

Abengoa, S.A. ("**Abengoa**" or the "**Company**"), in compliance with 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*), hereby informs the Spanish Securities Market Regulator about the following:

### **Significant Event**

Following the Significant Event published on 24 September 2016 (official registry number 243072) pursuant to which the Company announced the execution of the restructuring agreement by, among others, Abengoa, certain companies within its group as Original Obligors and certain creditors as Original Participating Creditors and Original Intragroup Creditors (the "**Restructuring Agreement**"), the Company informs that, in light of the situation in Mexico and in order to accelerate the completion of the Restructuring and begin implementing the Viability Plan as soon as possible, Abengoa, together with some of its principal creditors and investors, has developed a proposal for the adjustment of the drawdown mechanism of new money financing (the "**Drawdown Proposal**") set out in the Term Sheet and the Restructuring Steps Plan to the Restructuring Agreement, maintaining the initial structure of the transaction. Such Drawdown Proposal will require certain amendments to the Term Sheet, the Restructuring Steps Plan, the Restructuring Agreement and the New Money Financing Commitment Letter.

In light of the fact that the consent of the Majority Participating Creditors is required to approve such amendments, the Company further informs that the Restructuring Agent will be providing an amendment request document, dated 14 February 2017 (the "**Amendment Request Document**"), to all Participating Creditors, which details the amendment request in connection with the Drawdown Proposal (the "**Amendment Request**") and in response to which all Participating Creditors should vote to approve or not approve the proposed amendments set out therein.

Abengoa hereby requests that all Participating Creditors perform the following actions as soon as possible and in any case before 5:00 pm (London Time) on 28 February 2017 (the "**Response Deadline**"):

- (A) carefully review the proposed amendments set out in the Amendment Request Document (the "**Amendments**"); and
- (B) vote "Yes" (to approve the Amendments) or "No" (to not approve the Amendments) through (i) submission of Electronic Instructions, in the case of Existing Noteholders, or (ii) a response to the Restructuring Agent, in the case of Existing Non-Noteholders, in both cases as will be described in the documentation that accompanies such Amendment Request Document.

# ABENGOA

Abengoa directs all Participating Creditors to its website ([www.abengoa.com](http://www.abengoa.com)), where a presentation will be made available which will provide detailed explanation on the Drawdown Proposal.

In connection with the Amendment Request, the attention of Participating Creditors is also drawn to Clause 15.1.2(c) of the Restructuring Agreement, which provides that if a Participating Creditor does not respond to the Amendment Request within 10 Business Days of notification, then the aggregate amount of that Participating Creditor's Affected Debt and/or Non-Spanish Debt to be Restructured (as applicable) shall not be included for the purposes of calculating whether the approval of the Majority Participating Creditors has been obtained.

Any questions in relation to this notice or procedures in connection with the Restructuring generally may be directed to the Information Agent:

Lucid Issuer Services, Tankerton Works, 12 Argyle Walk, London, WC1H 8HA

Website: <http://www.lucid-is.com/abengoa>, Email: [abengoa@lucid-is.com](mailto:abengoa@lucid-is.com)

For information by telephone: +44 (0) 20 7704 0880

Attention: Paul Kamminga / Victor Parzyjagla.

For any clarifications regarding this notice you can also contact the Company:

For Noteholders:

email: [ir@abengoa.com](mailto:ir@abengoa.com)

phone: +34 95 493 70 00, ask for the Investor Relations team,

For Non-Noteholders:

email: [rpbanks\\_insurance@abengoa.com](mailto:rpbanks_insurance@abengoa.com)

phone: +34 95 493 70 00, ask for the Banking/Financial team

Seville, February 14, 2017