

Relevant Fact

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COMISION NACIONAL DEL MERCADO DE VALORES (CNMV)

In compliance with article 17 of the EU Regulation No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and article 228 of the Redrafted Text of the Spanish Securities Market Law, ABERTIS INFRAESTRUCTURAS, S.A. ("**Abertis**" or the "**Company**"), hereby notifies the Spanish National Securities Market Commission of the following

RELEVANT FACT

Pursuant to transfer letters executed today, Abertis Infraestructuras, S.A. (the Company) has become the borrower under the following facilities agreements in replacement of its current majority shareholder, Abertis HoldCo, S.A. (Abertis HoldCo):

- a) a EUR 8,984,520,000 facilities agreement entered into on 23 October 2018 between Abertis HoldCo, as borrower, and the original lenders (EUR 8,858,397,000 drawn); and
- b) a EUR 970,000,000 facilities agreement entered into on 27 December 2018 between Abertis HoldCo, as borrower, and certain of the original lenders.

As a result of this debt transfer, the Company has satisfied its payment obligation vis-à-vis Abertis HoldCo resulting from the extraordinary dividend approved in the general shareholders meeting of the Company of 19 March 2019.

Also today, and immediately following the debt transfer described above, the Company has made the following prepayments of the outstanding amount due under the facilities agreement entered into on 23 October 2018 referred to above:

- a) EUR 1,342,986,775.56, which is an amount equal to the net proceeds obtained from the disposal of Cellnex Telecom S.A., which have been applied towards prepayment of the bridge-to-disposal facility; and
- b) EUR 3,067,180,565.29, which is an amount equal to the proceeds obtained from the bond issuance launched by the Company on 18 March 2019, which have been applied towards prepayment of the bridge-to-bond facility.

The total drawn debt from the acquisition financing after the prepayments referred to above has been reduced to EUR 4,448,229,659

Madrid, April 8th, 2019

Josep Maria Coronas Guinart
General Secretary