

SUPPLEMENTAL NOTICE IN RESPECT OF THE AMENDMENT AND RESTRUCTURING CONSENT REQUEST DATED 6 AUGUST 2020

Abengoa Abenewco 2 Bis, S.A.U.
(the “Issuer”)

in respect to holders of its outstanding

EUR 1,148,126,558 1.5 per cent. senior secured convertible notes due 2024
(Reg S ISIN: XS1978320882 / Rule 144A ISIN: XS1978321344)

and

USD 562,194,026 1.5 per cent. senior secured convertible notes due 2024
(Reg S ISIN: XS1978327622 / Rule 144A ISIN: XS XS1978328190)
(the “Notes”)

28 August 2020

The Issuer distributed an amendment and restructuring consent request dated 6 August 2020 (the “**Consent Request**”) to the holders of the Notes through Euroclear and Clearstream, Luxembourg on 6 August 2020 for the purposes of considering and, if thought fit, passing the Amendment and Restructuring Proposal.

The Issuer hereby notifies the holders of the Notes that the Consent Request shall be supplemented in accordance with the terms of this Supplemental Notice.

The following text, appearing on pages 24-25 of the Consent Request, shall be deemed to be deleted from the Consent Request and shall not form part of the Amendment and Restructuring Invitation (with all relevant corresponding changes to the paragraph numbering and any cross-references in the Consent Request deemed to be made to the Consent Request):

“4. ~~Failure to respond to this Amendment and Restructuring Consent Request~~

~~Please note that, per Condition 17.8(c) of the Conditions, if the relevant Beneficial Owner does not submit an Electronic Instruction on the Amendment and Restructuring Proposal within 10 business days from the date of this Consent Request (i.e. no later than the Response Deadline specified in the Amendment and Restructuring Consent Request Letter) (unless the Issuer agrees to a longer time period in relation to any request) then your Notes shall not be included for the purpose of calculating the participating Notes when ascertaining whether any relevant percentage (including, for the avoidance of doubt, unanimity) of participating holders of Notes has been obtained to approve the Amendment and Restructuring Proposal.”~~

ADDITIONAL INFORMATION

The timetable in relation to the Amendment and Restructuring Proposal (including, without limitation, the Expiration Time) remains unaffected by this Supplemental Notice.

Any Electronic Instructions already delivered by a Beneficial Owner will not be automatically revoked as a result of this Supplemental Notice.

As a result of receiving this Supplemental Notice, Beneficial Owners may, acting in accordance with applicable law, withdraw any Electronic Instruction given by them in accordance with the applicable procedure set out in the Consent Request.

Capitalised terms used in this Supplemental Notice but not defined herein have the same meaning ascribed to them in the Consent Request.

Further details about the transaction can be obtained from:

The Tabulation Agent:
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