

National Securities Market Commission

Markets Area. Directorate of Supervision.

C/Edison 4

28006 - Madrid

Abengoa, S.A. ("**Abengoa**"), in compliance with the provisions of 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,

Relevant Fact

In connection with the issue by Abengoa of convertible/exchangeable bonds for an amount of 400,000,000€ at 6.25% and due on 2019 (ISIN XS0875275819) traded in the multilateral negotiation system EuroMTF of Luxembourg (the "**Bonds**"), Abengoa announces the registration in the Commercial Registry of Seville on 8 January 2016 of the corresponding share capital increase for a total of 34,013 new Class B shares of the Company of 0.0002€ of face value each (the "**Shares**"), issued as a consequence of the conversion of Bonds for a total amount 100,000 euros. The share capital of Abengoa has been increased for a total amount of 6.80 euros, being the final share capital of Abengoa after the share capital increase of 1,840,961.78 euros.

Likewise, the Company announces that the Shares have been admitted to trading on the Stock Exchanges of Madrid and Barcelona, through the interconnection system (*Mercado Continuo*), on the date hereof with effects as of 27 January 2016.

Seville, 26 January 2016