

## COMISION NACIONAL DEL MERCADO DE VALORES (CNMV)

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In compliance with article 82 of the Spanish Securities Markets Law, ABERTIS INFRAESTRUCTURAS, S.A. ("**abertis**" or the "**Company**"), hereby notifies the Spanish National Securities Market Commission of the following

### RELEVANT FACT

Following our previous relevant information notifications sent to the CNMV on 17 June 2014 (official registry numbers 207314 and 207333) and 24 June 2014 (official registry numbers 207522 and 207539), we hereby inform you that, on the date hereof, abertis has issued under its domestic fixed income programme registered with the CNMV 7,000 Notes of €100,000 of nominal value each and constituting the issue denominated "Obligaciones Simples de Abertis Infraestructuras, S.A. junio 2014" (the "**New Notes**"). The New Notes will be admitted to listing and trading in the Spanish fixed income market AIAF-Mercado de Renta Fija.

Likewise, on the date hereof abertis has exchanged (the "**Exchange**") 7,000 New Notes for the following existing notes issued by abertis in the past which were acquired by CITIGROUP GLOBAL MARKETS LIMITED through a process of solicitation of offers to sell (the "**Solicitation of Offers to Sell**") addressed to the holders of the existing notes and launched by said entity on 17 June 2014:

- 9,701 notes belonging to the Abertis Infraestructuras, S.A. €1,035,000,000 4.625 per cent. Notes due 14 October 2016 (ISIN ES0211845237) (the "**2016 Notes**"); and
- 4,298 notes belonging to the Abertis Infraestructuras, S.A. 1,000,000,000 5.125 per cent. Notes due 12 June 2017 (ISIN ES0211845211) (the "**2017 Notes**").

The Solicitation of Offers to Sell was conducted pursuant to the terms of a Tender Offer Memorandum dated 17 June 2014.

Once the Exchange has been completed, the exchanged 2016 Notes and 2017 Notes will be redeemed and cancelled by the Company. Once said notes are redeemed and cancelled, the outstanding number of 2016 Notes and 2017 Notes will be the following:

- 10,999 2016 Notes; and
- 15,702 2017 Notes.



Yours faithfully,

Barcelona, 27 June 2014

**Disclaimer: Neither the Solicitation of Offers to Sell nor the Tender Offer Memorandum constitute an offer of securities or a tender offer pursuant to the Spanish Securities Markets Law, Royal Decree 1310/2005, of 4 November and Royal Decree 1066/2007, of 27 July. Therefore, neither the Solicitation of Offers to Sell nor the Tender Offer Memorandum are subject to registration with the CNMV.**

**The Solicitation of Offers to Sell is not conducted in any jurisdiction where it is forbidden by applicable law and, in particular, it does not constitute an offer to acquire securities or a solicitation of offers to sell to any person located or residing in the United States of America, its territories and possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and the Northern Mariana Islands) (the "United States"), any State of the United States or the District of Columbia, nor does it constitute an offer or a solicitation targeted to any U.S. address. The Solicitation of Offers to Sell is subject to other selling restrictions set forth in the Tender Offer Memorandum.**