

INTERNATIONAL CONSOLIDATED AIRLINES GROUP, S.A.

NOTICE OF OTHER RELEVANT INFORMATION

Notification of shareholders' agreements pursuant to article 530 of the Capital Companies Law

Madrid, August 3, 2020

This notification is further to the disclosure of inside information of July 31, 2020 (registration number 404) in which International Consolidated Airlines Group, S.A. (the "**Company**") gave notice of a proposed capital increase for an effective amount of up to 2,750 million euros, which indicated that Qatar Airways Group (Q.C.S.C.) ("**Qatar Airways**"), shareholder with 25.1 per cent of the share capital of the Company, had confirmed its support for such proposal and had irrevocably undertaken to exercise its preemptive subscription rights in their entirety and vote in favor of all the resolutions proposed at the Shareholders' Meeting in relation thereto. Consequently, in accordance with article 531 of the Capital Companies Law, the clauses of the document executed between the Company and Qatar Airways that could be considered a shareholders' agreement in accordance with article 530 of that same law (due to regulating the exercise of voting rights at shareholders' meeting or restricting or conditioning the free transferability of shares) are hereby notified and consist basically of the following:

- (i) An undertaking by Qatar Airways to vote in favor of the resolutions that are proposed at the 2020 Shareholders' Meeting called for September 7 and 8 2020 at first and second call respectively.
- (ii) An undertaking by Qatar Airways to maintain its current stake in the Company (consisting of 500,000,000 ordinary shares representing 25.1% of the share capital, called "Relevant Shares") on the record date in order to determine the shareholders right to vote at said 2020 Shareholders' Meeting and on the record date in order to determine shareholders' entitlement to subscription rights in connection with the capital increase and on the closing date of the capital increase.

In accordance with the provisions of the second paragraph of article 531.1 of the Capital Companies Law, the literal text of said clauses is attached.

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Álvaro López-Jorrín Hernández
Secretary of the Board of Directors

Extract of the agreement between the Company and Qatar Airways

“2.2. Qatar Airways irrevocably undertakes to the Company:

[...]

2.2.3 that it will remain the beneficial owner of the Relevant Shares on the record date for determining Shareholders’ entitlement to vote at the 2020 AGM and on the record date for determining Shareholders’ entitlement to Subscription Rights in connection with the Capital Increase (the “Capital Increase Record Date”) and on the closing date of the Capital Increase;

2.2.4 that it shall, after publication by the Company of the Notice and of the Resolutions:

- (i) in respect of the Relevant Shares, vote (or instruct the voting) in favour of all Resolutions (whether by attending the AGM and voting therein or by other valid means) in accordance with the voting instructions set out in the Notice, the Company’s by-laws and the Company’s regulations on general shareholders meetings;
- (ii) not revoke or withdraw, or procure the revocation or withdrawal of, the votes once they have been lodged in accordance with Clause 2.2.4(i); and
- (iii) not use any of its powers as a Shareholder to requisition (or procure the requisitioning of) any resolution at the AGM different or in addition to the Resolutions;

[...]”

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