

Abengoa, S.A., (the "**Company**") with the aim of complying with article 228 of the consolidated text of the Spanish Securities Market Act approved by Royal Legislative Decree 4/2015, of 23 October, hereby notifies the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) ("**CNMV**") of the following

Significant event (*Hecho relevante*)

Following the significant event notices dated 30 October 2015 (with registry number 230,311) and 1 December 2015 (with registry number 231,659) in connection with the amendment of the terms and conditions of the €250,000,000 4.50 per cent. Senior Unsecured Convertible Notes due 2017 issued by the Company (the "**Terms and Conditions**"), which was approved by the noteholders' meeting on 30 November 2015, the Company announces the satisfaction of all the conditions precedent for its effectiveness: (i) the entering into of the Deeds of Guarantee, and (ii) the registration in the Commercial Registry of Seville of the public deed of amendment of the Terms and Conditions granted on 10 December 2015, (jointly, the "**Conditions Precedent**").

The satisfaction of the Conditions Precedent determines that the amendment of the Terms and Conditions is effective.

In Seville, 4 January 2016