

Relevant Fact

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COMISION NACIONAL DEL MERCADO DE VALORES (CNMV)

In compliance with article 228 of the Consolidated 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

Further to the the National Securities Market Commission's request, Abertis confirms:

- That the directors and executives of Abertis Infraestructuras S.A. do not have any agreement about economic compensation linked to the success of the ongoing takeover bid launched by Atlantia.
- That the current retribution policy of the directors and executives of Abertis Infraestructuras S.A. is what had been approved by the Shareholder's Meeting in April 2017.
- That the General Meeting of Atlantia held in August 2017 approved an incentive plan for the executives of its Group, in case of success of the eventual tender offer. Evidently, this plan has not been agreed with the directors and executives of Abertis.
- That the directors and executives of Abertis Infraestructuras S.A. have as sole objective the defense of the interests of all its shareholders and maintain a position of independence and neutrality regarding any others interested in the purchase of the Company's shares.

Barcelona, 25 August 2017