

THIS NOTICE IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF NOTEHOLDERS. IF NOTEHOLDERS ARE IN ANY DOUBT AS TO THE ACTION THEY SHOULD TAKE, THEY SHOULD SEEK THEIR OWN FINANCIAL AND LEGAL ADVICE, INCLUDING IN RESPECT OF ANY TAX CONSEQUENCES, IMMEDIATELY FROM THEIR BROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER INDEPENDENT FINANCIAL, TAX OR LEGAL ADVISER.



FCC Aqualia, S.A.

(incorporated in Spain as a public limited company (sociedad anónima))

(the "Issuer")

€650,000,000 2.629 per cent. Senior Secured Notes due 8 June 2027 (ISIN: XS1627343186; Common Code: 162734318) (the "Notes")

CONSENT SOLICITATION RESULTS NOTICE

The Issuer announces the results of the meeting (the "**Meeting**") of holders of the Notes (the "**Noteholders**") held today at 4.00 p.m. (CET) at Avenida del Camino de Santiago, 40, 28050 Madrid, Spain, in relation to the consent solicitation memorandum dated 9 February 2022 in respect of the Notes (the "**Consent Solicitation Memorandum**") and detailed in the notice dated 9 February 2022 (the "**Notice**") for the purpose of considering and, if thought fit, passing a resolution which was proposed as an extraordinary resolution (the "**Extraordinary Resolution**").

The Issuer hereby gives notice that:

- (a) Holders representing 70.78 per cent. in principal amount of the Notes for the time being outstanding were present or represented at the Meeting. Therefore, the Meeting was quorate;
- (b) Of a total of 4,600 votes cast, 2,858 votes (representing 62.13 per cent.) were cast in favour of the Extraordinary Resolution;
- (c) The Extraordinary Resolution was therefore not passed as it did not reach the required majority consisting of not less than three quarters (75%) of the votes cast at the Meeting; and
- (d) In accordance with the terms of the Consent Solicitation Memorandum, the conditions to payment of the Consent Fee were not satisfied and Noteholders will not be entitled to receive payment of the Consent Fee.

ADDITIONAL INFORMATION

Capitalised terms used in this notice but not otherwise defined herein have the same meanings as given to them in the Notice and the Consent Solicitation Memorandum.

Noteholders should contact the following for further information:

The Solicitation Agents

Banco Bilbao Vizcaya Argentaria, S.A.,
Calle Saucedo 28, 28050 Madrid, Spain

(Attention: Liability Management, Telephone:
+44(0)207 397 6061 / +44(0) 207 397 6029,
Email: liabilitymanagement@bbva.com)

**Société Générale Corporate & Investment
Banking**, 17 Cours Valmy, 92987 Paris La
Défense, France

(Attention: Liability Management, Telephone:
+33 1 42 13 32 40 / +33 1 42 13 79 52, Email:
liability.management@sgcib.com)

The Tabulation Agent

Lucid Issuer Services Limited, The Shard 32
London Bridge Street, London SE1 9SG,
United Kingdom

(Attention: Arlind Bytyqi, Telephone: +44 20
7704 0880, Email: fcc@lucid-is.com, Web:
<https://deals.lucid-is.com/fcc>)

This notice is given by:

FCC Aqualia, S.A.
4 March 2022