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To the *Comisión Nacional del Mercado de Valores*

In accordance with the provisions of article 228 of Spanish Securities Exchange Act (*Texto Refundido de la Ley del Mercado de Valores, aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre*) (hereinafter, the “**LMV**”), Applus Services, S.A. (hereinafter, “**Applus+** or the “**Company**”) notifies the following

RELEVANT INFORMATION

Subject: Accelerated bookbuilding offering of shares of new issuance

Applus+ announces today that, in conformity with the powers delegated by the General Shareholders’ Meeting, held on 21 June 2017, under the eleventh item of its agenda, the Board of Directors of Applus+ has agreed on carrying out a capital increase with the exclusion of shareholders’ preemption rights (hereinafter, the “**Capital Increase**”) through the issuance of a maximum of 13,001,675 new shares of Applus+, representing approximately 10% of its total share capital before the Capital Increase and approximately 9% of its share capital following such transaction, in accordance with the terms summarized as follows:

1. The purpose of the Capital Increase

The purpose of the Capital Increase is to obtain the necessary funds allowing Applus+ to execute the transaction notified to the market by means of the relevant information dated today, as well as increasing its financial flexibility to explore other potential investment opportunities. Likewise, the Capital Increase aims at allowing Applus+ to diversify its shareholding base to include new institutional investors which would in



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turn further raise the profile of the stock in the market, reinforce the coverage by sell-side analysts and, consequently, increase the value creation for shareholders.

2. Description of the Capital Increase

The maximum nominal amount of the Capital Increase will be of EUR 1,300,167.50 and it will be executed by means of the issuance and the bringing into circulation of ordinary shares of Applus+, of EUR 0.10 of nominal value each, of the same class and series as the currently outstanding shares and represented by book entries (the “**New Shares**”), excluding preemption rights and with the possibility of incomplete subscription, and with an issue premium to be determined upon conclusion of the New Shares accelerated bookbuilding procedure.

3. Description of the form of placement

The Capital Increase will be executed through a private accelerated bookbuilding offering exclusively among national and foreign qualified investors; therefore, the preemption rights of Applus+’ current shareholders has been excluded. As a result, the issuance of the New Shares does not constitute a public offer of securities (nor does it require the drafting of a prospectus, pursuant to article 35.2.a) of LMV.

The placement procedure will be carried out as follows:

- (i) Once this relevant information is published, Barclays Bank PLC and Morgan Stanley & Co. International plc (hereinafter, jointly, the “**Joint Global Coordinators**”) and CaixaBank, S.A. (in collaboration with Banco Português de Investimento, S.A.) and Société Générale Corporate & Investment Banking (SGCIB) (hereinafter, jointly, the “**Co-Bookrunners**” and together with the Joint Global Coordinators, the “**Managers**”) will carry out a bookbuilding procedure and will use their best efforts to find investors willing to subscribe the New



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Shares. This accelerated procedure is estimated to complete within a maximum period of 24 hours, without prejudice to the possibility of extending such period if deemed necessary.

- (ii) Once the bookbuilding procedure is completed, the Board of Directors will determine the amount of New Shares to be issued, as well as set the final price of the offering for the New Shares as a consequence of the private placing. Additionally, it will select and, subsequently, confirm the subscription applications and the New Shares will be definitively allocated among the relevant qualified investors.
- (iii) Upon their allocation, the New Shares will be subscribed and fully paid up, initially or temporarily, for the sole purposes of accelerating the process of registration and admission to trading of the New Shares, by the Joint Global Coordinators, on its own name and on behalf of the Managers which, in turn, will act on behalf of the final successful investors.
- (iv) Subsequently, the Capital Increase deed will be granted and registered with the Commercial Registry of Barcelona.
- (v) Once the New Shares are registered with the *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal* (Iberclear), after verifying compliance with the requirements for their admission to trading by the Spanish Stock Markets Commission (*Comisión Nacional del Mercado de Valores* or the “**CNMV**”) and being admitted to trading by the Spanish Stock Exchanges, the New Shares paid up by the Joint Global Coordinators will be transferred to final investors in accordance with the relevant special trading transaction to be settled pursuant to the procedures set out by Iberclear for this type of transactions.



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4. Capital Increase conditions

The market will be timely notified through the pertinent relevant information once the accelerated bookbuilding procedure is completed and the conditions of the Capital Increase are finally set.

5. Lock-up commitment

Applus+ has undertaken in the placement agreement entered into with the Managers not to issue nor to sell any of its shares, in the terms and with the exceptions customary in transactions of this kind, for a period of 90 days from the date of admission of the New Shares to trading on the Spanish Stock Exchanges.

6. Request for admission to official trading

Applus+ will apply for the admission to listing of the New Shares on the Stock Exchanges of Bilbao, Barcelona, Madrid and Valencia, through the Automated Quotation System (*Sistema de Interconexión Bursátil - Mercado Continuo*), where Applus+ outstanding shares are currently trading. For the avoidance of doubt, the admission of the New Shares to listing does not require any registration and approval by the CNMV of a prospectus pursuant to article 26.1. a) of Royal Decree 1310/2005 since the amount of New Shares to be issued represent less than 20% of Applus+' total amount of shares outstanding.

All the foregoing is notified as relevant information for all appropriate purposes, on 27 September 2017.

Applus Services, S.A.

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