

CALL FOR THE GENERAL ASSEMBLY OF NOTEHOLDERS OF THE “ISSUE OF SIMPLE NOTES OF ACCIONA, S.A., APRIL 2014”.

In accordance with section 421 and subsequent of the Spanish Corporate Law approved by Royal Legislative Decree 1/2010 of July 2, 2010, in the Terms and Conditions (the “**Terms and Conditions**”) of the notes of the issue of Simple Notes of Acciona, S.A., April 2014 (the “**Company**”) so called “€62.700.000 5.55 per cent Senior Unsecured Notes due 2024” (with ISIN Code XS1059385861) and the regulations of the Syndicate of Noteholders of the notes of the issue of Simple Notes of Acciona, S.A., April 2014 (the “**Regulations of the Syndicate**” and the “**Syndicate of Noteholders**” respectively), Structured Finance Management (Spain), S.L., temporary commissioner of the Syndicate of Noteholders (the “**Temporary Commissioner**”), calls this General Assembly of Noteholders of the Issuance (the “**General Assembly**”), to be held at the head office of the Syndicate of Noteholders at Avenida de Europa 18, Alcobendas, Madrid, Spain, next 30 June 2014 at 12:30 p.m.,(CET) on first call in compliance with the following;

AGENDA

One.- Examination and approval where appropriate of the management of the Temporary Commissioner of the Syndicate of Noteholders.

Two.- Ratification of the appointment of the Temporary Commissioner of the Syndicate of Noteholders as Commissioner of the Syndicate of Noteholders or appointment of a substitute Commissioner.

Three.- Examination and approval where appropriate of the final version of the Regulations of the Syndicate of Noteholders.

Four.- Comments and questions.

Five.- Writing reading and approval of the Minutes of Meeting of the General Assembly.

INFORMATION RIGHTS:

With regards to the items of the Agenda, after this announcement concerning to the Call of the General Assembly is published in the web page of the issuer, any Noteholders shall be entitled to obtain and review copies of the complete text of the proposals submitted to vote in the Assembly in the company’s premises located at Avenida de Europa 18, Alcobendas, Madrid and to examine the Regulations of the Syndicate of Noteholders in the web page of the company www.acciona.es.

ATTENDANCE RIGHTS:

Further to the Terms and Conditions, the Noteholders by virtue of purchasing or holding the Notes have granted full power and authority to the Fiscal Agent of the Issuance (The Bank of New York Mellon, London Branch) to attend on their behalf the first meeting of the General Assembly and vote in their behalf in favour of such resolutions of the Agenda.

Any Noteholders who holds that condition at least five (5) days prior to the date on which the meeting is scheduled, shall have the right to attend the General Assembly of the "Issue of Simple Notes of Acciona, S.A., April 2014".

Likewise any director of Acciona, S.A., Acciona S.A., the Fiscal Agent and any legal or financial advisors of Acciona S.A., of the Temporary Commissioner or of the Fiscal Agent shall have the right to attend the General Assembly of Noteholders.

Any additional provision related to quorum or majority or attendance rights and votes in the General Assembly the Noteholders shall be referred to the Regulations of the Syndicate.

ADDITIONAL INFORMATION:

The following contact means have been provided to facilitate or clarify any information related to this General Assembly:

Fao. Mr. Jaime José Azcona San Julián
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Madrid 11 June, 2014 Structured Finance Management (Spain), S.L as Temporary Commissioner.