ABENGOA

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

Abengoa, S.A. (the "**Company**"), in compliance with the provisions of article 226 of the Securities Market Act (*Texto Refundido de la Ley del Mercado de Valores*), notifies the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) the following

Privileged Information

In relation to the communication of privileged information published by the Company on May 25, 2022 (register number 1454), through which the Company informed regarding the measures approved by the Board of Abengoa Abenewco 1, S.A.U. ("**Abenewco 1**") to reach an alternative solution in order to be able to close a new financial transaction that guarantees the stability and future of the group of companies in the perimeter of Abenewco 1, the Company informs on the main terms of the Restructuring Agreement and the Term Sheet released by Abenewco 1 to its creditors through the accession process (consents).

The financial transaction focuses on three parts: obtaining liquidity, obtaining bonding lines and changes in the capital structure through the implementation of the Restructuring Agreement. Each part will proceed simultaneously and is subject to completion of the others, preventing the transaction from being finalized if all parts are not completed.

Obtaining liquidity – SEPI and TerraMar

The first part of the transaction contemplates obtaining new financing from *Sociedad Estatal de Participaciones Industriales* ("**SEPI**") for a total amount of 249 million euros covered under the Fund for Supporting the Solvency of Strategic Companies ("**SEPI Financing**"). The SEPI Financing will be obtained by six subsidiaries of Abenewco 1 where the vast majority of the group's commercial activity is centralized. The application for said SEPI Financing is still in process, having submitted all of the documentation and information required by SEPI.

Additionally, Abenewco 1 will receive from TerraMar Capital ("**TerraMar**" or the "**Investor**") a total of 200 million euros, of which 140 million euros will be contributed in the form of a loan and 60 million euros in the form of share capital, granting TerraMar 70% of the share capital of Abenewco 1 (following the conversions of the current convertible debt instruments). Abenewco 1 will allocate the 60 million euros of capital to the repurchase of New Money 2 debt, A3T Convertible Put Option and Reinstated Debt.

Obtaining bonding lines

The second part of the transaction contemplates obtaining additional New Bonding facilities for a maximum amount of 300 million euros, together with the renewal and extension of the two existing New Bonding facilities, to cover the needs of the group of companies of Abenewco 1 in order to implement its business plan until 2027. As in the two existing New

Bonding facilities, the additional New Bonding will be granted by a group of financial institutions which will obtain a guarantee from CESCE, in this case, for 60% of the risk on international bonds. Obtaining this additional New Bonding line is pending approval by the financial institutions and CESCE.

Changes in the capital structure

Finally, the transaction contemplates changes in the capital structure through the implementation of the Restructuring Agreement, mainly through the conversion into capital of certain convertible debt instruments, currently existing and issued in previous years, such as the Mandatory Convertible Abenewco 1, Senior Old Money and Junior Old Money. Said instruments will be converted into shares of the issuing companies (Abenewco 1, Abenewco 2 bis and Abenewco 2, respectively). As a result of said conversion, the creditors holding the aforementioned instruments would become direct or indirect holders of the capital of the issuing companies and the parent company Abengoa S.A. will be completely disassociated from Abenewco 1. Immediately after the conversion of the instruments into shares, a capital increase will be carried out and subscribed by TerraMar for EUR 60 million, giving TerraMar the control of 70% of the share capital of Abenewco 1 and diluting the rest of the new shareholders resulting from the conversion of the convertible debt instruments.

TerraMar's offer includes the possibility that the shareholders of Abengoa S.A. may participate in the investment jointly with TerraMar, sharing up to a maximum of 10% of their investment (considering the total investment of EUR 200 million), under the same terms and conditions under which Terramar would make its contributions, and only if the shareholders of Abengoa SA can contribute a minimum of EUR 5 million.

Additionally, the Restructuring Agreement contemplates certain economic rights in favor of Abengoa, S.A, payable after the return of the SEPI Financing, subject to the approval of the creditors' bankruptcy agreement.

Pursuant to article 228.1 of the Restated Securities Market Act, the Company informs that the information contained herein is considered privileged in terms described in Regulation (EU) nº596/2014 of the European Parliament and the Board from April 16,2014.

Sevilla, May 25th, 2022