

Comisión Nacional del Mercado de Valores
C/Edison, 4
28006 – Madrid

Abengoa, S.A. ("**Abengoa**" or the "**Company**"), pursuant to article 228 of the Restated Securities Market Act approved by Royal Legislative Decree 4/2015, of 23 October (el Texto Refundido de la Ley del Mercado de Valores, aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre), informs the Spanish Securities Market Commission (Comisión Nacional del Mercado de Valores) of the following:

Material fact (Hecho relevante)

The Company informs that it has decided to initiate the process for voluntary delisting of its American Depositary Receipts (ADRs) from the NASDAQ Stock Market and deregistration of its Class B shares from the US Securities and Exchange Commission ("SEC").

The ADRs, which correspond to Class B shares, have been listed on the NASDAQ Stock Market since October 2013. The listing was part of the Company's efforts to increase international ownership of Abengoa, S.A.'s share capital.

The Spanish Stock Exchange has been the primary trading market for the Company's shares since 1996 and has accounted for over 97% of the average monthly trading volume of the Class B shares since October 2013. The Company believes that the administrative burdens and costs associated with being a U.S. listed company and meeting SEC regulatory requirements have significantly increased in the past few years. The Company believes that these administrative burdens and associated costs substantially outweigh the benefits derived from the listing of its ADRs on the NASDAQ Stock Market and the Company's registration with the SEC.

This is consistent with the restructuring of indebtedness and recapitalization of the Abengoa group that the Company is currently negotiating with its financial creditors pursuant to its business plan and financial restructuring proposal presented on March 16, 2016. Today, April 6, 2016, the Judge of the Mercantile Court of Seville has issued a resolution declaring the judicial approval of the Standstill Agreement. As part of this recapitalization process, it is envisaged that the Company's current dual class share structure will be combined into a single class of shares that will continue to be listed on the Spanish Stock Exchanges.

Accordingly, the Board of Directors of Abengoa, S.A. believes that the delisting of its ADRs from the NASDAQ Stock Market and deregistration of its Class B shares from the SEC at this point in time is in the best interests of the Company and all of

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its stakeholders and intends to commence the delisting and deregistration process immediately. The Company has not arranged for listing or registration on another U.S. national securities exchange or for quotation of the relevant security in a quotation medium. The delisting and deregistering process is expected to be completed during the third quarter of 2016. As a result, Abengoa, S.A. will no longer be obligated to submit certain reports and forms to the SEC, including annual reports on Form 20-F and reports on Form 6-K. In connection with the delisting, Abengoa, S.A. intends to terminate its ADR program in accordance with the provisions of its deposit agreement with Citibank, N.A., the ADR depository.

Following the delisting of the ADRs from the NASDAQ Stock Market, all trading in Abengoa, S.A. shares will be completed through the Spanish Stock Exchange. Abengoa, S.A.'s financial reports and press releases will continue to be made available in English on the Company's website (www.abengoa.com). The Company remains committed to engaging with the U.S. investment community through continued open dialogue and regular investor roadshows.

Seville, 6 April 2016