

Alcobendas, 16 May 2022

Pursuant to the provisions in articles 17 of Regulation (EU) 596/2014 of the European Parliament and of the Council of 16 April, on market abuse, and 226 of the consolidated text of the Securities Market Act, approved by Royal Legislative Decree 4/2015 of 23 October and its concordant provisions, Indra Sistemas, S.A. (the “**Offeror**”) hereby notifies the following

### INSIDE INFORMATION

Further to the inside information notice published on 9 May 2022 (with registry number 1428), the Offeror announces the indicative results of its invitation to holders of its €300,000,000 3.00 per cent. Notes due 2024 with ISIN code XS1809245829 admitted to trading on the Luxembourg Stock Exchange’s Euro MTF market (the “**Notes**”) to offer to sell Notes (“**Offers to Sell**” and each an “**Offer to Sell**”) to the Offeror (the “**Solicitation of Offers to Sell**”).

The Solicitation of Offers to Sell was made upon the terms and conditions set forth in the tender offer memorandum dated 9 May 2022 (the “**Tender Offer Memorandum**”) prepared in connection with the Solicitation of Offers to Sell. Capitalized terms used in this notice and not otherwise defined have the meanings ascribed to them in the Tender Offer Memorandum.

The terms of the Solicitation of Offers to Sell provided that the Maximum Purchase Amount was expected to be €100,000,000 (or such amount as modified by the Offeror at its sole discretion). The Offeror announces that, subject to its confirmation in its sole and absolute discretion, it intends to accept Offers to Sell for an aggregate principal amount of €150,000,000, applying an indicative pro-ratio factor of 79.20 per cent.

The indicative results of the Solicitation of Offers to Sell are as follows:

Notes Description	ISIN/ Common Code	Par Call Date	Aggregate principal amount outstanding	Aggregate principal amount tendered	Reference Benchmark	Purchase Spread	Purchase Price	Indicative pro-ratio factor	Indicative acceptance amount
€300,000,000 3.00 per cent. Notes due 19 April 2024	XS1809245829 1809245829	19 January 2024 <sup>1</sup>	€300,000,000	€196,500,000	Interpolated Mid-Swap Rate	20 bps	To be determined	79.20%	€150,000,000

Pricing for the Solicitation of Offers to Sell will take place at or around 12:00 p.m. (London time) today. As soon as practicably possible following pricing of the Solicitation of Offers to Sell, the Offeror will announce whether it finally accepts valid Offers to Sell pursuant to the Solicitation of Offers to Sell and, if so

<sup>1</sup> The terms and conditions of the Notes provide for a par call option, exercisable at the option of the Offeror, at the principal amount of the Notes from (and including) 19 January 2024. For the avoidance of doubt and in accordance with market convention, the Purchase Price will be calculated with reference to the first date on which the Offeror may exercise the par call option in accordance with the terms and conditions of the Notes, being 19 January 2024, and assuming the full payment of principal on such date.

accepted, the final aggregate principal amount of Notes accepted for purchase, any *pro-ratio*n factor (if applicable), the Purchase Price, the Interpolated Mid-Swap Rate and the purchase yield.

The expected Settlement Date on which payment of the Purchase Price in respect of any accepted Offers to Sell is expected to be made is 18 May 2022.

The Solicitation of Offers to Sell remains subject to the conditions and restrictions set out in the Tender Offer Memorandum.

Unless otherwise stated, all announcements to be made in connection with the Solicitation of Offers to Sell will be published, in addition to the websites of the Offeror and the CNMV, on the Luxembourg Stock Exchange's website ([www.bourse.lu](http://www.bourse.lu)), and on news services platforms; and will also be notified to the clearing and settlement systems for communication to their participants. Copies of such announcements and notices may also be obtained from the Tender Agent.

#### **Further Information**

A complete description of the terms and conditions of the Solicitation of Offers to Sell is set out in the Tender Offer Memorandum. BNP Paribas is the Dealer Manager and Kroll Issuer Services Limited is the Tender Agent for the Solicitation of Offers to Sell.

The foregoing is announced for all relevant purposes.

Yours faithfully,

Fabiola Gallego

Vice-secretary of the Board of Director

### **IMPORTANT INFORMATION**

THIS DOCUMENT IS NOT FOR DISTRIBUTION, DIRECTLY OR INDIRECTLY IN OR INTO THE UNITED STATES (AS DEFINED IN REGULATIONS UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (“**U.S. SECURITIES ACT**”). THIS DOCUMENT IS NOT AN OFFER TO SELL SECURITIES OR THE SOLICITATION OF ANY OFFER TO BUY SECURITIES, NOR SHALL THERE BE ANY OFFER OF SECURITIES IN ANY JURISDICTION IN WHICH SUCH OFFER OR SALE WOULD BE UNLAWFUL. THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED IN THE UNITED STATES UNDER THE U.S. SECURITIES ACT, AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES ABSENT REGISTRATION OR AN APPLICABLE EXEMPTION FROM REGISTRATION UNDER THE U.S. SECURITIES ACT). THERE WILL BE NO PUBLIC OFFER OF THE SECURITIES IN THE UNITED STATES OR IN ANY OTHER JURISDICTION.