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INDEPENDENT ASSURANCE REPORT ON THE 2010 CORPORATE SOCIAL RESPONSIBILITY REPORT

To the Board of Directors of Abengoa, S.A.:

Scope of our work

We have been engaged by the Board of Directors of Abengoa, S.A. to verify with reasonable assurance the following aspects of the 2010 Corporate Social Responsibility Report (hereon, the 2010 CSRR) of Abengoa, S.A. and its Group companies (hereon Abengoa) for the year ended 31 December 2010:

- the core and additional performance indicators for FY 2010 (referred to on pages 248 to 253 of the 2010 CSRR) proposed in the Sustainability Reporting Guidelines of the Global Reporting Initiative (GRI) version 3.0 (G3) (hereon, GRI-G3 Guidelines), in accordance with Abengoa's Corporate Social Responsibility reporting system.
- the adaptation of the contents of the 2010 CSRR to the principles of inclusivity, materiality and responsiveness set down under Standard AA1000 AccountAbility Principles Standard 2008 issued by AccountAbility, Institute of Social and Ethical Accountability (hereon, AA1000APS (2008)), as described on page 233 of the 2010 CSRR.
- the information used by Abengoa to respond to the questions posed by an Independent Panel of Experts in Sustainable Development (hereon IPESD), included in Abengoa's 2010 CSRR, as described on pages 229 to 230 and 207 to 215 of the 2010 CSRR.
- the adaptation of the CSR Management System of Abengoa, referred to in its Internal Standard NOC-10/003, to ISO 26000:2010, Guidance for Social Responsibility (hereon ISO 26000), as described on page 224 of the 2010 CSRR.

The preparation of the 2010 CSRR and its contents and the preparation of the information that responds to the questions of the IPESD is the responsibility of Abengoa Management, which is also responsible for defining, adapting and maintaining the management and internal control systems from which the information is obtained and the systems for applying the principles of the AA1000APS (2008), as well as the preparation and updating of the CSR Management System in accordance with the guidelines of ISO 26000. Our responsibility is to issue an independent report based on the procedures applied during our review, which refers exclusively to the information for 2010. This report is issued in accordance with the terms and conditions of our engagement letter dated 30 September 2010.

Criteria for performance of our verification

We have carried out our work in accordance with ISAE 3000 Assurance Engagements Other than Audits or Reviews of Historical Financial Information (hereon, ISAE3000) issued by the International Auditing and Assurance Standard Board (IAASB) of the International Federation of Accountants (IFAC), for a reasonable level of assurance that requires, for engagements of this type, verification

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procedures and the procurement of sufficient evidence that supports the information presented in order to reduce the risk of error or omission in said information to an acceptably low level. Furthermore, we have also carried out our work in accordance with *AA1000 Assurance Standard 2008* (hereon, *AA1000AS* (2008)), of *AccountAbility*, under a Type 2 high assurance engagement, which corresponds to reasonable assurance as per ISAE 3000.

Our reasonable assurance work has consisted of the formulation of queries presented to Management, and the different units of Abengoa that have participated in the preparation of the 2010 CSRR and in the design of the CSR Management System of Abengoa, and in the application of certain procedures that are broadly described below:

- Interviews with personnel of Abengoa responsible for compiling the information, for ascertaining the management principles and approaches applied in the preparation of the 2010 CSRR, and, specifically, the preparation of the core and additional performance indicators, obtaining the information required for our external verification.
- Analysis of the processes for compiling, validating and consolidated the information selected.
- Testing by sample of the IT and internal control systems in relation to the compilation of the selected indicators.
- Verification by substantive testing of the quantitative and qualitative information obtained from the indicators and its proper compilation. In the case of financial information relating to the EC1 and EC4 indicators, included in the 2010 CSRR, we have verified that they are obtained from the 2010 annual accounts of Abengoa audited by PwC, which issued an unqualified audit report dated 23 February 2011.
- Interviews with Abengoa personnel and management, both at the corporate and business group level, in order to ascertain the procedures, systems and management approaches in relation to the consideration and compliance of *AA1000APS* (2008) principles, and review of the opinions of external stakeholders and of the IPESD.
- Evaluation and sampling of the management practices and documentation available in relation to the systems of participation of the stakeholders and the communications and response processes in relation to the material issues.
- Interviews with the persons responsible for the preparation of the responses to the IPESD questions, verifying that the information in these responses is properly based on internal or third-party evidence and documents.
- Meetings with Abengoa personnel responsible for the preparation of the policies, management standards and procedures that make up Abengoa's CSR Management System in order to ascertain the management principles and approaches applied in its design, and obtain the information necessary for external verification.
- Review of the existence of policies, management standards and/or procedures, within Abengoa's CSR Management System, for each of the guidelines and recommendations under ISO 26000 in the matters referring to organizational governance, human rights, labour practices, environment, fair operating practices, consumer issues, community involvement and development, and ways of integrating socially responsible behaviour in the organisation.

In relation to ISO 26000, this report in no way can be construed as certification thereof, in light of the fact that ISO 26000 does not contain requirements but guidelines and recommendations, and is treated, therefore, by definition, as an uncertifiable standard.



Independence

We have performed our work in accordance with the independence standards required by the Code of Ethics of the *International Federation of Accountants* (IFAC). Our work has been carried out by a team of sustainability specialists with a wide range of experience in the review of reports of this type.

Conclusion

As a result of our work we can conclude that:

- The core and additional performance indicators for FY 2010 proposed in the GRI-G3, referred to on pages 248 to 253 of the 2010 CSRR, have been prepared reliably and appropriately, in all significant aspects, in accordance with Abengoa's CSR reporting system.
- The responses given by Abengoa to the queries formulated by the IPESD respond reliably and appropriately, in all significant aspects, to the evidence analysed.
- The 2010 CSRR has been prepared, in all material aspects, in accordance with the principles of inclusivity, materiality and responsiveness established under the AA1000APS (2008). Specifically:
 - In respect of the AA1000APS (2008) foundation principle of inclusivity, Abengoa Management has set up various processes of engagement and participation of its stakeholders, both at the corporate and different levels of the organisation, in order to include their expectations in the development of its sustainability strategy.
 - In respect of the AA1000APS (2008) principle of materiality, Abengoa Management has set up a structured proper system for identifying and prioritising the material sustainability issues that are relevant to the organisation and its stakeholders.
 - In respect of the AA1000APS (2008) principle of responsiveness, Abengoa Management has various processes for developing appropriate responses to the material issues and the expectations of the stakeholders.
- Abengoa's CSR Management System described on page 224 of the 2010 CSRR, has been prepared and adapted, in all significant aspects, to the guidelines of ISO 26000.

Recommendations

On the basis of our verification, we bring to your attention various findings and recommendations that will be presented to Abengoa Management. We set out below a summary of the most significant recommendations for improving the application of the AA1000APS (2008) principles of inclusivity, materiality and responsiveness, which do not modify the conclusions expressed in our report.

Inclusivity

Abengoa maintains an ongoing dialogue with its stakeholders through different channels of communication and has systematic mechanisms for ascertaining their expectations and priorities. As part of this process, during 2009 and 2010, the Company has carried out surveys to find out the opinions of its main stakeholders and relevant key entities. Furthermore, Abengoa once again has had the collaboration in 2010 of an Independent Panel of Experts in Sustainable Development (IPESD) and has created an External International Advisory Board made up of persons with renowned careers and experience in economics and the environment. The function of this board is to guide the Board of Directors of the Group on matters related to activities abroad.

We recommend extending the analysis of stakeholders' expectations in order to include, with the same depth, all stakeholders and to cover new geographic areas in which the Group is operating, as well as



continuing to boost, systematise and prioritise dialogue that makes possible the direct involvement of the stakeholders in the development and scope of a responsible, strategic response to sustainability.

Materiality

In 2010 Abengoa has revised and improved its procedure for analysing material issues, extending it to all Abengoa's business groups individually. We recommend continuing to move forward within a system of effective prioritisation of the issues analysed. This will permit greater discrimination as to which areas require more resources and the periodical updating of the CSR executive plan, both at the corporate level and at the level of specific business groups and companies.

Responsiveness

In 2009 Abengoa prepared a CSR executive plan, which has begun expanding in 2010 across various Abengoa business companies. Additionally, Abengoa has reinforced and improved during 2010 its CSR reporting system through the development of an IT tool for obtaining CSR management information automatically, while continuing to work on the development of a balanced scorecard of Environmental Sustainability Indicators (ESI). We recommend continuing to foster transparency mechanisms in relation to both internal and external stakeholders. We also recommend using the developed CSR IT tool to monitor and communicate more frequently the CSR commitments through verified key indicators. Likewise, we recommend that Abengoa periodically update the CSR executive plans prepared at all levels in order to bring them into line with the possible changes in expectations of the stakeholders.

PricewaterhouseCoopers Auditores, S.L.

A handwritten signature in blue ink, appearing to read 'MªLuz Castilla'.

MªLuz Castilla
Director
23 February 2011





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INDEPENDENT ASSURANCE REPORT ON THE 2010 GREENHOUSE GAS EMISSIONS INVENTORY

To the Board of Directors of Abengoa, S.A.:

Scope of our work

We have been engaged by the Board of Directors of Abengoa, S.A. to verify with reasonable assurance the *2010 Abengoa Greenhouse Gas (GHG) Emissions Inventory (Inventario GEI Sociedades Abengoa 2010)*, attached hereto as an appendix, dated 18 February 2011, of Abengoa S.A. and its Group companies (hereon, Abengoa), for the year ended 31 December 2010, in accordance with Abengoa's Internal Standard NOC-05/003 (described on pages 173 to 175 of Abengoa's 2010 Corporate Social Responsibility Report) for the preparation and calculation of the GHG Emissions Inventory.

Internal Standard NOC-05/003 sets down the procedures and specifications for the preparation and calculation of the emissions inventory of the Abengoa companies. The scope of NOC-05/003 affects the following business segments: production, construction and maintenance, offices, factories and warehouses and transport, and all GHG gases included in the Kyoto Protocol (carbon dioxide, methane, nitrous oxide, hydrofluorocarbons, perfluorocarbons and sulphur hexafluoride). NOC-05/003 also includes the direct and indirect emissions, relating to scopes 1, 2 and 3 indicated in the *"Greenhouse Gas Protocol, A corporate accounting and reporting standard"* prepared by the World Business Council for Sustainable Development and the World Resources Institute.

The preparation and the updating of the *2010 Abengoa GHG Emissions Inventory*, as per NOC-05/003 criteria, is the responsibility of Abengoa Management, which is also responsible for defining, implementing, adapting and maintaining the management systems and internal control from which the information is obtained for the performance of the GHG emissions inventory, as well as the processes and basis for its preparation.

Our responsibility is to issue an independent report on whether NOC-05/003 has been applied appropriately to the preparation of the *2010 Abengoa GHG Emissions Inventory*, based on the procedures used in our examination to verify the following:

- Whether Internal Standard NOC-05/003, approved by the Abengoa Management and applied to all its activities and companies, has been prepared in accordance with the provisions of the international standard ISO 14064-1 in respect of *Principles* (section 3), *GHG Inventory Design and Development* (section 4) and *Quantification of Direct and Indirect Emissions*, including those related to acquired goods and services (section 5.1 and Annex B).
- Whether the criteria for the preparation of the GHG emissions inventory set down in Internal Standard NOC-05/003 have been applied appropriately and consistently by Abengoa and its five business groups (Solar, Bioenergy, Engineering and Industrial Construction, Information Technologies and Environmental Services).

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- Whether the volume of emissions in the inventory carried out by Abengoa has been prepared reliably, in all significant aspects, in accordance with the procedures, calculation systems and quality indicators set down in Internal Standard NOC-05/003.

This report is issued in accordance with the terms and conditions of our engagement letter dated 30 September 2010.

Criteria for performance of our verification

We have carried out our work in accordance with ISAE 3000 *Assurance Engagements Other than Audits or Reviews of Historical Financial Information* issued by the International Auditing and Assurance Standard Board (IAASB) of the International Federation of Accountants (IFAC), for a reasonable level of assurance that requires, for engagements of this type, verification procedures and the procurement of sufficient evidence that supports the information presented in order to reduce the risk of error or omission in said information to an acceptably low level. Furthermore, the directives set down in ISO 14064-3 (*Specification with guidance for the validation and verification of greenhouse gas assertions*) have been taken into consideration.

Our verification has consisted of the formulation of queries presented to Management, and the different units of Abengoa and its Group companies, who have participated in the preparation of the 2010 Abengoa GHG emissions inventory, and in the performance of certain analytical procedures and tests, which, in general, are described below:

- Interviews with personnel of Abengoa and its Group companies in order to learn about the process of preparation of the 2010 GHG emissions inventory under the provisions of NOC-05/003 and to obtain the information required for our external verification.
- Analysis of the processes for compiling and validating the data of the Abengoa's 2010 GHG emissions inventory.
- Analysis of compliance of the NOC-05/003 with the provisions set down in ISO 14064-1 in respect of *Principles* (section 3), *GHG Inventory Design and Development* (section 4) and *Quantification of Direct and Indirect Emissions*, including those related to acquired goods and services (section 5.1. and Annex B).
- Evaluation of the compilation and internal control systems in relation to the preparation of Abengoa's 2010 GHG emissions inventory.
- Testing by sample of the information reported and validation of the key controls identified.
- Verification by analytical and substantive testing based on a selected sample of the quantitative information (source data, calculations and information generated) for determining the Abengoa's 2010 GHG emissions inventory and its appropriate compilation in accordance with the provisions of NOC-05/003 for Abengoa.
- Evaluation of the IT general controls of the IT tool developed by Abengoa for reporting and calculating its GHG emissions inventory. Analysis and review of this tool, in relation to its adaptation and proper functioning as per the provisions of NOC-05/003.

Our work has not included an examination of the reliability of the information provided by third parties.



Independence

We have performed our work in accordance with the independence standards required by the Code of Ethics of the *International Federation of Accountants* (IFAC). Our work has been carried out by a multi-disciplinary team, including verification specialists and environment and emissions experts.

Conclusion

As a result of our work we can conclude that:

- Abengoa's Internal Standard NOC-05/003 applicable to all its activities and companies has been prepared, in all significant aspects, in accordance with the provisions of ISO 14064-1 in respect of *Principles* (section 3), *GHG Inventory Design and Development* (section 4) and *Quantification of Direct and Indirect Emissions*, including those related to acquired goods and services (section 5.1. and Annex B).
- The criteria for the preparation of the GHG emissions inventory set down in Internal Standard NOC-05/003 have been applied, in all significant aspects, appropriately and consistently by Abengoa and its five business groups as a whole (Solar, Bioenergy, Engineering and Industrial Construction, Information Technologies and Environmental Services).
- The volume of emissions in Abengoa's inventory for the period beginning 1 January 2010 and ending 31 December 2010 (*Inventario GEI Sociedades Abengoa 2010*, dated 18 February 2011) has been carried out, in all significant aspects, reliably and properly in accordance with the procedures, calculation systems and quality indicators set down in Abengoa's Internal Standard NOC-05/003.

PricewaterhouseCoopers Auditores, S.L.

A handwritten signature in blue ink, appearing to read 'Mª Luz Castilla', with a horizontal line underneath.

Mª Luz Castilla
Director
23 February 2011



Appendix

Summary of the *Inventario GEI Sociedades Abengoa 2010* (dated 18 February 2011)

Abengoa's 2010 GHG emissions inventory		t CO ₂ eq. (without biomass)	t CO ₂ eq. (biomass)
Scope 1		2,432,644	1,795,727
Scope 2		593,086	0
Scope 3	Supplies	4,564,984	0
	Rest of Scope 3	175,576	39
Total Abengoa		7,766,290	1,795,766