

National Securities Market Commission
Mr Antonio Mas Sirvent
Assistant Director of Markets
Paseo de la Castellana, 19
28046 Madrid

Re: Notification of relevant fact

21 March 2000

Dear Sirs

Pursuant to the contents of Article 82 of the Securities Market Act, we write to inform you that Abengoa, S.A. has reached an agreement with BUS Berzelius Umwelt-Service AG and BUS Beteiligungs GmbH for the acquisition of the shareholding held by BUS in BEFESA Medioambiente, S.A. (BEFESA), equivalent to 50.01 % of its issued share capital.

This acquisition will result in a change in control of the target company. The acquisition will be made by Abengoa or one of the companies in its Group, in the form of a public tender offer, which will be formalised in accordance with the provisions of Royal Decree 1197/1991. This public tender offer will only be conditional upon the acquisition of a majority of BEFESA's share capital, which is assured by the undertaking made by BUS, and upon the relevant authorisation or verification from the Anti-trust Authorities.

The price per share at which this acquisition will be made and at which the forthcoming public tender offer will be formulated will be 2,274 pesetas, equivalent to 14.87 euros.

The acquisition of BEFESA represents the culmination of an industrial collaboration process between both companies which will offer greater technological and financial capacity in their environmental activities, in accordance with the requirements of the domestic and international markets.

Yours faithfully,

For Abengoa, S.A.

For BUS Berzelius Umwelt-Service AG
For BUS Beteiligungs GmbH

[Illegible signature]

[Illegible signature]

Jesús Pérez Rodríguez

Dr Gunter Okon

Note for analysts

Madrid, 21 March 2000

Abengoa has reached an agreement with BUS Berzelius Umwelt-Service AG (BUS) relating to the acquisition of shares owned by the latter, in Befesa Medio Ambiente, S.A. equivalent to 50.01% of its issued share capital.

This acquisition will result in a change in control of the target company and will be made by Abengoa or one of the companies in its group in the form of a public tender offer, which will be formalised in accordance with the prevailing legal provisions. This public tender offer will be made within 2 months at a price of 2,274 pesetas (14.87 euros) per share, and will be conditional upon acquisition of at least 50.01 % of the company.

The operation will offer the creation of value for Abengoa's shareholders (consolidating this shareholding in the current financial year, 2000) and will at the same time resolve the shareholder problems that Befesa has experienced since the end of 1998, making it possible to establish a leading group in the environmental sector both in Spain and in the international market, based on the experience and skills of Abengoa's international sales network.

The acquisition of these shares will generate goodwill of between 20,000 and 30,000 million pesetas depending on the level of take-up of the public tender offer, most of which Abengoa expects to write down early by offsetting it against the extraordinary profits expected for 2000.

In order to finance the transaction, and depending on its final scope, Abengoa will use its available cash resources and specific financial facilities for share acquisitions.

The acquisition of Befesa represents an opportunity for Abengoa to consolidate and culminate a process whose aim is the establishment and control of a leading group in the environmental sector in Spain. This process began earlier with the two companies coming together to participate in common environmental projects (Trademed Platform). Abengoa and Befesa also recently agreed a strategic alliance through Alianza Medioambiental, S.L., to which they contributed their respective activities relating to non-metallic industrial waste, solid urban waste and water treatment.

As a result of this agreement, Abengoa became the leading company in Spain in the treatment of industrial waste, both metallic and non-metallic, with a leading position in the area of solid urban and livestock waste and a strong presence in the water treatment sector.

Combined with the complementarities and the leadership position that Abengoa expects to gain in the environmental sector in Spain, this transaction will provide support for Befesa's growth and international expansion, due to the international profile and capacity of Abengoa's sales network.

In turn, this acquisition will not only provide a strengthening of Abengoa's current position in the environmental sector, but will also allow for an efficient

reorganisation of the joint resources of both Befesa and Abengoa, which will improve their capacity for growth and profitability.

In conclusion, this transaction represents the consolidation of Abengoa's corporate strategy for the creation of value through specialised business areas and high growth potential, complementing its traditional engineering activities, with the development of integrated products introduced in 1997 through Siema (in the environmental market) and strengthened since 1999 through Telvent in the new technologies and Internet markets.

[Illegible document reference]