

Proposed resolutions for the Extraordinary General Shareholders' Meeting to be held on 16 or 17 November 2020, on first or second call respectively

One.- Information by the Board of Directors on the following items related to the Update of the Restructuring Plan of 6 August 2020, which is judicially challenged by a Group of minority shareholders of Abengoa, S.A. In particular, the Board of Directors will inform of the following:

1.1 Presentation and delivery to shareholders of the Valuation Report made by an independent expert (to be identified) of the company Abenewco 2, S.A. which has supposedly cause the mandatory cause for dissolution of Abengoa, S.A.

1.2 Current valuation of Abenewco 1, SAU and criteria used for the same.

1.3 Delivery to the shareholders of the details and identification of the 153MM euros liabilities which, supposedly, conform the trade liabilities of Abengoa, S.A. which are under negotiation in the filing under article 5 Bis of Law 22/2003, 9 July (Bankruptcy Law) filed with the Mercantile Court of Seville.

1.4 Level of acceptance of the agreement to convert in financial debt such trade liabilities in the context of the negotiation proceedings within the Mercantile Courts of Seville, for which an adherence of a minimum of 96% is required. Identification of creditors and contact details.

1.5 Delivery to the shareholders of information on the judicial and/or arbitral proceedings for an amount of 99MM and its situation within the Abengoa, S.A. perimeter.

1.6 Effects on the Restructuring plan of the waiver approved by the creditors on 29 May 2020 as stated in the 2020 Q1 financial statements.

1.7 Information on the current strategic plan in which the sale of 24 subsidiaries and other strategic assets is foreseen during next year as consideration for creditors and suppliers and expected returns from such sales for the group

Given that this is a point of the agenda incorporated following the request to call a Shareholders' Meeting made by certain minority shareholders to the Board of Directors and received by it on 17 September 2020 without any proposed resolution, the Board of Directors of the Company does not make any proposed resolution in respect of this point in the agenda.

Two.- Rejection, as the case may be, of the Board of Directors in connection its management regarding the Restructuring agreements reached in August 2020 with certain creditors of the company taking into consideration the situation in which Abengoa, S.A. is left as a result of those

agreements which leads to its exit from the Abengoa Group and the loss of all its business activity.

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Three.- Revocation of the remunerations policy of the board of directors approved by the Extraordinary Shareholders Meeting held on 28 March 2019 reestablishing the application of the former remunerations policy approved by the Ordinary Shareholders Meeting held on 30 June 2017.

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Four.- Cessation of the members of Board of Directors

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Five.- Appointment of new members of the Board of Directors

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Six.- In accordance with article 161 of the Companies Act, instruct the board of directors so that, in its condition as Management body of the company Abengoa, S.A., carries out negotiations with financial entities, Bondholders, creditors and suppliers of the Abengoa Group, as well as with the public authorities interested in becoming shareholders of Abenewco 1, SAU, negotiations in which (i) the 153MM euros debt of Abengoa, S.A. must be included as part of the restructuring perimeter and (ii) a minimum 20% stake in Abenewco 1, AU shall be guaranteed to the holding company Abengoa, S.A. as well as its proportionate participation in the management bodies of said company; (iii) the possibility of selling subsidiaries' assets as well as access to the general debt market to satisfy the existing debt and corresponding maturities shall be

guaranteed. In any case, once those negotiations have concluded, the agreement, if any, shall be submitted to the General Shareholders Meeting of Abengoa, S.A. for authorization.

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Seven.- In accordance with article 161 of the Companies Act, instruct the board of directors so that, in its condition as Management body of the company Abengoa, S.A., prepares a new business plan of the company for its ulterior authorization by the Shareholders Meeting which, taking into consideration market circumstances, will establish an urgent timeline for divestments in one year with the objective of being able to attend payment of the financial debt of the group, as stated in paragraph (iii) of item twelve above.

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Eight.- In accordance with article 161 of the Companies Act, instruct the board of directors so that, in its condition as Management body of the company Abengoa, S.A. signs license agreements with respect to the trademark "Abengoa" with its subsidiary Abenewco 1 SAU in which an adequate annual market remuneration for the license to use the trademark "Abengoa" is recognized in favour of Abengoa, S.A.

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Nine.- Delegation of powers to the Board of Directors to interpret, rectify, carry out, execute and record the agreements adopted.

Expressly authorize the Chairman of the Board, the Board Secretary and the Vice-Secretary so that any of them may, without distinction and as a special delegate of this General Meeting, draw up the necessary public deeds with a notary and enter in the Companies Register, where applicable, the agreements adopted when such registration is mandatory, formalizing all the documents necessary in compliance with said agreements.

Also, authorize the Board of Directors, with the power of substitution for any of its members, to freely interpret, apply, execute and carry out the agreements approved, including the correction and compliance thereof, and to delegate any of its members to draw up any deed of rectification or additional deed that is necessary to make good any errors, defects or omissions that could

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prevent the registration of any agreement, until all and any mandatory legal requirements to make the aforementioned agreements effective have been met.