



THE CNMV AUTHORISES THE WAIVER OF THE MANDATORY TAKEOVER BID FOR DURO FELGUERA, S.A. BY GRUPO PROMOTOR DE DESARROLLO E INFRAESTRUCTURA, S.A. DE C.V.

30 January 2024

The Board meeting of the Spanish National Securities Market Commission (CNMV) held today has agreed, upon the request of Grupo Promotor de Desarrollo e Infraestructura S.A de C.V. (Prodi), that the launch of a takeover bid of Duro Felguera, S.A. shares cannot be required when Prodi exceeds 30% or more of voting rights. Such percentage is expected to be achieved by means of the capitalisation of Prodi's loans in the capital increases approved by the extraordinary general shareholders' meeting of 13 April 2023.

This waiver to the obligation of launching a TOB is stipulated under Article 8 d) of the Spanish Royal Decree on takeover bids with the compliance of the following requirements:

- A controlling interest is achieved through acquisitions or other transactions resulting from the conversion or capitalisation of credits into shares of listed companies.
- The financial viability of the listed company is in grave and imminent danger, even if it is not insolvent.
- The transactions are designed to ensure the company's long-term financial recovery.

Said requirements are present in the transaction, the full documentation for which is available on the CNMV's website.

Moreover, the entity has filed for the CNMV's records the Registration Document and the Securities Notes of the capital increases for the capitalisation of the aforementioned credits.

For further information:

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