

Justification granted by Inversión Corporativa IC, S.A., shareholder holding more than 3% of the share capital of Abengoa, S.A., in connection with the proposal to include in the agenda of the General Shareholders' Meeting of Abengoa, S.A. called to be held on 29 June on first call and on 30 June on second call

The justification granted by Inversión Corporativa IC, S.A., shareholder holding more than 3% of the share capital of Abengoa, S.A., in connection with the proposal to include in the agenda of the General Shareholders' Meeting of Abengoa, S.A. called to be held on 29 June on first call and on 30 June on second call is literally transcribed below.

- *The Extraordinary General Shareholders' Meeting of Inversión Corporativa IC, S.A. held on 4 November 2015 approved the appointment of the directors that should represent it in the Board of Directors of Abengoa, S.A. and Mr. Javier Benjumea Llorente was not one of the directors appointed. Such Extraordinary General Shareholders' Meeting instructed the Board of Directors of Inversión Corporativa IC, S.A. to act accordingly.*
- *Following such instructions and in light that Mr. Javier Benjumea Llorente had not voluntarily resigned from his office as director of Abengoa, S.A., the Board of Directors of Inversión Corporativa IC, S.A. in its meeting held on 4 December 2015 approved to send a notice to Abengoa, S.A. informing that Mr. Javier Benjumea Llorente no longer represented Inversión Corporativa IC, S.A. in the Board of Directors of Abengoa, S.A.*
- *Such communication was sent on 9 December 2015 by the secretary of the Board of Directors of IC, S.A. to the secretary of the Board of Directors of Abengoa, S.A.*
- *In light of the lack of action by the Board of Directors of Abengoa, S.A. and being aware of the celebration of on 25 May of the Board of Directors of Abengoa, S.A. in which the General Shareholders' Meeting was going to be called, the directors of Inversión Corporativa IC, S.A. Ms. Ana Abaurre Aya and Mr. José Joaquín Abaurre Llorente as well as the Secretary of the Board of Directors of Inversión Corporativa IC, S.A. sent a burofax requesting that the dismissal of Mr. Javier Benjumea Llorente be included in the Agenda of the General Shareholders' Meeting of Abengoa, S.A..*
- *Finally, once the call of the General Shareholders' Meeting of Abengoa, S.A. has been published we have confirmed that the dismissal of Mr. Javier Benjumea Llorente is not included in the agenda of such meeting therefore, making used of the rights recognized under article 519 of the Companies Act and article 21 of the Bylaws of Abengoa, S.A., we hereby formalize this request in order to comply with the resolutions of the Extraordinary General Shareholders' Meeting of Inversión Corporativa IC, S.A. held on 4 November 2015 as well as with those of the Board of Directors held on 4 December 2015.*