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# ABENGOA

**Comisión Nacional del Mercado de Valores**  
(Spanish Securities and Exchange Commission)  
Paseo de la Castellana, nº15-2 planta.  
28046, Madrid.  
Markets Area, Supervision Division

Seville, 28 June 2004

Ref.: Material facts communication.

Dear Sirs,

We hereby inform you that the Ordinary General Meeting of Shareholders of this Company, held on 27 June 2004 on second call, has adopted the resolution of distributing the dividend corresponding to the Shareholders according to the following amounts:

- Amount of dividend corresponding to year 2003: 0.14 gross euros per share.
- Retention, be it the case, of a 15% on gross amount: 0.021 euros per share.
- Net Amount of dividend per share: 0.119 euros per share.

Number of issued shares with dividend rights: 90,469,680.

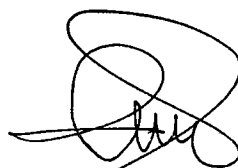
The payment shall be made effective from July 6, 2004. "Bancoval, S.A." has been appointed as the paying agent entity. Thus, the payment of the dividend to the adhered entities shall be made as of the previously indicated date, after producing the relevant position certificates, at "Bancoval, S.A.", C/ Fernando el Santo, 20, 28010 Madrid.

This resolution has also been notified to the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A., for the purposes of Royal Decree 166/1992, of February 14, on stock representation through account notes and compensation and liquidation of Stock Exchange operations.

We hereby enclose a copy of the text of the notice to be published shortly, within the established lapse of five days prior to the payment date.

For the purposes of Carta Circular 4/1998 of the Comisión Nacional del Mercado de Valores, this communication is submitted to the Comisión Nacional del Mercado de Valores, for its further submission by it to the Sociedad Rectora de la Bolsa de Madrid and of Barcelona.

Very truly yours,



Miguel Ángel Jiménez-Velasco Mazarío  
General Secretary

# ABENGOA

## Notice of Payment of Dividends corresponding to year 2003

The Ordinary General Shareholders Meeting of Abengoa, S.A., held on second call on June 27, 2004, has agreed to distribute the dividend corresponding to year 2003 to the Shareholders from July 6, 2004, and for an amount of 0.14 gross euros per share, for all the issued shares (90,469,680 shares) Such amount shall be reduced, when it is due, by a 15% of tax reduction.

The payment of dividends shall be made by "Bancoval, S.A.", c/ Fernando el Santo, 20, 28010, Madrid, after the depositary entities produce the relevant certificate issued by the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.

Seville, June 28, 2004. The Secretary of the Board of Directors.

A handwritten signature in black ink, appearing to be 'J. L. ...', located on the right side of the document.