shares of common stock of nominal value Pesos Argentinos 1.00

per share, with the right to one vote per share, that will rank *pari passu* with all existing and future classes of shares of common stock with respect to right of payment of dividends (including the 9,752,054 common shares surrendered by the Company before the *Comisión Nacional de Valores* for cancellation)..

For purposes of operationally implementing the mandatory conversion, the Company will deliver (i) to the holders of Notes, the common shares into which the Notes were converted or the amount of American depositary shares equivalent to the common shares into which such Notes were converted; provided that the bondholder tenders its Convertible Notes before DTC and complies with the other conditions and requirements to be provided by Epiq Corporate Restructuring, LLC, acting as conversion agent; and (ii) to the holders of Preferred Shares, the amount of common shares into which such Preferred Shares were converted (if its Preferred Shares are deposited in Caja de Valores and does not elect to American depositary shares equivalent to such common shares by communicating so in writing to the Company on or before February 20, 2020) or American depositary shares equivalent to such common shares (if such holder is a holder of American depositary shares representing such Preferred Shares and does not elect to receive common shares on or before February 20, 2020).

It is further informed that on February 18, 2020, in accordance to the Indenture, the Company will pay to the holders of record of the Convertible Notes on February 1st, 2020 the accrued and unpaid interest on the Convertible Notes, including interest that would have accrued from the conversion date of February 10, 2020 to but not including February 15, 2020.

Notwithstanding the foregoing, holders of Preferred Shares who have notified their attendance at the ordinary and extraordinary general shareholders' meeting of the Company to be held on February 11, 2020 (the "Shareholders' Meeting") may validly attend such Shareholders' Meeting with the certificates corresponding to such securities.

Sincerely,

Manuel Moreno
Head of the Market Relations